

W.S.S.C (Inc) Constitution

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The Constitution and Code of Conduct of the Wanneroo Sports and Social Club (Inc.)

1. Name of Club

The name of the Club shall be The Wanneroo Sports & Social Club (Inc)

2. Principal Objects

The principal objects for which the Club is established are:

1. To establish maintain and promote the conduct of the Club for the advancement and promotion within the district of Wanneroo all sports, games and forms of recreation in which the members are interested and in particular, Darts, Golf, Lawn Bowls, Pool/Snooker.
2. To promote, advance and control sporting, cultural and social activities of all kinds in the Club and the District.
3. To engender by association a fraternal feeling amongst sportspeople in general and to promote and preserve the best interests and traditions of sport.
4. To foster and preserve the playing of all lawful games and sports.
5. To provide the facilities and environment for social contact between members and their friends and in general to afford them all the usual privileges, benefits and conveniences of similar clubs.
6. To engage in such other activities, whether of a like nature or not, as may be for the time being permitted by law and determined by the Management Committee.
7. The property and income of the Club shall be applied solely towards the promotion of the objects of the Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly to members, except in good faith in the promotion of those objects.

Secondary Object

8. A further object of the Club is to maintain a club license under the current Liquor Control Act 1988 and its amendments.

3. Definitions

In reading this Constitution, unless the context or import indicates or requires otherwise:

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- (a) "The Club" means The Wanneroo Sports & Social Club (Inc).
- (b) "The Club Premises" means all land, buildings and structures thereon of which the Club is the occupier in Crisafulli Avenue, Wanneroo, Western Australia.
- (c) "The Committee" means the Management Committee for the Club, duly elected for the time being in accordance with this Constitution.
- (d) "Annual Meeting" means a General Meeting that is held annually on a prescribed date each year.
- (e) "Special General Meeting" means a General Meeting as defined below, called in accordance with Rule 13 in this Constitution at which only business that has been described in the notice of motion may be discussed.
- (f) "General Meeting "means a General Meeting of the members.
- (g) "Month" means a calendar month.
- (h) "Financial Year" runs from the first of July each year, until June thirtieth the following year.
- (i) "The Act" means the Associations Incorporation Act 2015, its amendments and other legislation that may come into force to replace or supplement this Act, and shall form part of this Constitution.
- (j) "Liquor Act" means Liquor Control Act 1988, its amendments and any other legislation that may come into force to replace or supplement this Act, and shall form part of this Constitution.
- (k) "The Club Bylaws or Code of Conduct" means the Code of Conduct made and adopted by the Club and includes any Code of Conduct or Bylaws of a Subcommittee.
- (l) "Books of the Association" means the Members' Register, the Record of Office Holders, and the Club Constitution.
- (m) "Commissioner" means the person for the time being designated as the Commissioner under Rule 153 of the Associations Incorporation Act.
- (n) "Voting rights" means the ability for an eligible financial member to propose and second an application for membership, move or second a motion or special motion, speak at all general meetings, nominate for a position on the Management Committee, vote at all general meetings and petition for a special general meeting.

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- (o) "Bylaws" The various sub-committees such as Lawn Bowls, Darts, Golf and the like shall make bylaws to govern their own specific endeavours and create conformity amongst its members providing that these bylaws are not inconsistent with the Club Constitution and Code of Conduct and are approved by the Club Management Committee.
- (p) "Interpretation" In the interpretation of the Club Constitution, Code of Conduct and Bylaws of the Club, any words importing the masculine gender shall include the feminine gender and vice-versa, save and except where the interpretation would be inconsistent with the Liquor Control Act 1988 as amended from time to time.

4. Membership Classification

The Club shall consist of a Patron or Patrons and the following classes of members:

1. Unrestricted Social members
2. Restricted Social Members
3. Honorary Members
4. Life Members
5. Junior Members
6. Family Members
7. Associate Members
8. Community Members
9. Temporary Members
10. Reciprocal Members
11. Special Circumstance Members

And shall comprise of such other class of members as the Club Management Committee shall from time to time determine is necessary.

5. Membership

1. The Club shall keep an up-to-date register of members in respect of Unrestricted Social, Restricted Social, Life, Junior, Family and Honorary Members.
2. This Register must be continually available for inspection at the Club premises by authorised officers.
3. Residential, postal or email address can be nominated for the members' register.

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4. Membership fees shall be set by the Club Management Committee prior to the end of the current financial year for each class of Membership.
5. Membership classification of the Club shall be:

5.1. Unrestricted Social Member

1. Persons of or over 18 years of age on the date of application shall be eligible for membership unless specifically debarred by this Constitution and/or by Code of Conduct of any Association, Council or League with which the Club is affiliated or by any Complaint Authority or Court of Law.
2. A financial Unrestricted Social member shall have full voting rights as defined above at Definition 3(n) and be eligible to be elected on Committees and have a voice in the management of the Club and to propose and second membership applications.
3. Unrestricted Social members shall pay the subscription fees as set from time to time with the proviso those members who are involved in the Club's sporting or recreational facilities may also be liable for any additional Affiliation/levy/subscription or fees pertaining to their specific sport or recreational field as set by the Management Committee or relevant subcommittee.
4. An Unrestricted social member shall be entitled to the privileges of the Club facilities but will not be eligible to use the sporting facilities, greens etc. unless the relevant dues or fees for that group are paid or is invited on that occasion by the relevant subcommittee as a guest in accordance with the sub-committee's bylaws.

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5.2. Restricted Social Member

A restricted social member shall not have voting rights as defined at definition 3(n). They only have the right to enter the Club, purchase drinks and meals and enjoy the facilities of the Club not including the bowling greens. If they wish to join a sporting section they must pay the additional fees to become an unrestricted social member and then the fees associated with the sporting section they wish to join. A restricted social member also is not entitled to free hire of the premises for functions.

5.3 Honorary Member

1. Membership that may be granted to Club Patrons, Sponsors, and any other such person as the Committee may decide from time to time based on that person's relationship to the Club and its objects or the Local community.
2. Honorary membership will be restricted at any one time to a level deemed appropriate by the Committee or as may be suggested by the Liquor Licensing Authority and be for a nominated period not exceeding 12 months from the date of approval by the Management Committee. This type of membership may be revisited at the completion of the initial 12-month period by the Committee and may be extended for a further 12 months only on a majority vote of the Committee.
3. The Honorary member's proposer and seconder shall be adult unrestricted financial members of the Club and the proposer shall be liable for any debts due to the Club by such honorary member.
4. The honorary member shall agree on being admitted to the Club to abide by the same Constitution and code of conduct as applies to Social members.
5. The Management Committee may set an amount for Nomination fee and Club dues as deemed necessary.
6. The Honorary status of the member shall take effect on payment in full of any fees or dues if such are required or alternatively from when the Club Committee approves the membership.

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7. An Honorary member shall not be entitled to vote or hold office nor have any voice in the Management of the Club, but in all other respects shall be bound by this Constitution, Code of Conduct and Bylaws of the Club.

5.4. Life Member

1. Any member who has been a member of the Club for more than 10 (ten) years who has afforded special or meritorious services voluntarily to the Club over an extended period of years may be nominated a life member on the proposal of the Management Committee at a General Meeting.
2. A financial unrestricted social member of the Club of or over 18 years of age may propose or second the nomination of a member defined in 5.3(1) above to the Management Committee on the prescribed form stating in writing the detailed reasons why the nomination is submitted.
3. The Management Committee shall cause inquiries to be made to confirm or negative the application and on a majority vote of assent shall cause the recommendation to go to the next Annual General Meeting or refuse the application.
4. The election of a Life Member at a General Meeting shall be by secret ballot and be passed by a 75% majority of the members physically present who are entitled to vote and who shall vote. Absentee and electronic voting shall not be permitted as these members will not be privy to any discussion for or against the motion at the meeting.
5. A member granted Life Membership shall be entitled to all the privileges of an unrestricted social member and be exempt from social membership subscription but shall pay any levies, Affiliation or Affiliation dues pertaining to any other sub group such as bowls, golf etc. and be bound to comply with any Code of Conduct or bylaws of the Club.
6. A Unrestricted Social Member who is currently an elected member on the Club Management Committee shall not be eligible for nomination or consideration of a life membership whilst holding an office on the Committee.

5.5. Junior Member

1. Any person who is of or over the age of 12 years and under the age of 18 years may make application for admission to the Club as a junior social member. The

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applicants' parents or guardians shall countersign consent on the nomination form.

