

FOOTSCRAY HOCKEY CLUB  
INCORPORATED

CONSTITUTION

—

DECEMBER 2014



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## Constitution

### 1. Interpretation

In this constitution, unless the contrary intention appears:

**“The Association”** means **‘The Club’**, the Footscray Hockey Club Inc.

**“The Board”** means the Board of Directors of the Club.

**“Financial Year”** means the year ending the 30<sup>th</sup> of September.

**“The Regulations”** means regulations under the Act (see **‘The Act’**).

**“General Secretary”** is a reference to a person that holds office under these Rules as General Secretary of the Club.

**“Absolute majority”**, of the Board, means a majority of the Board members currently holding office and entitled to vote at the time (as distinct from a majority of Board members present at a Board meeting);

**“Chairperson”**, of a general meeting or Board meeting, means the person chairing the meeting

**“Board member”** means a member of the Board elected or appointed under Rule 8;

**“Disciplinary subcommittee”** means the subcommittee appointed under rule 7.9 **“Disciplinary meeting”** means a meeting of the Board convened for the purposes of rule 7.9

**“Disciplinary appeal meeting”** means a meeting of the members of the Club convened under rule 7.9

**“General meeting”** means a general meeting of the members of the Club convened in accordance with Rule 9 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting;

**“Member” means** a member of the Club;

**“Member entitled to vote”** means a member who under rule 7 is entitled to vote at a general meeting;

**“Special resolution”** means a resolution that requires not less than three-quarters of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;

**“The Act”** means the **Associations Incorporation Reform Act 2012** and includes any regulations made under that Act;

**“The Registrar”** means the Registrar of Incorporated Associations.

## **2. Name of Club**

The Club already formed shall be known as the Footscray Hockey Club Incorporated and shall be affiliated with such associations as exist for the development on hockey in Victoria.

## **3. Purposes of the Club**

To provide and promote facilities and activities for Men’s, Women’s and Junior Hockey for all age groups within Footscray and neighbouring districts.

## **4. Club Colours**

Club Colours shall be Red, White and Royal Blue.  
Alternative colours may be used when required.

## **5. Powers of Association**

5.1 Subject to the Act, the Club has power to do all things incidental or conducive to achieve its purposes.

5.2 Without limiting sub rule (1), the Club may—

- (a) Acquire, hold and dispose of real or personal property;
- (b) Open and operate accounts with financial institutions;
- (c) Invest its money in any security in which trust monies may lawfully be invested;
- (d) Raise and borrow money on any terms and in any manner as it thinks fit;
- (e) Secure the repayment of money raised or borrowed, or the payment of a debt or liability;
- (f) Appoint agents to transact business on its behalf;
- (g) Enter into any other contract it considers necessary or desirable.

5.3 The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

## **6. Not for profit organisation**

6.1 The Club must not distribute any surplus, income or assets directly or indirectly to its member

6.2 Sub rule (1) does not prevent the Club from paying a member—

- (a) Reimbursement for expenses properly incurred by the member; or
- (b) For goods or services provided by the member—

If this is done in good faith on terms no more favourable than if the member was not a member.

### **Note**

Section 33 of the Act provides that an incorporated association must not secure pecuniary profit for its members. Section 4 of the Act sets out in more detail the circumstances under which an incorporated association is not taken to secure pecuniary profit for its members.

## **7. Membership**

### **7.1 Membership Requirements**

A natural person who is nominated and approved for membership as provided in these rules is eligible to be a member of the Club on payment of the entrance fee and Annual subscription payable under these rules.

### **7.2 Membership Categories**

(a) Life Members:

Members who have belonged to the club for a minimum of fifteen years and who have given special services to the club will be considered for Life Membership by the Board of Directors. One person each year may be recommended by the Board to the Members at the Annual General Meeting who may approve of that appointment. Life Members shall be entitled to all the privileges of the Club and shall have full voting rights but shall not be required to pay annual subscriptions.

(b) Playing Members

(1) Playing Members sixteen years or over shall pay such subscriptions as are payable under these rules and shall be entitled to participate in all activities of the Club including playing in competition and social matches, voting at meetings, and electing office bearers.

(2) Playing Members under sixteen years of age shall pay such subscriptions as are payable under these rules and shall be playing members of the Footscray Hockey Club Inc. and shall have the same right as Playing Members 16 years or older with the exception that they have no voting rights.

