

CONSUMER AFFAIRS VICTORIA

**ASSOCIATIONS INCORPORATION REFORM
REGULATIONS 2012**

**RULES
of the
INCORPORATED ASSOCIATION**

GEE LONG BRIDGE CLUB INCORPORATED

Reg.No.A0000870S

CONSUMER AFFAIRS VICTORIA
Associations Incorporation Reform Act 2012

Geelong Bridge Club Inc. (Reg.No.A0000870S)
Associations Incorporation Reform Regulations 2012

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SCHEDULE 4

REGULATION 18

RULES OF THE INCORPORATED ASSOCIATION

Part I—PRELIMINARY

1 Name

The name of the incorporated association is GEELONG BRIDGE CLUB INCORPORATED, Reg.No.A0000870S, (in these Rules called 'the Association').

2 Purposes

The purposes of the Association are—

- (1) To conduct regular organised contract bridge competitions to meet the sporting, recreational, social and community needs of members and visitors from the Greater Geelong region and beyond.
- (2) To affiliate with appropriate National, State and regional Bridge associations, such as the Australian Bridge Federation, the Victorian Bridge Association and the Federation of Affiliated Bridge Clubs of Victoria.
- (3) To facilitate National and State bridge competitions at the regional level by organising and hosting events for regions designated by associations such as the Australian Bridge Federation and Victorian Bridge Association.
- (4) To provide introductory classes, supervised play sessions and advanced courses for beginners, members and visitors to encourage bridge participation, improvement and enjoyment at all levels.
- (5) To provide agreeable well-equipped facilities that are safe, environmentally responsible and conducive to bridge participation, excellence and enjoyment at all levels.
- (6) To provide a congenial, fair, competitive and actively ethical environment that is conducive to bridge participation, excellence and enjoyment at all levels.
- (7) To ensure that members and visitors are received with friendly hospitality and that all participants extend respectful and courteous behaviour towards their opponents, partners and officials at the table and in the premises at all times.

[Approved by GBC Members 8 January 2010]

3 Financial year

The financial year of the Association is each period of 12 months ending on 30th June.

4 Definitions

- (1) In these Rules, unless the contrary intention appears—

absolute majority, of the Committee, means a majority of the committee members currently holding office and entitled to vote at the time (as distinct from a majority of committee members present at a committee meeting);

affiliate member means a member referred to in rule 9;

committee means the committee of management of the Association;

committee meeting means a meeting of the Committee held in accordance with these Rules;

committee member means a member of the Committee elected or appointed under Division 3 of Part 5;

financial year means the 12 month period specified in rule 3;

general meeting means a general meeting of the members of the Association convened in accordance with Part 4 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting;

member means a member of the Association;

ordinary member of the committee means a member of the committee who is not an officer of the Association under rule 29;

Regulations means regulations under the Act;

relevant documents has the same meaning as in the Act;

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) In these Rules, a reference to the Secretary of an Association is a reference to the person who holds office under these Rules as Secretary of the Association.

5 Alteration of the rules

These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

Part 2—POWERS OF ASSOCIATION

6 Powers of Association

- (1) Subject to the Act, the Association has power to do all things incidental or conducive to achieve its purposes.
- (2) Without limiting subrule (1), the Association 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.
- (3) The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

7 Not for profit organisation

- (1) The Association must not distribute any surplus, income or assets directly or indirectly to its members.
- (2) Subrule (1) does not prevent the Association 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.

Part 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES

Division 1—Membership

8 Membership, fees and subscription

- (1) A person who applies and is approved for membership as provided in these Rules is eligible to be a member of the Association on payment of the nomination fee if any and the annual subscription payable under these Rules, or whatever amount is decided by the committee.
- (2) An application of a person for membership of the Association must—
 - (a) be made in writing in the form set out in Appendix 1; and
 - (b) be lodged with the Secretary of the Association accompanied by the relevant fee.
- (3) As soon as practicable after the receipt of an application, the Secretary must refer the application to the committee.
- (4) Members of the committee must determine whether to approve or reject the application, and inform the Secretary.
- (5) If the committee approves an application for membership, the Secretary must, as soon as practicable notify the applicant in writing of the approval for membership
- (6) The Secretary must as soon as practicable after a successful application enter the applicant's name in the register of members.
- (7) An applicant for membership becomes a member and is entitled to exercise the rights of membership when his or her name is entered in the register of members.
- (8) If the committee rejects an application, the committee must, as soon as practicable, notify the applicant in writing that the application has been rejected and arrange for the refunding of the amounts referred to in subrule (1).
- (9) A right, privilege, or obligation of a person by reason of membership of the Association—
 - (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates upon the cessation of membership whether by death or resignation or otherwise.
- (10) The nomination fee and the annual subscription payable by members of the Association shall be prescribed by the committee and may be varied from time to time.
- (11) The annual subscription is payable in advance by each member on or before 31st December in each year, or such other date as set by the committee from time to time.

