CONSTITUTION
AND RULES

CLAREMONT FOOTBALL CLUB INC.

October 2026

INDEX

Rule		Page
1.	THE CLUB	3
2.	DEFINITIONS	3
3.	CLUB COLOURS	4
4.	AFFILIATION	4
5.	OBJECTS	4
6.	POWERS	5
7.	NOT FOR PROFIT	6
8.	MEMBERSHIP	6
9.	APPLICATION TO BECOME A MEMBER	9
10.	MEMBERS RIGHTS	9
11.	TERMINATION OF MEMBERSHIP OF THE CLUB	10
12.	SUSPENSION OR EXPULSION OF MEMBERS OF THE CLUB	10
13.	REGISTER OF MEMBERS OF THE CLUB	11
14.	INSPECTING THE REGISTER AND RECORDS OF THE CLUB	12
15.	BOARD OF DIRECTORS	12
16.	POWERS AND DUTIES OF THE BOARD OF DIRECTORS	14
17.	ELECTION OF THE BOARD OF DIRECTORS	16
18.	ANNUAL GENERAL MEETING	19
19.	GENERAL MEETINGS	19
20.	PROCEEDINGS AT GENERAL MEETINGS	20
21.	PROXIES	21
22.	MINUTES OF MEETINGS	21
23.	CHIEF EXECUTIVE OFFICER	22
24.	FINANCE DIRECTOR	23
25.	AUDITOR	23
26.	TRUSTEES	24
27.	COMMON SEAL	25
28.	MERIT AWARDS	25
29.	LIQUOR LICENCE	25
30.	RESOLVING DISPUTES	26
31.	BY-LAWS OF THE CLUB	26
32.	NOTICES	27
33.	AMENDMENTS TO THE CONSTITUTION	27
34.	DISSOLUTION OF THE CLUB	27

1. THE CLUB

The Club shall be an Incorporated Association in accordance with the Associations Incorporation Act (2015) and shall be known as the Claremont Football Club Incorporated (the Club).

The teams of the Club shall colloquially be known as the Tigers.

The Registered Office of the Club shall be at Claremont Oval, 3 Davies Road, Claremont or at such other address as shall from time to time be determined by the Club.

2. DEFINITIONS

2.1 "Act" means the Associations Incorporation Act 2015.

2.2 "AGM" means the Annual General Meeting convened in accordance with Rule 18.

2.3 Association means the Incorporated Association (the Club) to which these rules apply.

2.4 "Board" means the Board of Directors duly elected from time to time in accordance with these Rules.

2.5 "Board Meeting" means a Meeting of the Board of Directors as referred to in Rule 15.10.

2.6 By-laws means the By-laws made by the Club under Rule 31.

2.7 "CEO" means the Chief Executive Officer in accordance with Rule 23.

2.8 "Chairperson" means in relation to a Board Meeting, the person referred to in Rule 15.4 and in relation to a General Meeting the person referred to in Rule 20.3.

2.9 "Club" means the Claremont Football Club Incorporated.

2.10 "Club Premises" means all the land and buildings and structures thereon of which the Club is the bona fide owner or occupier.

2.11 "Commissioner" means the person for the time being designated as the Commissioner under section 153 of the Act.

2.12 "Constitution" means this Constitution and the Rules therein.

2.13 Director means a person elected as a member of the Board.

2.14 "Financial Year" means the period from 1st November each year until 31st October the following year.

2.15 "General Meeting" means any General Meeting of the Club to which all Members of the Club are invited to attend.

2.16 "Juvenile" means a person under the age of eighteen (18) years.

2.17 "Liquor Act" means the Liquor Control Act 1988.

2.18 "Member" means a person who becomes a Member of the Club under these Rules.

2.19 "Month" means a calendar month.

2.20 “Officer” means a member of the Board, a person, including an employee of the Club, who makes, or participates in making, decisions that affect the operations of the Club, or who has the capacity to significantly affect the Club’s financial standing.

2.21 “Ordinary Resolution” means a resolution to decide a question, matter or resolution at a General Meeting, at which there is a quorum, that is not a Special Resolution, and is supported by the votes of a simple majority of Members present, in person or by proxy, and eligible to vote at the meeting.

2.22 “Player” means players who are listed on the Club’s current Senior, Reserves, Colts and Rogers Cup playing lists.

2.23 “Poll” means voting conducted by a secret ballot in written form as opposed to a show of hands.

2.24 “Records” for the purposes of Rule 14 shall mean the Rules of the Club, Minutes of General Meetings and the Officers of the Club

2.25 “Register” shall mean the Register of Members referred to in Rule 13 but for the purposes of Rule 14, shall be restricted to the name and preferred mode of contact of the Member.

2.26 “Rules” means the Rules as contained in this Constitution.

2.27 “Special Resolution” means a resolution that must be passed by a Special Resolution in accordance with these Rules, at a General Meeting of the Club, at which there is a quorum and be supported by the votes of not less than three-fourths of the Members present, in person or by proxy and eligible to a vote at the meeting.

2.28 “Staff” means a person who is employed by the Club.

2.29 “Support Staff” means a person who is engaged by the Club to provide support services to the Club.

3. CLUB COLOURS

The colours of the Club shall be Navy Blue and Gold and of such design as the Board shall from time to time determine. Other colours and designs may be included if appropriate for special commemorative purposes.

4. AFFILIATION

4.1 The Club participates in the Western Australian Football League (WAFL) and Western Australian Football League Women’s (WAFLW) competitions organised by the Western Australian Football Commission Inc. (WAFC). The Club is formally affiliated with the WAFC and acknowledges it as the peak governing body for football in Western Australia.

4.2 The Club has a direct legal relationship with the WAFC through the WAFL Licence Agreement which outlines the rules, conditions and funding to participate in the competition.

5. OBJECTS

The objects of the Club are:

5.1 To foster, promote and advance the game of Australian Rules Football and to provide facilities for playing that game.

5.2 To provide recreational and sporting facilities for its Members, to encourage the game of Australian Rules Football in its metropolitan and country districts and to promote good fellowship amongst its Members.

5.3 To provide and maintain premises in Western Australia of which it may be the owner or occupier for the accommodation and benefit of all its Members and their guests.

5.4 To foster, promote and advance the participation in all sports by members of the community.

5.5 To utilize the participation in sport as a means of improving educational outcomes, enhancing the development of life skills and increasing employment prospects for young people within the community.

5.6 To do other acts, matters and things as may be incidental to or necessary for the purpose of attaining any one or more or all of the above objects.

