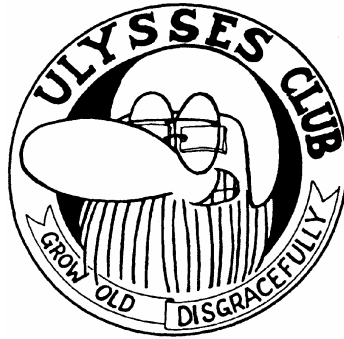


# ULYSSES CLUB INCORPORATED

ARBN: 116090101

ABN: 25637297337



## CONSTITUTION

AMENDED May 2008

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## **INTERPRETATION**

1. In these rules, except in so far as the context or subject matter otherwise indicates or requires -

“CLUB” means the total body of members wherever resident constituted by these rules as the Ulysses Club Incorporated.

“NATIONAL COMMITTEE” means the Committee elected as provided by the rules for the management and control of the Club and of its funds.

“NATIONAL ADMINISTRATION” means the exercise of the management and control of the club and of its funds by the National Committee.

“BRANCH” means a branch of the club established at any place in a State or Territory of the Commonwealth of Australia or such other place or places as the National Committee may determine.

“BRANCH COMMITTEE” means the committee of a branch of the club formally elected as provided by the rules for the conduct of the affairs of the branch.

“INFORMAL BRANCH COMMITTEE” means, where the members of a branch decide for any reason by consensus that the affairs of the branch are to be conducted on an informal Committee basis, those of their number chosen by them from time to time to so conduct the affairs of the branch and the description “Branch Committee” shall be read as meaning “Informal Branch Committee” in every rule where the context of the rule requires.

“BRANCH PRESIDENT” means the elected President for the time being of a branch of the club or, where the affairs of the branch are conducted by an informal Branch Committee, the person chosen from time to time by the members of the branch to be the principal member of that Committee.

“MEMBER” means a person who has been granted Life Membership or, has been approved for membership by the National committee and has paid all monies due.

“GENERAL MEETING” means a general meeting of the members of the club or of a branch thereof (as the case may be or the context may require) properly convened and held in accordance with the rules.

“EXTENDED NATIONAL COMMITTEE” means the meeting conducted in conjunction with the Club Annual General Meeting (one of the six compulsory NatCom meetings per year) consisting of the National Committee plus invited delegates from the clubs branches.

“RULES” means the rules of Constitution of the club as set out herein and as may be amended from time to time by the members of the club gathered at a General Meeting.

## **PURPOSES**

2. The purposes for which the club is established are:
  - a) To provide ways in which older motorcyclists can get together for companionship and mutual support.
  - b) To show by example that motor cycling can be an enjoyable and practical activity for riders of all ages.
  - c) To draw the attention of public and private institutions to the needs and views of older riders.

## **POWERS**

- 2.1 The club shall be empowered,
  - a) To carry on or engage in any business or undertaking or project which may seem to the club to be capable of being conveniently carried on in connection with or calculated

directly or indirectly to further the purposes for which the club is established.

- b) To communicate, affiliate, or enter into other relations, formal or informal, with other clubs, associations, or other bodies having any similar purpose and to subscribe to, become a member of, or cooperate with any such clubs, associations, or other bodies in any way as may be likely to further the purposes of the club.
- c) Generally to purchase, take on lease, hire or in exchange or otherwise, acquire any real or personal property or rights or privileges which the club may think necessary or convenient for the furtherance of its purposes.
- d) To sell, improve, develop, exchange, lease or hire out, dispose of, turn to account, or otherwise deal with all or any part of the real and personal property and the rights and privileges of the club.
- e) To do all such other things as are incidental or conducive to the attainment of the purposes above.

## **INCOME AND PROPERTY**

3. The income and property of the club shall be applied solely towards the purposes of the club and no portion of it shall be transferred directly or indirectly in any way whatsoever by way of profit or gain to the persons who at any time are or have been members of the club, or to any of them, or to any person claiming through any of them, PROVIDED that nothing herein contained shall prevent the payment in good faith to any member of the club for goods supplied or services rendered by the member where such goods are supplied or such services are rendered during the course of the member's usual or accepted occupation.
4. If after the winding up or dissolution of the club there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among members, but shall be given or transferred to some other club, association, or other body having a purpose or purposes similar to the purposes of the club, to be determined by the members of the club at or before the time of winding up or dissolution and in default thereof by such Court or Courts within the Commonwealth of Australia as may have or acquired jurisdiction in the matter.