(c) Non-Playing Members

(1) Social Members.

Social members shall pay such subscriptions as are payable under these rules and shall be entitled to participate in all activities of the Club other than playing in competition matches. There are two levels of Social Membership - with voting rights and without voting rights.

(2) Honorary Members

Officials, players and supporters of any club affiliated with Hockey Australia or Hockey Victoria which shall have been attending at the Club's sports grounds on a particular day shall be eligible for election as Honorary Members of the Club for that day. Honorary Members shall be elected by an Election Committee consisting of the General Secretary or some other person appointed by the General Secretary and one other member of the Board. The General Secretary or their Appointee shall keep a record of such Honorary Members. Honorary Members shall not be required to pay a subscription and shall have no voting rights.

### **7.3 Application for Membership**

- (a) A person shall not be admitted to membership unless he/she is nominated as provided for in sub clause "b" and his/her admission as a member is approved by the Board.
- (b) A nomination of a person for membership of the Club shall be referred to the Board by the appropriate sectional secretary as quickly as possible for their decision to approve or reject the nomination.
- (c) The decision of the Board is to be notified to the nominee within seven days of the decision having been made.
- (d) The General Secretary shall, following the nominations approved by the Board immediately enter the nominees name in the register of members kept by the General Secretary.

### **7.4 General rights of members**

- (1) A member is entitled to vote if—
  - (a) the member is a playing member 16 years of age or older or a Social Member with voting rights
  - (b) more than 10 business days have passed since he or she became a member of the Club
  - (c) the member's membership rights are not suspended for any reason.
- (2) A member of the Club who is entitled to vote has the right—
  - (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and

- (b) to submit items of business for consideration at a general meeting
- (c) to attend and be heard at general meetings
- (d) to vote at a general meeting
- (e) to have access to the minutes of General and Board meetings and other documents of the Club as provided under rule 75 of the Associations Incorporation Reform Act 2012
- (f) to inspect the register of members.

### **7.5 Rights not transferable**

The rights of a member are not transferable and end when membership ceases.

### **7.6 Membership Fees**

Each year the outgoing Board of Directors will present at the Annual General Meeting a proposed schedule of membership fees to be applied for the following season.

### **7.7 Membership Register**

The General Secretary shall keep and maintain an overall register of members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by members through communication with the General Secretary.

### **7.8 Resignation of Members**

Any member wishing to resign his/her membership may do so at any time. No such resignation shall relieve any member from the payment of any money due or payable by him/her to the Club. No Member retiring from the Club or ceasing for any cause to be a Member shall be entitled to or have any claim upon any portion whatsoever of the property of the Club.

### **7.9. Disciplinary action**

#### **7.9.1 Grounds for taking disciplinary action**

The Club may take disciplinary action against a member in accordance with this constitution if it is determined that the member—

- (a) has failed to comply with these Rules; or
- (b) refuses to support the purposes of the Club; or
- (c) has engaged in conduct prejudicial to the Club.

#### **7.9.2 Disciplinary Subcommittee**

- (1) If the Board is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Board must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- (2) The members of the disciplinary subcommittee—
  - (a) may be Board members, members of the Club or anyone else; but
  - (b) must not be biased against, or in favour of, the member concerned.

### **7.9.3 Notice to member**

- (1) Before disciplinary action is taken against a member, the Secretary must give written notice to the member—
  - (a) stating that the Club proposes to take disciplinary action against the member; and
  - (b) stating the grounds for the proposed disciplinary action; and
  - (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the *disciplinary meeting*); and
  - (d) advising the member that he or she may do one or both of the following—
    - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
    - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
  - (e) setting out the member's appeal rights under rule 7.9.5.
- (2) The notice must be given no earlier than 14 days, and no later than 7 days, before the disciplinary meeting is held.

### **7.9.4 Decision of subcommittee**

- (1) At the disciplinary meeting, the disciplinary subcommittee must—
  - (a) give the member an opportunity to be heard; and
  - (b) consider any written statement submitted by the member.
- (2) After complying with sub rule (1), the disciplinary subcommittee may—
  - (a) take no further action against the member; or
  - (b) subject to sub rule (3)—
    - (i) reprimand the member; or determine that the Board be advised to suspend the membership rights of the member for a specified period; or
    - (ii) determine that the Board be advised to expel the member from the Club.



