

RULES and CONSTITUTION

Eastern Suburbs District Rugby League Football Club Incorporated

Amended November 2017

1. NAME:

1.1 The Club shall be known as the EASTERN SUBURBS DISTRICT RUGBY LEAGUE FOOTBALL CLUB INCORPORATED, hereinafter referred to as "THE CLUB".

1.2 THE CLUB shall function as an affiliated body of, and subordinate to, the QRL SOUTH-EAST DIVISION.

1.3 THE CLUB shall not be dissolved, nor its name changed without the consent of the QRL SOUTH-EAST DIVISION.

2. HEADQUARTERS:

2.1 The Headquarters of THE CLUB will be:

- A. Senior Division - Located at LANGLANDS PARK, STONES CORNER, BRISBANE
- B. Junior Division - Located at SCOTT PARK, HOLLAND PARK, BRISBANE

3. OBJECTS:

The objectives of THE CLUB shall be:

3.1 The promotion, fostering and control of all Rugby League Football within such boundaries as shall be from time to time defined by the QRL, SOUTH-EAST DIVISION.

3.2 For the mutual benefit and advancement of THE CLUB.

3.3 To establish a "CODE OF ETHICS" for the guidance of members and to discipline, suspend, expel or remove from Membership, any member guilty of conduct prejudicial to the interests of the CLUB.

3.4 To protect the interest of its members and combine generally for the improvement and advancement of the society of the CLUB.

3.5 To invest in any manner authorised by the rules of the CLUB, monies not immediately required by the CLUB.

3.6 To promote social events to maintain good fellowship amongst members.

3.7 To form sub-committees to give effect to the various objectives of the CLUB.

3.8 To do all such lawful things as are incidental or conducive to the attainments of the foregoing objectives.

4. POWERS:

The POWERS of THE CLUB are:

4.1 To take over the funds and other assets and the liabilities of the present unincorporated CLUB known as the EASTERN SUBURBS DISTRICT RUGBY LEAGUE FOOTBALL CLUB.

4.2 To subscribe to, become a member of, and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of THE CLUB provided that THE CLUB shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on THE CLUB under or by virtue of Rule 55.

4.3 In furtherance of the objects of THE CLUB to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of THE CLUB or persons frequenting THE CLUB's premises.

4.4 To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal; and any rights or privileges which may be requisite for the purpose of, or capable of being, conveniently used in connection with, any of the objects of THE CLUB. Provided that in case, THE CLUB shall take or hold any property which may be subject to any trusts, THE CLUB shall only deal with the same in such manner as is allowed by law having regard to such trusts.

4.5 To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of THE CLUB, to obtain from any such Government or Authority any rights, privileges and concessions, which THE CLUB may think it desirable to obtain; and comply with any such arrangements, rights, privileges and concessions.

4.6 To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purpose of THE CLUB.

4.7 To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated CLUB, or in or about the CLUB, or promotion of the incorporated CLUB, or in furtherance of its objects.

4.8 To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance THE CLUB's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.

4.9 To invest and deal with the money of THE CLUB not immediately required in such manner as may from time to time be thought fit.

4.10 To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.

4.11 In furtherance of the objects of THE CLUB to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate.

4.12 To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as foresaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated CLUB's property or assets present or future and to purchase, redeem or pay-off any such securities.

4.13 To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of lading and other negotiable or transferable instrument.

4.14 In furtherance of the objects of THE CLUB to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of THE CLUB.

4.15 To take or hold mortgage, lien or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of THE CLUB's property of whatsoever kind sold by THE CLUB, or any money due to THE CLUB from purchasers and others.

4.16 To take any gift of property whether subject to any special trust or not, for any one or more of the objects of THE CLUB but subject always to the proviso in sub-rule (4).

4.17 To take such steps by personal or written appeals, public meets or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of THE CLUB in the shape of donations, annual subscriptions or otherwise.

4.18 To print and publish any newspapers, periodicals, books or leaflets that THE CLUB may think desirable for the promotions of its objects.

4.19 In furtherance of the objects of THE CLUB to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of THE CLUB and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon THE CLUB under or by virtue of Rule 55.

4.20 In furtherance of the objects of THE CLUB to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which THE CLUB is authorised to amalgamate.

4.21 In furtherance of the objects of THE CLUB to transfer all or any part of the property, assets, liabilities and engagements of THE CLUB to any one or more of the incorporated associations with which THE CLUB is authorised to amalgamate.

4.22 To make donations for patriotic, charitable or community purposes.

4.23 To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged.

4.24 To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of THE CLUB.

5. CLASSES OF MEMBERS:

5.1 The membership of THE CLUB shall consist of the following classes of members.

- A. Senior playing members being members who actively participate in rugby league football as representatives of THE CLUB;
- B. Ordinary members are members not being senior playing members, life members, vice presidents or junior members who have paid the annual subscription fees:
- C. Life members are members as defined within Rule 9:
- D. Junior playing members are playing members under 18 years of age. Members under the age of eighteen are ineligible to vote or hold a position on the Management Committee.

