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DATE: 12 November 2009

AUSTRALIAN
CAPITAL
TERRITORY
ROWING
ASSOCIATION
INCORPORATED

Chamberlains
LAW FIRM



AUSTRALIAN CAPITAL TERRITORY ROWING ASSOCIATION INCORPORATED
CONSTITUTION

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APPENDIX 1

APPLICATION FOR MEMBERSHIP OF ASSOCIATION

APPENDIX 2

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1. DEFINITIONS AND INTERPRETATIONS

1.1 Definitions

In these rules, unless a contrary intention appears:

"Act" means the *Associations Incorporation Act 1991*;

"Annual General Meeting" means an Annual General meeting held in accordance with rules 25 and 26 of the Constitution;

"Associate Member" means a person appointed as an Associate Member in accordance with rule 6 of this Constitution;

"Association" means the Australian Capital Territory Rowing Association Incorporated;

"By-Laws" means the By-Laws of the Association made pursuant to rule 39 of this Constitution;

"Club" means the rowing clubs for the time being participating in any competition for clubs as determined by the Committee from time to time and who make application in the prescribed form;

"Committee" means the Committee constituted in accordance with rule 16 of this Constitution;

"Constitution" means this Constitution of the Association;

"Financial Year" means the year ending on 30 April;

"Life Member" means Life Member in accordance with rule 7 of this Constitution;

"Member" means an Ordinary Member, Registered Member, Associate Member or Life Member of the Association;

"Nominated Delegate" means a person, other than any president of each Ordinary Member or person holding a similar position to that of the president to be nominated by each Ordinary Member;

"Office-Bearer" means a person defined and elected in accordance with rule 17 of this Constitution and any other person as determined by the Association in general meeting from time to time and may be a Registered Member, Associate Member or a Life Member;

"Ordinary Committee Member" means a person elected in accordance with rule 17 of this Constitution and may be a Registered Member, Associate Member or a Life Member;

"Ordinary Member" means a Club whose application for membership has been approved in accordance with rule 4 of this Constitution;

"Public Officer" means the Public Officer of the Association as defined in the Act;

"Registered Member" means a person as defined in rule 5 of this Constitution;

"Regulations" means the Associations Incorporation Regulations.

“**Secretary**” means the person holding office under these rules as secretary of the Association or, where no such person holds that office, the Public Officer of the Association;

“**Voting Member**” means a member entitled to vote under rule 34 of this Constitution.

1.2 Interpretation

In these rules:

- (a) a reference to a function includes a reference to a power, authority and duty; and
- (b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty.

1.3 The provisions of the *Interpretation Act 1967* apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

2. OBJECTS

2.1 The objects of the Association shall be to foster, promote and develop rowing in the Australian Capital Territory.

3. CATEGORIES OF MEMBERSHIP

3.1 The categories of Members of the Association are:

- (a) Ordinary Members;
- (b) Registered Members;
- (c) Associate Members; and
- (d) Life Members.

3.2 Notwithstanding anything else to the contrary the Committee may determine any category of Membership of the Association from time to time.

4. ORDINARY MEMBERS

4.1 A Club wishing to become an Ordinary Member of the Association shall:

- (a) make a formal application in writing in the form set out in Appendix 1 to this Constitution; and
- (b) lodge the application with the Committee;

4.2 After an application has been received the application will only be approved following a majority vote of the voting Members of the Association in general meeting.

- 4.3 Where an application for membership is approved pursuant to sub-rule 4.2, the Secretary shall as soon as practicable after that determination notify the applicant of that approval and request the applicant to pay within 28 days after receipt of the notification the sum payable under this Constitution by a Ordinary Member as the entrance fee and the first year's annual membership.
- 4.4 The Secretary shall, on payment by the applicant of the amounts referred to in sub-rule 4.3 within the period referred to in that rule, enter the applicant's name in the register of members and, upon the name being so entered, the applicant shall become an Ordinary Member of the Association.