- (3) The disciplinary subcommittee may not fine the member.

### **7.9.5 Appeal rights**

- (1) A person whose membership rights have been suspended or who has been expelled from the Club under rule 7.9 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given—
  - (a) to the disciplinary subcommittee immediately after the vote to recommend suspension or expulsion the person is taken; or
  - (b) to the Secretary not later than 48 hours after the vote.
- (3) If a person has given notice under sub rule (2), a disciplinary appeal meeting must be convened by the Board as soon as practicable, but in any event not later than 21 days, after the notice is received.

### **7.9.6 Conduct of disciplinary appeal meeting**

- (1) At a disciplinary appeal meeting—
  - (a) no business other than the question of the appeal may be conducted;
  - (b) the Board must state the grounds for suspending or expelling the member and the reasons for taking that action; and
  - (c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (2) After complying with sub rule (1), the Board members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (3) A member may not vote by proxy at the meeting.
- (4) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

## **7.10 Grievance procedure**

### **7.10.1 Application**

- (1) The grievance procedure set out in this constitution applies to disputes under these Rules between—
  - (a) a member and another member;
  - (b) a member and the Board;
  - (c) a member and the Club.
- (2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

### **7.10.2 Parties must attempt to resolve the dispute**

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

### **7.10.3 Appointment of mediator**

- (1) If the parties to a dispute are unable to resolve the dispute between them within the time required by the rules of this constitution, the parties must within 10 days—
  - (a) notify the Board of the dispute; and
  - (b) agree to or request the appointment of a mediator; and
  - (c) attempt in good faith to settle the dispute by mediation.
- (2) 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 Board; or
    - (ii) if the dispute is between a member and the Board or the Club—a person appointed or employed by the Dispute Settlement Centre of Victoria.
- (3) A mediator appointed by the Board may be a member or former member of the Club but in any case must not be a person who—
  - (a) has a personal interest in the dispute; or
  - (b) is biased in favour of or against any party.

### **7.10.4 Mediation process**

- (1) The mediator to the dispute, in conducting the mediation, must—
  - (a) give each party every opportunity to be heard; and
  - (b) allow due consideration by all parties of any written statement submitted by any party; and
  - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
- (2) The mediator must not determine the dispute.

### **7.10.5 Failure to resolve dispute by mediation**

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## **8. Board of Directors**

### **8.1 Operation**

The affairs of the Club shall be managed by a Board comprising of the 10 positions nominated in 8.2 below.

### **8.2 Specific Roles**

The Officers of the Club shall be:

- a) Director – Men’s Section Administration
- b) Director – Ladies Section Administration
- c) Director – Junior Section Administration
- d) Director – Masters Section Administration
- e) Director – Finance
- f) Director – Planning and Performance
- g) Director – Retail Operations
- h)
- i) Director – Pavilion/Ground Management
- j) Director – Sponsorship / Fund Raising
- k)
- l) General Secretary

### **8.3 General Duties**

The Board:

- a) shall control and manage the business and affairs of the Club,
- b) may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Club other than rules required to be exercised at general meetings of the members of the Club
- c) subject to these rules, the regulations and the Act, has the power to perform all such acts and things as appear to the Board to be essential for the proper management of the business and affairs of the Club.
- e) shall, in circumstances which are not, or are alleged not to be provided for in this constitution, determine in such manner as they shall deem fit and the decision of this and every question shall be final – except where otherwise provided for in this constitution.
- f) Must exercise their powers and discharge their duties with reasonable care and diligence.
- g) Must exercise their powers and discharge their duties in good faith in the best interests of the Club.

### **8.4 Election of Office Bearers**

At each Annual General Meeting the above mentioned positions (item 8.2) shall be selected, voted upon by financial members aged 16 years and older.

Also elected at the Annual General Meeting, but not forming part of the Board of

Directors shall be:

- a) One Patron
- b) Two Honorary Auditors
- c) One Life Member (if recommended by the Board of Directors)
- d) Five Trustees (elected from Life Members)
- e) Four Players Representatives (2 X Mens, 2 X Ladies).

Members eligible to vote for the Board of Directors shall be Life Members, Social Members with voting rights and Playing Members sixteen years of age or over. To be elected to the Board of Directors, a member must be eighteen years of age or older.