## **MEMBERSHIP**

5. A person is eligible to be a member of the club if the person has both attained an age of not less than forty years and
  - a) I. holds a current motorcycle rider's licence (but subject to the exemption granted by rule 8); or
  - II. being a person not otherwise qualified under sub-rule (a) I. of this rule, has attained an age of not less than 40 years and is the spouse of a member within the meaning of the law or any commonly accepted meaning of the word spouse or is otherwise the regular companion of a member;
  - b) has applied for membership to the Secretary of the National Committee in such manner as may be prescribed from time to time; and
  - c) has been approved for membership by the National Committee.
- 5.1 Until a member has attained the age of 50 years, he or she shall be deemed to be a Junior Member, but shall, nevertheless, have full membership rights and privileges in the club.
6. Where the National Committee determines to approve an application for membership, the Secretary of the Committee shall as soon as practicable thereafter notify the applicant of that approval and cause the person's name to be entered in the register of members.

7. Where a member is a resident of or reasonably within the locality of a place where a branch of the club is established, that member shall be deemed to be a member of that branch for the purposes of rules 14 and 82, but where a member is not so resident that member shall be deemed to be an unattached member for the purposes of those rules.
8. No person to whom the requirement would otherwise apply shall be denied or lose his or her eligibility for membership by reason only that he or she no longer holds a current motorcycle rider's licence because of age, physical infirmity, or other acceptable cause PROVIDED that, in the case of a person not already a member, he or she can demonstrate a prior longstanding interest and involvement in motor cycling to the satisfaction of the National Committee.
9. A person ceases to be a member of the club if the person -
  - a) dies;
  - b) resigns;
  - c) is expelled from the club;
  - d) fails to pay without reasonable cause any fee, subscription, or any other amount within two months of its becoming due; or
  - e) being a person previously qualified for membership under the provisions of sub-rule 5(a) II, where the National Committee deems that that person is no longer qualified for membership of the club.

#### **REGISTER OF MEMBERS**

10. The Secretary of the National Committee shall establish and maintain a register of members of the club which shall specify at least the name and address of each person who is a member, the person's membership number, and the date on which the person became a member.
11. The register of members of the club shall be kept at the place of National Administration of the club and there shall be extracted from it from time to time such lists of members as may be required which shall be open for inspection, free of charge, by any member at any reasonable place and hour.

#### **FEES AND SUBSCRIPTIONS**

12. (a) An applicant for membership of the club shall be obliged to pay the club the following fees and charges:
  - (i) Together with the form of application an application fee which shall be determined by the National Committee from time to time.
  - (ii) A membership fee to cover the period of time (hereinafter referred to as the "term") and the amount of the membership fee shall be determined by the National Committee from time to time. In the event that the application shall be refused then the membership fee shall be refunded to the applicant.
- (b) The commencement of the membership term shall be determined by the National Committee.
- (c) Where an application for membership is received less than three months before the commencement of a new term then the membership paid with that application shall count for the remainder of the current term and for the next term unless the National Committee shall determine otherwise.
- 13 Deleted.

#### **DISCIPLINING OF MEMBERS**

14. Where the National Committee is of the opinion that a member -
  - a) has persistently refused or neglected to comply with a provision or provisions of these rules; or