5. REGISTERED MEMBERS

- 5.1 Individuals who are members of an Ordinary Member and for whom the registration fee pursuant to rule 11 of this Constitution has been paid to the Association shall be Registered Members of the Association.
- 5.2 A Registered Member's name will be added to the register of members on payment of the relevant membership fees under this Constitution.

6. ASSOCIATE MEMBERS

- 6.1 Any person may be an Associate Member of the Association subject to this rule.
- 6.2 The qualification for Associate Membership shall be determined from time to time by the Committee and shall be approved by the Members in general meeting.
- 6.3 Any person appointed as an Associate Member will be so appointed by the Committee.
- 6.4 An Associate Member's name will be added to the register of members on payment of the relevant membership fees under this Constitution.

7. LIFE MEMBERS

- 7.1 On recommendation by the Committee the Association in general meeting may elect an individual to Life Membership of the Association if there is a two thirds majority of the Voting Members present in favour of such election.
- 7.2 A Life Member will remain a Member of the Association for life unless that Life Member resigns or the Membership is terminated pursuant to the provisions of this Constitution and the Life Member is notified in writing by the Committee.
- 7.3 A Life Member's name will be added to the register of members and subject to rule 7.2 shall be exempt from payment of any future membership fees.

8. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

- 8.1 A right, privilege or obligation which a person has by reason of being a Member of the Association:
- (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates upon cessation of the person's membership.

9. CESSATION OF MEMBERSHIP

9.1 A person or Club ceases to be a Member of the Association if the person or Club:

- (a) dies or, in the case of a body corporate, is wound up;
- (b) resigns from membership of the Association;
- (c) is expelled from the Association;
- (d) fails to renew membership of the Association and/ or to pay appropriate fees; or
- (e) for Registered Members they cease to be members of an Ordinary Member.

10. RESIGNATION OF MEMBERSHIP

10.1 A Member is not entitled to resign from membership of the Association except in accordance with this rule.

10.2 An Ordinary Member who has paid all amounts payable by the Ordinary Member to the Association may resign from membership of the Association by first giving notice (being not less than 2 months or, if the Committee has determined a shorter period, that shorter period) in writing to the Secretary of the Ordinary Member's intention to resign and, upon the expiration of the period of notice, the Ordinary Member ceases to be an Ordinary Member.

10.3 Associate Members, Life Members and Registered Members may resign from membership of the Association by giving notice in writing to the Secretary and such resignation shall take effect immediately.

10.4 In the case of the resignation of a Registered Member notice from the Ordinary Member of which the Registered Member is a member will suffice as notice of that Member's resignation.

10.5 Where a person ceases to be a Member, the Secretary shall make an appropriate entry in the register of members recording the date on which the Member ceased to be a Member.

11. FEE, SUBSCRIPTIONS ETC.

11.1 Members must pay a membership fee pursuant to clause 11.2 each year.

11.2 Annual fees shall be determined by the Committee and may be changed from time to time.

11.3 The Association shall have the power to charge any other fees as required for any event that may be held by the Association from time to time.

12. MEMBERS' LIABILITIES

12.1 The liability of a Member to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the Member in respect of membership of the Association in accordance with rule 11.

13. DISCIPLINING OF MEMBERS

13.1 Where the Committee is of the opinion that a Member:

- (a) has persistently refused or neglected to comply with a provision of this Constitution; or
- (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Association,

the Committee may, by resolution expel the Member from the Association or suspend the Member from such rights and privileges of membership of the Association as the Committee may determine for a specified period.

13.2 A resolution of the Committee under sub-rule 13.1 is of no effect unless the Committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the Member of a notice under sub-rule 13.3, confirms the resolution in accordance with this rule 13.

13.3 Where the Committee passes a resolution under this rule, the Secretary shall, as soon as practicable, cause a notice in writing to be served on the Member:

- (a) setting out the resolution of the Committee and the grounds on which it is based;
- (b) stating that the Member may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
- (c) stating the date, place and time of that meeting; and
- (d) informing the Member that the Member may do either or both of the following:
 - (i) attend and speak at that meeting;
 - (ii) submit to the Committee at or prior to the date of that meeting written representations relating to the resolution.

