



Shire Of Denmark	
ORC. 78	
ICR 121015676	
30 OCT 2012	
Dir:	
COUNCILLORS	
CEO	<input checked="" type="checkbox"/>
DIR of FINANCE.	
DIR of PLANNING	
DIR of INFRASTRUCTURE	
DIR of COMMUNITY	
OTHER	

A JOINT PROJECT OF:
Denmark Bowling Club Inc
Denmark Dragon Boat Club Inc
Denmark Classic Boat Assoc. Inc
Denmark Canoe & Kayak Club

CEO
Shire of Denmark
953 South Coast Highway
DENMARK
WA 6333

26 October 2012

DENMARK RIVERSIDE CLUBS PROJECT

Dear Sir

The Denmark Riverside Project has been reviewed in light of Council Resolution 100912. We wish to reaffirm the commitment of all the clubs involved to the project while seeking to clarify aspects of Council's support.

Council Resolution 100912

Our broad understanding of the proceedings leading up to this resolution is that although the majority of Councillors were supportive of the Riverside project they were concerned about increases in project costs and unwilling to commit to funding the 34% of project costs (\$773,833) without having fully considered the Councils Long Term Financial Plan which had not been presented at that time.

While acknowledging this rationale, we are concerned that the rejection of the resolution may have cast doubt over Councils support for other aspects of the project previously confirmed in Council Resolutions 200311 and 061211. We would therefore request that Council confirm its support for the project as detailed in these resolutions.

Project Cost Increases

The requested contribution by Council in CR 100912 was \$773,833, an increase of \$240,833 over the \$533,000 agreed in CR 061211.

\$110,000 of this increase occurred because we included the cost of relocating the existing clubhouse to the historic precinct. This had never previously been included in project costs as Council wished to retain the building rather than have it demolished. Our inclusion in the CSRFF bid was at request of Council officers, designed to seek grant funding to offset against that cost.

6 November 2012 - Attachment 4.4.1

Cost increases attributed to the project were therefore \$130,833 and represented the impact of more detailed planning and cost estimates plus provisions for price increases through to project start.

We do understand Councillors concerns over project estimates and give our assurances to always look for cost effective building solutions. So that we can realistically review our options we request Council's guidance regarding:

- Continued commitment to relocating the existing clubhouse rather than demolishing it. Potentially the latter approach could save Council \$110,000.
- Whether Council wishes to cap its contribution to the Riverside Project either in absolute terms or in specific years.

Other Requirements

Discussion leading to Council Resolution 100912 and subsequent clarification sought from individual councillors has highlighted the following actions that need to be taken by the Riverside Project:

Constitution of Riverside.

We stress that the Riverside Project is not a mask for the Denmark Bowling Club. Certainly as the most financial club the bowling club is providing the majority capital and the model for business practice. However, all clubs recognise the mutual benefits of merging to ensure longer term sustainability. Riverside provides a vehicle for the smaller clubs to become viable in a much shorter time, building on the facilities and experience of the Bowling Club.

Denmark Riverside Club Inc has now been incorporated and member clubs are actively working towards merging. A copy of the Denmark Riverside Club Inc. constitution is attached to this submission. We have intentionally framed the constitution so no club has a controlling interest

Community Consultation.

It was suggested that Riverside had not demonstrated community consultation or support. We deny this. The project has regularly provided press articles, distributed an information brochure throughout the community, letter dropped local residents and held a public meeting. We have received no adverse comments from the community and received letters of support from many Denmark clubs/organisations.

This process will continue into the future, however, we note that the Council is currently preparing its next community survey and we have contacted the Director of Finance & Administration to include an appropriate question about Riverside.

Indigenous and Heritage Issues

Contrary to comments made by some Counsellors, we have made considerable efforts to consult the appropriate bodies regarding indigenous and heritage aspects of our project.

We have made formal and informal approaches to DIA and SWL&SC and have provided project briefings to each body, the most recent to the Wagyl Kaip and Southern Noongar Working Party on 10 Oct 12.

We have also given a project briefing to the Denmark Historic Society and received a letter of support from them.