- b) has persistently or wilfully acted in a manner prejudicial to the interests of the club, the National Committee may, by resolution subject to clauses 16 – 22 of these rules
  - c) expel the member from the club; or
  - d) suspend the member from membership of the club for a specified period
15. Where a Branch Committee is of the opinion that a member
  - a) has persistently refused or neglected to comply with a provision or provisions of these rules; or
  - b) has persistently or wilfully acted in a manner prejudicial to the interests of the club, the Branch Committee may request the National Committee to investigate a complaint or complaints in relation to the member.
16. The secretary of the National Committee shall advise the subject member in writing by registered mail at the members last known address recorded in any membership register or database currently maintained by the club of the complaint, and the nature of the complaint received concerning the member. Such advice shall also contain advice to the member of the provisions of rules 14 to 22 and the procedures that will be followed.
17. In order to investigate a complaint or complaints as specified in rule 15, the National Committee shall appoint a tribunal of not less than three members of the club of the National Committee's choosing, to investigate the complaint. Members chosen to form a tribunal under these rules should where possible have previously served in an executive role on the National Committee. A tribunal appointed for this purpose shall
  - a) meet at a time or times and at a place or places convenient to both the tribunal members and the subject member of the complaint;
  - b) examine any evidence including oral testimony of witnesses and / or the member subject of the complaint, documents including written submissions and any other evidence the tribunal considers relevant to the investigation
18. The chairperson of a tribunal appointed under rule 17 of these rules shall
  - a) Contact the member subject of the complaint and arrange a mutually suitable time(s) and place(s) of the meeting(s) to examine any evidence;
  - b) Cause a record to be kept in writing of all meetings and deliberations of the tribunal;
  - c) Cause a written report to be furnished to the National Committee and to the subject member detailing the tribunal's findings and recommendations.
  - d) Cause to be forwarded to the National Committee all records produced during the investigation process.
- 18A Where a member subject of a complaint refuses to cooperate or meet with a tribunal appointed to investigate a complaint in relation to that member in accordance with these rules, the tribunal may proceed ex-parte.
19. Where the member receives a report sent under rule 18 c) of these rules, that member may within 21 days of receipt of the report, make a written appeal to the National Committee for their consideration, prior to the making of any resolution under rule 14.

## Special Resolution 6 cont.....

20. Where following deliberation on the tribunal's recommendations and any appeal by the subject member or the passing of 21 days since the subject member received the tribunal's report the National Committee
  - a) by resolution makes a ruling under rule 14 of these rules to expel or suspend a member the Secretary of the Committee shall cause a copy of the ruling to be sent by registered post to the member's last known address recorded in any membership register or database currently maintained by the club
  - b) makes any decision other than a ruling to expel or suspend the member, the Secretary shall cause to be sent to the chairman of the tribunal which made any recommendations to the National Committee concerning the subject member and to the subject member a copy of the National Committee's decision.
21. Where a person is expelled from membership of the club by virtue of a ruling made under rule 14 of these rules, that person may not be admitted to membership of the club at a later time.
22. Where a member is suspended from the club for a specified time by virtue of a ruling made under rule 14 of these rules, that member may not partake in any form in any functions, events or proceedings of the club or a branch of the club during the term of the suspension.

### NATIONAL COMMITTEE

23. There shall be a National Committee of management of the club which, subject to these rules, and to any resolution passed by the club in General Meeting -
  - a) shall control and manage the affairs of the club and its funds;
  - b) may exercise all such functions as may be exercised by the club other than those functions required by these rules to be exercised by a general meeting of the members of the club; 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 club.
24. The National Committee shall consist of -
  - a) the National Office-Bearers of the club who shall be:
    - I. the National President,
    - II. the National Vice-President,
    - III. the National Secretary, and
    - IV. the National Treasurer, and
  - b) three ordinary members, all of whom shall be elected at the Annual General Meeting of the club in accordance with the rules in that regard.
25. Deleted
26. Each elected member of the National Committee shall, subject to these rules, hold office until the time of the declaration that all positions on the Committee are now vacant made at the Annual General Meeting of the club next following the date of the member's election.
27. In the event of a casual vacancy occurring in the elected membership of the National Committee, that Committee may appoint a member of the club to fill the vacancy and the member so appointed shall, subject to these rules, hold office until the time of the declaration that all positions on the Committee are now vacant made at the Annual General Meeting of the club next following the date of the appointment.

### BRANCHES

28. The establishment of a branch of the club shall be subject to the grant of a charter by the National Committee which shall have the power to withdraw, or place conditions on the continuation

of, the charter granted to any branch where it is considered for good reason to be in the best interests of the club.

