



**Toorak East Malvern Hockey Club**

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# Rules of the Toorak East Malvern Hockey Club (Inc)

Registered Association No A0004046G

ABN 54 197 644 690

# RULES OF THE TOORAK EAST MALVERN HOCKEY CLUB (INC)

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## 1 Name & Purpose

The name of the incorporated association is the Toorak East Malvern Hockey Club (Inc) (the **Club**) and the purpose of the Club is to facilitate the playing and development of hockey.

## 2 Definitions

In these rules, unless the contrary intention appears:

**Act** means the Associations Incorporation Reform Act 2012 (Vic) and any regulations made thereunder and, and any Act which replaces the Act, including any regulations made under that Act ;

**Financial Year** means the year ending on 31 October;

**General Committee** means the General Committee constituted in accordance with Rule 25;

**General Committee Member** means a member of the General Committee pursuant to Rule 25(a);

**General Meeting** means a general meeting of Members convened in accordance with Rule 15;

**Hockey Victoria Incorporated** means the peak body for the administration of the sport of hockey in Victoria or the equivalent body existing from time to time;

**Junior's Secretary** means the secretary of the junior's division of the Club;

**Junior's Vice-President** means the vice-president of the junior's division of the Club;

**Member** means a Member of the Club;

**Men's Secretary** means the secretary of the men's division of the Club;

**Men's Vice-President** means the vice-president of the men's division of the Club;

**Officer** means a Member who has been elected to the Committee in accordance with Rule 27;

**President** means the president of the Club;

**Rules** means these Rules of the Club as altered from time to time

**Relevant Documents** has the same meaning as in the Act;

**Secretary** means the Secretary of the Club;

**Senior Vice-President** means the vice-president of the Club;

**Special Resolution** means, in the context of the relevant meeting, either, a resolution passed by:

- (i) not less than 75% of the Members present and entitled to vote at a General Meeting; or
- (ii) not less than 75% of the Officers present at a Committee Meeting;

**Treasurer** means the Treasurer of the Club;

**Women's Secretary** means the secretary of the women's division of the Club;

**Women's Vice-President** means the vice-president of the women's division of the Club.

### **3 Alteration of the Rules**

These Rules must not be altered except in accordance with the Act.

## **4 Membership and Subscription**

### **4.1 Membership**

- (a) Subject to these Rules, every person is entitled to be a Member of the Club.
- (b) A person who applies and is approved for membership as provided in these Rules is eligible to be a Member on payment of the annual subscription payable under these Rules.
- (c) A person who is not a Member at the time of the incorporation of the Club (or who was a Member at that time but has ceased to be a Member) must not be admitted to membership unless:
  - a. they apply for membership in accordance with Rule 4.1(d); and
  - b. the admission as a Member is approved in the manner provided by this Rule 4.
- (d) An application of a person for membership of the Club must be made in writing in the form and manner as determined by the Committee from time to time.
- (e) As soon as practicable after the receipt of an application, the Officer who received the application must refer it to the Treasurer and either the Men's Vice-President, Women's Vice-President or Junior's Vice-President as applicable (the **Applicable Vice-President**).
- (f) The Treasurer and Applicable Vice-President must determine whether to approve or reject the application.
- (g) If an application for membership is approved, an Officer must, as soon as practicable:
  - a. notify the nominee of the approval for membership; and
  - b. request payment of the sum payable under these Rules as the first year's annual subscription within 28 days after receipt of the notification.
- (h) Subject to these Rules, the Committee must determine the category of membership to which a Member belongs.
- (i) The Club has the following categories of membership:
  - a. Life;
  - b. Senior;
  - c. Junior; and
  - d. Social.
- (j) The Treasurer must, within 28 days after receipt of the amounts referred to in Rule 4.1 (g), enter the applicant's name in the Register of Members.
- (k) An applicant for membership becomes a Member and is entitled to exercise the rights of membership when the application is approved in accordance with Rule 4.1 (f).
- (l) If an application is rejected, an Officer must, as soon as practicable, notify the applicant in writing that the application has been rejected.

