



The Pines Tennis Club Incorporated Constitution 2025

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Part 1.1 Preliminary

1 Definitions for the Constitution

In this Constitution:

Note A definition applies except so far as the contrary intention appears (see *Legislation Act 2001* (ACT), s 155).

club means The Pines Tennis Club Incorporated.

concern means any issue, observation, or feeling raised formally by a member that may affect their experience, safety, or wellbeing at the club.

complaint means an expression of dissatisfaction made by a member regarding the behaviour, actions, or decisions of another member, coach, committee member, or the club itself.

dispute means a conflict or disagreement between two or more parties regarding the behaviour, actions, or decisions of another member, coach, committee member, or the club itself.

financial year means the year ending on 31 October.

member means a member, however described, of the club.

ordinary committee member means a member of the committee who is not an office-bearer of the club as mentioned in section 12 (1)(a).

secretary means the person holding office under this constitution as secretary of the club or, if no such person holds that office, the public officer of the club.

special resolution is a resolution passed by at least 75 per cent of votes at a general meeting and satisfies the requirements defined in the Act, section 70.

the Act means the *Associations Incorporation Act 1991* (ACT).

the regulation means the *Associations Incorporation Regulation 1991* (ACT).

1A Application of Acts

(1) This constitution is adopted under the Act, section 33, as a replacement for the model rules via special resolution.

(2) The Act, the *Legislation Act 2001* (ACT), and the *Electronic Transactions Act 2001* (ACT), apply to this constitution, including the giving and receiving of notices, the keeping of records, register of members and the conduct of meetings by electronic means.

(3) Electronic Notices

(a) Notices required under this constitution may be given by email or other electronic means, provided the member has given consent to receive notices electronically.

(b) Consent is deemed given if a member provides an email address for the register.

(c) A notice given electronically is taken to be received when the communication enters the recipient's information

system and is capable of being retrieved.

(4) Electronic Records

- (a) The club may keep its records, including the register of members, minutes, and financial records, in electronic form provided the information remains accessible, reproducible, and secure.
- (b) Records kept electronically will be treated as equivalent to paper records.

(5) Electronic Signatures

Where a signature is required under this constitution, an electronic signature that is reliable and appropriate for the purpose will be taken to have the same effect as a handwritten signature, unless legislation requires otherwise (for example, documents relating to land).

(6) Virtual Attendance at Meetings

- (a) A member may attend and be counted as present at a general meeting or committee meeting by electronic means, including video or telephone conferencing, provided all participants can communicate effectively and simultaneously.
- (b) A member attending electronically has the same rights to speak, vote, and be counted in quorum as if physically present.

2 Objectives

- (1) The club shall operate with the following objectives in order to provide quality facilities and promote tennis for members and the community, from juniors through to seniors, at social and competitive levels:
 - (a) to provide a facility for the entire community and ensure that the game of tennis is played according to the rules and in a spirit which will promote the game and attract new players; and
 - (b) to encourage and promote social and competition tennis for members; and
 - (c) to support junior and senior player development through a viable and healthy coaching regime; and
 - (d) to maximise community engagement (participation) in sport and active recreation; and
 - (e) to ensure club facilities meet member, coaching and community needs (current and future).

3 Affiliation with Tennis ACT Limited

The club shall affiliate with Tennis ACT Limited.

Part 1.2 Membership

4 Membership qualifications

- (1) A person is qualified to be a member if-
 - (a) the person successfully completes a membership application as provided by the club; and
 - (b) the club has received the first membership payment from the person.

5 Nomination for membership

- (1) Not Applicable for the club

6 Membership entitlements not transferable

- (1) A right, privilege or obligation that a person has because of being a member of the club-
 - (a) cannot be transferred or transmitted to another person; and
 - (b) terminates on cessation of the person's membership.

7 Cessation of membership

A person ceases to be a member of the club if the person-

- (a) dies or, for a corporation, is wound up; or
- (b) resigns from membership of the club; or
- (c) is expelled from the club; or
- (d) fails to renew membership of the club.

8 Resignation of membership

- (1) A member is not entitled to resign from membership of the club except in accordance with this section.
- (2) A member who has paid all amounts payable by the member to the club may resign from membership of the club by first giving notice (of not less than 1 month or, if the committee has determined a shorter period, that shorter period) in writing to the secretary of the member's intention to resign and, at the end of the period of notice, the member ceases to be a member.
- (3) If a person ceases to be a member, the secretary must make an appropriate entry in the register of members recording the date the member ceased to be a member.

