



# **GEE LONG CROQUET ASSOCIATION Inc.**

A00242876

ABN 18 574 472 04G

## **CONSTITUTION and RULES**

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September/November 2013

# CONSTITUTION AND RULES

## 1 NAME:

The Incorporated Association is “Geelong Croquet Association Incorporated” (hereafter called “the Association”)

## 2. STATEMENT OF PURPOSES

- 2.1 To be a member of the Victorian Croquet Association Inc;
- 2.2 To adopt in principle the purposes of the Victorian Croquet Association Inc;
- 2.3 To foster, organize and promote the playing of both social and competitive croquet and other mallet sports;
- 2.4 To apply and abide by the Laws, Regulations and Rules of all forms of the game of Croquet including Gateball, as approved by the Australian Croquet Association Inc, in all competitions and matches conducted by the Association;
- 2.5 To carry out any other activities which would facilitate the achievement of these purposes;
- 2.6 To represent the members of the Association to the Victorian Croquet Association Inc State Council via the Regional Director and act as a communication channel between the Victorian Croquet Association Inc and the Association members.
- 2.7 The Statement of Purposes of the Association shall not be altered except in accordance with the Act
- 2.8 “Financial year” means the year ending 31<sup>st</sup> March

## 3 DEFINITIONS:

- 3.1 In these Rules, unless the contrary intention appears –

“Council” means the committee of management of the Association”

“General meeting” means a general meeting of members convened in accordance with Rule 14

“Member” means a member of the Association

“Clubs” means Croquet clubs as defined in Rule 5

“Delegate” means a member selected by a club to represent such club

“Rules” means the rules of the Association in force for the time being

“Laws” means the Laws of the game of Croquet in all its forms

“By-Laws” means Laws made by the Association for local conditions

“The Act,” means the “*Associations Incorporation Reform Act 2012 (Vic)*” including all amendments and re-enactments.

“The Regulations” means regulations under the Act

Words importing the singular shall include the plural and vice versa and words importing the masculine shall include the feminine and vice versa.

In these Rules, a reference to the Secretary of the Association is a reference:-

- (a) where a person holds office under these Rules as Secretary of the Association – to that person; and to the Public Officer of the Association.

Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Act, “*Associations Incorporation Reform Act 2012 (Vic)*” and the Act as in force from time to time.

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#### **4 POWERS OF ASSOCIATION**

Subject to these rules, the Regulations and the Act, the Association has power to perform all such acts and things as appear to be essential for the proper management of the business and affairs of the Association.

#### **5 MEMBERSHIP**

The Association shall consist of members of any Croquet Club that: -

- (a) makes successful application for affiliation with the Association, and
- (b) is affiliated with the Victorian Croquet Association, and
- (c) is Incorporated, and
- (d) is situated within a radius of eighty (80) kilometers of the Geelong Post Office.

#### **6 APPLICATION FOR MEMBERSHIP**

- 6.1 A natural person who is nominated and approved for membership of the clubs as provided in these Rules is eligible to be a Member of the Association on payment of the capitation fee and any levies payable under these rules.
- 6.2 A person who is not a member of the Association at the time of the incorporation of the Association (or who was such a member at that time but has ceased to be a member) shall not be admitted to membership unless the Secretary of that member's club lodges with the Secretary of the Association the name of the person in writing together with the necessary capitation fee and levies payable under these rules.
- 6.3 Upon the above information being supplied and the necessary fees paid, the Secretary of the Association shall enter the person's name in the Register of Members kept by him and, upon the name being so entered, the person becomes a Member of the Association.
- 6.4 A right, privilege, or obligation of a person by reason of his membership of the Association:-
  - (a) is not capable of being transferred or transmitted to another person;
  - (b) terminates upon the cessation of his membership whether by death or resignation or otherwise.

#### **7 CAPITATION FEE AND LEVIES**

- 7.1 Each of the Affiliated Clubs shall pay to the Association on or before the 30<sup>th</sup> day of September in each year a capitation fee recommended by the Council and approved by the members at the Annual General meeting for each of its financial members on its membership roll as on the 23<sup>rd</sup> day of September of each year and shall also pay such levies as the Council shall recommend and are approved by the members at the Annual General Meeting.
- 7.2 Club secretaries shall notify the Secretary of the Association of name changes in club membership rolls compared to the previous annual return.