5.2 The number of members in every class shall be unlimited.

6. MEMBERSHIP:

6.1 Every person who at the date of incorporation of THE CLUB was a member of the unincorporated CLUB and who on or before the day of incorporation agrees in writing to become a member of THE CLUB shall be admitted by the Management Committee to the same class of membership of THE CLUB as that member held in the unincorporated CLUB and shall not be required to pay any further subscription until the next due date for payment of that subscription.

6.2 Every applicant for any class of membership of THE CLUB (other than the members of the unincorporated CLUB referred to in sub-rule (1)) shall be proposed by one member of THE CLUB and seconded by another member. The application for membership shall be made in writing, signed by the applicant and his proposer and seconder and shall be in such form as the Management Committee from time to time prescribes.

6.3 CANCELLATION OF MEMBERSHIP: The Management Committee may cancel the election of any Member within three (3) months of payment of his first subscription and shall not be required to give any reason for so doing, but such Member's subscription shall be returned to him. In this clause, the period of three (3) months referred to shall be one of probation. The decision of the Management Committee shall be final and there is no right of appeal.

7. MEMBERSHIP FEES:

7.1 The membership fees for each class of membership shall be such sum as the members shall from time to time at any general meeting so determine except for the class of JUNIOR MEMBERSHIP which shall be so determined by the JUNIOR MANAGEMENT COMMITTEE.

7.2 The membership fees for each class of membership shall be payable at such time and in such manner as the Management Committee shall from time to time determine.

7.3 Unless otherwise determined in accordance with sub-rule (2) the subscription shall be due on the 1st of March.

7.4 WAIVING OF SUBSCRIPTIONS Should any member become temporarily, through illness or hardship, unable to meet his obligations, the Management Committee shall have the power to waive his subscriptions during such period.

7.5 FINANCIAL MEMBERS are members who have paid such membership or subscription fees or whom are LIFE MEMBERS.

7.6 An unfinancial member is one twelve weeks in arrears of any levies which may have been imposed by the Committee. Further, an unfinancial member is one fourteen (14) days in arrears of any fines which may have been imposed upon him.

7.7 All financial members, not being JUNIOR MEMBERS, shall have full voting power at any special meeting, general meeting or annual general meeting held by THE CLUB.

7.8 JUNIOR MEMBERS shall not have the power to vote at any meeting of THE CLUB.

8. ADMISSION and REJECTION of MEMBERS:

8.1 At the next meeting of the Management Committee after the receipt of any application and the fee applicable for any class of membership, not being LIFE MEMBERSHIP, such application shall be considered by the Management Committee, who shall there upon determine upon the admission or rejection of the applicant.

8.2 Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.

8.3 Upon acceptance or rejection of an application for any class of membership the Executive Officer shall forthwith give the applicant notice in writing of such acceptance or rejection.

8.4 The decision of the Management Committee shall be final and there shall be no right of appeal.

9. LIFE MEMBERS

9.1 LIFE MEMBERSHIP may be granted to any person who has served ten (10) years or more as a Senior Player or as an official, or who has served ten (10) years conjointly in both capacities.

9.2 A majority of members present at a General Meeting shall have power to elect as LIFE MEMBER of THE CLUB only those persons who have recommended for the honour by the Management Committee.

9.3 There shall not be more than one LIFE MEMBER from each of the Senior and Junior Divisions elected in any one year.

9.4 A Club LIFE MEMBERSHIP Badge shall be presented to each LIFE MEMBER

9.5 LIFE MEMBERS shall have the right to exercise all the privileges of THE CLUB without payment of the prescribed annual subscription.

9.6 Whereupon any person upon whom LIFE MEMBERSHIP has been conferred:

- A. Voluntarily transfers his allegiance to any other District Club constituted under the QRL SOUTH-EAST DIVISION;
- B. Accepts any Official position with any such Club;
- C. Actively assists any such Club to the detriment of the EASTERN SUBURBS DISTRICT RUGBY LEAGUE FOOTBALL CLUB INCORPORATED

A majority of Members present at a General Meeting shall have the power to rescind such LIFE MEMBERSHIP and the recipient shall be required to return to the Executive Officer of THE CLUB the LIFE MEMBERSHIP Badge issued to the LIFE MEMBER

9.7 There is no right of appeal against termination of LIFE MEMBERSHIP.

10. MEMBERSHIP of MANAGEMENT COMMITTEE:

10.1 The OFFICE BEARERS of THE CLUB shall be

- A. PATRON;
- B. PRESIDENT;
- C. VICE-PRESIDENT
- D. EXECUTIVE OFFICER
- E. DELEGATE TO THE QRL SOUTH-EAST DIVISION.

10.2 The Control of THE CLUB shall be vested in the Management Committee which in addition to the OFFICE BEARERS shall comprise the following: Two (2) Delegates from the Junior Division.

