

Constitution of the Southside Camera Club Incorporated

**adopted by the Annual General Meeting
of the Southside Camera Club
14 December 2017**

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PART 1 -- PRELIMINARY

1.1 **The name of the organisation is** "Southside Camera Club (Incorporated)", hereinafter referred to as "the club".

2. The objects of the club are:

2.1 To support its members to practise and improve their photography in a flexible, relaxed and enjoyable atmosphere, dedicated to the art and enjoyment of photography; and

2.2 to promote photography as an art form to the community of the ACT and region.

3. In this constitution, unless the contrary intention appears:

"committee" means the management committee of the club;

"email address" means the latest email address of the member recorded in a register or other records kept by the club;

"financial member" means a member who has paid their membership subscription for the current financial year;

"financial year" means the year ending on 30 June;

"general meeting" means a general meeting of members convened in accordance with clause 36;

"honorary life member" means a person granted honorary life membership in accordance with clause 16;

"honorary member" means a person granted honorary membership in accordance with clause 15;

"member" means a financial member, honorary member or honorary life member of the club;

"notice in writing" means a notice in written form mailed to the postal address or in electronic form to the email address recorded by the club;

"ordinary committee member" means a member of the committee who is not an office bearer of the club as referred to in clause 21.2;

"the Act" means the Associations Incorporation Act 1991;

"the regulation" means the Associations Incorporation Regulation 1991.

4. In this constitution, a reference to the secretary of the club is a reference:

4.1 Where a person holds office under this constitution as secretary of the club to that person; and

4.2 in any other case, to the public officer of the club.

5. In this constitution:

5.1 A reference to a function includes a reference to a power, authority and duty; and

5.2 a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty.

6. Application of Legislation Act 2001

6.1 The Legislation Act 2001 applies to these rules in the same way as it would if they were an instrument made under the Act.

PART 2 – MEMBERSHIP

7. Membership qualifications.

7.1 A person is qualified to be a Member if the person:

7.1.1 has applied for membership in accordance with sub-clause 8.1 and has been approved for membership of the club by the committee of the club; or

7.1.2 has been appointed an honorary member in accordance with clause 15 or an honorary life member in accordance with clause 16.

8. Application for financial membership.

8.1 An application for membership of the club:

8.1.1 shall be made in writing in the form determined by the committee from time to time; and

8.1.2 shall be lodged in a manner determined by the committee from time to time together with an amount equal to the membership subscription applicable at the time of the application and the joining fee, prescribed for new members.

8.2 As soon as practicable after receiving an application for membership, the committee shall determine whether to approve or reject the application.

8.3 Where the committee determines to approve an application for membership, the treasurer shall as soon as practicable after that determination notify the applicant of that approval and enter the applicant's name in the register of members.

8.4 Where the committee determines not to approve an application for membership, the treasurer shall as soon as practicable after that determination notify the applicant of that decision and refund to the applicant the amount paid under clause 8.1.2

9. Effect of membership

9.1 Members are responsible for acting in accordance with this constitution and any other policies that the committee has agreed to and published as being appropriate for the welfare of the club.

9.2 Members acknowledge and agree that:

9.2.1 this constitution forms a contract between each of them and the club and that they are bound by this constitution;

9.2.2 they shall comply with and observe this constitution and any determination, resolution or policy which may be made or passed by the committee or other entity with delegated authority;

9.2.3 the constitution is necessary and reasonable for promoting the objects of the club; and

9.2.4 they are entitled to all benefits, advantages, privileges and services of membership of the club.

10. Membership entitlements not transferable.

10.1 A right, privilege or obligation which a person has by reason of being a member of the club:

10.1.1 is not capable of being transferred or transmitted to another person;
and

10.1.2 terminates upon cessation of the person's membership.

11. Cessation of membership.

11.1 A person ceases to be a member of the club if the person:

11.1.1 resigns from membership of the club; or

11.1.2 is expelled from the club; or

11.1.3 dies; or

11.1.4 fails to renew membership of the club.