#### **8 REGISTER OF MEMBERS**

- 8.1 The Secretary must keep and maintain a Register of Members containing:-
  - (a) the name and address of each member; and
  - (b) the date on which each member's name was entered in the register.
- 8.2 The register is available for inspection free of charge by any member upon request.

#### **9 CEASING MEMBERSHIP**

- 9.1 A member of the Association ceases to be a member upon the receipt by the Association Secretary of written notification of their cessation of membership of their Club from the Secretary of their club.
- 9.2 The Secretary shall then record in the register of members the date on which the member ceased to be a member.

## **10 DISCIPLINE SUSPENSION AND EXPULSION OF MEMBERS.**

- 10.1 Subject to these Rules, if the Council is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the Council may by resolution:-
- (a) suspend that member from membership of the Association for a specified period; or
  - (b) expel that member from the Association.
- 10.2 A resolution of the Council under Rule 10.1 does not take effect unless;-
- (a) the Council, at a meeting held not earlier than 14 days, and not later than 28 days after the service on the member of a notice under Rule 10.3 confirms the resolution in accordance with this clause; and
  - (b) where the member exercises a right of appeal to the Association under this clause does not take effect unless the Association confirms the resolution in accordance with this clause.
- 10.3 Where the Council passes a resolution under Rule 10.1, the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing:-
- (a) setting out the resolution of the Council and the grounds on which it is based;
  - (b) stating that the member may address the Council at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice
  - (c) stating the date, place and time of that meeting
  - (d) informing the member that he may do one or more of the following:-
    - (1) attend that meeting
    - (2) give to the Council before the date of that meeting a written statement seeking the revocation of the resolution;
    - (3) not later than 24 hours before the date of the meeting, lodge with the Secretary, a notice to the effect that he wishes to appeal to the Association in general meeting against the resolution.
- 10.4 At a meeting of Council held in accordance with Rule 10.2, the Council:-
- (a) shall give to the Member an opportunity to be heard;
  - (b) shall give due consideration to any written statement submitted by the Member; and
  - (c) shall by resolution determine whether to confirm or to revoke the resolution.
  - (d) Where the Secretary receives a notice under Rule 10.3, he shall notify the Council and the Council shall convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- 10.5 At a general meeting of the Association convened under Rule 10.4(d)
- (a) no business other than the question of the appeal shall be transacted;
  - (b) the Council may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
  - (c) the member shall be given an opportunity to be heard; and
  - (d) the members present shall vote by secret ballot on the question whether the resolution shall be confirmed or revoked.
- 10.6 If at a general meeting:-
- (a) two-thirds of the members vote in person in favor of the confirmation of the resolution, the resolution is confirmed; and
  - (b) in any other case, the resolution is revoked.
- 10.7 Any member expelled in accordance with the Rules or otherwise ceasing to be a member of the Association shall forfeit all rights to a claim upon the Association or its property or funds as that person would have by reason of membership.

## **11 DISPUTES AND MEDIATION**

- 11.1 The grievance procedure set out in this rule applies to disputes under these Rules between:-  
(a) a member and another member; or  
(b) a member and the Association.
- 11.2 The parties to the dispute, must meet and discuss the matter in dispute, and if possible, resolve the dispute within 14 days after the dispute comes to the attention of all the parties.
- 11.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- 11.4 The mediator must be  
(a) a person chosen by agreement between the parties; or  
(b) in the absence of agreement  
(1) in the case of a dispute between a member and another member, a person appointed by the Council of the Association; or  
(2) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- 11.5 A member of the Association can be a mediator.
- 11.6 The mediator cannot be a member who is party to the dispute.
- 11.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 11.8 The mediator, in conducting the mediation, must:-  
(a) give the parties to the mediation process every opportunity to be heard; and  
(b) allow due consideration by all parties of any written statement submitted by any party; and  
(c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 11.9 The mediator must not determine the dispute.
- 11.10 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