10.3 All members of the Management Committee of THE CLUB, excluding LIFE MEMBERS, shall be required to be Financial Members in one of the under mentioned categories, and as outlined and in terms of Rule 7:

- A. SENIOR PLAYING MEMBERS
- B. ORDINARY MEMBERS

10.4 The members of the Committee may be varied in numbers from time to time on a resolution of the majority of the members present at any Annual or General Meeting.

11. ELECTION of OFFICIALS and COMMITTEE:

11.1 Office Bearers and members of the Committee shall be elected at the Annual General Meeting.

11.2 At the Annual General Meeting of THE CLUB, all the members of the Management Committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.

11.3 All Officials are to be financial members of THE CLUB.

11.4 Nominations for the various positions must be made in each case in writing signifying the consent of the member so nominated to act. If elected, and signed by two Financial Members, such nominations to be lodged not later than one week prior to the Annual General Meeting.

11.5 Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

11.6 Any nominee absent at the time of a meeting convened for the election of Officers must have furnished to the Executive Officer, prior to the commencement of any such meeting, a written statement indicating that he is willing to accept election to any position for which he is nominated and for which he is eligible in accordance with Rule 10(4).

11.7 If nominations for any Office are in excess of the number required, election shall be by secret ballot, each ballot being exhaustive.

11.8 Scrutineers, two in number, shall be Financial Members and shall be appointed by the President and endorsed by the General Meeting. Ballot papers shall be opened by the scrutineers appointed and the result of the ballot handed to the President. A scrutineer shall not officiate at his own election to any position.

11.9 Should the Office of President become vacant, the Senior Vice-President shall automatically become President and the Office of Senior Vice-President shall be elected by the General Meeting. No unfinancial Member shall be eligible for nomination or admission for various Offices of THE CLUB.

12. CLUB YEAR:

12.1 The business of THE CLUB shall be deemed to commence on the 1st of **November** each year and conclude on the **31st of October** each year and shall be eligible to continue from year to year.

12.2 Financial membership of THE CLUB shall be from the 1st of **November** to the 31st of **October**.

12.3 The **31st of October** of each year will be the closing date for members to become financial in accordance with Rule 7 and only financial members as at the **31st of October** of the Club's financial year shall be eligible for nomination to positions of Office Bearers for the following year.

12.4 FINANCIAL YEAR: The financial year of THE CLUB shall close on **31st of October** in each year.

13. VOTING:

13.1 Only those Members who are financial in terms of Rule 7 shall be eligible to vote at the ensuing Annual Meeting, or at Special Meetings or General Meetings held by THE CLUB and no member shall vote by proxy.

14. CONDUCT OF EXHAUSTIVE BALLOT:

14.1 All nominees are to be submitted to the first ballot. In the event of a nominee not obtaining an absolute majority, the nominee/nominees with the least number of votes is eliminated from the ballot and voting under this procedure will continue until an absolute majority is obtained.

15. DUTIES OF OFFICE BEARERS:

15.1 PRESIDENT - The PRESIDENT shall preside over all meetings of THE CLUB and of the Committee, and shall ensure that the rules are impartially administered. He shall present the Annual Report and Balance Sheet for consideration and adoption.

16. VICE-PRESIDENTS:

16.1 The VICE-PRESIDENT shall endeavor to preserve proper order and decorum, and in the absence of the President the Vice-President shall occupy the Chair. In the event of the absence of both the President and the Vice-President the meeting shall have the power to elect a Chairman.

17. EXECUTIVE OFFICER:

17.1 An Executive Officer shall be recommended by a sub-committee of the Management Committee so appointed for this purpose for a contractual period and terms to be determined by the sub-committee and duly appointed by the Management Committee. He shall receive and answer all correspondence and shall carry out all Secretarial and Financial duties as required by the Executive Committee.

17.2 The Executive Officer refers to the Secretary as prescribed under the provisions of the *Associations Incorporation Act 1981*. As an appointee/ member of the Management Committee, he shall have no voting rights.

17.3 As the Executive Director he shall refer all matters of urgency to the Executive. In the absence of a Member of the Executive he shall consult at least two other Members of the Management Committee. He shall report these matters and any action taken at the first subsequent meeting of the Management Committee for ratification.

17.4 He shall be responsible for the compilation of the Annual Report.

17.5 He shall furnish the Executive Officer of the QRL SOUTH-EAST DIVISION each year with a copy of THE CLUB's Annual Report and Financial Statement duly audited.

17.6 Immediately on relinquishing the Office, the Executive Officer shall deliver, or cause to be delivered to the President, or to the newly appointed Executive Officer, all books, records, vouchers, documents etc. and all monies belonging to THE CLUB.

18. REGISTER OF MEMBERS:

18.1 The Executive Officer shall cause a Register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Association and the dates of their admission.

18.2 Particulars shall also be entered into the Register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Management Committee or the members at any general meeting may require from time to time.

18.3 The Register shall be open for inspection at all reasonable times by any member who previously applies to the Executive Officer for such inspection.