6. POWERS

The powers conferred on the Club are the same as those conferred by Section 14 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Club may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may:

6.1 acquire, hold, deal with, and dispose of any real or personal property, save and except that if the value of any property to be disposed of exceeds twenty five per cent (25%) of the value of the total assets of the Club as stated in the audited Financial Statements adopted at the last Annual General Meeting, then said property disposal must be confirmed by a Special Resolution of the Members;

6.2 to make such agreements with relevant authorities, local governments and other statutory authorities or other bodies for the purposes of leasing or other hiring of property for the purposes of the Club, or the future sustainability of the Club and to maintain the grounds, lawns and buildings for the use and accommodation of its Members;

6.3 open and operate bank accounts;

6.4 invest its money:

6.4.1 in any security in which trust monies may lawfully be invested; or

6.4.2 in any other manner authorised by the Rules of the Club

6.5 raise money by borrowing, drawing, accepting, endorsing, executing and initiating lines of credit, loans, promissory notes, bills of exchange and other negotiable or transferable instruments through recognised banks or other registered financial intermediaries;

6.6 give such security for the discharge of liabilities incurred by the Club as the Club thinks fit;

6.7 invest any investments authorised by the law or surplus funds of the Club not immediately required by the Club for the purpose of carrying on the work or activities of the Club;

6.8 appoint agents to transact any business of the Club on its behalf;

6.9 appoint, dismiss and fix the salary and terms and conditions of such employees as the Club may from time to time appoint and to delegate to any person so appointed any of its powers or duties

6.10 enter into any other contract it considers necessary or desirable;

6.11 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 the Act or the Rules of the Club;

6.12 may amalgamate or affiliate with any other association having objects similar to the Club; and

6.13 hold a liquor licence pursuant to the Liquor Act as deemed appropriate by the Board.

7. NOT FOR PROFIT

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, by way of dividend bonus or otherwise, to any Member, except in good faith in the promotion of those objects or purposes.

8. MEMBERSHIP

Membership of The Club shall consist of the following classes of Members:

8.1 Ordinary

8.2 Country

8.3 Concessional

8.4 Associate

8.5 Junior

8.6 Member for Life

8.7 Life Member

8.8 Social

8.1 Ordinary Member

8.1.1 Any person over the age of eighteen (18) years, having made application and having paid in advance the prescribed Membership Fee as may be decided by the Board from time to time, shall become an Ordinary Member and shall be entitled to exercise the full rights and privileges of the Club.

8.1.2 Ordinary Members shall have full rights and privileges of the Club including the right to be a Director, to vote at any election and General Meeting of the Club and to propose or second any person to be a Director of the Club.

8.2 Country Member

8.2.1 Any person over the age of eighteen (18) years whose permanent residence is not less than I00 kilometers from the Club premises, having made application and having paid in advance the prescribed Membership Fee as may be decided by the Board from time to time, shall become a Country Member and shall be entitled to all the rights and privileges of an Ordinary Member.

8.2.2 Any Country Member who ceases to have the residential qualifications of a Country Member and whose subscription has been paid, may upon application in writing to the Board and after payment of the difference in subscription, shall become an Ordinary Member.

8.2.3 Any Ordinary Member who has changed his or her usual place of residence from within 100 kilometers of the Club premises to a place outside that distance and whose subscription has been paid to the date of the application may, upon application in writing to the Board, become a Country Member.

8.3 Concessional Member

Any person having made application and having paid in advance the prescribed Membership Fee as may be decided by the Board from time to time, who is either;

8.3.1 a Pensioner or a Senior, who must produce a current Commonwealth Concession Card or WA Seniors Card; or

8.3.2 a full time student at a tertiary institution over the age of eighteen (18) years but under the age of twenty five (25) years, who must produce evidence to substantiate their status as a full time student;

shall become a Concessional Member and shall be entitled to all the rights and privileges of an Ordinary Member.

8.4 Associate Member

8.4.1 Any person who is either;

(i) a player; or
(ii) a member of the support staff of the Club; or
(iii) an employee of the Club;

having made application and having paid in advance the prescribed Membership Fee as may be decided by the Board from time to time, shall become an Associate Member and shall be entitled to exercise such privileges of the Club as the Board may from time to time determine.

8.4.2 Associate Members shall not have the right to vote at any election or meeting, nor become a Director of the Club, nor propose or second any person to be a Director of the Club.

8.4.3 Associate Members may make application for Ordinary, Country, Concessional or Junior Membership and upon payment of the applicable Membership Fee for the relevant class of Membership, shall be entitled to exercise all the rights and privileges of that class of Membership.

8.5 Junior Member

8.5.1 Any person being under the age of eighteen (18) years having made application and having paid in advance the prescribed Membership Fee as may be decided by the Board from time to time, shall become a Junior Member and shall be entitled to exercise such privileges of the Club as the Board shall from time to time determine.

8.5.2 Junior Members shall not have the right to vote at any election or meeting, nor become a Director of the Club, nor propose or second any person to be a Director of the Club.

8.5.3 A Junior Member upon attaining the age of eighteen (18) years shall thereafter cease to be a Junior Member and shall be entitled to apply for and be made an Ordinary Member.

8.5.4 A Junior Member shall not be admitted to and shall not attempt to enter any part of the Club where liquor is served or consumed, other than in accordance with Rule 29.6 or the provisions of the Liquor Act.

8.6 Member for Life

8.6.1 Those persons whose Member for Life membership was granted prior to the commencement of 2018, shall be entitled to all the rights and privileges of an Ordinary Member for the term of their natural life.

8.6.2 Member for Life memberships are not transferable.

8.7 Life Member

8.7.1 Life Membership may be granted to any Member for especially meritorious service to the Club of not less than ten (10) years, upon recommendation by the Board and confirmed by a Special Resolution of Members present at an AGM.

8.7.2 Male Players who have played one hundred and fifty (150) League games for the Club shall, by virtue of this rule, be deemed to be elected as a Life Member.

8.7.3 Female Players who have played one hundred (100 League games for the Club shall, by virtue of this rule, be deemed to be elected as a Life Member.

8.7.4 Male Players who have played a combined total of one hundred and seventy-five (175) games, being a minimum of one hundred (100) League games for the Club and the balance being games for an AFL club, shall be eligible for Life Membership upon recommendation by the Board and confirmed by a Special Resolution of Members present at an AGM.

8.7.5 Female Players who have played a combined total of one hundred and twenty-five (125) games, being a minimum of seventy-five (75) League games for the Club and the balance being games for an AFLW club, shall be eligible for Life Membership upon recommendation by the Board and confirmed by a Special Resolution of Members present at an AGM.

