

**Notice of special resolution to change rules (s 30)**

*I hereby certify that:*

*I am a duly elected committee member of the association; and  
the alterations to the rules covered in the attached Notice of Change of Rules were duly passed by special resolution of  
the members at a general meeting called in accordance with the rules and the requirements of the Associations  
Incorporation Act 2015.*

**Full Name of Committee Member**

**Signature:**

**Date:**



# CONSTITUTION OF

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**BUNBURY BARBARIANS JUNIOR RUGBY UNION CLUB Inc.**

Association number (IARN): A1018292N

Date of incorporation: 13/01/2015

Amended Constitution **TO BE** adopted at a General Meeting of Members on

**2 November 2019**



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## PART ONE - PRELIMINARY

### 1. Name of Association

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The name of the Association is Bunbury Barbarians Junior Rugby Union Club Incorporated.

### 2. Objects of the Association

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The Association is established solely for the Objects. The Objects of the Association are to:

- 2.1 Facilitate, conduct, encourage, promote, advance and administer the playing of the game of Rugby Union, throughout the local area, under the laws of the game and in the spirit intended as fostered by:
  - (a) International Sporting Association - World governing body for rugby: World Rugby (WR);
  - (b) National Sporting Organisation (NSO) - Australian national governing body for rugby: Rugby Australia Ltd, ACN 002 898 544, (RA or RugbyAU);
  - (c) State Sporting Organisation/Association (SSA) - A present or future body, recognised by Rugby Australia as the Member Union that controls the Game of Rugby in the State of West Australia, from time to time: Western Australian Rugby Union, IARN A0630049D (RugbyWA) and its present or future affiliated bodies. Affiliated body includes:
    - (i) The junior rugby sub-union: RugbyWA Juniors; and
    - (ii) any Regional Sporting Association (RSA), recognised as the peak regional representative body by SSA.
- 2.2 Affiliate (and maintain, where appropriate, such affiliation each year) and otherwise liaise with the NSO and SSA and adopt their rule and policy framework (as amended from time to time) as required to maintain player insurance, to register rugby players and participants and to further these objects and rugby union;
- 2.3 At all times promote mutual trust and confidence between the Association, the SSA (and its affiliated bodies), the NSO and the members in pursuit of these objects;
- 2.4 Encourage, promote, conduct, manage, organise and participate in rugby union:
  - (a) Matches, Competitions, tournaments and tours;
  - (b) Coaching, training and development of players, coaches and officials (referees);
  - (c) Related activities;
- 2.5 Encourage, advance, engage, administer, develop and maximise participation in the game of Rugby Union in the local area;
- 2.6 Promote, foster and encourage participation by members of the Association in the teams selected, assembled and sent by the RSA, and SSA to represent the region in junior rugby union competitions, whether within Western Australia or elsewhere.
- 2.7 Select, assemble and send members to represent the Association in the teams selected, assembled and sent by the RSA, and SSA to represent the region in junior rugby union competitions, whether within Western Australia or elsewhere.
- 2.8 Provide an enjoyable, positive and rewarding rugby experience and opportunities for:
  - (a) Members to freely participate;
  - (b) Members of all skill levels to access equal participation and development opportunities and prospects to reach their sporting potential;
  - (c) Members to develop, and progress, their skills and knowledge to be competitive;
  - (d) Participation pathways and talent identification and development pathways on an individual and team basis for players, coaches and officials.
- 2.9 Promote, enhance and strengthen the positive image of rugby union and its participants in the local area, for the benefit of the members, and to engage and develop support, and fans, for all levels of Rugby Union (local, regional, state, national and international);
- 2.10 Commit to the RugbyAU Code of Conduct (as amended from time to time) which seeks to establish standards of performance and behaviour to ensure that participants act in a



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professional and proper manner and to ensure that the game is played and conducted with disciplined and sporting behaviour;

- 2.11** Safeguard the core values of respect, integrity, passion, solidarity, leadership, discipline, physical fitness, healthy attitudes, teamwork, courage, sportsmanship and friendship in the administration, playing and coaching of the game of rugby union;
- 2.12** Promote the welfare, health, wellbeing and safety of members and all other participants in rugby union in the local area; including but not limited to:
  - (a) Upholding that every person involved in rugby is treated with respect and dignity, and is safe and protected from harassment, discrimination, bullying, abuse and other unfair or inappropriate conduct;
  - (b) Initiatives with a preventative focus, to create a safe environment and minimise risk of injury;
  - (c) Fostering an inclusive family focused culture, which models healthy behaviours, responsibly manages the service and consumption of liquor, and ensures that sport and family come first,
    - (i) No liquor shall be sold or supplied to any juvenile (i.e. a person under the age of 18)
- 2.13** Support quality management in pursuit of these objects, to
  - (a) Attract, develop and retain quality people;
  - (b) Emphasise the fundamental role of our sport volunteers; and motivate, value and nurture our volunteers;
  - (c) Emphasise that all who participate in, and enjoy the benefits of the Association, have a responsibility to contribute to the running of the Association;
  - (d) Focus on our players, our teams, our volunteers and our Association operations all thriving;
  - (e) Promote, advance and enhance the Associations, operations, activities, reputation, its standards of play and behaviour of members, throughout the local area;
- 2.14** Act, at all times, on behalf of, and in the interest of the members and rugby union in the local area;
- 2.15** Have regard to the public interest in its operations;
- 2.16** To provide and maintain the suitable equipment, venue, amenities, facilities and infrastructure to foster the Club as an Association of players, members and supporters of rugby union for the benefit of those players, members and supporters;
- 2.17** Facilitate strategies for procurement, distribution and sales of cost-effective player uniform and club merchandise which is consistent with our association brand;
- 2.18** Do all such other lawful things as are necessary, incidental or conducive to the attainment of the foregoing objects;

### **3. Powers of the Association**

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

- 3.1** Acquire, hold, deal with, and dispose of any real or personal property;
- 3.2** Open and operate bank accounts;
- 3.3** Invest any moneys of the Association, not immediately required for any of its Objects in any manner seen fit by the Association from time to time;
  - (a) in any security in which trust monies may lawfully be invested; or
  - (b) in any other manner seen fit by the Association from time to time as authorised by the rules of the Association;
- 3.4** Borrow money upon such terms and conditions as the Association thinks fit;



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- 3.5** Give such security for the discharge of liabilities incurred by the Association as the Association thinks fit;
- 3.6** Appoint agents to transact any business of the Association on its behalf; and
- 3.7** Enter into any other contract it considers necessary or desirable; Contracts may be made by or on behalf of the association in a manner consistent with section 15 of the Act;
- 3.8** Act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene the Act or the rules of the Association;
- 3.9** Employ staff, contract labour and engage consultants and professional advisers for the purposes of the Association, with terms and conditions agreed by the Committee, and to terminate any appointment, employment or service;
- 3.10** Build, construct, erect, maintain, alter and repair any premises, buildings facilities, grounds, conveniences or other structure of any kind and to furnish equip and improve the same for use by the club;
- 3.11** Obtain all licenses, permits, clearances and authorities required from time to time;
- 3.12** Make charitable donations from time to time;
- 3.13** Establish regulations that enables the committee to formulate, issue, adopt, interpret, amend and repeal by-laws, policy and procedure documents and regulations for issues, which are outside the scope of the laws of the game and in addition to the ISO Regulations, for the proper advancement, management and administration of the Association and rugby union in the local area. Such Regulations must be consistent with these rules;
- 3.14** Pursue such commercial arrangements as are appropriate to further its Objects, including sponsorship and marketing opportunities and for the supply of goods and services to the organisation;
- 3.15** Work with, and enter into arrangements with any other body including any Federal, State or Local Government body;
- 3.16** Act alone or with other representative bodies in the interests of Junior Rugby Union Football and the Association in accordance objects of the association;
- 3.17** Provide gifts and prizes in accordance with the objects of the Association;
- 3.18** Prepare, print, publish and distribute any information by any media (electronic or printed), as a means of communication with members and other interested parties, and for the promotion of the Association and Rugby Union in the local area;
- 3.19** Manufacture, procure, market, distribute, or sell textiles, apparel, clothing, merchandise, souvenirs and the like to promote the objects of the Association and to authorise other parties to do so on such terms and conditions as the Association may think fit;
- 3.20** Organise social events for Members and the promotion of the Association;
- 3.21** Promote and sanction competitions, championships, tournaments and tours and any other Rugby Union competitions that may be deemed necessary or desirable for Playing Members of the Association from time to time, and to establish regulations for their management and control, and the discipline of members;
- 3.22** Select, assemble and send teams of Playing Members and Ordinary Members to represent the Association in Junior Rugby Union Competitions, whether within Western Australia or elsewhere, and to appoint and empower Managers and Coaches of such teams;
- 3.23** Apply the property and capacity of the Association towards the fulfilment and achievement of these Objects;
- 3.24** All such other things as the Committee may deem to be necessary, incidental or conducive to the attainment of the objects of the Association or the exercise of the above powers.



## **PART TWO – ASSOCIATION TO BE A NOT FOR PROFIT BODY**

### **4. Not-for-profit body**

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The property and income of the Association must be applied solely towards the promotion of the objects or purposes of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member, except in good faith in the promotion of those objects or purposes.

### **5. Payments to members (including Committee Members)**

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- 5.1** A payment may be made to a member (including committee member) out of the funds of the Association only if it is authorised under rule 5.2.
- 5.2** Subject to authorisation and provided correct evidence is supplied for the expenditure (such as tax invoices and/or receipts) a payment may be made to a member out of the funds of the Association only if it satisfies any of the following:
- (a) the payment in good faith to the member as reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business; or
  - (b) the payment of interest, on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
  - (c) the payment of reasonable rent to the member for premises leased by the member to the Association; or
  - (d) the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association.



## PART THREE - MEMBERS

### 6. Membership

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- 6.1 As required by Section 4 and 17 of the Act, the Club must have at least 6 Members with full voting rights at all times
- 6.2 Pursuant to sections 35(2), 36 and 37 of the Act, all members will be provided access to the club constitution and bylaws at the time of registration via the website, and at the request of a member, the association will provide the member with a copy of the association's rules via electronic transmission.
- 6.3 All members of the association are entitled to receive notice of and to attend any general meeting of the association irrespective of their membership class or voting rights.
- 6.4 Only individuals who have reached the age of 18 years, are entitled to hold an office, to debate and to vote at General Meetings, regardless of their membership class.

### 7. Eligibility for Membership

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- 7.1 Any person may apply to become a member of the Association who:
  - (a) supports the objects or purposes of the Association; and
  - (b) is within one of the classes of membership specified in Rule 8 and 9; and
  - (c) agrees to, and abides by the Constitution of the Club and any Bylaws in place; and
  - (d) agrees to the RugbyAU *Terms of Registration*, as amended from time to time, including where applicable, but not limited to:
    - (i) undertaking to be bound by:
      - (A) Laws and Regulations of the Game (WR & RugbyAU); and
      - (B) RugbyAU Codes & Policies including RugbyAU Code of Conduct; and
      - (C) Competition Rules;
    - (ii) if the member is under 18 years of age, that member's parent or legal guardian agrees on behalf of the participant; and
- 7.2 Meets the requirements of the Working with Children Check (Criminal Record Checking) Act 2004, and other relevant child protection laws, as amended from time to time; and
- 7.3 Pays the prescribed annual subscriptions referred to in Rule 17; and
  - (a) For playing member's under 18 years of age, that member's parent or legal guardian agrees to pay, on the playing members behalf, the prescribed annual subscriptions referred to in rule 17.

