



PACIFIC PALMS
Surf Life Saving Club Incorporated

Constitution

Dated x September 2015

Table of Contents

2.	INCORPORATION.....	3
3.	OBJECTS OF CLUB.....	3
4.	POWERS OF CLUB.....	4
5.	INTERPRETATION AND DEFINITIONS	4
6.	STATUS AND COMPLIANCE OF CLUB	6
7.	CLUB’S CONSTITUTION	7
8.	SUBSCRIPTIONS AND FEES	8
9.	REGISTERS	8
10.	DISCONTINUANCE OF MEMBERSHIP	9
11.	GRIEVANCES, JUDICIAL AND DISCIPLINE.....	10
12.	ANNUAL GENERAL MEETINGS	10
13.	SPECIAL GENERAL MEETINGS	12
14.	SPECIAL RESOLUTIONS.....	12
15.	GENERAL MEETINGS	13
16.	VOTING AT GENERAL MEETINGS	14
17.	MINUTES OF GENERAL MEETINGS.....	15
18.	BOARD.....	15
19.	ELECTION OF DIRECTORS	17
20.	VACANCY ON THE BOARD.....	17
21.	QUORUM AND PROCEDURE AT BOARD MEETINGS	18
22.	DELEGATED POWERS	20
23.	DUTIES.....	21
24.	MINUTES OF BOARD MEETINGS	22
25.	COMMITTEES	22
26.	BY-LAWS.....	24
29.	APPLICATION OF INCOME.....	25
30.	NEGOTIABLE INSTRUMENTS	26
31.	AUDITOR	26
32.	SERVICE OF NOTICES.....	26
33.	REGISTERED ADDRESS.....	26
34.	INDEMNITY.....	27
35.	DISSOLUTION	27
36.	CUSTODY OF BOOKS AND OTHER DOCUMENTS.....	27
37.	TRANSITIONAL ARRANGEMENTS	28

1. NAME

The name of the incorporated association is Pacific Palms Surf Life Saving Club Incorporated (**Club**).

2. INCORPORATION

Club shall incorporate under the Act and shall remain incorporated.

3. OBJECTS OF CLUB

The Club is established solely for these Objects.

The Objects of the Club are to:

- (a) Provide for the conduct, encouragement, promotion and administration of surf lifesaving in the local area;
- (b) Participate as a Member of SLSNSW and SLSA through and by which surf lifesaving and the preservation of life in the aquatic environment can be conducted, encouraged, promoted, advanced and administered.
- (c) Ensure the maintenance and enhancement of the Club, Surf Lifesaving NSW (SLSNSW), Surf Lifesaving Clubs, SLSA and surf lifesaving, its standards, quality and reputation for the benefit of the Members and surf lifesaving;
- (d) At all times promote mutual trust and confidence between the Club, SLSNSW, Surf Lifesaving Clubs, SLSA, and the members in pursuit of these objects;
- (e) At all times act on behalf of, and in the interest of, the Members and surf lifesaving;
- (f) Promote the economic and community service success, strength and stability of surf lifesaving;
- (g) Affiliate with and otherwise liaise with SLSNSW and SLSA in the pursuit of these objects and surf lifesaving;
- (h) Conduct, encourage, promote, advance and control surf lifesaving in the local area, its many aspects devoted to aquatic safety and management, and the preservation of life in the aquatic environment;
- (i) Apply the property and capacity of the Club towards the fulfilment and achievement of these objects;
- (j) Promote the involvement and influence of surf lifesaving standards, techniques, awards and education with bodies involved in lifesaving;
- (k) Strive for Governmental, commercial and public recognition of the Club as the authority on aquatic safety and management in Local area;
- (l) Foster, regulate, organise and manage assessments, competitions, displays and other activities and to issue badges, medallions and certificates and award trophies to successful members;
- (m) Review and/or determine any matters relating to surf lifesaving which may arise, or be referred to it, by any Member;
- (n) Pursue through itself or other such commercial arrangements (which are not in conflict with other SLS bodies), including sponsorship and marketing opportunities as are appropriate to further the interests of surf lifesaving in the local area.
- (o) Represent the interests of its Members and of surf lifesaving generally in any appropriate forum in Local area;
- (p) Adopt and implement appropriate policies, including in relation to sexual harassment, equal opportunity, equity, drugs in sport, health, safety, juniors and senior programs, infectious diseases and such other matters as arise from time to time as issues to be addressed in surf lifesaving.
- (q) Have regard to the public interest in its operations
- (r) promulgate, and secure uniformity in, such rules as may be necessary for the management and control of surf lifesaving and related activities and the preservation of life in the aquatic environment;

- (s) further extend the operations and teachings of the Association throughout the local area
- (t) further develop surf lifesaving into an organised institution and with these Objects in view, to foster, regulate, organise and manage assessments, competitions, displays and other activities and to issue badges, medallions and certificates;

4. POWERS OF CLUB

Solely for furthering the Objects set out above, the Club has in addition to the powers and functions under the Act, the legal capacity and powers of a company limited by guarantee as set out under Section 124 of the *Corporations Act*.

5. INTERPRETATION AND DEFINITIONS

5.1 Definitions

In this Constitution, unless the contrary intention appears:

Act means the Associations Incorporation Act 2009 (NSW).

Annual General Meeting means a meeting of Members convened under rule 13.

Annual Subscriptions means the annual fees payable by each category of Member as determined by the Board under rule 8.

Board means the body managing the Club and consisting of the Directors under rule 18.1(a).

Branch means the Lower North Coast Branch of SLSNSW.

By-Laws mean any By-Laws made by the Board under rule 26.

Club means Pacific Palms Surf Life Saving Club Incorporated.

Committee means any committee or sub-committee of the Board created under rule 25 from time to time.

Constitution means this Constitution of the Club as amended from time to time.

Delegate means the person appointed by the Board to act for and on behalf of the Club and to attend, debate and vote at meetings of the Branch.

Director means a Member of the Board appointed under rule 19.

Financial Year means the year ending 30 April in each year.

General Meeting means the annual or any special general meeting of the Club convened under rule 15.

Intellectual Property means all rights subsisting in copyright, business names, names, trademarks (or signs), logos, designs, equipment, images (including photographs, television, videos or films) or service marks (whether registered or registrable) relating to the Club or any championship, competition, series or event or surf lifesaving activity of or conducted, promoted or administered by the Club.

Life Member means an individual appointed as a Life Member of the Club under by-law 5.6.

Member means any person recognised as a Member of the Club under rule 8 from time to time.

Objects means the objects of the Club under rule 3.

Postal Vote means voting by all correspondence forms referred to in rule 5.2(i).

President means the President for the time being of the Club appointed under rule 12.

Public Officer means the person appointed to be the public officer of the Club under rule 23.2.

Register means the register of Members kept under rule 9.

Relevant Documents means the records and other documents, however recorded compiled or stored, that relate to the Club and management of the Club and includes membership records, financial statements, financial records, and records and documents relating to transactions, dealings, business or property of the Club.

Seal means the common seal of the Association and includes any official seal of the Association.

SLSA means Surf Life Saving Australia Limited.

SLSNSW means the body recognised by SLSA as the body administering surf lifesaving in New South Wales.

Special Resolution means a resolution passed in accordance with the Act.

State means and includes a State or Territory of Australia.

SurfGuard means the national membership and Club administration database owned by SLSA.

Surf Life Saving Club means a Surf Life Saving Club which is a Member of or otherwise affiliated with SLSNSW or SLSA.

5.2 Interpretation

In this Constitution:

- (a) A reference to a rule, regulation, schedule or annexure is to a rule, regulation, schedule or annexure of, or made under, this Constitution;
- (b) Words importing the singular include the plural and vice versa;
- (c) Words importing any gender include the other genders;
- (d) Headings are for convenience only and shall not be used for interpretation;
- (e) Words or expressions shall be interpreted in accordance with the provisions of the Act as they vary from time to time;
- (f) References to persons include natural persons, corporations and bodies politic, and any legal personal representatives, successors and permitted assigns of that person;
- (g) Except where the contrary intention appears, in this Constitution, an expression that deals with a matter under the Act has the same meaning as that provision of the Act.
- (h) A reference to a statute, ordinance, code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any legislative authority having jurisdiction); and

- (i) Expressions referring to "writing" shall unless the contrary intention appears, be construed as including references to printing, photography and other modes of representing or reproducing words in a visible form, including messages sent by electronic mail.

5.3 Enforceability

If any provision of this Constitution or any phrase contained in it is invalid or unenforceable in any jurisdiction, the phrase or provision shall be read down for the purpose of that jurisdiction, if possible, so as to be valid and enforceable. If it cannot be so read down the provision shall be severed to the extent of the invalidity or unenforceability. The remaining provisions of this Constitution and its validity or enforceability shall not be affected by the severance in any other jurisdiction.

6. STATUS AND COMPLIANCE OF CLUB

6.1 Recognition of Club

Pacific Palms SLSC (the Club) shall be affiliated with Lower North Coast (the Branch), SLSNSW and SLSA. Through the Branch, State and National affiliations with SLSNSW, Pacific Palms SLSC will abide by the articles, rules, Constitutions, By-Laws and awards of SLSA, SLSNSW and the Branch. Subject to compliance with this Constitution, the Branch Constitution, the SLSNSW Constitution and the SLSA Constitution the Club shall continue to be recognised as a Member of the Branch and of SLSNSW and shall administer surf lifesaving activities in local area in accordance with the Objects.

Compliance of Club

The Members acknowledge and agree the Association shall:

- (a) be or remain incorporated in New South Wales;
- (b) appoint a Delegate annually to represent the Association at general meetings of Lower North Coast Branch;
- (c) nominate such other persons as may be required to be appointed to Lower North Coast Branch committees from time to time under this Constitution or the Lower North Coast Branch constitution or otherwise;
- (d) forward to Lower North Coast Branch and State Centre a copy of its constituent documents and details of its Committee Members;
- (e) adopt the objects of State Centre (in whole or in part as are applicable to the Association) and adopt rules which reflect, and which are, to the extent permitted or required by the Act, generally in conformity with the State Centre constitution;
- (f) apply its property and capacity solely in pursuit of the Objects and surf lifesaving;
- (g) do all that is reasonably necessary to enable the Objects to be achieved;
- (h) act in good faith and loyalty to ensure the maintenance and enhancement of surf lifesaving, its standards, quality and reputation for benefit of the Members and surf lifesaving;
- (i) at all times act on behalf of and in the interests of the Members and surf lifesaving; and
- (j) by, adopting the objects of State Centre, abide by the State Centre Constitution.

6.2 Operation of Constitution

The Club and Members acknowledge and agree:

- (a) that they are bound by this Constitution and that this Constitution, operates to create uniformity in the way in which the Objects and surf lifesaving are to be conducted, promoted, encouraged, advanced and administered throughout Pacific Palms;
- (b) to ensure the maintenance and enhancement of surf lifesaving, its standards, quality and reputation for the benefit of the Members and surf lifesaving;
- (c) not to do or permit to be done any act or thing which might adversely affect or derogate from the standards, quality and reputation of surf lifesaving and its maintenance and enhancement;
- (d) to promote the economic and community services success, strength and stability of each other and to act interdependently with each other in pursuit of their respective objects;
- (e) to act in the interests of surf lifesaving and the Members;
- (f) where the Club considers or is advised that a Member has allegedly:
 - (i) breached, failed, refused or neglected to comply with a provision of this Constitution, the By-Laws, or any resolution or determination of the Association; or
 - (ii) acted in a manner prejudicial to the Objects and interests of the Association and/or surf lifesaving; or
 - (iii) brought themselves, the Association, any Surf Life Saving Club or surf lifesaving into disrepute;

the Club may after allowing the Member a reasonable opportunity to explain, adjudicate and if necessary penalise the Member with such penalty as it thinks appropriate.