Gregg Harwood has suggested we refer the project to Council's Planning and Sustainability team to assess indigenous and built heritage issues and we have accepted his offer to contact Annette Harbron in this regard on our behalf.

Regional Development Australia (RDA) Funding

We have been advised by Simon Lyas, Executive Officer, Regional Development Australia Great Southern that rounds 3 & 4 funding have been announced and expressions of interest (EOI) must be submitted by 6 Dec 12. Riverside Project has been accepted on the RDA's projects register for the Great Southern Region and we are keen to submit a funding application for stage 1 of our project. This can only be achieved if Council agrees to act as sponsor because the club does not meet the required annual turnover to act alone.

We therefore seek agreement that Council act as a sponsor for a Riverside application to RDA fund bid for 2013/14 funding to progress stage 1 related work subject to the application and associated information being substantially prepared by the Clubs.

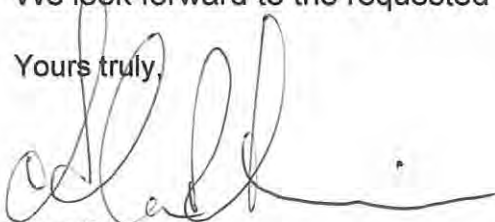
The deadline of 6 Dec 12 requires that Council approve the submission of an EOI in November, probably without seeing the completed proposal. However since RDA provide 50% funding, Council's contribution would be 25% of total project costs estimated in our recent CRSFF bid at \$2,211,500, or \$552,875. This contribution would be split over two years, although the amount in each year is still being finalised.

Conclusion

This project combines several clubs into a riverside precinct which enhances the recreational and leisure amenity of Denmark. It adheres to Councils policies for development of sporting facilities and the strategic boating plan, is feasible and will be self sustaining once established.

We look forward to the requested support being approved.

Yours truly,



Alan Davis
Chairman
Riverside Clubs Project

This is the annexure of 15 pages marked A and referred to in the Form No 1 signed by me and dated

Signature:..... Date: 5 August 2012

RULES of ASSOCIATION

- 1. The name of The Club shall be the Denmark Riverside Club Inc.**
- 2. Objects:**
 - (a) The principal object is to establish, maintain and conduct a club devoted to various sporting, cultural and community pursuits and any other lawful purpose of providing benefits and enjoyment for the members of the club.
 - (b) To borrow, raise or secure the payment of money for the purpose of The Club in such manner as the members think fit.
 - (c) To maintain a club licence under the current Liquor Licensing Act and its amendments.
 - (d) To provide and maintain a clubhouse and sporting amenities for the use of the members.
 - (e) The property and income of the club shall be applied solely towards the promotion of the objects of the club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

3. Definitions

In reading this Constitution, unless the context or such otherwise indicates or requires:

- (a) "The Club" means the Denmark Riverside Club Inc.
- (b) "The Club Premises" means all land, building and structures thereon of which The Club is the bona fide occupier.
- (c) "The Committee" means the Managing Committee for The Club, duly elected for the time being in accordance with these Rules.

- (d) "Annual Meeting" means an Annual General meeting.
- (e) "Special General Meeting" means a General Meeting as defined below, called in accordance with Rule 11 hereunder, at which only business that has been described in the notice may be transacted.
- (f) "General Meeting" means the General meeting of The Club whether Annual or Special.
- (g) "Month" means a calendar month.
- (h) "Financial year" means from the first of July each year, until the following 30th of June.
- (i) "The Liquor Act" means the Liquor Licensing Act 1988, its amendments and any other legislation that may come into force to replace or supplement this Act, and shall form part of these Rules.
- (j) "The Associations Act" refers to the Associations Incorporation Act 1987.
- (k) "The By-Laws" means the codes of rules made and adopted in accordance with Rule 16 .

(Words importing the masculine gender shall include the feminine gender and words importing the singular shall include the plural)

4. Membership

The Club shall keep an up to date register of members. This register must be continually available for inspection at the club premises.