12. Resignation of membership.

12.1 A member is not entitled to resign from membership of the club except in accordance with this clause.

12.2 A member who has paid all amounts payable by the member to the club may resign from membership of the club by giving notice in writing to the secretary.

12.3 Where a person ceases to be a member, the treasurer shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

13. Fees and subscriptions.

13.1 The joining fee to the club and the annual membership subscription shall be fixed at the annual general meeting, but if the annual general meeting fails to fix the joining fee and annual membership subscription, they shall be fixed by the committee as soon as practicable thereafter.

14. Financial members' liability.

14.1 The liability of a financial member to contribute towards the payment of debts and liabilities of the club or the costs, charges and expenses of the winding up of the club is limited to the amount, if any, unpaid by the member in respect of membership of the club as required by clause 13.1.

15. Honorary membership.

15.1 A person may apply for honorary membership of the club in writing in the form and manner determined by the committee from time to time.

15.2 Honorary membership may be granted at the discretion of the committee.

15.3 Honorary membership shall terminate on 30 June of the year following which the election to honorary member was made or at such other time as the committee, in its absolute discretion, determines.

16. Honorary life membership.

16.1 Honorary life membership may be conferred on any person on a recommendation of the committee presented to an annual general meeting or general meeting of the club and approved at that meeting by not less than two thirds of the members present and entitled to vote.

16.2 As soon as practicable after a recommendation for honorary life membership is approved, the treasurer shall enter the name of the honorary life member in the register of members if the member is not already a member of the club.

17. Disciplining of members.

17.1 Where the committee is of the opinion that a member:

17.1.1 has persistently refused or neglected to comply with the provisions of this constitution; or

17.1.2 has persistently or wilfully acted in a manner prejudicial to the interests of the club,

the committee may, by resolution:

17.1.2.1 expel the member from the club; or

17.1.2.2 suspend the member from such rights and privileges of membership of the club as the committee may determine for a specified period.

17.2 A resolution of the committee under sub-clause 17.1 is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under sub-clause 17.3 confirms the resolution in accordance with this clause.

17.3 Where the committee passes a resolution under sub-clause 17.1, the secretary shall, as soon as practicable, cause a notice in writing to be served on the member:

17.3.1 setting out the resolution of the committee and the grounds on which it is based;

17.3.2 stating that the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;

17.3.3 stating the date, place and time of that meeting; and

17.3.4 informing the member that the member may do either or both of the following:

17.3.4.1 attend and speak at that meeting;

17.3.4.2 submit to the committee at or prior to the date of that meeting written representations relating to the resolution.

- 17.4 Subject to the Act, section 50, at a meeting of the committee mentioned in sub-clause 17.3, the committee shall:
- 17.4.1 give to the member mentioned in sub-clause 17.1 an opportunity to make oral representations;
 - 17.4.2 give due consideration to any written representations submitted to the committee by that member at or prior to the meeting; and
 - 17.4.3 by resolution determine whether to confirm or to revoke the resolution of the committee made under sub-clause 17.1.
- 17.5 Where the committee confirms a resolution under sub-clause 17.4, the secretary shall, within seven days after confirmation, by notice in writing inform the member of that confirmation and of the member's right to appeal under clause 18.1.
- 17.6 A resolution confirmed by the committee under sub-clause 17.4 does not take effect:
- 17.6.1 until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
 - 17.6.2 where within that period the member exercises the right of appeal, unless and until the club confirms the resolution in accordance with sub-clause 17.4.

18. Right of appeal of disciplined member.

- 18.1 A member may appeal to the club in general meeting against a resolution of the committee which is confirmed under sub-clause 17.4, within seven days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 18.2 Upon receipt of a notice under sub-clause 18.1, the secretary shall notify the committee which shall convene a general meeting of the club to be held within 21 days after the date on which the secretary received the notice or as soon as possible after that date.
- 18.3 Subject to the Act, section 50, at a general meeting of the club convened under sub-clause 18.2:
- 18.3.1 no business other than the question of the appeal shall be transacted;
 - 18.3.2 the committee and the member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - 18.3.3 the members present shall vote by secret ballot on the question of whether the resolution made under sub-clause 17.4 is confirmed.
- 18.4 If the meeting passes a special resolution in favour of the confirmation of the resolution made under sub-clause 17.4, that resolution is confirmed.