## **12 ANNUAL GENERAL MEETING**

- 12.1 The Association shall, in each calendar year, convene an Annual General Meeting of its members within 5 months after the end of each financial year.
- 12.2 The Annual General Meeting shall be held before the 31<sup>st</sup> May, on such day as the Council determines.
- 12.3 The Annual General Meeting shall be specified as such in the notice convening it, and notice thereof shall be forwarded to the Secretary of each affiliated club in each case at least 28 days prior to the date fixed for the Annual General Meeting.
- 12.4 The ordinary business of the Annual General Meeting shall be:-  
(a) to confirm the minutes of the last preceding Annual General Meeting and of any general meeting since that meeting;  
(b) to receive from the Council reports upon the transactions of the Association during the last preceding financial year;  
(c) to elect officers of the Association; and  
(d) to receive and consider the statement submitted by the Association in accordance with the Act.
- 12.5 The Annual General Meeting may transact special business of which notice is given in accordance with these rules.
- 12.6 The Annual General Meeting shall be in addition to any other general meetings that may be held in the same year.

All general meetings other than the Annual General Meeting shall be called Special General Meetings.

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### **13 CONVENING SPECIAL GENERAL MEETINGS**

- 13.1 The Council may, whenever it thinks fit, convene a Special General Meeting of the Association and, where, but for this sub-clause, more than 15 months would lapse between Annual General Meetings, shall convene a Special General Meeting before the expiration of that period.
- 13.2 The Council shall, on the requisition in writing of members representing not less than 10% of the total number of members, convene a Special General Meeting of the Association.
- 13.3 The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- 13.4 If the Council does not cause a Special General Meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a Special General Meeting to be held not later than three months after that date.
- 13.5 A Special General Meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Council and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

### **14 NOTICE OF MEETING**

- 14.1 The Secretary of the Association shall, at least 14 days before the date fixed for holding a Special General Meeting of the Association, cause to be sent to the Secretary of each affiliated Club for transmission to each member of the Association a notice stating the place, date, and time of meeting and the nature of the business to be transacted at the meeting.
- 14.2 Notice may be sent:-  
(a) by prepaid post to the address appearing in the Register of Members; or  
(b) if the member requests, by facsimile transmission or electronic transmission.
- 14.3 No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- 14.4 A Member intending to bring any business before a meeting may notify the Secretary of that business, in writing or by electronic transmission, who must then include that business in the notice calling the next general meeting.

### **15 PROCEEDINGS AT MEETINGS**

- 15.1 All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these rules as being the ordinary business of the Annual General Meeting shall be deemed to be special business.
- 15.2 All resolutions passed at any general meeting of the Association shall be conclusive and binding on all affiliated clubs and members, whether they shall have been present at such meeting or not.

#### **Quorum at General Meetings**

- 15.3 No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- 15.4 Fifteen (15) members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct of the business of a general meeting.
- 15.5 If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present:-  
(1) In the case of a meeting convened upon the request of members – the meeting must be dissolved;  
and  
(2) in any other case – the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.

- 15.6 If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than ten (10) shall be a quorum.

## **16 Presiding at General Meetings**

- 16.1 The President, or in his absence, the Vice-President, shall preside as Chairman at each general meeting of the Association.
- 16.2 If the President and the Vice-President is absent from a general meeting, the members present shall elect one of their number to preside as chairman at the meeting.

## **17 Adjournment of Meetings**

- 17.1 The Chairman of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 17.2 Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
- 17.3 Except as provided in Rule 17.1 and 17.2, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

## **18 Voting at General Meetings**

A question arising at a general meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favor of, or against, that resolution.

- 18.1 At the Annual General Meeting or any general meeting called in accordance with Rule 14.1, any member of the Association shall be entitled to one vote.
- 18.2 All votes shall be given personally or by proxy.
- 18.3 In the case of an equality of voting on a question, the Chairman is entitled to exercise a second or casting vote.

## **19 Poll at General Meetings**

- 19.1 If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at that meeting in such manner as the chairman may direct and the resolution of the poll shall be deemed to be the resolution of the meeting in question.
- 19.2 A poll that is demanded on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.
- 20 A member is not entitled to vote at any general meeting unless all moneys due and payable by him or his club to the Association have been paid, other than the amount of the capitation fee payable in respect of the current financial year.

## **21 Proxies**

- 21.1 Each member shall be entitled to appoint another member as his proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- 21.2 Notice appointing the proxy shall be in the form set out in Appendix 1.
- 21.3 Rule 21 applies to the Annual General Meeting and Special General Meetings.