29. There shall be a Branch Committee of each branch of the club, either formally elected or informal by consensus, which, subject to these rules and to the reasonable direction of the National Committee, shall conduct the affairs of the club at the place at which the branch is established.
30. Each formally elected Branch Committee shall consist of -
  - a) the office-bearers of the branch who shall be
    - I. the Branch President
    - II. the Branch Secretary, and
    - III. the Branch Treasurer, or
    - IV. the Branch Secretary / Treasurer; and
  - b) a minimum of three ordinary members, each of whom shall be elected at the Annual General Meeting of the branch in accordance with the rules in that regard.
31. Each formally elected member of a Branch Committee shall, subject to these rules, hold office until the time of the declaration that all positions on the Committee are now vacant made at the Annual General Meeting of the branch next following the date of the member's election.
32. In the event of a casual vacancy occurring in the membership of a formally elected Branch Committee, that Committee may appoint a member of the branch to fill the vacancy and the member so appointed shall, subject to these rules, hold office until the time of the declaration that all positions on the Committee are now vacant made at the Annual General Meeting of the branch next following the date of the appointment.

### ELECTION OF MEMBERS OF COMMITTEES

33. a) At each Annual General Meeting of the club or of a branch, as the case may be, the member then presiding shall declare that all positions on the Committee are now vacant but such a declaration shall not be made until all the business of the meeting properly that of the retiring Committee has been dealt with.
  - b) Upon the declaration being made the members present shall appoint one of their number to conduct the election of all the members of the Committee as provided by these rules and, should a ballot be required, at least two scrutineers to assist, none to be a candidate for office.
  - c) The President on being declared elected shall assume the chair and may continue with such business of the meeting as may be conveniently conducted during the course of, but not including, the election of the other members of the Committee.
34. Nominations of candidates for election as National Office-Bearers, Branch Office-Bearers, or ordinary members of the National or a Branch Committee -
  - a) shall be made in the first instance in writing, signed by two members of the club or of the branch, as the case may be, and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - b) shall be delivered to the National Secretary in the case of the National Committee by 30<sup>th</sup> November preceding the Annual General Meeting.
  - c) shall be delivered to the Branch Secretary in the case of a Branch Committee not less than 28 days before the date fixed for holding the Annual General Meeting.
35. No member shall be nominated in writing for more than one position on a Committee but a member who fails to gain election to the position for which nominated in writing may at the time declare himself or herself to be a candidate for election to any succeeding position or positions on the Committee and shall be counted as if nominated in writing for the purposes of Rule 36(a).

36. If insufficient written nominations are received to fill all vacancies on a committee, the candidates nominated in writing shall be deemed to be elected, and any vacant positions remaining on the committee shall be deemed to be casual vacancies.
37. Deleted
38. If the number of nominations received for any position or positions on a Committee exceeds the vacancy or vacancies to be filled, a ballot shall be held.
39. The ballot for Office-Bearers and ordinary members of a Committee shall be conducted by secret ballot at the Annual General Meeting in such usual and proper manner as the Committee may direct.

#### **SECRETARIES**

40. It shall be the duty of the Secretary of a Committee to:
- a) keep Minutes of -
    - I. all appointments of Office-Bearers and members of the Committee;
    - II. the names of the members of the Committee present at a Committee Meeting or a General Meeting; and
    - III. all proceedings at Committee Meetings and General Meetings; and
  - c) ensure that the Minutes of proceedings at a meeting are signed by the chairman of the meeting or the chairman of the next succeeding meeting.

#### **TREASURERS**

41. It is the duty of the National Treasurer of the club to ensure that -
- a) all money due to the club is collected and received and that all payments authorised by the club are made; and
  - b) correct books and accounts are kept showing the financial affairs of the club including full details of all receipts and expenditure connected with the activities of the National Administration of the club.
42. It is the duty of the treasurer of a branch of the club to ensure that -
- a) all money due to the branch is collected and received and that all payments authorised by the Branch Committee are made; and
  - b) correct books and accounts are kept showing the financial affairs of the branch including full details of all receipts and expenditure connected with the activities of the branch.