19. MINUTES:

19.1 The Executive Officer shall cause full and accurate Minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and General meeting to be entered in a book to be opened for inspection at all reasonable times by any financial member who previously applies to the Executive Officer for that inspection. For the purpose of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Management Committee verifying their accuracy. Similarly, the minutes of every General meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General meeting;

19.2 Provide that the Minutes of any Annual General meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General meeting or Annual General meeting.

20. JUNIOR SUB-COMMITTEE:

20.1 A Junior President and Honorary Junior Secretary shall be elected by the outgoing Junior Committee and submitted to the Senior Division. The Honorary Junior Secretary shall convene a meeting at which shall be elected the following Office Bearers who, with the Junior Chairman and Honorary Junior Secretary shall comprise the JUNIOR DIVISION MANAGEMENT COMMITTEE:

Office Bearers:

- A. DEPUTY CHAIRMAN
- B. HON. ASSISTANT SECRETARY
- C. HON.TREASURER
- D. HON. ASSISTANT TREASURER
- E. TWO (2) DELEGATES to the SENIOR DIVISION Management Committee.
- F. DELEGATES as required to the QRL South-East Division Junior Zone.
- G. Property Officer
- H. Club Registrars
- I. One (1) Manager for each team under Junior Division jurisdiction
- J. Not more than ten (10) other members, with power to add.

20.2 Such meeting shall be called within fourteen (14) days of his appointment by inserting an advertisement in local newspapers setting out the date, time and place of the meeting and giving at least seven (7) clear days notice thereof. The Junior Division Executive Committee shall comprise the Junior President, Deputy Chairman, Junior Hon.Secretary, Junior Assistant Secretary, Junior Hon. Treasurer, Junior Hon. Assistant Treasurer.

- A. He shall in conjunction with the Junior Committee attend to the business of the Junior Grades and the decisions made and the action taken by his Committee shall at all times be subject to the approval of the Management Committee.
- B. He shall be required to submit to the Executive Officer by the **1st of December** each year, a Financial Statement of receipts and expenditure of the Junior Management Committee, properly audited by the Hon. Auditor appointed at each Annual General Meeting of THE CLUB.
- C. The Junior President shall preside at all Meetings of the Junior Committee and shall ensure that the rules of THE CLUB are impartially administered so far as they effect the Junior Division.

21. HON. AUDITOR:

21.1 The HON. AUDITOR shall at all times have access to THE CLUB's Books of Account, Vouchers, Documents and relevant matters, and shall have the right to obtain explanations relative to finances and affairs of THE CLUB and its Accounts from the President or Executive Officer.

21.2 He shall conduct an Annual Audit or Special Audits and investigations when required by the Management Committee of THE CLUB.

21.3 The Honorary Auditor is to be a person registered as a Public Accountant under the *Public Accountants Registration Act 1975* or approved by the Under Secretary of the Department of Justice.

22. DELEGATE:

22.1 The Delegate shall attend all Delegate Meetings of the QRL, SOUTH-EAST DIVISION and shall, except when specifically instructed, have full discretionary voting powers thereat. The Delegate shall be required to furnish a report of Delegates Meetings held at each Management Committee Meeting of THE CLUB.

22.2 Two Delegates shall be appointed by Eastern Suburbs Junior Rugby League and shall have full representation on the Management Committee of THE CLUB and have full voting power at all meetings held by THE CLUB.

22.3 Two Delegates to the Eastern Suburbs Junior Rugby League shall be appointed by the majority of those present at the first Management Committee meeting held following upon the Annual Meeting.

22.4 The Delegates shall attend all Committee Meetings held by the respective bodies to which they are appointed, and shall be required to furnish a report of the meetings held at each Management Committee meeting of THE CLUB.

23 VACANCY IN OFFICE:

23.1 Should an Office Bearer vacate his office during the year, the vacancy shall be filled by a Financial Member of THE CLUB appointed by the Management Committee. The Member so appointed shall hold Office until the next General Meeting, when an election shall be held to fill the vacancy.

23.2 Any Member of the Committee of THE CLUB absenting himself from two (2) consecutive meetings without an apology to be tendered as directed by the Management Committee, shall be deemed to have vacated his position on the Committee unless a satisfactory explanation be furnished to the Management Committee.

23.3 The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee but if and so long as their number is reduced below the number fixed by or pursuant to these rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a general meeting of THE CLUB, but for no other purpose.

24. RESIGNATION:

24.1 A member may resign from THE CLUB, or from any Official position which he may hold within THE CLUB, at any time, by tendering his resignation to the Executive Officer in writing, and such resignation may be accepted by the Management Committee at its next meeting thereafter, and if accepted shall take effect from the date of such acceptance, but resignation shall not relieve any Member from the payment of any subscription, or of any other monies, due or payable by him to THE CLUB at the time of such resignation.

25. REMOVAL OF OFFICERS:

25.1 Any Member of the Committee or other person holding an Official position within THE CLUB shall be removed from office if:

- A. He ceases to be a Member of THE CLUB.
- B. He absent himself from two (2) consecutive meetings of the Committee without the leave or approval of the Committee or from two (2) consecutive General Meetings of THE CLUB without the leave or approval of such meeting.