9 Fees, charges etc

- (1) Membership fees, court usage fees, and other club fees and charges will be reviewed annually by the committee.
- (2) Membership fees, court usage fees, and other club fees and charges shall be set by resolution at a committee meeting

or by resolution of club members at the annual general meeting.

10 Members' liabilities

The liability of a member to contribute towards the payment of the debts and liabilities of the club or the costs, charges and expenses of the winding up of the club is limited to the amount (if any) unpaid by the member in relation to membership of the club as required by section 9.

11 Life membership

- (1) The committee may nominate any person who, in the opinion of the committee, has given outstanding service to the club, to be a life member of the club. Upon the committee making such a nomination, the person so nominated shall be put before the next annual general meeting and if 75% of members, present and voting, support the said nomination, that person shall become a life member of the club.
- (2) A life member shall be entitled to free membership of the club during his or her lifetime, but shall pay all other club fees and charges at the same rate as ordinary members.

12 Protection of members

- (1) The club's constitution, by-laws, rules, regulations, or terms and conditions shall be made available to members on the club's website.
- (2) The committee shall have the power to make, alter or change the club's by-laws, rules, regulations, or terms and conditions as necessary or desirable for the proper management of both the club and the conduct of members, guests, and visitors.
- (3) Unless specified otherwise by the committee, the club upholds the Tennis Australia Member Protection Policy as the club's own policy, for the protection of members, guests and visitors from harassment, vilification, and other inappropriate behaviour.
- (4) All committee members and coaches must meet the screening requirements of the Tennis Australia Member Protection Policy.
- (5) The committee will appoint a qualified member protection information officer (MPIO) who is the initial point of contact for any member who has a concern, question, or complaint about inappropriate behavior, harassment, or abuse. The MPIO:
 - (a) offers information about member protection policies, procedures for making complaints, and available options for resolution;

- (b) offers support and guidance to members who are considering making a complaint or raising a concern, ensuring they understand their rights and responsibilities;
- (c) maintains confidentiality and acts in an impartial manner, providing information and support without taking sides;
- (d) is not involved in investigating complaints. The role is to provide information, support, and guidance.
- (e) They may refer members to other appropriate authorities or services if the issue falls outside their purview.

13 Disciplining of members

- (1) If the committee is of the opinion that a member-
 - (a) has refused or neglected to comply with a provision of this constitution; or
 - (b) has wilfully acted in a manner prejudicial to the interests of the club; or
 - (c) has wilfully acted in breach of the club's code of conduct, or Tennis ACT Limited's code of conduct, or Tennis Australia's code of conduct;

the committee may, by resolution

- (d) expel the member from the club; or
- (e) suspend the member from the rights and privileges of membership of the club that the committee may decide for a specified period.

- (2) A resolution of the committee under subsection (1) is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subsection (3), confirms the resolution in accordance with this section.
- (3) If the committee passes a resolution under subsection (1), the secretary must, as soon as practicable, serve a written notice on the member
 - (a) setting out the resolution of the committee and the grounds on which it is based; and
 - (b) stating that the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice; and
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that the member may do either or both of the following:
 - (i) attend and speak at that meeting;
 - (ii) submit to the committee at or before the date of that meeting written representations relating to the resolution.

- (4) Subject to the Act, section 50, at a meeting of the committee mentioned in subsection (2), the committee must
 - (a) give to the member mentioned in subsection (1) an opportunity to make oral representations; and
 - (b) give due consideration to any written representations submitted to the committee by that member at or before the meeting; and
 - (c) by resolution decide whether to confirm or to revoke the resolution of the committee made under subsection (1).
- (5) If the committee confirms a resolution under subsection (4), the secretary must, within 7 days after that confirmation, by written notice inform the member of that confirmation and of the member's right of appeal under section 14.
- (6) A resolution confirmed by the committee under subsection (4) does not take effect-
 - (a) until the end of the period within which the member is entitled to appeal against the resolution if the member does not exercise the right of appeal within that period; or
 - (b) if within that period the member exercises the right of appeal-unless and until the club confirms the resolution in accordance with section 14 (4).

14 Right of appeal of disciplined member

- (1) A member may appeal to the club in general meeting against a resolution of the committee that is confirmed under section 13 (4), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) On receipt of a notice under subsection (1), the secretary must notify the committee which must call a general meeting of the club to be held within 21 days after the date when the secretary received the notice or as soon as possible after that date.
- (3) Subject to the Act, section 50, at a general meeting of the club called under subsection (2)-
 - (a) no business other than the question of the appeal may be transacted; and
 - (b) the committee and the member must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - (c) the members present must vote by secret ballot on the question of whether the resolution made under section 13 (4) should be confirmed or revoked.
- (4) If the meeting passes a special resolution in favour of the confirmation of the resolution made under section 13 (4), that resolution is confirmed.