## **22 COUNCIL.**

- 22.1 The affairs of the Association shall be managed by a Council constituted as provided in Rules 23 and 24
- 22.2 The Council:-
  - (a) shall control and manage the business affairs of the Association;
  - (b) may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by general meetings of the members of the Association;

## **23 Office Holders**

- 23.1 The Officers of the Association shall be:-
  - (a) a President,
  - (b) a Vice-President,
  - (c) an honorary Secretary,
  - (d) an honorary Treasurer
- 23.2 The provisions of Rule 27 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in Rule 23.1.
- 23.3 Each officer of the Association shall hold office until the Annual General Meeting next after the date of the election and is eligible for re-election except that the President shall hold office for a maximum of two consecutive years and the Secretary for five consecutive years.
- 23.4 In the event of a casual vacancy in any office referred to in Rule 23.1, the Council may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of his appointment.

## **24 Officers and Delegates**

- 24.1 Each Club of the Association shall be represented on the Council by two persons, who may be officers or delegates. Should a Club delegate be also an Officer that delegate will be entitled to vote.
- 24.2 Subject the Act, the Council shall consist of:-
  - (a) the officers of the Association;
  - (b) the number of delegates to comply with Rule 24.1.
- 24.3 Each Delegate of the council shall, subject to these rules, hold office until the Annual General Meeting next after the date of his election but is eligible for re-election or appointment.
- 24.4 In the event of a casual vacancy occurring in the office of a member of the Council, the Council will request the club affected by the vacancy to appoint a replacement member. The member so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of his appointment.



## **25 SUB-COMMITTEES**

- 25.1 The Council may appoint sub-committees consisting of members of the Association and may recall or revoke any such delegation or appointment. The duties of any sub-committee so appointed shall be, within the terms of relevance of the appointment of the sub-committee, to adhere to the instructions of the Council and where required to formulate recommendations to Council for consideration and / or approval.
- 25.2 The President and Secretary shall be ex-officio members of each sub-committee, but the President at all times shall have a casting vote.
- 25.3 A quorum for sub-committee meetings shall comprise 50% of its voting members.

## **26 STANDING SUB-COMMITTEES**

- 26.1 Shall be determined by the Council when required

## **27 ELECTION OF OFFICERS AND VACANCY**

- 27.1 Nominations of candidates for election as Officers of the Association:-
- (a) shall be made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - (b) shall be delivered to the Secretary of the Association not less than 28 days before the date fixed for the holding of the Annual General Meeting.
- 27.2 Only one nomination from each club shall proceed to the ballot for each of these positions.
- 27.3 If insufficient nominations are received to fill all vacancies on the Association, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- 27.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected .
- 27.5 If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- 27.6 A nomination of a candidate for election under this clause is not valid if that candidate had been elected to another office at the same election.
- 27.7 The ballot for the election of Officers of the Association shall be conducted at the Annual General Meeting by vote taken by secret ballot.
- 27.8 Proxy votes shall be signed personally by the member and placed in a sealed envelope, which must be delivered to the Secretary at least 24 hours before the election. The envelopes shall be opened by the scrutinizers when the ballot is counted.
- 27.9 The officers of the Association shall be installed into office immediately following the completion of the election.

## **28 VACANCIES**

For the purposes of these rules, the office of an officer of the Association or of a delegate of the Council becomes vacant if the officer or delegate-

- (a) ceases to be a member of the Association;
- (b) becomes insolvent under administration within the meaning of the Companies (Victoria) Code; or
- (c) resigns his office by notice in writing given to the Secretary.

## **29 MEETINGS OF COUNCIL**

- 29.1 The Council shall meet at least once each month (excepting when the Association is in recess) at such place and such times as the Council may determine.
- 29.2 Special meetings of the Council may be convened by the President or by any four members of the Council.

## **Notice of Meetings**

- 29.3 Verbal or written notice of each Council meeting shall be served on each member of the Council by delivering it to him at a reasonable time before the meeting or by sending it by pre-paid post addressed to him at his usual address or if the member requests, by facsimile or electronic transmission, at least two business days before the date of the meeting.
- 29.4 Notice shall be given to members of the Council of any Special Meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
- 29.5 Each member of the Council shall be notified of any change to the date and time of any regular meeting of Council and all Special Meetings at least two days before the date of the meeting.