25.2 Any vacancy which occurs shall be filled by a Financial Member of THE CLUB appointed by the Management Committee. The member so appointed shall hold Office only until the next General Meeting, when an election shall be held to fill the vacancy.

25.3 He becomes unfinancial in terms of these rules. Moreover the Committee or any Officer of THE CLUB may be removed from Office any time on a two-third majority of votes polled at any General or Special meeting specially held for the purpose.

25.4 If an Officer is removed by virtue of this rule he shall have no right of appeal.

26. FUNCTIONS OF THE MANAGEMENT COMMITTEE:

26.1 Except as otherwise provided by these Rules and subject to resolutions of the members of THE CLUB carried at any general meeting the Management Committee -

- A. shall have the general control and management of the administration of the affairs, property and funds of THE CLUB and;
- B. shall have authority to interpret the meaning of these Rules and any matter relating to THE CLUB on which these Rules are silent.

26.2 The Management Committee may exercise all the powers of THE CLUB including the power to engage, control and dismiss THE CLUB's servants and shall have all such administrative powers as may be necessary for properly carrying out the objects of THE CLUB in accordance with these articles including power.

26.3 If at any time THE CLUB in general meeting shall pass a resolution authorising the Management Committee to borrow money, the Management Committee shall thereupon be empowered to borrow for the purposes of THE CLUB, such amount of money either at once or from time to time and at such rate of interest and in such form and manner and on at such terms and conditions and upon such security as shall be specified in such resolution and thereupon the Trustees shall, at the direction of the Management Committee, make all such dispositions of THE CLUB property or any part thereof or enter into such agreements in relation thereto as

the Management Committee may deem proper for giving security for such loans, and interest. All members of THE CLUB whether voting on such resolution or not and all persons becoming Members of THE CLUB after the passing of such resolution shall be deemed to have assented to the same as if they voted in favour of such resolution.

26.4 The Management Committee shall have the power to arrange deputations and appoint any Committee or Committees from their Members from their meetings and to delegate to any such Committees all or any of the powers of the Committees as it may think fit.

26.5 The Management Committee shall have the power to frame rules consistent with these articles for the Management and good government of THE CLUB, which rules shall be binding until varied or rescinded by a resolution of the Committee or of any General Meeting, provided that any rules so framed shall not conflict with the existing rules or be prejudicial to the objects of THE CLUB or the QRL, SOUTH-EAST DIVISION.

26.6 The Management Committee shall have the power to interpret the articles and rules of THE CLUB. Such interpretation shall be final and binding upon the Members until reversed by resolution of any General Meeting.

26.7 The Management Committee shall have the power to act generally in all matters appertaining to the management and welfare of THE CLUB.

26.8 The Management Committee shall have the power to establish an official Publication and utilise any other suitable publication for the dissemination of items of interest to Members and for recording the activities of THE CLUB.

26.9 The Committee of THE CLUB shall have the power to summon any Member to attend any Committee meeting or Special meeting convened for the purpose of furthering the interest and good government of THE CLUB.

26.10 The Management Committee shall have the duty of selecting the membership of a sub-committee to be known as "THE LEAGUES CLUB SUB-COMMITTEE" who shall be Members of THE CLUB, but who not necessarily be members of the Management Committee. The purpose of "THE LEAGUES CLUB SUB-COMMITTEE" shall be to provide at least FIVE (5) DIRECTORS of the Company known as EASTERN SUBURBS LEAGUES CLUB LIMITED.

27. FUNCTIONS:

27.1 The Management Committee of THE CLUB shall decide from time to time who shall be eligible to attend any meetings or functions organised by THE CLUB.

28. COMPLAINTS:

28.1 All complaints shall be in writing and shall be signed and handed to the Executive Officer.

28.2 Any complaint received shall be dealt with at the first meeting of the Management Committee following upon the receipt of the complaint. Any Member may at all times exercise right of appeal to any Special meeting called for the purpose or to any General meeting of THE CLUB.

29. DISPUTES:

29.1 Disputes in connection with the affairs of THE CLUB shall be settled by the Management Committee whose decision thereon shall be final.

30. MISCONDUCT:

30.1 The Management Committee shall have the power to deal with, and adjudicate on, any complaints in regard to the misconduct of any Member or Officer, provided that such misconduct is detrimental to the policy, interest or welfare of THE CLUB.

30.2 Any complaint charging any Member or Officer with misconduct shall be in writing and shall be signed and delivered to the Executive Officer within seven (7) days of the committal of the alleged misconduct.

30.3 The Management Committee shall have the power to cite or cause to appear before it any Member or Officer against whom a complaint for misconduct, or for any infringement of the laws of THE CLUB, has been laid.

30.4 The Management Committee, when dealing with, or adjudicating on any complaint against a Member or Officer of THE CLUB shall at all times be guided by the Principles of natural justice and good conscience, and shall make full enquiry before determining its verdict in accordance therein.