2. If accepted by the Management Committee, the prescribed annual subscription shall apply after the normal protocols regarding nominations have been processed.
3. Persons granted this category of membership will require a sporting affiliation but shall have no voice in the management of the Club and shall not be entitled to hold any office nor be eligible to vote at General Meetings. A junior member is not permitted to invite guests into the Club.
4. Any junior member on attaining the age of 18 years wishing to remain a member of the Club who submits the appropriate application form shall be granted the requisite Club membership status, if approved by the Management Committee, on payment of the requisite subscription on an adjusted pro rata basis as is in force at the time of the application. This ruling will also apply to any due's adjustment respecting sub groups, Association, etc.
5. A junior member shall be bound by the Constitution as it pertains to their level of membership and the Code of Conduct and bylaws.
6. A junior member who is not then actively participating in a sporting or other competition administered by the Club must be accompanied by a parent or guardian when within the confines of the Club premises.
7. The election process of junior members shall be subject to the same processes as a social member.

5.6. Family Member

A financial unrestricted social member who has a spouse or partner who makes application to join the Club and both persons are residing in the same premises together, may if the Management Committee vote in favour, be admitted at a reduced joint fee. This reduction if granted may be revisited by the Committee should circumstances change at a later time.

5.7 Associate Member

1. This class of member shall be a bone fide member of a Club or Association that is using the Club's premises or surrounds such as Area 5.

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2. They shall not be entitled to vote or hold office nor have any voice in the Management of the Club, but in all other respects shall be bound by this Constitution, Code of Conduct and By-laws of the Club. The Management Committee shall set the applicable fees.
3. The election of an Associate member shall be subject to the same conditions as a Social member.
4. An Associate member shall not be eligible to participate in the Member's Draw, or any Card rewards such as early payment of dues or birthday bonus.
5. An Associate member on submission of the relevant application form and payment of the requisite monies, and approval of the Management Committee may be upgraded to a Social member.

5.8. Community Member

1. Persons of or over 18 years of age on the date of application shall be eligible for membership unless specially debarred by this Constitution or by any Association, Council or League with which the Club is affiliated or by any Complaint Authority or Court of Law.
2. Persons granted Community Membership status shall require a sporting or recreational affiliation with the Club such as competition between groups of persons utilising the Club's facilities as in-line dancing, bingo, barefoot bowls, lawn bowls competition from Corporate/business groups and the like.
3. These members shall pay a set charge for the use of the premises as laid down by the Management Committee and in so doing shall agree to abide by the Club Code of Conduct and are liable to have the right to remain on the Club premises revoked should Bar personnel or a member of the Management committee deem it to be in the best interests of the Club.
4. Community members shall not be entitled to vote, hold office nor have any voice in the Management of the Club.

5.9. Temporary Member

1. A person who is on any day visiting the Club as a member of or an official of another group or organisation, including those persons who are assisting a visiting club to;
 - (a) Engage in a pre-arranged event with the Club's as per the Club's objects, or

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- (b) Engage in a pre-arranged function at the Club involving the use of the Club's sporting &/or recreational facilities.
2. Such member shall conform to the Club's Code of Conduct and regulations whilst on the premises and shall have no rights, title or interest in or to any property of the Club nor be entitled to be present at any meeting of the members of the Club nor have any voting rights.
3. The right of a temporary member to remain on the Club premises may be subject to withdrawal by any Club official, including bar personnel, acting in the best interests of the Club.
4. This membership does not incur any dues or nomination fee but subject to a Management Committee decision may require payment to cover use of the facilities dependent on the nature of the function or to participate in the event.

5.10. Reciprocal Member

1. Is defined as a visitor to the Club who is a current financial member of any like club in Western Australia or any Licensed Club located outside of Western Australia.
2. Such visitor shall conform to the Club's Code of Conduct and Bylaws whilst on the premises. Whilst this member is not obliged to pay any nomination fee or dues, there may be a charge to participate in Club events.
3. A Reciprocal member shall not be entitled to attend any meeting of the members of the Club nor have any rights, title or interest in or to any property of the Club nor be entitled to be present at any meeting of the members of the Club nor have any voting rights.
4. The right of any reciprocal member to remain on the Club premises may be subject to withdrawal by any Club official, including bar personnel, acting in the best interests of the Club.

5.11. Special Circumstance Member

1. Any Unrestricted Social, Life or Junior member who, through extended absence, illness, financial difficulties, unemployment (long term), physical disability or other distressful circumstances is unable to pay their full subscription but desires to retain member participation in the Club, may cause their particular circumstances to be brought to the attention of the Management Committee in writing seeking relief.

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2. The Management Committee may after causing diligent inquiries and discussion on a case by case basis put the matter to a Committee vote to relieve the member concerned of part of the financial liability but not so as to make their total liability less than one third (1/3rd) of the total applicable subscription, Affiliation or other dues.
3. The above inquiries shall be made and kept in the strictest confidence and the Committee decision shall be kept totally confidential. A review of the applicant's financial position will be conducted should information come to hand or circumstances of the applicant change.

5. A Member's attendance at meetings and voting rights

Only current financial Unrestricted Social, Life, Family and Special Circumstance members shall be entitled to attend General meetings and have voting rights. Restricted Social, Junior, Temporary, Reciprocal, Honorary, Associate and Community members are entitled to attend General meetings but can take no part in the meeting nor have any right to vote.

6. Application to become a Member

1. Unrestricted and Restricted Social Member—any person desiring to become such a member of the Club shall complete and sign the approved application form provided which shall bear the signature and membership number of the proposer and seconder who shall be current financial unrestricted social members.
2. The applicant shall specify in the application which class of membership it relates to and any other sporting or other group interests in order that correct dues and charges are levied when approved.
3. When the Club Secretary receives the completed application form, it shall then be placed on the notice board in the Club premises for a period of not less than fourteen (14) days, prior to the application being tabled before the Management Committee provided that an interval of not less than one (1) month shall elapse between nomination and consideration by the Committee.
4. If during the time when the membership application is posted on the Club notice board as in (3) above, a club member has an objection to the proposed applicant, the member shall submit his objection in writing to the Club Secretary before the Committee meets to consider the application.

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5. The applicant's nomination will then be considered and accepted or rejected by the Management Committee at the next meeting.
6. No person shall be entitled to exercise any of the privileges of membership until they have paid all subscriptions due by them.
7. The Committee shall have the right to refuse to admit any person to membership without assigning any reason for doing so.
8. On the election of each nominee, the Secretary shall notify the nominee in writing, and on full payment of their subscription they shall be enrolled as an unrestricted or restricted Social Member of the Club, and become entitled to the privileges and be bound by the Constitution and Code of Conduct and by all consequences resulting from breach or non-performance thereof, and shall thereby absolve every person concerned in carrying out enforcing such Code of Conduct from all personal responsibility or legal liability on such account.

7. Member's Rights

1. "Employees" means personnel who are employees of the Club. They are entitled on payment of the Club's unrestricted social membership subscription to all the rights and privileges of that membership including those rights concerned with the selection, election and holding of office for the Management Committee within the Club.
2. The rights and privileges of every member shall be personal and shall not be in any manner transferable by their own act or through any other person on their behalf or by operation of law.
3. All members, upon successful registration, will be supplied with a printed copy of the Club Constitution and Code of Conduct or will be directed where to obtain an electronic copy of the Club Constitution from the Club website.
4. Upon acceptance to membership and renewal of same, all members agree to be bound by the Club Constitution and any Code of Conduct or bylaws formulated under same.

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7.a Club Code of Conduct

The Management Committee shall from time to time make such bylaws, not inconsistent with the Club Constitution, as may be necessary to carry out the objects of the Club.

The Club Code of Conduct also known, as “bylaws” or “house rules” shall be kept as an annexure to this Constitution to enable the Management Committee to put into effect any amendments or modifications as deemed necessary in the intervening period between AGM’s without the necessity of calling a Special General Meeting.

Should a member have an objection to a decision of the Club Management Committee as described above, that member may take the appropriate action provided by Rule 28, 29 and 30 of the Club Constitution.

8. Guests

Unrestricted and restricted Social and Life Members shall be at liberty to invite guests to the Club, but the number of guests shall not exceed the maximum number as contained in Section 48(4)(b) of the Liquor Control Act.