### 8. Membership Classes

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Membership of the Association shall be in the following classes:

- 8.1 LIFE MEMBER;
  - (a) Subject to this Constitution, is entitled to hold any office, shall have the right to debate and to vote at General Meetings;
- 8.2 PLAYING MEMBER;
  - (a) Subject to this Constitution, and subject to sub-rule (b), shall have no entitlement to hold a position on the committee; shall have no right to debate or vote at General Meetings;
  - (b) Subject to this Constitution, one parent or guardian may nominate as the playing member's representative and shall have the right to debate and to vote at General Meetings on behalf of the playing member, and as the playing member's voting representative.
- 8.3 TEMPORARY VISITING MEMBER;
  - (a) Subject to this Constitution, shall have no entitlement hold any office; shall have no right to receive notice of General Meetings and no right to be present or debate or vote at General Meetings;
- 8.4 ORDINARY MEMBER;





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- (a) Subject to this Constitution, is entitled to hold any office, shall have the right to debate and to vote at General Meetings;

**8.5** The number of members of any class is not limited unless otherwise approved by resolution at a general meeting.

## **9. Application for Membership**

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### **9.1 LIFE MEMBER**

- (a) The Committee may recommend to the Annual General Meeting that any person who has rendered distinguished and outstanding service to the Association be appointed as a Life Member. The nominee should have demonstrated a continuous, ongoing and exceptional contribution, which has a measurable benefit, to the Association & membership.
- (b) A resolution of the annual general meeting to confer life membership, on the recommendation of the Committee, must be a Special Resolution.
- (c) A person must accept or reject the Association's resolution to confer life membership in writing. Upon written acceptance, the person's details shall be entered upon the Register, and from the time of entry on the Register the person shall be a Life Member,
- (d) A Life Member shall be exempt from payment of subscriptions. fees, dues, charges or levies;
- (e) Life membership does not require an annual re-application for membership.

### **9.2 PLAYING MEMBER**

- (a) Playing membership of the Association shall be open to the following:
  - (i) Boys and girls who are not younger than four (4) years of age or older than eighteen (18) years of age as at the thirty first day of December in that year; and
  - (ii) Who participate in the matches, competitions and related rugby activities of the Association;
- (b) Applications for registration as a Playing Member should be made by the parent or guardian of the child:
  - (i) In such prescribed application form as the Committee directs from time to time; and
  - (ii) during the registration period as the Committee directs from time to time; and
  - (iii) Such application shall be accompanied by evidence of date of birth; and
  - (iv) Should the applicant be, or have been, a member of any other Rugby Union then the clearance procedures in force for transfer of players between clubs (as determined by RugbyAU and RugbyWA from time to time) must accompany an application for registration;
- (c) A person shall become a Playing Member of the Association from the date of effective registration. The Association reserves the right to subsequently reject such registration where it is proved, to the reasonable satisfaction of the Committee, that the applicant was not eligible to membership pursuant to rules 7 and 9.2 (a) (i).
- (d) Playing members must re-apply for membership in every year that they intend to be a member, during the registration period for this class of membership;

### **9.3 TEMPORARY VISITING MEMBERS**

- (a) A person who is on any day visiting the Association as a member of, or an official of, or a person assisting, a team that is to engage in a pre-arranged event on that day; or at the invitation of a member to engage in rugby union on that day; may be taken to be a person who is afforded temporary membership on that day.

### **9.4 ORDINARY MEMBER;**

- (a) Ordinary membership of the Association shall be open to the following:
  - (i) A Parent or Guardian of a **Playing Member**; or
  - (ii) Referee, touch judge or other **match official**; or
  - (iii) Selector, coach, trainer, manager, first aider or other **team official**; or



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- (iv) An individual involved in the organisation, administration or promotion of Rugby Union or other **club official**; or
  - (v) A non-playing participant, employee or other sport volunteer not covered by the subrules (i, ii, iii, iv)
  - (vi) A person who at the discretion of the Committee has rendered service to the Association by their sustained interest, support and practical assistance; or
  - (vii) Any person not covered hereof, that the Committee considers to support the objects of the Association;
- (b) A person who wishes to become an Ordinary member shall:
- (i) apply for membership in such prescribed application form as the Committee directs from time to time; and
  - (ii) re-apply for membership in every year that they intend to be a member, during the registration period for this class of membership; and
  - (iii) Comply with the requirements of rules 7 and 9.4 (a) .
- (c) An application for ordinary membership for an individual who has not reached the age of 18 years, should be made by their parent or guardian.
- (d) An applicant for Ordinary membership of the Association becomes a member when
- (i) the committee accepts the application; and
  - (ii) the applicant pays any membership subscriptions payable to the Association under rule 17.

**9.5** Unless a prescribed written or electronic application form is set down by the Committee, the prescribed form shall be the current registration as required by the Registration Regulations set down by the peak body (NSO).

#### **10. Dealing with membership applications**

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- 10.1** The Committee must consider each application for ordinary membership of the Association made under Article 9.4 (a) at a Committee meeting, and must at the Committee meeting, or the next Committee meeting, decide whether to accept or reject that application;
- 10.2** The committee may delay its consideration of an application if the committee considers that any matter relating to the application needs to be clarified by the applicant or that the applicant needs to provide further information in support of the application;
- 10.3** The committee must notify the applicant of the committee's decision to accept or reject the application as soon as practicable after making the decision, and no later than 14 days after making the decision;
- 10.4** If the committee rejects the application, the committee is not required to give the applicant its reasons for doing so;
- 10.5** An applicant whose application for membership of the Association is rejected under rule 10.3 must, if he or she wishes to appeal against that decision, give notice to the Secretary of his or her intention to do so within a period of 14 days from the date he or she is advised of the rejection.
- 10.6** When notice is given under rule 10.5 the Association in a general meeting no later than the next annual general meeting, must either confirm or set aside the decision of the Committee to reject the application, after having afforded the applicant who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting.
- 10.7** In the case where an applicant's application is ultimately rejected having regard to any appeal then any fee paid under rule 7.3 must be refunded to that applicant in full.

#### **11. When membership ceases**

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- 11.1** A person ceases to be a member when any of the following takes place —
- (a) the person dies;
  - (b) the person resigns from the Association under rule 13;
  - (c) the person is expelled from the Association under rule 19;



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- (d) the person is deemed to be non-financial under rule 17.4;
- (e) the person fails to re-apply for their membership during the registration period for the class of membership, to which the application relates, where applicable.

**11.2** The secretary must keep a record, for at least 1 year after a person ceases to be a member, of -

- (a) the date on which the person ceased to be a member; and
- (b) the reason why the person ceased to be a member.

**11.3** A Member, including committee members, who ceases to be a Member, for whatever reason, shall forfeit all rights in and claims upon the Association and its property and shall not use any Association equipment or other property of the Association including Intellectual Property.

**11.4** Where a member ceases to be a member, as soon as is practicable after this occurs, the person, or that person's personal representative, must return to the Association immediately, by delivering to a member of the Committee, all relevant documents, records (or a copy of those documents and records if they are stored on a computer) or other property of the Association in the possession, custody or control of that Member.

## **12. Membership Renewal**

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**12.1** Members shall re-apply for membership in every year that they intend to be a member with the Association:

- (a) in accordance with the applicable procedures as detailed in rule 9; and
- (b) during the registration period for the applicable class of membership, as the Committee directs from time to time;

**12.2** Membership is for the single season and does not entitle any rights or obligations on the Association to accept membership for future seasons with the following exemptions:

- (a) The Membership of Honorary Life Members of the Association is perpetual and shall remain current from the time of their election as Life Members until cessation under Article 11;
- (b) Membership of Temporary Visiting Members is temporary and is valid on the day(s) of competition, event or activity only;

## **13. Resignation**

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**13.1** A member may resign from membership of the Association by giving written notice of the resignation to the secretary.

**13.2** The resignation takes effect, when the secretary receives the notice; or if a later time is stated in the notice, at that later time.

**13.3** A person who has resigned from membership of the Association remains liable for any fees that are owed to the Association (the owed amount) at the time of resignation.

- (a) The owed amount may be recovered by the Association in a court of competent jurisdiction as a debt due to the Association.

## **14. Rights not transferable**

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The rights of a member are not transferable and end when membership ceases.

## **15. Guests of Members**

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**15.1** Members may introduce guests to the Association at any time provided that:

- (a) No member may introduce more than three (3) guests to the Association at any one time;
- (b) The member introducing the guest shall be responsible for the proper conduct of that guest whilst on the Association premises;
- (c) The guest is in the company of that member;

**15.2** Any person who has been refused membership of the Association, or who is under suspension or expulsion from the Association, shall not be admitted as a guest of any member of the Association;



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- 15.3** No stranger shall be permitted to use the Association premises and no member or other person shall admit any stranger to use the Association premises;

## **16. Register of Members**

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- 16.1** The secretary, or another committee member, as authorised by the committee, is responsible for the requirements imposed on the Association under section 53 of the Act, to maintain a register of its members and record in the register any change in the membership of the association.
- 16.2** Any change in the membership of the association must be recorded within 28 days after the change occurs.
- 16.3** Under section 53(2) of the Act the register of members must include:
- (a) each member's name; and
  - (b) a residential, or postal, or email address; or
  - (c) information, by means of which contact can be made with the member, that is prescribed in the Act;
- 16.4** In addition to the matters referred to in section 53(2) of the Act, the register of members must include the class of membership (if applicable) to which each member belongs and the date on which each member becomes a member.
- 16.5** The register must be so kept and maintained by the Secretary readily available in electronic storage format or in such format as the members at a general meeting decide;

## **17. Membership Subscriptions**

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- 17.1** Annual Subscriptions (including registration fees, other fees, dues, levies, charges and other amounts payable by members) for each class of membership shall be determined by the committee annually and before the start of the rugby playing season. The committee will determine the amount of the subscription (if any) to be paid by each member for membership of the Association, and may vary this amount at any time during the season as the committee may see fit;
- 17.2** The subscriptions determined under rule 17.1 may:
- (a) be different for each class of membership; and
  - (b) be nil for some classes of membership, and
  - (c) include different fees for subcategories within each class of membership.
- 17.3** Each member must pay to the Treasurer, or another person authorised by the committee to accept payments, the amount of the subscription determined under rule 17.1 on such date or dates as the committee from time to time determines, and in such manner as the committee from time to time determines;
- 17.4** If a member has not paid the annual membership subscription within the period of two (2) months after the relevant date fixed by rule 17.3, the member ceases to be a member on the expiry of that period, unless the committee decides otherwise. These members will be deemed to be non-financial and therefore not entitled to the rights and privileges afforded to the members of the Association.
- 17.5** If a person who has ceased to be a member under rule 17.4, offers to pay the annual membership fee after the period referred to in that subrule has expired —
- (a) the committee may, at its discretion, accept that payment; and
  - (b) if the payment is accepted, the person's membership is reinstated from the date the payment is accepted.
- 17.6** Life members shall be exempt from all subscriptions, fees, dues, charges and levies.
- 17.7** The committee may, at its discretion, grant dispensation of rule 17.1, 17.3 & 17.4 for any member who shall apply in writing to the management committee showing the reasons for such application.



