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St Patrick's Hockey Club Incorporated

Constitution

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FUN RESPECT COURAGE INTEGRITY

St Patrick's Hockey Club Incorporated

Constitution

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PART 1 – PRELIMINARY

1. Name

1.1 The name of the Association is St Patrick's Hockey Club Incorporated (the Club).

2. Definitions

2.1 In this Constitution, unless the context otherwise requires:

Act means the *Associations Incorporation Act 1991* (ACT).

Annual General Meeting (AGM) means the annual general meeting of the Club held in accordance with this Constitution.

Associate Member means a person admitted to Associate Membership under Rule 8.

Club means St Patrick's Hockey Club Incorporated.

Club Appointee means a person appointed by the Executive under Rule 25.

Committee Member means a person appointed by the Executive under Rule 23.

Conflict of Interest (COI) A COI is when an Executive or Committee members' private interests, relationships, or competing duties clash with their Club role and responsibilities.

Executive means the governing body of the Club consisting of the President, Deputy President, Secretary and Treasurer.

Financial Year means the period defined under Rule 49.

General Meeting means an Annual General Meeting or a Special General Meeting.

HA means Hockey Australia.

HACT means Hockey ACT Incorporated.

Life Member means a Member elected to Life Membership under Rule 13.

Member means a person admitted to membership of the Club in accordance with this Constitution and includes a Playing Member, Associate Member and Life Member.

Objectives means the objectives outlined in Rule 3.

Ordinary Resolution means a resolution passed by a simple majority of Members present and entitled to vote.

Out of Session Decision means a decision made by the Executive other than at a properly convened meeting and recorded in accordance with Rule 40.

Playing Member means a Member registered with the Club to participate in competitions conducted by HACT.

Proxy means the authority given by one Member to another Member to vote on their behalf at a General Meeting in accordance with Rule 37.

Public Officer is the person appointed under Rule 28 as required by the Act.

Special General Meeting (SGM) means a General Meeting other than an Annual General Meeting.

Special Resolution means a resolution passed by not less than seventy-five percent (75%) of Members present and entitled to vote at a General Meeting for which notice of the proposed resolution has been given in accordance with this Constitution.

3. Incorporation

3.1 The Club is incorporated under the *Associations Incorporation Act 1991* (ACT) (the Act).

3.2 The following Acts apply to the Club's constitution as if the constitution was an instrument made under these Acts:

(a) the Electronic Transactions Act 2001 (ACT),

(b) the Legislation Act 2001 (ACT).

3.3 Unless stated otherwise, a reference to 'the Act' in the constitution refers to the Associations Incorporation Act 1991 (ACT).

4. Objectives

4.1 The Objectives of the Club are to:

(a) promote, foster and develop the sport of hockey;

(b) encourage participation in hockey by people of all ages, backgrounds and abilities;

(c) provide opportunities for Members to participate in hockey competitions, tournaments, training, development programs, other Club activities and recreation events;

(d) encourage the development of players, coaches, officials, volunteers and administrators.

5. Affiliation

5.1 The Club shall maintain affiliation with Hockey ACT Incorporated (HACT) in accordance with the HACT Constitution. Through the HACT affiliation, the Club recognises Hockey Australia (HA) as the national governing body for the sport of hockey in Australia.

5.2 The Club shall comply with:

(a) this Constitution;

(b) the constitution, regulations and policies of HACT where appropriate;

(c) the constitution, regulations and policies of HA where appropriate; and

(d) any competition rules applicable to competitions in which the Club participates.

5.3 Where there is any inconsistency between this Constitution and the governing documents of HACT that the Club is required to observe as a condition of affiliation, the Executive shall determine the appropriate course of action to ensure compliance.

6. Club Identity

Club Colours

6.1 The official colours of the Club are Green and White.

Club Name and Insignia

6.2 The Club name, logo, emblem, other identifying insignia and all associated intellectual property remain the property of the Club.