An unrestricted social member may hold a private, family or business function without limit to the number of guests, (within legislative limits re fire safety, etc.) providing the sale of liquor shall be:

1. Ancillary to a meal supplied at the Club by or on behalf of the Club to a member and to each of the guests of that member being guests of whose attendance was given prior notice to the Club;
2. Or to a member, for consumption by the guests of that member at a function held by or on behalf of that member at the Club.
3. Guests may be admitted into the premises only between the hours allowed by law and the member inviting same shall ensure that the details of the invited guests are entered in the Guest Register at the main entrances to the Club premises.
4. Guests may be supplied with refreshments only on the invitation and in company of a member.
 - (a) Members may, subject to the provisions of the Liquor Control Act 1988, invite guests to the Club subject to such

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conditions as the management committee shall from time to time determine.

- (b) Each member is allowed to invite 5 guests to the Club at one time but, each guest can only visit the Club 3 times under these circumstances in any one calendar month. member's spouses are exempt from this rule.
- (c) Past members may only visit the Club once a month and must be signed in as guests by a current financial member.
- (d) Members may, with the approval of the committee hold private family or business functions, with or without a meal, with no limitation as to the number of guests.
- (e) Members wishing to avail themselves of this opportunity must give 48 hours minimum prior notification to the committee.
- (f) A person who is on any day visiting the Club, as a member or official of, or a person assisting, a team that is to contest a prearranged event, or at the invitation of a member, to engage in a sport on that day shall be accorded temporary membership of the Club as per Rule 5.8.
- (g) Except as before provided no person, other than a member or honorary member or officer or servant of the Club shall be admitted to the Club premises.
- (h) A guest shall not be supplied with liquor to be consumed other than on the Club premises.
- (i) Subject to any Rule in this Constitution, Club Code of Conduct or bylaws which may be enacted from time to time, a member acting under the provisions of this Rule shall at all times remain responsible for the guest notwithstanding that the inviting member may be temporarily absent from the Club premises.
- (j) Should it not be practical for the member to complete the Guest Register due to the number of guests attending, as in Rule 8(3)(e) the inviting member shall supply a list of the names of the guests to a member of the Management Committee prior to the guests attending the premises.

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- (k) Each guest of a current member shall be signed in as a “Visitor” in the Visitors Book on entry to the Club premises to enable management to have some record regarding behaviour, injuries to or damage occasioned by the guest.

8.a Objection to a Guest

Any member may complain to a member of the Management Committee or the Duty Bar Manager that any guest is, in their opinion, an undesirable person to be introduced into or remain in the Club due to previous or present conduct or behaviour, or prior knowledge of the guest that is not conducive to the standards of the Club and the Management Committee member or Duty Bar Manager may if inquiries confirm that opinion, direct the inviting member of said guest to depart the premises together with the guest.

9. Functions

All members are entitled to host functions on the Club premises after written application for the said function has been considered and approved by the Committee;

1. The Club Secretary will furnish the applicant with a written copy of Club Code of Conduct relating to functions after the application has been approved and endorsed with any additional conditions and restrictions it shall see fit to impose. The Club may seek an extended Trading Permit if circumstances warrant same.
2. The Club may seek an Extended Trading Permit-Associations to add local Associations as users of the Club facility to hold their functions.

10. The Club Register

Upon request, a member is able to inspect the Books of the Association (Register of Members) at such time and place as is mutually convenient to the Club Secretary and the member. This visual inspection is free of charge.

A member must furnish a written application to the Secretary to inspect the Register of Members.

The Committee shall require a member who requests a copy of the Register to provide a Statutory Declaration stating the purpose of the request and declaring that it is directly connected with the affairs of the Club or that it is related to the administration of the Associations Incorporations Act 2015.

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The member may make a copy of the details from the Register but has no right to remove the Register for that purpose.

1. A Member may make a request in writing for a copy of the Register as provided above.
2. The Club may charge a reasonable fee to the member for providing a copy of the Register, the amount to be determined by the Committee from time to time.
3. A member must not use or disclose the information on the register:
 - (a) To gain access to information that a member has deliberately denied them (that is, in the case of social, family or legal differences and disputes);
 - (b) To contact, send material to the Club or a Member for the purpose of advertising for political, religious, charitable or commercial purposes, or
 - (c) For any other purpose unless the use of the information is approved by the Committee and for a specific purpose:
 - (i) That is directly connected with the affairs of the Club; or
 - (ii) Related to the provisions of the information to the Commissioner in accordance with a requirement of the Act.

11. Subscriptions & Dues

1. The nomination fee if any, and annual subscription of the Club shall be set by majority vote of the Management Committee prior to the commencement of the next financial year in accordance with good fiscal management.
2. Notice of the fees and subscriptions shall be notified to the members via the Club noticeboard, by electronic means or by post within seven (7) days of the Committee setting the amount.
3. All subscriptions are due from the first day of July in each year and are payable in advance, or on or before the 30th September of that year provided that:
 - a. The Committee shall not declare a member un-financial for the purposes of eligibility to vote if at least half (50%) of the Club subscription is paid before the date of the Annual Meeting of the current year and;

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- b. the balance of the subscription is paid by the 30th of September in the current year.
4. Item 11(3) above shall not apply to any levies/administration that may be due in order to participate in a nominated sport such as lawn bowls, golf, and darts or similar. These monies shall be paid in full when called for by the relevant governing body except when they are included in the overall Club subscriptions should the Management Committee deem this necessary.

11.a New Member Subscriptions

Must be paid within two weeks of being notified of their successful nomination or the application shall lapse and the applicant's nomination shall be null and void.

Where a new membership is approved, the following ratio shall apply as to the amount to be paid for the current financial year.

1. If elected between 1st July and 30th September—Full annual subscriptions.
2. If elected between 1st October and 31st December-75 % annual subscription.
3. If elected between 1st January and 31st March-50% annual subscription, and
4. If elected between 1st April and 30th June-25% annual subscription.

Where a new member is recruited through a Committee approved membership drive such as the Wanneroo Show or similar function, the Management Committee may set the dues for this new member for the first Annual dues period.

11.b Liability for Subscription

A member who is considered by the Management Committee to be going through a genuine hardship may be eligible for their membership category to be converted to Special Circumstances membership as per Rule 5(10).

11.c Resignation

1. A member may resign from membership by giving written notice of the resignation to the Secretary.
2. The resignation takes effect when the Secretary receives the notice or at a later time if that is specifically stated in the resignation notice.
3. The person who has resigned from membership remains liable for any fees owed at the time of resignation. Such

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owed fees may be recovered in a court of competent jurisdiction.

11.d When Membership ceases

1. A person ceases to be a member when the member dies;
2. The person is expelled from the Club,
3. The person resigns from the Club, or
4. The member fails to pay the required dues/levies within three (3) months from the due date set by the Committee and does not fall within Rule 5(10).
5. The Secretary must keep a record, for at least 1 year after a person ceases to be a member of the date and reason for the cessation of membership.

12. General Meetings—Annual General Meetings

The Annual General Meeting of Club members shall be held at the Club premises each calendar year between July 1st and the last Sunday in August each year at a date and time the Management Committee may determine but in any case, the meeting date shall be nominated to take place within six (6) months from the end of the Club's financial year.

All members will be advised in the latter part of May or 42 days prior to the date set for the AGM, either in person, by electronic means or by post as applicable, and a copy posted on the Club Notice board advising the time and date of the meeting and calling for any written Notices of Motion and nominations for any vacant Committee positions on the relevant Club approved forms.

All Notices of Motion and nominations for Club Committee positions together with any resume` for voting on at the Annual Meeting from eligible members must be handed to or received by the Secretary in writing or electronic format no less than twenty-eight (28) days prior to the date set for the said meeting and endorsed with the full name and Club Membership number of the Club member who is seconding the Nomination.

A Notice of the meeting and agenda items, any nominations together with any resume` and any Notices of Motion, must be posted on the Club Notice Board at least fourteen (14) days before the date of the Annual meeting for all members to read.

1. Financial members who have provided an email address will also be emailed fourteen days before the date of the meeting, a copy of the notice of the meeting, agenda items, nominations and resume and any Notices of Motion together with the Annual financial report.