9 Home-club and Affiliate members

- (1) Members are designated as home-club members or affiliate members.
- (2) A member is a home-club member if they nominate Geelong Bridge Club Inc. as their home club for the purposes of the issuing of ABF number and masterpoints, and with this club paying the ABF levy on their behalf.
- (3) A member is an affiliate member if they nominate another bridge club affiliated with the ABF as their home club for the purposes of the issuing of ABF number and masterpoints, and with the home club paying the ABF levy on their behalf.
- (4) Affiliate membership of the Geelong Bridge Club Inc. is conditional on the affiliate member's maintaining full membership of their home club.
- (5) The committee may set different nomination and subscription fees for home-club and affiliate members.
- (6) Affiliate members of Geelong Bridge Club Inc. may vote on any matter at any meeting of the association and be eligible for election to the committee, and shall have all other rights of membership of the association.

10 Register of members

- (1) The Secretary must keep and maintain a register of members containing—
 - (a) for each current member
 - (i) the name and address of each member; and
 - (ii) the date on which each member's name was entered in the register; and
 - (iii) the class of membership.
 - (b) a record of when members ceased to be members
- (2) The register is available for inspection free of charge by any member upon request.
- (3) A member may make a copy of entries in the register.

11 Ceasing membership

- (1) A member of the Association who has paid all moneys due and payable by a member to the Association may resign from the Association by giving one month's notice in writing to the Secretary of his or her intention to resign.
- (2) After the expiry of the period referred to in subrule (1), the member ceases to be a member.
- (3) If the annual subscription payable by a member has not been paid in full after the expiry of three months following the due date specified in subrule 8 (11), except in circumstances agreed by the committee to be exceptional, the member becomes non-financial upon which the member ceases to be a member forthwith.
- (4) A member of the Association ceases to be a member if the member—

- (a) dies; or
 - (b) is expelled from the Association in accordance with rule 12.
- (5) The Secretary must record in the register of members the date on which a member ceases to be a member.

Division 2—Disciplinary action

12 Discipline, suspension and expulsion of members

- (1) Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution—
 - (a) suspend that member from membership of the Association for a specified period; or
 - (b) expel that member from the Association.
- (2) A resolution of the committee under subrule (1) does not take effect unless—
 - (a) at a meeting held in accordance with subrule (3), the committee confirms the resolution; and
 - (b) if the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.
- (3) A meeting of the committee to confirm or revoke a resolution passed under subrule (1) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with subrule (4).
- (4) For the purposes of giving notice in accordance with subrule (3), the Secretary must, as soon as practicable, cause to be given to the member a written notice—
 - (a) setting out the resolution of the committee and the grounds on which it is based; and
 - (b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that he or she may do one or both of the following—
 - (i) attend that meeting;
 - (ii) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution; and
 - (e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (5) At a meeting of the committee to confirm or revoke a resolution passed under subrule (1), the committee must—

- (a) give the member, or his or her representative, an opportunity to be heard; and
 - (b) give due consideration to any written statement submitted by the member; and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
- (6) If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (7) If the Secretary receives a notice under subrule (6), he or she must notify the committee and the committee must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- (8) At a general meeting of the Association convened under subrule (7)—
 - (a) no business other than the question of the appeal may be conducted; and
 - (b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - (c) the member, or his or her representative, must be given an opportunity to be heard; and
 - (d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (9) A resolution is confirmed if, at the general meeting, not less than two-thirds of the members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

Division 3—Grievance procedure

13 Disputes and mediation

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between—
 - (a) a member and another member; or
 - (b) a member and the Association.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be—
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement—
 - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or