Membership of The Club shall consist of the following:

- (a) Ordinary Member – Persons over 18 years of age.
- (b) Life Member – the members may elect persons who have rendered meritorious service to The Club as Life Members
Temporary Member – a person who is a member or an official of, or a person assisting, a team that is to contest a pre-arranged sport on that day, or who, at the invitation of a member, is to engage in that sport on that day.
- (c) Junior Member – a person under the age of 18 years may make application to the club as a Junior Member, and if accepted, shall pay the prescribed subscription. Persons granted this category of membership, will require a sporting affiliation, but shall have no voice in the management of the club and shall not be entitled to hold any office or vote at any meeting of the club.

Junior members may not propose or second any application for membership of the club or sign in guests to the club.

Any Junior Member who on attaining the age of 18 years wishes to remain a member of the club, shall be granted the appropriate club membership and shall pay the full subscription as set down from time to time.

- (d) Provisional Member –
 - (i) A visitor who is a full financial member of any other Licensed Club located more than 15 klms from our facility and is duly affiliated with Clubs WA or Clubs Australia and New Zealand.
 - (ii) a person who for age, ill health or infirmity or distance from The Club has retired from active participation but desires to retain an association with The Club.
- (e) Honorary Member – Honorary Membership may be granted to Club Patrons, Sponsors, Selected Government Officers and other such persons as the committee may decide from time to time.
- (f) Social member – a person who wishes to enjoy the social facilities of the club without engaging in sporting activities. social members must be registered annually with The Club and pay an annual subscription as determined by the Committee, and shall not be entitled to hold any office or vote at any meeting of the club.

Only Ordinary Members and Life Members shall be eligible to hold office or to vote.

5. Application to Become a Member

- (a) Ordinary Member – Any person desiring to become such a member of The Club shall sign an application form provided and such form must bear the signatures of two Members of The Club who are entitled to vote, as a proposer and seconder. When the Secretary receives the application form, it shall then be placed on the notice board in The Club premises for a period of not less than 7 days before election, provided also that an interval of not less than two weeks shall elapse between nomination and election. The applicant will then be accepted or denied membership.
- (b) No person shall be entitled to exercise any of the privileges of a member until he or she has paid all subscriptions due.
- (c) The Committee shall have the right to refuse to admit any person to membership without assigning any reason for doing so.

- (d) On the election of candidates, the Secretary shall notify the same to them, and they shall on payment of their subscription be enrolled as members of The Club, and become entitled to the privileges and be bound by its rules and by all consequences resulting from breach or non-performance thereof, and shall thereby absolve every person concerned in carrying out enforcing such rules from all personal responsibility or legal liability on such account.
- (e) Life Member – An Ordinary Member may propose another member for Life Membership. Proposals shall be made to the Committee in writing and supported by reasons. A General Meeting may, upon a 75% majority vote, confer Life Membership on a member who has rendered special and outstanding services to The Club. The holder of a Life Membership shall be entitled to all privileges of an ordinary member, shall be exempt from subscriptions but shall pay any levies and capitation fees.

6. Members' Rights

- (a) The rights and privileges of members shall be personal and shall not be in any manner transferable by their own act or through any other person on their behalf or by operation of law, and on any member ceasing (by death or otherwise) to be a member all his or her interest shall go to their estate.
- (b) The Committee or approved staff may revoke the membership of any honorary, temporary or provisional member at any time without notice.
- (c) Honorary, Provisional or Temporary Members shall not be entitled to vote or be present at any meeting of the members of The Club, nor have any right, title or interest in or to any of the property of The Club, nor propose or second any candidate for admission as a member.
- (d) Employees – Members who are employees of the club are entitled to all the rights and privileges of membership excluding those rights concerned with the selection, election and holding of office with the club. Guests – Ordinary, Social and Life Members are entitled to:
 - (i) invite guests to the club, the number of guests not to exceed the maximum number as specified in Section 48(4)(b) of the Liquor Licensing Act 1988.
 - (ii) hold private family and business functions on Club premises without limit to the number of guests, providing that the sale of liquor shall be:

- (a) ancillary to a meal supplied at the club by or on behalf of the club to a member and to each of the guests of that member being guests of whose attendance was given prior notice to the club.
 - (b) to a member, for consumption by the guests of that member at a function held by or on behalf of that member at the club.
- (e) Functions – Ordinary, Social and Life Members are entitled to host functions on The Club premises after written application for said function has been considered and approved by the Committee. Such functions may not exclude any member from his or her rightful access to club premises. When an application for a function has been approved the Secretary shall furnish the applicant with a written copy of Club rules relating to functions, and any additional conditions and restrictions the Committee shall see fit to impose.