## **Quorum for Council Meetings**

- 29.6 50% of the *Club delegate* members of the council constitute a quorum for the transaction of the business of a meeting of the Council.
- 29.7 No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.

## **Presiding at Council Meetings**

- 29.8 At meetings of Council
- (a) the President or in his absence the Vice-President shall preside; or
- (b) if the President and the Vice-President is absent, such one of the remaining members of the Council as may be chosen by the members present shall preside.

## **Voting at Council Meetings**

- 29.9.1 Questions arising at a meeting of the Council or of any Sub-Committee appointed by the Council shall be determined on a show of hands *by the Club delegates* or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.
- 29.10 Each *Club delegate* present at a meeting of the Council or of any Sub-Committee appointed by the Council (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 29.11 Subject to Rule 29.6 the Council may act notwithstanding any vacancy on the Council.
- 29.12 A *Club delegate* unable to attend a Council meeting is entitled to appoint another member from the same club as his proxy and the Secretary shall be advised before the commencement of the meeting.

## **30 THE PRESIDENT**

- 30.1 The President, or in his absence a member as prescribed in Rules 16 or 29.8, shall preside at all meetings, regulate and keep order in all proceedings, and carry into effect the rules and by-laws of the Association.
- 30.2 The President shall see that all resolutions of General, Special, Council and Sub-Committees meetings are carried into effect.

### **31 THE SECRETARY**

The Secretary of the Association shall: -

- 31.1 keep minutes of the resolutions and proceedings of each general meeting and each Council meeting in books provided for that purpose together with a record of the names of persons present at Council meetings;
- 31.2 be the *Public Officer* of the Association;
- 31.3 if possible, attend all meetings of the Council, Sub-Committees, and Annual and Special General meetings of the Association;
- 31.4 conduct all correspondence in connection with the general business of the Association;
- 31.5 prepare for submission to the Annual General Meeting of the Association the report of the Council on the activities of the Association during the year;
- 31.6 keep a register of members in accordance with Rule 8 hereof;
- 31.7 in any other aspect carry out those duties usually associated with the office of Secretary and as required by these rules;
- 31.8 except as otherwise provided in these rules have custody and control of all books and documents of the Association which shall be available for inspection by the members of the Association by such members who have first given reasonable notice to the Secretary.

### **32 THE TREASURER**

The Treasurer of the Association shall:-

- 32.1 collect and receive all moneys due to the Association, and within a reasonable time deposit or arrange for the deposit of such moneys with the Association's bankers;
- 32.2 make all payments authorized by the Association;
- 32.3 keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association;
- 32.4 prepare and submit audited financial statements to each Annual General Meeting;
- 32.5 produce a statement of the cash transactions and of the financial position of the Association, including the bank balance, at each ordinary meeting of the Council;
- 32.6 make accounts and books referred to in Rule 32.3 available for inspection by members who have given reasonable notice to the Treasurer,
- 32.7 have custody of the financial books and securities of the Association.

### **33 REMOVAL OF MEMBER OF COUNCIL**

- 33.1 The Association in general meeting may by resolution remove any member of the Council before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first- mentioned member,
- 33.3 where the member to whom the proposed resolution referred to in Rule 33.1 makes representation in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that they be notified to the members of the Association, the Secretary or the President may send a copy of the representations to each club in the Association or, if they are not so sent, the member may require that they be read out at the meeting.

## **34 BANKING ACCOUNT AND CHEQUES**

- 34.1 The banking account of the Association shall be kept with such bank as shall from time to time be appointed by the Council and all moneys banked therein,
- 34.2 all cheques drawn on the account shall be signed by two of the following officers, viz., the President, the Honorary Treasurer, the Honorary Secretary, provided that should any of the officers be absent through illness or other cause and a substitute or acting appointment be made by the Council then such person acting in the place of any one of the officers mentioned shall be empowered to sign cheques on the Association's bank account in like manner.

## **35 SEAL**

- 35.1 The Common Seal of the Association shall be kept in the custody of the Secretary.
- 35.2 The Common Seal shall not be affixed to any instrument except by the Authority of the Council and the affixing of the Common Seal shall be attested by the signatures of two members of the Council .