- (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) 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 written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

Part 4—GENERAL MEETINGS OF THE ASSOCIATION

14 Annual general meetings

- (1) The committee may determine the date, time and place of the annual general meeting of the Association.
- (2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- (3) The ordinary business of the annual general meeting shall be—
 - (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
 - (b) to receive from the committee reports upon the transactions of the Association during the last preceding financial year; and
 - (c) to elect officers of the Association and ordinary members of the committee; and
 - (d) to receive and consider the statement submitted by the Association in accordance with the Act and rule 44.
- (4) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

15 Special general meetings

- (1) In addition to the annual general meeting, any other general meetings may be held in the same year.

- (2) All general meetings other than the annual general meeting are special general meetings.
- (3) The committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (4) If, but for this subrule, more than 15 months would elapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.
- (5) The committee must, on the request in writing of members representing not less than 5 per cent of the total number of members, convene a special general meeting of the Association.
- (6) The request for a special general meeting must—
 - (a) state the objects of the meeting; and
 - (b) be signed by the members requesting the meeting; and
 - (c) be sent to the address of the Secretary.
- (7) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (8) If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.

16 Special business

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

17 Notice of general meetings

- (1) The Secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Association, must serve a written notice to each member of the Association stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- (2) Notice may be either hand delivered to the member or sent by prepaid post to the address appearing in the register of members or sent by electronic transmission.
- (3) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- (4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.
- (5) This rule does not apply to a disciplinary appeal meeting. Refer subrule 12(3).

18 Quorum at general meetings

- (1) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- (2) Twenty-five members or twenty percent of the members then listed on the register, whichever is the lesser number, present in person, shall constitute a quorum for the conduct of the business of a general meeting
- (3) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present—
 - (a) in the case of a meeting convened upon the request of members—the meeting must be dissolved; and
 - (b) in any other case—the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or 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 the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 3) shall be a quorum.

19 Presiding at general meetings

- (1) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Association.
- (2) If the President and the Vice-President are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

20 Adjournment of general meetings

- (1) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 17.
- (4) Except as provided in subrule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

21 Voting at general meetings

- (1) Upon any question arising at a general meeting of the Association, a member has one vote only.
- (2) All votes must be given personally or by proxy.
- (3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid, except if the general meeting is held during the 'period of grace' for payment or subscriptions, ie between the issue of renewal notice and 31 March, the due date.

22 Poll at general meetings

- (1) If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

23 Manner of determining whether resolution carried

If a question arising at a general meeting of the Association is determined on a show of hands—

(a) a declaration by the Chairperson that a resolution has been—

- (i) carried; or
- (ii) carried unanimously; or
- (iii) carried by a particular majority; or
- (iv) lost; and

(b) an entry to that effect in the minute book of the Association—

is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

24 Proxies

- (1) Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the scheduled commencement of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy must be in the form set out in Appendix 2.

25 Minutes of general meeting

- (1) The Committee must ensure that minutes are taken and kept of each 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; and
 - (b) proxy forms given to the Chairperson of the meeting under rule 24; and
 - (c) the financial statements submitted to the members in accordance with rule 30(4)(b)(ii); and
 - (d) the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
 - (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

PART 5—COMMITTEE

Division 1—Powers and role of committee

26 Committee of management

- (1) The affairs of the Association shall be managed by the committee of management.
- (2) The committee—
 - (a) shall control and manage the business and affairs of the Association; and
 - (b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and
 - (c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.

Division 2—Composition of committee and duties of members

27 Composition of committee

The committee shall consist of—

- (1) the officers of the Association; and
- (2) eight ordinary members—

each of whom shall be elected at an annual general meeting of the Association.

28 Eligibility for committee membership

A member is eligible to be elected or appointed as a committee member if the member—

- (1) is 18 years or over; and
- (2) is entitled to vote at a general meeting.