7. Subscriptions

- (a) The entrance fee and annual subscription of The Club shall be set by majority vote of the Committee prior to the commencement of the financial year. Notice of the fees and subscriptions shall be notified to the members, via the club notice board.
- (b) All subscriptions are due from the first day of July in each year and are payable in advance, on or before the date of the Annual General Meeting provided that the Committee shall not declare a member un financial if at least half of the subscription is paid by the date of the AGM in the year current, and the balance by the 30th of September in the year current.

8. New Members

Subscriptions must be paid within two weeks of election and shall be paid in accordance with a pro rata fee policy determined by the management committee.

9. Liability For Subscription

- (a) The Committee shall have the power by resolution to remove from the roll of members the name of any new member who fails to pay his/her subscription within two weeks from the date of his election.
- (b) Any member whose subscription is in arrears after 30th September in each year shall cease to be a member, unless the Committee

upon receiving an explanation in writing from that member shall otherwise decide.

10. General Meetings

The Annual General Meeting of members shall be held every calendar year within four months after the end of the financial year. Notice of the meeting and agenda items including special notices of motion must be posted on the club notice board for 14 days before the date of the meeting. At this meeting

- (a) the President shall present a report on behalf of the Committee,
- (b) the Treasurer shall present the club's statement of accounts and balance sheet for the past year, duly audited,
- (c) other business may be transacted in accordance with these rules.

Twenty five full financial members shall constitute a quorum at a General Meeting or Special General Meeting. The Chairman of the meeting shall be the Club President or, in his or her absence, the Vice President. In the absence of both the President and Vice President a person nominated and elected by the members present shall chair the meeting.

In the case of insufficient members being present to form a quorum after 30 minutes following the advertised start time for an Annual General Meeting, the meeting will be automatically adjourned to re-convene at the same time seven days later and shall proceed with or without a quorum.

The order of business at the Annual Meeting shall be as follows:

- (a) Reading notice of meeting.
- (b) Reading, confirming or amending the minutes of the last Annual Meeting and any other General Meeting not yet confirmed
- (c) Presentation, discussion and adoption or otherwise of President's Report,
- (d) Presentation and reception or otherwise of Statement of accounts and Balance Sheet.
- (e) Election of Management Committee.
- (f) Election of Club Auditor.
- (g) Special Business of which Notice of Motion has been given.
- (h) Other Business.

11. Special General Meetings

The Committee may at any time call a Special General Meeting by giving adequate notice on The Club notice board. A Special General Meeting shall also be called by the Committee on a requisition signed by no less than fifteen

members stating in detail the purpose of the meeting. Notice of the meeting and a copy of the requisition shall be posted in the building for at least seven days before the date of the said meeting. Only business, of which notice shall have been given as above, or in accordance with these rules, shall be transacted at a Special General Meeting. Twenty shall form a quorum. In the case of insufficient members to form a quorum being present after 30 minutes following the advertised start time the meeting shall lapse.

12. General Provision

- (a) These rules shall be the rules of The Club and shall be binding on members.
- (b) No member shall be entitled to take any legal action against The Club (other than a claim for goods sold and delivered and services rendered) and must conform to the decisions of the Committee and in the case of an appeal, to the decision of the General meeting to which he/she may appeal.
- (c) Correct accounts and books shall be kept showing the financial affairs of The Club and the particulars usually shown in books of accounts of a like nature.
- (d) The clubhouse and other club facilities is to be provided and maintained from the joint funds of The Club and no person shall be entitled under these rules to derive any benefit or advantage from The Club which is not shared equally by every member thereof.