6.3 The Club logo is a three-leaf shamrock with a stem.

6.4 The Club's name, logo or insignia must only be used with the Executive's written approval and only for purposes consistent with the objectives and interests of the Club.

Club Uniform

6.5 The Executive will determine the design and specifications of official playing uniforms, training apparel and other Club merchandise.

PART 2 – MEMBERSHIP

7. Membership

7.1 Membership of the Club is open to any person who supports the Objectives of the Club and agrees to comply with this Constitution and the policies of the Club.

7.2 A person becomes a Member upon:

(a) completing the membership process approved by the Executive; and

(b) paying, or entering into an approved arrangement to pay the membership fee for the relevant Member category (if applicable) required by the Executive.

7.3 Membership is granted for the current playing season unless otherwise determined by the Executive. The duration of one playing season is from the completion of the process in Rule 7.2 for the calendar year until 31 December of that same year.

8. Categories of Membership

8.1 The Club shall have the following categories of membership:

(a) Playing Member;

(b) Associate Member; and

(c) Life Member.

8.2 A Playing Member is a person registered to participate in hockey competitions conducted by or through HACT.

8.3 An Associate Member is a Member who supports the Objectives of the Club but is not registered as a Playing Member.

8.4 A Life Member is a person elected in accordance with Rule 13.

8.5 Unless otherwise provided by this Constitution, all Members have the same rights and obligations.

9. Membership Fees

9.1 Membership fees shall be determined annually by the Executive.

9.2 Membership fees are payable by the date determined by the Executive.

9.3 The Executive may approve payment by instalments or another payment arrangement.

9.4 A Member who has not paid their membership fees, or who is not complying with an approved payment arrangement, is not financial and is not entitled to exercise voting rights until the outstanding fees are paid or the Executive determines otherwise.

9.5 Nothing in this Rule prevents the Executive from taking compassionate or practical measures where exceptional circumstances exist.

10. Register of Members

10.1 The Secretary shall maintain a Register of Members.

10.2 The Register shall contain such information as is required by the Act and any additional information determined by the Executive, HA or HACT.

10.3 Access to the Register shall be managed in accordance with the Act and applicable privacy legislation.

11. Resignation of Membership

11.1 A Member may resign from the Club on receipt of written notice to the Secretary.

11.2 A resignation takes effect on the date the notice is received, or on a later date specified in the notice.

11.3 Resignation does not remove any financial obligation owed to the Club before the resignation takes effect.

12. Cessation of Membership

12.1 A person ceases to be a Member if they:

(a) resign under Rule 11;

(b) die;

(c) are expelled from the Club in accordance with this Constitution;

(d) fail to maintain membership in accordance with this Constitution; or

(e) otherwise cease to be eligible for membership under the Act.

12.2 The Secretary shall remove the person's name from the Register of Members as soon as practicable following cessation of membership.

13. Life Membership

13.1 Life Membership is the highest honour that may be bestowed by the Club.

13.2 The Executive may establish a criteria against which nominations are to be considered.

13.3 Life Membership may be awarded to a Member who has provided exceptional, sustained and distinguished service to the Club over a significant period.

13.4 Nominations for Life Membership:

(a) must be made in writing;

(b) must include supporting information outlining the nominee's contribution to the Club;

(c) must be received by the Secretary at least fourteen (14) days before the Annual General Meeting; and

(d) shall be considered by the Executive before being presented to Members.

13.5 Election as a Life Member requires the approval of at least seventy-five percent (75%) of Members present and entitled to vote at the Annual General Meeting.

13.6 No more than two (2) Life Memberships may be awarded in any one calendar year.

13.7 A Life Member:

(a) remains a Member of the Club unless membership ceases under this Constitution;

(b) is exempt from payment of membership fees;

(c) retains full voting rights; and

(d) is entitled to attend and participate in all General Meetings of the Club.

13.8 whilst Rule 12.1 (b) stipulates a Life Member ceases to be a Member of the Club, they shall remain listed as having been a Life Member in Club records.