#### **CASUAL VACANCIES**

43. For the purposes of these rules, a casual vacancy occurs in the office of a member of a formally elected Committee if the member
- a) dies;
  - b) ceases to be a member of the club;
  - c) becomes bankrupt or insolvent;
  - d) resigns office by notice given to the Secretary of the Committee;
  - e) is removed from office under Rule 44 or Rule 45;
  - f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
  - g) is absent without the consent of the Committee from all meetings of the Committee held during a period of 6 months.

#### **REMOVAL FROM OFFICE**

44. The members of the club in General Meeting may by resolution remove any member of the National Committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

45. The members of a branch in General Meeting may by resolution remove any member of a formally elected Branch Committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

46. Where a member of a Committee to whom a proposed resolution referred to in Rule 44 or Rule 45 relates makes representations in writing, not exceeding a reasonable length, to the Secretary or the President of the Committee concerned and requests that the representations be notified to members of the club or branch, as the case may be, the Secretary or the President of the Committee may send a copy of the representations to each member, as the case may be, and, if they are not so sent, the person to whom the proposed resolution relates shall be entitled to require that the representations be read out at the meeting at which the resolution is to be considered.

#### **COMMITTEE MEETINGS**

47. a) Each Committee shall meet at least 6 times in each period of 12 months at such place and time as the Committee may determine.
- b) That in the case of the National Committee, the Club shall pay reasonable travel expenses and accommodation costs, including air fares if applicable, to any elected members of the National Committee attending any National Committee meeting other than the one held in conjunction with the Annual General Meeting.
48. Additional meetings of a Committee may be convened by its President or by any two other of its members.
49. Oral or written notice of a meeting of a Committee shall be given by its 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.
50. Any 3 members of a Committee shall constitute a quorum for the transaction of the business of a meeting of the Committee and no business shall be transacted by the Committee 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 stands adjourned to the same place and at the same hour of the same day of the following week.
51. If at the adjourned meeting of a Committee a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
52. At a meeting of a Committee -
- a) the president of the Committee or, in the President's absence in the case of the National Committee, the Vice-President shall preside; or
  - b) if the President and Vice-President (if any) are absent or unwilling to act such one of the remaining members of the Committee as may be chosen by the members present at the meeting shall preside.
53. A Committee by resolution -
- a) may delegate to one 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 resolution, other than -
    - I. this power of delegation; or
    - II. a function which is a duty imposed on the Committee by any law and may
  - b) revoke wholly or in part any delegation under this rule.

#### **COMMITTEE MEETING VOTING AND DECISIONS**

54. Questions arising at a meeting of a Committee or of a Sub-Committee appointed by the Committee shall be determined by a majority of the votes of members of the Committee or Sub-Committee present at the meeting.
55. Each member present at a meeting of a Committee or of a Sub-Committee appointed by a Committee is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
56. Subject to there being a quorum present, a Committee may act on any question notwithstanding any vacancy on the Committee.
57. Any act or thing done or suffered, or purporting to have been done or suffered, by a Committee or a Sub-Committee appointed by a 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.

#### **ANNUAL GENERAL MEETING**

58. The Annual General Meeting of the club shall be convened to be held on a date not later than 30th June in each year and at such place and time as the National Committee may determine.
59. The Annual General Meeting of a branch of the club shall be convened to be held on a date not later than 30th June in each year and at such place and time as the Branch Committee may determine.
60. An Annual General Meeting shall be specified as such in the notice convening the meeting.
61. In addition to any other business which may be properly 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 special General Meeting held since that meeting;
  - b) to receive from the Committee reports upon the activities of the club or branch, as the case may be, during the last preceding financial year;
  - c) To receive and consider the statement of the financial affairs of the Club or Branch for the year ended the previous 31<sup>st</sup> December.
  - d) to elect office-bearers and ordinary members of the Committee of the club or branch, as the case may be.

