



Constitution of the Port Hedland Game Fishing Club Inc.

1. TERMS USED

In these rules, unless the contrary intention appears —

Act means the *Associations Incorporation Act 2015*;

associate member means a member with the rights referred to in rule 10(6);

Club means the incorporated association, named in rule 3, to which these rules apply;

by laws means by-laws made by the Club under rule 21;

committee means the management committee of the Club;

committee meeting means a meeting of the committee;

committee member means a member of the committee;

financial records includes —

- (a) invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; and
- (b) documents of prime entry; and
- (c) working papers and other documents needed to explain —
 - (i) the methods by which financial statements are prepared; and
 - (ii) adjustments to be made in preparing financial statements;

financial statements means the financial statements in relation to the Club required under Part 5 Division 3 of the Act;

financial year, of the Club, has the meaning given in rule 2;

general meeting, of the Club, means a meeting of the Club that all members are entitled to receive notice of and to attend;

member means a person who is an ordinary member or an associate member of the Club;

ordinary committee member means a committee member who is not an office holder of the Club under rule 6(1);

ordinary member means a member with the rights referred to in rule 10(5);

president means the Committee member holding office as the president of the Club;

register of members means the register of members referred to in section 53 of the Act;

rules means these rules of the Club, as in force for the time being;

secretary means the committee member holding office as the secretary of the Club;

special general meeting means a general meeting of the Club other than the annual general meeting;

special resolution means a resolution passed by the members at a general meeting in accordance with section 51 of the Act;

tier 1 association means an incorporated association to which section 64(1) of the Act applies;

tier 2 association means an incorporated association to which section 64(2) of the Act applies;

tier 3 association means an incorporated association to which section 64(3) of the Act applies;

treasurer means the committee member holding office as the treasurer of the Club.

2. FINANCIAL YEAR

The financial year of the Club is the period of 12 months commencing at 1 September each year.

3. NAME

The name of the Incorporated Association shall be Port Hedland Game Fishing Club Inc., which shall hereinafter be referred to as the Club.

4. OBJECTS

- (1) To promote recreational salt water and game fishing.
- (2) To encourage and promote safety in seamanship, pilotage and small boat navigation
- (3) To encourage the study of local fisheries.
- (4) To hold down and arrange game and recreational fishing competitions and grant contributions towards the provision of prizes, awards and distinctions.
- (5) The fostering of junior Club members.
- (6) To affiliate with respective sporting associations.
- (7) To provide social activities for its Club members
- (8) To promote safety measures in all Club competitions.

5. POWERS OF THE COMMITTEE

- (1) The committee members are the persons who, as the management committee of the Club, have the power to manage the affairs of the Club.
- (2) Subject to the Act, these rules, the by-laws (if any) and any resolution passed at a general meeting, the committee has power to do all things necessary or convenient to be done for the proper management of the affairs of the Club.
- (3) The committee must take all reasonable steps to ensure that the Club complies with the Act, these rules and the by-laws (if any).
- (4) The club has the power to:
 - (a) acquire, hold, deal with, and dispose of any real or personal property;
 - (b) open and operate bank accounts;

- (c) invest its money;
 - a. in any security in which trust monies may lawfully be Invested; or
 - b. in any other manner authorised by the rules of the Club;
- (d) borrow money upon such terms and conditions as the Club thinks fit,
- (e) give such security for the discharge of liabilities incurred by the Club as the Club thinks fit,
- (f) appoint agents to transact any business of the Club on its behalf;
- (g) enter into any other contract it considers necessary or desirable; and
- (h) may act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene this Act or the rules of the Club.

6. COMMITTEE

- (1) The committee shall comprise the executive office bearers;
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer
 - e. Weighmaster; as well asat least one and up to ~~five (5)~~ ten (10) ordinary Committee Members; and any other position as deemed necessary by the members of the committee.
- (2) The members of the committee shall be elected at the Annual General Meeting or as otherwise provided in this Constitution and will hold office until the next Annual General Meeting. A person may be nominated in absentia provided he/she has consented in writing.
- (3) A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member;
 - a. dies;
 - b. resigns by notice in writing delivered to the President or, if the Committee member is the President, to the Vice- President and that resignation is accepted by resolution of the Committee;
 - c. is convicted of an offence under the Act;
 - d. is permanently incapacitated by mental or physical ill-health;
 - e. ceases to be a member of the Club; or
 - f. is the subject of a resolution passed by a general meeting of members terminating his or her appointment as a Committee member.
- (4) If any position on the committee becomes vacant for any such reason the committee may elect any member to fill such vacancy.
- (5) The committee shall meet monthly or as deemed necessary by the President or the committee.
- (6) ~~Five (5)~~ Seven (7) committee members shall constitute a quorum at any committee meeting.