7. CLUB'S CONSTITUTION

7.1 The Constitution will clearly reflect the objects of SLSNSW and shall generally conform with the Branch and SLSNSW Constitutions, subject to any requirements in the Act, and at least to the extent of:

- (a) the objects of SLSNSW;
- (b) the structure and membership categories of SLSNSW and SLISA;
- (c) recognising SLISA as the national peak body for surf lifesaving in
- (d) Australia,
- (e) recognising SLSNSW as the peak body for surf lifesaving in New South Wales;
- (f) Recognising the Branch;
- (g) recognising SLISA as the final arbiter on matters pertaining to surf lifesaving in Australia, including disciplinary proceedings;
- (h) such other matters as are required to give full effect to the SLSNSW constitution;

with such incidental variations as are necessary having regard to the Act.

If there is any conflict or inconsistency between the constitutions of the Club, Lower North Coast Branch, SLSNSW or of SLISA the constitution of the higher surf lifesaving entity will prevail to the extent of the conflict or inconsistency. For the avoidance of doubt, the constitution of SLISA prevails over the constitutions of SLSNSW and/or a Branch and/or the Club. The constitution of SLSNSW prevails over the constitution of Lower North Coast Branch **and** the Club.

7.2 Operation of the State Centre Constitution (or Branch and SLSNSW Constitution)

- (a) The Club will take all steps to ensure its Constitution is in conformity with the Branch and SLSNSW Constitutions at least to the extent set out in Rule 7.1 and in respect of those matters set out in Rule 7.1 shall ensure this Constitution is amended in conformity with future amendments made to the State Centre constitution, subject to any prohibition or inconsistency in the Act.
- (b) The Club shall provide to SLSNSW a copy of its Constitution and all amendments to this document. The Club acknowledges and agrees that SLSNSW has power to veto any provision in its Constitution which, in SLSNSW's opinion, is contrary to the objects of SLSNSW.

7.3 Alteration of Constitution

- (a) The Constitution of the Club shall not be altered except by Special Resolution in accordance with the Act, and in compliance with all other procedures under the Act (if any).

8. SUBSCRIPTIONS AND FEES

- (a) The Annual Subscription and any other fees or levies payable by Members or categories of Members to the Club, the benefits which apply, the time for, and manner of payment, shall be determined by the Board from time to time.
- (b) The Board is empowered to prevent any Member who's Annual Subscription or any other fees are in arrears from exercising the whole or any of the rights or privileges of membership of the Club, including but not limited to the right to vote at General Meetings.

9. REGISTERS

9.1 Club to Keep Register of Members

The Club shall keep and maintain a Register of Members in which shall be entered:

- (a) The full name and address of the Member;
- (b) The category of membership of the Member;
- (c) The date on which the Member became a Member;
- (d) Any other information determined by the Board; and
- (e) For each former Member, the date of ceasing to be a Member.

9.2 Use of SurfGuard

SurfGuard shall be used as the Register of Members.

9.3 Changes to Member Details

Members shall provide notice of any change and required details to the Club within one month of such change.

9.4 Inspection of Register

Inspection of the Register will only be available as required by the Act and under rule 35(b).

9.5 Use of Register

Subject to confidentiality considerations and privacy laws, the Register may be used by the Club to further the Objects, as the Board considers appropriate.

10. DISCONTINUANCE OF MEMBERSHIP

10.1 Discontinuance by Notice of Resignation

A Member having paid all arrears of fees payable to the Club may resign or withdraw from membership of the Club by giving notice in writing to the Club of resignation or withdrawal.

10.2 Discontinuance by Breach

- (a) Membership of the Club may be discontinued by the Board upon breach of any clause of this Constitution, including but not limited to the failure to pay any monies owed to the Club, failure to comply with the By-Laws or any resolution or determination made or passed by the Board or any duly authorised committee.
- (b) Membership shall not be discontinued by the Board under rule 10.2(a) without the Board first giving the accused Member the opportunity to explain the breach and/or remedy the breach. The accused Member shall be granted fourteen days' notice of their right to appear and be heard by the Board to explain the breach and/or remedy the breach.
- (c) Where a Member fails, in the Board's view to adequately explain or remedy the breach, that Member's membership may be discontinued under rule 10.2(a) by the Club giving written notice of the discontinuance.
- (d) Any Member's membership that is discontinued under rule 10.2(a) shall have the right to appeal the discontinuation under the Grievances, Judicial and Discipline Regulations of SLSA as amended from time to time.
- (e) Any Special General Meeting in accordance with rule 10.2 shall be convened under this Constitution and in particular rule 13.

10.3 Discontinuance by Failure to Pay Subscription

- (a) A Member is taken to have resigned if the Member's annual subscription is outstanding more than one month after the date on which subscription fees fall due and payable.
- (b) Any member who fails to renew their subscription by 1 September in each year shall lose all rights and privileges.
- (c) Should a sufficient explanation be made to the Board for the failure to pay subscription, the Board shall have the power to restore the Membership upon payment of the amount due (if any).

10.4 Resignation by Failure to Re-Apply

If a Member has not re-applied for Membership with the Club within one month of re-application falling due, that Member's membership will be deemed to have lapsed from that time.

10.5 Amendment to the Register

Where a Member resigns under this rule 10 an entry, the date on which the Member ceased to be a Member, shall be recorded in the Register as soon as practicable under rule 9.1(e).

10.6 Forfeiture of Rights

A Member who ceases to be a Member, for whatever reason, shall forfeit all rights in and claims upon the Club and its property and shall not use any surf lifesaving equipment or other property of the Club including Intellectual Property. Any Club documents, records or other property in the possession, custody or control of that Member shall be returned to the Club immediately.

10.7 Membership May be Reinstated

Membership which has been discontinued under this rule 10 may be reinstated at the discretion of the Board, upon such conditions as it deems appropriate.

10.8 Refund of Membership Fees

Membership Fees or subscriptions paid by the discontinued Member may be refunded on a pro-rata basis to the Member upon discontinuance.

11. GRIEVANCES, JUDICIAL AND DISCIPLINE

The Club adopts the Grievances, Judicial and Discipline Regulations of SLSA as amended from time to time. These shall be replicated in the By-Laws.

12. ANNUAL GENERAL MEETINGS

12.1 Annual General Meeting to be Held

- (a) The Club shall convene and hold an Annual General Meeting of its Members annually within six months after the end of the financial year and in accordance with the Act.
- (b) The Annual General Meeting of the Club shall, subject to the Act and to rule 13.1(a), be convened at a time, date and venue to be determined by the Board.
- (c) An Annual General Meeting of the Club shall be held each year within six months from the end of the financial year of the Club
- (d) At least 14 days notice of all General meetings and notices of motion shall be given to members. In the case of General meetings where a special resolution is proposed, notice of the resolution shall be given to members at least 21 days before the meeting.
- (e) Written notice of all General meetings shall be given either personally or by post.
- (f) In the case of the Annual General meeting, the following minimum business shall be transacted:
 - i) confirmation of the minutes of the last Annual General meeting and any recent Special General meeting.
 - ii) Receipt of the Management Committee's report upon the activities of the Club in the last financial year.
 - iii) Election of office bearers of the Management Committee and members of sub committees.

- iv) Receipt and consideration of a statement from the Management Committee which is not misleading and gives a true and fair view for the last financial year of the Club's :
 - Income and Expenditure
 - Assets and Liabilities
 - Mortgages, charges and other securities
 - Trust properties.
- (g) The quorum for a General meeting shall be 20% of members eligible to vote. If within an hour of the time appointed for a General meeting a quorum is not present, the meeting shall be postponed to a date, time and place to be determined by the Management Committee.
- (h) Nominations of candidates for election of office bearers and committee members shall be made in writing, signed by two (2) members of the Club who are entitled to vote and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - i. Shall be delivered to the Director of Administration not less than 7 days before the date fixed for the meeting at which the election is to take place. All formal nominations will be shown on the Club noticeboard.
 - ii. Such nominations shall be regarded as "formal" nominations.
- (i) Candidates formally nominated unopposed, shall be deemed to be elected.
- (j) Any position which cannot be filled by formal nominations may be filled by informal nominations. "Informal" nominations are nominations which do not satisfy rule 12.2(h). Informal nominations will not be accepted for positions where a formal nomination has been accepted.
- (k) Ballots shall be held where more than one nomination is received for a position.
- (l) Voting at General Meetings shall be by a show of hands unless a secret ballot is demanded. Decisions shall be made by a simple majority vote except for those matters which must be decided by a special resolution where a three quarter majority is required.
- (m) All votes shall be given personally and there shall be no voting by proxy.
- (n) In the case of equality of votes, the person appointed to chair a meeting shall have a casting vote.
- (o) The Chairman of a General meeting at which a quorum is present may, with the consent of the majority of the members present and voting at the meeting, adjourn the meeting to a time (not exceeding 14 days) and 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.

12.2 Business

In addition to any business required to be transacted at the Annual General Meeting under the Act, the business of the Annual General Meeting shall including the Annual Report, consideration of accounts and the reports of the Board and auditors, the election of Directors under this Constitution, the motion for affiliation with the Branch and SLSNSW, the appointment and confirming of the remuneration of the auditors and any other business of which notice is given in accordance with this Constitution.

12.3 Additional Meetings

The Annual General Meeting shall be in addition to any other General Meetings that may be held in the same year. Any General Meeting other than an Annual General meeting is a Special General Meeting.

13. SPECIAL GENERAL MEETINGS

13.1 Special General Meetings May be Held

The Board may, whenever it thinks fit, convene a Special General Meeting of the Club and, where, but for this clause more than 15 months would elapse between Annual General Meetings, shall convene a Special General Meeting before the expiration of that period.

13.2 Request for Special General Meetings

- (a) The Board shall on the requisition in writing of 10% of Members entitled to vote convene a Special General Meeting.
- (b) The requisition for a Special General Meeting shall:
 - (i) state the object(s) of the meeting; and
 - (ii) be signed by the Members making the requisition; and
 - (iii) be sent to the Club.

The requisition may consist of several documents in a like form, each signed by one or more of the Members making the requisitions.

- (c) If the Board does not cause a Special General Meeting to be held within one month after the date on which the requisition is sent to the Club, the Members making the requisition, or any of them, may convene a Special General Meeting to be held not later than three months after that date.
- (d) A Special General Meeting convened by Members under this Constitution shall be convened in the same manner, or as nearly as possible as that, in which meetings are convened by the Board.

14. SPECIAL RESOLUTIONS

- (a) A Special Resolution must be passed by a General meeting of the Club to effect the following changes:
 - i) A change of the Club's name.
 - ii) A change of the Club's Rules.
 - iii) A change of the Club's Objects.
 - iv) An amalgamation with another incorporated association.
 - v) To voluntarily wind up the Club and distribute its property.
 - vi) To apply for registration as a company or a co-operative.
- (b) A Special Resolution shall be passed in the following manner:

- i) A notice must be sent to all members advertising that a General meeting is to be held to consider a Special Resolution.
- ii) The notice must give details of the proposed special resolution and give at least 21 days notice of the meeting.
- iii) A quorum must be present at the meeting.
- iv) At least three quarters of those present and voting must vote in favour for the resolution to be successful.