PART 3 – COMMITTEE

19. Statement of committee responsibility

19.1 The responsibility of the committee is to manage the clubs' finances and assets prudently and to oversee a programme of activities aimed at supporting the clubs' objectives.

20. Powers of the committee.

20.1 The committee, subject to the Act, the regulation, this constitution, and to any resolution passed by the club in general meeting:

20.1.1 shall control and manage the affairs of the club;

20.1.2 may exercise all such functions as may be exercised by the club other than those functions that are required by this constitution to be exercised by the club in general meeting; and

20.1.3 has the power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the club.

21. Constitution and membership.

21.1 The committee shall consist of:

21.1.1 the office-bearers of the club; and

21.1.2 up to three ordinary members of the club; each of whom shall be elected pursuant to clause 22 or appointed in accordance with sub-clause 22.6.

21.2 The office-bearers of the club shall be:

21.2.1 the president;

21.2.2 the secretary;

21.2.3 the treasurer.

21.3 Each member of the committee shall, subject to this constitution, hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

21.4 In the event of a vacancy in the membership of the committee, the committee may appoint a member of the club to fill the vacancy and the member so appointed shall hold office, subject to this constitution, until the conclusion of the annual general meeting following the date of the appointment.

22. Election of committee members.

- 22.1 A minimum of three members of the committee (office bearers and ordinary members) shall be elected at the annual general meeting.
- 22.2 Only members are eligible to vote for, and be elected as, office bearers and ordinary members of the committee.
- 22.3 Nominations of members for election as office-bearers of the club or as ordinary members of the committee shall be delivered in writing to the secretary or chairman of the meeting by post or electronic mail not later than 24 hours before the commencement of the annual general meeting and shall not be accepted unless the consent of the member to the nomination has also been received by the secretary or chairman of the meeting. In the event that there are not sufficient nominations to fill the positions on the committee the presiding member (as specified in Clause 39) shall call for nominations from those present at the meeting. These nominations shall not be accepted unless the member gives consent to the nomination.
- 22.4 A person is not eligible to simultaneously hold more than two office-bearer positions on the committee.
- 22.5 A candidate for an office bearer is elected to that position if that candidate is the only person nominated for that office of the club. If there is more than one candidate nominated for that office then a poll shall be conducted in a manner determined by the secretary or the chair of the meeting in order to elect the candidate.
- 22.6 A candidate for an ordinary member of the committee shall be deemed elected provided there are not more than three candidates nominated. If there are more than three candidates then a poll shall be conducted in a manner determined by the chairman of the meeting in order to elect three candidates.

23. Secretary.

- 23.1 The secretary of the club shall, as soon as practicable after being appointed as secretary, notify the club of his or her contact details.
- 23.2 The secretary shall keep minutes of:
- 23.2.1 all elections and appointments of office-bearers and ordinary committee members;
 - 23.2.2 the names of members of the committee present at a committee meeting; and
 - 23.2.3 all proceedings at committee meetings and general meetings.
- 23.3 Minutes of proceedings at a meeting shall be signed by the person presiding at the meeting or by a person presiding at the next succeeding meeting.

24. Treasurer.

24.1 The treasurer of the club shall:

24.1.1 collect and receive all moneys due to the club and make payments authorised by the club; and

24.1.2 keep correct accounts and books showing the financial affairs of the club with full details of all receipts and expenditure connected with the activities of the club; and

24.1.3 maintain the membership register of the club.