7. NOMINATION AND ELECTION OF OFFICERS

- (1) For any person to hold an executive or committee position they must be a financial, full voting, member of the Club for a period of no less than twelve (12) months. This does not include sub-committee positions.

- (2) Nominations for executive and committee positions may be submitted to the Secretary prior to the AGM, or in person at the AGM.

8. DUTIES OF THE OFFICERS

- (1) The President shall;

- a. Preside at general and committee meetings of the Club and preserve order there at.
- b. Consult with the Secretary regarding the business to be conducted at each meeting of the Club or its committee.
- c. Prepare an annual report for the Annual General Meeting.
- d. Have a casting vote on all meetings of the Club.

- (2) The Vice President shall;

- a. Attend all meetings of the Club.
- b. Have the same powers and privileges as vested in the President in any such event he/she may be called upon to chair any general or committee meeting.

- (3) The Secretary shall;

- a. Attend all meetings of the Club and consult with the President regarding the business to be conducted at each committee meeting of the Club or its committee.
- b. Prepare the notices required for meetings and for the business to be conducted at meetings and keep accurate minutes of all meetings.
- c. Deal with the Club's correspondence.
- d. Maintain the register of members, and record in the register any changes in the membership, as required under section 53(1) of the Act.
- e. Maintain an up-to-date copy of these rules, as required under section 35(1) of the Act.
- f. Maintain a record of committee members and other persons authorised to act on behalf of the Club, as required under section 58(2) of the Act.
- g. Have custody of all books, documents, records and registers of the Club, other than those required by subrule (4) to be kept and maintained by, or in the custody of, the Treasurer.

- (4) The Treasurer shall;

- a. Ensure that the Club complies with the relevant requirements of Part 5 of the Act;
- b. Ensure the safe custody of the Club's financial records, financial statements and financial reports, as applicable to the Club.
- c. Ensure any amounts payable to the Club are collected, and pay all monies received into an account of the Club as the committee directs.
- d. Ensure any payments from the Club account shall be duly authorised in accordance with the Committee's instructions.
- e. Present at each meeting of the committee an up to date statement of receipts and expenditure.
- f. Produce for presentation at the Annual General Meeting, and any other meeting so directed by the committee, the financial statements and report as applicable to Tier 1 Associations.

- (5) The Weighmaster shall;

- a. Weigh all fish presented for weighing.
- b. Keep an accurate account of all relevant Club fish captures as applicable to the Club rules.

9. MEMBERSHIPS

- (1) Membership is open to all persons interested in the pursuit and capture of salt water and game fish.
- (2) An individual who has not reached the age of 16 years is not eligible to apply for a class of membership that confers full voting rights.
- (3) An applicant for membership becomes a member when:
 - a. the applicant submits the completed member application form and
 - b. pays any membership fees payable to the Club.

10. CLASSES OF MEMBERSHIP

- (1) The Club consists of ordinary members and any associate members provided for under sub rule (2).
- (2) The Club may have any class of associate membership approved by resolution at a general meeting, including junior membership, senior membership, honorary membership and life membership.
- (3) An individual who has not reached the age of 16 years is only eligible to be an associate member.
- (4) A person can only be an ordinary member or belong to one class of associate membership.
- (5) An ordinary member has full voting rights and any other rights conferred on members by these rules or approved by resolution at a general meeting or determined by the committee.
- (6) An associate member has the rights referred to in sub rule (5) other than full voting rights.
- (7) The number of members of any class is not limited unless otherwise approved by resolution at a general meeting.