15. GENERAL MEETINGS

15.1 Notice to be given for General Meetings

- (a) Notice of every General Meeting shall be communicated to every Club Member (excluding Junior Activities Members), at the address (where possible the electronic address) appearing in the Register kept by the Club. Which shall be sent to their last notified address. No other person shall be entitled as of right to receive notices of General Meetings.
- (b) A notice of a General Meeting shall be in writing and shall specify the time, date and place of the meeting and shall state the business to be transacted at the meeting. Notice may be given in any form permitted under rule 32.
- (c) At least 21 days' notice of a General Meeting shall be given to every Club Member (excluding Junior Activities Members), together with:
 - (i) the agenda for the meeting;
 - (ii) any notice of motion received from Members under rule 13.2(b).
- (d) The accidental omission to give any notice of any General Meeting to any Member shall not invalidate the meeting or any resolution passed at any such meeting.

15.2 Business of Meeting

Business other than that set out in the notice convening the meeting shall be at the discretion of the President.

A member desiring to bring to any business before a meeting shall give at least 30 days' notice in writing of that business to the Club which shall include that business in a notice calling the next General Meeting after the receipt of the notice.

15.3 Quorum

No business shall be transacted at any general meeting unless a quorum is present at the time when the meeting proceeds to business. A quorum for General Meetings of the Club shall be 20% of Members eligible to vote, and represented in person.

- (a) If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the meeting:
 - (i) if convened upon the requisition of Members, shall be dissolved; and
 - (ii) in any other case, shall stand adjourned to:

- (A) the same day in the next week at the same time and (unless Members are notified of an alternate venue) at the same place; or
- (B) any date, time and place determined by the chairperson;

And 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 meeting shall lapse.

15.4 President to Chair

The President shall, subject to this Constitution, preside as chairperson at every General Meeting except:

- (a) In relation to any election for which the President is a nominee; or
- (b) Where a conflict of interest exists.

If the President or Vice President, are not present, or unwilling or unable to preside, the Members shall appoint one of the Board members to preside as chairperson for that meeting only.

15.5 Chairperson May Adjourn Meeting

- (a) The chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (b) When a meeting is adjourned for 30 days or more, a notice of the adjourned meeting shall be given as in the case of the original meeting.
- (c) Except as provided in rule 15 it shall not be necessary to give any notice of an adjournment or the business to be transacted at any adjourned meeting.

16. VOTING AT GENERAL MEETINGS

16.1 Members Entitled to Vote

Subject to any other provision of this Constitution, each category of membership that has a right to vote under By-Law 5, shall be entitled to one vote at General Meetings.

16.2 Voting Procedure

- (a) Subject to this rule 16, votes at a General Meeting shall be given in person by those present and entitled to vote.
- (b) Subject to rule 16.2, all questions arising at a General Meeting shall be determined on a show of hands.

16.3 Recording of Determinations

Unless a poll is demanded under rule 16.4, a declaration by the chairperson that a resolution has on a show of hands been carried or carried unanimously or by a particular majority or lost and an entry to that effect in the book

containing the minutes of the proceedings of the Club shall be conclusive evidence of the fact without proof of the number of the votes recorded in favour of or against the resolution.

16.4 Where Poll Demanded

- (a) A poll may be demanded for any resolution put to the vote of the meeting (before or on the declaration of the result of the show of hands) by:
 - (i) the chairperson; or
 - (ii) a simple majority of Members.
- (b) If a poll is duly demanded under this rule 16.4, it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the chairperson directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded.

16.5 Casting Vote

The chairperson shall have a casting vote at general meetings. Where voting at general meetings is equal, the chairperson will exercise their casting vote.

16.6 Proxy Voting

Proxy voting shall not be permitted at any General Meetings.

16.7 Postal Voting

No motion shall be determined by a postal vote unless determined by the Board. If the Board so determines, the postal ballot shall be conducted under the procedures set by the Board from time to time.

17. MINUTES OF GENERAL MEETINGS

- (a) The Board must ensure that minutes are taken and kept of each General Meeting.
- (b) The minutes must record:
 - (i) the business considered at the meeting;
 - (ii) any resolution on which a vote is taken and the result of the vote; and
 - (iii) the names of all persons present at all meetings.
- (c) In addition, the minutes of each Annual General Meeting must include:
 - (i) any reports or financial statements submitted to the Members at the Annual General Meeting; and
 - (ii) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

18. BOARD

18.1 Powers of Board

- (a) The affairs of the Club shall be managed by the Board constituted under rule 18.5.
- (b) Subject to this Constitution and the Act, the Board:
 - (i) shall control and manage the business and affairs of the Club;
 - (ii) may exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by this Constitution to be exercised by the Members in General Meeting; and
 - (iii) has power to perform all such acts and things as appear to the Board to be essential for the proper management of the business and affairs of the Club.

18.2 Composition of Board

The Board shall comprise the following officers, who are the only members, entitled to a vote at Board meetings:

- (a) The President;
- (b) Vice President;
- (c) Director of Administration;
- (d) Director of Finance;
- (e) Director of Lifesaving;
- (f) Director of Education;
- (g) Director of Surf Sports;
- (h) Director of Youth and Member Services.

18.3 Right to Co-Opt

It is expressly acknowledged that the Board may co-opt any person with appropriate experience or expertise to assist the Board in respect of such matters and on such terms as the Board thinks fit. Any person so co-opted shall not be a Director, and shall not exercise the rights of a Director, but shall act in an advisory role only.

18.4 Transitional Arrangements

Notwithstanding any other rule of this Constitution, the transitional arrangements set out in rule 35 (b) shall apply from the date of adoption of this Constitution.

18.5 Term of Office of Directors

- (a) Directors shall be elected in accordance with this Constitution annually, and subject to this Constitution, shall hold office from the conclusion of the Annual General Meeting at which they were elected until the next following Annual General Meeting where all positions are declared vacant.
- (b) Directors may be re-elected.

19. ELECTION OF DIRECTORS

19.1 Nominations of Candidates

- (a) The Club shall call for nominations for candidates to be elected to the Board at the Annual General Meeting. When calling for nominations the Club shall also provide details of the necessary qualifications and job description for the positions (if any). Qualifications and job descriptions shall be as determined by the Board from time to time (refer to by laws).
- (b) The Board contains 8 positions. Only these members have the right to speak, debate and vote at the Board meetings. All other members may be granted to speak at a Board meeting.
- (c) Candidates must:
 - i. be aged 18 years or over; and
 - i. reside in Australia
 - ii. The Director of Lifesaving must be a current or past Surf Life Saving Bronze Medallion Holder.
- (d) Nominations of candidates for election as Directors shall be:
 - i. made in writing, signed by two Members and accompanied by the written consent of the nominee (which may be endorsed on the form of nomination); and
 - ii. delivered to the Director of Administration not less than 30 days and no later than 5pm before the date fixed for the holding of the Annual General Meeting
- (e) The Club shall make available forms at the Club House
- (f) If no nominations are received to fill a specific Board position, it will be deemed a casual vacancy.
- (g) If one nomination is received for a specific Board position, the person nominated shall, subject to declaration by the chairperson, be deemed to be elected.
- (h) If more than one nomination is received for a specific Board position, a poll will be held, voting papers shall be prepared containing the names of the candidates in alphabetical order, for each vacancy on the Board.
- (i) Nominations will not be taken from the floor.

19.2 Voting Procedures

Elections shall be conducted by such means as is prescribed by the Board.

20. VACANCY ON THE BOARD

20.1 Grounds for Termination of Director

For the purposes of this Constitution, the office of a Director becomes vacant if the Director:

- (a) Ceases to be a Member;
- (b) Dies;
- (c) Becomes bankrupt or makes any arrangement or composition with their creditors generally;

- (d) Becomes of unsound mind or a person whose person or estate is liable to be dealt with in anyway under the law relating to mental health;
- (e) Resigns their office in writing to the Club;
- (f) Is absent from meetings of the Board held during a period of three months without having previously obtained leave of absence in accordance with rule 21.5 or provided reasonable excuse for such absence;
- (g) Without the prior consent or later ratification of the Members in General Meeting holds any office of profit under the Club;
- (h) Is directly or indirectly interested in any contract or proposed contract with the Club and fails to declare the nature of his interest;
- (i) Is removed from office in accordance with this Constitution;
- (j) In the opinion of the Board has brought the Club into disrepute;
- (k) Would otherwise be prohibited from being a director of a corporation under the Corporations Act.

20.2 Removal of Director

- (a) The Club in a General Meeting may by Special Resolution remove any Director, before the expiration of their term of office and appoint another Member in their place to hold office until the expiration of the term of the first mentioned Director.
- (b) Where the Director to whom a proposed resolution referred to in rule 20.2(a) makes representations in writing to the President or the Director of Administration, and requests that such representations be notified to the Members, the President or Director of Administration shall communicate a copy of the representations to each Member or, they be read out at the meeting, and the representations shall be so read.

20.3 Casual Vacancy

In the event of a casual vacancy in the office of any Director, the Board may appoint a Member to the vacant office and the person so appointed may continue in office up to the start of the next Annual General Meeting at which the term of the previous appointee would have expired in accordance with the rule.

21. QUORUM AND PROCEDURE AT BOARD MEETINGS

21.1 Convening a Board Meeting

- (a) The Board shall meet at least nine times per year or as is deemed necessary, by the Board, for the dispatch of business. Subject to this Constitution the Board may adjourn and otherwise regulate its meetings as it thinks fit.
- (b) Unless all Directors agree to hold a meeting at shorter notice either by agreement that is sufficiently evidenced in writing or by their presence, or in accordance with rule 21.2, not less than seven days written notice of Board meeting shall be given to each Director.

- (c) Written notice of each Board meeting, must be sent to each Director, specifying the time, date and place of the Board meeting. In accordance with the Directors last notified contact details.
- (d) Directors will hold at least two meetings per year with their respective sub committees.

21.2 Urgent Board Meetings

- (a) In cases of urgency, a meeting can be held without notice being given under rule 21.1 provided that as much notice as practicable is given to each Director by the most effective means.
- (b) Any resolution made at an urgent Board meeting must be passed by a majority of the Board.

21.3 Quorum

- (a) At meetings of the Board the number of Directors whose presence is required to constitute a quorum is five (5). Or if not all Board positions are filled, a quorum shall constitute 50% plus one of the current filled positions.
- (b) No business shall be transacted unless a quorum is present.

The Board may act notwithstanding any casual vacancy. However, if there are casual vacancies in the office of a Director such that the number of remaining Directors is not sufficient to constitute a quorum at a meeting of the Board, those Directors may act only for the purpose of increasing the number of Directors to a number sufficient to constitute such a quorum.

21.4 Procedures at Board Meetings

- (a) At meetings of the Board, the President shall chair the meeting. If the President or Vice President, are absent or unwilling to act, the Board shall appoint one of its Members to chair the meeting.
- (b) Questions arising at any meeting of the Board shall be determined on a show of hands, or if demanded by a Director, by a poll taken in such manner as the person presiding at the meeting may determine.
- (c) Questions arising at any meeting of the Board shall be decided by a majority of votes and a determination of a majority of Directors shall be deemed a determination of the Board. All Directors shall have one vote on any question. The chairman may exercise a casting vote where voting is equal.
- (d) Voting by proxy is not permitted at Board meetings.

21.5 Leave of Absence

- (a) The Board may grant a Director leave of absence from meetings, not exceeding three months.
- (b) The Board must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the Director to seek the leave in advance.