25. Vacancies.

25.1 For the purposes of this constitution, a vacancy in the office of a member of the committee occurs if the member:

25.1.1 ceases to be a member of the club; or

25.1.2 resigns from office; or

25.1.3 is removed from office pursuant to clause 26; or

25.1.4 becomes bankrupt or personally insolvent; or

25.1.5 suffers from physical or mental incapacity; or

25.1.6 is disqualified from office under subsection 63(1) of the Act; or

25.1.7 is subject to a disqualification order under the Act, section 63A; or

25.1.8 is absent without the consent of the committee from all meetings of the committee held during a period of three months.

26. Removal of committee members.

26.1 The club in general meeting may by resolution, subject to the Act, section 50, remove any member of the committee from the office of member of the committee before the expiration of the member's term of office.

27. Committee meetings and quorum.

27.1 The committee shall meet at such times and places as may be determined from time to time by it and in the absence of such determination, at such times and places as the president determines.

27.2 The president shall call a special meeting of the committee within fourteen days of receiving a written request or requests from at least three members of the committee.

27.3 Oral or written notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed by the members of the committee) before the time appointed for the holding of the meeting.

27.4 A member who is present at a meeting of the committee when the date and time of a subsequent meeting is agreed to by resolution shall be deemed to have received notice of that subsequent meeting.

- 27.5 Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- 27.6 No business shall be transacted by the committee unless a quorum is present and if within half an hour after the time appointed for the meeting a quorum is not present the meeting stands adjourned to a date and time and place to be determined by the president.
- 27.7 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be dissolved.
- 27.8 At a meeting of the committee:
- 27.8.1 the president or in the absence of the president, the secretary shall preside; or
- 27.8.2 if the president and the secretary are absent, one of the remaining members of the committee may be chosen by the members present to preside.

28. Electronic meetings

- 28.1 Without limiting the power of the committee to regulate its meetings as it thinks fit, a meeting of the committee may be held where one or more of the committee members is not physically present at the meeting, provided that:
- 28.1.1 all persons participating in the meeting are able to communicate with each other effectively, whether by means of telephone or other form of communication;
- 28.1.2 notice of the meeting is given to all the committee members entitled to notice in accordance with the usual procedures agreed upon or laid down from time to time by the committee or this Constitution. The notice will specify that committee members are not required to be present in person;
- 28.1.3 if a failure in communications prevents sub-clause 28.1.1 from being satisfied by the number of committee members which constitutes a quorum, and none of such committee members are present at the place where the meeting is deemed by virtue of the further provisions of this rule to be held, then the meeting shall be suspended until sub-clause 28.1.1 is satisfied again. If such condition is not satisfied within fifteen minutes from the interruption, the meeting shall be deemed to have been terminated or adjourned;
- 28.1.4 any meeting held where one or more of the committee members is not physically present shall be deemed to be held at the place specified in the notice of the meeting, provided a committee member is there present. If no committee members are there present, the meeting shall be deemed to be held at the place where the president of the meeting is located.

29. Conflict of Interest

- 29.1 A committee member shall declare their interest in any contractual, selection, disciplinary, or financial matter in which a conflict of interest arises or may arise.
- 29.2 The committee member shall, unless otherwise determined by the committee, absent themselves from discussions of such matters and shall not be entitled to vote in respect of such matters. If the committee member casts a vote, the vote shall not be counted. In the event of any uncertainty as to whether it is necessary for a committee member to absent themselves from discussions and refrain from voting, the issue should be immediately determined by vote of the committee. If this is not possible, the matter shall be adjourned or deferred.

30. Disclosure of Interests

- 30.1 The nature of the interest of a committee member must be declared at the meeting of the committee at which the relevant matter is first taken into consideration, if the interest then exists. In any other case, the interest should be revealed to the committee at the next meeting of the committee. If a committee member becomes interested in a matter after it is made or entered into, the declaration of the interest must be made at the first meeting of the committee held after the committee member becomes interested.
- 30.2 All disclosed interests must also be disclosed to each annual general meeting in accordance with the Act.