11. WHEN MEMBERSHIP CEASES

- (1) A person ceases to be a member when any of the following takes place:
 - a. for a member who is an individual, the individual dies;
 - b. the person resigns from the Club;
 - c. the person is expelled from the Club under rule 18;
 - d. the person ceases to be a member under rule 12(4).
- (2) The secretary must keep a record, for at least one year after a person ceases to be a member, of
 - a. the date on which the person ceased to be a member; and
 - b. the reason why the person ceased to be a member.
- (3) The rights of a member are not transferable and end.

12. MEMBERSHIP FEES

- (1) The committee must determine the entrance fee (if any) and the annual membership fee (if any) to be paid for membership of the Club.
- (2) The fees determined under sub rule (1) may be different for different classes of membership.

- (3) A member must pay the annual membership fee to the treasurer, or another person authorised by the committee to accept payments, by the date (the due date) determined by the committee.
- (4) If a member has not paid the annual membership fee by the due date, the member ceases to be a member on the expiry of that period.
- (5) If a person who has ceased to be a member under sub rule (4) offers to pay the annual membership fee after the period referred to in that sub rule has expired
 - a. the committee may, at its discretion, accept that payment; and
 - b. if the payment is accepted, the person's membership is reinstated from the date the payment is accepted.

13. DISPUTE RESOLUTION

- (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 Club; or
 - c. if the Club provides services to non-members, those non-members who receive services from the Club, and the Club.
- (2) The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.
- (3) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by sub rule (2), any party to the dispute may refer the dispute to the Committee by giving written notice to the secretary of:
 - a. the parties to the dispute; and
 - b. the matters that are the subject of the dispute.
- (4) Within 28 days after the secretary has been given the notice, a committee meeting must be convened to consider and determine the dispute.
- (5) The secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
- (6) At the committee meeting at which a dispute is to be considered and determined, the committee must
 - a. give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute; and
 - b. give due consideration to any submissions so made; and
 - c. determine the dispute.
- (7) The committee must give each party to the dispute written notice of the committee's determination, and the reasons for the determination, within 7 days after the committee meeting at which the determination is made.
- (8) The committee's decision is final.
- (9) This rule has effect except as otherwise directed by the committee in setting the rules for competitions and tournaments.

14. CONSTITUTION

- (1) The Club shall be conducted in accordance with the constitution.

- (2) If the Club wants to alter or rescind any of these rules, or to make additional rules, the Club may do so only by special resolution and by otherwise complying with Part 3 Division 2 of the Act.

15. ANNUAL GENERAL MEETING

- (1) The Annual General Meeting shall be held within the time limits provided for the holding of such meetings by section 50 of the Act that is, in every calendar year within 6 months after the end of the Club's financial year or such longer period as may in a particular case be allowed by the Commissioner.
- (2) The order of business at the Annual General Meeting shall be:
- a. Confirm the minutes of the previous annual general meeting, and any special general meeting held since then, if not yet confirmed.
 - b. Presentation of the President's Report.
 - c. Presentation of the Treasurer's Report.
 - d. Presentation of the Weighmaster's Report.
 - e. Election of office bearers and other committee members.
 - f. Nomination of persons to authorise payments against the Club accounts.
 - g. Confirm or vary the entrance fees, subscriptions and other amounts (if any) to be paid by members.
 - h. Notices of motion and special resolutions.
 - i. Correspondence.
 - j. General Business.
- (3) All members are to receive at least fourteen (14) days' notice of the Annual General Meeting.
- a. The Secretary must give a notice of all General Meetings by;
 - i. serving it on a member personally; or
 - ii. sending it by email to a member at the email address of the member appearing in the register of members; or
 - iii. sending it by post to a member at the address of the member appearing in the register of members.
- (4) Notices of motion for the Annual General Meeting shall be in the hands of the Secretary in writing at least seven (7) days prior to such meeting.
- (5) Voting at all General Meetings shall be by a show of hands and/or postal votes. Matters shall be decided by a simple majority, except special resolutions which will be considered according to section 51 of the Act, and, in case of equality, the President shall have a casting vote.
- (6) 10% of members shall constitute a quorum at the Annual General Meeting.
- (7) In the event of a quorum not being present thirty (30) minutes after the advertised starting time, the meeting shall be adjourned to a date within fourteen (14) days thereafter.
- (8) In the event of a meeting being so adjourned a notice shall be posted within seven (7) days.
- (9) If, within thirty (30) minutes of the time appointed by rule 155(7) for the resumption of an adjourned meeting, a quorum is not present, the committee members who are present, in person or by proxy, may nevertheless proceed with business, as if a quorum were present.