For the Annual meeting to proceed:

- (1) The requirements of section 10.3 Quorums must be met, and
- (2) The total number of members within the categories Life Member, Playing Member sixteen years or older and social members with voting rights must comprise at least sixty percent of the total membership of the club.

Members of the Board of Directors of the Club shall be elected for a term of not less than 12 months.

Note:

At the first meeting of the incoming Board each year a Chair Person for the Board / other Club meetings that year is also to be elected.

### **8.5 The General Secretary**

- (1) The General Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.

**Example**

Under the Act, the secretary of an incorporated association is responsible for lodging documents of the association with the Registrar.

- (2) The General Secretary must—
  - (a) maintain the register of members in accordance with rule 18; and
  - (b) keep custody of the common seal (if any) of the Club and, except for the financial records referred to in rule 70(3), all books, documents and securities of the Club in accordance with rules 72 and 75 from the Act; and
  - (c) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general and Board meetings and other books and documents; and
  - (d) perform any other duty or function imposed on the General Secretary by these Rules.

- (3) The General Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

## **8.6 The Treasurer**

- (1) The Treasurer must—
  - (a) receive all moneys paid to or received by the Club and issue receipts for those moneys in the name of the Club; and
  - (b) ensure that all moneys received are paid into the account of the Club within 5 working days after receipt; and
  - (c) make any payments authorised by the Board or by a general meeting of the Club from the Club's funds; and
  - (d) ensure cheques and electronic payments are signed by at least 2 Board members.
- (2) The Treasurer must—
  - (a) ensure that the financial records of the Club are kept in accordance with the Act; and
  - (b) coordinate the preparation of the financial statements of the Club and their certification by the Board prior to their submission to the annual general meeting of the Association.
- (3) The Treasurer must ensure that at least one other committee member has access to the accounts and financial records of the Club.

## **8.7 Tenure of Office / Vacancies**

Any positions remaining vacant at the Annual General Meeting or arising as casual vacancies during the year shall be filled by the Board.

All positions shall be held until the next Annual General Meeting, except Trustee positions which shall be held for five (5) years.

## **8.8 Removal from the Board**

- a) The Club at a Board meeting may by resolution remove any member of the Board before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first - mentioned member.
- b) Where the member to whom a proposed resolution referred to in sub – clause (a) make representations in writing to the General Secretary or Chair Person of the Club (not exceeding a reasonable length) and requests that they be notified to the members of the Club, the General Secretary to the Chair Person may send a copy of the representation to each member of the Club or,

if they are not so sent, the member may require that they be read out at the meeting.

c) Any Board member being absent from three consecutive Board meetings shall, at the direction of the Board be discharged from his/her position on the Board.

## **9. Meetings**

### **9.1 Annual General Meeting**

#### **9.1.1 Date**

The Club shall in each calendar year convene an Annual General Meeting of its Members. The Annual General Meeting shall be held on such day as the Board determines.

#### **9.1.2 Purpose of Meeting**

- a) Receive Annual Reports
- b) Receive Financial Reports including Budget
- c) Notices of Motion
- d) Election of Office Bearers (refer 8.4 )
- e) General Business

### **9.2 Special General Meeting**

#### **9.2.1 Date**

Special General Meetings can be called at any time during the year by

- a) The Board
- b) The Club members

#### **9.2.2 Purpose**

To discuss matters which require major decisions by the members.

### **9.3 Board Meetings**

#### **9.3.1 Date**

- a) The Board will meet at monthly intervals or as decided by the Board at its previous meeting.
- b) The General Secretary upon request from any three members of the Board shall call a special Board meeting to discuss Club matters of importance.

#### **9.3.2 Purpose**

- a) Receive reports from officers.
- b) Resolve financial matters.

- c) Elect any casual vacancies.
- d) General Business.

## **10 Meeting Procedure**

### **10.1 Convening Meetings**

#### **10.1.1 Annual General Meeting**

When directed by the Board the General Secretary shall send to all current members over 16 years of age (not Honorary members), seven clear days before the meeting, a notice stating time, place and business to be transacted thereat.

#### **10.1.2 Special General Meeting**

By Board - when directed by the Board the General Secretary, shall send out to all current Members over 16 years of age (not Honorary members), seven clear days before the Meeting, a notice stating time, place and business to be transacted thereat.