- (m) A right, privilege, or obligation of a person by reason of membership of the Club:
  - (i) is not capable of being transferred or transmitted to another person;
  - (ii) terminates upon the cessation of that person's membership whether by death, resignation, expulsion or otherwise.

## **4.2 Annual Subscription**

- (a) Subject to Rule 4.2(b), the annual subscription is the amount as determined by the General Committee on an annual basis and is payable in advance on or before 15 May in each year, or 28 days after receipt of the notification of membership, whichever is the later.
- (b) The General Committee may set different annual subscription levels for different categories of membership and within each category of membership from time to time.
- (c) The Treasurer may, at his or her discretion, fix the subscription to be paid by any person becoming a Member of the Club after the commencement of the winter season, provided that subscription does not exceed the subscription set by the General Committee pursuant to Rule 4.2(a).
- (d) The Committee may authorise the Treasurer to make special arrangements for the collection of subscriptions by instalments in cases of hardship. A Member is not unfinancial if the Member's subscription is:
  - (i) paid under instalment (provided the instalment payments are up to date); or
  - (ii) waived.
- (e) A Member who has not paid his or her subscription in accordance with this Rule 4 is unfinancial and ineligible to hold office, vote at any meeting, or be selected as a player in any team entered in any competition run by Hockey Victoria Incorporated.
- (f) A Life Member is not required to pay the annual subscription referred to in Rule 4.2(a).
- (g) The General Committee has the power to impose such fees in addition to the annual subscription as it may from time to time consider appropriate.

## **5 Categories of Membership**

Subject to Rule 4, the criteria for eligibility for each category of membership of the Club is:

- (a) Life – a Life Member is one elected in accordance with Rule 6 .
- (b) Senior – a Senior Member is a Member of the Club who:
  - (i) is registered with Hockey Victoria Incorporated as a senior player;
  - (ii) is not a Junior Member; and
  - (iii) is not a Life Member.
- (c) Junior – a Junior Member is a Member of the Club eligible to play as a junior player under the rules in force from time to time of Hockey Victoria Incorporated.
- (d) Social – a Social Member is a Member of the Club who:
  - (i) is at least 18 years old; and
  - (ii) does not play hockey for the Club.

## **6 Election of a Life Member**

- (a) The procedure for electing a Life Member is as follows:
  - (i) Any Member may nominate to the Committee, a person to be considered for life membership (the ***Nominating Member***).
  - (ii) Upon consideration of a nomination by the Committee, the Committee may endorse, by Special Resolution, a nomination for life membership of any person who has given exemplary service to the Club and who has been a Member of the Club for a minimum of 10 years.
  - (iii) A nomination endorsed by the Committee pursuant to Rule 6(a)(ii) must be referred to the next General Meeting of Members of which notice in accordance with Rule 15 is given.
  - (iv) A Member nominated for life membership of the Club is elected by the passing of a Special Resolution in favour of the nomination at the General Meeting of Members referred to in Rule 6(a)(iii).
  - (v) In the event that the Committee does not endorse a nomination for life membership in accordance with Rule 6(a)(ii), an Officer must advise the Nominating Member of the decision.
- (b) To facilitate the election process referred to in Rule 6(a), any Member may make a written or oral submission in support of a Life Member nomination to the Members attending the General Meeting at which the nomination will be voted upon.

## **7 Register of Members**

- (a) The Treasurer must keep and maintain a register of Members containing (Register of Members) :
  - (i) the name, date of birth, gender and address of each Member;
  - (ii) the date on which each Member's name was entered in the Register of Members; and
  - (iii) the Member's category of membership of the Club.
- (b) Subject to the Act, the Register of Members is available for inspection free of charge by any Member upon request.

## **8 Ceasing Membership**

- (a) A Member who has paid all moneys due and payable by a Member may resign from the Club at any time by informing an Officer of the Club of his or her intention to resign.
- (b) Upon resignation of a Member in accordance with Rule 8(a)
  - (i) the Member ceases to be a Member; and
  - (ii) the Treasurer must record in the Register of Members the date upon which the Member ceased to be a Member.