15 Disputes and Mediation

- (1) The procedure set out in this section applies to disputes between:
 - (a) a member and another member; or
 - (b) a member and the club.
- (2) Where any dispute arises, it shall be drawn at the first opportunity to the attention of the club's MPIO, or an office bearer of the club. The MPIO or club's office bearer may recommend to the committee that a disciplinary procedure is warranted, prior to the initiation of a dispute procedure.
- (3) The procedure set out in this section does not apply when the dispute arises in relation to activities conducted by a third party on facilities of the club made available to that third party.
- (4) A member must not initiate a dispute procedure in relation to a matter that is subject of a disciplinary procedure until such matter has been completed.
- (5) The parties to the dispute must attempt to resolve the dispute within 14 days after the dispute comes to the attention of the MPIO or club's office bearer.
- (6) If the parties are unable to resolve the dispute independently then the parties must within 10 days hold a meeting in the presence of a mediator.
- (7) The mediator must be:
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement, a person appointed by the committee of the club.
- (8) A member of the club can be a mediator.
- (9) The mediator cannot be a member who is a party to the dispute.
- (10) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (11) The mediator, in conducting the mediation, must:
 - (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any statement in writing submitted by any party; and
 - (c) determine that natural justice, in line with the Act, section 50, is accorded to the parties to the dispute.

- (12) The mediator must not determine the dispute. This mediation process does not impede the parties involved from seeking to resolve the dispute at law.
- (13) As far as the club is concerned and in accordance with this section, the committee shall have power to decide all matters in dispute.

Part 1.3 Committee

16 Powers of committee

- (1) The committee, subject to the Act, the regulation, this constitution, and to any resolution passed by the club in general meeting-
 - (a) controls and manages the affairs of the club; and
 - (b) may exercise all functions that may be exercised by the club other than those functions that are required by this constitution to be exercised by the club in general meeting; and
 - (c) has power to perform all acts and do all things that appear to the committee to be necessary or desirable for the proper management of the affairs of the club.

17 Constitution and membership

- (1) The committee consists of-
 - (a) the office-bearers of the club; and
 - (b) at least 3 ordinary committee members; each of whom must be elected under section 18 or appointed in accordance with subsection (4).
- (2) The office-bearers of the club are-
 - (a) the president; and
 - (b) the vice-president; and
 - (c) the treasurer; and
 - (d) the secretary;
- (3) Each member of the committee holds office, subject to this constitution, until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
- (4) If there is a vacancy in the membership of the committee, the committee may appoint a member of the club to fill the vacancy and the member so appointed holds office, subject to this constitution, until the conclusion of the next annual general meeting after the date of the appointment.

18 Election of committee members

- (1) Nominations of candidates for election as office-bearers of the club or as ordinary committee members-
 - (a) must be made in writing, signed by 2 members of the club and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
 - (b) must be given to the secretary of the club not less than 7 days before the date fixed for the annual general meeting at

which the election is to take place.

- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations may be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the people nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held.
- (6) The ballot for the election of office-bearers and ordinary committee members must be conducted at the annual general meeting in the way the committee may direct.
- (7) A person is not eligible to simultaneously hold more than 1 position on the committee.

19 Secretary

- (1) The secretary of the club must, as soon as practicable after being appointed as secretary, notify the club of his or her address.
- (2) The secretary must keep minutes of-
 - (a) all elections and appointments of office-bearers and ordinary committee members; and
 - (b) the names of members of the committee present at a committee meeting or a general meeting; and
 - (c) all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

20 Treasurer

- (1) The treasurer of the club must-
 - (a) collect and receive all amounts owing to the club and make all payments authorised by the club; and
 - (b) keep correct accounts and books showing the financial affairs of the club with full details of all receipts and expenditure connected with the activities of the club.

21 Club public officer

- (1) The secretary, or other committee member appointed by the committee, shall act as public officer of the club. The public officer must have ACT residency.
- (2) Where a vacancy occurs in the office of public officer, the committee must appoint a new public officer within 14 days of the vacancy being notified.
- (3) The office of public officer becomes vacant if the person holding that office meets one of the conditions of committee member vacancy as defined in this constitution.