13.4 Subject to the provisions of the Act, at a meeting of the Committee mentioned in sub-rule 13.2, the Committee shall:

- (a) give to the Member mentioned in sub-rule 13.1 an opportunity to make oral representations;
- (b) give due consideration to any written representations submitted to the Committee by that Member at or prior to the meeting; and
- (c) by resolution determine whether to confirm or to revoke the resolution of the Committee made under sub-rule 13.1.

13.5 Where the Committee confirms a resolution under sub-rule 13.4, the Secretary shall, within 7 days after that confirmation, by notice in writing inform the Member of that confirmation and of the Member's right of appeal under rule 14.

- 13.6 A resolution confirmed by the Committee under sub-rule 13.4 does not take effect:
- (a) until the expiration of the period within which the Member is entitled to appeal against the resolution where the Member does not exercise the right of appeal within that period; or
 - (b) where within that period the member exercises the right of appeal, unless and until the Association confirms the resolution in accordance with sub-rule 13.4.

14. RIGHT OF APPEAL OF DISCIPLINED MEMBER

- 14.1 A Member may appeal to the Association in general meeting against a resolution of the Committee which is confirmed under sub-rule 13.4, within 7 days after notice of the resolution is served on the Member, by lodging with the Secretary a notice to that effect.
- 14.2 Upon receipt of a notice under sub-rule 14.1, the Secretary shall notify the Committee which shall convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice or as soon as possible after that date.
- 14.3 Subject to the provisions of the Act, at a general meeting of the Association convened under sub-rule 14.2:
- (a) no business other than the question of the appeal shall be transacted;
 - (b) the Committee and the Member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - (c) the Voting Members present shall vote by secret ballot on the question of whether the resolution made under sub-rule 13.4 should be confirmed or revoked.
- 14.4 If the meeting passes a special resolution in favour of the confirmation of the resolution made under sub-rule 13.4, that resolution is confirmed.

15. POWERS OF THE COMMITTEE

- 15.1 The Committee, subject to the Act, the Regulations, this Constitution, the By-Laws, and to any resolution passed by the Association in general meeting:
- (a) shall control and manage the affairs of the Association;
 - (b) may exercise all such functions as may be exercised by the Association other than those functions that are required by these rules to be exercised by the Association in general meeting; and
 - (c) has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association.

16. CONSTITUTION AND MEMBERSHIP

16.1 The Committee shall consist of:

- (a) the Office-Bearers of the Association; and
- (b) four (4) Ordinary Committee Members.

16.2 Each member of the Committee shall, subject to these rules, hold office until the conclusion of the annual general meeting following the date of the Member's election, but is eligible for re-election.

16.3 In the event of a vacancy in the membership of the Committee, the Committee may appoint a Member of the Association to fill the vacancy and the Member so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

17. ELECTION OF COMMITTEE MEMBERS

17.1 The Office-Bearers of the Association shall be:

- (a) the President;
- (b) the Vice-President;
- (c) the Treasurer; and
- (d) the Secretary

17.2 The Office-Bearers and the Ordinary Committee Members shall be elected at the Annual General Meeting of the Association.

17.3 Nominations of candidates for election as Office-Bearers and Ordinary Committee Members of the Association:

- (a) shall be made in writing, signed by 2 Members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
- (b) shall be delivered to the Secretary of the Association not less than 7 days before the date fixed for the annual general meeting at which the election is to take place.

17.4 If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.

17.5 If insufficient further nominations are received, any vacant positions remaining on the Committee shall be deemed to be vacancies.

17.6 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be taken to be elected.

- 17.7 If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- 17.8 The ballot for the election of Office-Bearers and Ordinary Committee Members shall be conducted at the Annual General Meeting in such manner as the Committee may direct.
- 17.9 An Office Bearer or Ordinary Committee Member is not eligible to simultaneously hold more than 1 position on the Committee.