16. SPECIAL GENERAL MEETING

- (1) Special General Meetings are convened under the following circumstances.
 - a. Whenever in the opinion of a majority of members of the management committee such a meeting is deemed necessary.
 - b. Upon receipt by the Secretary of a written submission, signed by at least 10% of members of the Club, requesting the convening of a Special General Meeting. Such a submission shall set out the reason for convening the meeting.
- (2) Upon receipt of such a submission the Secretary will convene a Special General Meeting within fourteen (14) days of receipt of the submission.
- (3) All members are to receive at least fourteen (14) days' notice of the Special General Meetings as outlined in section 15(3)a.
- (4) No business except the business stated in the form of notice convening the meeting shall be transacted at any Special General Meeting.
- (5) Voting at a Special General Meetings shall be in accordance with the provisions of section 155(5).
- (6) 10% of members shall constitute a quorum at any Special General Meeting.
- (7) In the event of a quorum not being present thirty (30) minutes after the notified time of commencement of a Special General Meeting, such a meeting, if convened by a petition of members shall be forthwith dissolved. In any other case adjournment shall be ordered by the President and the meeting held in accordance with sections 15(7), 155(8) and 15(9).

17. NON PROFIT, INCOME AND PROPERTY

- (1) The funds of the Club may be derived from entrance fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the committee.
- (2) The property and income of the Club must be applied solely towards the promotion of the objects or purposes of the Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member of the Club, except in good faith in the promotion of those objects or purposes.
 - (a) A payment may be made to a member out of the funds of the Club only if it is authorised under subrule 1)(b).
 - (b) A payment to a member out of the funds of the Club is authorised if:
 - i. the payment is in good faith to the member as reasonable remuneration for any services provided to the Club, or for goods supplied to the Club, in the ordinary course of business; or
 - ii. the reimbursement is of reasonable expenses properly incurred by the member on behalf of the Club.
- (3) Sub rule (2) does not limit the use of such funds for providing from time to time a scholarship or bursary travel grant or other assistance to a member of the Club for the purpose of improving the standard of his/her performance and/or enabling him/her to participate in a competition approved by the Club.

18. EXPULSION OF MEMBERS

- (1) The committee may decide to suspend a member's membership for a period not exceeding 12 months, or to expel a member from the Club if
 - a. the member contravenes any of these rules; or
 - b. the member acts detrimentally to the interests of the Club.

- (2) A decision of the committee to suspend the member's membership or to expel the member from the Club takes immediate effect.
- (3) The committee must give the member written notice of the committee's decision, and the reasons for the decision, within 7 days after the committee meeting at which the decision is made.
- (4) A member whose membership is suspended or who is expelled from the Club may, within 14 days after receiving notice of the Committee's decision under sub rule (3), give written notice to the secretary requesting to appeal the decision to a General Meeting of the Club according to section 15(2).

19. TRUSTEES

Unless otherwise determined by the members, the committee of the Club for the time being shall be deemed to be the Trustees of the Club to hold any property real and personal belonging to the Club.

20. COMMON SEAL

There shall be no common seal of the Club.

21. BY-LAWS

- (1) The Club may, by resolution at a general meeting, promulgate by-laws governing the management of the Club and may vary, interpret and revoke such by-laws.
- (2) A by-law is of no effect to the extent that it is inconsistent with the Act, the regulations or these rules.

22. INSPECTION OF RECORDS, ETC. OF CLUB

A member, may at any reasonable time, inspect the books, documents, records and securities of the Club.

- (1) The Committee may refuse to permit a member to inspect records of the Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club.
- (2) The member must contact the Secretary to make the necessary arrangements for the inspection.
- (3) The inspection must be free of charge.
- (4) The member may make a copy of, or take an extract from, a record or document but does not have a right to remove the record or document for that purpose.

23. DISTRIBUTION OF SURPLUS PROPERTY ON WINDING UP OF CLUB

Whilst following the Act section 24, if upon the winding up or dissolution of the Club there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects, and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.