21.6 Material Personal Interests

- (a) A Director who has a material personal interest in a matter being considered at a Board meeting must disclose the nature and extent of that interest to the Board.
- (b) A Director with such a material personal interest must not:

- (i) be present while the matter is being considered at the meeting; and
 - (ii) must not vote on the matter.
- (c) A general notice that a Director is to be regarded as having a material personal interest in a matter being considered is sufficient declaration for such Director and the said matter. After such general notice it is not necessary for such Director to give a special notice relating to the said matter.
- (d) Any declaration made or any general notice as aforesaid given by a Director in accordance with this rule 21.6 must be recorded in the minutes of the relevant meeting.

21.7 Financial Interest

- (a) A Director is disqualified from:
- (i) holding any place of profit or position of employment in the Club, or in any company or incorporated Club in which the Club is a shareholder or otherwise interested; or
 - (ii) contracting with the Club either as vendor, purchaser or otherwise;
- Except with express resolution of approval of the Board.
- (b) Any contract or arrangement in which any Director is in any way interested which is entered into by or on behalf of the Club without the approval of the Board, will be voided for such reason.
- (c) The nature of the financial interest of such Director must be declared at the meeting of the Board at which the contract or arrangement is first taken into consideration if the interest then exists, or in any other case at the first meeting of the Board after the acquisition of the interest.
- (d) A general notice that a Director is a Member of any specified firm or company and is to be regarded as interested in all transactions with that firm or company is sufficient declaration under rule 21.7(c) for such Director and the said transactions. After such general notice it is not necessary for such Director to give a special notice relating to any particular transaction with that firm or company.
- (e) Any declaration made or any general notice as aforesaid given by a Director in accordance with rule 21.7 must be recorded in the minutes of the relevant meeting.

21.8 Conflicts

A Director, notwithstanding the interest, may be counted in the quorum present at any meeting but cannot vote in respect of any contract or arrangement in which the Director is interested. If the Director votes, the vote shall not be counted.

22. DELEGATED POWERS

22.1 Board May Delegate Functions

- (a) The Board may, by instrument in writing, create, establish or appoint from amongst its own Members, or otherwise, special committees, sub-committees, individual officers and consultants to carry out such duties and functions, and with such powers, as the Board determines.
- (b) The Board may in the establishing instrument delegate such functions as are specified in the instrument, other than:

- i. This power of delegation; and
 - ii. A function imposed on the Board by the Act or any other law, or the Constitution or by resolution of the Club at a General Meeting.
- (c) At any time the Board may, by instrument in writing, revoke or amend, wholly or in part any delegation made under this clause, and may amend or repeal any decision made by such body or person under this clause.

22.2 Delegated Function Exercised in Accordance With Terms

A function, the exercise of which has been delegated under this clause, may whilst the delegation remains unrevoked, be exercised from time to time in accordance with the terms of the delegation.

22.2 Procedure of Delegated Entity

The procedures for any entity exercising delegated power shall, subject to this Constitution and with any necessary or incidental amendment, be the same as that applicable to meetings of the Committee Board under clause 21. The entity exercising delegated powers shall make decisions in accordance with the Objects, and shall promptly provide the Association with details of all material decisions and shall provide any other reports, minutes and information as the Association may require from time to time.

22.3 Delegation may be Conditional

A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function or at the time or circumstances as may be specified in the delegation.

23. DUTIES

23.1 General Duties

- (a) As soon as practicable after being elected or appointed to the Board, each Director must become familiar with this Constitution and the Act.
- (b) The Board is collectively responsible for ensuring that the Club complies with the Act and that individual Directors comply with this Constitution.
- (c) The Board must ensure that the Club complies with all requirements in the Act regarding financial statements.

23.2 Public Officer

- (a) As per section 34 of the Act, the Club must have a Public Officer position appointed.
- (b) The Board of Directors will appoint the Public Officer to fulfil this position as prescribed under the Act. The Director of Administration may accept the position as the Club's Public Officer.
- (c) The Public Officer must give the registrar of the Department of Fair Trading, notice of their appointment within 28 days after the appointment.
- (d) If the position of Public Officer becomes vacant, the Board must appoint a person to the position within 28 days after the vacancy arises.

24. MINUTES OF BOARD MEETINGS

- (a) The Board must ensure that minutes are taken and kept of each Board meeting.
- (b) As a minimum, the minutes must record:
 - (i) the business considered at the meeting;
 - (ii) any resolution on which a vote is taken and the result of the vote; and
 - (iii) any interest declared under rules 21.6 or 21.7.

25. COMMITTEES

The Board may elect or appoint any of the following Committees, and others as required.

- (a) The Lifesaving Committee, the Director of Lifesaving will act as the Chairperson. This committee will consist of Director of Lifesaving, PowerCraft, First Aid and Radio Officers;
- (b) The Surf Sports Committee, the Director of Surf Sports will act as Chairperson. This committee will consist of Director of Surf Sports, Boat and Craft Officer, Sunday Events Coordinator;
- (c) The Junior Activities Committee, the Chairman of Junior Activities will act as the Chairperson;
- (d) The Education Committee, the Director of Education will act as the Chairperson;
- (e) The Administration Committee, the Director of Administration will act as the Chairperson.
- (f) Life Membership
- (g) Others as required

25.1 Nominations of Candidates

The Club shall call for nominations for candidates to be elected as Committee positions not less than 30 days prior to the Annual General Meeting. When calling for nominations the Club shall also provide details of the necessary qualifications and job descriptions for the positions (if any). Qualifications and job descriptions shall be determined by the Board from time to time (refer By Laws)

- (a) Nominations of candidates for election as Committee Members shall be:
 - (i) made in writing, signed by two Members and accompanied by the written consent of the nominee (which may be endorsed on the form of nomination); and
 - (ii) delivered to the Director of Administration not less than 30 days before the date fixed for the holding of the Annual General Meeting, and the Club shall send the nominations to the Members entitled to receive notice under this Constitution together with the agenda for that General Meeting.
- (b) If insufficient nominations are received to fill all available vacancies on the Committee
 - i. the candidates nominated shall, subject to declaration by the chairman, be deemed to be elected;
 - ii. if no nominations have been received for some positions, then nominations will be taken from the floor.
 - iii. all remaining positions will be deemed casual vacancies under rule 20.3

- (c) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall, subject to declaration by the chairman, be deemed to be elected.
- (d) If the number of nominations exceeds the number of vacancies to be filled, voting papers shall be prepared containing the names of the candidates in alphabetical order, for each vacancy on the Board.

25.2 Voting Procedures

- (a) Any member can attend, debate and speak at a committee meeting, but only elected committee members are able to vote.
- (b) Recommendations from the Committees are to be taken to the Board meeting (by the committee Chairperson) for review and approval.

25.3 Life Membership Committee

The Club may elect or appoint a Life Membership and Honours (LMH) Committee to receive and adjudicate on nominations for Service, Honour and Life Membership Awards, to supervise and ratify the placement of photographs and memorabilia within the Club and to ratify all discretionary awards made by the Club.

Committee composition:

- (a) The LMH Committee shall consist of five (5) Life Members of the Club. Until such time as sufficient Life Members of the Club exist, members of the LMH Committee shall be drawn from Club Honour Award members in the first instance, then ex-Executive or Board members of the Club, and finally Life Members of the Lower North Coast Branch.
- (b) The Club President and Director of Administration shall not be ex officio of the LMH Committee
- (c) A quorum of the LMH Committee shall be four (4)
- (d) Members of the LMH Committee shall be elected at the Annual General Meeting. Casual vacancies shall be elected by the Board.
- (e) Members shall serve a minimum of (2) years, with no member serving more than four (4) terms unless there are no other nominations from qualified members.
- (f) A maximum of three (3) members to be changed in any one year, unless extenuating circumstances prevail.
- (g) The LMH shall elect from their ranks a Chairman and a Secretary. The Secretary will be responsible for taking notes, recording minutes and calling meetings.

Meetings:

- (a) Meetings shall be called by the Secretary when he/she considers it necessary, or when requested by two (2) other members of the LMH Committee.
- (b) The LMH Committee shall be completely autonomous. The LMH Committee may hold its meetings 'in camera' and request all visitors to leave a meeting at its discretion, no matter what position in the Club they hold.

Application for Awards

- (a) All applications for Service and Honour Awards are to be made on the Club "Nomination of Award" form clearly stating the category of the Award, and should address the criteria of the particular award.
- (b) All nominations and seconders must meet the required criteria for the particular award for the nomination to be accepted.

- (c) All the nominations shall be given to the Director of Administration of the Club in a sealed envelope and shall be forwarded on to the LMHC Secretary within 7 days.
- (d) The LMH Committee shall not be bound by any time constraints when reviewing nominations, other than any nominations must be accepted or rejected within twelve (12) calendar months of the submission dates.

Voting:

- (a) On Life Membership Nominations, the full LMH must be present to vote.
- (b) All voting on Life Membership nominations must be by secure ballot.
- (c) Voting on other issues to be by open or secret ballot, as decided by the LMH Committee at the time.
- (d) There will be no proxy votes permitted on the LMH Committee.
- (e) All voting on awards must be a minimum of 80% majority in favour to be accepted.
- (f) If a member of the LMH Committee has been nominated for an award, the LMH may meet without that member being invited to attend. The voting (for a fellow member of the Committee) by the LMH Committee must be unanimous in favour to be awarded.
- (g) The Chairman will have one vote only

Granting of Awards

- (a) The Secretary of the LMH Committee shall advise the Club President or Director of Administration of the granting of any awards. The Club President or Director of Administration will make all arrangements for the announcement of the award.
- (b) The announcement of any successful awards will be at the Club's AGM or other time considered suitable by the LMH Committee and the Club's Board.
- (c) All decisions by the LMH Committee will be final.

26. BY-LAWS

26.1 Board to Formulate By-laws

The Board may formulate issue, adopt, interpret and amend such By-Laws for the proper advancement, management and administration of the Club, the advancement of the Objects and surf lifesaving in the local area as it thinks necessary or desirable. Such By-Laws must be consistent with the Constitution, the Branch Constitution, the SLSNSW Constitution, the SLSA Constitution and any regulations or By-Laws or the Standard Operating Procedures made by SLSNSW or SLSA. If any By-Laws are inconsistent with the SLSNSW or SLSA Constitution and regulations the By-Laws shall be null and void and will be inapplicable.

26.2 By-Laws Binding

All By-Laws made under this clause shall be binding on the Club and Members of the Club.

26.3 By-Law Transitional Arrangements

Notwithstanding any other rule of this Constitution, the transitional arrangements set out at rule 37 shall apply from the date of adoption of this Constitution.

26.4 Notices Binding on Members

Amendments, alterations, interpretations or other changes to By-Laws shall be advised to Members of the Club by means of Notices approved and issued by the Board.

27. FUNDS, RECORDS AND ACCOUNTS

28.1 Sources of Funds

The Board shall determine the sources from which the funds of the Club are to be or may be derived and the manner in which such funds are to be managed.

28.2 Club to Keep Records

- (a) The Club shall establish and maintain, in accordance with the Act and this Constitution, proper accounting and other records and minutes concerning all transactions, business, meetings and dealings of the Club and the Board.
- (b) The Club shall retain such records for seven (7) years after the completion of the transactions or operations to which they relate.

28.3 Board to Submit Accounts

The Clubs statements of account are required to be audited as per the Charitable Fundraising Act 1991. At the Clubs Annual General Meeting the audited statements of account will be presented to the Members.

28.4 Accounts Conclusive

The Statements of Account when approved or adopted by an Annual General Meeting shall be conclusive except as regards any error discovered in them within 3 months after such approval or adoption.