## **9 Discipline, Suspension and Expulsion of Members**

- (a) Subject to these Rules, if the Committee is of the opinion that a Member has refused or neglected to comply with these Rules, or has been found guilty of conduct unbecoming a Member or prejudicial to the interests of the Club, the Committee may, by Special Resolution:
  - (i) suspend that Member from membership of the Club for a specified period; or
  - (ii) expel that Member from the Club.

- (b) A Special Resolution of the Committee under Rule 9(a) does not take effect unless:
  - (i) at a meeting held in accordance with Rule 9(c), the Committee confirms the Special Resolution; and
  - (ii) if the Member exercises a right of appeal to the Club under this Rule, the Club confirms the Special Resolution in accordance with this Rule.
- (c) A meeting of the Committee to confirm or revoke a Special Resolution passed under Rule 9(a) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the Member in accordance with Rule 9(d).
- (d) For the purposes of giving notice in accordance with Rule 9(c), the Secretary must, as soon as practicable, cause to be given to the Member a written notice:
  - (i) setting out the Special Resolution of the Committee and the grounds on which it is based;
  - (ii) stating that the Member, or his or her representative, may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that Member;
  - (iii) stating the date, place and time of that meeting;
  - (iv) informing the Member that he or she may do one or both of the following:
    - (A) attend that meeting;
    - (B) give to the Committee before the date of that meeting a written statement seeking the revocation of the Special Resolution; and
  - (v) informing the Member that, if at that meeting, the Committee confirms the Special Resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that or he she wishes to appeal to the Club in General Meeting against the Special Resolution.
- (e) At a meeting of the Committee to confirm or revoke a Special Resolution passed under Rule 9(a), the Committee must:
  - (i) give the Member, or his or her representative, an opportunity to be heard;
  - (ii) give due consideration to any written statement submitted by the Member; and
  - (iii) determine, by Special Resolution, whether to confirm or to revoke the Special Resolution.
- (f) At a meeting convened in accordance with Rule 9(c), the Committee may consider matters relevant to the issues for consideration that were not included in the notice referred to in Rule 9(d) if:
  - (i) a matter has been inadvertently, in good faith, omitted from the notice; or
  - (ii) a matter has come to the attention of the Committee after the notice is given to the Member.
- (g) If at the meeting of the Committee, the Committee confirms the Special Resolution, the Member may, not later than 48 hours after that meeting, give the Secretary a notice in writing to the effect that he or she wishes to appeal to the Club in General Meeting against the Special Resolution.
- (h) If the Secretary receives a notice under Rule 9(g), he or she must notify the Committee and the Committee must convene a General Meeting of the Club to be held within 21 days after the date on which the Secretary received the notice.
- (i) At a General Meeting of the Club convened under Rule 9(h):



- (i) no business other than the question of the appeal may be conducted;
  - (ii) the Committee may place before the meeting details of the grounds for the Special Resolution and the reasons for the passing of the Special Resolution;
  - (iii) the Member, or his or her representative, must be given an opportunity to be heard; and
  - (iv) the Members present must vote by secret ballot on the question whether the Special Resolution should be confirmed or revoked.
- (j) The Special Resolution is confirmed if more than 75% of the secret ballot is in favour of confirming the Special Resolution.

## **10 Disputes and Mediation**

- (a) The grievance procedure set out in the Rules applies to disputes under these Rules between:
- (i) a Member and another Member; or
  - (ii) a Member and the Club.
- (b) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (c) If the parties are unable to resolve the dispute at the meeting referred to in Rule 10(b), or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (d) The mediator must be:
- (i) a person chosen by agreement between the parties; or
  - (ii) in the absence of agreement:
    - (A) in the case of a dispute between a Member and another Member, a person appointed by the Committee of the Club; or
    - (B) in the case of a dispute between a Member and the Club, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (e) A Member of the Club can be a mediator.
- (f) The mediator cannot be a Member who is a party to the dispute.
- (g) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (h) The mediator conducting the mediation, must:
- (i) give the parties to the mediation process every reasonable opportunity to be heard;
  - (ii) allow due consideration by all parties of any written statement submitted by any party; and
  - (iii) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (i) The mediator must not determine the dispute.
- (j) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

## **11 Claims and Liabilities**

### **11.1 Claims**

A Member of the Club who resigns or who is expelled or suspended in accordance with these Rules has no claim over any asset or any part of any asset of the Club.