## PART FOUR – DISCIPLINARY ACTION, DISPUTES AND MEDIATION

### 18. Disciplinary Action

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- 18.1** The committee has the power to sanction, fine, suspend, disqualify, or otherwise discipline any member, which or who has committed any breach of this Constitution, bylaws, policies or directives of the Association or the Committee or whose actions may bring into disrepute the game of Rugby Union, the Association or any constituent part thereof or any members or officials;
- 18.2** All members are bound by RugbyAU policies, codes and guidelines that contain their own disciplinary regimes and procedures for disciplining breaches. An adherence to these procedures is a requirement of the Association's affiliation, as well member (as player, match official and non-player participant) registration requirements.
- (a) Under these RugbyAU policies:
- (i) clubs, and therefore the Association, are responsible for the behaviour of their members (players, spectators, parents of players, coaches, and officials). Sanctions can and will be imposed on clubs for not ensuring this compliance; and
  - (ii) the lowest level at which a matter can be dealt with shall always be preferred. If a matter is at the club level, or involves people operating at the club level, then the complaint should be reported to and handled by the relevant club in the first instance.
- 18.3** The committee should manage all complaints and disciplinary action in a way that is consistent with the RugbyAU Member Protection Policy, RugbyAU Code of Conduct and RugbyAU Disciplinary Rules, in such form and as amended from time to time;
- 18.4** The committee must ensure due process and the principles of natural justice and procedural fairness are followed in all aspects of handling or conducting disputes, complaints, allegations, investigations, conduct committees and disciplinary measures.
- 18.5** All disciplinary action of the Association must ensure: the member knows the full details of what is being said against him or her and they have the opportunity to respond; no person may judge their own case; and the decision maker(s) must be unbiased, fair and just.
- 18.6** The committee, following procedures outlined in RugbyAU Code of Conduct and RugbyAU Member Protection Policy as amended from time to time, has the power to establish and convene a Conduct Committee, which will have power to:
- (a) act in the name of the RugbyAU to determine all alleged breaches, at the club level, of the Code of Conduct and Member Protection and Disciplinary rules (as amended from time to time) by members under its jurisdiction; and
  - (b) seek to ensure that every member is liable to effective sanctions if they are found to have breached the Code of Conduct; and
  - (c) instigate procedures for monitoring and disciplining breaches of the code of conduct; and
  - (d) seek to deter all on-field, off-field and rugby-related conduct that could damage the game of rugby football by impairing public confidence in the honest and orderly conduct of matches and competitions or in the integrity and good character of participants.

### 19. Suspension or expulsion

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- 19.1** The committee may decide to suspend a member's membership or to expel a member from the Association if the member —
- (a) contravened, breached, failed, refused or neglected to comply with a provision of:
  - (b) these rules; or
  - (c) the By-Laws, policies or procedures of the Association; or
  - (d) any resolution or determination of the Committee; or
  - (e) the member acts detrimentally to the interests of the Association.



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- 19.2** The committee must give the member written notice of the proposed suspension or expulsion at least 14 days before the committee meeting referred to in rule 19.8, at which the proposal is to be considered by the committee.
- 19.3** The notice given to the member must state —
- (a) when (time & date) and where (place) the committee meeting (or Conduct Committee meeting as per rule 19.7) is to be held; and
  - (b) the grounds and particulars of which the proposed suspension or expulsion is based; and
  - (c) that the member, or the member's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the proposed suspension or expulsion;
  - (d) if the member is stood down from any role or duties, or if a provisional suspension of membership applies (as per rule 19.4 and 19.6)
- 19.4** The committee has the power to:
- (a) stand down an alleged offending member from any role or duties pending the outcome of an investigation and/or proceedings relating to the allegation; or
  - (b) determine that a provisional suspension of membership should apply for the period that the disciplinary process is underway and until the process is completed.
- 19.5** In making a decision under rule 19.4, the committee must take into account the severity of the breach and consider any identified and immediate risk or danger to the Association or any of its members. This decision may be on an interim basis and can be revisited by the committee if considered appropriate to do so.
- 19.6** If the committee has referred a matter to an external organisation, agency or authority such as, but not limited to: police (Criminal); child protection authority (Child protection); or RugbyWA or RugbyAU (serious misconduct involving rugby participants from other Associations) for their investigation, the committee has the power to:
- (a) determine that a provisional suspension of membership should apply as an interim measure until the external process is completed, even if the Association has not commenced disciplinary action; and/or
  - (b) decide to defer commencing disciplinary action on behalf of the association until the external proceedings are completed.
- 19.7** The committee may appoint a Conduct Committee to deal with any disciplinary matter. Should the committee convene a meeting of the Conduct Committee, such a Conduct Committee shall operate in accordance with the procedures expressed in the Regulations but is subject always to the Act.
- 19.8** At the meeting referred to in a notice communicated under rule 19.3, the committee (or Conduct Committee as per rule 19.7), the committee must —
- (a) give the member, or the member's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the proposed suspension or expulsion; and
  - (b) give due consideration to any submissions so made; and
  - (c) decide —
    - (i) whether or not to suspend the member's membership and, if the decision is to suspend the membership, the period of suspension; or
    - (ii) whether or not to expel the member from the Association.
- 19.9** A decision of the committee to suspend the member's membership or to expel the member from the Association, under rule 19.8 takes immediate effect.
- 19.10** The committee must give the member written notice of the decision made by the committee (or Conduct Committee as per rule 19.7), under rule 19.6, 19.8 or 19.17 and the reasons for the decision, within 7 days after the committee meeting at which the decision is made.



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- 19.11** A member whose membership is suspended or who is expelled from the Association under rule 19.8 may, within 14 days after receiving notice of the decision under rule 19.10 give written notice to the secretary requesting:
- (a) the appointment of a mediator under rule 24 of this constitution; or
  - (b) an appeal hearing.
- 19.12** If notice is given under rule 19.10, the member who gives the notice and the committee are the parties to the mediation.
- 19.13** If notice is given under rule 19.10, the committee may deem that mediation is not appropriate in the situation and convene a general meeting to consider the appeal.
- 19.14** If mediation is unable to resolve the matter and work out a mutually agreeable solution the member may give written notice to the secretary requesting an appeal hearing within 14 days after the date the mediation takes place.
- 19.15** When notice is given under rule 19.11b, 19.13, 19.14 or 19.18:
- (a) The Association must convene a general meeting for the purpose of hearing the appeal within 30 days of receiving the notice, and may, after having afforded the member suspended or expelled under rule 19.6, 19.8 or 19.17, a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting, confirm or set aside the decision of the Committee (or Conduct Committee as per rule 19.7) to expel or suspend that member.
- 19.16** The member will not have membership reinstated and remains suspended until such a time that the decision made under rule 19.6, 19.8 or 19.17 is revoked by a mediation agreement or set aside at a general meeting.
- 19.17** The committee may decide that the serious nature of the members action means it is deemed to be a breach of the highest level and therefore immediate expulsion may be an appropriate action, without the need for notice under rule 19.3 or meeting under rule 19.8. This would ONLY be the case:
- (a) where the member has been dealt with by a recognised, external disciplinary authority (or judicial body) that follows due process and procedural fairness; and
  - (b) If the member has admitted to particulars and accepted full culpability of the offence, for which the proposed expulsion is based, to that external authority and/or adverse findings were made by that external authority; and
  - (c) where the action of the member dealt with by the external authority also complies with subrule 1.
- 19.18** A member who is expelled from the Association under rule 19.17, may, within 14 days after receiving notice of the decision under rule 19.10, give written notice to the secretary requesting an appeal hearing.

## **20. Consequences of suspension**

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- 20.1** During the period a member's membership is suspended, the member —
- (a) loses any rights (including voting rights) arising as a result of membership; and
  - (b) is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Association.
- 20.2** When a member's membership is suspended, the secretary must record in the register of members —
- (a) that the member's membership is suspended; and
  - (b) the date on which the suspension takes effect; and
  - (c) the period of the suspension. and
  - (d) the date on which the suspension ends.

## **21. Resolving disputes**

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- 21.1** The grievance procedure set out in this rule applies to disputes —



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- (a) between members; or
- (b) between one or more members and the Association; or
- (c) if the Association provides services to non-members, those non-members who receive services from the Association, and the Association.

**21.2** The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.

#### **22. How grievance procedure is started**

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**22.1** If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 21.2, any party to the dispute may start the grievance procedure by giving written notice to the secretary of —

- (a) the parties to the dispute; and
- (b) the matters that are the subject of the dispute.

**22.2** Within 30 days after the secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.

**22.3** The secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.

**22.4** The notice given to each party to the dispute must state —

- (a) when and where the committee meeting is to be held; and
- (b) that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute.

**22.5** The committee must not determine the dispute, if —

- (a) the dispute is between one or more members and the Association; and
- (b) any party to the dispute gives written notice to the secretary stating that the party —
  - (i) does not agree to the dispute being determined by the committee; and
  - (ii) requests the appointment of a mediator under rule 24,

#### **23. Determination of dispute by committee**

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**23.1** At the committee meeting at which a dispute is to be considered and determined, the committee must —

- (a) give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute; and
- (b) give due consideration to any submissions so made; and
- (c) determine the dispute.

**23.2** The committee must give each party to the dispute written notice of the committee's determination, and the reasons for the determination, within 7 days after the committee meeting at which the determination is made.

**23.3** A party to the dispute may, within 14 days after receiving notice of the committee's determination under rule 23.2, give written notice to the secretary requesting the appointment of a mediator under rule 24.

**23.4** If notice is given under rule 23.3, each party to the dispute is a party to the mediation.

#### **24. Mediation**

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**24.1** The application of rules relating to Mediation, apply if written notice has been given to the secretary requesting the appointment of a mediator —

- (a) by a member under rule 19.11(a); or
- (b) by a party to a dispute under rule 22.5 or 23.3





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**24.2** If this section applies, a mediator must be chosen or appointed under rule 25.

## **25. Appointment of mediator**

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**25.1** The mediator must be—

- (a) a person chosen by agreement between the parties; or
- (b) in the absence of agreement-
  - (i) in the case of a dispute between a member and another member, a person appointed by the Committee of the Association;
  - (ii) in the case of a dispute between a member or relevant non-member (as defined by rule 21.1(c) and the Association, a person who is a mediator appointed to, or employed with, a not for profit organisation.

**25.2** The person appointed as mediator by the committee must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by —

- (a) a member under rule 19.11 (a); or
- (b) a party to a dispute under rule 23.5; or
- (c) a party to a dispute under rule 23.5 and the dispute is between one or more members and the Association.

**25.3** The person appointed as mediator by the committee may be a member or former member of the Association but must not —

- (a) have a personal interest in the matter that is the subject of the mediation; or
- (b) be biased in favour of or against any party to the mediation.

## **26. Mediation process**

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**26.1** The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.

**26.2** Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least 5 days before the mediation takes place.

**26.3** In conducting the mediation, the mediator must —

- (a) give each party to the mediation every opportunity to be heard; and
- (b) allow each party to the mediation to give due consideration to any written statement given by another party; and
- (c) ensure that natural justice is given to the parties to the mediation throughout the mediation process.