28.5 Accounts to be Available to Members

The Board shall cause to be sent to all persons entitled to receive notice of Annual General Meetings in accordance with this Constitution, a copy of the statements of account, the Board's report, the full auditor's report and every other document required under the Act (if any).

29. APPLICATION OF INCOME

- (a) The income and property of the Club shall be applied solely towards the promotion of the purposes of the Club as set out in this Constitution.
- (b) No portion of the income or property of the Club shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise to any Member.
- (c) Nothing in this rule 29 shall preclude payment to a Member in good faith for expenses incurred or services rendered, including, but not limited to:
 - (i) any services actually rendered to the Club whether as an employee or otherwise;
 - (ii) goods supplied to the Club in the ordinary and usual course of operation;
 - (iii) interest on money borrowed from any Member;
 - (iv) rent for premises demised or let by any Member to the Club; or
 - (v) any out-of-pocket expenses incurred by the Member on behalf of the Club,

- (d) Provided that any such payment shall not exceed the amount ordinarily payable between ordinary commercial parties dealing at arm's length in a similar transaction.

30. NEGOTIABLE INSTRUMENTS

All cheques, promissory notes, bankers drafts, bills of exchange and other negotiable instruments, shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, by any two duly authorised Directors or in such other manner as the Board determines.

31. AUDITOR

The Clubs financial statements are required to be audited as per the Charitable Fundraising Act 1991 and specific guidelines as provided by the Office of Liquor, Gaming and Racing.

- (a) A properly qualified auditor or auditors shall be appointed. The auditor's duties shall be regulated in accordance with the Act, or if no relevant provisions exist under the Act, in accordance with the *Corporations Act 2001* and generally accepted principles, and/or any applicable code of conduct. The auditor may be removed by the Club in a General Meeting.
- (b) The accounts of the Club shall be examined in accordance with proper accounting and auditing standards, by an auditor or auditors at the conclusion of each Financial Year.

32. SERVICE OF NOTICES

- (a) Notices may be given to any person entitled under this Constitution to receive any notice by sending the notice by post or facsimile transmission or where available, by electronic mail, to the Member's registered address or facsimile number or electronic mail address.
- (b) Where a notice is sent by post, service of the notice shall be deemed to be effected at the time the letter would have been delivered in the ordinary course of post.
- (c) Where a notice is sent by facsimile transmission, service of the notice shall be deemed to be effected upon receipt of a confirmation report confirming the facsimile was sent to/or received at the facsimile number to which it was sent.
- (d) Where a notice is sent by electronic mail, service of the notice is assumed after 3 days from date sent.

33. REGISTERED ADDRESS

The registered address of the Club is

- (a) The address determined from time to time by resolution of the Board; or
- (b) If the Board has not determined an address to be the registered address, the postal address of the Public Officer.

34. INDEMNITY

- (a) Every Director, officer, auditor, manager, employee or agent of the Club shall be indemnified out of the property or assets of the Club against any liability incurred by him/her in his/her capacity as Director, officer, auditor, manager, employee or agent in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any application in relation to any such proceedings in which relief is, under the Act, granted to him by the Court.
- (b) The Club shall indemnify its Directors, officers, managers and employees against all damages and costs (including legal costs) for which any such Director, officer, manager or employee may be or become liable to any third party in consequence of any act or omission except wilful misconduct:
 - (i) in the case of a Director or officer, performed or made whilst acting on behalf of and with the authority, express or implied of the Club; and
 - (ii) in the case of an employee, performed or made in the course of, and within the scope of his employment by the Club.

35. DISSOLUTION

- (a) The Club may be wound up voluntarily by Special Resolution.
- (b) In the event of the Club being wound up, the liability of the Member shall be limited to any outstanding monies due and payable to the Club, including the amount of the Annual Subscription payable in respect of the current Financial Year. No other amount shall be payable by the Member.
- (c) If upon winding up or dissolution of the Club there remains after satisfaction of all its debts and liabilities any assets or property, the same shall not be paid to or distributed amongst the Members but shall be given or transferred to some registered or exempt charity, having objects similar to the Objects and which prohibits the distribution of its or their income and property among its or their Members to an extent at least as great as is imposed on the Club by this Constitution. Such registered or exempt charity will be determined by the Members at or before the time of dissolution, and in default thereof by such judge of the Supreme Court of New South Wales or other Court as may have or acquire jurisdiction in the matter.

36. CUSTODY OF BOOKS AND OTHER DOCUMENTS

- (a) Except as otherwise provided in this Constitution, the Board shall keep in its custody or control all books, minutes, documents and securities of the Club.
- (b) Subject to the Act, the Board may determine whether and to what extent, and at what times and places and under what conditions, the financial records, accounts, books, securities or other relevant documents of the Club will be open for inspection by the Members.

37. TRANSITIONAL ARRANGEMENTS

- (a) Notwithstanding any other rule of this Constitution, the transitional arrangements set out in this rule 37 shall apply from the date of adoption of this Constitution.
- (b) The Members of the governing or managing body (by whatever name it is called) of the Club in place immediately prior to approval of this Constitution under the Act shall continue in those positions until the next Annual General Meeting following such approval, and thereafter the positions of the President and other Directors shall be filled, vacated and otherwise dealt with in accordance with this Constitution.
- (c) All clauses, rules, By-Laws and regulations of the Club in force at the date of the approval of this Constitution insofar as such clauses, rules, By-Laws and regulations are not inconsistent with, or have been replaced by this Constitution, shall be deemed to be By-Laws under this rule 35.
- (d) All individuals who are, prior to the approval of this Constitution, Members of the Club shall be deemed Members of the Club from the time of approval of this Constitution under the Act. All such Members shall provide the Club with such details as may be required by the Club under this Constitution within one month of the approval of this Constitution under the Act.

PACIFIC PALMS SURF LIFE SAVING CLUB BY LAWS

Dated 5th August 2015



Contents

<u>1. OFFICERS OF THE CLUB</u>	31
<u>2. DUTIES OF OFFICERS</u>	32
<u>Vice President</u>	32
<u>Director Administration</u>	33
<u>Director Finance</u>	33
<u>Director Life Saving</u>	34
<u>Director Surf Sports</u>	35
<u>Director Education</u>	35
<u>Director Youth and Member Services</u>	36
<u>Social Activities Officer</u>	36
<u>Bar Manager</u>	36
<u>Registrar</u>	36
<u>Branch Delegate</u>	37
<u>Publicity Officer</u>	37
<u>Powercraft Captain</u>	37
<u>First Aid Officer</u>	37
<u>Carnival Organiser</u>	38
<u>Boat Captain</u>	38
<u>Gear Steward</u>	38
<u>Sunday Events Co-ordinator</u>	38
<u>3. JUNIOR ACTIVITIES</u>	38
<u>4. EX-OFFICIO MEMBERS</u>	39
<u>5. MEMBERSHIP OF CLUB</u>	39
<u>6. SUBSCRIPTIONS</u>	41
<u>7. CLUB COLOURS AND COMPETITION CAPS</u>	42
<u>8. BADGES AND BLAZERS</u>	42
<u>9. PATROLS</u>	42
<u>10. PREMISES AND PROPERTY</u>	42
<u>11. POLITICS AND RELIGION</u>	42
<u>12. DISPLAY OF RULES AND BY-LAWS</u>	43
<u>13. PROCEDURES AND RULES OF DEBATE</u>	43
<u>14. SAVING PROVISIO</u>	44
<u>15. REGULATIONS FOR PATROLS</u>	44
<u>16. CLUB COMPETITIONS</u>	45
<u>17. CLUB APPAREL</u>	45
<u>18. SERVICE AND HONOUR AWARDS</u>	45

1. OFFICERS OF THE CLUB

(a) The Club may elect the following Honorary Officers, who shall have no voting rights and who need not be members of the Club:

- Patron/s
- Vice Patron/s
- Solicitor
- Medical Officer/s
- Architect/s
- Auditor

These Officers shall have the right to attend Annual and Special General Meetings and to speak or express opinions on business conducted at those meetings.

(b) The Club shall elect the following office bearers who shall be members of the Club:

- President
- Vice President
- Director Administration
- Director Finance
- Director Lifesaving
- Director Surf Sports
- Director of Education
- Director of Youth and Member Services
- WH&S Officer
- Member Protection Officer
- Social Activities Officer
- Registrar
- Publicity Officer
- Powercraft Officer
- Vehicles Officer
- First Aid Officer
- Boat Captain
- Gear Steward
- Sunday Events Co-Ordinator
- Bar Manager
- WH&S Officer

Elected by the Junior Activities Committee and ratified by the Board:

- JAC Activities Coordinator
- JAC Water Safety Officer
- JAC Gear Steward
- JAC Branch Delegate(s)
- JAC Age Managers
- JAC Clothing / Presentation Coordinator

(c) If no nominations are received to fill a specific position, it will be deemed a casual vacancy.

(d) If one nomination is received for a specific position, the person nominated shall, subject to declaration by the chairperson and being eligible for nomination, be deemed to be elected.

(e) If more than one nomination is received for a specific position, a poll will be held, voting papers shall be prepared containing the names of the candidates in alphabetical order, for each vacancy.

(f) Nominations will not be taken from the floor.

- (g) In the event of a casual vacancy in any officer of the club, the Board may appoint a Member to the vacant office and the person so appointed may continue in office up to the start of the next Annual General Meeting at which the term of the previous appointee would have expired in accordance with the rule.

2. DUTIES OF OFFICERS

President

Responsible to: Club Board of Directors **Responsibilities and Duties**

- Act as the principal leader with overall responsibility for the club's administration
- Set the overall Board agenda and help the board prioritise its goals and ensure office bearers work within this framework
- Facilitate meetings, including: board, general and annual general meetings
- Represent the surf club appropriately at local, regional, state and national levels
- Act as a facilitator for club activities and voice members views at appropriate forums
- Ensure planning and budgeting is completed in accordance with the needs of the club and members wishes
- Ensure all rules and by-laws of the club are upheld
- Engage sponsors and supporters
- Ensure financial, social and structural viability of the club is established and maintained
- Identify and communicate to members opportunities available at club, branch, state and national levels
- Be responsible for club planning, including succession and business planning
- Ensure all club activities are carried out within the laws of NSW
- Introduce the Club Management Plan and ongoing review and management of this plan

Knowledge and Skills Required

- Communicate effectively
- Well informed of the organisations activities
- Aware of future directions and plans of members
- Demonstrate a high level of enthusiasm when representing the Club to members, other organisations and the general public
- Maintain a policy of loyalty to the Surf Club and it's activities whilst maintaining confidentiality and respect towards members
- Maintain effective and efficient administration
- Have a good working knowledge of the constitution, rules and the duties of all office holders and subcommittees
- Must be a supportive leader for all organisations members
- Have a good knowledge of and ensure the club works within the Office of Liquor Gaming & Racing's Best Practise Guidelines

Vice President

Responsible to: Club President **Responsibilities and Duties**

- Assist the President, deputise as required and in the President's absence assume the responsibility of that office.
- Be the nominated member services officer of the club
- Supervise the Social Activities Officer and Bar Manager
- Be the Branch Delegate?
- Other duties that may be assigned

Knowledge and Skills Required

- Communicate effectively
- Well informed of the organisations activities

- Aware of future directions and plans of members
- Demonstrate a high level of enthusiasm when representing the Club to members, other organisations and the general public
- Maintain a policy of loyalty to the Surf Club and its activities whilst maintaining confidentiality and respect towards members
- Maintain effective and efficient administration
- Have a good working knowledge of the constitution, rules and the duties of all office holders and subcommittees
- Must be a supportive leader for all organisations members
- Have a good knowledge of and ensure the club works within the Office of Liquor Gaming & Racing's Best Practise Guidelines