### **11.2 Liabilities**

A Member of the Club who resigns or who is expelled or suspended in accordance with these Rules remains liable for any subscriptions and other monies due by him or her at the date of such resignation, expulsion or suspension.

## **12 Annual General Meetings**

- (a) Subject to Rule 12(b), the Committee may determine the date, time and place of the Annual General Meeting of the Club.
- (b) The Annual General Meeting must occur on a day between 1 November and 15 December each year.
- (c) The notice convening the Annual General Meeting must specify that the meeting is an Annual General Meeting.
- (d) The ordinary business of the Annual General Meeting will be:
  - (i) to confirm the minutes of the previous Annual General Meeting and of any General Meeting held since the previous Annual General Meeting;
  - (ii) to receive from the Committee reports upon the transactions of the Club during the last preceding financial year;
  - (iii) to elect Officers of the Club and General Committee Members; and
  - (iv) to receive and consider the statement submitted by the Club in accordance with the Act.
- (e) The Annual General Meeting may conduct any special business of which notice has been given in accordance with these Rules.

## **13 Special General Meetings**

- (a) In addition to the Annual General Meeting, any other General Meeting may be held in the same year.
- (b) Each General Meeting other than the Annual General Meeting is a Special General Meeting.
- (c) The Committee may, whenever it thinks fit, convene a Special General Meeting of the Club.
- (d) The Committee must, on the request in writing of Members representing not less than 10 Members entitled to vote at a General Meeting, convene a Special General Meeting of the Club.
- (e) The request for a Special General Meeting must:
  - (i) state the objects of the meeting;
  - (ii) be signed by the Members requesting the meeting; and
  - (iii) be sent to the address of the Secretary unless otherwise advised by the Committee.
- (f) The request referred to in Rule 13(e) may consist of several documents in the same form, each signed by one or more Members making the request.
- (g) If the Committee does not cause a Special General Meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the Members making the request, or any of them, may convene a Special General Meeting to be held not later than one month after that date.

- (h) If a Special General Meeting is convened by Members in accordance with this Rule, it must be convened in the same manner as the Committee would convene a General Meeting and all reasonable expenses incurred in convening the Special General Meeting must be refunded by the Club to the persons incurring the expenses.

## **14 Special Business**

All business that is conducted at a Special General Meeting and all business that is conducted at the Annual General Meeting, except for business conducted under the Rules as ordinary business of the Annual General Meeting, is deemed to be special business.

## **15 Notice of General Meetings**

- (a) The Secretary of the Club must, at least 28 days before the date fixed for holding a General Meeting of the Club, cause to be sent to each Member of the Club, a notice stating the place, date and time of the General Meeting and the nature of the business to be conducted at the General Meeting.
- (b) Notice may be sent:
  - (i) by prepaid post to the address appearing in the Register of Members;
  - (ii) by facsimile transmission; or
  - (iii) electronic transmission.
- (c) No business other than that set out in the notice convening the General Meeting may be conducted at the General Meeting.
- (d) A Member intending to bring any business before a General Meeting may notify in writing, or by electronic transmission, the Secretary, the Men's Secretary, the Women's Secretary or the Junior's Secretary of that business, who must cause that business to be included in the notice calling the next General Meeting.

## **16 Quorum at General Meetings**

- (a) No item of business may be conducted at a General Meeting unless a quorum of Members entitled under these Rules to vote is present during the time when the General Meeting is considering that item.
- (b) Subject to Rule 16(c), 20% of Members present (being Members entitled under these Rules to vote at a General Meeting) constitutes a quorum for the conduct of the business of a General Meeting.
- (c) If, within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present:
  - (i) in the case of a meeting convened upon the request of Members, the meeting must be dissolved; and
  - (ii) in any other case, the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the chairperson at the time of the adjournment or by written notice to Members given before the day to which the meeting is adjourned) at the same place.
- (d) If, at the adjourned meeting held in accordance with Rule 16(c), the quorum is not present within half an hour after the time appointed for the commencement of the General Meeting, the Members present (being not less than six) will be a quorum.