**26.4** The mediator cannot determine the matter that is the subject of the mediation.

**26.5** The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.

**26.6** The costs of mediation will be paid for by the Association, unless the Association reasonably objects, in which case the mediator will determine at their discretion who shall bear the costs and

**26.7** If —

- (a) mediation was the result of a notice under 19.11 (b), 19.13, 19.14, or 19.18; and
- (b) is unable to resolve the matter and work out a mutually agreeable solution;

the member may give written notice to the secretary, within 14 days after the date the mediation takes place, requesting an appeal hearing. Such appeal hearing should be convened under rule 19.15.

**26.8** If mediation is unable to resolve the matter and work out a mutually agreeable solution the member may give written notice to the secretary requesting an appeal hearing within 14 days after the date the mediation takes place. Such appeal hearing should be convened under rule 19.15.



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**26.9** 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 or otherwise at law.

**26.10** Section 182(1) of the Act provides that an application may be made to the State Administrative Tribunal to have a dispute determined if the dispute has not been resolved under the procedure provided for in the incorporated association's rules.

**27. If mediation, or appeal hearing, results in decision to suspend or expel being revoked**

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**27.1** If —

- (a) mediation, or appeal hearing, takes place because a member whose membership is suspended or who is expelled from the Association gives notice under rule 19.11 or 19.18; and
- (b) as the result of the mediation, or appeal hearing, the decision to suspend the member's membership or expel the member is revoked,

that revocation does not affect the validity of any decision made at a committee meeting or general meeting during the period of suspension or expulsion.

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## PART FIVE- COMMITTEE

### 28. Composition of Committee

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- 28.1** The affairs of the Club shall be managed exclusively by the Management Committee consisting of:
- (a) a president, who will also be the chairperson;
  - (b) two (2) vice presidents, one of whom shall be appointed as the deputy chairperson;
    - (i) a vice president club development (off field); and
    - (ii) a vice president rugby development (on-field);
  - (c) the secretary;
  - (d) the treasurer; and
  - (e) at least one (1) ordinary committee member
- 28.2** The maximum number of members who may be ordinary committee members is not limited unless approved by resolution at a general meeting.
- 28.3** A person must not hold 2 or more of the offices mentioned in rule 28.1 at the same time.

### 29. Eligibility for Nomination for Committee

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- 29.1** In order to be eligible to be a Committee Member, a person must be:
- (a) an individual who has reached 18 years of age; and
  - (b) a member of the Association.
- 29.2** In addition to rule 29.1 to be eligible to be the President or the Treasurer a member must provide to the secretary, a Volunteer National Police Certificate or National Police Certificate (not more than 6 months old) within 30 days of election, or appointment, to the roles;
- 29.3** In addition to rule 29.1 and 29.2, to be eligible to be the President a person must provide to the secretary a signed statement from two other members in support of the nomination.
- (a) These statements act as references and must:
    - (i) verify the suitability of the nominee for the role of President; and
    - (ii) attest to the good character of the nominee;
  - (b) the members providing the statements:
    - (i) cannot be a relative of the nominee; and
    - (ii) must have known the nominee for a period of not less than 12 months; and
    - (iii) must have been a member of the Association for a period of not less than 12 months.
- 29.4** Under section 39 of the Act the following persons must not, without leave of the Commissioner, accept an appointment or act as a member of the management committee of the association:
- (a) a person who is, according to the Interpretation Act 1984 section 13D, a bankrupt or person whose affairs are under insolvency laws;
  - (b) a person who has been convicted, within or outside the State, of-
    - (i) an indictable offence in relation to the promotion, formation or management of a body corporate; or
    - (ii) an offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months; or
  - (c) an offence under Part 4 Division 3 or section 127 of the Act
- 29.5** Section 39 of the Act only applies to a person who has been convicted of the above offences only for a period of 5 years from the time of the person's conviction, or if the conviction results in a term of imprisonment, from the time of the person's release from custody.

### DUTIES OF COMMITTEE MEMBERS



### **30. Chairperson and Deputy Chairperson**

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- 30.1** The President, acting as the Chairperson for the Association, is the chief officer of the Club and is tasked with taking all steps necessary to ensure the decisions of the management committee are carried out;
- 30.2** It is the duty of the chairperson to consult with the secretary regarding the business to be conducted at each committee meeting and general meeting;
- 30.3** The chairperson has the powers and duties relating to convening and presiding at committee meetings and presiding at general meetings provided for in these rules;
- 30.4** If the chairperson is absent or are unwilling to act as chairperson of a general meeting, the deputy chairperson must preside as chairperson of the general meeting;
- 30.5** If both the chairperson and deputy chairperson are absent or are unwilling to act as chairperson of a general meeting, a member elected by the other members present at the general meeting, must preside at the general meeting;
- 30.6** If the chairperson is absent or are unwilling to act as chairperson of a committee meeting, the deputy chairperson must preside as chairperson of the committee meeting.
- 30.7** If both the chairperson and the deputy chairperson are absent or are unwilling to act as chairperson of a committee meeting, a committee member elected by the other committee members present at the committee meeting, must preside as chairperson of the committee meeting.

### **31. Secretary**

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- 31.1** The Secretary has responsibility for the following duties, unless another member is authorised by the committee to do so, or members resolve otherwise at a general meeting:
- (a) arranging the co-ordination and safe custody of the correspondence of the Association;
  - (b) consulting with the chairperson regarding the business to be conducted at each committee meeting and general meeting;
  - (c) preparing the notices required for meetings and for the business to be conducted at meetings;
  - (d) for maintaining full and accurate minutes of committee meetings and general meetings;
  - (e) for maintaining on behalf of the Association, the register of members, and recording in the register any changes in the membership, as required under section 53(1) of the Act;
  - (f) maintaining on behalf of the Association an up-to-date copy of these rules, as required under section 35(1) of the Act;
  - (g) maintaining on behalf of the Association a record of committee members and other persons authorised to act on behalf of the Association, as required under section 58(2) of the Act;
  - (h) for ensuring all books, documents, records, registers and any securities of the Association, (other than the financial records, financial statements and financial reports) -
    - (i) are safely kept in the secretary's custody or under the secretary's control; and
    - (ii) are handed over, upon resignation from the role, as soon as is practicable after this occurs, to the incoming secretary; andThe books of the Association must be retained for at least 7 years;
  - (i) for ensuring that members comply with section 41 of the act, by arranging for a member, that ceases to be a member, as soon as is practicable after this occurs, for the person to return to the Association all relevant documents, books, records (or a copy of those documents, books and records if they are stored on a computer) or other property of the Association in the possession, custody or control of that Member;
  - (j) for ensuring compliance with section 175 of the Act that the Association contact details lodged with Consumer Protection are up to date;



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- (k) for ensuring compliance with section 156 of the Act by lodging the Associations Information Statement with Consumer Protection every year within 6 months after the end of the association's financial year;
- (l) carrying out any other duty given to the secretary under these rules or by the committee.

#### **32. Treasurer**

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**32.1** The Treasurer has overall responsibility for overseeing the management of club financial resources for financial stability and advancement, and to ensure that resources are available for the club to achieve its Objects now, and into the future. The Treasurer is responsible for facilitating the implementation of systems and procedures to ensure accurately recorded and balanced accounting; robust financial controls; strong income; and wise spending.

**32.2** The treasurer has responsibility for the following duties —

- (a) ensuring that any amounts payable to the Association are collected and issuing receipts for those amounts in the Association's name;
- (b) ensuring that any amounts paid to the Association are credited to the appropriate account of the Association, as directed by the committee;
- (c) ensuring that any payments to be made by the Association that have been authorised by the committee or at a general meeting:
  - (i) are made on time; and
  - (ii) and in so doing ensure that all electronic payment authorisations, direct debit authorisations or cheques are approved or signed by the Treasurer and at least one other authorised Committee member, or by any two others, as are authorised by the Committee from time to time;
- (d) ensuring that the Association complies with the relevant requirements of Part 5 of the Act relating to financial records, reporting and accountability, refer to rule 66;
  - (i) ensuring such accounting records as correctly record and explain the financial transactions and financial position of the Association;
  - (ii) ensuring such accounting records in such manner as will enable true and fair accounts of the Association to be prepared from time to time;
  - (iii) ensuring such accounting records in such manner as will enable true and fair accounts of the Association to be conveniently and properly audited, if required; and
  - (iv) submitting to members at each annual general meeting of the Association accounts of the Association showing the financial position of the Association at the end of the immediately preceding financial year.
- (e) whenever directed to do so by the President, report clear, accurate and up-to-date financial information to the Committee to enable members to keep well-informed and to ensure that the club and operations remain viable. This includes submitting to the committee a report, balance sheet or financial statement in accordance with that direction;
- (f) unless the committee resolves otherwise, ensuring the Association's financial records, records and, as applicable, the financial statements or financial reports of the Association –
  - (i) are safely kept in the treasurer's custody or under the treasurer's control; and
  - (ii) are handed over, upon resignation from the role, as soon as is practicable after this occurs, to the incoming treasurer.

The books of the Association must be retained for at least 7 years;
- (g) providing any assistance required by an auditor or reviewer conducting an audit or review of the Association's financial statements or financial report under Part 5 Division 5 of the Act, as required;
- (h) carrying out any other duty given to the treasurer under these rules or by the committee.

#### **33. Powers of the Management Committee**

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**33.1** The committee members are the persons who, as the management committee of the Association, have the power to manage the affairs of the Association.



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- 33.2** Subject to the Act, these rules, the by-laws (if any) and any resolution passed at a general meeting, the committee has power to do all things necessary or convenient to be done for the proper management of the affairs of the Association.
- 33.3** The committee must take all reasonable steps to ensure that the Association complies with the Act, these rules and the by-laws (if any).
- 33.4** The committee members are empowered to authorise expenditure on behalf of the Club, and to manage the day to day operations, administration and running of the Club in accordance with the Act, these rules and the by-laws (if any).
- 33.5** The committee members are responsible for overseeing the development of the Association, by setting and progressing operational and strategic plans, to achieve the objects of the association, and reviewing the Association's performance against these plans.
- 33.6** When committee members exercise their powers and responsibilities to act on behalf of the association, they must:
- (a) exercise their powers with due care and diligence;
  - (b) ensure that any business decisions are made in good faith and in the best interests of the association;
  - (c) not make improper use of information or their position for personal gain or to cause detriment to the association;
  - (d) disclose and manage conflicts of interest;
  - (e) exercise powers in accordance with the rules of the association; and
  - (f) not allow the association to incur a debt when the association is insolvent or there are reasonable grounds to believe the association will become insolvent.
- 33.7** Discharging a duty of care and diligence, includes but is not limited to:
- (a) being prepared for, and attending, meetings (reading papers and financial statements);
  - (b) broadly understanding, and monitoring, the financial position of the association on an ongoing basis;
  - (c) following up on action items;
  - (d) keeping themselves informed, and keeping up to date, about the association's operations and activities;
  - (e) asking questions; and taking steps to ensure the association meets its obligations under other laws,
- 33.8** The Committee may, if it sees fit, allocate portfolios to members of the Committee to divide up the responsibility of operational duties, amongst ordinary committee members. Examples of Portfolios include, but are not limited to:
- (a) CO-ORDINATORS of: Communication; Registrations; Volunteers; Member Welfare & Safety; Uniform & Merchandise; BBQ & Catering; Facilities & Equipment; Home Game Day; Referee; Fitness (S&C); Coach Development; Touch7s; Girls Rugby; Sponsorship, Corporate Funding & Donations; Fundraising; Recruitment, Retention & Promotion; Events & Tours; Fixtures; Media Liaison; School Liaison.
- 33.9** The Committee may adjudicate on all matters brought before it which in any way affect the club or the members of the club;
- 33.10** The committee shall have the power to govern how Playing Members and Ordinary Members qualify for selection to represent the Association in the teams selected, assembled and sent by the RSO, and SSO to represent the region in Junior Rugby Union Competitions, whether within Western Australia or elsewhere.
- 33.11** The Committee shall have the power to award, alter and rescind any bursaries, reimbursement of out-of-pocket expenses incurred by the Member on behalf of the Association, or fee subsidies to players or teams or sporting volunteers, from time to time, as it sees fit, that it considers necessary for the attainment of the objects of the association, provided that no such bursaries, reimbursement of expenses or fee subsidies to players or teams or sporting volunteers, may be inconsistent with the rules of association.



