

# **BURLEY GRIFFIN CANOE CLUB INCORPORATED**

## **CONSTITUTION**

4<sup>th</sup> Amendment: Amendment date: 6 September, 2010.

5<sup>th</sup> Amendment: Amendment date: 1 September, 2014.

6<sup>th</sup> Amendment: Amendment date: 7 September, 2015.

7<sup>th</sup> Amendment: Amendment date: 11 September, 2016.

8<sup>th</sup> Amendment: Amendment date: 17 September 2017.

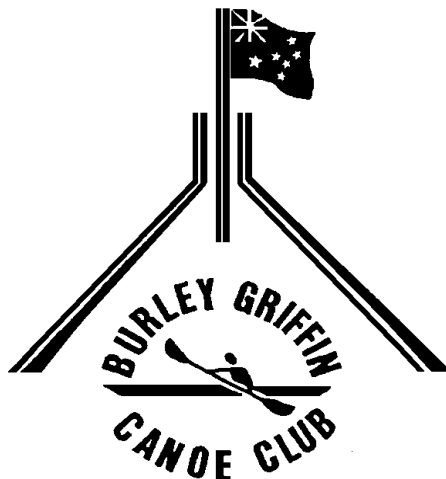
The name of the club shall be BURLEY GRIFFIN CANOE CLUB INCORPORATED  
(hereinafter called the Club).

### **1. OBJECTIVES**

- i. The promotion and development of all aspects of paddle sports.
- ii. To provide instruction, information and advice pertaining to paddle sports.
- iii. To provide support and encouragement to members in competition subject to the Club's discretion.
- iv. To encourage and support the protection and conservation of the natural environment in and around our waterways.

### **2. COLOUR AND INSIGNIA**

- i. The Club colours shall be blue and gold.
- ii. The insignia is shown below.



### **3. FINANCES**

- i. All monies of the Club shall be paid to the credit of the Club and shall be accountable to the Treasurer of the Club.
- ii. Any monies raised by the Committee shall be raised in the name of the Club and shall be accountable to the Treasurer.
- iii. The Treasurer shall keep full and proper records of ALL monies received and paid by the Club
- iv. The Treasurer shall place a brief statement showing the condition of the Club's funds and financial position before each meeting.
- v. The Treasurer shall prepare a complete audited statement of income and expenditure of the Club during the preceding financial year and produce all books for inspection by members at each Annual General Meeting.
- vi. The financial year shall be 1 July to 30 June each year.
- vii. All expenditure by the club of club monies must be in accordance with the rules of the club.
- viii. The requirements for authorisation of expenditure differ depending on the value of the expenditure:
  - a. All expenditure must be authorised in writing by any two officers. For the avoidance of doubt, this means that the club may operate a bank account credit card or other financial product which only requires one person to authorise, as long as there are internal controls that require the person incurring the transaction to seek approval from those capable of authorising.
  - b. For all expenditure in a single transaction greater than a 'lower threshold' the expenditure must also be authorised by a majority of the committee.
  - c. For all expenditure in a single transaction greater than an 'upper threshold' the expenditure must be authorised by a simple majority of those present at a special general meeting or annual general meeting.
  - d. The 'lower threshold' and 'upper threshold' may be amended by a simple majority of those present at a special general meeting or an annual general meeting.
  - e. Where no 'lower threshold' has been set pursuant to section 3 (vii)(d), the lower threshold shall be \$5,000 Australian Dollars. Where no 'upper threshold' has been set pursuant to section 3(vii)(d), the upper threshold shall be \$20,000 Australian Dollars.

#### 4. MEMBERSHIP

##### A. ELIGIBILITY

- i. Any person interested in the objectives of the Club may apply for individual membership of the Club.
- ii. Any person interested in the objectives of the Club may apply for Family Membership - This embodies parents and any immediate members of the family under the age of 18 years.
- iii. A Family Membership constitutes a maximum of two (2) voting members.

##### B. ADMISSION TO MEMBERSHIP

An application for membership of the Club shall:

- i. be made in writing with the consent of the applicant;
- ii. received by the Club; and
- iii. entered into the register of members by a person appointed by the Committee to do so.

**C. RIGHTS OF MEMBERS**

- i. individual members shall be entitled to attend all Annual and Special General Meetings of the Club and shall be entitled to one vote at these meetings.
- ii. individual members shall be eligible for election to any office or to the Committee.