## **17 Presiding at General Meetings**

- (a) The President, or in the President's absence, the Senior Vice-President, will preside as chairperson at each General Meeting of the Club.
- (b) If the President and the Senior Vice-President are absent from a General Meeting, the Members present must select one of their number to preside as chairperson.

## **18 Adjournment of Meetings**

- (a) The person presiding may, with the consent of a majority of Members present at the General Meeting, adjourn the meeting from time to time and place to place.
- (b) No business may be conducted at an adjourned General Meeting other than the unfinished business from the meeting that was adjourned.
- (c) If a General Meeting is adjourned for 14 days or more, a notice of the adjourned meeting must be given in accordance with Rule 15.
- (d) Except as provided in Rule 18(c), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned General Meeting.

## **19 Voting at General Meetings**

- (a) Each Senior, Life, Social and Junior Member over 16 years of age at the date of the General Meeting is entitled to vote.
- (b) Any Member under the age of 16 years is entitled to speak at a General Meeting but is not entitled to vote.
- (c) Subject to Rule 19(a), (b) and (f), upon any question arising at a General Meeting of the Club, a Member has one vote only.
- (d) All votes must be given personally or by proxy.
- (e) In the case of an equality of voting on a question, the chairperson of the meeting is entitled to exercise a casting vote.
- (f) A Member is not entitled to vote at a General Meeting unless all moneys due and payable by him or her to the Club have been paid.

## **20 Poll at General Meetings**

- (a) If at a General Meeting a poll on any question is demanded by not less than three Members, it must be taken at that meeting in such manner as the chairperson may direct and the resolution of the poll will be deemed to be a resolution of the meeting on that question.
- (b) A poll that is demanded on the election of a chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the General Meeting as the chairperson may direct.

## **21 Manner of Determining whether Resolution Carried**

- (a) Where a resolution of the Club has been determined by a show of hands, the chairperson may declare that the resolution has been:
  - (i) carried;
  - (ii) carried unanimously;
  - (iii) carried by a particular majority; or
  - (iv) lost.
- (b) An entry to the effect of the declaration made in accordance with Rule 21(a) in the minute book of the Club is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that the resolution was so carried or lost.

## **22 Proxies**

- (a) Each Member is entitled to appoint another Member as his or her proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (b) The notice appointing the proxy must be for a meeting of the Club convened under Rules 12 or 13, in the form set out in schedule 1..

## **23 Committee of Management**

- (a) The affairs of the Club will be managed by a Committee of Management (the Committee) .
- (b) The Committee is constituted by the Officers elected in accordance with Rule 27.
- (c) The Committee:
  - (i) will control and manage the business and affairs of the Club;
  - (ii) may, subject to these Rules and the Act, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these Rules to be exercised by General Meetings of the Members of the Club or the General Committee; and
  - (iii) subject to these Rules and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Club.
- (d) Subject to the Act, the Committee must consist of the Officers of the Club, each of whom must be elected at the Annual General Meeting of the Club in each year.

## **24 Office Holders**

- (a) The Officers are:
  - (i) the President;
  - (ii) the Senior Vice -President;
  - (iii) the Treasurer;
  - (iv) the Secretary;
  - (v) the Men's Vice-President;
  - (vi) the Women's Vice -President;
  - (vii) the Junior's Vice-President;
  - (viii) the Men's Secretary;
  - (ix) the Women's Secretary; and
  - (x) the Junior's Secretary.
- (b) The provisions of Rule 27, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the other offices referred to in Rule 24(a).
- (c) Subject to these Rules, each Officer of the Club will hold office until the close of the Annual General Meeting next after the date of his or her election, but he or she is eligible for re-election.
- (d) In the event of a casual vacancy in any office referred to in Rule 24(a), other than the office of President, the Committee may appoint a Member who is eligible to vote at a General Meeting to the vacant office and the Member appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of the appointment.
- (e) Where a vacancy occurs in the office of President, the Senior Vice-President will assume the office of President, and, subject to these Rules, will hold that office until the conclusion of the Annual General Meeting next following the date of his or her appointment.