Director Administration Responsible to: Club

President Responsibilities and Duties

- Make arrangements including agenda, venue, date, etc, for club meetings in consultations with the Chairperson and advise members accordingly
- Collect and collate reports from office bearers
- Call for and receive nominations for positions for the club Annual General Meeting
- Take minutes of meetings and maintain a copy for records
- Receive, record, read, reply and file correspondence promptly
- Provide a copy of all correspondence in and out if required
- Collate and arrange printing of the annual report
- Maintain files, including (but not limited to) legal documents, constitutions, leases and titles
- Perform the general routine administration of the club
- Ensure circulation of minutes to board members well prior to the next meeting
- Ensure achievement of relevant sections of the club management plan

Knowledge and Skills Required

- Communicate effectively
- Well-organised and can delegate tasks
- Maintain confidentiality on relevant matters
- Have a good working knowledge of the club constitution
- Demonstrate a high level of enthusiasm when representing the club to members, other organisations and the general public
- A good business sense

Director Finance

Responsible to: Club President Responsibilities and Duties

- Is the Chief Financial Management Officer for the Surf Club
- Drive the Board of Directors to prepare annual budgets with assumptions for their respective areas
- Collate and consolidate the area/divisional budgets into an overall club budget
- Produce relevant and timely financial reports and submit these to each Board meeting as required and ensure they are understood
- Monthly preparation of bank reconciliation and Profit & Loss comparing actual to budget
- Monitor the actual v budget results monthly seeking explanation for material variation >10% so the Executive can be advised
- Maintain the Surf Club's accounting records including detailed records of all payments and monies received ensuring it is logically filed with authorised supporting documentation
- Liaise with club auditor regarding the annual audit and preparation of compliant financial statements for presentation to members at the Annual General Meeting
- Cause the preparation of statutory returns and reports as required, specifically Activity Statement for the

ATO (www.ato.gov.au)

- Liaise with Director Administration and Public Officer to ensure the entity is compliant with relevant Legislation and Regulations, particularly Associations Incorporation Act NSW (1984) (www.fairtrading.nsw.gov.au) and the Charitable Fundraising Act (1991) (www.dgr.nsw.gov.au) and various taxation requirements

Knowledge and Skills Required

- Prior bookkeeping experience essential
- Prior experience in the preparation of bank reconciliations essential
- Prior experience in the preparation of balance sheet and Profit & Loss statements highly desirable
- Computer skills in Excel and MYOB (or like) highly desirable
- Well organised and able to work unsupervised and be self-motivated
- Understanding of the need for proper controls and governance over club finances i.e.
- Purchase orders (properly authorised with supporting documentation)
- Payment/Cheque requisitions (properly authorised with supporting documentation)
- Cheques & EFTs authorised by two authorised executive members
- Ability to allocate regular time periods to maintain the books
- Ability to keep correct up-to-date records
- Able to work in a logical orderly manner
- Time management skills
- Maintain a Policy of Loyalty to the Surf Club and its activities whilst also maintaining confidentiality and respect towards members
- Awareness of information, needed for the Annual Audit.
- Supervise Event Manager and any other paid staff

Director Life Saving

Responsible to: Club President Responsibilities and Duties

- Administer and organise patrols (rosters, experience/qualification spread)
- Manage adherence to requirements as per Lifesaving Agreement and SOP's (quality assurance)
- Ongoing management or service deliver standards and issue resolution
- Coordinate pre-season preparation phase (equipment/uniforms, rostering, communication etc)
- Responsible for the conduct of members in the Club
- Oversee and coordinate with the Gear Steward/Powercraft Officer and Patrol Captains concerning lifesaving gear, ensuring it is well maintained
- Provide regular communication to PC's and members direct and in clubs newsletters
- Work with Chief Training Officer to address training requirements and deficiencies
- Recommend actions to Club Board
- Liaise with Branch Director of Lifesaving
- Communicate with patrol defaulters to maintain efficiency of patrols
- Keep a record of member re-qualifications each season
- Keep a record of members performances at patrol duties
- Submit regular reports to the Club Board.

Knowledge and Skills Required

- Current or have held SLSA Bronze Medallion or Silver Medallion Basic Beach Management
- Good understanding of club culture and operations
- Ability to organise and delegate tasks
- Proficient computer skills

- Aware of Occupational Health & Safety policy
- Accreditation in TSG (Training Small Groups) desirable
- Maintain confidentiality on relevant matters
- Can communicate effectively and possess good interpersonal skills
- Positive and enthusiastic

Director Surf Sports

Responsible

to:

Club

President

Responsibilities and Duties

- Ensure implementation of relevant policies relating to Surf Sports
- Conduct regular communication with club surf sports representatives
- Ensure effective directorship of surf sports and its competition operations
- Prepare reports for presentation to Boards, Council Meetings and other meetings as required
- Provide leadership and strategic direction relating to Surf Sports
- Represent the club at meetings/conferences as required
- Contribute to the Business Plan relating to Surf Sports
- Encourage training of Officials and Coaches

Director Education

Responsible to: Club President Responsibilities and Duties

- Lead and develop a team of trainers who will develop personnel to meet the operational needs of the Club
- Assist in development of youth within the Club.
- Coordinate all instruction squads, their trainer/s and the resources
- Assess, develop and coordinate delivery of training solutions to meet the Club's Beach Management Plan and service quality issues
- Positively support the policies, culture, operation and management of the Club, Branch, SLNSW and SLSA
- Follow procedures and protocols as outlined in SLSA and SLNSW Training SOPs
- Ensure all training sessions are efficient, records completed and filed
- Develop training solutions for new resource implementation
- Ensure re-qualifications of awards and certificates are completed by required date and recorded
- Analyse skill mix throughout club and develop training solutions where needed
- Submit reports to the Club Board
- Participate as a member of the Club Board.
- Arrange assessments through the Branch as required, ensuring follow-up as required
- Attend Branch meetings (as required) and report to Branch and/or Club all relevant information
- Liaise with Branch Education Officer

Knowledge and Skills Required

- SLSA Training Officer Certificate
- Registered Training Organisation, Educational Qualification, i.e. Certificate IV in Workplace Training and Assessment or Certificate IV in Training and Assessment (preferred) or as required under SLSA
- Assessor Units of Competency (preferred)
- Ability to organise and delegate tasks
- Aware of Occupational Health & Safety policy
- Hold or have held a Bronze Medallion
- Maintain confidentiality on relevant matters
- Can communicate effectively and possess good interpersonal skills

- Friendly, positive and enthusiastic

Director Youth and Member Services

Responsible to: Club President Responsibilities and Duties

- Assist with the coordination of Youth Activities and Junior Activities Committee (JAC)
- Identify issues and potential solutions to recommend to the Board of Directors
- Responsible for providing advice, direction and coordination for JAC and youth members
- Monitoring the implementation of new initiatives
- To work with Management to set the agenda for each season's activities
- Report to Board on youth groups progress
- Distribute relevant correspondence
- Submit reports to the Board of Directors
- Responsible for WH&S and Member protection
- Responsible for Club members well being

Knowledge and Skills Recommended

- SLSA Bronze Medallion (preferred)
- SLSA Level 1 Official Course (preferred)
- SLSA Level 1 Coaching Course (preferred)
- Identify situations that require Member Protection policy and procedure
- Capacity to negotiate and resolve issues with a range of people
- Good organisation and problem solving skills with the ability to delegate tasks
- Excellent communication and interpersonal
- Ability to work as part of a team
- Maintain confidentiality and discretion on relevant matters
- Friendly, positive and enthusiastic
- Good time management

Social Activities Officer

Responsible to: Vice President Responsibilities and Duties

- Chair meetings of the Social Committee.
- With Social Committee plan social calendar for the year.

Bar Manager

Responsible to: Director of Finance

Responsibilities and Duties

- Be the licensee of the club.
- Order stock for bar as required.
- Ensure all stock is received.
- Ensure the operation of the Bar is as per the relevant legislation.
- Ensure returns are completed for relevant government departments
- With one Board member conduct stock-take, and ensure that the stock-take sheets are completed and presented to Board meetings, as required.

Registrar

Responsible to: Director Administration

Responsibilities and Duties

- Collect completed membership forms
- Maintain data entry in SurfGuard and ensure records are current
- Present submitted membership forms to monthly board meeting for approval.
- Liaise with Director of Education and keep records of awards gained.
- Assist Director of Administration.

Branch Delegate

Responsible to: Director Administration

Responsibilities and Duties

- Attend meetings of LNC Branch SLSA and provide a written report to the Director Administration following meetings.
- Following instructions of the Board of Directors when representing Pacific Palms SLSC at these meetings.

Publicity Officer

Responsible to: Director Administration

Responsibilities and Duties

- Prepare reports on club activities for local press and radio.
- Endeavour to create a good public relations image with the media.
- Keep copies of all press articles.

Powercraft Captain

Responsible to: Director Life Saving

Responsibilities and Duties

- Coordinate pre-season servicing of all motorise equipment
- Ongoing coordination of servicing/repair of powercraft and vehicles
- Administration of fuelling systems/processes
- Administration of defective equipment/fault reporting and resolution
- Support and promote powercraft and ATV training in consultation with Director Education
- Recommend purchases and asset management decisions to Club Board
- Responsible for housing/storage of powercraft
- Ensure adherence of all power-craft to Standard Operating Procedure's (including complementary equipment)
- Submit reports to the Club Director Life Saving

Knowledge and Skills Required

- SLSA Bronze Medallion
- SLSA IRB Driver Certificate (preferred)
- Proactive communication and planning
- Aware of Occupational Health & Safety policy
- Communicate effectively and has good interpersonal skills
- Friendly, positive and enthusiastic
- Well-organised
- Maintain confidentiality on relevant matters

First Aid Officer

Responsible to: Director Life Saving

Responsibilities and Duties

- Maintain a fully-stocked First Aid/Oxygen/AED Kits and First Aid Room (plus backup supplies)
- Purchase and receive delivery of supplies when needed

- Monitor adherence to cleaning and hygiene requirements of First Aid Room
- Monitor equipment quality and expiry details of supplies (i.e. AED Pads)
- Ensure training manikins are in good working order and have suitable hygiene supplies
- Promote and support first aid training in consultation with Director Education
- Submit reports to the Director Life Saving.

Knowledge and Skills Required

- Nationally-recognised First Aid Certificate (current)
- Patrolling experience (preferred)
- Proactive communication and planning
- Aware of Occupational Health & Safety policy
- Maintain confidentiality on relevant matters
- Communicate effectively and possess good interpersonal skills
- Friendly, positive and enthusiastic
- Well-organised

Carnival Organiser

Responsible to: Director Surf Sports

Responsibilities and Duties

- When Pacific Palms SLSC is hosting a surf carnival plan the organisation of the event.
- Ensure club meets all requirements of any agreements to host the carnival.
- Co-op members to assist with various aspects of hosting carnivals.
- Ensure other office bearers (i.e. Director Social Activities; IRB Captain; Publicity Officer) are aware of all aspects of Carnival.
- Organise work groups for various jobs (i.e. beach set-up)
- Oversees all Carnival entries of members

Boat Captain

Responsible to: Director Surf Sports

Responsibilities and Duties

- Be responsible for the care, maintenance and housing of the surf boats and associated equipment.
- Organise and supervise the training of members in surf boat rowing.