**D. TERMINATION OF MEMBERSHIP**

- i. a member may, at any time, resign from the Club by written notice of resignation addressed to the Committee.
- ii. any member whose subscription shall be more than two months in arrears shall be deemed to be an unfinancial member. Unfinancial members and their delegates shall not hold any office, be members of the Committee or any of its sub-committees or be entitled to vote at Annual or Special General Meetings.
- iii. the membership of any person may be suspended or terminated by a two-thirds majority at a meeting of the Committee. A majority of members present at a Special General Meeting convened for the purpose may remove such suspension or restore membership.
- iv. upon termination of membership under this rule, the Secretary shall remove the name of the member from the register of members, whereupon that member ceases to be a member of the Club.
- v. a right, privilege, or obligation of a person by virtue of her or his membership of the Club:
  - a) is not capable of being transferred or transmitted to another person or organisation; and
  - b) terminates upon the cessation of her or his membership.

**5. LIMITED LIABILITY**

- i. A member of the Club is liable to contribute towards the payment of the debts of the Club or the costs, charges and expenses of a winding up of the Club, only to the extent of the membership subscription.

**6. MEMBERSHIP AND OTHER FEES**

- i. The Committee may set membership and other fees.
- ii. A majority of the Voters at an Annual or Special General Meeting may make binding motions in relation to membership and other fees.

**7. AUDITOR**

- i. The Committee shall appoint a suitably qualified person (not being a member or the Public Officer) as Auditor. Once at least in each financial year the Auditor shall examine the accounts of the Club and report as to the correctness of those accounts to the members. The Auditor:
  - a) has a right of access to the accounts, books, records, vouchers, and documents of the Club;
  - b) may require from the workers of the Club such information and explanation as may be necessary for the performance of his or her duties as auditor;
  - c) may employ persons to assist her or him in investigating the accounts of the Club, and;
  - d) may, in relation to the accounts examine any member of the Committee or any worker of the Club.

**8. MEETINGS**

- i. There will be three types of meetings:
  - a) Annual General Meetings;
  - b) Special General Meetings;
  - c) Committee Meetings.
- ii. Items which require an Annual General Meeting may be transacted at a Special General Meeting and vice versa.
- iii. The Committee shall give at least twenty-one (21) days notice in writing to members of the place, day and time for the holding of the Annual General Meeting or any Special General meeting and the nature of the business to be transacted thereat;
- iv. The quorum for an Annual General Meeting or Special General Meeting shall be five (5) members.
- v. The President or one of the Committee shall preside at Annual and Special General Meetings of the Club. If the president is not present or if it has been agreed to by the Committee then the members present shall elect one of their number to preside thereat.
- vi. The person presiding at the General Meeting at which a quorum is present may, with the consent of the meeting, adjourn 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.
- vii. Where a meeting is adjourned for fourteen (14) days or more, then like notice of the adjourned meeting shall be given as in the case of the original meeting.
- viii Proxy votes will be accepted in writing, to be cast by the presiding officer as instructed by the voter.

**9. ANNUAL GENERAL MEETING**

- i. An Annual General Meeting shall be held each year within three months of the end of the financial year.
- ii. The Annual General Meeting shall be in addition to any other meetings that may be held in the same year and shall be specified as such in the notice convening it.
- iii. The ordinary business of the Annual General Meeting shall be:
- iv. to confirm the Minutes of the last preceding Annual General Meeting
- v. to receive from the Committee and other persons, reports upon the activities during and since the last Annual General Meeting; and
- vi. to elect the office bearers of the Club and other Committee members.
- vii. The Annual General Meeting may transact special business of which notice is given in accordance with this Constitution.

**10. SPECIAL GENERAL MEETINGS**

A special general meeting may be requested by a majority of the Committee, or a minimum of ten members.

- i. A request for a General Meeting shall state the objects of the meeting and shall be signed by the requester and formally received by an officer of the Club and may consist of several documents in the like form, each signed by one or more of the requesters.