22 Vacancies

- (1) For this constitution, a vacancy in the office of a member of the committee happens if the member-
 - (a) dies; or
 - (b) ceases to be a member of the club; or
 - (c) resigns the office; or
 - (d) is removed from office under section 24 (Removal of committee members); or
 - (e) becomes bankrupt or personally insolvent; or
 - (f) suffers from mental or physical incapacity; or
 - (g) is disqualified from office under the Act, section 63 (1); or
 - (h) is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.

23 Committee member disclosure of conflict of interest

- (1) A member of the committee must disclose any interest in any contract or arrangement into which the committee proposes to enter or has already entered. If a committee member has an interest in such a contract or arrangement, they shall not take part in any vote taken by the committee regarding the contract or arrangement.

24 Removal of committee members

- (1) The club in general meeting may by resolution, subject to the Act, section 50, remove any member of the committee from the office of member of the committee before the end of the member's term of office.

25 Committee meetings and quorum

- (1) The committee must meet at least 3 times in each calendar year at the place and time that the committee may decide.
- (2) Additional meetings of the committee may be called by any member of the committee.

- (3) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or any other period that may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subsection (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business may be transacted at the meeting, except business that the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business may be transacted by the committee unless a quorum is present and, if within half an hour after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting is dissolved.
- (8) At meetings of the committee-
 - (a) the president or, in the absence of the president, the vice-president presides; or
 - (b) if the president and the vice-president are absent, one of the remaining members of the committee may be chosen by the members present to preside.

26 Delegation by committee to subcommittee

- (1) The committee may, in writing, delegate to 1 or more subcommittees (consisting of the member or members of the club that the committee considers appropriate) the exercise of the functions of the committee that are specified in the instrument, other than-
 - (a) this power of delegation; and
 - (b) a function that is a function imposed on the committee by the Act, by any other Territory law, or by resolution of the club in general meeting.
- (2) A function, the exercise of which has been delegated to a subcommittee under this section may, while the delegation remains unrevoked, be exercised from time to time by the subcommittee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to any conditions or limitations about the exercise of any function, or about time or circumstances, that may be specified in the instrument of delegation.

- (4) Despite any delegation under this section, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a subcommittee acting in the exercise of a delegation under this section has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, in writing, revoke wholly or in part any delegation under this section.
- (7) A subcommittee may meet and adjourn as it considers appropriate.

27 Voting and decisions

- (1) Questions arising at a meeting of the committee or of any subcommittee appointed by the committee are decided by a majority of the votes of members of the committee or subcommittee present at the meeting.
- (2) Each member present at a meeting of the committee or of any subcommittee appointed by the committee (including the person presiding at the meeting) is entitled to 1 vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.

Part 1.4 General meetings

28 Annual general meetings-holding of

- (1) With the exception of the first annual general meeting of the club, the club must, at least once in each calendar year and within 5 months after the end of each financial year of the club, call an annual general meeting of its members.
- (2) The club must hold its first annual general meeting-
 - (a) within 18 months after its incorporation under the Act; and
 - (b) within 5 months after the end of the first financial year of the club.
- (3) Subsections (1) and (2) have effect subject to the powers of the registrar-general under the Act, section 120, in relation to extensions of time.

29 Annual general meetings-calling of and business at

- (1) The annual general meeting of the club must, subject to the Act, be called on the date and at the place and time that the committee considers appropriate.
- (2) In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting is-
 - (a) to confirm the minutes of the last annual general meeting and of any general meeting held since that meeting; and
 - (b) to receive from the committee reports on the activities of the club during the last financial year; and
 - (c) to elect members of the committee, including office-bearers; and
 - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members under the Act, section 73 (1); and
 - (e) to set membership fees, court usage fees, and other club fees and charges.
- (3) An annual general meeting must be specified as such in the notice calling it in accordance with section 31 (Notice).
- (4) An annual general meeting must be conducted in accordance with the provisions of this part.

30 General meetings-calling of

- (1) The committee may, whenever it considers appropriate, call a general meeting of the club.
- (2) The committee must, on the requisition in writing of not less than 5 per cent of the total number of members, call a general meeting of the club.

- (3) A requisition of members for a general meeting-
 - (a) must state the purpose or purposes of the meeting; and
 - (b) must be signed by the members making the requisition; and
 - (c) must be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by 1 or more of the members making the requisition.
- (4) If the committee fails to call a general meeting within 1 month after the date when a requisition of members for the meeting is lodged with the secretary, any 1 or more of the members who made the requisition may call a general meeting to be held not later than 3 months after that date.
- (5) A general meeting called by a member or members mentioned in subsection (4) must be called as nearly as is practicable in the same way as general meetings are called by the committee and any member who thereby incurs expense is entitled to be reimbursed by the club for any reasonable expense so incurred.