8.7.6 Life Members shall be exempt from paying any annual Membership Fee and shall be entitled to all the rights and privileges of an Ordinary Member.

8.7.7 Life Members of the Claremont Womens Football Club, Inc as at 31 October 2022, being 2 persons, will be recognised as Life Members of the Claremont Football Club and be entitled to the same benefits, rights and privileges as all Life Members per Rule 8.7.6.

8.8 Social Member

8.8.1 Any member over the age of eighteen (18) years having made application and having paid in advance the prescribed Membership Fee as may be decided by the Board from time to time, shall become a Social Member and shall be entitled to use the social facilities of the Club.

8.8.2 Social Members shall not have the right to vote at any General Meeting of the Club or the election of Directors of the Club, nor hold any office of the Club, nor propose or second any person to be a Director of the Club.

9. APPLICATION TO BECOME A MEMBER

9.1 Any person who wants to become a Member of the Club must make application in such form as may be determined by the Board from time to time and shall be nominated for membership by a Member of the Club.

9.2 Any person desiring to become a Member shall complete an Application Form that contains their name, date of birth, residential or postal address, email address, telephone number and preferred mode of contact, specify the class of membership and be signed by the Applicant and the Nominee.

9.3 All applications shall be posted on the Club noticeboard for a period of not less than seven (7) days before election and a period of not less than fourteen (14) days shall elapse between nomination and election.

9.4 At the Board Meeting following the said fourteen (14) days referred to in Rule 9.3, the Board shall elect such persons as Members of the Club. The Board shall have the right to refuse to elect any person to membership of the Club without assigning any reason for so doing.

9.5 On the election to membership of the Club, the CEO shall notify each person and they shall, upon payment of their Membership Fees, become a Member of the Club.

9.6 The new Member shall be provided with a copy of the current Constitution of the Club

9.7 No person shall be entitled to exercise any of the privileges of a Member until they have paid all Membership Fees due by them.

9.8 The annual Membership Fee shall be due and payable within three (3) months of the commencement of the financial year of the Club and every Member whose Membership Fees are not paid within that time shall cease to be a Member.

9.9 The Board may from time to time restrict the number of persons who may be Members of any class of membership of the Club.

10. MEMBERS RIGHTS

10.1 The rights and privileges of every Member shall be personal and shall not be in any manner transferable by their own act or through any other person acting on their behalf, or by the operation of law.

10.2 Every Member upon paying their Membership Fee shall be supplied with a Membership Card or such other form that shall identify the Member as shall be determined from time to time by the Board.

10.3 All Members, except Junior Members, are entitled to invite guests to the Club, but the number of guests shall not exceed the maximum number as contained in the Liquor Act.

10.4 All Members, except Junior Members, are entitled to hold and host private or business functions on the Club premises after written application for such function has been considered and approved by the CEO. The CEO or Approved Manager will furnish the applicant with a written copy of the Club rules relating to functions after the application has been approved and any additional conditions and restrictions he or she shall see fit.

10.5 All Members are fully liable for any loss or damage to the Club or its property or equipment caused through failure to observe the rules and by-laws of the Club or any directions or orders of the Board or any Officer of the Club.

11. TERMINATION OF MEMBERSHIP OF THE CLUB

Membership of the Club may be terminated upon:

11.1 Non-payment of Membership Fees within three (3) months of the commencement of the financial year of the Club; or

11.2 the death of a Member; or

11.3 in the case of a body corporate, on the liquidation of that body corporate; or

11.4 the expulsion of a Member in accordance with Rule 12.

12. SUSPENSION OR EXPULSION OF MEMBERS OF THE CLUB

12.1 The Board, may by resolution, suspend or expel a Member from membership of the Club if the Member refuses or neglects to comply with these Rules, or the Member's conduct is detrimental to the interests of the Club, or if the Member is deemed not to be a fit and proper person to be a Member of the Club.

12.2 The Board must hold a Board Meeting to decide whether to suspend or expel a Member.

12.3 The Board or the CEO must not less than twenty eight (28) days prior to the meeting, give written notice to the Member of the proposed suspension or expulsion and the grounds on which it is based and of the time, date and place of the Board Meeting.

12.4 The notice shall also advise that the Member or the Member's representative may attend the Board Meeting and address the Board at the meeting and will be given full and fair opportunity to state the member's case orally, or in writing, or both.

12.5 At the Board meeting, the Board must give the Member or the Member's

representative a full and fair opportunity to state the Member's case.

12.6 The Board shall give due consideration to the oral and/or written statements of the Member or the Member's representative and determine whether or not the Member should be expelled from the Club or suspended from membership, and if so, the period that the Member will be suspended.

12.7 Once the resolution has been passed to expel of suspend a Member from membership of the Club, the Board or the CEO must inform the Member by a notice in writing of the decision of the Board within seven (7) days of the Board Meeting and that such expulsion or suspension is effective immediately.

12.8 A Member who is suspended or expelled under this rule, shall, if he or she wishes to appeal against that suspension or expulsion, give notice to the Board or the CEO of his or her intention to do so within fourteen (14) days after the serving of a notice referred to in rule 12.7.

12.9 When notice is given under Rule 12.8:

12.9.1 the Club by Special Resolution at a General Meeting, must either confirm or set aside the decision of the Board to suspend or expel the Member, after having afforded the Member or the Members' Representative a reasonable opportunity to be heard by, or to make representations in writing, to the Members at the General Meeting; and

12.9.2 the Member who gave that notice is not suspended or does not cease to be a Member unless and until the decision of the Board to suspend or expel him or her is confirmed under this sub-rule.

12.10 Any person who has been refused membership of the Club or who is under suspension or expulsion shall not be admitted to the Club premises as a guest of any member of the Club or otherwise.

13. REGISTER OF MEMBERS OF THE CLUB

13.1 The CEO shall keep and maintain in an up to date condition, a Register of the Members of the Club.

13.2 The Register shall contain:

13.2.1 the full name of each Member;

13.2.2 the date of birth of each Member;

13.2.3 the postal or residential address of each Member;

13.2.4 the email address of each member;

13.2.5 the telephone number of each Member;

13.2.6 the preferred mode of contact for each Member;

13.2.7 the date upon which the person became a Member; and

13.2.8 the class of membership held by the Member.

13.3 The Register must be so kept and maintained at the offices of the Club, or at such other place as shall be decided from time to time by the Board.

13.4 The CEO must cause the name of a person who resigns, dies or who ceases to be a Member under Rule 12 to be deleted from the Register.