PART 3 – RIGHTS AND RESPONSIBILITIES OF MEMBERS

14. Rights of Members

14.1 Subject to this Constitution, each Member is entitled to:

(a) participate in the activities of the Club appropriate to their category of membership;

(b) attend General Meetings of the Club;

(c) exercise voting rights when aged 18 or over and where entitled under this Constitution;

(d) nominate eligible Members for elected positions within the Club;

(e) stand for election to the Executive, provided they are aged 18 or over and satisfy the eligibility requirements of this Constitution;

(f) receive notices and communications issued by the Club;

(g) inspect Club records where permitted by the *Associations Incorporation Act 1991* (ACT) and this Constitution; and

(h) raise matters for consideration by the Executive in accordance with the procedures established by the Club.

14.2 The rights of a Member may be suspended or restricted in accordance with this Constitution or they may be expelled from the Club as part of the Club's Discipline and Complaints Process.

15. Responsibilities of Members

15.1 All Members must:

(a) comply with this Constitution and all policies and procedures adopted by the Club;

(b) comply with the constitutions, regulations, policies and codes of conduct of HA, HACT, and any competition in which the Club participates;

(c) conduct themselves in a manner that promotes a safe, respectful, inclusive and welcoming environment;

(d) acti honestly, fairly and with integrity in all matters relating to the Club;

(e) treat players, officials, volunteers, spectators and Members with courtesy and respect;

(f) protect the reputation, property and interests of the Club;

(g) pay membership fees and other approved charges when due, or complying with an approved payment arrangement; and

(h) support the Objectives of the Club and contribute positively to its activities wherever reasonably practicable.

15.2 A failure to comply with this Constitution, the Club’s policies or applicable codes of conduct, including those of HA and HACT, may result in disciplinary action under Part 6 of this Constitution.

16. Access to Club Records and Electronic Communications

Access to Club Records

16.1 Members may inspect Club records where permitted by the Act and subject to any reasonable conditions determined by the Executive to protect confidential or personal information.

Electronic Communications

16.2 Unless otherwise required by law, any notice, nomination, proxy appointment, consent or other document required under this Constitution may be given or received electronically.

16.3 The Executive may determine the electronic platforms or methods by which notices and communications are distributed.

PART 4 – GOVERNANCE

17. The Executive

17.1 The Executive is responsible for the governance, strategic direction and administration of the Club.

17.2 In exercising its powers, the Executive must act:

(a) in the best interests of the Club;

(b) in accordance with this Constitution;

(c) in accordance with the Act;

(d) with proper regard to the Objectives of the Club; and

(e) in a manner that promotes good governance, transparency and accountability.

17.3 The Executive consists of the:

(a) President;

(b) Deputy President;

(c) Secretary; and

(d) Treasurer.

18. Powers and Responsibilities of the Executive

18.1 Subject to this Constitution, the Executive has responsibility for the overall management of the Club.

18.2 Without limiting Rule 18.1, the Executive may:

(a) manage the affairs and property of the Club;

(b) develop and implement the strategic direction of the Club;

(c) establish policies and procedures;

(d) appoint Committee Members and Club Appointees;

(e) establish, vary or dissolve subcommittees and working groups;

(f) approve expenditure and manage the financial affairs of the Club;

(g) establish and oversee risk management and compliance processes;

(h) determine membership fees;

(i) manage disciplinary matters;

(j) enter into contracts on behalf of the Club; and

(k) exercise any other power conferred by this Constitution or permitted by law.

18.3 The Executive may delegate any of its powers except those which by law or this Constitution cannot be delegated.

19. Election of the Executive

19.1 The following positions shall be elected by the Members at each Annual General Meeting:

(a) President;

(b) Deputy President;

(c) Secretary; and

(d) Treasurer.

19.2 Candidates must:

(a) be Members; and

(b) consent to nomination.

19.3 Nominations must:

(a) be in writing;

(b) be signed by two Members entitled to vote; and

(c) be received by the Secretary at least fourteen (14) days before the Annual General Meeting.