29 Office holders

- (1) The officers of the Association shall be—
 - (a) a President;
 - (b) a Vice-President;
 - (c) a Treasurer; and
 - (d) a Secretary who, under the Act, also has the responsibilities formerly discharged by the 'public officer' of the Association.
- (2) The provisions of rule 31, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in subrule (1).
- (3) Each officer of the Association shall hold office until the annual general meeting next after the date of his or her election but is eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in subrule (1), the committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

30 Ordinary members of the committee

- (1) Subject to these Rules, each ordinary member of the committee shall hold office until the third annual general meeting after the date of election but is eligible for re-election.
- (2) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member of the Association to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

Division 3—Election of Committee members and tenure of office

31 Election of officers and ordinary committee members

- (1) Nominations of candidates for election as officers of the Association or as ordinary members of the committee must be—
 - (a) made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the annual general meeting.

- (2) A candidate may only be nominated for one position as an officer of the Association or as an ordinary member of the committee prior to the annual general meeting.
- (3) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (6) The ballot for the election of officers and ordinary members of the committee must be conducted at the annual general meeting in such manner as the committee may direct.
- (7) Any vacancy on the committee which remains unfilled at the conclusion of the annual general meeting shall be deemed a casual vacancy and may be filled by the committee in accordance with subrule 21(4) or subrule 22(2)

32 Vacancies

- (1) The office of an officer of the Association, or of an ordinary member of the committee, becomes vacant if the officer or member—
 - (a) ceases to be a member of the Association; or
 - (b) becomes an insolvent under administration within the meaning of the Corporations Act; or
 - (c) resigns from office by notice in writing given to the Secretary.
- (2) Vacancies may be filled in accordance with subrule 29(4) or subrule 30(2).

33 Meetings of the committee

- (1) The committee must meet at least 3 times in each year at such place and such times as the committee may determine.
- (2) Special meetings of the committee may be convened by the President or by any 4 members of the committee.
- (3) A special meeting of the committee by circulation may be convened by the President and the business at such a meeting shall be conducted in accordance with rule 38.

34 Notice of committee meetings

- (1) Written notice of each committee meeting must be given to each member of the committee at least 2 business days before the date of the meeting.
- (2) Notice may be hand delivered or sent by post or by electronic transmission.
- (3) Notice of any special meeting must specify the general nature of the business to be conducted and no other business may be conducted at such a meeting.

35 Quorum for committee meetings

- (1) Any 6 members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present—
 - (a) in the case of a special meeting (other than a meeting by circulation)—the meeting lapses;
 - (b) in any other case—the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (4) The committee may act notwithstanding any vacancy on the committee.

36 Presiding at committee meetings

At meetings of the committee—

- (1) the President or, in the President's absence, the Vice-President presides; or
- (2) if the President and the Vice-President are absent, or are unable to preside, the members present must choose one of their number to preside.

37 Voting at committee meetings

- (1) Questions arising at a meeting of the committee, or at a meeting of any subcommittee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- (2) Each member present at a meeting of the committee, or at a meeting of any subcommittee appointed by the committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

38 Meetings of the committee by circulation

- (1) A special meeting of the committee by circulation may be convened by the President to consider business which the President deems to be impracticable or unnecessary for the committee to consider by meeting in person.
- (2) Notice of a meeting of the committee by circulation must—
 - (a) specify the precise resolution or resolutions to be considered; and
 - (b) invite each member of the committee to agree that the business be considered by circulation; and
 - (c) invite each member of the committee to register their vote on each resolution by hand delivery, by post or by electronic delivery; and

- (d) specify the date and time for the close of voting, at least two business days hence.
- (3) If any member of the committee objects to a meeting being conducted by circulation, the meeting lapses.
- (4) Responses from any 6 members of the committee pursuant to subrule 2(c) shall constitute a quorum for the conduct of a meeting by circulation.
- (5) A resolution is adopted if the meeting is quorate and all responses register a vote in favour of the resolution. If any member votes against the resolution, the meeting lapses.
- (6) The Secretary of the Association shall advise all members of the outcome of a meeting by circulation at the earliest opportunity and shall report any resolutions adopted by circulation to the next meeting of the committee.

39 Removal of committee member

- (1) The Association in general meeting may, by resolution, remove any member of the committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
- (2) A member who is the subject of a proposed resolution referred to in subrule (1) may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (3) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.

40 Minutes of committee meetings

The Secretary of the Association must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

PART 6—FINANCIAL MATTERS

41 Funds, source and management of

- (1) The Treasurer of the Association must—
 - (a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
 - (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the committee.