13.5 All changes to the Register must be recorded within 28 days from receipt in writing that the change has occurred.

14. INSPECTING THE REGISTER AND RECORDS OF THE CLUB

14.1 A Member upon making a request to the CEO, shall at such time and place as is mutually convenient to the CEO and the Member, be entitled to inspect the Register and the Records of the Club.

14.2 A Member must not use or disclose any information in the Register or the Records of the Club:

14.2.1 to contact or send material to the Club or a Member for the purpose of advertising for political, religious, charitable or commercial purposes;

14.2.2 to gain access to information that a Member has deliberately denied them in the case of social, family or legal differences or disputes; or

14.2.3 for any other purpose unless the use of the information is approved by the Board and is for a purpose that is directly connected with the affairs of the Club or related to the administering of the Act.

14.3 The Member shall provide a Statutory Declaration setting out the purpose for the request and declaring that such purpose is directly connected with the affairs of the Club.

14.4 The CEO shall advise the Member in writing that if they use or disclose any information in the Register contrary to Rule 14.3 then a substantial fine will apply.

15. BOARD OF DIRECTORS

15.1 The affairs of the Club shall be managed by a Board of Directors (the Board) consisting of seven (7) members comprising the President, one (1) Vice President and five (5) Directors.

15.2 The President and Directors must be elected to the Board by way of a ballot of Members eligible to vote and shall hold office from the AGM at which they are elected.

15.3 The President and Directors shall be elected for a term of two (2) years and shall be eligible for re-election.

15.4 The President shall be the Chairperson of the Board and in his or her absence at a Board Meeting, the chair shall be taken by the Vice President, or in both their absence, by another Board Member appointed at the meeting.

15.5 The Vice President shall be elected by the Board annually at the first meeting of the Board held after the AGM.

15.6 The Board may appoint a maximum of two (2) additional Directors for any purpose that the Board may determine from time to time and such co-opted Directors shall hold office until the following AGM.

15.7 Co-opted Directors shall not be entitled to vote at a Board Meeting

15.8 The Chair of the Claremont District Football Development Council may be offered an ex-officio position on the Board and may attend Board meetings, but shall not have voting rights on the Board.

15.9 Players, Support Staff and Staff of the Club shall not be eligible to be Directors of the Club.

15.10 The Board shall meet at least ten (10) times in each calendar year for the transaction of Club business and a schedule of such meetings shall be determined at the first Board meeting following the AGM.

15.11 Notice and an Agenda of every Board Meeting shall be forwarded by the CEO to each member of the Board at least forty-eight (48) hours prior to such meeting.

15.12 Four (4) Members of the Board shall form a quorum.

15.13 All business transacted by the Board shall be resolved by a majority of votes and upon a resolution being declared carried by the Chairperson, such resolution shall become binding upon the Board and all Members.

15.14 Each Board Member shall have a deliberative vote, but if there is an equality of votes, the Chairperson of the Board Meeting is entitled to exercise a second or casting vote.

15.15 A resolution in writing and signed by a majority of Board Members shall be as valid and effectual as if it had been passed at a meeting of the Board duly called and constituted.

15.16 Any such resolution shall be posted or faxed or electronically transmitted to all Board Members and may consist of several documents in like form, each signed by one or more Board Members. For the purpose of this Rule, a document produced by mechanical or electronic means and bearing the signature of a Board Member and printed by mechanical or electronic means shall be deemed to be a document signed by that Board Member.

15.17 Unless the Board shall by resolution determine otherwise, the procedure at all meetings of the Board shall be governed by the rules ordinarily observed in the conduct of meetings in committee.

15.18 A Board Member must exercise his or her powers and discharge his or her duties with a degree of care and diligence that a reasonable person would exercise in the circumstances and must do so in good faith in the best interests of the Club.

15.19 No Board Member shall make any public statement or comment or cause to be published any words or article concerning the conduct of the Board or the Club, unless the person is authorised by the Board to do so and such authority is recorded in the minutes of a Board Meeting.

15.20 A Board Member having any direct or indirect material, personal or pecuniary interest in a matter being considered by, or in the contemplation of the Board, must, as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Board and must not be present while the matter is being considered by the Board or vote on the matter.

15.21 The CEO must cause every disclosure made under Rule 15.20 by a Board Member to be recorded in the minutes of the Board Meeting at which it is made.

15.22 All acts done by any meeting of the Board, or by any person acting as a Board Member shall, notwithstanding that it is later discovered that there was some defect

in the appointment of any such person acting, be valid as if that person had been duly appointed.

15.23 All Board Members and other Officers of the Club (with the exception of the CEO or Auditor) shall be honorary, provided that this provision shall not prevent any Board Member or other Officer of the Club from being paid out of pocket expenses for travel and accommodation properly incurred in attending a Board Meeting or General Meeting or otherwise in connection with the Club's business.

15.24 Payment of any honorarium or other remuneration to a Board Member or other Officer of the Club out of Club funds as the Board shall think appropriate must be approved by a resolution of the Members at a General Meeting.

15.25 The Board shall not be liable for the acts of any Board Member or other Officer of the Club or for any loss or expenses happening to the Club, unless same happens through his or her own wilful act, neglect of default.

15.26 Every Board Member or other Officer of the Club (with the exception of the Auditor) shall be indemnified by way of an insurance policy or out of the funds of the Club against any losses, damages, costs or expenses incurred by him or her in or about the discharge of his or her duties, except such as are incurred by his or her own wilful act, neglect or default.

15.27 In the event that any Board Member:

15.27.1 resigns, by giving notice in writing to the CEO or the Board and that resignation is accepted by resolution of the Board;

15.27.2 is absent from three (3) consecutive Board Meetings without leave of absence being granted by the Board;

15.27.3 dies;

15.27.4 is permanently incapacitated by physical or mental ill-health;

15.27.5 becomes insolvent or bankrupt;

15.27.6 is convicted of an offence under the Act;

15.27.7 ceases to be a member of the Club; or

15.27.8 is the subject of a Special Resolution passed by a General Meeting of Members terminating his or her appointment as a Board Member;

their office shall thereupon be immediately declared vacant and the CEO shall notify them in writing of having ceased to hold office.

15.28 Any vacancy on the Board that occurs in accordance with Rule 15.27, Rule 17.4 or Rule 17.8.6 shall be filled by a person appointed by the Board and such person so appointed shall hold office until the following AGM.

15.29 In the event of all Board Members desiring to resign or, in the event that the number of Board Members from any cause whatsoever, falls to three (3) or less, a new Board of Directors shall be elected in the manner provided for in these Rules.