- (f) Where the Senior Vice-President has filled a casual vacancy in the office of President pursuant to Rule 24(e), a casual vacancy is deemed to exist in the office of Senior Vice-President and will be filled in accordance with Rule 24(d) .

## **25 General Committee Members**

- (a) The General Committee will consist of:
  - (i) the Officers;
  - (ii) the Social Secretary;
  - (iii) the Communications Officer;
  - (iv) the Records Secretary;
  - (v) the Equipment Officer; and
  - (vi) the Marketing Officer.
- (b) Subject to Rule 25(c), the Committee may, at any time, by ordinary resolution, eliminate any of the positions specified in Rule25(a) and create additional positions on the General Committee.
- (c) The Committee may not exercise the power contained in Rule25(b) to enlarge the General Committee so that it has more than15 members (including Officers) or fewer than 11 members (including Officers) .
- (d) Any position created by the Committee under Rule25(b) will commence at the closure of the next following Annual General Meeting. The Committee may, at any time and subject to Rule25(c), eliminate any position created by Rule 25(b).
- (e) Subject to these Rules, each General Committee Member will hold office until the Annual General Meeting next after the date of election but is eligible for re-election.
- (f) In the event of a casual vacancy occurring in the office of a General Committee Member, the Committee may appoint a Member of the Club, who is eligible to vote at a General Meeting, to fill the vacancy and the Member so appointed will hold office, subject to these Rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

## **26 Powers of the General Committee**

- (a) Subject to Rule 26(b), the General Committee will have such functions and powers as are delegated to it by the Committee and are given to it by these Rules.
- (b) The Committee must not delegate any function or power to the General Committee which is specifically given to the Committee by these Rules or the Act. The Committee must not delegate any function or power which it, itself, cannot exercise.
- (c) On or before 1 March in each year, the General Committee will consider and approve a draft budget for the Club for the following year prepared by the President and the Treasurer.
- (d) At the meeting referred to in Rule 26(c), the General Committee must, determine subscriptions for the following year. The General Committee may set different subscriptions for different classes of Members.
- (e) On or before 1 October in each year, the General Committee will receive final reports from any sub -committee and will set the date of the Annual General Meeting.

## **27 Election of Officers and General Committee Members**

- (a) Nominations of candidates for election as Officers or as General Committee Members must be:
  - (i) made in writing, signed by two Members of the Club who are eligible to vote at a General Meeting and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - (ii) delivered to the Secretary of the Club not less than seven days before the date fixed for the holding of the Annual General Meeting.
- (b) A candidate may only be nominated for one office, or as a General Committee Member, prior to the Annual General Meeting.
- (c) If insufficient nominations are received to fill all vacancies on the Committee or the General Committee, the candidates nominated will be deemed to be elected and further nominations will be received at the Annual General Meeting.
- (d) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated will be deemed to be elected.
- (e) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (f) The ballot for the election of Officers and General Committee Members must be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.

## **28 Vacancies**

The office of an Officer of the Club, or of a General Committee Member, becomes vacant if the Officer or General Committee Member:

- (a) ceases to be a Member of the Club;
- (b) becomes bankrupt; or
- (c) resigns from office by notice in writing given to the Secretary.

## **29 Meetings of the Committee and the General Committee**

- (a) Meetings of the Committee and the General Committee may be convened by the President or any two other Officers.
- (b) The Committee will meet at least six times in each year at such place and at such times as the Committee may determine.
- (c) Special meetings of the Committee may be convened by the President or by any four of the other Officers.
- (d) In addition to meetings of the Committee held in accordance with Rule 28(b), the General Committee must meet with the Committee at least three times in each year at such place and at such time as the Committee may determine.

## **30 Notice of Committee Meetings**

- (a) Written notice of each committee meeting, including those with the General Committee must be given to each Officer, and, where appropriate, each General Committee Member, at least five business days before the date of the meeting.
- (b) Written notice will be given to each Officer, and, where appropriate, each General Committee Member, of any special meeting specifying the general nature of the business to be transacted and no other business will be transacted at such a meeting.