18. SECRETARY

- 18.1 The Secretary of the Association shall, as soon as practicable after being appointed as Secretary, notify the Association of his or her address.
- 18.2 The Secretary shall keep minutes of:
- (a) all elections and appointments of the Committee;
 - (b) the names of members of the Committee present at a Committee meeting or a general meeting; and
 - (c) all proceedings at Committee meetings and general meetings.
- 18.3 Minutes of proceedings at a meeting shall be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

19. TREASURER

- 19.1 The treasurer of the Association shall:
- (a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
 - (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.

20. VACANCIES

- 20.1 For the purposes of these rules, a vacancy in the office of a member of the Committee occurs if the member:
- (a) dies;
 - (b) ceases to be a Member of the Association;
 - (c) resigns the office;
 - (d) is removed from office pursuant to rule 21;
 - (e) suffers from mental or physical incapacity;

- (f) is disqualified from office under a section of the Act; or
- (g) is absent without the consent of the Committee from all meetings of the Committee held during a period of three (3) months.

21. REMOVAL OF COMMITTEE MEMBERS

21.1 The Association in general meeting may by resolution, subject to the provisions of the Act, remove any member of the Committee from the Committee before the expiration of the member's term of office.

22. COMMITTEE MEETINGS AND QUORUM

22.1 The Committee shall meet at least six (6) times in each calendar year at such place and time as the Committee may determine.

22.2 Additional meetings of the Committee may be convened by the Office Bearers.

22.3 Oral or written notice of a meeting of the Committee shall be given by the Secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.

22.4 Notice of a meeting given under sub-rule 22.3 shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.

22.5 Any five (5) members of the Committee shall constitute a quorum for the transaction of the business of a meeting of the Committee.

22.6 No business shall be transacted by the Committee unless a quorum is present and if within half an hour after the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and the same hour of the same day in the following week.

22.7 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be dissolved.

22.8 At meetings of the Committee:

- (a) the president or in the absence of the president, the vice-president shall preside; or
- (b) if the president and the vice-president are absent, 1 of the remaining members of the Committee may be chosen by the members present to preside.

22.9 The Office Bearers of the Association may also conduct independent meetings of the Committee. A quorum for these meetings will be three (3) Office-Bearers. Any decision made by an independent meeting of the Office-Bearers shall be reviewed by the Committee.

23. DELEGATION BY COMMITTEE TO SUB-COMMITTEE

- 23.1 The Committee may, by instrument in writing, delegate to 1 or more sub-committees (consisting of such Member or Members as the Committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
- (a) this power of delegation; and
 - (b) a function which is a function imposed on the Committee by the Act, by any other law of the Territory, or by resolution of the Association in general meeting.
- 23.2 A function, the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- 23.3 A delegation under this rule may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- 23.4 Notwithstanding any delegation under this rule, the Committee may continue to exercise any function delegated.
- 23.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.
- 23.6 The Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- 23.7 A sub-committee may meet and adjourn as it thinks proper.

24. VOTING AND DECISIONS OF COMMITTEE

- 24.1 Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined by a majority of votes of the members of the Committee or sub-committee present at the meeting.
- 24.2 Each member of the Committee shall be entitled to one vote.
- 24.3 In the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 24.4 Subject to sub-rule 22.5, the Committee may act notwithstanding any vacancy on the Committee.
- 24.5 Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-committee appointed by the Committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-committee.

25. ANNUAL GENERAL MEETINGS – HOLDING OF

- 25.1 The Association shall, at least once in each calendar year and within the period of 5 months after the expiration of each financial year of the Association, convene an Annual General Meeting of its Members.
- 25.2 Sub-rule 25.1 has effect subject to the powers of the Registrar-General under the Act in relation to extensions of time.

26. ANNUAL GENERAL MEETINGS – CALL OF AND BUSINESS AT

- 26.1 The Annual General Meeting of the Association shall, subject to the Act, be convened on such date and at such place and time as the Committee thinks fit.
- 26.2 In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting shall be:
- (a) to confirm the minutes of the last preceding Annual General Meeting and of any general meeting held since that meeting;
 - (b) to receive from the committee reports on the activities of the Association during the last preceding financial year;
 - (c) to elect members of the Committee; and
 - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to the provisions of the Act.
- 26.3 An Annual General Meeting shall be specified as such in the notice convening it in accordance with rule 27.
- 26.4 Rules 28 to 35 of this Constitution apply to the conduct of both Annual General Meetings and general meetings.