30.5 In the event of any Member or Officer being adjudged guilty of misconduct, the Management Committee may resolve to expel, suspend/fine, or reprimand such Member, or to take any other action as the Members may think fit, and the Executive Officer shall notify him in writing accordingly.

30.6 Where any penalty determined by the Management Committee constitutes or includes expulsion from THE CLUB, such expulsion shall operate from the date on which it is imposed until an appeal there from shall have finally been determined and allowed.

30.7 In the event of any Member or Officer being expelled from THE CLUB, or where any fine exceeds ten dollars (\$10.00), or when any suspension imposed exceeds six (6) months, such Member or Officer shall have the right of appeal against such decision. Any such appeal shall be in writing stating fully and in detail the grounds of the appeal and shall be delivered to the Executive Officer within seven (7) days of the notification of the decision to the Member or Officer.

30.8 Any appeal in accordance with sub-clause (g) above shall be decided by a special appeals Committee consisting of seven financial Members of THE CLUB, provided such Members are not Members of the Management Committee. The Chairman shall be elected by those Members present at the First General Meeting and shall have the power to form his own Committee in accordance with the requirements of the sub-clause. Any appeals shall be heard not later than fourteen (14) days after lodgement of such appeal.

30.9 Should any Member or Officer be convicted of an indictable offence, he may cease to be a Member or Officer of THE CLUB and he may forfeit all privileges of Membership, but the Management Committee shall have the power in its discretion to reinstate him at any time.

30.10 All fees and levies paid by any Member or Officer who has been suspended or expelled shall be forfeited.

31. SUB-COMMITTEES:

31.1 The Management Committee may delegate any of its powers to a sub-committee consisting of such members of THE CLUB as the Management Committee thinks fit. Any subcommittee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee.

31.2 A sub-committee may elect a Chairman of its meetings. If no such Chairman is elected, or if at any meeting the Chairman is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their number to be Chairman of the meeting.

31.3 A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.

32. ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

32.1 All acts done by any meeting of the Management Committee or of a sub-committee or by a person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.

33. RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING

33.1 A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held.

33.2 Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

34. MEETINGS:

34.1 The Meetings of the CLUB shall be Annual Meetings, General Meetings, Special Meetings and Committee Meetings.

35. VISITORS AT MEETINGS:

35.1 The Members of THE CLUB shall have the power to admit or debar from its Meetings any persons who are not Members. Any visitors may upon the invitation of the Chairman, with the consent of the majority of Members present, address the Meeting but shall not be allowed to vote.

36. ATTENDANCE AT MEETINGS:

36.1 Members shall sign the attendance book at all meetings of the CLUB.

37. ANNUAL MEETINGS:

37.1 The ANNUAL MEETING of THE CLUB shall be held not later than the **31st January** each year as required by QRL rules, and seven days notice of the date, time and place of the meeting shall be given **by inserting a notice in the Brisbane Courier Mail and by disclosure on the Club's official website.**

37.2 The Business of the ANNUAL MEETING shall be to:

- A. Read and adopt the Minutes of the previous ANNUAL MEETING;
- B. Deal with any appropriate correspondence;
- C. The receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of THE CLUB for the preceding financial year;
- D. The receiving of the auditor's report upon the books and accounts for the preceding financial year;
- E. Conduct an Election of Officers;
- F. Determine any Notices of Motion;
- G. Deal with any General Business.

38. GENERAL MEETINGS:

38.1 General Meetings of THE CLUB shall be held at such date, time and place as may be considered necessary by the Management Committee of THE CLUB.

39. NOTICE OF GENERAL MEETING

39.1 The Executive Officer shall convene all general meetings of THE CLUB by giving not less than 14 days notice of any such meeting to the members of THE CLUB.

39.3 The manner by which such notice shall be given shall be determined by the Management Committee.

40. SPECIAL MEETINGS:

40.1 SPECIAL MEETINGS may be convened by the Executive or on the receipt of a requisition stating the objects and signed by at least seven (7) Financial Members qualified to vote at any such meeting. Not less than three (3) clear days notice shall be given to Members of the date, time and place of the holding of any SPECIAL MEETING.

41. QUORUM FOR AND ADJOURNMENT OF A GENERAL MEETING

41.1 At any General Meeting the number of members required to constitute a quorum shall be at least the number of members elected or appointed to the Management Committee at the close of the association's last general meeting plus 1.

41.2 No business shall be transacted at any General Meeting unless a quorum of Members is present at the time when the meeting proceeds to business.

41.3 If within half an hour from the time appointed for the commencement of a General Meeting a quorum is not present, the meeting, if convened upon the requisition of Members of the Management Committee or THE CLUB, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the Members present shall be a quorum.