#### **34. How members become Committee members**

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- 34.1** A member becomes a committee member if the member —
- (a) is elected to the committee at a general meeting; or
  - (b) is appointed to the committee by the committee to fill a casual vacancy under rule 40.

#### **35. Nomination of committee members**

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- 35.1** At least 21 days before an annual general meeting, the secretary must send written notice to all the members —
- (a) calling for nominations for election to the committee; and
  - (b) stating the date by which nominations must be received by the secretary to comply with rule 35.2.
- 35.2** A member who wishes to be considered for election to the committee at the annual general meeting must nominate for election by delivering a written notice of nomination to the secretary not less than 7 days before the day on which the annual general meeting concerned is to be held;
- 35.3** The written notice of nomination for committee positions, must be signed by the nominee and must include a signature of another member in support of the nomination.
- 35.4** In addition to rule 35.3, the written notice of nomination for the position of treasurer must:
- (a) include a signed undertaking to obtain a Volunteer National Police Certificate or National Police Certificate within 30 days of election, should they be elected to the position of Treasurer; or
  - (b) a Volunteer National Police Certificate or National Police Certificate (not more than 6 months old); must be attached to the nomination.
- 35.5** In addition to rule 35.3, the written notice of nomination for the position of president must:
- (a) include a signed statement by two other members in support of the nomination which comply with Rule 29.3; and
  - (b) include a signed undertaking by the nominee, to obtain a Volunteer National Police Certificate or National Police Certificate within 30 days of election, should they be elected to the position of President; or
  - (c) a Volunteer National Police Certificate or National Police Certificate (not more than 6 months old) must be attached to the nomination.
- 35.6** A member may nominate for one specified position of office holder of the Association or to be an ordinary committee member.

#### **36. Election of committee members**

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- 36.1** At the annual general meeting, a separate election must be held for each committee position.
- 36.2** If only one member has nominated for a position in accordance with rule 35:
- (a) the secretary must report accordingly to; and
  - (b) the chairperson of the meeting must declare the member elected to the position.
- 36.3** If there is no nomination for a position, or if vacancies remain for the committee position after the declaration under Article 36.2, the chairperson of the meeting may call for nominations from the members present at the meeting.
- 36.4** If the number of members nominating under rule 36.3, for each position is not greater than the number to be elected, the chairperson of the meeting must declare the member elected to the position.
- 36.5** If -
- (a) more than one member has nominated for a position, in accordance with rule 35; and/or
  - (b) the number of members nominating under rule 36.3, for each position is greater than the number to be elected,



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voting members at the meeting must vote for each position, to decide who is to be elected to each position.

- 36.6** Each eligible voting member present at the meeting may vote for one member who has nominated for each position.
- 36.7** A member who has nominated for the position may vote for himself or herself.
- 36.8** On the member's election, the new chairperson of the Association may take over as the chairperson of the meeting.
- 36.9** no member is eligible to be elected as president unless a written notice of nomination for the position of president, subject to Rule 35.5, is received in writing under rule 35 or, if nominating under rule 36.3, delivered in person at AGM.
- 36.10** no member is eligible to be elected as treasurer unless a written notice of nomination for the position of treasurer subject to Rule 35.4, is received in writing under rule 35 or, if nominating under rule 36.3, delivered in person at AGM.

### **37. Term of office**

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- 37.1** The term of office of a committee member begins when the member —
- (a) is elected at an annual general meeting or under rule 36; or
  - (b) is appointed to fill a casual vacancy under rule 40.
- 37.2** Subject to rule 38, a committee member holds office until the positions on the committee are declared vacant at the next annual general meeting.
- 37.3** A committee member may be re-elected.

### **38. Resignation and removal from office**

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- 38.1** A committee member may resign from the committee by written notice given to the secretary or, if the resigning member is the secretary, given to the chairperson.
- 38.2** The resignation takes effect —
- (a) when the notice is received by the secretary or chairperson; or
  - (b) if a later time is stated in the notice, at the later time.
- 38.3** At a general meeting, the Association may by resolution —
- (a) remove a committee member from office; and
  - (b) elect a member who is eligible under rule 29 to fill the vacant position.
- 38.4** A committee member who is the subject of a proposed resolution under rule 38.3 (a) may make written representations (of a reasonable length) to the secretary or chairperson and may ask that the representations be provided to the members.
- 38.5** The secretary or chairperson may give a copy of the representations to each member or, if they are not so given, the committee member may require them to be read out at the general meeting at which the resolution is to be considered.

### **39. When membership of committee ceases**

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- 39.1** A person ceases to be a committee member if the person —
- (a) dies or otherwise ceases to be a member; or
  - (b) resigns from the committee or; or
  - (c) becomes ineligible to accept an appointment or act as a committee member under section 39 of the Act;
  - (d) becomes permanently unable to act as a committee member because of a mental or physical disability; or
  - (e) is absent from more than-
    - (i) 3 consecutive committee meetings, without satisfactory explanation; or





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- (ii) 3 committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings;

of which meetings the member received notice, and the committee has resolved to declare the office vacant;

- (f) directly, or indirectly, has a material personal interest in a matter, considered by the committee and fails to declare the nature of his or her interest;
- (g) is the subject of a resolution passed by a general meeting of members, under rule 38.3, terminating his or her appointment as a Committee member.

**39.2** In addition to rule 39.1 a person ceases to be a committee member in the position of president or treasurer if the person —

- (a) does not provide a Volunteer National Police Certificate or National Police Certificate to the Secretary within 30 days of election, or appointment, to the role of Treasurer or President of the Association.

**39.3** Where a person ceases to be a member of the association's committee section 41 of the Act requires that person to, as soon as practicable after their membership ceases, deliver to a member of the committee all of the relevant documents and records they hold pertaining to the management of the association's affairs.

#### **40. Filling casual vacancies**

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**40.1** The committee may appoint a member who is eligible under rule 29 to fill a position on the committee that —

- (a) has become vacant under rule 39; or
- (b) was not filled by election at the most recent annual general meeting or under rule 36.

**40.2** If the position of secretary becomes vacant, the committee must appoint a member who is eligible under rule 29 to fill the position within 14 days after the vacancy arises.

**40.3** Subject to the requirement for a quorum under rule 48, the committee may continue to act despite any vacancy in its membership.

**40.4** If there are fewer committee members than required for a quorum under rule 48, the committee may act only for the purpose of —

- (a) appointing committee members under this rule; or
- (b) convening a general meeting.

#### **41. Validity of acts**

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**41.1** The acts of a committee or subcommittee, or of a committee member or member of a subcommittee, are valid despite any defect that may afterwards be discovered in the election, appointment or qualification of a committee member or member of a subcommittee.

#### **42. Record of Committee Members (office holders)**

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**42.1** Under section 58 of the Act an association must maintain an up to date record of —

- (a) the names and addresses of the persons who are members of its management committee;
- (b) the name and address of any person who is authorised to use the common seal of the association (if it has a common seal); and
- (c) the name and address of any person who is appointed or acts as trustee on behalf of the association.

#### **43. COMMITTEE MEETINGS**

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**43.1** The committee must meet not less than 6 times in each year on the dates and at the times and places determined by the committee.

**43.2** Special committee meetings may be convened by the chairperson or any 2 committee members.

#### **44. Notice of committee meetings**

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- 44.1 Notice of each committee meeting must be given to each committee member at least 48 hours before the time of the meeting.
- 44.2 The notice must state the date, time and place of the meeting and must describe the general nature of the business to be conducted at the meeting.
- 44.3 Unless rule 44.4 applies, the only business that may be conducted at the meeting is the business described in the notice.
- 44.4 Urgent business that has not been described in the notice may be conducted at the meeting if the committee members at the meeting unanimously agree to treat that business as urgent.

#### **45. Procedure and order of business**

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- 45.1 The chairperson or, in the chairperson's absence, the deputy-chairperson must preside as chairperson of each committee meeting.
- 45.2 If the chairperson and deputy chairperson are absent or are unwilling to act as chairperson of a meeting, the committee members at the meeting must choose one of them to act as chairperson of the meeting.
- 45.3 The procedure to be followed at a committee meeting must be determined from time to time by the committee.
- 45.4 The order of business at a committee meeting may be determined by the committee members at the meeting.
- 45.5 A member or other person who is not a committee member may attend a committee meeting if invited to do so by the committee.
- 45.6 A person invited under rule 45.5 to attend a committee meeting —
  - (a) has no right to any agenda, minutes or other document circulated at the meeting; and
  - (b) must not comment about any matter discussed at the meeting unless invited by the committee to do so; and
  - (c) cannot vote on any matter that is to be decided at the meeting.
- 45.7 Members may, subject to prior approval from the committee, submit a proposal for consideration by the committee, however the committee will be under no obligation to reach a resolution or vote on the proposal at the committee meeting attended.

#### **46. Material personal interest**

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- 46.1 Under section 42 of the Act a member of the committee who has a material personal interest in a matter being considered at a committee meeting must:
  - (a) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee;
  - (b) disclose the nature and extent of the interest at the next general meeting of the association
- 46.2 Under section 42(3) of the Act this rule does not apply in respect of a material personal interest
  - (a) that exists only because the member-
    - (i) is an employee of the incorporated association; or
    - (ii) is a member of a class of persons for whose benefit the association is established; or
  - (b) that the member has in common with all, or a substantial proportion of, the members of the Association.
- 46.3 A material personal interest, or conflict of interest is not limited to contractual or other financial matter, it may also relate to a selection matter; or disciplinary matter; or any other matter or decision where there is a risk, or a perceived risk, that the personal interest could compromise the ability of the person to make an impartial decision.
- 46.4 Under section 43 of the Act a member of the management committee who has a material personal interest in a matter being considered at a meeting of the management committee must not be present while the matter is being considered at the meeting or vote on the matter.