Gear Steward

Responsible to: Director Surf Sports

Responsibilities and Duties

- Be responsible for the care, maintenance and housing of the surf boards and skis.
- Organise and supervise the training of members in paddling these craft.

Sunday Events Co-ordinator Responsible to:

Director Surf Sports **Responsibilities and Duties**

Organise and supervise the running of weekly competition events for members during the season.

With Director of Competition Surf Sports plan program with all major events held.

3. JUNIOR ACTIVITIES

- (a) The Club shall have a Junior Activities group known as 'The Pacific Palms Surf Life Saving Club "Nippers"' and shall be controlled by the Junior Activities Committee (JAC) who shall be responsible to the Club Board of Directors. The Club Board of Directors shall ensure that all aspects of the JAC including administration and Duties of Officers are in accordance with the Rules of the L.N.C. Branch SLSA. Persons eligible to vote at a Junior Activities Group General Meeting shall be those members designated as Junior/Nipper members and

other members who express an interest in Junior Activities affairs.

(b) The Junior Activities group shall be subject to the following terms of reference:

- i. The responsibility for the conduct and co-ordination of all matters relating to Junior Activities.
- ii. To provide Junior Activity members with an educational and teaching experience in a wide range of subjects and skills within the aquatic/marine environment.
- iii. To prepare Junior Activity members for their eventual transition to the marine and patrol involvement of the Surf Life Saving Association.

(c) The Junior Activities group shall elect:

- Director of Junior Activities
- JAC Beach Supervisor
- JAC Water Safety Officer
- JAC Gear Steward
- JAC Branch Delegates
- JAC Age Managers
- JAC Surf Education Coordinator
- JAC Clothing / Presentation Coordinator

The Director of Junior Activities will report the activities of the JAC to the Board of Directors.

(d) The JAC shall elect two officers from their number, one of whom shall be the JAC Supervisor, to act as Delegates to the Branch Junior Activity Board. They will report the activities of the JAC to the Branch Junior Activities Board and vice-versa.

(e) Officers specified in clause (c) shall be elected at the Junior Activities Annual General Meeting from nominations submitted by the Junior Activity members. Officers elected shall need the endorsement of the Club Board of Directors.

(f) Voting and ballots shall be conducted by show of hands or secret ballot.

(g) All Officers shall continue in office subject to resignation, removal from office until their successors are appointed. In the event of a vacancy occurring, such vacancy may be filled at a meeting of the Junior Activities Committee.

(h) Business shall be conducted at the following Junior Activities group meetings.

- i. The Annual General Meeting, which shall be held in each calendar year, and prior to the Club Annual General Meeting.
- ii. Junior Activities Committee Meetings shall be held when required.
- iii. Quorum for all JAC Committee Meetings shall be 5 members.
- iv. Minutes of all meetings shall be recorded and shall be circulated to Officers of the JAC and to the Club Director of Administration.

4. EX-OFFICIO MEMBERS

The President and the Director of Administration shall be ex-officio members of all committees, except as otherwise may be determined by the Board of Directors and rule 25.

5. MEMBERSHIP OF CLUB

5.1 Categories of Member

The Members of the Club shall consist of:

- (a) Probationary Members shall be the designation of any person for the time period between making applying for membership and the gaining of an award and/or the granting of a formal category of membership of the Club. Probationary Members are non-voting members of the Club;

- (b) Junior Activities Members shall be a person who shall be a minimum age of five (5) years and up to a maximum age of thirteen (13) years and such person shall be required to gain the relevant Surf Education Certificate for that person's age group. Junior Activities Members are non-voting members of the Club;
- (c) Cadet Members shall be a Member of the age qualification as defined in SLSA's Manuals (i.e. Under 15) and who has obtained the Surf Rescue Certificate or has passed the annual proficiency test. Cadet Members are non-voting members of the Club;
- (d) Active Members, who shall hold an SLSA Bronze Medallion, fulfil patrol and Club obligations and qualify in an annual proficiency test (unless that Member has obtained their Bronze Medallion in that season). Active Members shall have the right to be present, to debate and to vote at General Meetings;
- (e) Reserve Active Membership may be granted to Active Members who have satisfactorily completed (from the gaining of the Bronze Medallion) at least eight (8) years of patrol and Club obligations as provided by SLSA and Club Constitution. Reserve Active Membership shall not be automatic, but shall be granted by resolution of the Board. Reserve Active Members shall have the right to be present, to debate and to vote at General Meetings;
- (f) Long Service Members, may be deemed as such by the Club after having completed ten (10) years active service or eight (8) years active service plus four (4) years reserve active service. These Members shall have the right to be present, to debate and to vote at General Meetings, and may be exempt from patrol obligations and granted other special privileges;
- (g) Award Members, must hold an SLSA award of one or more of the following qualifications: Surf Rescue Certificate, Radio Award, Resuscitation Certificate, Advance Resuscitation Certificate or First Aid Certificate. Award Members may be granted voting rights by the Club Board if they are undertaking lifesaving patrol duties.
- (h) Non Resident Active Membership
 - i) A Non Resident Active member shall be a Bronze Medallion holder and fulfill patrol and Club obligations as provided for Reserve Active members by Surf Life Saving Australia and the Club Rules, By-Laws and Regulations, and shall qualify in an Annual Proficiency Test each season.
 - ii) A Non Resident Active member shall not have a permanent year-long residence within a radius of fifty kilometres of the Club.
 - iii) Non Resident Active members shall be voting members of the Club.
- (h) General Members, who may be granted such membership by the Club regardless of whether they hold an SLSA award. General Members are non-voting members of the Club;
- (i) Nipper Parent Member may be granted to the parent or legal guardian of a Junior Member. A parent member may be elected to the Junior Committee and have voting rights on this committee. Parent Members are non-voting members of the Club except within the Junior Committee.
- (j) Associate Members, who may or may not have an SLSA award. Associate Members shall not have voting rights unless elected to office or position, which is provided voting rights by this Constitution;
- (k) Honorary Members, may be granted to Members who may or may not hold an SLSA award. Honorary Members are non-voting members of the Club; and
- (l) Life Membership may be granted by the Club to Members who have rendered distinguished, or special service and shall have the right to be present, to debate and to vote at General meetings.

5.2 Application for Membership

An application for membership by an individual must be:

- (a) In writing on the form prescribed from time to time by SLSNSW and/or SLSA, from the applicant and lodged with the Club; or
- (b) Submitted online via the SLS Member Portal and in accordance with the process (if any) as proscribed by the Board from time to time; and
- (c) Accompanied by the appropriate fee, if any.

5.3 Discretion to Accept or Reject Application

- (a) The Club Board may accept or reject an application whether the applicant has complied with the requirements in rule 8.2 or not, and shall not be required or compelled to provide any reason for such acceptance or rejection.

- (b) Where the Club Board accepts an application the applicant shall, subject to notification to the Branch and SLSNSW, become a Member.
- (c) Membership of the Club shall be deemed to commence upon acceptance of the application by the Club Board. The Register shall be updated accordingly as soon as practicable.
- (d) If the Club Board rejects an application, it shall refund any fees forwarded with the application, and the application shall be deemed rejected by the Club. No reasons for rejection need be given.

5.4 Renewal of Membership

- (a) Members must re-apply annually for membership of the Club in accordance with the procedures set down by the Club from time to time. Rule 8.2 and 8.3 apply to applications for renewal of membership.
- (b) Upon re-application a Member must provide details of any change in their personal details, and any other information reasonably required by the Club.

5.5 Membership Transitional Arrangements

Notwithstanding any other rule of this Constitution, the transitional arrangements set out at rule 37 shall apply to the continuation of membership from the date of adoption of this Constitution.

5.6 Life Membership and Honours

- (a) A member who has displayed distinguished and exceptional service to the Club may be nominated for Life Membership.
- (b) Criteria and procedures for nomination refer to Club By-Law 14.
- (c) Life Members shall be entitled to all rights and privileges of the Club for life without payment or any obligation to the Club and shall receive a blazer.

5.7 Effects of Membership

Members acknowledge and agree that:

- (a) this Constitution constitutes a contract between each of them and the Association and that they are bound by this Constitution and By-Laws, the State Centre constitution and regulations and the SLSA constitution and regulation;
- (b) they shall comply with and observe this Constitution and the By-Laws, and any determination, resolution or policy which may be made or passed by the Committee or any other entity with delegated authority;
- (c) by submitting to this Constitution and the By-Laws they are subject to the jurisdiction of the Association, State Centre and SLSA;
- (d) the Constitution and By-Laws are necessary and reasonable for promoting the Objects and particularly the advancement and protection of surf lifesaving as a community service in Pacific Palms; and
- (e) they are entitled to all benefits, advantages, privileges and services of Association membership.

A right, privilege or obligation of a person by reason of their membership of the Club:

- (a) Is not capable of being transferred or transmitted to another person; and
- (b) terminates upon the cessation of membership whether by death, resignation or otherwise.

5.8 Liability of Members

The liability of the Members of the Club is limited.

6. SUBSCRIPTIONS

(a) The Annual subscription for each year shall be due and payable in advance before the commencement of the Annual General Meeting in each year and shall be in respect of the year then ensuing and no member shall be entitled to be elected to office or permitted to vote unless fees have been paid by 30 April for the preceding season and membership of the Club renewed for the ensuing season prior to the AGM.

(b) Any member failing to pay their subscription by June 30th in any year shall not be entitled to any privileges of the

Club so long as the subscription shall remain in arrears and at the discretion of the Management Committee, if the arrears are not paid by that date, membership may be terminated.

(c) No person financially indebted to any other affiliated Club of the Surf Life Saving Association of Australia shall knowingly be admitted to membership.

7. CLUB COLOURS AND COMPETITION CAPS

- (a) The Club Colours shall be royal blue and gold and the design of the Club Competition Caps shall be blue with a yellow stripe.
- (b) Any desired alterations must first receive the approval of the Surf Life Saving Association.

8. BADGES AND BLAZERS

The design and colour of the Club badges and Blazers shall be as adopted at a general meeting and can only be changed by the passing of a motion.

9. PATROLS

All members eligible to patrol, other than those who are exempt from patrol duties and those to whom leave of absence has been granted by the Board of Directors, shall patrol Elizabeth Beach during the patrol season and at such hours as may be determined by the L.N.C. Branch of the SLSA. Patrolling by members shall be in accordance with By-Law No. 13.

10. PREMISES AND PROPERTY

- (a) The security of the Surf Clubhouse shall be vested in the Board of Directors.
- (b) The President shall have custody of all keys/badges and will be responsible to the Board of Directors for the proper allocation of them to selected Office Bearers, at each Annual General Meeting and throughout the season.
- (c) A register of all keys/badges issued shall be kept and be under the President's control and the keys shall be returned to the President at the Annual General Meeting, if requested
- (d) The Surf Clubhouse is for the use of the Club Members and/or others at the direction of the Board of Directors.
- (e) The Club's consent must be obtained for the hiring of the building or its precincts.
- (f) No unseemly conduct likely to interfere with the comfort of Club Members will be permitted.
- (g) No member shall remove from the Club or use any of the Club's property for any purpose other than that for which it is intended without the sanction of the Board of Directors.
- (h) All property wilfully damaged or destroyed shall be paid for or replaced by those found to be responsible.
- (i) The Board of Directors shall at all times ensure that Club property is adequately insured.