16. POWERS AND DUTIES OF THE BOARD OF DIRECTORS

16.1 The affairs of the Club shall be managed and controlled exclusively by the Board, which in addition to any objects, powers and authorities conferred by these Rules, may exercise all such powers and do all such things as are within the objects of the

Club and which shall not by any Act of Parliament or by these Rules be required to be done by the Club in a General Meeting.

16.2 For the attainment of the objects of the Club, the Board shall have the following powers and duties:

16.2.1 To confirm and approve the design and uniform of the Club.

16.2.2 The Board shall have the power to appoint and dismiss:

(i) the Chief Executive Officer

(ii) coaches;

(iii) captains and vice-captains;

(iv) delegates and proxy-delegates to represent the Club at the Western Australian Football Commission;

(v) a Club Patron and Vice Patron or Vice Patrons;

(vi) Trustees;

(vii) sub-committees for the conduct and direction of the various activities of the Club as the Board shall from time to time determine;

16.2.3 The Board may at any time at its discretion, remove or discontinue any of the appointments made under rule 16.2.2.

16.3 The Board may delegate, in writing, to any officers, employees or sub-committees as the Board thinks fit, the exercise of such functions of the Board as are specified in the delegation, other than the power of delegation and any function which is a duty imposed upon the Board by the Act or any other law.

16.3.1 The following Sub-Committees are to be maintained by the Board:

- Finance and Audit
- Football Affairs Male
- Football Affairs Women

16.4 Any delegation of functions under Rule 16.3 may be subject to such terms, conditions and limitations as to the exercise of such functions as specified in the written delegation, and the Board may continue to exercise any function so delegated.

16.5 The Board may at any time and at its discretion in writing, revoke wholly or in part any delegation referred to in Rule 16.3.

16.6 The Board shall be required to:

16.6.1 ensure compliance with these Rules;

16.6.2 safeguard and satisfy the needs of the Members;

16.6.3 manage the Club;

16.6.4 raise funds and authorise expenditure by the Club;

16.6.5 formulate major proposals, industry plans and objectives for acceptance by its Members;

16.6.6 consider and resolve whether to suspend or expel any Member from membership of the Club; and

16.6.7 carry out all other duties required and authorised by these rules.

16.7 The interpretation of these Rules, or of any question arising out of or not provided for in these Rules, shall be at the discretion of the Board, whose decision shall be final and binding on all Members.

16.8 All acts performed by the Board or by a person acting as a Board Member or any sub-committee is deemed to be valid even if the act was performed when there was a defect in the appointment of a Board Member, Officer or sub-committee.

17. ELECTION OF THE BOARD OF DIRECTORS

The following provisions shall apply to the election of the Board of Directors, namely

17.1 Three (3) Directors shall retire every alternate year after holding office for two (2) years and shall be eligible for re-election.

17.2 The President shall retire from office at the expiration of his or her two (2) year term and shall be eligible for re-election.

17.3 The President shall be elected separately from the election of the other Directors.

17.4 In the event that a Director is elected as President, his or her position as a Director shall become vacant and such vacancy shall be filled with the candidate with the next highest vote in the election of Directors or if no other candidate exists, the Board may make an appointment in accordance with Rule 15.28.

17.5 a) subject to Rule 17.5 b), no person shall be eligible to serve on the Board for more than ten (10) consecutive years;

b) a person may serve twelve (12) consecutive years on the Board if that person is elected to serve as President for at least two (2) of those twelve (12) consecutive years.

17.6 Each term of office as President or Director shall commence at the conclusion of the AGM or such other General Meeting called for election purposes.

17.7 The Board shall appoint a Returning Officer to conduct the election, who may appoint such persons to assist him or her as he or she thinks fit.

17.8 The election of the President and Directors shall be held in the following manner:

17.8.1 The CEO shall, not less than Thirty Five (35) days prior to the holding of the AGM or such meeting called for election purposes, by notice sent either by post and/or electronically to all Members of the Club, call for nominations for the election of the President and/or Directors and specify the particulars of the election, the President and/or Directors retiring and the vacancies to be filled and the closing date for nominations for such election.

17.8.2 Each candidate for election as the President or a Director must be proposed and seconded by two (2) Members eligible to vote in such election.

17.8.3 Such nomination shall be in writing and shall be signed by the proposer and seconder and shall also be signed by the candidate as evidence of their consent to such nomination.

17.8.4 Nominations shall be delivered to the nominated Club office by hardcopy or by electronic means or as specified in the notice referred to in Rule 17.8.1 not less than twenty one (21) days prior to the AGM or such other General Meeting called for election purposes.

17.8.5 Where no more than the required number of candidates are nominated for election as the President or a Director, those candidates nominated shall be declared elected at the AGM or such other General Meeting called for election purposes.

17.8.6 If insufficient nominations are received for the required number of vacancies on the Board, then those candidates who have nominated shall be declared elected and any unfilled vacancies shall be filled by persons appointed by the Board in accordance with Rule 15.28.

17.8.7 Where there are more nominations for election as the President or a Director than there are vacancies to be filled, an election by ballot shall be conducted.

17.8.8 The election by ballot shall be conducted either by post and/or electronically, as shall be determined by the Board.

17.8.9 The Board will determine the procedure and process for any and all voting conducted electronically and shall notify all Members eligible to vote of that procedure and process.

17.8.10 All voting conducted electronically shall be by a computer-based on-line ballot.

17.8.11 The Board may appoint an independent contractor to manage the on-line voting process, but before the voting begins, the Returning Officer must certify to the Board that, in the opinion of the Returning Officer, the on-line process has been designed so as to provide reasonable protection against fraud

17.8.12 The CEO shall within seven (7) days of the closing of nominations, post and/or send electronically, as the Board shall determine, to all Members of the Club eligible to vote to their nominated postal and/or electronic address shown in the Register:

(i) The relevant ballot papers together with appropriate instructions for voting.

(ii) A candidate profile sheet that has been submitted by each candidate in such format as determined by the Board from time to time.

(iii) The ballot paper and candidate profile sheet shall list candidates in order as decided by a draw conducted by the Returning Officer.

(iv) The postal ballot papers shall contain an envelope marked “Ballot Paper Only” together with a prepaid envelope addressed to the Returning Officer, Claremont Football Club

at the usual postal address and a counterfoil slip for the provision of the signature, name and address of the Member.

(v) The prepaid envelope containing the "Ballot Paper Only" envelope shall be posted or delivered to the CEO or placed in the Ballot Box at the Club premises.

(vi) The Returning Officer shall verify the validity of votes by cross-reference of the Members' details on the prepaid envelope or counterfoil slip with the current Register.

17.8.13 All Members, except Associate, Junior and Social Members, are eligible to vote for the election of the President and/or Directors.