- (3) The funds of the Association shall be derived from entrance fees, annual subscriptions, competition fees, investment earnings, donations and such other sources as the committee determines.

42 Non-Profit Organisation (see also rule 7)

- (1) The Association shall operate as a non-profit organisation and all funds of the Association and any surplus thereon shall be applied to promote the purposes and objectives of the Association or for any charitable purpose approved by the committee.
- (2) The Association shall not carry on activities for the purposes of the profit or gain of its individual members.
- (3) The payment of any dividends to members is prohibited.

43 Borrowings (see also rule 6)

- (1) Notwithstanding the powers conferred on it elsewhere in this Constitution, the committee shall have the power, authority and discretion to control the finances of the Association and make provision for the purchase, construction, extension and/or maintenance of the Association's premises and facilities.
- (2) For the purposes contained in subrule (1), the committee shall have the power, authority and discretion to raise or borrow money and secure the repayment thereof, to issue debentures, grant mortgages, charges or securities upon all or any of the property, real or personal, both present and future of the Association and to redeem such borrowings either wholly or in part at any time.
- (3) The Committee must obtain the approval of the members of the Association in a general meeting prior to undertaking any major capital project or borrowing program.

44 Financial statements

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Association are met.
- (2) Without limiting subrule (1), those requirements include—
 - (a) the preparation of the financial statements;
 - (b) if required, the review or auditing of the financial statements;
 - (c) the certification of the financial statements by the Committee;
 - (d) the submission of the financial statements to the annual general meeting of the Association;
 - (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

PART 7—GENERAL MATTERS

45 Common seal

- (1) The common seal of the Association must be kept in the custody of the Secretary.
- (2) The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of two members of the committee or, of one member of the committee and of the public officer of the Association.

46 Registered address

The registered address of the Association is—

- (1) the address determined from time to time by resolution of the Committee; or
- (2) if the Committee has not determined an address to be the registered address—the postal address of the Secretary.

47 Notice requirements

- (1) Any notice required to be given to a member or a committee member under these Rules may be given—
 - (a) by handing the notice to the member personally; or
 - (b) by sending it by post to the member at the address recorded for the member on the register of members; or
 - (c) by email transmission.
- (2) Any notice required to be given to the Association or the Committee may be given—
 - (a) by handing the notice to a member of the Committee; or
 - (b) by sending the notice by post to the registered address of the Association; or
 - (c) by leaving the notice at the registered address of the Association; or
 - (d) if the Committee determines that it is appropriate in the circumstances—by email to the email address of the Association or the Secretary.

48 Custody and inspection of books and records

- (1) Members may on request inspect free of charge—
 - (a) the register of members;
 - (b) the minutes of general meetings;
 - (c) subject to subrule (2), the financial records, books, securities and any other relevant document of the Association, including minutes of Committee meetings.
- (2) The Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.
- (3) The Committee must on request make copies of these rules available for inspection to members and applicants for membership free of charge.

(4) Subject to subrule (2), a member may make a copy of any of the other records of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.

(5) For purposes of this rule—

relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following—

- (a) its membership register;
- (b) its financial statements;
- (c) its financial records;
- (d) records and documents relating to transactions, dealings, business or property of the Association.

49 Winding up and cancellation

- (1) The Association may be wound up voluntarily by special resolution.
- (2) In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association must not be distributed to any members or former members of the Association.
- (3) Subject to the Act and any court order made under section 133 of the Act, the body to which the surplus assets are to be given must be decided by special resolution of the Association and according to the provisions of the Act.

50 Alteration of rules

These Rules may only be altered by special resolution of a general meeting of the Association.

APPENDIX 1

GEELONG BRIDGE CLUB Inc. A0000870S

148-152 Portarlington Road, Newcomb VIC 3219 Tel: 5248 2978 (PO Box 1546, Geelong VIC 3220)

www.geelong.bridge-club.org

APPLICATION FOR MEMBERSHIP

I wish to apply for membership of the Geelong Bridge Club. My personal details appear below. I hereby agree to abide by The Geelong Bridge Club Membership Policy and the guidelines as detailed in the yearly program. I also agree for these details to be submitted to the Australian Bridge Federation, and for my name and phone number to be included in the program book. I understand that, as required by the Act, my name and address will be recorded in the Register of Members which may be made available to other members on request.