19.4 If insufficient nominations are received, nominations may be accepted from the floor at the Annual General Meeting.

19.5 Where more than one nomination is received for a position, an election shall be conducted by secret ballot unless the Members determine otherwise.

20. Term of Office for the Executive

20.1 An Executive Member holds office from the time they are elected and continues in office until the next Annual General Meeting or Special General Meeting at which the election of Executive Members is conducted, unless their office becomes vacant earlier under Rule 20.2.

20.2 A member of the Executive ceases to hold office if they:

(a) resign;

(b) cease to be a Member;

(c) become ineligible under the Act; or

(d) are removed by Special Resolution.

20.3 A resignation must be submitted in writing to the Secretary or, in the case of the Secretary, to the President.

21. Vacancies in Executive Positions

21.1 Where a vacancy occurs in an Executive position, the Executive may:

(a) convene a Special General Meeting to elect a replacement; or

(b) appoint a member to act in that position.

21.2 A person elected or appointed under this Rule holds office until the next Annual General Meeting.

22. Temporary Absence of Members of the Executive

22.1 Where a member of the Executive is temporarily unable to perform their duties, the Executive may determine appropriate arrangements to ensure continuity of the administration of the Club.

22.2 Such arrangements may include:

(a) temporary redistribution of responsibilities;

(b) delegation of functions to another member of the Executive;

(c) delegation of functions to a Committee Member; or

(d) any other arrangement considered appropriate.

22.3 The Executive shall advise the Committee of any arrangements made under this Rule.

22.4 A temporary absence does not create a vacancy under Rule 21.

23. Committee Members

23.1 The Executive may appoint a Member as a Committee Members to assist in the administration and operation of the Club.

23.2 Committee Members:

(a) are accountable to the Executive; and

(b) perform the duties determined by the Executive.

23.3 Committee Members remain appointed until the next Annual General Meeting, or until they:

(a) resign;

(b) are removed by the Executive; or

(c) are replaced by the Executive.

23.4 The Executive may remove a Committee Member whenever it considers such action to be in the best interests of the Club.

24. Temporary Absence of Committee Members

24.1 Where a Committee Member is temporarily unable to perform their duties, the Executive may:

(a) leave the position temporarily vacant;

(b) appoint another Member to perform those duties on an interim basis;

(c) appoint a deputy or acting officer where one is available; or

(d) make any other temporary arrangement it considers appropriate.

24.2 Any arrangement made under this Rule ceases when the Committee Member returns or when the Executive determines otherwise.

25. Club Appointments

25.1 The Executive may appoint persons to positions necessary for the effective operation of the Club.

25.2 Club Appointments may include, but are not limited to:

(a) patrons;

(b) coaches;

(c) assistant coaches;

(d) team managers; and

(e) any other position the Executive considers appropriate.

25.3 Club Appointees are not Committee Members unless separately appointed by the Executive.

26. Patrons

26.1 Up to two (2) patrons may be appointed.

26.2 Patrons serve in an honorary and advisory capacity.

27. Committees and Delegations

27.1 The Executive may establish standing committees, subcommittees or working groups.

27.2 The Executive shall define:

(a) the purpose;

(b) membership;

(c) delegated authority; and

(d) reporting requirements.

27.3 All committees remain responsible to the Executive.

28. Public Officer

28.1 The Executive shall appoint a Public Officer.

28.2 The Public Officer must be a member of the Executive.

29. Committee

29.1 The Committee of the Club comprises:

(a) the Executive; and

(b) all Committee Members appointed under Rule 23.

29.2 The Committee provides advice and assistance to the Executive in the administration and operation of the Club.

30. Conflict of Interest (COI)

30.1 Executive and Committee Members must disclose any actual, or perceived COI as soon as reasonably practicable.

30.2 The remaining members of the Executive must determine and record a management strategy for any declared COI, which can include excluding the Executive or Committee member from participating in discussions or decision-making relating to that COI.