17.8.14 Each Member, being a person eligible to vote, shall only be entitled to one (1) vote.

17.8.15 Each Member eligible to vote shall vote by placing a cross (X) in the boxes alongside the names of the candidates for whom the Member wishes to vote without exceeding the full number of candidates required to be elected.

17.8.16 Only Financial Members shall be eligible for election to the Board or be permitted to nominate or second any candidate or vote at any election.

17.8.17 Each candidate may if he or she so desires appoint a scrutineer to represent him or her at the counting of postal and/or electronic votes.

17.8.18 Voting shall close at 5.00 pm on the day prior to the AGM or such other General Meeting called for election purposes.

17.8.19 The Returning Officer shall after the closing of the ballot:

(i) Open the ballot box in the presence of the CEO and such candidates and/or scrutineers as are in attendance and count the votes received for each candidate.

(ii) The counting of votes lodged via the on-line voting system may be conducted by the independent contractor appointed by the Board under the oversight of the Returning Officer and candidates and/or scrutineers.

17.8.20 Where more than three (3) vacancies occur in any year, the three (3) candidates receiving the highest number of votes shall be elected for a two (2) year term and the other candidates as required shall be elected for a one (1) year term.

17.8.21 Where two or more candidates receive an equal number of votes and the vacancy or vacancies that remain are less in number than the said candidates, then a secret ballot shall be taken of Members entitled to vote at the AGM or such other General Meeting called for election purposes, to determine which of the said candidates shall be elected to fill the remaining vacancy or vacancies.

17.8.22 The Returning Officer shall declare the results of the election to the CEO in writing and such declaration shall be final and conclusive.

17.8.23 The results of the election shall be announced by the Chairperson at

the AGM or at such other General Meeting called for election purposes.

17.9 The validity of the election is not affected by any defect in the appointment of any person for the purpose of holding the election.

17.10 The accidental omission to send ballot papers to any Member, or the non-receipt of same, by post or electronic medium by any Member, shall not invalidate the election.

17.11 The Returning Officer shall have control of the election and his or her decision shall be final in all matters relating to the conduct of the election.

18. ANNUAL GENERAL MEETING

18.1 The Annual General Meeting of Members shall be held not later than six (6) months after the end of the Financial Year or within a longer period as the Commissioner may allow.

18.2 If the Club requires approval from the Commissioner to hold the AGM within a longer period than under Rule 18.1 then the CEO must apply to the Commissioner no later than four (4) months after the end of the Financial Year.

18.3 The CEO shall, not less than twenty one (21) days prior to the date of the meeting, by notice sent either by post and/or electronically to all Members, advise of the day, time and place that the AGM will be held and the business to be transacted at the meeting.

18.4 The following business shall be conducted at the AGM:

18.4.1 To confirm the minutes of the previous AGM and any General Meetings that have been held since the previous AGM.

18.4.2 To receive the Annual Report and the Report of the Board on the general business undertaken by the Board during the preceding year and the current general state of the Club.

18.4.3 To receive and adopt the Financial Statements and Auditor's report for the preceding Financial Year.

18.4.4 To declare the result for the election of the President and/or Directors.

18.4.5 To elect such Directors, if any, as may be required pursuant to Rule 17.8.21.

18.4.6 To appoint an Auditor or Auditors if required.

18.4.7 To confirm by Special Resolution, Life Memberships as proposed by the Board.

18.4.8 To deal with such business as shall be brought forward of which due notice has been given. Such business shall be given to the CEO in writing at least thirty (30) days prior to the date of the AGM.

18.4.9 To transact any general business of which prior notice is not required by these Rules.

19. GENERAL MEETINGS

19.1 A General Meeting may be called at any time by the Board.

19.2 The Board, upon receiving a request in writing from not less than ten prercent (10%) of the Members entitled to vote to convene a General Meeting, or after receiving notice under Rule 12.8 or Rule 30.7, must within twenty eight (28) days convene a General Meeting.

19.3 The Members' request must state the purpose of the meeting including the wording of any proposed resolution and be signed by the required number of Members making the request as specified in Rule 19.2.

19.4 All matters to be considered at a General Meeting under Rule 19.2 must be passed by a Special Resolution.

19.5 If a General Meeting is not convened within the relevant twenty eight (28) days referred to under Rule 19.2:

19.5.1 the Members referred to in Rule 19.2 who made the request may themselves convene a General Meeting as if they were the Board; or

19.5.2 in Rule 12.8 or Rule 30.7 the Member who gave notice may him or herself convene a General Meeting as if he or she were the Board.

19.6 When a General Meeting is convened under Rule 19.5, the Club must pay all reasonable expenses in convening and holding the General Meeting.

19.7 The CEO must give all Members not less than twenty one (21) days notice of a General Meeting and that notice must specify the day, time and place for the meeting and the particulars of the business to be transacted.

19.8 All resolutions, questions and matters submitted in accordance with these rules to a General Meeting, except as otherwise provided in these rules where a Special Resolution is required, shall:

19.8.1 be determined by an Ordinary Resolution of those Members present, in person or by proxy and eligible to vote, by a show of hands unless a poll is demanded by at least ten (10) Members present and eligible to vote; and

19.8.2 in the event of a tied vote for an Ordinary Resolution, the Chairperson shall be entitled to exercise a second or casting vote; and

19.8.3 in the event of a tied vote for a Special Resolution, the Chairperson shall not be entitled to exercise a second and casting vote and such resolution, question or matter shall lapse.

20. PROCEEDINGS AT GENERAL MEETINGS

The following shall apply to General Meetings of the Club:

20.1 A quorum shall by constituted by forty (40) Members, present in person, or by proxy and eligible to vote, at the time the meeting proceeds to business.

20.2 If a quorum is not present within thirty (30) minutes of the time appointed for the commencement of the meeting:

20.2.1 where the meeting was convened upon the requisition of Members, in accordance with Rule 19.2 the meeting shall be dissolved; and

20.2.2 in any other case:

(i) the meeting shall stand adjourned to such other time and place as the Chairperson shall determine, or, if no determination is made, the same time, day and place in the following week; and

(ii) if at the adjourned meeting a quorum is not present within thirty (30) minutes of the time appointed for the commencement of the meeting, then the Members present shall constitute a quorum.

20.3 The Chairperson of the Meeting shall be the President of the Club, and in his or her absence, the chair shall be taken by the Vice President, or in both their absence, by another Board Member or Member appointed at the meeting.

20.4 Voting on any resolution, question or matter at General Meetings, except as otherwise provided in these Rules, shall be determined by a show of hands, unless a poll is demanded by at least ten (10) Members present and eligible to vote.