- 46.5** Under section 42(6) of the Act the association must record every disclosure made by a committee member of a material personal interest in the minutes of the committee meeting at which the disclosure is made.
- 46.6** In the event of uncertainty as to whether it is necessary for a Committee member to not take part in any deliberations or decision of the Committee in relation to rule 46.4 the issue should be immediately determined by vote of the Committee, or if this is not possible, the matter shall be adjourned or deferred;

#### **47. Use of technology to be present at committee meetings**

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- 47.1** Unless the committee resolves otherwise, under rule 47.3, the presence of a committee member at a committee meeting need not be by attendance in person but may be by that committee member and each other committee member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication, that will reasonably allow maximum attendance and participation at a committee meeting.
- 47.2** A member who participates in a committee meeting as allowed under 47.1 is taken to be present at the meeting and, if the member votes at the meeting, the member is taken to have voted in person.
- 47.3** From time to time, the committee may determine that attendance in person is required for committee meetings. This may when achieving instantaneous communication has been problematic; or the business to be discussed is important, or complex, or confidential; or other reason(s).

#### **48. Quorum for committee meetings**

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- 48.1** Any four (4) committee members constitute a quorum for the conduct of the business of a committee meeting.
- 48.2** Subject to rule 48.4 and 48.5, no business is to be conducted at a committee meeting unless a quorum is present.
- 48.3** If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting —
- (a) in the case of a special meeting — the meeting lapses; or
  - (b) otherwise, the meeting is adjourned to the same time, day and place in the following week.
- 48.4** If —
- (a) a quorum is not present within 30 minutes after the commencement time of a committee meeting held under subrule (2)(b); and
  - (b) at least 2 committee members are present at the meeting,
- 48.5** If a quorum is not reached, the meeting may still proceed inquorate for discussions purposes only. However, no decisions may be finalised, ratified or business concluded. Minutes must be kept and distributed as usual.

#### **49. Voting at committee meetings**

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- 49.1** Each committee member present at a committee meeting has one vote on any question arising at the meeting.
- 49.2** A motion is carried if a majority of the committee members present at the committee meeting vote in favour of the motion.
- 49.3** If the votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
- 49.4** A vote may take place by the committee members present indicating their agreement or disagreement or by a show of hands, unless the committee decides that a poll is needed to determine a particular question.
- 49.5** If a poll is needed, the chairperson of the meeting must decide how the poll is to be conducted.

#### **50. Circular Resolutions by the Committee without a Meeting**

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- 50.1** The Committee may resolve any motion before the Committee by way of a circulating resolution without the need for holding a meeting.



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- (a) A circulating resolution is only valid for motions under consideration by the committee, and no motion which would normally be determined by members at a general meeting or a special general meeting can be resolved by way of a circulating resolution.

**50.2** A circulating resolution, under this rule, is passed if the majority of the Committee, entitled to vote on the resolution, and constituting not less than the quorum determined under rule 48.1, sign, or otherwise agree to the resolution in the manner set out in rule 50.3.

**50.3** Each committee member may:

- (a) sign a single document setting out the resolution and containing a statement that they agree to the resolution; or
- (b) sign separate copies of that document, provided that the wording of the resolution is the same in each copy; or
- (c) agree to the resolution by sending an electronic reply to that effect, including the text of the resolution in their reply, if the resolution is circulating and received a by electronic means, such as email.

**50.4** The circulating resolution is valid from the time the last Committee member signs it and is taken to have been passed at that time.

**50.5** The circulating resolution must be noted in the minutes of the Committee meeting immediately following the circulating resolution.

**50.6** A circulating resolution under this rule does not constitute a meeting for the purpose of determining the number meetings required to be held under Article 43.1.

## **51. Delegation of Duties, including to subcommittees**

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**51.1** To help the committee in the conduct of the Association's business, the committee may delegate, in writing -

- (a) to one or more sub-committees, and
- (b) appoint to positions as listed in rule 51.7; and
- (c) appoint delegates to represent that Association at other related organisations, as listed in rule 51.8;

the exercise of any power or the performance of any duty of the committee, as specified in the terms of the delegation, other than —

- (a) the power to delegate; and
- (b) a function which is a duty imposed on the committee by the Act or any other law.

**51.2** Any delegation under rule 51.1, may be made subject to any conditions, qualifications, limitations or exceptions that the committee specifies in the document by which the delegation is made, and the committee may continue to exercise any function delegated.

**51.3** Any delegation under rule 51.1 must be consistent with the rules of the association, comply with the Act. and any resolution passed at a general meeting

**51.4** The committee, in writing, may revoke wholly or in part any delegation made under rule 51.1 at any time at its sole discretion.

**51.5** Subject to rule 51.7, a subcommittee may consist of such member, or members of the association as the committee thinks fit, and which may, or may not be Committee members,

**51.6** Subject to any directions given by the committee, a subcommittee may meet and conduct business as it considers appropriate.

**51.7** The Committee may, if it sees fit, make the following appointments, from time to time:

- (a) Honorary Solicitor;
- (b) Honorary Accountant;
- (c) Honorary Auditor;
- (d) Conduct Committee;
- (e) Appeals Panel;



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A person may be appointed to a position, under rule 51.7 whether or not the person is a member.

- 51.8** The Committee may appoint delegate(s) to represent the Association at other related organisations as the Committee may deem necessary, from time to time, and/or as required under terms of affiliation with another organisation. Such appointments shall be for a term of one (1) year only and any casual vacancy occurring may be filled by members of the Committee.
- (a) no person may represent the Association, or exercise voting rights on behalf of the Association without the direct authorisation of the committee, or resolution by general meeting of members.

**52. Patron**

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- 52.1** The Committee may, if it sees fit, invite a person, or persons, to be Honorary Patron(s) of the Club. A Patron shall be a person, or persons, invited each year by the Committee at its discretion and who accepts such invitation. Their appointment shall be confirmed at a general meeting of members and they shall retain office at the pleasure of the Committee or until they resign in writing;
- 52.2** A Patron/s shall be exempt from payment of subscriptions or levies;
- 52.3** Such patron/s shall have no right to receive notice of General Meetings and no right to be present or debate or vote at General Meetings unless they are also current members of the club under another category of membership.

**53. Publication by committee members of statements about Association business prohibited**

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- 53.1** A committee member must not publish, or cause to be published, any statement about the business conducted by the Association at a general meeting or committee meeting unless —
- (a) the committee member has been authorised to do so at a committee meeting; and
- (b) the authority given to the committee member has been recorded in the minutes of the committee meeting at which it was given.



## **PART SIX - GENERAL MEETINGS OF ASSOCIATION.**

### **54. Annual general meeting**

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- 54.1** The committee must determine the date, time and place of the annual general meeting.
- 54.2** Under section 50(3) of the Act, the Association must in each calendar year hold an annual general meeting within 6 months after the end of the Association's financial year;
- 54.3** The ordinary business of the annual general meeting is as follows —
- (a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then, if the minutes of that meeting have not yet been confirmed;
  - (b) to receive and consider —
    - (i) the committee's annual report on the Association's activities during the preceding financial year; and
    - (ii) the financial statements of the Association for the preceding financial year presented under Part 5 of the Act;
  - (c) to elect the office holders of the Association and other committee members;
  - (d) if applicable, to appoint or remove a reviewer or auditor of the Association in accordance with the Act;
- 54.4** Any other business of which notice has been given in accordance with these rules may be conducted at the annual general meeting.

### **55. Special general meetings**

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- 55.1** The committee -
- (a) may at any time convene a special general meeting;
  - (b) must in each calendar year hold an annual general meeting within 6 months after the end of the Association's financial year (under section 50(3) of the Act);
  - (c) must within 30 days of –
    - (i) receiving a request in writing to do so, from not less than 5% of members, convene a special general meeting for the purpose specified in that request;
    - (ii) must, after receiving notice under rule 19.11, 19.13, 19.14, 19.18 and 26.7 convene a general meeting for the purpose of hearing the appeal, and must confirm or set aside the decision of the Committee (or Conduct Committee as per rule 19.7 to expel or suspend that member, after having afforded the applicant who gave that notice, a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the appeal hearing.
  - (d) must, after receiving a notice under 10.5, convene a general meeting, no later than the next annual general meeting, at which the appeal referred to in the notice will be dealt with. Failing that, the applicant is entitled to address the Association at that next annual general meeting in relation to the Committee's rejection of his or her application, and the Association, at that meeting must confirm or set aside the decision of the committee.
- 55.2** The members requiring a special general meeting referred to in rule 55.1 (c) (i) to be convened must —
- (a) make the requirement by written notice given to the secretary; and
  - (b) state in the notice the business to be considered at the meeting; and
  - (c) each sign the notice.
- 55.3** If the committee does not convene a special general meeting within that 30 day period, the members making the requirement (or any of them) may convene the special general meeting.
- 55.4** A special general meeting convened by members under rule 55.3 —
- (a) must be held within 3 months after the date the original requirement was made; and
  - (b) may only consider the business stated in the notice by which the requirement was made.



- 55.5** The Association must reimburse any reasonable expenses incurred by the members convening and holding the special general meeting under rule 55.3.

## **56. Notice of general meetings**

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- 56.1** The secretary or, in the case of a special general meeting convened under rule 55.3, the members convening the meeting, must give to each member —
- (a) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
  - (b) at least 14 days' notice of a general meeting in any other case.
- 56.2** The notice of meeting must —
- (a) specify when (the date and time) and where (place) the meeting is to be held; and
  - (b) indicate the particulars of each item of business to be considered at the meeting, any notices of motion; and the order in which that business is to be transacted
  - (c) if a special resolution is proposed the notice of motion must —
    - (i) set out the wording of the proposed resolution as required by section 51(4) of the Act; and
    - (ii) state that the resolution is intended to be proposed as a special resolution; and
    - (iii) comply with rule 57.6.
- 56.3** The Secretary must give to all members not less than twenty-one (21) days' notice of an annual general meeting and that notice must specify-
- (a) when (the date and time) and where (place) the annual general meeting is to be held; and
  - (b) the particulars and order in which business is to be transacted, as follows-
    - (i) first, the consideration of the accounts and reports of the Board;
    - (ii) second, the election of Board members; and
    - (iii) third, any other notices of motion and business requiring consideration by the Association at the general meeting

## **57. Proxies**

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- 57.1** Subject to rule 57.2 an ordinary member may appoint an individual member, who is eligible to vote, as his or her proxy, to vote and speak on his or her behalf at a general meeting.
- 57.2** A member may be appointed the proxy for not more than 5 other members.
- 57.3** The appointment of a proxy must be in writing and signed by the member making the appointment.
- 57.4** The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf.
- 57.5** If no instructions are given to the proxy, the proxy may vote on behalf of the member in any matter as the proxy sees fit.
- 57.6** Notice of a general meeting given to members under rule 56 must —
- (a) state that the member may appoint an individual who is a member as a proxy for the meeting; and
  - (b) include a copy of any form that the committee has approved for the appointment of a proxy.
- 57.7** An appointment of proxy will not be treated as valid unless the form of the notice of appointment is in substantially the same form as that attached to these rules is received by the Association at its place of business (or another place specified in the notice of meeting) at least 48 hours before the time the meeting (or adjourned meeting) at which it is to be exercised is due to commence.

## **58. Presiding member for general meetings**

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- 58.1** The Chairperson or, in the chairperson's absence, the deputy chairperson must preside as chairperson of each general meeting.



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- 58.2** If the chairperson and deputy chairperson are absent or are unwilling to act as chairperson of a general meeting, the committee members at the meeting must choose one of them to act as chairperson of the meeting.