27. GENERAL MEETINGS – CALLING OF

- 27.1 The Committee may, whenever it thinks fit, convene a general meeting of the Association.
- 27.2 The Committee shall, on the requisition in writing of not less than three (3) of the Ordinary Members, convene a general meeting of the Association.
- 27.3 A requisition of Ordinary Members for a general meeting:
- (a) shall state the purpose or purposes of the meeting;
 - (b) shall be signed by the Members making the requisition;
 - (c) shall be lodged with the Secretary; and
 - (d) may consist of several documents in a similar form, each signed by 1 or more of the Members making the requisition.

- 27.4 If the Committee fails to convene a general meeting within one month after the date on which a requisition of Ordinary Members for the meeting is lodged with the Secretary, any one or more of the Ordinary Members who made the requisition may convene a general meeting to be held not later than three (3) months after that date.
- 27.5 A general meeting convened by a Ordinary Member or Ordinary Members referred to in sub-rule 27.4 shall be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee and any Ordinary Member who thereby incurs expense is entitled to be reimbursed by the Association for any reasonable expense so incurred.

28. NOTICE

- 28.1 Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post to each Voting Member, Associate Member and Life Member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 28.2 Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each Voting Member, Associate Member and Life Member in the manner provided in sub-rule 28.1 specifying, in addition to the notice required under that sub-rule, the intention to propose the resolution as a special resolution.
- 28.3 On receipt of a notice under this rule, an Ordinary Member shall forward copies of the notice to all of its members who are Registered Members of the Association.
- 28.4 No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted pursuant to sub-rule 26.2.
- 28.5 A Member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the Member.

29. GENERAL MEETINGS – PROCEDURE AND QUORUM

- 29.1 No item of business shall be transacted at a general meeting unless a quorum of Members is present during the time the meeting is considering that item.
- 29.2 A simple majority of Voting Members shall constitute a quorum for the transaction of the business of a general meeting.
- 29.3 If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of Ordinary Members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

29.4 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Voting Members present shall constitute a quorum.

30. PRESIDING MEMBER

30.1 The president, or in the absence of the president, the vice-president, shall preside at each general meeting of the Association.

30.2 If the president and the vice-president is absent from a general meeting, the Members present shall elect 1 of their number to preside at the meeting.

31. ADJOURNMENT

31.1 The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of the Voting Members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

31.2 Where a general meeting is adjourned for 14 days or more, the Secretary shall give written or oral notice of the adjourned meeting to each member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

31.3 Except as provided in sub-rules 31.1 and 31.2, notice of an adjournment of a general meeting or of the business to be transacted at any adjourned meeting is not required to be given.

32. MAKING OF DECISIONS

32.1 A question arising at a general meeting of the Association shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

32.2 At a general meeting of the Association, a poll may be demanded by the person presiding or by not less than 3 Voting Members present in person or by proxy at the meeting.

32.3 Where the poll is demanded at a general meeting, the poll shall be taken:

- (a) immediately in the case of a poll which relates to the election of the person to preside at the meeting or to the question of an adjournment; or
- (b) in any other case, in such manner and at such time before the close of the meeting as the person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

33. ATTENDANCE AT GENERAL MEETINGS

33.1 Any Member shall be entitled to attend any general meeting of the Association.

34. VOTING

34.1 Upon a question arising at any general meeting of the Association the following persons shall be entitled to one vote each:

- (a) the president of the Association;
- (b) the president of each Ordinary Member or the person holding a similar position to that of the president; and
- (c) a Nominated Delegate from each Ordinary Member.

34.2 All votes shall be given personally or by proxy.

34.3 In the case of an equality of votes on a question at a general meeting, the president of the Association or presiding member pursuant to rule 30 is entitled to exercise a second or casting vote.