20.5 At all General Meetings of the Club, all financial Members, except Associate, Social and Junior Members, are eligible to vote.

20.6 The accidental omission to send a Notice of Meeting to any Member, or the non receipt of same, by post or electronic medium by any Member, shall not invalidate the meeting.

21. PROXIES

21.1 Each Member is entitled to appoint in writing, a natural person who is also a Member, to be the Member's proxy and to attend and vote on the Member's behalf at any General Meeting of the Club.

21.2 Written notice of the proxy must be given to the CEO or Chairperson before the commencement of the meeting to which the proxy is appointed.

21.3 No Member may hold more than three (3) proxies.

22. MINUTES OF MEETINGS

22.1 The CEO or a person authorized by the board from time to time, must keep minutes of the resolutions and proceedings of all Board Meetings and General Meetings of the Club, together with a record of the names of those persons present at each meeting.

22.2 The minutes are to be taken and then within thirty (30) days after the holding of each meeting, be entered into a Minute Book or file kept for that purpose.

22.3 The CEO must ensure that the minutes of a Board Meeting or General Meeting as referred to in Rule 22.1 are reviewed and signed as a true and correct record of such meeting by:

22.3.1 the Chairperson of the Board Meeting or General Meeting to which those minutes relate; or

22.3.2 the Chairperson of the next succeeding Board Meeting or General Meeting.

22.4 When the minutes have been entered and signed as a true and correct record in accordance with Rule 22.3, they are, until the contrary is proved, evidence that:

22.4.1 the Board Meeting or General Meeting to which they relate was duly

convened and held; and

22.4.2 that all proceedings recorded as having taken place at the Board Meeting or General Meeting did in fact take place at such meeting; and

22.4.3 all appointments or elections purporting to have been made at such meeting have been validly made.

23. CHIEF EXECUTIVE OFFICER

23.1 The Chief Executive Officer (CEO) shall be appointed by the Board

23.2 The Board shall be empowered to enter into a contract with the CEO containing the terms, conditions and remuneration of his or her employment.

23.3 The CEO shall carry out such duties as the Board may from time to time direct and shall:

23.3.1 be responsible for the general management of the Club and supervision of the staff:

23.3.2 co-ordinate the correspondence of the Club;

23.3.3 have custody of all books, documents, records and registers of the Club;

23.3.4 keep full and correct minutes of all resolutions and proceedings of Board Meetings and General Meetings of the Club in accordance with Rule 22;

23.3.5 maintain any records required to comply with any act or statute enacted from time to time, which may affect the Club;

23.3.6 keep and maintain the Register of Members of the Club, as referred to and in accordance with Rule 13;

23.3.7 keep and maintain in an up to date condition the names and postal, residential and electronic addresses of the persons who hold the offices of the Club provided for by these rules, including but not limited to, all persons who constitute the Board of Directors, the Trustees and persons who are authorised to use the Common Seal of the Club in accordance with Rule 27;

23.3.8 keep and maintain in an up to date condition the Constitution, Rules and By-laws of the Club;

23.3.9 comply with the requirements of the Liquor Act and to maintain and renew the Club's Liquor Licence;

23.3.10 prepare an Annual Report for the Club; and

23.3.11 perform such other duties as may be imposed by the Board from time to time or by these Rules on the CEO.

23.4 The CEO shall not have a vote at proceedings of the Board or any General Meeting of the Club.

23.5 Should the CEO be absent from his position for an extended period of time due to

leave or sickness, the Board may appoint an acting CEO to perform his or her duties.

24. FINANCE DIRECTOR

24.1 The Finance Director shall be a member of the Board and shall be appointed by the Board annually.

24.2 The Finance Director shall oversee the conduct of the Club's finances and shall:

24.2.1 keep such accounting records as correctly record and explain the financial transactions and financial position of the Club;

24.2.2 keep its accounting records in such manner as will enable true and fair accounts of the Club to be prepared from time to time;

24.2.3 keep its accounting records in such manner as will enable the true and fair accounts of the Club to be conveniently and properly audited;

24.2.4 submit to each ordinary meeting of the Board a progressive statement of receipts and expenditure together with a statement of liabilities and a balance sheet; and

24.2.5 submit to Members at each AGM the audited accounts of the Club showing the financial position of the Club at the end of the immediately preceding Financial Year.

24.3 The Financial Year of the Club shall be from the 1st day of November to the 31st day of October the following year.

25. AUDITOR

25.1 The accounts of the Club shall be audited annually at the conclusion of the Financial Year.

25.2 The Auditor or Auditors may be a person or a firm of Chartered Accountants suitably qualified as Auditors who shall be nominated by the Board and elected by the Members at a General Meeting.

25.3 The Auditor appointed at a General Meeting holds office until the Auditor:

(i) Dies; or

(ii) becomes insolvent under administration as that term is defined in the Corporations Act; or

(iii) ceases to be qualified for such appointment; or

(iv) resigns from office as provided for under Rule 25.4; or

(v) is removed from office under rule 25.7.

25.4 An Auditor may, by giving notice in writing, resign as Auditor of the Club.

25,5 The Club must, within fourteen (14) days after being notice of resignation by the Auditor, lodge with the Commissioner notice of the resignation on the approved form.

25.6 The Board shall have the power to fill any casual vacancy in the position of Auditor.

25.7 An Auditor may only be removed from office by resolution at a General Meeting of the

Club.

25.8 Written notice of an intention to move a resolution referred to in 25.7 must be given to every Member of the Club at least two (2) months before the General Meeting is to be held.

25.9 The written notice must state in full the proposed resolution.

25.10 As soon as possible after being given the notice of the resolution, the Board must:

(i) give a copy of the notice to the Auditor; and

(ii) lodge a copy of the notice with the Commissioner.

25.11 The auditor who receives a notice from the Club under rule 25.10(i) may within thirty (30) days after receiving the notice, make a written representation, not exceeding a reasonable length, to the Board.

25.12 Under rule 25.7, a resolution proposing the Auditor's removal is of no effect unless:

(i) the Board gives a copy of the representation to all Members at least seven (7) days before the meeting at which the resolution is to be considered; and

(ii) the Auditor is allowed to attend the meeting and address the Members present before the vote on the resolution.

25.13 A document required to be given to a Member under rule 25.8 and 25.12(i), may be given:

(i) personally; or

(ii) by post; or

(iii) by any other means authorised under these rules.

25.14 All costs associated with giving a document to the Members are to be borne by the Club.

25.15 The Auditor shall be responsible for verifying the correctness of the Financial Statements and Balance Sheet of the Club and submit a written report for presentation to the Members at the AGM.