31. General Disclosure

- 31.1 A general notice stating that a committee member is a member of any specified firm or company and that he or she is 'interested' in all transactions with that firm or company is sufficient declaration under clause 29. After the distribution of the general notice, it is not necessary for the committee member to give a special notice regarding any particular transaction with that firm or company.

32. Recording Disclosures

- 32.1 Any declaration made, any disclosure or any general notice given by a committee member in accordance with clauses 29, 30 or 31 must be recorded in the minutes of the relevant meeting.

33. Delegation by committee to sub-committee.

- 33.1 The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the club as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
- 33.1.1 this power of delegation; and
 - 33.1.2 a function which is a function imposed on the committee by the Act, by any other law of the Territory, or by resolution of the club in general meeting.
- 33.2 A function, the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains un-revoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

- 33.3 A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- 33.4 Notwithstanding any delegation under this clause, the committee may continue to exercise any function delegated.
- 33.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.
- 33.6 The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- 33.7 A sub-committee may meet and adjourn as it thinks proper.

34. Voting and decisions.

- 34.1 Questions arising at the meeting of the committee or of any sub-committee appointed by the committee shall be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- 34.2 Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 34.3 Subject to sub-clause 27.5, the committee may act notwithstanding any vacancy on the committee.
- 34.4 Any act or thing suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

PART 4 – GENERAL MEETINGS

35. Annual general meetings.

- 35.1 The annual general meeting of the club shall be convened on such date and at such place as the committee considers appropriate in accordance with the Act.
- 35.2 A quorum for the transaction of the business of an annual general meeting of members shall be one half of the members (rounded up to the nearest whole number) of the club or any fifteen members of the club (whichever is the smaller number).
- 35.3 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be:
- 35.3.1 to confirm the minutes of the last preceding annual general meeting held since that meeting;
 - 35.3.2 to receive from the committee reports on the activities of the club during the last preceding financial year;
 - 35.3.3 to elect members of the committee, including office-bearers;
 - 35.3.4 to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to the Act, section 73(1); and
 - 35.3.5 to appoint an auditor in accordance with the requirements of the Act.
- 35.4 An annual general meeting shall be conducted in accordance with the provisions of this clause.

36. Calling of general meetings.

- 36.1 The committee may, whenever it thinks fit, convene a general meeting of the club.
- 36.2 The committee shall, on the request in writing of not less than ten percent of the total number of members, convene a general meeting of the club
- 36.3 A request of members for a general meeting:
- 36.3.1 shall state the purpose or purposes of the meeting;
 - 36.3.2 shall be signed by the members making the request;
 - 36.3.3 shall be lodged with the secretary; and
 - 36.3.4 may consist of several documents in a similar form, each signed by one or more of the members making the request.
- 36.4 If the committee fails to convene a general meeting within one month after the date on which a request of members for the meeting is lodged with the secretary, any one or more of the members who made the request may convene a meeting to be held not more than three months after that date.
- 36.5 A general meeting convened by a member or members referred to in sub-clause 36.4 shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who

thereby incurs expenses is entitled to be reimbursed by the club for any reasonable expense so incurred.

37. Notice.

37.1 General meetings shall be called by announcement at all club activities for at least two weeks before the date fixed for the holding of the general meeting, or by notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting sent to each member at the member's email address or postal address appearing on the register of members as specified in clause 50.

38. General meetings -- Procedure and quorum.

38.1 No item of business shall be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.

38.2 A quorum for the transaction of the business of a general meeting of members shall be one half of the members (rounded up to the nearest whole number) of the club or any fifteen members of the club (whichever is the smaller number).

38.3 If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the request of the members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

38.4 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than nine) shall constitute a quorum. If the reduced quorum is not achieved, the meeting is dissolved.

39. Presiding member.

39.1 The president, or in the absence of the president, the secretary, shall preside at each general meeting of the club.

39.2 If the president and the secretary are absent from the general meeting, the members present shall elect one of their number to preside at the meeting.