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2. Should a financial member who is eligible to vote as provided by Rule 11(3) above be unable to attend the meeting due to circumstances and advises the Secretary that they wish to lodge an absentee vote either electronically or by postal vote, the Secretary shall forward the Club approved voting form for the Notice of Motions and selection of Committee members accompanied by any necessary instructions.
3. The member receiving these electronic or postal documents as described in Rule 12(2) above, shall endorse their preferences as applicable in accordance with any enclosed instructions and when completed, shall return same by email or postal service to the Club Secretary stating the member's full name and Club Membership number.
4. The Club Secretary should receive these electronic and postal nominations for Committee positions and voting on Notice of Motions at least three (3) days prior to the date of the AGM so that the Secretary can place the relevant documentation into a sealable container for passing to the Scrutineer at the appropriate time during the meeting. Any voting papers received either by post or email after the time mentioned above shall be retained separately by the Secretary but shall not be included in the counting of votes.
5. Where a Notice of Motion is put before the eligible members attending a Meeting and being debated on and during the debate there is a motion or vote that is carried in the affirmative which in any manner or form whatsoever shall change, modify or alter the original Notice of Motion, it is a mandate that any postal or electronic votes received by the Secretary for that specific Motion shall be null and void and be set aside from the formal count of the motion before the members.
6. The effect of Rule 12(5) above is that the "Absentee Voter" has indicated their preference on the Motion they originally received and not on a motion that has been amended however slightly without their knowledge, which if they were actually at the meeting may cause them to cast a different vote.

50 eligible financial members in person shall constitute a quorum at an Annual Meeting. Absentee members are not included in this number.

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In case of insufficient members to form a quorum being present after 30 minutes following the advertised start time for an Annual Meeting, said meeting will be automatically adjourned to re-convene at the same time seven days later and shall proceed with or without a quorum.

The Chairperson of the meeting shall be the Club President or if not available the next senior executive committee member shall preside over the meeting.

Only current financial members with voting rights, as per the Constitution will be permitted to speak or vote on matters at the Annual Meeting, with the exception of persons coming within the scope of Rule 13(5)(d). Members coming within the scope of the second part of Rule 5(a) may attend the meeting and observe but can take no part in any debate or vote.

The Chairperson shall have the casting vote only and shall decide all questions of order unless otherwise provided for by this Constitution.

1. Reading notice of meeting and noting any apologies tendered.
2. Reading and conformation of minutes of the previous Annual Meeting and any other General Meeting or sub-committee meeting not yet confirmed and confirming and amending same.
3. Reading President's Report, discussion and adoption or otherwise.
4. Reading statement of Accounts and Balance Sheet to be received or otherwise.
5. Election of Management Committee.
6. Election of Club Auditor.
7. Special Business of which Notice of Motion has been given.
8. Other General Business. Nomination of Patron, disposal of ballot material, etc.

13. General Meetings—Special General Meetings

The Management Committee may at any time call a Special General Meeting.

1. A Special General Meeting shall also be called by the Management Committee on the Secretary receiving a written requisition signed by not less than 5% of members with voting rights, stating in detail the purpose of the meeting.

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2. Such meeting shall be convened not less than fourteen (14) days or more than one (1) month after the receipt by the Secretary of such request. If, in the case of a requisition by members as aforesaid, the meeting shall not be convened within the time aforesaid, the members requisitioning may by resolution appoint one of their numbers to convene such meeting.
3. Notice of the meeting and a copy of any requisition must be posted on the Club notice board for fourteen (14) days before the date of the meeting for all members to read.
4. Only business of which notice shall have been given as above, or in accordance with these Code of Conduct, shall be transacted at a Special General Meeting.
5. Thirty (30) eligible financial members shall form a quorum.
 - (a) In the case of insufficient members to form a quorum being present after 30 minutes following the advertised start time for a Special General Meeting, said meeting will be automatically adjourned to re-convene at the same time seven (7) days later and shall proceed with or without a quorum.
 - (b) Only members with voting rights, as per the Constitution will be permitted to vote on matters at the Special General Meeting.
 - (c) The Chairperson shall have the casting vote only, and shall decide all questions of order unless otherwise provided for by this Constitution.
 - (d) The Management Committee may, if deemed necessary allow for qualified or expert non-members to attend and speak on relevant topics such as finance, purchasing, landscaping, greens, etc. where the topic impinges on the current & future best practices of the Club.
6. Any Notices of Motion for voting on at the Special Meeting must be handed to or received by the Secretary in writing or electronic format as per 13.1 and endorsed with the full name and Club Membership numbers of the Club members who are proposing and seconding the Notice of Motion and the names of other persons who are signatories to the motion.
7. Any Notices of Motion must be posted on the Club Notice Board at least fourteen (14) days before the date of the meeting for all members to read.

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- (a) Members who have provided an email address will also be emailed fourteen days before the date of the meeting, a copy of the notice of the meeting, and Notices of Motion.
- (b) Should a member who is eligible to vote be unable to attend the meeting due to circumstances and advises the Secretary that they wish to lodge an absentee vote either electronically or by postal vote, the Secretary shall forward the Club approved voting form for the Notice of Motions and selection of Committee members accompanied by any necessary instructions.
- (c) The member receiving these electronic or postal documents as described in Rule 13(7)(b) above, shall endorse their preferences as applicable in accordance with any enclosed instructions and when completed, shall return same by email or postal service to the Club Secretary stating the member's full name and Club Membership number.
- (d) The Club Secretary should receive these electronic nominations and voting instructions on Motions at least three (3) days prior to the date of the Special Meeting so that the Secretary can place the relevant decisions into a sealable container for passing to the Scrutineer at the appropriate time during the meeting. Any voting papers received either by post or email after the time mentioned above shall be retained separately by the Secretary but shall not be included in the counting of votes.
- (e) Where a Notice of Motion is put before the eligible members attending a Special Meeting and being debated on and during the debate there is a motion or vote that is carried in the affirmative which in any manner or form whatsoever shall change, modify or alter the original Notice of Motion, it is a mandate that any postal or electronic votes received by the Secretary for that specific Motion shall be null and void and be set aside from the formal count of the motion before the members.
- (f) The meeting Chairperson shall be the Club President or if not available the next senior executive committee member shall preside over the meeting.

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- (g) Only financial members with voting rights, as per the Constitution will be permitted to speak or vote on matters at the Special Meeting.
- 8. The Chairperson shall have the casting vote only providing they are not a signatory to the motion and shall decide all questions of order unless otherwise provided by this Constitution.
 - (a) Reading notice of meeting.
 - (b) Special Business of which Notice of Motion has been given.
 - (c) Destruction of Ballot papers if any, thanks to scrutineers etc.

14. General Provisions for General Meetings

General Meetings shall take place at the Club premises:

1. Where the members are physically present together;
or
2. Where the members are able to communicate by using any technology that reasonably allows the member to participate fully in discussions as they happen in the General Meeting and in making any decisions, provided that the participation of the member in the General Meeting must be made known to all other Members.
3. A Member who participates in a meeting as set out in Rule 14(2);
 - (a) Is deemed to be present at the general meeting; and
 - (b) Continues to be present at the meeting for the purposes of establishing a quorum until the member notifies the other members that he or she is no longer taking part in the General Meeting.

14.a General meetings. Discussion and feedback

The Management Committee may call a general meeting of all members when it is felt necessary to put matters that may have a serious and far-reaching impact on the operation, viability or financial management of the Club.

This meeting will be for discussion only on the relevant topic at hand to enable the Management Committee to gauge the overall feelings of the members to the specific issue and to obtain feedback from the members which is to be received in writing by the Club

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Secretary within seven (7) after the meeting date unless the meeting is postponed to a further date to allow for additional relevant matters to be brought before the later meeting.

No vote will be taken at this meeting but should the Management Committee deem it necessary in the light of the open discussions, a notice of motion can be brought on this issue to a Special General Meeting.

This General Meeting shall be called by informing all members of the time, date and topic of the meeting by post, or email and the placing of a notice on the Club notice board at least fourteen days (14) prior to the date set.

14.b Voting at General Meetings

Financial members within the meaning of this Constitution when attending the meeting in person and formally signing the attendance register shall, if qualified, be entitled to vote on any matter before the meeting. The method of voting shall be by a show of hands, firstly, of those in favour of the motion and secondly, by those against it. The scrutineers will then accurately count and record the votes for and against the motion before the meeting.