25.16 The Auditor shall if requested by the Board, undertake an audit to verify the correctness of the Financial Statements and Balance Sheet covering such period/s as determined by the Board.

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

25.18 The Auditor shall not be a Member of the Board and need not necessarily be a Member of the Club.

26. TRUSTEES

26.1 The Trustees of the Club shall be the President, Vice President, CEO and one other elected Board Member.

26.2 The Board shall have the power to appoint or remove any of the Trustees and to fill any vacancy occurring by death, resignation or removal.

27. COMMON SEAL

27.1 The Club must have a Common Seal on which its corporate name appears in legible characters.

27.2 The Common Seal of the Club must not be used without the express authority of the Board and every use of the Common Seal must be recorded in the Minute Book referred to in Rule 22.

27.3 The affixing of the Common Seal must be witnessed by any two (2) of the Trustees of the Club.

27.4 The Common Seal of the Club must be kept in the custody of the CEO or such other person as the Board shall from time to time shall decided.

28. MERIT AWARDS

28.1 The Board may select in each year such person or persons as the Board thinks fit to receive a Merit Award.

28.2 A Merit Award shall be awarded for special services and assistance rendered to the Club by the recipient.

29. LIQUOR LICENCE

29.1 The Club shall apply for and hold such Liquor Licence for the supply and sale of liquor as the Board shall from time to time determine in accordance with the Liquor Act.

29.2 The Board from time to time shall determine which part or all of the Club premises that shall be the subject of the Liquor Licence.

29.3 The Club shall appoint and maintain a licensed Approved Manager for the purposes of observing the requirements of the Liquor Act.

29.4 Liquor shall only be sold or supplied on the Club premises in accordance with the Liquor Act.

29.5 No liquor shall be sold or supplied to any Juvenile.

29.6 Unaccompanied Juveniles are permitted to enter and remain on the Club licensed premises for the purposes of viewing or participating in sport or Members attending Club activities.

29.7 No liquor shall be sold or supplied for consumption elsewhere than on the Club premises unless such liquor is removed from the Club premises by or on the instructions of the Member purchasing the liquor.

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

29.9 No liquor shall be sold or disposed of on Christmas day, Good Friday or before noon on Anzac day except as permitted under the provisions of the Liquor Act.

29.10 No payment or part payment of any Manager, or other official or servant of the Club shall be made by way of commission or allowance from or upon the receipts of the Club for liquor supplied.

29.11 No gambling or betting shall be allowed on the Club premises unless approved by the relevant government authority.

29.12 Pursuant to Section 48(4)(e) of the Liquor Act, the Club shall keep an up to date register of all members in respect to each class of membership and said register must be continually available for inspection at the Club premises.

30. RESOLVING DISPUTES

30.1 This rule applies to:

(i) Disputes between Members; and

(ii) Disputes between the Club and one or more Members that arise under the Rules or relate to the Rules of the Club.

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

30.3 If the parties are unable to resolve the dispute, any party to the dispute may initiate a procedure under this Rule by giving written notice to the CEO of the parties to, and the details of the dispute.

30.4 The CEO must convene a Board meeting within twenty eight (28) days after the CEO receives notice of the dispute under Rule 30.3, for the Board to determine the dispute.

30.5 At the Board Meeting to determine the dispute, all parties to the dispute must be given a full and fair opportunity to state their respective cases orally, in writing, or both.

30.6 The CEO must inform the parties to the dispute in writing of the Board's decision within seven (7) days after the Board Meeting.

30.7 If any party to the dispute is dissatisfied with the decision of the Board, they may appeal against that decision by giving notice to the Board or the CEO of his or her intention to do so within the period of fourteen (14) days after the serving of a notice referred to in Rule 30.6.

30.8 When notice is given under Rule 30.7, the Club by Special Resolution in a General Meeting, must either confirm or set aside the decision of the Board.

31. BY-LAWS OF THE CLUB

31.1 The Board may make, amend and repeal By-laws for the management of the Club, provided that the By-laws are not inconsistent with the Rules of the Club or the Act.

31.2 The By-laws made under Rule 31.1 do not form any part of the Rules of the Club.

31.3 The By-laws made under Rule 31.1 may make provision for:

31.3.1 adding, amending or repealing classes of membership and the rights, privileges and obligations that apply to each class of membership;

31.3.2 the rights, privileges and obligations that apply to any Sponsors of the Club;

31.3.3 the rights, privileges and obligations that apply to the appointment of the Patron and Vice Patrons of the Club;

31.3.4 requirements for financial reporting, financial accountability or audit of accounts in addition to those prescribed by the Rules or the Act;

31.3.5 the signatories to the bank accounts of the Club; and

31.3.6 any other By-laws that the Board may from time to time deem appropriate.

32. NOTICES

32.1 A notice or other communication connected with these Rules has no legal effect unless it is in writing and given as follows:

(i) delivered by hand to the nominated address of the addressee; or

(ii) sent by post to the nominated address of the addressee; or

(iii) sent by e-mail or any other method of electronic communication (including facsimile) to the nominated electronic address of the addressee.

32.2 Any notice given to a Member under these Rules, must be sent to the Member's preferred address as set out in the Register referred to in Rule 2.25.

33. AMENDMENTS TO THE CONSTITUTION

33.1 The Constitution and Rules of the Club shall not be added to, amended or repealed except at an AGM or a General Meeting called for such purpose, at which due notice has been given.

33.2 Any amendments to the Constitution and Rules must be decided by a Special Resolution of Members present, in person or by proxy and eligible to vote at such Meeting and shall be determined by a show of hands unless a poll is demanded by at least ten (10) Members present and eligible to vote.

33.3 The CEO shall within one (1) month or such other time as shall be determined by the Act, of the passing of a Special Resolution to amend the Constitution or Rules of the Club, lodge with the Commissioner, notice of the Special Resolution setting out the particulars of the amendments together with certification of the Special Resolution being duly passed as a Special Resolution and that the Constitution or Rules so amended conform to the requirements of the Act.

33.4 The Constitution and Rules of the Club shall be reviewed every five (5) years or such other period less than five (5) years as the Board may from time to time determine.

34. DISSOLUTION OF THE CLUB

34.1 The Club shall be dissolved by the passing of a Special Resolution of Members eligible to vote at a General Meeting called for that purpose.

34.2 The surplus property of the club, after all the debts and liabilities are paid, cannot be distributed to Members or former Members, but must be distributed to an Incorporated Association whose objects are similar to the objects of the Club or for charitable purposes as decided by the resolution to dissolve the Club.