By Members - the General Secretary will convene a Special General Meeting of the Club within twenty - one days of receipt of written requisition of not less than one third of financial members eligible to vote. Such requisition must be signed by the requisitioner and set out the business to be brought up before such meeting and delivered to the General Secretary. The General Secretary shall convene the meeting by sending to all the current members over 16 years (not Honorary members), seven clear days before the meeting, a notice stating time, place and business to be transacted thereat.

If the General Secretary refuses to proceed to convene the meeting within twenty - one days of the receipt of the requisition, the requisitioner may themselves convene a meeting by sending to all the current members over 16 years (not Honorary members) , seven clear days before the Meeting, a notice stating time, place and business to be transacted thereat. The meeting must be held within two calendar months of date of requisition delivered to the General Secretary.

#### **10.1.3 Board Meetings**

1) At the conclusion of the previous Board meeting a place, date and time shall be set for the next Board meeting. All Board members who did not attend the previous meeting must be notified by the secretary of the place, date and time, seven days before the next Board meeting.

A copy of the minutes and action sheets are to be sent to all Board members prior to the next meeting.

2) Where four members of the Board request an unscheduled Board meeting, all Board members must be notified by the General Secretary, of the place, date

and time forty-eight hours before the Board meeting can be held.

## **10.2 Notices of Motion**

### a) General

Notices of Motion relating to general matters must be lodged in writing to the General Secretary together with the names of the proposer and seconder not later than 14 days before the meeting at which it is proposed to have the motion put.

### b) Changes to the Constitution.

A Notice of Motion pertaining to a change / changes to the Club's constitution (referred to as a 'Special Resolution') must be lodged in writing to the General Secretary together with the names of the proposer and seconder not later than 21 clear days before the meeting at which it is proposed to have the motion put.

### c) Advice to Members.

When advising the members of a meeting at which a Notice of Motion will be considered, the advice to the members must:

- (i) specify the date, time and place of the meeting: and
- (ii) indicate the general nature of each item of business to be considered at the meeting: and
- (iii) if a Special Resolution is to be proposed –
  - a) state in full the proposed resolution: and
  - b) state the intention to propose the resolution as a special resolution: and
- (iv) comply with rule 34(5) from the Reform Act 'Model Rules' (relates to the use of proxies).

## **10.3 Quorums**

The Quorums required for each meeting type are set out as follows:

- a) At any General Meeting - 50 voting members or one third of the total voting membership of the Club, whichever is the lesser
- b) At any Board meeting – seven members



## **10.4 Voting**

Voting at any General Meeting shall be by show of hands.  
A ballot may be called for if:

- a) Three voting members demand it; or
- b) by request of the Chair Person.

A simple majority shall carry any motion. The Chair Person may vote as a Director, and in the event of a deadlock, may have the casting vote.

## **10.5 Proxies**

- (1) A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.
- (2) The appointment of a proxy must be in writing and signed by the member making the appointment.
- (3) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.
- (4) If the Board has approved a form for the appointment of a proxy, the member must use that form.
- (5) Notice of a general meeting given to a member under rule 9 must—
  - (a) state that the member may appoint another member as a proxy for the meeting; and
  - (b) include a copy of any form that the Committee has approved for the appointment of a proxy.
- (6) A form appointing a proxy must be given to the Chairperson of the meeting before or at the commencement of the meeting.
- (7) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Club no later than 24 hours before the commencement of the meeting.

## **10.6 Meeting Minutes**

### **10.6.1 Board Meetings**

- (1) The Board must ensure that minutes are taken and kept of each Board meeting.
- (2) The minutes must record the following:

- (a) the names of the members in attendance at the meeting
- (b) the business considered at the meeting
- (c) any resolution on which a vote is taken and the result of the vote
- (d) any material personal interest disclosed under rule 65.

### **10.6.2 General Meetings**

- (1) The Board must ensure that minutes are taken and kept of any General meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (3) In addition, the minutes of each annual general meeting must include:
  - (a) the names of the members attending the meeting
  - (b) proxy forms given to the Chairperson of the meeting under rule 34 (6)
  - (c) the financial statements submitted to members in accordance with rule 30(4) (b) (ii)
  - (d) the certificate signed by two Board members certifying that the financial statements give a true and fair view of the financial position and performance of the Club, and
  - (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

### **10.7 Use of Technology**

- (1) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this matter, a member participating in a general meeting as permitted under sub rule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

### **10.8 Nominations**

Nominations for all positions on the Board and other elected positions will be accepted in writing by the General Secretary until the commencement of the Annual General Meeting signed by the Proposer and Seconder together with the nominees consenting signature. The Chair Person will call for further nominations from the floor of the meeting prior to voting for any position.