41.4 The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so direct by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

42. PROCEDURE AT A GENERAL MEETING

42.1 Unless otherwise provided by these Rules, at every general meeting:

- A. The President shall preside as Chairman, or if there is no President, or if he is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be the Chairman or if the Vice-President is not present or is unwilling to act then the members present shall elect one of their number to be Chairman of the meeting;
- B. The Chairman shall maintain order and conduct the meeting in a proper and orderly manner;
- C. Every question, matter or resolution shall be decided by a majority of votes of the members present;
- D. Every member present shall be entitled to one vote and in the case of an equality of votes the Chairman shall have a second or casting vote: Provided that no member shall be entitled to vote at any general meeting if his annual subscription is more than one month in arrears at the date of the meeting;
- E. Voting shall be by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which event there shall be a secret ballot. The Chairman shall appoint two members to conduct the secret ballot in such manner as he shall determine and the result of the ballot as declared by the Chairman shall be deemed to be the resolution of the meeting at which the ballot was demanded.

43 MEETINGS OF MANAGEMENT COMMITTEE:

43.1 The Management Committee shall meet at least once every calendar month to exercise its functions.

43.2 A special meeting of the Management Committee shall be convened by the Executive Officer on the requisition in writing signed by not less than one-third of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.

43.3 At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee as at the close of the last general meeting of the members, shall constitute a quorum.

43.4 Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit: Provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.

43.5 A member of the Management Committee shall not vote in respect of any contract or proposed contract with THE CLUB in which, he is interested, or any matter arising there out, and if he does so vote his vote shall not be counted.

43.6 Not less than fourteen days notice shall be given by the Executive Officer to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat.

43.7 The President shall preside as Chairman at every meeting of the Management Committee, or if there is no President, or if at any meeting he is not present within ten minutes after the time appointed for holding the meeting, the Vice-President shall be Chairman or if the Vice-President is not present at the meeting then the members may choose one of their number to be Chairman of the meeting.

43.8 If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

44 STANDING ORDERS:

The following shall be standing orders for meetings of THE CLUB and of the Committee.

44.1 The President (or in his absence the Vice-President) shall preside at all meetings of THE CLUB and of the Senior Committee. In the absence of both the President and Vice-President the meeting shall have the power to elect a Chairman. The Junior President shall preside over all meetings of the Junior Committee meetings and in his absence the Chair shall be filled by the Deputy Junior Chairman.

44.2 In the event of a quorum not being present within thirty (30) minutes after the time appointed for any meeting, the meeting shall lapse.

44.3 It shall be the duty of the Executive Officer to notify Members of the Committee of all meetings of the Committee. The manner and time by which such notices shall be given shall be determined by the Management Committee.

44.4 The first meeting of the incoming Committee shall be held within fourteen (14) days after the conclusion of the Annual meeting each year.

44.5 The order of business shall be:

- A. Apologies.
- B. Reading and confirmation of the Minutes of the previous meeting.
- C. Business arising from the Minutes of the previous meeting.
- D. Correspondence and action thereon.
- E. Executive Officer's Report.
- F. DELEGATES Report.
- G. Reports from Sub-Committees.
- H. Reception of Notices of Motion.
- I. Consideration of Motions of which due notice has been given.
- J. General business.

44.6 Members will be allowed to speak only once to a motion but may "RISE TO A POINT OF ORDER" or to correct a misstatement, but no second speech shall be allowed except when speaking to an amendment. The proposer of a motion shall be allowed an extra five (5) minutes in his right to reply. At any stage of the discussion of any subject, any Member may move "THAT THE QUESTION BE PUT WITHOUT FURTHER DISCUSSION" and on being seconded and carried, the Chairman shall immediately put the motion. An extension of time may be granted to any speaker by a majority of Members present at any meeting of THE CLUB.

44.7 Any decision or ruling by the Chairman may be dissented from and over-ruled by a simple majority vote of the Members present, but a motion to dissent from the Chairman's ruling shall be put without discussion.

44.8 Unless a vote by ballot be required, voting at all meetings shall be by show of hands, which shall be conclusive on the declaration of the result by the Chairman.

44.9 The Chairman of any meeting shall have a primary as well as a Casting Vote.

44.10 Any meeting may be adjourned or postponed to any time and place by the Chairman, on the resolution of a two-thirds majority of the Members present at any meeting of THE CLUB.

44.11 No motion to amend, repeal or add to a Standing Order shall be considered unless seven (7) days notice shall have been given in writing, giving the name of the mover and seconder and no such motion shall be declared or carried unless a two-thirds majority of the Members present vote in favour thereof.

44.12 The President may direct at any time the Executive Officer to call a Special Meeting of the Committee by giving three days notice to the Members of the Committee.

44.13 No Member of the Committee shall leave the room whilst a meeting is in progress without the Chairman's permission.

44.14 These standing orders shall, subject to these rules, and so far as practicable be adopted in the conduct of all meetings of THE CLUB and of the Committee.

44.15 The proceedings of any Sub-Committee appointed by the Committee shall be guided by these standing orders as far as they are applicable.