15. Election of Office Bearers

1. The Management of the Club shall be vested in a Management Committee consisting of ten (10) committee persons elected for a two (2) year term with half the committee being elected each year.
2. The Management Committee will consist of two panels with each panel being vacated in alternate years as defined below,
 - (a) Panel A will consist of: One Vice President, Secretary, and three committee members; and
 - (b) Panel B will consist of; President, one Vice President, Treasurer and two Committee members.
3. The Management Committee Panel A and B will be elected bi-annually. Panel A members will be elected on years of even numbers and Panel B members will be elected on years of odd numbers.
4. The Club Management Committee shall consist of the following:
 - (i) President
 - (ii) Two Vice Presidents
 - (iii) Secretary

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- (iv) Treasurer
 - (v) Five (5) Committee persons
5. The Executive Management Committee shall comprise of the following;
 - (i) President
 - (ii) Senior and Junior Vice President
 - (iii) Secretary
 - (iv) Treasurer
 6. The annual election of officers shall be by a specific ballot for each Committee member vacancy at every Annual Meeting in the presence of a returning officer and two scrutineers elected by the members eligible to vote and present at that meeting. A separate election shall be held for each vacant position on the Committee. Where the nominee is the sole nomination for the vacant position, the nominee shall be elected unopposed.
 7. The approved ballot paper must be distributed directly to the member in person at the meeting. The member at the time of voting by post or email must be a current financial member for the vote to be valid.
 8. Members unable to attend the meeting may lodge a vote on the approved Club ballot paper handed to/or received by the Secretary at least two (2) days prior to the meeting, having also recorded and signed an apology for the meeting on an outer sealed envelope that contains the sealed ballot paper. This vote is for the election of office bearers only.
 9. All other votes shall be cast at the Annual meeting.
 10. Nomination for the five (5) individual committee persons on Management Committee shall be in writing, signed by the Nominee, proposer and seconder and must be in the hands of the Secretary not less than twenty-one (21) days before the date set for the Annual Meeting.
 11. The nominations shall be exhibited on the Club Notice Board at least fourteen (14) days prior to the said meeting
 12. In case no more than the required number of officers shall be nominated, those so nominated shall be declared elected.
 13. If there shall be insufficient nominations to fill the whole of the vacancies of the list of officers, those nominated shall be declared elected and the Committee shall have

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power to fill the vacancy and any casual vacancies that may occur.

16. The Management Committee and Terms

1. The quorum at all committee meetings shall be six (6) members.
2. Committee meetings may take place:
 - (a) Where the members are physically present together; or
 - (b) Where the Committee members are able to communicate by using any technology that reasonably allows the Committee member to participate fully in discussions as they happen in the Committee meeting and in making decisions, provided that the participation of the Committee member in the Committee meeting must be made known to all other members.
3. A committee member who participates in a meeting as set out in Rule 16.2(b):
 - (a) Is deemed to be present at the Committee Meeting; and
 - (b) Continues to be present at the meeting for the purposes of establishing a quorum until the Committee member notifies the other Committee members that he or she is no longer taking part in the Committee Meeting.
4. Committee meetings shall be held monthly.
5. The manager of the Club (if any) and Bar Manager may attend all committee meetings to give their report and then leave at the discretion of the committee.
6. Special committee meetings may be called by the President, Secretary, or on the request of three (3) members of the Committee.
7. (a) The Management Committee is to determine the distribution of Committee Meetings minutes which as a matter of form should be kept confidential. Where an application is made to the Committee for a copy or view of the relevant meeting records in writing outlining the specific reason for the application, the Committee shall deliberate and

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decide whether to approve or veto the application and advise the applicant.

- (b) Where a member requests a copy of the Committee's minutes and the minutes in question contain matters not relevant to the request in question or of a confidential nature on a personal or business level, the minutes shall be redacted at the relevant parts or an extract of the issue in question can be provided.
8. All members, or other guests, may attend Committee meetings if approved by the Committee President on the proviso that the person shall not have any right to comment without invitation, nor vote on any matter, or to be provided with copies of any agenda, minutes of meetings, or documents presented to the meeting. The member or guest shall treat any conversations or dealings as confidential unless specifically directed otherwise.
 9. No member of the Committee shall be held to have resigned their seat until their written resignation, has been accepted by the Committee.
 10. The President shall preside at all meetings of the Committee of the Club and if absent the Vice presidents shall reside. Should neither be present, the meeting shall elect a Chairperson.
 11. All resolutions of the Committee shall be decided by a majority vote of all those present.
 - (a) In the case of an equality of votes, the proposal before the Committee shall be decided in the negative unless the President/Chairperson gives a casting vote in favour of the proposal.
 - (i) Should the Chairperson be the Committee Member making the proposal, the Chairperson shall not have a casting vote on the matter before the Committee.
 - (b) The President/Chairperson or in his absence, the acting President/Chairperson shall be authorised to speak on behalf of the Club.
 12. Voting outside meetings will only be allowed for the election of office bearers as detailed in Rule 15(7) & (8).

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13. Any act performed by the Committee, a sub-committee or a person acting as a Committee Member is deemed to be valid even if the act was performed when:
 - (a) There was a defect in the appointment of a Committee Member, sub-committee or person holding a subsidiary office;
or
 - (b) A Committee Member, a sub-committee member or a person holding a subsidiary office was disqualified from being a Committee or sub-committee Member as per ule 19(9) or 19(10) as a result of bankruptcy or conviction of a relevant criminal offence.

17. Committee Vacancies

1. Any vacancies occurring in the Committee as per Rule 16 may be filled at a meeting of the Committee when a member may be elected to fill such a vacancy until the next election provided the member elected at such a Committee meeting shall hold of office in the place of, and upon the same terms and conditions as their predecessor, had the latter continued in the office.
2. In the vacancy of the President then the Senior Vice President shall act as President.
3. A member of the Management Committee shall be nominated to fill any casual vacancy of either Vice President.
4. If vacancies in the Management Committee result in the number of Committee Members being less than the number fixed under Rule 16(3), the continuing Committee Members may act to only;
 - (a) Increase the number of Members on the Committee to the number required for a quorum; or
 - (b) Convene a General Meeting of the Association.
5. A casual vacancy occurs in the position of a Committee Member where the Committee Member:
 - (a) Dies;
 - (b) Ceases to be a member;
 - (c) Becomes disqualified from holding a position under Rule 19(9) or 19(10) as a result of bankruptcy or conviction of a relevant offence;

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- (d) Becomes permanently incapacitated due to mental or physical ill health;
- (e) Resigns from office under Rule 16(10);
- (f) Is absent from more than;
 - (i) three (3) consecutive Committee Meetings without an adequate reason; or
 - (ii) three (3) Committee Meetings in the same financial year and tendering an apology to the person presiding at each of those Committee Meetings and the apology being accepted.
- (g) Is removed from office by resolution at a General Meeting of the Club if a majority of the Members present and with voting rights at the meeting vote in favour of the removal.
- (h) The Committee Member who faces removal from the Committee must be given a full and fair opportunity at the General Meeting to decide the proposed resolution, to state his or her case as to why the Member should not be removed from his or her position on the Committee.
- (i) If all Committee Members are removed by resolution at a General Meeting, the Members must, at the same General Meeting, elect an interim Committee.
- (j) The interim Committee must, within two (2) months, convene a General Meeting of the Association for the purpose of electing a new Committee.
- (k) The elected Interim Committee shall convene the meeting in accordance with Code of Conduct provided in this Constitution for the election of Club Management Committee.
- (l) The elected Interim Committee shall, until a new formal Club Management Committee has been elected, have and exercise all authority and decision making as if it was a duly elected Committee for the purpose of controlling the day to day running of the Club and its various activities.

18. Powers and Duties of the Committee

The Management Committee may exercise all powers of the Club, except those required to be exercised by the Club at a General Meeting and shall manage/oversee the day-to-day business of the Club.

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Without prejudice to the powers conferred by the last preceding rule, the Committee shall, subject to the bylaws, have power to do the following things:

1. To purchase or otherwise acquire any books, newsletters or periodicals and dispose of them as it may see fit.
2. To determine from time to time the conditions on which and the time when, members may use the property of the Club or any part or parts thereof, and when and under what conditions the premises of the Club or any part or parts thereof, shall be used by members.
3. To determine what person, if any, not being members of the Club shall be permitted to use the premises of the Club or any part or parts thereof and during what time and under what conditions and when and at what times and places and under what conditions such persons shall be supplied with refreshments and accommodation.
4. To appoint any other officials or servants of the Club and to remove them as occasions may require at the Committee's discretion and to define their respective duties. Persons appointed to paid positions shall be engaged under a contract, award or classification of work in the Registered and Licensed Clubs Award (2010) and its amendments.
5. To delegate, subject to such conditions as it thinks fit any of its powers to sub-committees consisting of such members of the Committee and other members of the Club co-opted for the purpose as it may determine and to make such regulations as to the proceedings of such sub-committees as may be thought desirable.
6. To regulate and control their own meeting and the transaction of business.
7. To reimburse expenses of any servant of the Club for faithful and diligent service as deemed fit.
8. In accordance with this Constitution or the provisions of the Code of Conduct, to discipline, suspend, or expel any member.
9. To enter into or accept any lease or tenancy of the premises where on the Club shall conduct its affairs or of any furniture, goods and effects, which may be required for the use of the Club on such terms and on such conditions as the Club, may deem expedient.
10. To take and defend all legal proceedings by or on behalf of the Club and to appoint all necessary Attorneys for any such purpose.