30.3 The disclosure of the COI, the management strategy and any decision made in relation to it shall be recorded in the minutes.

PART 5 – MEETINGS

31. Annual General Meeting

31.1 The Club shall hold an Annual General Meeting (AGM) each year in accordance with the Act.

31.2 The Club must, in addition to any other meeting it holds, hold an AGM, once in each calendar year, within the period of 5 months beginning at the end of the Club's most recently ended financial year.

31.3 The business of the AGM shall include:

(a) confirmation of the minutes of the previous AGM and any Special General Meeting held since that meeting;

(b) presentation of the President's report;

(c) presentation of the Treasurer's financial report for the previous Financial Year;

(d) election of the Executive;

(e) consideration of motions submitted in accordance with this Constitution;

(f) consideration of Life Membership nominations; and

(g) any other business properly brought before the meeting.

32. Special General Meetings

32.1 The Executive may convene a Special General Meeting (SGM) whenever it considers it necessary.

32.2 The Executive must convene a Special General Meeting upon receiving a written request signed by at least twenty percent (20%) of Members entitled to vote.

32.3 The request must clearly state the purpose of the meeting and the motion or motions to be considered.

32.4 Only the business specified in the notice convening the meeting may be conducted at a Special General Meeting.

33. Notice of Meetings

33.1 At least twenty-one (21) days notice shall be given for an Annual General Meeting.

33.2 At least twenty-one (21) days notice shall be given for a Special General Meeting.

33.3 Notice shall include:

(a) the date, time and location of the meeting;

(b) details of any electronic attendance arrangements;

(c) the agenda;

(d) any proposed Special Resolution; and

(e) any supporting information considered appropriate by the Executive.

33.4 Notice may be given by electronic communication, publication on the Club's official communication platforms, or any other method determined by the Executive.

34. Motions

34.1 A Member entitled to vote may submit a motion for consideration at a General Meeting.

34.2 Motions must:

(a) be submitted in writing;

(b) be signed by the proposer and seconder; and

(c) be received by the Secretary at least fourteen (14) days before the meeting.

34.3 The Executive may combine motions of a similar nature or amend wording that is administrative in nature, provided the intent of the motion is not altered.

35. Quorum

35.1 The quorum for a General Meeting is thirty (30) Members entitled to vote.

35.2 No business may be conducted unless a quorum is present.

36. Voting at General Meetings

36.1 Each Member entitled to vote may only vote on each motion or Executive appointment once.

36.2 Unless otherwise provided by this Constitution, questions shall be decided by an Ordinary Resolution.

36.3 Voting shall ordinarily be conducted by:

(a) a show of hands;

(b) electronic voting; or

(c) another method determined by the President.

36.4 A secret ballot shall be conducted where:

(a) required by this Constitution;

(b) directed by the President; or

(c) requested by at least five (5) Members entitled to vote.

36.5 The President has a deliberative vote and, where voting is tied, a casting vote.

37. Proxy Voting

37.1 A Member entitled to vote may appoint another Member entitled to vote as their proxy.

37.2 A proxy request must:

(a) be in writing;

(b) identify both Members;

(c) clearly state the meeting to which it applies;

(d) be signed physically or electronically by the appointing Member; and

(e) be received by the Secretary before the commencement of the meeting.

37.3 A Member may not hold more than two (2) proxy appointments at any one meeting.

38. Electronic and Hybrid Meetings

38.1 General Meetings may be conducted:

(a) in person;

(b) wholly by electronic means; or

(c) as hybrid meetings combining physical and electronic attendance.

38.2 Members attending electronically must be identifiable by camera and are taken to be present for all purposes of this Constitution.

38.3 The Executive shall ensure that Members participating electronically have a reasonable opportunity to hear proceedings, participate in discussion and vote.