### **59. Quorum for general meetings**

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- 59.1** Any 10 members personally present (being members entitled to vote under these rules at a general meeting) will constitute a quorum for the conduct of business at a general meeting.
- 59.2** No business is to be conducted at a general meeting unless a quorum is present.
- 59.3** If a quorum is not present within 30 minutes after the notified commencement time of a general meeting —
- (a) in the case of a special general meeting — the meeting lapses; or
  - (b) in the case of the annual general meeting — the meeting is adjourned to —
    - (i) the same time and day in the following week; and
    - (ii) the same place, unless the chairperson specifies another place at the time of the adjournment or written notice of another place is given to the members before the day to which the meeting is adjourned.
- 59.4** If —
- (a) a quorum is not present within 30 minutes after the commencement time of an annual general meeting held under rule 59.3 (b); and
  - (b) at least 2 voting members are present at the meeting,
- those members present are taken to constitute a quorum.
- 59.5** The presence of a member at a general meeting must be by attendance in person and no member can use technology, such as telephone or other means of instantaneous communication, to participate and be present at general meetings.

### **60. Adjournment of general meeting**

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- 60.1** The chairperson of a general meeting at which a quorum is present may, with the consent of a majority of the voting members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- 60.2** Without limiting rule 60.1, a meeting may be adjourned —
- (a) if there is insufficient time to deal with the business at hand; or
  - (b) to give the members more time to consider an item of business.
- 60.3** No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- 60.4** Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 56.

### **61. Voting at general meeting**

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- 61.1** On any question arising at a general meeting, each member entitled to vote, as set out in rule 8, is entitled to have one deliberative vote, which shall be exercised by each member present in person, or by his or her validly appointed proxy;
- 61.2** On any question arising at a general meeting, subject to rule 57 and 61.7, an individual is only entitled to exercise one vote, and
- (a) an individual, who is also a member with full voting rights under another class of membership, may not also nominate as a playing member's voting representative and cannot vote on behalf of the playing member; and
  - (b) an individual, who is a parent or guardian of a playing member, cannot nominate as the playing member's voting representative for more than one child, even if they are the parent or guardian of more than one playing member.





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- 61.3** Except in the case of a special resolution, a motion is carried if a majority of the members entitled to vote, as set out in rule 8, present at a general meeting vote in favour of the motion.
- 61.4** If votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
- 61.5** If the question is whether or not to confirm the minutes of a previous general meeting, only members who were present at that meeting may vote.
- 61.6** The committee shall have the right to attend, debate and vote at General Meetings
- 61.7** For a person to be eligible to vote at a general meeting that person —
- (a) must have been a member with voting rights at the time notice of the meeting was given under rule 52; and
  - (b) must have paid any fee or other money payable to the Association by the member.

**62. When special resolutions are required**

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- 62.1** Under Section 51(1) of the Act special resolution is passed —
- (a) at a general meeting of an incorporated association; and
  - (b) by the votes of not less than three-fourths (75 percent) of the members who cast a vote at the meeting of the association.
- 62.2** Under the Act, a special resolution is required if it is proposed at a general meeting to do any of the following—
- (a) to alter its rules, including changing the name of the association (section 30(1));
  - (b) to decide to apply for registration or incorporation as a prescribed body corporate (section 93(1));
  - (c) to approve the terms of an amalgamation with one or more other incorporated associations (section 102(4));
  - (d) to be wound up voluntarily (section 121(2)) or by the Supreme Court (section 124(a) and Schedule 4 item 9);
  - (e) to request the Commissioner to apply to the State Administrative Tribunal under section 109 of the Act for the appointment of a statutory manager.
  - (f) to cancel its incorporation (section 129).
- 62.3** Rule 62.2 does not limit the matters in relation to which a special resolution may be proposed.
- 62.4** A special resolution may be moved either at a special general meeting or at an annual general meeting,
- 62.5** A resolution of the annual general meeting to confer life membership (subject to rule 9.1) on the recommendation of the Committee must be a Special Resolution.

**63. Determining whether resolution carried**

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- 63.1** Subject to rule 63.3, the chairperson of a general meeting may, on the basis of general agreement or disagreement or by a show of hands, declare that a resolution has been —
- (a) carried; or
  - (b) carried unanimously; or
  - (c) carried by a particular majority; or
  - (d) lost.
- 63.2** If the resolution is a special resolution, the declaration under rule 63.1 must identify the resolution as a special resolution, and meet the requirements of rule 62.1.
- 63.3** If a poll is demanded on any question by the chairperson of the meeting or by at least 3 other voting members present in person or by proxy —
- (a) the poll must be taken at the meeting in the manner determined by the chairperson;
  - (b) the chairperson must declare the determination of the resolution on the basis of the poll.



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- 63.4** If a poll is demanded on the election of the chairperson or on a question of an adjournment, the poll must be taken immediately.
- 63.5** If a poll is demanded on any other question, the poll must be taken before the close of the meeting at a time determined by the chairperson.
- 63.6** A declaration under rule 63.1 or 63.3 must be entered in the minutes of the meeting, and the entry is, without proof of the voting in relation to the resolution, evidence of how the resolution was determined.

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## PART SEVEN - FINANCIAL MATTERS

### 64. Source of funds

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- 64.1** The funds of the Association may be derived from:
- (a) Imposing and collecting levies, subscriptions, entrance fees, fees, fines, and any other means or charges from members, bodies, institutions, associations and individuals for the purposes of the Association;
  - (b) fund-raising activities and events;
  - (c) interest; and
  - (d) seeking sponsorship, corporate backing, grants and other funding or contributions to further its Objects and rugby union;
  - (e) accepting donations and gifts in accordance with the objects of the Association;
    - (i) No payment or part payment to any member shall be made by way of commission or allowance from or upon the receipts of the club for liquor;
    - (ii) No donation or gift can be accepted by an individual member, including committee member, during the course of duties related to the Association and the sport, unless the member discloses the nature and extent of the donation or gift to the Committee.
    - (iii) Gifts and donations to committee members, are treated as a material personal interest, unless the committee decides otherwise.
    - (iv) Under section 46 of the Act, a committee member of the association must not improperly use his or her position to gain an advantage for the member or another person.
  - (f) and any other sources approved by the committee, or members at a general meeting.

### 65. Control of funds

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- 65.1** Subject to any restrictions imposed at a general meeting, the committee -
- (a) may approve expenditure on behalf of the Association; and
  - (b) may authorise for the Treasurer, or other committee member to expend funds for recurring and/or budgeted expenses on behalf of the Association up to a specified limit without requiring approval from the committee for each item on which the funds are expended;
- 65.2** The Association must open account (s) in the name of the Association with a financial institution from which all expenditure of the Association is made and into which all funds received by the Association are deposited.
- 65.3** All funds of the Association must be deposited into the Association's account within 5 working days after their receipt.
- 65.4** All electronic payment authorisations, direct debit authorisations, cheques drafts, bills of exchange, promissory notes and other negotiable instruments of the Association must be approved, or signed by:
- (a) the Treasurer and at least one other authorised committee member,
  - (b) or by any two other committee members;
- as authorised by the Committee from time to time

### 66. Financial statements and financial reports

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- 66.1** For each financial year, the committee must ensure that the requirements imposed on the Association under Part 5 of the Act relating to the financial statements or financial report of the Association are met;
- 66.2** Without limiting rule 66.1, those requirements include ensuring the compliance with:
- (a) Division 1, section 64 of the Act, the calculation of revenue to determine the Association to be a Tier 1, tier 2 and tier 3 association; and



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- (b) Division 2, section 66 and 67 of the Act, pertaining to the obligation to keep and retain accurate financial records for at least 7 years after the transactions covered by the records are completed that —
  - (i) correctly record and explain its transactions and financial position and performance; and
  - (ii) enable true and fair financial statements to be prepared in accordance with Division 3; and
- (c) If the Association is a tier 1, Division 3, section 68 of the Act, the obligation to prepare annual financial statements and reports within 6 months after the end of each financial year, that give a true and fair view of the financial position and performance of the association for that financial year; and
  - (i) a tier 1 association that uses the cash basis of accounting may prepare —
    - (A) a statement of receipts and payments for the financial year; and
    - (B) a reconciled statement of bank account balances as at the end of the financial year; and
    - (C) a statement of assets and liabilities as at the end of the financial year; and
- (d) Division 3 of the Act, section 70 of the Act, submitting to members at each annual general meeting of the Association, the Association's financial statements for that financial year, which gives a 'true and fair' view of the association's financial affairs; and
- (e) If the Association is a tier 2 association or tier 3 association, comply with section 71 to 76 of the Act with includes, as required, arranging for the review or auditing of the financial statements or financial report, as applicable; and the presentation to the annual general meeting of the copy of the report of the review or auditor's report, as applicable, on the financial statements or financial report.

#### **67. Financial year**

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The association's financial year will be the period of 12 months commencing on 1st November and ending on 31st October in the following year.



## PART EIGHT - GENERAL MATTERS

### 68. Minutes of meetings

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- 68.1** The secretary, or a person authorised by the committee from time to time, must take and keep minutes of all proceedings of each general meeting and each committee meeting;
- 68.2** The meeting minutes must record the following —
- (a) the time, date and place of the meeting;
  - (b) the names of the members present at the meeting;
  - (c) the names of the members who have tendered an apology to the person presiding at the meeting and advised that they will be absent from the meeting;
  - (d) the business considered at the meeting;
  - (e) any motion on which a vote is taken at the meeting and the result of the vote; and
  - (f) details relating to the disclosure of a member's, or committee member in the case of a committee meeting, material personal interest in a matter being considered at a meeting under Section 42(6) of the Act;
- 68.3** In addition to rule 68.2, the minutes of each general meeting must record —
- (a) the names of the voting members present at the meeting; and
  - (b) any proxy forms given to the chairperson of the meeting under rule 57; and
  - (c) any resolutions passed as a special resolution; and
  - (d) if the annual general meeting
    - (i) the financial statements or financial report presented at the meeting; and
    - (ii) any report of the review or auditor's report on the financial statements or financial report presented at the meeting, if required; and
- 68.4** In addition to rule 68.2, the minutes of each committee must record —
- (a) the name of any person attending the meeting under rule 45.5;
- 68.5** The minutes of a meeting must be entered in the Association's minute file, or other secure electronic storage format, or in such format as the members at a general meeting decide, within 30 days after the meeting is held.
- 68.6** The chairperson must ensure that the minutes of a general meeting, or committee meeting, are reviewed and signed as correct by the chairperson: of the general meeting, or committee meeting, to which those minutes relate; or of the next succeeding general meeting or committee meeting, as the case requires.
- 68.7** When the minutes of a meeting have been signed as correct, they are, in the absence of evidence to the contrary, taken to be proof that —
- (a) the meeting to which the minutes relate was duly convened and held; and
  - (b) the matters recorded as having taken place at the meeting took place as recorded; and
  - (c) any election or appointment purportedly made at the meeting was validly made.

### 69. Giving notices to members

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- 69.1** A notice or other document that is to be given to a member under these rules, is taken not to have been given to the member, unless it is in writing and —
- (a) served on a member personally; or
  - (b) sent by prepaid post, courier or delivered by hand to a member at the recorded address of the member appearing in the register of members kept and maintained under rule 16; or
  - (c) sent by electronic transmission to an appropriate recorded number or recorded electronic address of the member, appearing in the register of members kept and maintained under rule 16;



- 69.2** For a general meeting, in addition to giving notice to individual members under rule 69.1, the notice of meeting and notice of motions as detailed in rule 56, must also be published on the club website and/or other electronic PUBLIC media, used by the club from time to time.