- ii. Where a request for a special general meeting has been made the Secretary will convene the meeting within twenty eight (28) days of the request, unless a later date is requested.
- iii. If the Secretary does not cause a Special General Meeting to be held within twenty-eight days from the date on which a request is received, the requisitionists, or any of them, may convene the meeting; but any meeting so convened shall not be held after two months from the date of the deposit of the requisition.
- iv. Special General Meeting convened by requesters in pursuance of these rules shall be convened in the same manner as that in which those meetings are convened by the Committee.
- v. Unfinancial members may speak at meetings but may not vote.

#### **11. COMMITTEE MEETINGS**

- i. Meetings of the Committee must be held at least three times each year.
- ii. Reasonable notice shall be given of Meetings of the Committee.
- iii. Notice shall be given to members of the Committee of a Special Meeting specifying the general nature of the business and no other business shall be transacted at such a meeting.
- iv. Any three (3) members of the Committee constitute a quorum for the transaction of business of a meeting of the Committee.
- v. No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall be adjourned to the same place, at the same hour, of the same day in the following week.
- vi. A resolution in writing by a majority of the members of the Committee shall be as valid and effectual as if it had been passed at a meeting of the Committee duly called and constituted.
- vii. The President shall preside over each meeting unless a majority of members at that meeting elect a different Chairperson for that meeting.
- viii. Questions arising at meetings of the Committee or any sub-committee appointed by the Committee shall be determined by a show of hands, or if demanded by a member, a poll taken in such a manner as the person presiding at the meeting may determine.
- ix. Each person present at a meeting of the Committee or any sub-committee appointed by the Committee (including the person presiding at the meeting) shall be entitled to one vote and, in the event of an equality of votes, the motion shall lapse.

#### **11. RULES**

- i. Rules shall be made as required for the organisation of the Club at a duly convened meeting.
- ii. Rules shall not be inconsistent with this Constitution.
- iii. New and altered rules must be notified in writing to all members.

#### **12. OFFICERS OF THE ASSOCIATION.**

- i. The officers of the Club shall be:
  - a) President;
  - b) Vice President;

- c) Secretary;
- d) Treasurer;
- e) Boat Captain;
- f) Training and Safety Officer; and

ii The officers shall be elected annually from the Club members.

iii Any person shall not hold the same office for more than two (2) successive years.

### 13. MANAGEMENT

i The affairs of the Club shall be managed by the Committee.

ii The Committee:

- a) shall control and manage the business and affairs of the Club;
- b) may, subject to this Constitution, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by the Constitution to be exercised by the Annual General Meetings of members of the Club;
- c) subject to the Associations Incorporation Act 1991 (ACT) and this Constitution, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Club;
- d) shall have the power to appoint sub-committees for the purposes of carrying out such functions of the Club, as the Committee directs; such sub-committees may include non-members of the Club but must include one or several members of the Club who are responsible for the activities of the sub-committee; and
- e) the Committee shall consist of:

i the office bearers of the Club who shall be the office bearers of the Committee;

ii two (2) other members who shall be elected at the Annual General Meeting; and

iii such other members as may be co-opted from time to time provided always that the members so co-opted shall not at any time exceed three (3)

### 14. ELECTION OF MEMBERS OF THE COMMITTEE

i Nominations of candidates for election as Officers of the Club or as ordinary Committee Members:

- a) shall be made in writing;
- b) shall be signed by a nominator and a seconder, each of whom shall be a member;
- c) shall be accompanied by the written consent of the candidate; and
- d) shall clearly state the office or offices for which the candidate has been nominated.

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

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

iv If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.

- v The ballot for the election of the Officers and ordinary Committee Members shall be held in such usual and proper manner as the Committee may direct.

**15. TEMPORARY LEAVE OF ABSENCE**

- i The Committee may grant leave of absence to a member, for a specified period, upon request by that member.

**16. VACATION OF OFFICE**

- i For the purpose of these rules, the office of the Committee Member becomes vacant if the member:
  - a) dies;
  - b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his or her creditors;
  - c) becomes of unsound mind;
  - d) resigns his or her office by writing under his or her hand addressed to the Committee;
  - e) fails, without leave granted by the Committee, to attend four (4) consecutive meetings of the Committee provided that after the third meeting that the member has failed to attend, he or she is notified in writing of the time and place of the next meeting and that failure to attend will result in the cessation of his or her membership of the Committee;
  - f) ceases to be a member of the Club; or
  - g) fails to pay all arrears of subscriptions due by him or her within fourteen (14) days after he or she received a notice in writing stating that he or she has ceased to be a financial member of the Club.