39. Executive Meetings

39.1 The Executive shall meet as often as necessary to conduct the business of the Club.

39.2 Meetings may be conducted in person, electronically or as hybrid meetings.

39.3 The quorum for an Executive meeting is three (3) members of the Executive.

39.4 Questions shall be decided by a simple majority.

39.5 The President has a deliberative vote and, if necessary, a casting vote.

40. Executive Resolutions Without Meeting

40.1 The Executive may make a decision without convening a meeting where the matter requires determination before the next scheduled Executive meeting.

40.2 An Executive Resolution Without Meeting is valid where:

(a) all members of the Executive have been consulted using a method approved by the Executive; and

(b) a majority of the Executive supports the proposed resolution.

40.3 Any decision made under this Rule shall be recorded by the Secretary as an Out of Session Decision.

40.4 Each Out of Session Decision shall be reported to, and confirmed in the minutes of the next Executive meeting.

40.5 An Out of Session Decision has the same authority as a resolution passed at an Executive meeting convened under Rule 39.

41. Committee Meetings

41.1 The Executive may convene meetings of the Committee whenever considered necessary.

41.2 Committee meetings are advisory in nature and assist the Executive in the administration and operation of the Club.

41.3 Unless otherwise determined by the Executive, Committee meetings shall be chaired by the President or, in the President's absence, the Deputy President.

41.4 Quorum for Committee meetings is two (2) Executive and five (5) Committee Members.

41.5 Committee meetings may be conducted in person, electronically or as hybrid meetings.

PART 6 – DISCIPLINE AND DISPUTE RESOLUTION

42. Member Conduct

42.1 Every Member is expected to uphold the Objectives, values and reputation of the Club.

42.2 Members must conduct themselves in a manner that is respectful and inclusive.

42.3 Without limiting Rule 42.2, Members must not engage in conduct that:

(a) brings the Club or the sport of hockey into disrepute;

(b) breaches this Constitution or any policy adopted by the Club;

(c) breaches any applicable HA or HACT policy or code of conduct;

(d) endangers the safety or wellbeing of another person; or

(e) is otherwise inconsistent with the Objectives of the Club.

43. Complaints and Disciplinary Matters

43.1 The Executive is responsible for considering complaints and disciplinary matters affecting the Club.

43.2 The Executive may investigate, or appoint an appropriate person or panel to investigate, any complaint concerning the conduct of a Member.

43.3 The Executive shall maintain a Discipline and Complaints Process that establishes the procedures for:

(a) receiving complaints;

(b) investigating complaints;

(c) resolving disputes;

(d) disciplinary hearings;

(e) appeals; and

(f) any other matter relating to member conduct.

43.4 The Discipline and Complaints Process forms part of the Club's governance framework but does not form part of this Constitution.

43.5 The Executive may amend the Discipline and Complaints Process from time to time provided the principles of procedural fairness are maintained.

44. Interim Measures

44.1 The Executive may impose interim measures while a complaint is being investigated. This may be where the Executive considers it necessary to protect:

(a) the safety or wellbeing of Members;

(b) the integrity of Club activities or competitions; or

(c) the reputation of the Club.

44.2 Interim measures may include:

(a) temporary suspension from Club activities;

(b) restrictions on attendance at Club events;

(c) temporary removal from an appointed position; or

(d) any other reasonable measure considered necessary.

44.3 Interim measures are administrative in nature and do not constitute a disciplinary finding.

44.4 Interim measures remain in force only until the matter has been determined or the Executive decides they are no longer required.

45. Procedural Fairness

45.1 Before making any disciplinary determination, the Executive must ensure the Member concerned is afforded procedural fairness.

45.2 Procedural fairness includes:

(a) advising the Member of the substance of the complaint;

(b) providing the Member with a reasonable opportunity to respond;

(c) considering all relevant information before making a decision;

(d) ensuring decision-makers act impartially and without bias;

(e) the consideration and management of any COI; and

(f) communicating the decision and reasons to the Member.

45.3 A Member may be accompanied by a support person during any disciplinary meeting, provided that person does not act as a an advocate unless approved by the Executive.