35. APPOINTMENT OF PROXIES

35.1 Each Voting Member shall be entitled to appoint another Member as proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

35.2 The notice appointing the proxy shall be in the form set out in Appendix 2 to these rules.

36. FUNDS – SOURCE

36.1 The funds of the Association shall be derived from annual subscriptions of Members, donations and, subject to any resolution passed by the Association in general meeting and subject to the provisions of the Act, such other sources as the committee determines.

36.2 All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of the Association's bank account.

36.3 The Association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

37. FUNDS – MANAGEMENT

37.1 Subject to any resolution passed by the Association in general meeting, the funds of the Association shall be used in pursuance of the objects of the Association in such manner as the Committee determines.

37.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two (2) authorised members of the Committee or employees of the Association.

38. ALTERATION OF OBJECTS AND RULES

38.1 The objects of the Association and this Constitution shall only be altered in accordance with the provisions of the Act.

39. BY-LAWS

- 39.1 The Committee may (by itself or by delegation to a sub-committee) formulate, approve, issue, adopt, interpret and amend such By-Laws for the proper advancement, management and administration of the Associations such By-Laws must be consistent with this Constitution.
- 39.2 All By-Laws made under this rule shall be binding on the Association and all Members.
- 39.3 The By-Laws include but are not limited to the Rowing Regulations, Status Rules, Codes of Conduct and any matter that concerns the day to day management of the Association.

40. COMMON SEAL

- 40.1 The common seal of the Association shall be kept in the custody of the Secretary.
- 40.2 The common seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal shall be attested by the signatures of two members of the Committee or as the Committee shall otherwise determine from time to time.

41. CUSTODY OF BOOKS

- 41.1 Subject to the Act, the Regulations and these rules, the Secretary shall keep in his or her custody or under his or her control all records, books, and other documents relating to the Association.

42. INSPECTION OF BOOKS

- 42.1 The records, books and other documents of the Association shall be open to inspection at a place in the Territory, free of charge, by a Member of the Association at any reasonable hour.

43. SERVICE OF NOTICE

- 43.1 For purpose of these rules, a notice may be served by or on behalf of the Association upon any Member either personally or by sending it by post to the Member at the member's address shown in the register of Members.
- 43.2 Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.
- 43.3 This rule does not apply to Registered Members who shall be given copies of any notices by the Ordinary Member that they are a member of.

44. DISSOLUTION

- 44.1 The Association may be dissolved at a general meeting of the Members specially convened for the purpose of dissolution with a quorum of two-thirds of the Voting Members present.
- 44.2 On the dissolution of the Association the surplus assets of the Association shall vest in the national body governing rowing in Australia or to such other body in the Australian Capital Territory as nominated by such national body from time to time.

APPENDIX 1

Sub-rule 3(1)

APPLICATION FOR ORDINARY MEMBERSHIP
OF THE AUSTRALIAN CAPITAL TERRITORY ROWING ASSOCIATION INCORPORATED

(incorporated under the *Associations Incorporation Act 1991*)

..... (full name of applicant)

of(address) hereby applies to become

an Ordinary Member of the abovenamed incorporated Association. In the event of the admission as a Ordinary Member, the Ordinary Member agrees to be bound by the rules of the Association for the time being in force.

.....
(Signature of Authorised Officer)

.....
Date

I, (full name)

a member of the Association nominate the applicant for membership of the Association.

.....
(Signature of Proposer)

.....
Date

I, (full name)

a member of the Association second the nomination of the applicant for membership of the Association.

.....
(Signature of Proposer)

.....
Date

FORM OF APPOINTMENT OF PROXY

I,
(full name)

of
(address)

being a member of
(name of incorporated Association)

hereby appoint
(full name of proxy)

of
(address)

being a member of that incorporated Association, as my proxy to vote for me on my behalf at the general meeting of the Association (annual general meeting or other general meeting, as the case may be) to be held on theday of200 and at any adjournment of that meeting.

- *My proxy is authorised to vote in favour of/against (*delete as appropriate*) the resolution (*insert details*).

.....
(signature of member appointing proxy)

.....
(date)

Note: A proxy vote may not be given to a person who is not a member of the Association.