#### **SPECIAL GENERAL MEETINGS**

62. The National Committee may whenever it thinks fit resolve to convene, and it shall convene on the requisition in writing of not less than 100 members of the club, a special General Meeting of the members of the club to be held at a place and hour and on a date determined by the National Committee, being a date not later than 28 days after the date of its resolution or the date of receipt of a requisition from members, as the case may be.
63. A Branch Committee of a Branch of the Club may, wherever it thinks fit, resolve to convene and it shall convene on the requisition in writing of not less than 30 members of the club attached to that Branch, a Special General Meeting of the Branch, to be held at a place and hour and on a date determined by the Branch Committee, being a date not later than 28 days after the date of its resolution, or the date of receipt of the requisition from the members, as the case may be.
64. A requisition of members for a special General Meeting -
  - a) shall state the purpose or purposes of the meeting;
  - b) shall be signed by the members making the requisitions;
  - c) shall be lodged with the Secretary of the Committee concerned; and

d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

65. If any Committee fails to convene a special General Meeting to be held within 28 days after the date on which a requisition of members for the meeting is lodged with its Secretary, any one or more of the members who made the requisition may convene a special General Meeting to be held not later than three months after that date.
66. A special General Meeting convened by a member or members as referred to in rule 65 shall be convened as nearly as is practicable in the same manor as General Meetings are convened by the Committee concerned and any member who thereby incurs expenses is entitled to be reimbursed by the club for any expense so incurred.

#### **NOTICE OF GENERAL MEETING.**

67. Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution, the Secretary of the Committee concerned 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 member entitled to the members 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.
68. Where the nature of the business to be dealt with at a General Meeting requires a special resolution, the Secretary of the Committee concerned shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member entitled in the manor provided in rule 67, specifying, in addition to the matter required under rule 67, the intention to propose the resolution as a special resolution.

#### **PROCEDURE AT GENERAL MEETINGS**

69. 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 of a general nature of which prior notice has not been given and which the majority of the members present determined may be transacted.
70. A member desiring to bring any business not of a general nature before a general meeting shall, at least 28 days before the date fixed for the holding of the meeting, give notice in writing to the Secretary of the Committee concerned, who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.
71. Notices of general meetings of the club, or of a branch, shall be deemed to be sufficiently given if notice thereof be published in any official publication of the club or of the branch PROVIDED that any such notice shall be published in sufficient time to comply with the requirements of Rules 67 and 68 in regard to sufficient periods of notice.
72. No item of business shall be transacted at a general meeting unless a quorum of members entitled to vote is present during the time the meeting is considering that item of business.
73. Five members present in person and entitled to vote shall constitute a quorum for the transaction of business at a general meeting.
74. If, within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting shall be dissolved if convened upon the requisition of members, and shall in any other case stand adjourned to a date and at a place and time to be determined by the Committee concerned and advised to members by notice of not less than 14 days.

