



## NORTH HAVEN BOWLING & RECREATION CLUB LIMITED

ABN 20 001 045 969

### NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 68<sup>th</sup> Annual General Meeting of  
**NORTH HAVEN BOWLING & RECREATION CLUB LIMITED**  
will be held on **Sunday, 8 October 2023**  
commencing at the hour of **10.00am** at the premises of the Club,  
1 Woodford Road, North Haven, New South Wales.

*Annual Reports are available  
for collection from the Club, or via  
download from  
[www.clubnorthhaven.com.au](http://www.clubnorthhaven.com.au)*

## BUSINESS

The business of the Annual General Meeting will be as follows:

1. Apologies.
2. To confirm the minutes of the previous Annual General Meeting.
3. To receive and consider the Chairman's report, Secretary Manager's report, directors' report, financial report and auditor's report. These reports are available on the Club's website [www.clubnorthhaven.com.au](http://www.clubnorthhaven.com.au) and are also available from the Club on request.
4. To consider and if thought fit pass the Special Resolutions contained in this Notice.
5. Information to Members on the Club's future development plan.
6. To declare the results of the election of directors required by the Club's Constitution and to conduct any further elections that may be necessary.
7. To deal with any other business that may be dealt with at the Annual General Meeting.

Life members, financial Bowling members, financial Non-Bowling members and financial Sporting members of the Club are entitled to attend at the Annual General Meeting.

If members have any questions in relation to the financial report then, to ensure the questions are answered at the Annual General Meeting, members are requested to provide written notice to the General Manager no later than **5.00pm on Friday, 6<sup>th</sup> October 2023**.

## ELECTION OF DIRECTORS

Notice is also given that if more nominations have been received than positions available, the election of directors required by the Club's Constitution will be conducted in the Paradise Room at the Club on the following days and at the following times:

- |               |   |
|---------------|---|
| 1. Saturday,  | 30 September 2023 – 12.00 noon to 1.00pm, 5.00pm to 6.00pm; |
| 2. Sunday,    | 1 October 2023– 12.00 noon to 1.00pm, 5.00pm 6.00pm;        |
| 3. Monday,    | 2 October 2023– 12.00 noon to 1.00pm, 5.00pm to 6.00pm;     |
| 4. Tuesday,   | 3 October 2023– 12.00 noon to 1.00pm                        |
| 5. Wednesday, | 4 October 2023– 12.00 noon to 1.00pm, 5.00pm to 6.00pm      |
| 6. Thursday,  | 5 October 2023– 12.00 noon to 2.00pm, 5.00pm to 7.00pm      |
| 7. Friday,    | 6 October 2023 – 11.30am – 12.30pm, 5.00pm to 6.30pm.       |

Life members, financial Bowling members, financial Non-Bowling members and financial Sporting members of the Club are entitled to attend and vote in the election of the directors. However, members will need to produce a current membership card before they will be issued with a ballot paper.

If you are unable to attend and vote at these times, you may apply in writing for a postal ballot. A postal ballot paper will be issued to you. A postal ballot paper must be returned and received by the Returning Officer (in the hands of the Returning Officer) by **6.00pm on Friday 6 October 2023**. Any postal ballot not received by that time will be invalid.

---

**SPECIAL RESOLUTIONS**

---

**FIRST SPECIAL RESOLUTION****[Corporations Act 2001 amendments]**

*That the Constitution of North Haven Bowling & Recreation Club Limited be amended by:*