## **36 LAWS AND BY-LAWS**

- 36.1 The laws of the game of Croquet adopted by the Victorian Croquet Association shall be the Laws of the Association.
- 36.2 The Council shall from time to time, have power to make, alter or repeal any by-laws as it deems necessary for the proper conduct of the Association.
- 36.3 In the event of any doubt or difficulty arising as to the meaning of any by-law, or should any question arise as to the meaning of any by-law, or should any question arise as to its interpretation, the Council shall have power to pronounce a decision thereon, and its decision shall be final and binding on the members subject only to affirmation or reversal by a Special General Meeting called for that purpose.

## **37 ALTERATION TO RULES**

- 37.1 No new rules shall be made nor any existing rule altered or repealed except:-  
(a) in accordance with the Act;  
(b) by special resolution at an Annual General Meeting or at a Special General Meeting called for that purpose.
- 37.2 A proposal to alter the rules shall be lodged with the Secretary at least 21 days before the date fixed for holding a Special General Meeting of the Association and 35 days before the Annual General Meeting.
- 37.3 Such alteration to the rules shall be made only with concurrence of three quarters of the votes cast.

## **38 SERVICE OF NOTICE**

- 38.1 Where by the Rules, notice is required to be given to the members in general there shall be sufficient compliance with these Rules if such notice is given by placing same on the notice board in the premises of each affiliated club.
- 38.2 A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post to the member at his address shown in the register of members.
- 38.3 Where a document is properly addressed prepaid and posted to a person as a letter, or if requested by the member, sent by facsimile transmission or electronic transmission, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

**39 WINDING UP OR CANCELLATION**

- 39.1 The Association may be dissolved or wound up at a Special General Meeting of the members called for that purpose, if a special resolution to that effect is passed in accordance with the Act.
- 39.2 In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association shall be disposed of in accordance with the provisions of the Act.
- 39.3 In the event of the Association being wound up, whether voluntarily or otherwise, the net proceeds of the sale and realization of the Association's property and assets, after payment of all debts and liabilities of the Association and all costs, charges, and expenses properly payable in connection with such sale and realization of the Association's property and of the winding up of the Association, shall be divided between such croquet associations and / or croquet clubs as the Council in their absolute discretion may decide. No member shall be entitled to share in or receive any benefit from such net proceeds in the event of the Association being wound up.

**40 CUSTODY OF RECORDS**

Except as otherwise provided in these Rules, the Secretary shall keep in his custody or under his control, all books, documents and securities of the Association.

**41 FUNDS**

The funds of the Association shall be derived from capitation fees, levies, donations and such other sources as the Council determines.

September/November 2013

# Appendix 1

## Form for Appointment of Proxy

I .....

of .....

.....

being a member of: - **The Geelong Croquet Association Incorporated**

hereby appoint .....

being a member of that Incorporated Association, as my proxy to vote for me on my behalf at the General Meeting of the Association (Annual General Meeting or Special General Meeting as the case may be) to be held on the .....day of ..... and at any adjournment of that Meeting.

My proxy is authorized to vote **in favor / against** (delete as appropriate) the resolution (insert details)

Signed .....

The .....day of ..... 200.....

**GEELONG CROQUET ASSOCIATION INC.  
NOMINATION FORM FOR OFFICE BEARERS**

We hereby nominate \_\_\_\_\_  
For the Office of \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Proposer  
\_\_\_\_\_  
\_\_\_\_\_  
Secunder  
I consent to the above nomination \_\_\_\_\_  
Date \_\_\_\_\_

**GEELONG CROQUET ASSOCIATION INC.  
NOMINATION FORM FOR OFFICE BEARERS**

We hereby nominate \_\_\_\_\_  
For the Office of \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Proposer  
\_\_\_\_\_  
\_\_\_\_\_  
Secunder  
I consent to the above nomination \_\_\_\_\_  
Date \_\_\_\_\_

**GEELONG CROQUET ASSOCIATION INC.  
NOMINATION FORM FOR OFFICE BEARERS**

We hereby nominate \_\_\_\_\_  
For the Office of \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Proposer  
\_\_\_\_\_  
\_\_\_\_\_  
Secunder  
I consent to the above nomination \_\_\_\_\_  
Date \_\_\_\_\_