All nominees must be 18 years of age or older.

### **10.9 General**

- a) Any Financial Member may attend Board Meetings but shall not vote or speak on any subject unless directed by the Chair Person. If the Board wishes to deal with any matter privately, the Chair Person has the power to exclude any non - Board Member.

b) At all meetings the rules of debate shall be followed.

c) Where the Chair Person is unable to attend any meeting, an Acting Chair Person will be appointed by the meeting and the Acting Chair Person shall have a casting vote only.

## **11.0 Financial Management**

### **11.1 Director of Finance duties – see 8.6.**

### **11.2 Funds**

The funds of the Club shall be derived from membership fees, donations and such other sources as the Board determines.

### **11.3 Cheques and Payments**

All cheques, **electronic payments**, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Board of Directors.

## **12.0 General**

### **12.1 Company Seal**

- 1) The Common Seal of the Club shall be kept in the custody of the General Secretary.
- 2) The Common Seal shall not be affixed to any instrument except by the authority of the Board and the affixing of the Common Seal shall be attested by the signatures of two members of the Board One of whom must be either the Board Chairperson or the Club's General Secretary.

### **12.2 Custody of Records**

Except as otherwise provided in these rules, the General Secretary shall keep in their custody or under their control all books, documents and securities of the Club, such items being available for inspection by members.

### **12.3 Notices**

12.3.1) A notice may be served by or on behalf of the Club upon any member either personally or by email and other website technologies utilizing addresses shown in the Register of Members

12.3.2) Where a document is properly addressed pre-paid and posted to a

person as a letter, the document shall, unless the contrary is proved, be deemed to have been delivered in the ordinary course of post.

#### **12.4 Honorariums, Membership Fees and Budget**

These items shall be presented by the Director of Finance and be discussed, approved and amended at the Annual General Meeting. It is at the Board's discretion to announce the due date of collection of fees. Any Honorariums to be paid shall be included in the budget, and may be increased or decreased each year depending on the financial status of the Club.

#### **12.5 Alterations to Constitution**

The foregoing constitution may be amended, altered, added to or rescinded in whole or part at a General Meeting of the Club by following the rules of Notice of Motion. (refer 10.2)

#### **12.6 Alterations to the Statement of Purpose**

The Statement of Purpose of the Club shall not be altered except in accordance with the Act.

#### **12.7 Dissolution of the Club**

If upon winding up or dissolution of the Club there remains after satisfaction of all its debts and liabilities of any property whatsoever, the same shall not be paid or distributed among the members of the Club, but shall be held in trust for a period of three years.

At the end of this time if the Club does not reform, all assets will be given or transferred to organisations involved in the promotion of Hockey in Victoria. This distribution will be determined by the existing appointed Trustees of the Club at the time of dissolution.

### **13.0 Rules required to comply with the Liquor Control Act and the requirements of the Liquor Licensing Commission.**

While and so long as the Club is the holder of any licence, permit or authority issued pursuant to any provision of the Liquor Control Act 1987 or any amendment or re-enactment thereof, the following rules shall be Rules of the Association:

#### **13.1 Payments**

No payment shall be made to an officer, official or servant of the Club by way of commission or allowance from the receipts of the Club from the sale and disposal of Liquor.

#### **13.2 Members Visitors**

Visitors being invitees of the members of the Club may be admitted to the licensed premises of the Club subject to the names and residential addresses of all such visitors being recorded in writing in a Visitor's Book to be provided by the Club and kept in a conspicuous position at the entrance to the licensed premises. Each written entry shall be signed and dated by the member who invited the visitor. A member shall, subject to the approval of the committee, be entitled to invite visitors (excluding their spouse and children) on any one day.

### **13.3 Visitor Limited Licence**

A visitor shall not be supplied with liquor on the premises unless in the Company of a member, providing that a visitor may be supplied with liquor on the Club premises when not in the company of a member at a particular function or occasion in respect of which a Limited Licence has been granted pursuant to Section 52 of the Liquor Control Act 1987.