13. Election of Office Bearers

- (a) The management of the club shall be vested in a Committee consisting of 9 persons elected for a one year term, with all of the committee being elected each year.
- (b) The annual election of officers shall be by ballot at each Annual General Meeting in the presence of the returning officer and two scrutineers elected by the members present at such meeting. Members unable to attend the meeting may lodge a vote on the approved ballot paper with the secretary prior to the meeting, having also recorded and signed an apology for the meeting on an outer sealed envelope that contains the sealed ballot paper.

- (c) Nominations for positions on the Committee must be in writing signed by the proposer and nominee and must be received by the Secretary not less than seven days before the Annual General Meeting. The nominations shall be exhibited on the notice board at least three days prior to the said meeting.
- (d) If no more than the required number of officers are nominated, those so nominated shall be declared elected.
- (e) If there are insufficient nominations to fill all the vacant positions,, those nominated shall be declared elected and shall have power to fill the vacancies and any casual vacancies that may occur.

14. Procedures at General Meeting

- (a) The Chairperson shall have both a deliberative and the casting vote and shall decide all questions of order unless otherwise provided by these rules.
- (b) All Notices of Motion for consideration at the Annual Meeting must be handed to the Secretary in writing no less than 14 days prior to the date set for the meeting and posted on the notice board in the club pavilion for 7 days before the meeting.

15. The Management Committee

- a. The management committee shall comprise the following positions:
 - (i) President
 - (ii) Vice President
 - (iii) Secretary
 - (iv) Treasurer
 - (v) Chair, Facilities Committee
 - (vi) Four general members
- (b) The Executive positions on the committee shall be President, Vice President, Secretary, Treasurer and any other as determined by the full committee, [and shall be elected at the first meeting of the elected management committee.

The Manager of The Club may attend all Committee meetings to give his or her report and then leave at the discretion of the Committee.

- (c) The quorum at all Committee meetings shall be 5 members.

- (d) Committee meetings shall be held monthly. Special meetings may be called by the President, Secretary or on the request of three members of the Committee.
- (e) If a committee member is absent without satisfactory explanation from three consecutive meetings, his or her membership of the committee shall be terminated forthwith unless the Committee resolves otherwise.
- (f) No member of the Committee shall be held to have resigned his or her seat until his or her written resignation has been accepted by the Committee.
- (g) Any vacancy occurring in the Committee shall be filled at a meeting of the Committee when a member shall be elected to fill such a vacancy until the next election provided the member elected at such Committee meeting shall hold office in the place of, and upon the same terms and conditions as his or her predecessor, had the latter continued in the office.
- (h) The President or Vice-President shall preside at all meetings of the Committee of The Club. Should neither be present, the meeting shall elect a Chairperson. All resolutions of the Committee shall be decided by a majority vote of all those present. In the case of equality of votes, the proposal before the Committee shall be decided in the negative.

The President or, in his or her absence, the acting President shall be authorised to speak on behalf of The Club.

16. Powers of the Committee

The business of The Club shall be managed by the Committee, who may exercise all powers of the club except those required to be exercised by The Club at a General Meeting.

Without prejudice to the powers conferred by the last preceding rule, the Committee shall, subject to the by-laws, have power to do the following things:

- (a) To purchase or otherwise acquire any books, newsletters or periodicals and dispose of them as it may see fit.
- (b) To determine the conditions on which and times when, members may use the premises and property of The Club or any part or parts thereof,