### **31 Quorum for Committee Meetings**

- (a) Any four members of the Committee or seven members of the General Committee constitute a quorum for the transaction of the business of a meeting of the Committee or the General Committee respectively.
- (b) No business may be transacted unless a quorum is present.
- (c) If within half an hour of the time appointed for the meeting a quorum is not present:
  - (i) in the case of a special meeting, the meeting lapses;
  - (ii) in any other case, the meeting stands adjourned to the same place and at the same time of the same day in the following week.
- (d) The Committee may act notwithstanding any vacancy on the Committee.

### **32 Presiding at Committee Meetings**

At meetings of the Committee and the General Committee:

- (a) the President or in his or her absence, the Senior Vice-President presides; or
- (b) if the President and the Senior Vice-President are absent, the Members present must choose one of their number to preside.

### **33 Voting at Committee Meetings**

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

### **34 Removal of Committee Member**

- (a) The Club in General Meeting may, by Special Resolution, remove any Officer or General Committee Member before the expiration of his or her term of office and appoint another Member in his or her place to hold office until the expiration of the term of the first-mentioned Member.
- (b) A Member who is the subject of a proposed Special Resolution referred to in Rule 34(a) may make representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and request that the representations be provided to the Members.
- (c) The Secretary or the President may give a copy of the representations to each Member or, if they are not so given, the Member may require that they be read out at the meeting.

### **35 Minutes of Meetings**

The Secretary of the Club must keep minutes of the resolutions and proceedings of each General Meeting, each Committee Meeting and each meeting of the General Committee together with a record of the names of persons present at Committee Meetings, including those Committee Meetings with the General Committee.



### **36 Funds**

- (a) The Treasurer of the Club must:
  - (i) collect and receive all moneys due to the Club and make all payments authorised by the Club; and
  - (ii) keep correct accounts and books showing the financial affairs of the Club with full details of all receipts and expenditure connected with the activities of the Club.
- (b) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two Officers.
- (c) The funds of the Club must be derived from annual subscriptions, donations and such other sources as the Committee determines.
- (d) The accounts and books referred to in Rule 36(a) must be available for inspection by Members.

### **37 Seal**

- (a) The common seal of the Club must be kept in the custody of the Secretary.
- (b) The common seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal will be attested by the signatures either of two Officers or, of one Officer and of the Secretary of the Club.

### **38 Notice to Members**

Except for the requirement in Rule 15, any notice that is required to be given to a Member, by or on behalf of the Club, under these Rules may be given by:

- (a) delivering the notice to the Member personally;
- (b) sending it by prepaid post to the Member at that Member's address shown in the Register of Members;
- (c) facsimile transmission; or
- (d) electronic transmission.

### **39 Affiliation**

Until determined otherwise by the Committee, the Club will be affiliated with Hockey Victoria Incorporated .

### **40 Club Colours**

Until determined otherwise by a General Meeting of Members, the Club colours are navy blue, light blue and red.

### **41 Winding Up**

In the event of the winding up or the cancellation of the incorporation of the Club, the assets of the Club must be disposed of in accordance with the provisions of the Act.

### **42 Custody and Inspection of Books and Records**

- (a) Except as otherwise provided in these Rules, the Secretary must ensure that all books, documents and securities of the Club are kept safely or under his or her control.

(b) Subject to the Act:

- (i) All accounts, books, securities and any other relevant documents of the Club must be available for inspection free of charge by any Member upon request
- (ii) A Member may make a copy of any accounts, books, securities and any other relevant documents of the Club.

## **Schedule 1**

### **Form of Appointment of Proxy for a General Meeting of Club Convened under Rules 12 or 13**

I ..... [name] of .....[address]

being a Member of the Toorak East Malvern Hockey Club (Inc) appoint

..... [name of proxy holder] of .....  
[address] being a Member of that Incorporated Association, as my proxy to vote for me on my behalf at the General Meeting of the Club convened under Rules 12 or 13, to be held on ..... [date of meeting] and at any adjournment of that meeting.

I authorise my proxy to vote on my behalf at his or her discretion in respect of the following resolution

.....  
[Insert details of resolution under consideration].

\_\_\_\_\_  
(signature)

\_\_\_\_\_  
(print name)

\_\_\_\_\_  
(date)