Privacy and Security: in accordance with relevant legislation, the Club is not able to issue and/or state any personal information held on the membership database unless authorised by individual members as above or otherwise.

GBC HOME CLUB MEMBERS		AFFILIATE MEMBERS	
Nomination Fee	\$ Nil.....	Nomination Fee	\$ Nil
Membership Fee	\$ 25.00.....	Membership Fee	\$ 13.00.....
If applicable, please transfer my membership from:		I have and will maintain home-club membership at:	
Club name:	No. <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	Club name:	No. <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
ABF Number:	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	ABF Number:	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>

|| Payment of subscription: cheque or cash with application;
 || OR, preferably, by Direct Credit to BSB: 633 000, a/c 107 926 404 (Geelong Bridge Club),
 || including your name. Please tick ☐ if using this method.

PLAYER DETAILS:

Title:..... First Name:.....Second Name:.....
 Surname:..... Preferred Name.....
 Initials.....Postal Address:.....
 Postal Suburb:..... State:..... Postcode:.....
 Residential Address:.....
 Telephone No:.....Fax:.....Email.....
 Mobile:..... Date of Birth...../...../..... (Day and month are obligatory)
 Emergency Contact (inc.phone no.):.....
 Alternative Emergency Contact (inc.phone no.):
 Applicant Signature:..... Proposed by:.....
 Seconded by:..... Date:...../...../.....

ABF Number: GBC Home Club No

OFFICE USE ONLY (Score out or tick each when completed)

- | | |
|--|--|
| 1. Membership Application and fees or receipt submitted to Treasurer. | 7. M'ship Sec. to pass m'ship form to Masterpoint Secretary. |
| 2. Membership Secretary to submit details to ABF via web to www.masterpoints.org.au. | 8. Masterpoint Secretary to enter relevant membership details to Masterpoint Scorer. |
| 3. M'ship Sec. to receive ABF number and place on form. | 9. Masterpoint Secretary to prepare a personal nametag. |
| 4. M'ship Sec. to enter all details to membership database. | 10. Masterpoint Secretary to return membership form to Secretary for filing. |
| 5. M'ship Sec. to submit details for acceptance at next committee meeting. | |
| 6. M'ship Sec. to write acceptance letter to new member and inform about ABF number. | |

Secretary to file form on the membership master file. Note: Please tick or score out all items above as they are attended to.

APPENDIX 2

GEELONG BRIDGE CLUB INC. A0000870S

FORM OF APPOINTMENT OF PROXY

I, _____ of _____
(Name) (Address)

being a member of Geelong Bridge Club Incorporated hereby appoint

_____ of _____
(Name of Proxy) (Address)

being a member of that Incorporated Association, as my proxy to vote for me on my
behalf at the general meeting of the Association (Annual General Meeting or Special
General Meeting, as the case may be) to be held on _____
and at any adjournment of that meeting.

My proxy is authorised to vote on my behalf:

(1) in favour of the following candidates for election as Officers or Ordinary Members of the
Committee

(insert details here, if any)

(2) and in favour of/against *(delete as appropriate)* the following resolution(s)

(insert details here, if any)

(3) and at their discretion on any item of business at the meeting for which a particular
authorisation is not specified above.

Signed _____

Date _____

To be submitted to the Secretary at least 24 hours prior to the scheduled commencement of the meeting.



Department of Justice

Consumer Affairs Victoria
Regulatory Transaction Centre

121 Exhibition St Melbourne Vic 3000
GPO Box 4567 Melbourne Vic 3001
Website: www.consumer.vic.gov.au/associations
Facsimile: (03) 8684 6199
Email: cav.registration.enquiries@justice.vic.gov.au
DX210220

Our Ref: 8460072

GEELONG BRIDGE CLUB INC.
P.O. BOX 1546
GEELONG VIC 3220

31 October 2013

Dear Sir/Madam,

Application for Alteration of Rules

RE: GEELONG BRIDGE CLUB INC. – A0000870S

Please be advised that this office has approved your application for the special resolution(s) passed on 4/09/2013 to alter the rules of the association.

The amendments made to your rules are effective from 31 October 2013.

Yours sincerely

STEVEN SCODELLA
Operations Manager
Regulatory Transaction Centre
Consumer Affairs Victoria