**17. CASUAL VACANCIES**

- i. in the event of a Casual Vacancy occurring in the office of one of the office bearers then the Committee shall appoint one of their number or a member of the Club to the vacancy, and the member so appointed shall hold office until the Annual General Meeting next following.
- ii. in the event of a Casual Vacancy occurring in the office of ordinary Committee Member, then the Committee may appoint a member of the Club to fill the vacancy, and the member so appointed shall hold office until the Annual General Meeting next following.
- iii. notice of any vacancies shall be advised to members in the Club newsletter.

**18. SUB COMMITTEES**

- i The Club may create committees as it sees fit and make rules regulating their appointment, functions and management. Any such committees shall at all times be subject to the control and direction of the Club.

**19. DISCLOSURE OF INTEREST IN CONTRACTS, ETC.**

- i. A member of the Committee who has interests in any contract or arrangement made or proposed to be made with the Club, shall disclose that interest at the first meeting of the Committee at which the contract or arrangement is first taken into consideration if the interest then exists; or, in any other case, at the first meeting of the Committee after the acquisition of the interest.
- ii. If a member of the Committee becomes interested in a contract or arrangement after it is made or entered into, the member shall disclose that interest at the first meeting of the Committee after becoming so interested.

- iii. No member of the Committee shall vote as a member of the Committee in respect of any contract, or arrangement, in which that member is so interested and if the member does so vote that vote shall not be counted.

**20. APPOINTMENT OF STAFF**

- i. The Committee may appoint or may arrange to be appointed such staff as are needed by the Club from time to time and shall designate or arrange to be designated the terms of such appointments.

**21. PUBLIC OFFICER**

- i. The Committee of the Club shall, within fourteen (14) days after the incorporation of the Club, appoint a resident in the Territory to be the Public Officer of the Club and, if the office becomes vacant, shall within fourteen (14) days after it becomes vacant, appoint a person resident within the Territory to fill the vacancy.
- ii. The office of the Public Officer becomes vacant if the person holding the office:
  - a) dies;
  - b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent creditors or compounds with his or her creditors;
  - c) becomes of unsound mind;
  - d) resigns his or her office by writing under his or her hand addressed to the Committee;
  - e) ceases to be a resident of the Territory; or
  - f) ceases to be a member of the Club.

**22. NOTICES**

- i. A notice may be served by or on behalf of the Club upon any member either personally or by sending it through the post in a pre-paid letter addressed to the member at his or her usual or last place of abode or by email to an email address in their application for membership.

**23. ALTERATION TO CONSTITUTION**

- i. This Constitution may be amended by resolution passed by a three-quarters majority of financial members voting at a Special General Meeting.
- ii. The period of notice required to amend any provision of the constitution is 21 days.
- iii. Copies of the Constitution and Rules are to be made available to all members and new members on joining and when a variation is made.

**24. COMMON SEAL**

- i. The Seal shall be in the form of a rubber stamp inscribed with the name of the BURLEY GRIFFIN CANOE CLUB INCORPORATED encircling the word 'SEAL'.
- ii. The Seal shall not be affixed to any instrument without authority of a resolution of the Committee and in the presence of at least two (2) members of the Committee or of one member of the Committee and the Public Officer of the Club or such other person as the Committee may appoint to that purpose and that attestation is sufficient for all purposes that the Seal was affixed by authority of the Committee.
- iii. The Seal shall remain in the custody of a member of the BURLEY GRIFFIN CANOE CLUB INCORPORATED specified for that purpose by the Committee.



**25. WINDING UP**

- i. If, upon winding up or dissolution of the Club there remains, after the satisfaction of all debts and liabilities, any property whatsoever, the same shall not be paid to, or distributed among the members of the Club, but shall be given or transferred to a society, institution or organisation covered by the provisions of Item 81 (1) (c) in the First Schedule of the Sales Tax (Exemptions and Classifications) Act, or to some other institution or institutions having objects similar to the objects of the Club, and which is a fund, authority, or institution referred to in paragraph 78 (1) (a) of the Income Tax Assessment Act 1936, such institution or institutions to be determined by the members of the Club at or before the time of dissolution, or in default thereof by the Supreme Court of the Australian Capital Territory.