11. POLITICS AND RELIGION

- (a) The Club shall be strictly non-political and non-sectarian, and shall not directly or indirectly allow to be introduced at any meeting any matter intended or likely to support or attack any cause in any political or religious controversy, actual or potential.
- (b) Any member who publicly participates in any political gathering or meeting, or who publicly makes any political statement, express or implied, shall not act or suffer to be done, so as to indicate that the views

expressed are those of the Club.

12. DISPLAY OF RULES AND BY-LAWS

A copy of the Rules and By-Laws shall be readily available from the Director of Administration at all reasonable times and each member shall be deemed to have read them and to have agreed to accept them.

13. PROCEDURES AND RULES OF DEBATE

- (a) Whenever the Chairman rises during debate, the member then speaking shall be silent and resume his seat.
- (b) In the case of any remark considered by the Chairman to be offensive or imputing improper motives, the Chairman may call upon a speaker to withdraw and apologise.
- (c) The Chairman may call a member to order. If such member persists in being disorderly, the Chairman may call upon such member to withdraw from the meeting.
- (d) It shall not be permissible to dispute the Chairman's rulings, or move a motion of dissent from a ruling, on matters of procedure and points of order.
- (e) Any member desiring to speak shall stand up and address the Chairman.
- (f) If two or more members rise to speak at the one time, the Chairman shall decide who is entitled to priority.
- (g) The meeting may decide that a particular person shall or shall not be heard, provided that a motion of this nature shall not be debated.
- (h) No member shall interrupt another member who is speaking except to raise a point of order.
- (i) No member shall digress from the subject under discussion.
- (j) No member shall use offensive or unbecoming words.
- (k) During the debate a member may raise a point of order whereupon the member then speaking shall be seated until the point of order, is ruled upon by the Chairman.
- (l) It shall be competent for any member to move a motion of dissent from the Chairman's ruling other than on matters of procedure and points of order. The mover of a motion of dissent shall concisely state the point. The seconder and Chairman only may then speak to the motion.
- (m) At any time during the debate, a member may move "that the question be now put". Provided the Chairman is satisfied that reasonable time for debate of the original motion has been allowed, the motion shall be put without debate -it need not be seconded. This motion may be applied to an amendment, in which case it is the amendment which is immediately put to the vote. It shall not be competent for the mover, seconder or any person who has spoken to the original motion or amendment to move "that the question be now put".
- (n) If carried, the original motion shall be put to the vote without further debate except that the mover thereof shall have the right of reply -if lost, the debate may proceed.
- (o) A member may move the adjournment of the debate to a subsequent meeting. If a motion for adjournment is lost, the mover thereof shall not be allowed to speak again on the question under debate. If carried, the mover shall have the right of resuming the debate at the ensuing meeting and the mover of the original motion shall have the right of reply.
- (p) Any member proposing a motion or an amendment shall state its nature before addressing the meeting thereon.
- (q) The mover of a motion shall not occupy more than ten minutes nor any other speaker more than five minutes, provided that the meeting may, by resolution, without debate, grant an extension of time to any speaker.
- (r) No member may speak more than once to a motion except with the Chairman's permission, in explanation or reply, or to ask a question but may speak again on any amendment to the motion.
- (s) The mover of a motion's right of reply shall be exercisable at the end of the debate.
- (t) The mover of an original motion must get the consent of the seconder, and the approval of the meeting, before making any alteration to the wording of his motion.
- (u) Any member (other than as provided in sub clause (v)) may move an amendment to a motion, provided it is not a direct negative of the motion proposed to be amended.
- (v) The mover or seconder of a motion may not move or second an amendment to it but may speak on any such amendment and vote in favour of it.
- (w) A particular member may move or second one amendment only to each motion, but may speak on amendments moved by others.
- (x) An amendment having been moved, it shall not be competent to move any further amendment, provided that notice may be given of intention to move a further amendment when the previous amendment has

been determined. Only one amendment can be considered at one time.

- (y) If there is an indication of more than one amendment to be brought forward the mover of the original motion may elect to reply at the end of the debate on the first amendment.
- (z) The mover of an amendment has no right of reply.
- (aa) A member who formally seconds a motion or amendment without speaking may speak in support at a subsequent stage of the debate.
- (bb) Amendments shall be put to the meeting before the motion is put, and shall be committed to the meeting in the order in which they are received.
- (cc) When an amendment is carried the motion as amended becomes the motion before the meeting.
- (dd) Motions and amendments can be withdrawn only when a majority of those present at the meeting consent. A motion for withdrawal is open to debate, which, however must be confined to the matter of withdrawal.
- (ee) If, after a motion has been determined, it is considered in the general interest that the matter should be re-opened for discussion before the termination of the same meeting, the meeting may, by a two to one majority vote, order its re-committal.

14. SAVING PROVISIO

In the event of anything occurring not within the scope of these By-Laws, the Board of Directors shall first determine if the matter is covered in Branch, State or Association rules and by-laws, and if not provided for, shall deal with same and their decision shall be binding.

15. REGULATIONS FOR PATROLS

- (a) Patrols shall be appointed by the Director of Lifesaving in conjunction with the patrol captains. Once appointed, the patrol members shall be under the immediate direction of the Patrol Captain assisted by the Patrol Vice Captain.
- (b) Dates of patrol rosters and hours of duty of each patrol member shall be set out on patrol roster and forwarded to each rostered patrol member. Receipt of patrol roster shall be deemed to be sufficient notice of the times such member shall be on duty. Patrol members must ensure that they are at the beach and ready for duty and suitably attired at the rostered starting time for their patrols.
- (c) A member unable to attend an allotted patrol may arrange a substitution provided that the substitute has no less SLSA qualification.
- (d) No member of a patrol shall be permitted to leave the area being patrolled during the period of duty without the permission of the patrol captain.
- (e) Members of patrols shall perform any duty allotted by the patrol captain in the actual work of life saving or any other task deemed necessary for the efficient patrolling of the beach.
- (f) Members of patrols who are candidates for any award of the SLSA will be granted leave to attend classes on notification.
- (g) Life Saving practice shall be carried out from time to time under instruction from the patrol captain or the patrol captains nominee.
- (h) Patrol Captains shall:
 - i. Check and have placed on the beach all gear as is required by the Lower North Coast Branch SLSA.
 - ii. Allot duties to each patrol member immediately on the commencement of the patrol.
 - iii. Ensure that the last patrol on duty each day returns all gear in a cleaned and serviceable condition and see that such gear is securely stowed.
 - iv. Enter appropriate information into the various Association Log Books, including damage to patrol equipment.
 - v. Supervise the signing of the patrol log book at the commencement and termination of patrols.
- (i) Any patrol member failing to carry out a rostered patrol without providing a substitute, or who fails to fulfil a duty allocated by the patrol captain shall be required within 14 days to explain in person or in writing reasons to the Board of Directors which shall determine what action, if any, shall be taken.
- (j) In the event of a patrol finishing its period of duty and not being relieved on time, the patrol captain shall retain sufficient patrol members to maintain efficiency until relieved.

16. CLUB COMPETITIONS

Club competitions shall be conducted in accordance with the rules of the current SLSA Competition Manual/s and Association Rules and By-Laws. The types of events, grades of events, scheduling of events and minimum requirements for the number of starters for events, shall be determined from time to time by the Board of Directors.

17. CLUB APPAREL

Apparel, bearing the Club's name, shall require the approval of the Board of Directors.

18. SERVICE AND HONOUR AWARDS

18.1 The following Service and Honour Awards may be awarded to members meeting the following criteria;

(a) **5 Year Active Service Merit** – A member who has completed five (5) years of rostered active patrol service and is not in arrears or default of the Club Constitution may be awarded 5 Years Active Service.

(b) **10 Year Active Service Merit** – A member who has completed ten (10) years of rostered active patrol service and is not in arrears or default of the Club Constitution may be awarded 10 Years Active Service.

(c) **10 Year 100% Active Service Merit** -A member who has completed ten (10) years of rostered active patrol service and has attained 100% patrol attendance for the entire 10 years and is not in arrears or default of the Club Constitution may be awarded 10 Years 100% Active Service.

(d) **15 Year Active Service Merit** – A member who has completed fifteen (15) years of rostered active patrol service and is not in arrears or default of the Club Constitution may be awarded 15 Years Active Service.

(e) **15 Year 100% Active Service Merit** -A member who has completed fifteen (15) years of rostered active patrol service and has attained 100% patrol attendance for the entire 15 years and is not in arrears or default of the Club Constitution may be awarded 15 Years 100% Active Service.

(f) **20 Year Active Service Merit** – A member who has completed twenty (20) years of rostered active patrol service and is not in arrears or default of the Club Constitution may be awarded 20 Years Active Service.

(g) **20 Year 100% Active Service Merit** -A member who has completed twenty (20) years of rostered active patrol service and has attained 100% patrol attendance for the entire 20 years and is not in arrears or default of the Club Constitution may be awarded 20 Years 100% Active Service.

(h) **25 Year Active Service Merit** – A member who has completed twenty five (25) years of rostered active patrol service and is not in arrears or default of the Club Constitution may be awarded 25 Years Active Service.

(i) **25 Year 100% Active Service Merit** -A member who has completed twenty five (25) years of rostered active patrol service and has attained 100% patrol attendance for the entire 25 years and is not in arrears or default of the Club Constitution may be awarded 25 Years 100% Active Service.

(j) Furthermore, a member will be eligible for incremental awards in five (5) year blocks for both Active Service Merit and 100% Active Service Merit.

(k) For the purposes of Clauses (a) (b) (d) (f) (h) and (j) in Section 62 (i), to constitute 5 years rostered, 10 years rostered, 15 years rostered, 20 years rostered and 25 years rostered active service at least 75% of a patrolling season must be served and at least 75% of rostered patrols must be carried out by the individual member.

18.2 Distinguished Service Award

From time to time the LMHC may grant to a member of the Club a Distinguished Service Award. This award would be for service that is a major contribution in the activities, direction or promotion of the Club. A nominee for this award must be nominated by two active members of the Club each with 5 years minimum membership with the Club. The award is open to all categories of Club membership irrespective of years of service. Applications for this award may only be submitted to the LMHC for an individual once every two years. The above criteria are only a guide and not a guarantee that the award will be granted.

18.3 Honour Service Award

A member who has:

(a) Completed a minimum of ten (10) years continuous active service or a minimum of fifteen (15) years continuous non active membership of the Club.

(b) Served on Club Committee(s) for a minimum of five (5) years

(c) Is nominated by two (2) active members each with five (5) years minimum membership of the Club may be nominated for the Honour Service Award. The above criteria are no guarantee that the award will be granted. Nominations of a member for Honour Service Award may be submitted to the LMHC Sub Committee only once every two years.

18.4 Life Membership

Where a Member who has completed a minimum of fifteen (15) years continuous active service with the Club (or qualifies for an exemption as per the SLSA guidelines) or twenty (20) years continuous non active service to the Club may be nominated for Life Membership of the Club if the following minimum conditions are met:

(a) Has served on Club Committee(s) for a minimum of five (5) years if an active member, or seven (7) years if a non-active member.

(b) Is nominated by two (2) active members with a minimum of five (5) years service with the Club each.

(c) The above criteria are no guarantee that the award will be granted.

(d) Applications for this award may only be submitted to the Life Membership and Honours Sub Committee for an individual once every two (2) years.

(e) Life Members are voting members of the Club

Notes: For the purposes of these awards service on a committee(s) will be 75% attendance of the scheduled meetings. All applicants must have a proposer and a seconder. It is preferred that the nominated member not be aware of the nomination. All criteria are a minimum requirement and should not be seen as any sort of indication of the award being granted.