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11. To borrow, raise or secure the payment of money, and to sell and dispose of the assets of the Club.
12. To make, modify and repeal Club by-laws not consistent with these Rules and regulate the use and management of the Club premises, the admission of members and the conduct of the Club and its affairs generally.
13. To do and perform any other act, matters and things in connection with or relative to the management of the Club as shall not by these Code of Conduct require to be done by the Club in General Meetings.
14. To appoint such number of delegates to sporting bodies and associations with which the Club may from time to time be affiliated as may be required by the Rules thereof and such delegates shall hold office in accordance with the Rules of such sporting bodies and associations respectively.
15. Every member of the Committee shall be indemnified against any loss, expenses or liability incurred by reason of any act or deed performed by them in good faith on behalf of the Committee and the Committee may use the funds of the Club for any such purpose required, together with any reasonable expense's incidental to Committee activities.
16. The Committee shall have the authority to engage a professional accountant/financial adviser as required prior to the end of the Club financial year for consultation regards forward financial planning and updating the Club's business plan.
17. Where members and others are present at the Club premises performing voluntary work such as busy bees etc., such persons shall be covered under a Voluntary Insurance policy held by the Club.

19. Committee Members Obligations and Responsibilities

1. The Committee must take all reasonable steps to ensure the Club complies with its obligations under the Act and this Constitution and any other Act relevant to its day-to-day operations.
2. A Committee Member must exercise his or her powers and discharge his or her duties with a degree of care and diligence that a reasonable person would exercise in the circumstances.
3. A Committee Member must exercise his or her powers and discharge his or her duties in good faith in the best

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interests of The Club and for a proper and lawful purpose.

4. A Committee Member or former Committee Member must not improperly use information obtained because he or she is a Committee Member to:
 - (a) Gain an advantage for himself or herself or another person; or
 - (b) Cause detriment to the Club.
5. A Committee Member having any material personal interest, i.e. financial or non-financial interests, in a matter being considered at a Committee Meeting must:
 - (a) As soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee;
 - (b) Disclose the nature and extent of the interest at the next General Meeting of The Club; and
 - (c) Not be present at the meeting while the matter is being considered by the Committee or vote on the matter.
6. Rule 19(5) does not apply in respect of a material personal interest that:
 - (a) Exists only because the Committee Member belongs to a class of persons for whose benefit The Club is established, or;
 - (b) The Committee Member has in common with all, or a substantial proportion of, the members of The Club.
7. The Secretary must record every disclosure made by a Committee Member under Rule 19(5) in the minutes of the Committee Meeting at which the disclosure is made.
8. No Committee Member shall make any public statement or comment or cause to be published any words or article concerning the conduct of The Club unless the person is authorised by the Committee to do so and such authority is recorded in the minutes of the Committee Meeting.
9. No person shall be entitled to hold a position on the Committee if the person has been convicted of, or imprisoned in the previous five years for:
 - (a) An indictable offence in relation to the promotion, formation or management of a body corporate;

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- (b) An offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months; or
- (c) An offence under Part 4 Division 3 or section 127 of the Act,

unless the person has obtained the consent of the Commissioner.

- 10. No person shall be entitled to hold a position on the Committee if the person is, according to the Interpretation Act section 13D, a bankrupt or a person whose affairs are under insolvency laws unless the person has obtained the consent of the Commissioner.
- 11. The Club may pay a Committee Member's travelling and other expenses as properly incurred and justified.
 - (a) In attending Committee Meetings or sub-committee meetings;
 - (b) In attending any General Meetings of The Club; and
 - (c) In connection with The Club's business.
- 12. Committee Members must not receive any remuneration for their services as Committee Members other than as described at Rule 18(7) & 19(11) unless agreed to at an Annual Meeting or Special General Meeting.
- 13. An exception to this is when a Committee member who is qualified to take on the role of a paid employee of the Club when that paid employee is absent from employment at the Club for annual leave, sick leave or extended personal reasons, shall be eligible for payment of wages for the period such services are rendered.

20. The Chairperson

The Chairperson:

- 1. Must consult with the Secretary regarding the business to be conducted at each Committee Meeting and each General Meeting,
- 2. May convene special meetings of the Committee under Rule 15(7),
- 3. May preside over Committee Meetings under Rule 16(11),
- 4. May preside over General Meetings under Rule 12(3); and
- 5. Must ensure that the minutes of a General Meeting or Committee Meeting are reviewed and signed as correct.

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21. The Secretary

The Secretary must:

1. Co-ordinate the correspondence of The Club;
2. Consult with the Chairperson about all business to be conducted at meetings and convene General Meetings and Committee Meetings, including preparing the notices of meetings and of the business to be conducted at each meeting;
3. Keep and maintain in an up to date condition the Club Constitution, the Code of Conduct of The Club and any by-laws of The Club and sub-committees.
4. Maintain the register of the Members including the email, street or postal address of each member;
5. Update the register within twenty-eight (28) days of new members, members resigning, and members suspended/expelled and in the latter case, include date in which member ceases and is eligible to return and reasons for cessation of membership.
6. Maintain the record of office holders of The Club.
 - (a) Committee members may nominate a business address, post box address or email address to be used in the record in place of their personal address;
7. Ensure the safe custody of the Books, with the exception of the Accounting Records of The Club and;
8. Keep full and correct minutes of Committee Meetings for approval at the next Management Committee meeting, which will then be stored and distributed as per the Committee guidelines.
9. Keep full and correct minutes of General Meetings, which will be distributed to all members within fourteen (14) days of the General Meeting via post or electronic means and will be tabled for adoption at the next General Meeting; and
10. Perform any other duties as are imposed by these Rules or The Club on the Secretary.

22. The Treasurer

The Treasurer must:

1. Ensure all moneys payable to the Club are collected, and that receipts are issued for those moneys in the name of the Club;

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2. Ensure the payment of all moneys referred to in Rule 22(1) into the account or accounts of the Club as the Committee may from time to time direct;
3. Ensure timely payments from the funds of the Club with the authority of a General Meeting or of the Management Committee, with all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Club signed by either;
 - (a) Two committee members, or
 - (b) One committee member and one other person authorised by the Committee
4. Ensure that the Club complies with the account keeping requirements in Part 5 of the Act;
5. Ensure the safe custody of the Financial Records of the Club and any other relevant records of the Club;
6. Coordinate the review for Tier 2 or audit for Tier 3 of the Financial Report of the Club prior to its submission to the annual general meeting of the Club;
7. Assist the reviewer or auditor (if any) in performing their functions; and
8. Perform any other duties as are imposed by these Rules or the Club on the Treasurer.

23. The Club Management

1. No member shall be entitled to take any legal action against the Club, other than a claim for goods sold and delivered and services rendered, and must conform to the decision of the Committee and in the case of an appeal, comply with the procedures outlined in Rules 28, 29 & 30.
2. Correct accounts and books shall be kept showing the financial affairs of the Club and the particulars usually shown in books of account of a like nature.
3. No liquor shall be sold or supplied for consumption other than on the Club premises, unless the member purchasing it removes such liquor from the premises of the Club.
- 4.a The Club buildings/premises and other Club facilities are to be provided and maintained from the joint funds of the Club and no person shall be entitled under these Rules to derive any benefit or advantage from the Club that is not shared equally by every member thereof.

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- 4.b An entitlement mentioned in (4a) above is subject to any rules in force by the Club or sub-committee administering the facility in question.
5. Rule 23(4) does not prevent;
 - (a) The payment in good faith of remuneration to any officer, employee or Member in return for any services actually rendered to the Club or for goods supplied in the ordinary and usual course of business;
 - (b) The payment of interest at a rate not exceeding the prevailing market rate published by the reserve bank of Australia as the "Cash Rate Target" from time to time on money borrowed from any member;
 - (c) The payment of reasonable and proper rent by the Club to a member for premises leased by the member to the Club; or
 - (d) The reimbursement of expenses incurred by any member or any Committee Member on behalf of the Club.
 - (e) The reimbursements of expenses or remuneration to members, committee members or employees as mention in Rule 23.5.a, c & d shall be authorised on production of relevant documentation verifying the supply of goods and services or incurred debt.

23A Material Personal Interest

Where a member of the Management Committee through a decision made by the Committee or a sub-committee receives or is seen to receive any advantage whether financial or otherwise, that advantage must be shown in the minutes of the Management Committee and must also be declared at the Annual General Meeting.