- (c) To determine what persons (if any) not being members of The Club shall be permitted to use the premises of The Club or any part or parts thereof and during what time and under what conditions and when and at what times and places and under what conditions such persons shall be supplied with refreshments and accommodation.
- (d) To appoint any other officials or employees of The Club and to remove them as occasion may require and to define their respective duties. Persons appointed to a paid position, such as the Club Manager, shall be engaged under a contract, award or Registered Workplace Agreement.
- (e) To delegate (subject to such conditions as it thinks fit) any of its powers to sub committees consisting of such members of The Club co-opted for the purpose as it may determine, and to make regulations as to the proceedings of such sub committees.
- (f) To regulate and control its own meetings and the transaction of business thereat.
- (g) To pay any servant of The Club any gratuity for faithful and diligent service as deemed fit.
- (h) In accordance with the rules to suspend or expel any member.
- (i) To enter into or accept any lease or tenancy of the premises whereon The Club shall conduct its affairs or of any furniture, goods and effects, which may be required for the use of The Club on such terms and on such conditions as The Club may deem expedient.
- (j) To take and defend all legal proceedings by or on behalf of the club and to appoint all necessary Attorneys for any such purpose.
- (k) To borrow, raise or secure the payment of money, and to sell and dispose of the assets of The Club
- (l) To make, alter and repeal by-laws, and to regulate the use and management of The Club premises, the admission of members and the conduct of The Club and its affairs generally.
- (m) To do and perform any other act, matters and things in connection with or relative to the management of The Club as shall not by these rules require to be done by The Club in General Meetings.
- (n) To appoint such number of delegates to sporting bodies and associations with which The Club may from time to time be

affiliated as may be required by the rules thereof and such delegates shall hold office in accordance with the rules of such sporting bodies and associations respectively.

- (o) Every member of the Committee shall be indemnified against any loss, expenses or liability incurred by reason of any act or deed performed by him/her in good faith on behalf of the Committee and the Committee may use the funds of The Club for any such purpose required, together with any reasonable expenses incidental to Committee activities.
- (p) A member of the Committee who has any direct or indirect pecuniary interest in any matter under contemplation by the Committee, shall, as soon as he/she becomes aware of his/her interest, disclose the nature and extent of such interest to the Committee and shall not take part in any deliberations or decision of the Committee with respect to that matter.

17. Secretary

The Secretary shall:

- (a) conduct the affairs of The Club under the directions of the Committee, and to have custody of all the books, documents, records and registers of The Club other than those, required by these rules, to be kept by the Treasurer.
- (b) keep full and accurate minutes of the proceedings of all meetings of members as well as meetings of the Committee which shall be produced to the Committee at every meeting thereof.
- (c) comply with section 27 of the Act by keeping and maintaining , in an up to date condition, a register of the members of The Club and their postal or residential addresses and upon request from a member of The Club, shall make the register available for inspection of the member. The member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.
- (d) At any reasonable time, and at no charge, make available to any member the books, documents or records of the Club.
- (e) All payments shall be made by cheque, or by electronic funds transfer, on the authority of the Management Committee and in accordance with procedures approved by the Management Committee from time to time for that purpose.

- (f) Every notice directed to be exhibited in The Club premises shall be exhibited on the Club's notice board and may also, at the discretion of the Committee, be included on the Club's website or other electronic media or circulated by post to members.

18 Treasurer

The Treasurer shall:

- (a) be responsible for the receipt of all moneys paid to or received by, or by him or her on behalf of, The Club and must issue receipts for those moneys in the name of The Club;
- (b) pay all moneys referred to in paragraph (a) into such account or accounts of The Club as the Committee may from time to time direct;
- (c) make payments from the funds of The Club with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by himself or herself and at least one other authorised Committee member, or by any two others as are authorised by the Committee;
- (d) comply on behalf of The Club with sections 25 and 26 of the Act with respect to the accounting records of The Club by-
 - (i.) keeping such accounting records as correctly record and explain the financial transactions and financial position of The Club;
 - (ii.) keeping its accounting records in such manner as will enable true and fair accounts of The Club to be prepared from time to time;
 - (iii.) keeping its accounting records in such manner as will enable true and fair accounts of The Club to be conveniently and properly audited; and
 - (iv.) submitting to members at each annual general meeting of The Club accounts of The Club showing the financial position of The Club at the end of the immediately preceding financial year.
- (e) whenever directed to do so by the Chairperson, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
- (f) unless the members resolve otherwise at a general meeting, have custody of all securities, books and documents of a financial nature and

accounting records of The Club, including those referred to in paragraphs (e) and (f); and

(g) perform such other duties as are imposed by these rules on the Treasurer.