31 Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the club, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, send by email or post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the club, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, send notice to each member in the way provided in subsection (1) specifying, in addition to the matter required under that subsection, the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice calling a general meeting may be transacted at the meeting except, for an annual general meeting, business that may be transacted under section 29 (2).
- (4) A member desiring to bring any business before a general meeting may give written notice of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

32 General meetings-procedure and quorum

- (1) No item of business may be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Five members present in person (who are entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within 30 minutes after the appointed time for the start of a general meeting a quorum is not present, the meeting if called on the requisition of members is dissolved and in any other case stands adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, the members present (being not less than 3) constitute a quorum.

33 Presiding member

- (1) The president, or in the absence of the president, the vice-president, presides at each general meeting of the club.
- (2) If the president and the vice-president are absent from a general meeting, the members present must elect 1 of their number to preside at the meeting.

34 Adjournment

- (1) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in subsections (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

35 Making of decisions

- (1) A question arising at a general meeting of the club is to be decided on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the club, a poll may be demanded by the person presiding or by not less than 3 members present in person at the meeting.
- (3) If the poll is demanded at a general meeting, the poll must be taken-
 - (a) immediately if the poll relates to the election of the person to preside at the meeting or to the question of an adjournment; or
 - (b) in any other case-in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

36 Voting

- (1) Subject to subsection (3), on any question arising at a general meeting of the club a member has 1 vote only.
- (2) All votes must be given personally. Voting by proxy shall not be allowed.
- (3) If the votes on a question at a general meeting are equal, the person presiding is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at any general meeting of the club unless all money due and payable by the member to the club has been paid, other than the amount of the annual subscription payable for the then current year.

Part 1.5 Miscellaneous

37 Funds-source

- (1) The funds of the club must be derived from membership fees, court usage fees, and other club fees and charges, donations, grants, fundraising, sponsorships, and subject to any resolution passed by the club in general meeting and subject to the Act, section 114, any other sources that the committee decides.
- (2) All money received by the club must be deposited as soon as practicable and without deduction to the credit of the club's bank account.
- (3) The club must, as soon as practicable after receiving any money, issue an appropriate receipt.

38 Funds-management

- (1) Subject to any resolution passed by the club in general meeting, the funds of the club must be used for the objects of the club in the way that the committee decides.
- (2) All expenditure, other than club running costs and minor maintenance costs, will be preapproved by resolution of the committee.
- (3) The treasurer will produce a monthly report showing account balances and all income and expenditure for the month, for review and approval by resolution of the committee.
- (4) The committee will appoint one or more auditors. The auditor(s) shall not be a member or public officer of the club.
- (5) The treasurer will present an audited financial statement report, for the financial year, at the annual general meeting.

39 Alteration of objects and constitution

- (1) Neither the objects of the club mentioned in the Act, section 29, nor this constitution may be altered except in accordance with the Act.

40 Common seal

- (1) The common seal of the club must be kept in the custody of the secretary.
- (2) The common seal must not be attached to any instrument except by the authority of the committee and the attaching of the common seal must be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the secretary.

41 Custody of books

- (1) Subject to the Act, the regulation and this constitution, the secretary must keep in his or her custody or under his or her control all records, books, and other documents relating to the club.

42 **Inspection of books**

- (1) The records, books and other documents of the club must be open to inspection at a place in the ACT, free of charge, by a member of the club at any reasonable hour.

43 **Service of notice**

- (1) For this constitution, the club may serve a notice on a member by sending it by email or post to the member at the member's address shown in the register of members.
- (2) Note For how documents may be served, see the Legislation Act 2001 (ACT), Part 19.5.

44 **Not-for-profit**

- (1) The assets and income of the club shall be applied solely in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the club except as bona fide compensation for services rendered or expenses incurred on behalf of the club.
- (2) In the event of the club being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organization with similar purposes which is not carried on for the profit or gain of its individual members.

45 **Surplus property**

- (1) The club may pass a special resolution nominating another association, or a fund, authority or institution, in which surplus property of the club will vest if the club is dissolved or wound up. The nomination may be:
 - (a) another association for the Act, section 92(1)(a); or
 - (b) a fund, authority or institution for the Act, section 92(1)(b);in which it is to vest its surplus property in the event of the dissolution or winding up of the club.
- (2) An association nominated under subsection (1)(a) must fulfil the requirements specified in the Act, section 92 (2).