46. Disciplinary Outcomes

46.1 Where the Executive determines that a complaint has been substantiated, it may impose one or more of the following outcomes:

(a) no further action;

(b) informal counselling;

(c) mediation;

(d) education or training requirements;

(e) a verbal warning;

(f) a written warning;

(g) a probationary period;

(h) removal from an appointed position;

(i) suspension from specified Club activities for a defined period;

(j) suspension of membership;

(k) a suspended sentence;

(l) termination of membership; or

(m) any other reasonable disciplinary outcome.

46.2 In determining an appropriate outcome, the Executive shall have regard to:

(a) the seriousness of the conduct;

(b) whether the conduct was repeated or isolated;

(c) any previous disciplinary history;

(d) the impact on other Members and the Club; and

(e) any mitigating circumstances.

47. Referral to External Authorities

47.1 The Executive may refer any matter to HACT, HA, law enforcement agencies or any other appropriate authority where:

(a) the matter falls within the jurisdiction of that organisation;

(b) the matter involves competitions conducted by HACT or HA;

(c) the matter raises safeguarding, integrity or child protection concerns;

(d) the matter may constitute a criminal offence; or

(e) referral is required or is otherwise considered appropriate.

47.2 A referral under this Rule does not prevent the Club from taking its own disciplinary action where appropriate.

48. Appeals

48.1 A Member may appeal a disciplinary decision in accordance with the Club's Discipline and Complaints Process.

48.2 The process shall provide for:

(a) the grounds upon which an appeal may be made;

(b) the time within which an appeal must be lodged;

(c) the manner in which the appeal will be determined; and

(d) the communication of the outcome.

48.3 Unless otherwise determined by the Executive or required by law, the decision made on appeal is final.

PART 7 – FINANCE AND ADMINISTRATION

49. Financial Year

49.1 The Financial Year of the Club commences on 1 October and concludes on 30 September in the following year.

50. Club Funds

50.1 The income and property of the Club shall be used solely towards the promotion of the objectives of the Club.

50.2 No portion of the income or property of the Club shall be paid, transferred or distributed directly or indirectly to a Member except:

(a) as reimbursement for authorised expenses incurred on behalf of the Club;

(b) as reasonable payment for goods supplied or services provided to the Club;

(c) as otherwise permitted by this Constitution; or

(d) as required by law.

50.3 All monies received by the Club through fees, sponsorship or fundraising shall be deposited into accounts approved by the Executive as soon as reasonably practicable.

51. Financial Management

51.1 The Executive is responsible for the proper financial management of the Club.

51.2 Without limiting Rule 51.1, the Executive shall:

(a) establish appropriate financial controls;

(b) ensure accurate financial records are maintained;

(c) approve an annual budget where practicable;

(d) monitor the financial performance of the Club;

(e) safeguard the assets of the Club;

(f) facilitate any member’s request to view the books; and

(g) ensure the Club remains financially sustainable.

51.3 The Treasurer is responsible for the day-to-day financial administration of the Club, subject to the direction of the Executive.

52. Banking and Expenditure

52.1 The Executive shall determine the Club's banking arrangements.

52.2 All Club bank accounts shall be held in the name of the Club.

52.3 Payments made on behalf of the Club must be authorised in accordance with the financial controls approved by the Executive.

52.4 Electronic payments shall require the approval of at least two (2) members of the Executive.

52.5 The Executive may establish expenditure limits and financial delegations for the efficient operation of the Club.

52.6 The Executive may authorise the use of corporate payment cards or other electronic payment facilities subject to appropriate financial controls.

53. Financial Reporting

53.1 The Treasurer shall prepare financial reports for the Executive at intervals determined by the Executive.

53.2 The Treasurer shall present the annual financial statements to the Annual General Meeting.

53.3 Financial reports shall present a true and fair view of the financial position of the Club.

53.4 Members may request clarification of the annual financial statements at the Annual General Meeting.

54. Audit and Financial Review

54.1 The Club shall comply with any audit, review or reporting requirements imposed by the Act.

54.2 Where an audit is not required by law, the Executive may appoint a suitably qualified person to undertake an independent review of the Club's financial records.