19. Sub-Committees

The Committee may delegate any of its powers to Sub-Committees consisting of such Ordinary Members as it thinks fit, provided that no act of any Sub-Committee shall be binding on the Committee or Club until ratified by the Committee. All such Sub-Committees shall report to and be responsible to the Committee.

20. Auditors

There shall be an Auditor, who shall not be a member of the Committee, and who shall be elected at the Annual General Meeting. The Auditor shall audit the accounts and have power at any time to call for all books, papers, accounts, etc. relating to the affairs of The Club. The Auditor shall be entitled to receive such remuneration as the Committee may from time to time determine. The Auditor need not be a member of The Club.

If any casual vacancy occurs in the office of any Auditor appointed by The Club, the Committee shall appoint an auditor to fill the vacancy until the next Annual General Meeting.

21 Alteration and Repeal of Rules

- (a) The creation of new rules and the alteration, amendment, suspension or repeal of any existing rule, may be done only at a General Meeting passed by special resolution which is passed by a 75% majority of members present and eligible to vote at the general meeting. Any such change will be notified to the Department of Commerce within one month of the passing of a special resolution to alter the rules.
- (b) Notice of motion to repeal, alter or suspend any rule or to create a new rule shall be given to the Secretary at least 21 days preceding the Annual or Special General Meeting at which the motion is to be presented. The Secretary shall exhibit the proposal on The Club notice board at least 14 days prior to such meeting.

- (c) Within 14 days after making of any amendment or addition to the rules of The Club, the Committee shall send or deliver to the Director of Liquor Licensing a certified copy of the amendment or alteration. In addition, the Department of Commerce must be advised of any amendment passed as a special resolution. No effect will be given to the amendments without the approval of the Commissioner.

22. Suspension or Expulsion of Members

The President, Committee or approved manager in receiving a complaint from the Approved Manager or Approved Bar Staff, of a members behaviour which is considered a serious breach of the liquor act or acceptable member behaviour or where police involvement is required, may suspend a member for a period of time until disciplinary action under clauses 21(c) & 21(d) can be taken.

- (a) The Committee is required to exempt any member of that Committee from hearing a charge in which he/she has an interest.
- (b) Who shall fail in the observance or commit any breach of any rule of The Club, or any by-law of The Club or of any order or direction of the Committee or of any General Meeting.
- (c) Who shall in the sole judgement of the Committee have been guilty in or out of The Club's premises of any act, conducted matter or thing calculated to bring discredit on The Club or its members, or to impair or affect the enjoyment of The Club by other members.

Any member charged with misconduct as above shall be furnished with a written copy of the charge and summoned before the Committee, who shall after hearing the accuser and accused and taking such evidence as they may consider proper, if they find the charge proved, inflict a penalty of suspension from all or any of the privileges of membership. If the Committee consider that on a charge of gross misconduct, suspension as above is insufficient, they may call on the member to resign, and if he/she neglects to resign within 10 days they may declare him/her to be expelled, but in any case the accused shall have the right of appeal to a Special General Meeting called for the purpose, whose decision shall be final as decided by the majority of the members present.

- (d) Any expelled member of The Club who may be aggrieved by his/her expulsion by the Committee is required to lodge with his/her appeal the sum of \$50 with the secretary to defray the cost of a special general meeting.

23. Supply of Liquor

The provisions of the Liquor Act shall be observed on all premises and in all activities of the Club.

The club shall appoint and maintain an Approved Manager for the purposes of observing liquor licensing requirements and regulations.

The club shall be open for sale of liquor during such hours as the Committee shall from time to time determine and as permitted under the Liquor Act.

24. Common Seal

The club shall have a common seal, which shall be kept by the Secretary and which shall not be affixed to any document except by the authority of the Committee and in the presence of one member of the Committee. Any document to which the seal is affixed shall be countersigned by the Secretary or an officer appointed by the management committee for that purpose.

25. Dissolution of the Club

If upon winding up or dissolution of the club there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members but shall be given or transferred:

- (a) To another club incorporated under the Act; or
- (b) For charitable purposes;

as shall be determined by resolution of the members when authorising and directing the Committee under section 33(3) of the Act to prepare a distribution plan of the surplus property of the club.