24. Incidental Duties--Sub Committees

The Management Committee may delegate any of its delegable powers to Sub-Committees consisting of such Social Members as it thinks fit.

Each subcommittee shall formulate a document known as the bylaws or rules by which that subcommittee shall be governed as soon as practicable after the approval of this Constitution by the Department of Mines, Industry Regulation and Safety.

Sub-committees shall be formed by financial club members for the purpose of governance of a particular enterprise or sporting group

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and said subcommittee members shall be responsible for complying and enforcing bylaws, Code of Conduct and instructions for the betterment of the group, providing the bylaws, Code of Conduct and instructions are not inconsistent with the Club Constitution and have been approved by the Club Management Committee including any amendments.

The management of the sub committees and their meetings shall be held in a manner not inconsistent with the relevant provisions of the Club Constitution, which includes the election of various office bearers and positions within the group.

Such subcommittee must report to and be responsible to the Club Management Committee by forwarding to the Club Management Committee Secretary, a copy of the minutes of the meeting conducted within seven (7) days from the close of that meeting.

No act of any Sub-Committee shall be binding on the Management Committee or Club until ratified by the Club Management Committee.

The President of the Club Management Committee shall be an ex-officio member of each sub-committee formed. The Club Management Committee by a majority vote may permit a delegate of a sub-committee to attend at Club Management meetings. This delegate shall not have any voting powers but may be permitted to speak on a topic that is relevant to the members they represent.

The delegate shall be ancillary to the quorum required for a Club Management Committee Meeting and shall be bound by the code of conduct for such meetings respecting confidentiality and privacy.

Where the Club Management Committee have a matter on the agenda for discussion that will have involvement or serious implications or ramifications on the management of a subcommittee, the Management Committee will request that an authorised member of the subcommittee attend the Management Meeting to speak on the matter and relay the information back to the subcommittee.

25. Auditors

There shall be an Auditor, not a member of the Committee, who shall be elected at the Annual General Meeting. The Auditor shall be independent to The Club.

Such Auditor shall audit the accounts and have power at any time to call for all books, papers, payment of accounts and receipts, etc. relating to the affairs of The Club whether physical or electronically recorded.

The Auditor shall be entitled to receive such remuneration as the Committee may determine from time to time.

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If any casual vacancy occurs in the office of any Auditor appointed by The Club, the Committee shall appoint an approved auditor to fill the appointment until the next Annual General Meeting.

25.a Financial requirements

In accordance with the requirements of the Association Incorporation Act 2015, the Club shall comply with the following matters respecting the financial management of the Club.

In addition to the requirement of the appointment of a qualified person to act as an auditor, the Club shall:

1. Keep true and accurate accounting records that explain the financial transactions and the financial position of the Club in a manner that can be conveniently and properly audited;
2. Submit statements at each A.G.M., showing the financial position of the Club at the end of the immediately preceding financial year, and
3. Such financial statement shall include a balance sheet, an income statement showing profit/loss, a statement showing changes in equity and a statement of cash flows for the period.

26. Alteration and Repeal of Club Constitution Rules

1. No repeals of any existing Club Constitution and no new Constitution or alteration, amendments or suspensions of a Constitution rule shall be valid unless a special resolution/motion is carried by three fourths (75%) majority of members present and with voting rights at a General or Special General Meeting and by otherwise complying with Part 3 Division 2 of the Act. Also refer to Rule 26(7) for a legal exemption.
2. Notices of motions to repeal, alter or suspend any rule shall be given to the Secretary in writing at least forty-two (42) days preceding the Annual or Special General Meeting at which the motion shall be presented.
3. The Secretary shall exhibit the proposal on the Club notice board at least fourteen (14) days prior to that meeting in addition to the transmission of it electronically to eligible members with an email address on file or by postal service.
4. Within one month after the making of any amendment or addition to the Constitution of the Club, passed by special resolution, the Management Committee shall send

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or deliver a certified copy of the amendment or alteration to the Consumer Protection Division of the Department of Commerce.

5. No effect will be given to the amendments without the approval of this Department. In addition, all amendments passed, as a special resolution respecting the Liquor Licensing Act requirements for the operation of the Club must be noticed to the Director of Liquor Licensing.
6. The Club Secretary shall ensure that all members are advised of changes to the Constitution of the Club approved by the above named legislative Departments, by electronic or postal means within seven (7) days of receiving the confirmation advice.
7. Where a change to the Constitution of the Club is mandated by Legislation of the State or other statutory entity, there is no requirement on the Management Committee to call a Special General Meeting and shall make the amendments as necessary without reference to the membership.
8. Where a change is made in accordance with Rule 26(7) above, the Committee shall ensure that the changes are notified to each member as per Rule 26(6) above.

27. Suspension or Expulsion of Members

1. The Committee shall have the power to reprimand, suspend or expel any member of The Club.
 - (a) The exercise of this power shall be by way of a “Tribunal” proceedings rather than an “Adversarial” hearing.
2. The President, or a Committee member on receiving a complaint from a member, an Approved Manager (if any) or Approved Bar Staff, of a member's behaviour which is considered a serious breach of the Liquor Act or non-acceptable member behaviour or where police involvement is required, may suspend a member for a period of time until a disciplinary decision under Rule 27(7) can be determined.
3. The Committee is required to exempt a member of the Committee from hearing a charge in which he or she has an interest.
4. Any member charged with misconduct as above shall be furnished with a written copy of the charge and

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summoned before the Committee with no less than seven (7) days' notice from the date of service.

5. If a responding member or a representative of the responding member does not attend within 30 minutes of the time stated on the hearing notice, the hearing may start without that member or his or her representative and determination will be made at the hearing.
6. The Committee shall apply the power to reprimand, suspend or expel any member of The Club who:
 - (a) Fails in the observance of or commits any breach of any rule of The Club Constitution, members Code of Conduct or any by-law of The Club or of any order or direction of the Management Committee or of any General Meeting;and
 - (b) In the sole judgment of the Committee have been guilty in or out of The Club's premises of any act, conduct, matter or thing calculated to bring discredit on The Club or its members, or to impair or affect the enjoyment of The Club by other members.
7. The Committee shall after hearing the testimony of all involved parties and witnesses if any, and taking such evidence as they may consider proper, if they find the charge proved, impose a penalty as prescribed in (6) above from all or any of the privileges of membership for such period as they think fit.
 - (a) If the accused party or complainant is not present when a decision is made, the Secretary shall send a letter advising of the decision by registered mail.
8. If the Committee consider that on a charge of gross misconduct that suspension as above is insufficient, they may call on the member to resign, and if he or she neglects to resign within ten (10) days they may declare him or her to be expelled and the Secretary shall cause a letter advising of the Committee's decision to be sent to that member by registered mail.
9. If a Member is suspended or expelled under Rule 27(7) or 27(8), that person may appeal the Committee's decision through a Special general meeting by giving written notice to the Secretary within fourteen (14) days of receiving notice of the Committee's decision under Rule 27(7) or 27(8).

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10. Members are not permitted to have legal representation attend any disciplinary matters, but may bring another member to act in a support capacity only.
11. If a Member's membership is suspended under Rule 27 the Secretary must record this in the Club Register citing:
 - (a) The name of the Member that has been suspended from membership;
 - (b) Date on which the suspension takes effect;
 - (c) And the length of the suspension as determined by the Committee under Rule 27.
12. During the period a member's membership is suspended, the member;
 - (a) Loses any rights (including voting rights) arising as a result of membership;
 - (b) And is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to The Club.
13. Upon the expiry of the period of a Member's suspension, the Secretary must record in the Register that the Member is no longer suspended.
14. If the Committee's decision to suspend or expel a Member is invoked under the Constitution, any act performed by the Committee or Members in a General Meeting during the period that the Member was suspended or expelled from Membership under Rule 27, is deemed to be valid, notwithstanding the Member's inability to exercise their rights or privileges of Membership, including voting rights, during that period.

28. Resolving Disputes.

Disputes arising under the Constitution, Code of Conduct & By-Laws

Rule 28 applies to:

1. Disputes between Members; and disputes between the Club and one or more Members that arise under the Constitution of the Club.
2. This does not include disciplinary matters undertaken with club members, which are covered only under Rule 27 of The Club constitution.
3. The parties to a dispute must attempt to resolve the dispute between themselves within fourteen (14) days of the dispute coming to the attention of each party.