40. Making of decisions.

40.1 A question arising at a general meeting of the club shall be determined on a show of hands and unless a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

40.2 At a general meeting of the club, a poll may be demanded by the person presiding or by not less than three members present in person or by proxy at the meeting.

40.3 Where the poll is demanded at a general meeting, the poll shall be taken:

40.3.1 immediately in the case of a poll which relates to the election of the person to preside at the meeting or to the question of an adjournment;
or

40.3.2 in any other case, in such manner and at such time before the close of the meeting as the person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

41. Adjournment.

41.1 The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

42. Voting.

42.1 Subject to sub-clause 42.4, upon any question arising at a general meeting of the club, a member has one vote only.

42.2 Only members are eligible to vote at a general meeting (either in person or by proxy).

42.3 All votes shall be given personally or by proxy but no member may hold more than five proxies.

42.4 In the case of an equality of votes on a question at a general meeting, the person presiding is entitled to exercise a second or casting vote.

42.5 A member or proxy is not entitled to vote at any general meeting of the club unless all money due and payable by the member or proxy to the club has been paid.

43. Appointment of proxies.

43.1 Each member shall be entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

43.2 The notice appointing the proxy shall be in the form determined by the committee from time to time.

PART 5 – MISCELLANEOUS

44. Source of funds.

44.1 The funds of the club shall be derived from joining fees and annual subscriptions of members, donations and, subject to any resolution passed by the club in general meeting and subject to the Act, section 114, such other sources as the committee determines.

44.2 All money received by the club shall be deposited as soon as practicable and without deduction to the credit of the club's bank account.

44.3 The club shall, as soon as practicable after receiving any money, issue an appropriate receipt.

45. Management of funds

45.1 The club must open an account with a financial institution from which all operational expenditure of the club is made (the operational account) and into which all of the clubs received revenue is deposited.

45.2 The club may open one or more additional accounts with a financial institution into which savings or reserves are deposited (the savings account). Deposits into and withdrawals or transfers from the savings account may only be made upon resolution of the committee.

45.3 Subject to any restrictions imposed by a general meeting of the club, the committee may approve expenditure on behalf of the club.

45.4 The committee may authorise the treasurer or, in the treasurer's absence another office bearer of the committee, to expend funds on behalf of the club (by various methods including by electronic funds transfer) in relation to specific payments from the operational account without requiring further approval from the committee for each item on which the funds are expended.

45.5 All other payments made by the club from the operational account must be authorised by at least two office bearers by means acceptable to the financial institution with which the money is deposited.

46. Alterations of objects and constitution.

46.1 Neither the objects of the club referred to in the Act, section 29 nor this constitution shall be altered except in accordance with the Act.

47. Common seal.

47.1 The common seal of the club shall be kept in the custody of the secretary.

47.2 The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures either of two members of the committee or of one member of the committee and of the secretary.

48 Custody of books.

48.1 Subject to the Act, the regulations and this constitution, the secretary shall keep in his or her custody or control all records, and other documents relating to the club.

49. Inspection of books.

49.1 The records, books and other documents of the club shall be open to inspection at a place in the Territory, free of charge, by a member of the club at any reasonable hour.

50. Service of notices.

50.1 For the purposes of this constitution, a notice may be served by or on behalf of the club upon any member at the member's email address or postal address shown in the register of members.

50.2 Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting the notice. Service of the notice is deemed to have been effected five days after posting.

50.3 Where a notice is sent electronically, either by electronic mail or such other form of electronic transmission as the committee may determine in accordance with clause 36, service of the notice shall be deemed to be effected the next business day after it was sent.

51. Surplus property in the event of dissolution or winding up.

51.1 At the first annual general meeting of the club, the club shall pass a special resolution nominating:

51.1.1 another club or association for the purpose of the Act, section 92(1) (a); or

51.1.2 a fund, authority or institution for the purpose of the Act, section 92(1) (b) , in which it is to vest its surplus property in the event of the dissolution or winding up of the club.

51.2 A club or association nominated under clause 51.1.1 must fulfil the requirements specified in the Act, section 92(2).