54.3 A person conducting an audit or financial review should not be a current member of the Club.

55. Records

55.1 The Executive shall ensure that proper records of the Club are maintained.

55.2 Club records may be maintained in paper or electronic form.

55.3 The records of the Club include, but are not limited to:

(a) minutes of General Meetings;

(b) minutes of Executive and Committee meetings;

(c) minutes of any standing committees, subcommittees or working groups appointed by the Executive;

(d) the Register of Members;

(e) financial records;

(f) registers required by this Constitution;

(g) policies and procedures adopted by the Executive; and

(h) any other records required by law.

55.4 The Secretary is responsible for maintaining the official records of the Club, except financial records, which are the responsibility of the Treasurer.

55.5 The Executive shall take reasonable steps to ensure that the records of the Club are securely maintained and appropriately backed up where stored electronically.

55.6 Club records shall be retained for the period required by law or, where no period is prescribed, for such time as determined by the Executive.

PART 8 – MISCELLANEOUS

56. Amendment of this Constitution

56.1 This Constitution may only be amended by a Special Resolution passed at a General Meeting convened in accordance with this Constitution and the Act.

56.2 Notice of a proposed amendment must:

(a) set out the wording of the proposed amendment; and

(b) be included in the notice convening the General Meeting.

56.3 Upon approval of a Special Resolution under Rule 56.1, the Executive must notify the registrar-general in accordance with the Act.

56.4 An amendment takes effect upon notification to the registrar-general in accordance with the Act.

56.5 The Secretary shall ensure that the current version of the Constitution is made available to Members as soon as practicable following any amendment.

57. Indemnity

57.1 To the extent permitted by law, the Club indemnifies each member of the Executive, each Committee Member and each Club Appointee against any liability properly incurred in the good faith performance of their duties on behalf of the Club.

57.2 The indemnity provided by this Rule does not apply where the liability arises from:

(a) fraud;

(b) wilful misconduct;

(c) gross negligence; or

(d) conduct that is otherwise unlawful.

58. Limitation of Liability

58.1 A Member, member of the Executive, Committee Member or Club Appointee is not personally liable for the debts, liabilities or obligations of the Club solely because they hold office or perform duties on behalf of the Club.

58.2 Nothing in this Rule limits any liability imposed by law.

59. Winding Up

59.1 The Club may only be wound up in accordance with the Act.

59.2 Upon winding up, the assets of the Club shall first be applied towards the payment of all debts and liabilities of the Club.

59.3 Any surplus assets remaining after payment of all debts and liabilities shall not be distributed to Members.

59.4 Any remaining surplus assets shall be transferred to one or more incorporated not-for-profit organisations that:

(a) have objectives similar to those of the Club;

(b) prohibit the distribution of profits to their members; and

(c) are determined by Special Resolution of the Members or, failing such determination, by a court or other authority having jurisdiction.

60. Interpretation

60.1 This Constitution shall be interpreted:

(a) consistently with the *Associations Incorporation Act 1991* (ACT);

(b) in a manner that best promotes the Objectives of the Club; and

(c) in accordance with the principles of good governance.

60.2 Where this Constitution is inconsistent with any policy, procedure or guideline adopted by the Executive, this Constitution prevails.

60.3 If any provision of this Constitution is found to be invalid or unenforceable, the remaining provisions shall continue in full force and effect.

60.4 Headings are included for convenience only and do not affect the interpretation of this Constitution.

61. The Common Seal

61.1 The Club may have a Seal upon which its corporate name shall appear in legible characters.

61.2 The Secretary shall maintain custody of the Seal.

61.2 The Seal shall only be used with the authorisation of the Executive. Two (2) members of the Executive must witness every use of the Seal, unless the Executive determines otherwise.