45. EXECUTIVE COMMITTEE:

45.1 The EXECUTIVE COMMITTEE shall comprise the President, Executive Officer, Vice-President plus three (3) members selected by the Management Committee. The powers of the Executive Committee will be:

- A. To consider matters of general CLUB policy and make necessary submissions to the Management Committees of the Senior and Junior Divisions.
- B. To supervise the appointment and control of all sub-committees.
- C. To act as a tribunal to adjudicate in all matters relating to disputes and breaches of discipline within the CLUB.

46. NOTICE OF MOTION:

46.1 Notice of Motion to be moved at a meeting to add to, to rescind or amend any by-law of THE CLUB or any other business proposed to be transacted to any Annual Meeting other than the ordinary business shall be given in writing together with the name of the proposer and seconder to the Executive Officer of THE CLUB, in time to allow him to give seven (7) days clear notice to Members provided that no motion to add to, to rescind or amend any by-law shall be deemed to be carried unless two thirds of the Members present vote in favour of it.

47. EXPENSES:

47.1 Should any Member incur expenditure in attending to the business of THE CLUB, it shall be obligatory upon THE CLUB to reimburse such losses to the Member concerned. Any such expenditure shall be authorised by the Committee.

48. FUNDS:

48.1 THE CLUB funds shall be controlled by the EXECUTIVE COMMITTEE.

48.2 Cheque accounts shall be opened for each of the Senior and Junior Divisions, with a bank to be decided upon from time to time by the CLUB's Executive Committee. All funds of THE CLUB shall be lodged in the bank in the name of THE CLUB and shall be operated upon by any two (2) of the PRESIDENT, EXECUTIVE OFFICER in his role as Secretary, the TREASURER; another member approved by the association's management committee, on behalf of the Senior Division or the JUNIOR PRESIDENT, HON. JUNIOR SECRETARY; HON. JUNIOR TREASURER; another member approved by the association's management committee, on behalf of the Junior Division. Any of the foregoing shall have the power to endorse cheques and other negotiable instruments drawn to THE CLUB's order within their respective Divisions, All disbursements must as far as possible be made by crossed cheques or electronic funds transfer.

48.3 All of the accounts are to be initialled by the Chairman of the meeting at which the accounts have been presented and passed for payment. The funds of THE CLUB are to be used solely for the benefit of THE CLUB and its members.

48.4 The Management Committee shall determine the amount of petty cash which shall be kept by the Executive Officer.

48.5 An official numbered receipt shall be issued in connection with all monies received.

48.6 After all the expenses incurred in the management of THE CLUB have been met, the Management Committee shall determine at the conclusion of each season the amount of Honoraria, Allowances and Bonuses to be disbursed to the Officials and Players.

48.7 Soliciting subscriptions from CLUB Members for any purpose must be sanctioned by the Management Committee.

48.8 The sanction of the relevant Management Committee must be obtained prior to the arrangement of any fund-raising activity by a Member of THE CLUB.

48.9 All monies raised by Members in THE CLUB's name shall be paid to THE CLUB's official banking account within fourteen (14) days of such funds being raised, and must be accompanied by a statement of receipts and disbursements.

48.10 A payment by the association of \$100 or more must be made by cheque or electronic funds transfer. If a payment of \$100 or more is made by cheque, the cheque must be signed by any 2 of the following – PRESIDENT; EXECUTIVE OFFICER; or another member approved by the association's Management Committee in accordance with sub-rule 50(b). If a payment of \$100 or more is made by electronic funds transfer, the transfer must be independently verified by any 2 of the following – PRESIDENT; EXECUTIVE OFFICER; or another member approved by the association's Management Committee in accordance with sub-rule 50(b).

48.11 No payment will be made to an officer or employee of the Club of an amount by way of commission or allowance calculated by reference to the quantity of liquor sold by the Club or the receipts of the Club for such liquor

49. DISSOLUTION:

49.1 The Organisation may be dissolved upon the vote of a three-fourths majority of the Members present at a General Meeting convened to consider the question. Any assets on hand, shall, after payment of all expenses and liabilities, be handed over to some organisation or organisations having objects similar or in part similar to the objects of the organisation, such organisation or organisations, to be determined by the Members at or before the time of dissolution.

50. ALTERATION OF RULES:

50.1 Subject to the *Associations Incorporation Act 1981*, these rules may be amended, repealed or added to by a special resolution carried at a general meeting

50.2 An amendment, repeal or addition is valid only if it is registered by the Chief Executive

51. BY-LAWS:

51.1 The Management Committee may from time to time make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of THE CLUB and any by-law may be set aside by a general meeting of members.

52. COMMON SEAL:

52.1 The Common Seal shall be in the name of the 'CLUB', shall be in the custody of the Executive Officer and used in accordance with a resolution of the Executive Committee and/or the Management Committee.

53. INCOME:

53.1 The income and property of THE CLUB whensoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers.

54. DOCUMENTS:

54.1 The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of THE CLUB.

Changes to the above rules and constitution were last amended by the members of THE CLUB's at the Annual General Meeting, held at Easts Leagues Club, on Sunday 12 November 2014. The changes were registered by the Department of Justice and Attorney-General under the Associations Incorporation Act 1981 on DD MM/YYYY.