## **70. By-laws**

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- 70.1** The Committee shall have the power to make, alter and rescind any bylaws that it considers necessary for the effective administration of the association, provided that no by-law may be inconsistent with the rules of association.
- 70.2** The Association may, by resolution at a general meeting, make, amend or revoke the following by-laws:
- (a) impose restrictions on the committee's powers, including the power to dispose of the association's assets; and
  - (b) impose requirements relating to the financial reporting and financial accountability of the association and the auditing of the association's accounts; and
  - (c) provide for any other matter the association considers necessary or convenient to be dealt with in the by-laws.
- 70.3** A by-law is of no effect to the extent that it is inconsistent with the Act, the regulations or these rules.
- 70.4** Without limiting rule 70.3 a by-law made for the purposes of rule 70.2 may only impose requirements on the Association that are additional to, and do not restrict, a requirement imposed on the Association under Part 5 of the Act.
- 70.5** At the request of a member, the Association must make a copy of the by-laws available for inspection by the member.

## **71. Inspection by members of records, registers and documents**

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- 71.1** Under the Act, the association must at the request of a member, make the register of members (section 54) or the record of office holders (section 58) available for inspection by the member, free of charge.
- 71.2** The member must contact the secretary to make the necessary arrangements for the inspection.
- 71.3** A member inspecting these documents may make a copy of, or take an extract from, but is not entitled to remove the register, record or document for that purpose.
- 71.4** If —
- (a) a member inspecting the register of members wishes to make a copy of, or take an extract from, the register under section 54(2) of the Act; or
  - (b) a member makes a written request under section 56(1) of the Act to be provided with a copy of the register of members,
- the member is required to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the Association.
- 71.5** Under section 56 of the Act the management committee is authorised by to determine a reasonable charge for providing a copy of the register of members.
- 71.6** Under section 57 and 58 of the Act a person must not use or disclose member's private information except for a purpose that is:
- (a) directly connected with the affairs of the association; or
  - (b) related to the administration of the Act.
- 71.7** At the request of a member, the Association must make a copy of the by-laws available for inspection by the member.
- 71.8** If the member wants to inspect a document that records the minutes of a committee meeting, the right to inspect that document is subject to any decision the committee has made about minutes of committee meetings generally, or the minutes of a specific committee meeting, being available for inspection by members.



## **72. Executing documents and common seal**

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- 72.1** The Association may execute a document without using a common seal if the document is signed by —
- (a) 2 committee members; or
  - (b) one committee member and a person authorised by the committee.
- 72.2** If the Association has a common seal —
- (a) the name of the Association must appear in legible characters on the common seal; and
  - (b) a document may only be sealed with the common seal by the authority of the committee and in the presence of —
    - (i) 2 committee members; or
    - (ii) one committee member and a person authorised by the committee,and each of them is to sign the document to attest that the document was sealed in their presence.
- 72.3** The secretary must make a written record of each use of the common seal.
- 72.4** The common seal must be kept in the custody of the secretary or another committee member authorised by the committee.

## **73. Alteration of rules**

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- 73.1** If the Association wants to alter or rescind any of these rules, or to make additional rules, the Association may do so only by special resolution and by otherwise complying with Part 3 Division 2 of the Act.
- 73.2** Section 31 of the Act requires an incorporated association to obtain the Commissioner's approval if the alteration of its rules has effect to change the name of the association.
- 73.3** Section 33 of the Act requires an incorporated association to obtain the Commissioner's approval if the alteration of its rules has effect to alter the objects or purposes of the association or the manner in which surplus property of the association must be distributed or dealt with if the association is wound up or its incorporation is cancelled.
- 73.4** Amendments to the rules do not take effect until required documents are lodged with the Commissioner, even if the amendments do not require the approval of the Commissioner under section 31 or section 33. The required documents must be lodged within one month after the special resolution is passed.

## **74. The custody of books and securities of the incorporated association.**

---

- 74.1** Subject to rule 74.2, the books and any securities of the Association must be kept in the secretary's custody or under the secretary's control.
- 74.2** The financial records and, as applicable, the financial statements or financial reports of the Association must be kept in the treasurer's custody or under the treasurer's control.
- 74.3** Rule 74.1 and 74.2 have effect except as otherwise decided by the committee.
- 74.4** The books of the Association must be retained for at least 7 years.

## **75. Distribution of surplus property on cancellation of incorporation or winding up**

---

- 75.1** In this rule, surplus property, in relation to the Association, means property remaining after satisfaction of
- (a) the debts and liabilities of the Association; and
  - (b) the costs, charges and expenses of winding up or cancelling the incorporation of the Association,
- but does not include books relating to the management of the Association.
- 75.2** On the cancellation of the incorporation or the winding up of the Association, its surplus property shall be given or transferred to The Bunbury Rugby Union Football Club Inc. IARN A1000273L.



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- 75.3** In the event that the Bunbury Rugby Union Football Club Inc. IARN A1000273L is deregistered or otherwise becomes ineligible for this transfer, the surplus property of the Association shall be transferred to another incorporated association which has similar objects, and which Association, shall be determined by special resolution.
- 75.4** Surplus property must not be paid to or distributed among the members, or former members

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## Terms Used

In these rules, unless the contrary intention appears —

**act** means the [Associations Incorporation Act 2015](#);

**annual general meeting** is the meeting convened under rule 54;

**appeals hearing** is a general meeting of members convened to reconsider a decision made by the Committee or Conduct Committee.

**association** means the incorporated association to which these rules apply;

**books**, of the Association, includes the following: a register; a file; financial records, financial statements or financial reports, however compiled, recorded or stored; a document; any other record of information;

**by laws** means by-laws made by the Association under rule 70;

**chairperson** means the Committee member holding office as the chairperson of the Association;

**club** means the Association referred to in Rule 1;

**Commissioner** means the person for the time being designated as the Commissioner under section 153 of the Act;

**committee** means the management committee of the Association, which encompasses all persons elected to the roles referred to in rule 28

**committee meeting** means a meeting of the committee;

**conduct committee** means the Conduct Committee that has in any given year been duly appointed by the committee;

**constitution** means this Constitution or Rules of the Association;

**eligible to vote** means members who are entitled to vote as defined under rule 8, not under suspension rule 20, and subject to 61; Only individuals who have reached the age of 18 years are eligible to vote.

**financial records** includes — invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; and documents of prime entry; and working papers and other documents needed to explain — the methods by which financial statements are prepared; and adjustments to be made in preparing financial statements;

**financial report**, has the meaning given in section 63 of the Act;

**financial statements** mean the financial statements in relation to the Association required under Part 5 Division 3 of the Act;

**financial year**, of the Association will be the period of 12 months commencing on 1st November and ending on 31st October in the following year.

**full voting rights**, in relation to an association, means the right to vote at its general meetings;

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

**grievance procedure** means the procedures set out in rules under PART FOUR – DISCIPLINARY ACTION, DISPUTES AND MEDIATION

**laws of the game** mean the laws and regulations of Rugby as published by World Rugby, including any variations authorised by World Rugby or Rugby Australia

**local area** means Greater Bunbury Region (including Shires of Harvey, Dardanup, Capel and the City of Bunbury) and surrounding areas (including Shires of Collie, Donnybrook-Balingup, Waroona, Boddington, Boyup Brook and Bridgetown-Greenbushes).

**mediation** is a confidential process that allows those involved in a complaint to discuss the issues or incident in question and come up with mutually agreed solutions.

**mediator** means a person appointed to mediate complaints made under these rules by helping those involved in the complaint to talk through the issues and seek to resolve the matter on mutually agreeable terms. It is preferable that the Mediator has relevant skills, qualifications and/or training in mediation.

**member** means a person who maintains membership of the Association under one of the following classes: Life member, Playing Member, Temporary visiting member, Ordinary member;



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**member**, in relation to a member who is expelled from the Association in part four of these rules, includes former member.

**notice of meeting** is a written notice that a meeting is going to take place at a specified time.

**notice of motion** is a notice, given by a member of the association that proposes some decision or action be discussed and voted on at the meeting.

**NSO** means the National Sporting Organisation for rugby, in its current form Rugby Australia (RugbyAU);

**ordinary committee member** means a committee member who is not the president, a vice-president, the secretary or the treasurer of the Association under rule 28.1.

**ordinary resolution** means resolution other than a special resolution;

**party to a dispute** includes a person who: is a party to the dispute; and ceases to be a member within six months before the dispute.

**patron** means a distinguished person who takes an honorary position within the organisation to provide ongoing support in a variety of ways

**poll** means voting conducted in written form (as opposed to a show of hands);

**quorum**: A "quorum" is the minimum number of members who must be present for a meeting to be legally effective.

Any four (4) committee members constitute a quorum for the conduct of the business of a committee meeting.

Any ten (10) members personally present (being members entitled to vote under these rules at a general meeting) will constitute a quorum for the conduct of business at a general meeting.

**register of members** means the register of members referred to in section 53 of the Act and rule 16.

**RSA** means the Regional Sporting Association being a body recognised as the peak regional representative body for by SSA.

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

**secretary** means the committee member holding office as the secretary of the Association;

**special general meeting** means a general meeting of the Association other than the annual general meeting;

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

**sport** means the sport of Rugby Union;

**sport volunteer** means representatives from the community who freely choose to give their time, skills and experience in 'roles undertaken to support, arrange and/or run organised sport and physical activity'.

**SSA** means the Sport's State Sporting Organisation, in its current form Western Australian Rugby Union (RugbyWA)

**subcommittee** means a subcommittee appointed by the committee under rule 51;

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

*tier 1 association are those with revenue of less than \$250 000 revenue with respect to a financial year.*

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

*tier 2 association are those with revenue of \$250 000 to \$1 000 000.*

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

*tier 3 association are those with revenue of more than \$1 000 000*

**treasurer** means the committee member holding office as the treasurer of the Association.

**voting** unless stated otherwise in the rules, means voting cast by a show of hands (as opposed to a poll in written form);

**voting members** means members who are eligible to vote as defined under rule 8, not under suspension rule 20, and subject to 61(voting at general meeting). Only individuals who have reached the age of 18 years are eligible to vote.



**APPOINTMENT OF PROXY**

*Form for Rule 57*

I,

[Redacted]  
*(Insert MEMBER'S name)*

of

[Redacted]  
*(Insert MEMBER'S address)*

being a member of Bunbury Barbarians Junior Rugby Union Club Inc.

**APPOINT**

[Redacted]  
*(Insert PROXY'S name)*

who also is a member of the Association, as my proxy.

**My proxy is authorised to vote on my behalf: (Tick  only ONE of the following)**

at the general meeting/s (and any adjournments of the meeting/s) on:

[Redacted]  
*(Insert relevant date/s)*

**OR**

in relation to the following resolutions and/or nominations

**IN FAVOUR:**

**AGAINST:**

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

*(Insert resolution Nos, brief description or nominees' name/s)*

*(Insert resolution Nos. brief description or nominees' name/s)*

**Signature:**

[Redacted]  
*(of Member appointing Proxy)*

**Date:**

[Redacted]