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4. If the parties are unable to resolve the dispute, any party to the dispute may initiate a procedure under this rule by giving written notice to the Secretary informing of the parties involved, and details of, the dispute.
5. The Secretary must convene a Committee Meeting within twenty-eight (28) days after the Secretary receives notice of the dispute under Rule 28(4) for the Committee to determine the dispute.
6. At the Committee Meeting to determine the dispute, all parties to the dispute must be given a full and fair opportunity to state their respective cases orally, in writing or both.
7. The Secretary must inform the parties to the dispute of the Committee's decision and the reasons for that decision within seven (7) days after the Committee Meeting referred to in Rule 27.
8. If any party to the dispute is dissatisfied with the decision of the Committee, they may elect to initiate further dispute resolution procedures as set out in the Constitution.

29. Mediation

1. Where a person is dissatisfied with a decision made by the Committee under Rule 27 or Rule 28;
2. Where a dispute arises between a Member or more than one Member and The Club and any party to the dispute elects not to have the matter determined by the Committee.
3. Where the dispute relates to a proposal for the suspension or expulsion of a Member this rule does not apply until the procedure under Rule 27(8) in respect of the proposed suspension or expulsion has been completed.
4. If the parties to a dispute are unable to resolve the dispute between them within the time required by Rule 28(3) or a party to the dispute is dissatisfied with a decision made by the Committee under Rule 28(8), a party to a dispute may:
 - (a) Provide written notice to the Secretary of the parties to, and the details of, the dispute;
 - (b) Agree to, or request the appointment of, a mediator.
5. The party or parties requesting the mediation must pay the costs of the mediation.

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6. The mediator must be:
 - (a) A person chosen by agreement between the parties;
or
 - (b) In the absence of agreement:
 - i. if the dispute is between a Member and another Member; a person appointed by the Committee;
or
 - ii. if the dispute is between a Member or more than one Member and The Club, the Committee or a Committee Member then an independent person who is a mediator appointed to, or employed with, a not for profit organisation.
7. A Member can be a mediator, but the mediator cannot be a Member who is a party to the dispute.
8. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
9. The parties are to exchange written statements of the issues that are in dispute between them and supply copies to the mediator at least 5 days before the mediation session.
10. The mediator, in conducting the mediation, must:
 - (a) Give the parties to the mediation process every opportunity to be heard;
 - (b) Allow all parties to consider any written statement submitted by any party; and ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
11. The mediator must not determine the dispute and the mediation must be confidential. Information provided by the parties in the course of the mediation cannot be used in any other legal proceedings that may take place in relation to the dispute.

30. Inability to Resolve Disputes

If a dispute cannot be resolved under the procedures set out in the Constitution Rules, any party to the dispute may apply to the State Administrative Tribunal to determine the dispute in accordance with the Act or otherwise at law.

31. Supply of Liquor—Liquor Act to be observed

The Club shall ensure an approved Duty Manager is on the licensed premises for the purposes of observing liquor licensing

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requirements and regulations, as required under the Liquor Control Act.

The Club shall be open for sale of liquor during such hours as the Committee shall from time to time determine and as permitted under the Liquor Control Act.

It should be noted that where an authorised member of the Bar staff at the Club calls for “Last Drinks”, there will be permitted a thirty (30) minute period from that announcement for drinks to be consumed and the Licensed premises vacated.

32. Common Seal

The Club shall have a Common Seal, which shall be kept in the custody of the Secretary and shall not be affixed to any document except by the authority of The Committee and in the presence of one member of the committee.

The Secretary shall countersign any document to which the Common Seal is affixed in addition to a signature of an officer appointed by the management committee for that purpose.

The Club may execute a document without using a Common Seal if the document is signed by:

- (a) Any two Committee Members; or
- (b) One Committee Member and a person authorised by the Committee.

33. Dissolution of the Club

1. The Club may cease its activities and have its incorporation cancelled in accordance with Part 10 of the Act:
 - (a) After the committee has determined the association is able to pay or meet its debts and liabilities; and
 - (b) The Members resolve by Special Resolution that The Club will:
 - (i) Apply to the Commissioner for cancellation of its incorporation; or
 - (ii) Appoint a liquidator to wind up its affairs
2. The Club must be wound up in accordance with Part 9 of the Act if:
 - (a) The committee has determined the association is unable to pay or meet its debts and liabilities; or
 - (b) Is party to any current legal proceedings; or

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- (c) Has any other outstanding legal obligations
3. Upon cancellation of The Club, the Surplus Property must only be distributed to one or more of the following:
- (a) An incorporated association under the Act;
 - (b) A body corporate that at the time of the distribution is the holder of a licence under the charitable collections legislation in Western Australia;
 - (c) A company limited by guarantee that is registered as mentioned in section 150 of the Corporations Act 2001 (Cwth);
 - (d) A company holding a licence that continues in force under section 151 of the Corporations Act 2001 (Cwth);
 - (e) A body corporate that:
 - (i) is a member or former member of The Club;
 - (ii) and at the time of the Surplus Property is distributed, has a provision that prevents the property being distributed to its members;
 - (f) A trustee for a body corporate referred to in Section 30(c)(v);
 - (g) Or a co-operative registered under the Co-operatives Act 2009 that, at the time of the distribution, is a non-distributing co-operative as defined in that Act.

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THE WANNEROO SPORTS & SOCIAL CLUB (INC.)

ANNEXURE A

**These are the Club Rules (By-Laws / Code of Conduct) referred
to in the Club Constitution at Rule 7.A**

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ANNEXURE "A"

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The Club Code of Conduct also known, as Club Rules shall be kept as an annexure to this Constitution to enable the Management Committee to put into effect any amendments or modifications as deemed necessary in the intervening period between AGM's without the necessity of calling a Special General Meeting.

Should a member have an objection to a decision of the Club Management Committee as described above, that member may take the appropriate action provided by Rule 28, 29 and 30 of the Club Constitution.

1. Standards of dress within the Club premises.
 - a. Neat dress standards are important. Prior to 6pm, members visiting the Club from work in the trades may wear work clothing but should present themselves as neatly as possible.
 - b. Wearing of Singlets alone as an upper body garment is not permitted.
 - c. The wearing of hat/caps inside the club is permitted. However slogans or phrases of an insulting nature in relation to but not limited to, racial, cultural, religious, sexual or obscene material is not allowed. Motor cycle helmets are to be removed before entering the Club. Headwear that covers or partially covers the face is not permitted to be worn inside the Club. The decision in relation to whether or not a slogan or phrase is offensive is at the sole discretion of a Management Committee person or a member of the bar staff. Any contravention of this rule will result in the person in question being requested to remove the offending hat or leave the premises. T shirts or other items of clothing are also not to have insulting or obscene words or slogans on them.
 - d. Footwear known as thongs are permitted to be worn inside the Club.
2. Standards of behaviour within the Club premises.
 - a. Members, family and guests are encouraged to enjoy the hospitality of the Club without fear of acts of discrimination, racial vilification, verbal abuse or improper conduct.
 - b. Members, family and guests will ensure that the comfort of other patrons is not unreasonably disturbed.
 - c. Members, family and guests will respect other patrons and will conduct themselves in a manner that will not cause offence.

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- d. Members, family and guests, when consuming alcohol, will do so responsibly, and will accept any staff or Bar managers' request to amend their behaviour or the discontinuance of serving of alcohol without complaint.

3. Hours of trading of the licensed premises.

The hours of trading respecting the Liquor License assigned to the Club shall be as set by the Club Management Committee on advice from the appointed Bar Manager in conjunction with the provisions of the Liquor Control Act as applied to the Club's approved Liquor License.

4. Provision for the regulation of Sporting or Club activities.

- a. Players and participants must display respect for their team mates, and opponents, and play the game or activity within the Laws and/or conditions of Play, to the highest degree of sportsmanship and honesty.
- b. Players and participants will not engage in offensive or abusive language, dissent, conduct unbecoming, or actions which would bring the sport, game or activity or the Club into dispute.
- c. Spectators attending the various functions, games or matches will conduct themselves in a manner that ensures that players/participants are not distracted.

5. Responsibilities of parents and guardians.

- a. Children in the Club premises are to be accompanied by a parent or guardian who will be responsible for the child at all times.
- b. Children are not permitted within two (2) metres of the bar serving areas.
- c. Children should be curtailed from running, yelling or screaming in the licensed premises, which includes the exterior deck to minimise risk of injury or annoyance to child and patrons.

6. Where external associations or persons wish to avail themselves of the Club's Function facilities, the Committee on receiving the written application and approving same shall furnish the applicant with a printed copy of Club Code of Conduct (Club Rules) relating

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to functions when advising the applicant of the approval and any additional conditions and restrictions it shall see fit to impose.

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NOTES