75. If, at an adjourned meeting a quorum is not present within half an hour of the time appointed for the commencement of the meeting, the members present (being not less than 3) shall constitute a quorum.
76. a) The President of the Committee concerned or, in the President's absence in the case of a general meeting of the club, the Vice-President shall preside as chairperson at each general meeting.  
b) If the President and Vice-President (if any) are absent from a general meeting or are unwilling to act, the members present shall elect one of their number to preside as chairperson at a meeting.
77. The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting to a date and at a place and time to be determined by the Committee concerned and advised to members by notice of not less than 14 days, but no business shall be transacted at such an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
78. A question arising at a general meeting shall be determined on a show of hands and, unless before or on the declaration of the show of hands a secret ballot is demanded, a declaration by the chairperson 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 is made in the minutes book to that effect, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
79. At a general meeting a secret ballot may be demanded by the chairperson or by not less than 3 members present in person at the meeting.
80. Where a secret ballot is demanded at a general meeting, the secret ballot shall be taken -  
a) immediately in the case of a secret ballot which relates to the election of the chairperson of the meeting or 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 chairperson directs, and the resolution of the secret ballot on the matter shall be deemed to be the resolution of the meeting on the matter.
81. Upon any question arising at a general meeting -  
a) a member has one vote only;  
b) at a General Meeting of the Club all votes shall be given personally or by postal vote.  
c) at a General Meeting of a Branch all votes shall be given personally.  
d) in the case of an equality of votes, the chairperson of the meeting is entitled to a second or casting vote.  
e) a member is not entitled to vote unless all money due and payable by the member to the Club has been paid.
82. a) a member not able to attend a General Meeting of the Club shall be entitled to vote by postal vote on any matter set out in the notice convening the meeting by lodging such vote(s) on the prescribed form with the National Secretary not less than 7 days before the date on which the meeting is to be held.  
b) The prescribed form for a postal vote at a general meeting shall be such form as shall accompany the notice of a meeting at which it is proposed to pass a resolution as a special resolution and in any other case as shall be issued to the member on request.  
c) A member wishing to vote by postal vote at a General Meeting of the Club for the election of office bearers and ordinary members or for Resolutions properly put shall enclose the prescribed form in a sealed envelope clearly marked "SECRET BALLOT". This envelope shall be sealed in another envelope addressed to the National Secretary with the member's name and membership number on the outside. Again the words "SECRET BALLOT" shall be clearly marked on the envelope. Failure to so mark the envelope shall render the members vote invalid.
- d) All envelopes marked 'SECRET BALLOT' received by the National Secretary before a General Meeting shall be delivered unopened at the meeting to the member appointed under Rule 33.b) to conduct the election of the members of the National Committee. a postal vote lodged by a member on the question shall be counted in determining the question where a secret ballot is demanded.  
e) A postal vote lodged by a member on the question shall be counted in determining the question where a secret ballot is demanded.
- SPECIAL RESOLUTION**
83. a) A resolution of the Club is a Special Resolution if it is passed by a majority which comprises not less than three quarters of such members of the club as entitled under these rules so to do, vote in person or by postal vote at a General Meeting of which not less than 21 days written notice specifying the intention to propose the resolution as a Special Resolution was given in accordance with these rules.  
b) Any resolution being proposed as a Special Resolution shall be given in writing to the National Secretary no less than 90 days before a General Meeting. Such a resolution shall be signed by the proposer and seconder and supported with the signatures of no less than 5 financial members.
- 84. OTHER MEETINGS**
- The Committee of a branch may at its discretion convene such other meetings of the members of the branch as it sees fit, but no business shall be transacted at any such meeting if it is properly the business of the Committee or of the members gathered in general meeting.
- MISCELLANEOUS**
85. Life membership may be granted by the club in recognition of a member's meritorious service, subject to the relevant criteria set down, from time to time and minuted, by the National Committee.  
a) Any two members may nominate / second another member they consider suitable for life membership. The nomination, in writing, shall be posted to the National Secretary, not later than December 30<sup>th</sup>. The nomination shall contain full details in support of the nominated member's service.  
b) Following agreement on suitability of the nomination by the National Committee, the nomination shall be presented to the Extended National Committee Meeting, held during the course of the upcoming AGM, for their consideration and approval.  
c) Approval of the nomination shall be announced to members during the course of the National AGM. The granting of life membership upon the nominated member absolves that member from the payment of future annual subscriptions and shall be accorded such privileges as the National Committee in its discretion may determine.
86. a) The funds of the club shall be derived from entrance fees and annual subscriptions of members and, subject to any resolution passed by the club in general meeting, such other sources as the National Committee may determine.  
d) All money received by the club or by a branch shall be deposited as soon as practicable and without deduction to the credit of the club's or branch's bank account.  
c) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two

members of the Committee concerned, being members authorised to do so by the Committee.

87. Except for Rules 3 & 4 hereof, these rules may be altered, rescinded, or added to by a special resolution of the members of the club gathered in general meeting.
88. The records, books, and other documents of the club or of a branch shall be open to inspection, free of charge, by a member of the club at any reasonable place and hour.
89. If any doubt shall arise as to the proper construction or meaning of any of these rules or of any expression used therein, the decision of the National Committee shall be final and conclusive, provided that such decision be reduced to writing, and recorded in the minute book of the proceedings of the National Committee. The headings to these rules are to facilitate reference only and do not form part of these rules and shall not in any way affect the interpretation thereof.

#### **MEMBERS LIABILITIES**

90. The liability of a member of the club to contribute toward the payment of the debts and liability of the club, or the costs, charges and expenses of the winding up of the club is limited to the amount, if any, unpaid by the member in respect of membership of the club as required by Rules 12 and 13.

#### **COMMON SEAL**

91. a) The Common Seal of the Association shall be kept in the custody of the Public Officer.  
e) 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 either of two members of the Committee or of one member of the Committee and of the Public Officer or the Secretary.