- *Deleting Rule 24 in its entirety and inserting instead the following new Rule 24:*
  24. *Every person shall on becoming a Club Member furnish to the Secretary their contact details (including address, email address and telephone number) and shall notify the Secretary in writing of any subsequent change of contact details. The contact details held by the Club shall be deemed to be the member's contact details for the purpose of the issue of all notices.*
- *Deleting Rule 26(a) in its entirety and inserting instead the following new Rule 26(a):*
  - 26(a). *The register of Club and Life Members shall contain the full name, address and date on which the entry of the member's name in the register is made of each member.*
- *Inserting the following new Rules 65 to 68:*
  65. *The Board may cancel or postpone any general meeting prior to the date on which it is to be held, except where such cancellation or postponement would be contrary to the Act. The Board may give such notice of the cancellation or postponement as it thinks fit but any failure to give notice of the cancellation or postponement does not invalidate the cancellation or postponement or any resolution passed at a postponed meeting. This Rule will not operate in relation to a meeting called pursuant to a request or requisition of members under Rule 63).*
  66. *The Board may withdraw any resolution which has been proposed by the Board and which is to be considered at a general meeting, except where the withdrawal of such a resolution would be contrary to the Act.*
  67. *The Club may hold a general meeting (including Annual General Meeting) at two (2) or more venues using any technology that gives the members as a whole a reasonable opportunity to participate at the meeting.*
  68. *If permitted by the Act, the Club may hold virtual only general meetings or Annual General Meetings. The provisions of the Act shall apply to such meetings and to the extent of any inconsistencies between the Act and the Constitution, the provisions of the Act shall prevail.*
- *Deleting Rule 89 in its entirety and inserting instead the following new Rule 89:*
  89. *A notice may be given by the Club to any member either:*
    - (i) *personally; or*
    - (ii) *by sending it by post to the address of the member recorded for that member in the Register of Members kept pursuant to this Constitution;*
    - (iii) *by displaying a notice on the Club Notice Board;*
    - (iv) *by displaying a notice on the Club's website;*
    - (v) *by sending it by any electronic means; or*
    - (vi) *by notifying the member, either personally, by post, or electronically, that the notice is available and how the member can access the notice.*
- *Inserting the following new Rule 91 after Rule 90:*
  91. *If a member has not made a specific election on how to receive notices, they shall be deemed to have elected to receive notices by the Club publishing a copy of the notice on the noticeboard.*
- *by making such other consequential amendments necessary to give full effect to this Special Resolution including, without limitation, ensuring that the accuracy of all Rule numbers and cross referencing of Rules and paragraphs in the Constitution.*

**SECOND SPECIAL RESOLUTION****[Registered Clubs Act 1976 amendments]**

*That the Constitution of North Haven Bowling & Recreation Club Limited be amended by:*

- *Inserting in Rule 2 the following new definition:*

**"Quarter"** means a period of three (3) months ending on 31 March, 30 June, 30 September and 31 December.

- Deleting from Rule 2 the definition of “financial member” in its entirety and insert the following new definition:

**“financial member”** is a member who has:

- (a) renewed their membership by the relevant due date; and/or
- (b) paid all subscription money payable by the member to the Club by the due date for payment; and
- (c) paid all other money (other than a member’s subscription) owing by that member to the Club by the due date for payment.

A member will be an “unfinancial” member from the due date for payment until payment in full of the amount owing or until that person’s name is removed from the register of members in accordance with this Constitution, whichever occurs first.

- Deleting Rules 18 and 19 in their entirety and inserting instead the following new Rules 18 and 19:

18. **ADMISSION OF MEMBERS**

- (a) Every application for Club membership of the Club (which shall be a proposal for Club membership by the applicant) shall be in such form as the Board may prescribe and shall contain the following particulars:
  - (i) the full name of the applicant;
  - (ii) the residential address of the applicant;
  - (iii) the date of birth of the applicant;
  - (iv) a statement to the effect that the applicant agrees to be bound by the Constitution and By-laws of the Club;
  - (v) the signature of the applicant; and
  - (vi) such other particulars as may be prescribed by the Board from time to time.
- (b) Candidates for Club Membership of the Club shall be proposed by one Club Member (not being a Junior Member) or Life Member and seconded by another Club Member (not being a Junior Member) or Life Member of the Club. Such proposer and seconder shall have been a member for not less than twelve (12) months. The nomination form shall be in the form and contain such particulars as are from time to time determined by the Board but in any case shall set out the full name and address of the nominee and be signed by the proposer, seconder and nominee.
- (c) The application for Club Membership shall be accompanied by the amount of the entrance fee (if any) and subscription.
- (d) The application shall be lodged with the Secretary at which time:
  - (i) the applicant will be required to have their photograph taken for the purpose of the Club’s membership card which will be issued to the person as evidence that the person is a provisional member of the Club; and
  - (ii) the full name of each applicant for Club Membership shall be posted on the notice board and shall remain posted for at least seven (7) days prior to the date of the meeting of the Board at which the application is to be considered.
- (e) An interval of at least fourteen (14) days shall elapse between the date of application and the date of election of all candidates.
- (f) The election of Club Members shall be by the Board at a meeting or meetings duly convened. The Secretary of the Club shall keep a record of the names of the members of the Board present and voting at such meeting and the names of the members elected.
- (g) The Board shall have power to make By-Laws regulating all matters in connection with the election of a member not otherwise provided by these Rules.
- (h) The Board may refuse any application for membership without assigning any reason for such refusal. The Secretary shall return to such refused candidate the amount of any entrance fee and subscription lodged with the application.

19.

- (a) Upon such election the nominee shall become a member of the Club and will be bound by the Constitution and By-Laws of the Club. The Secretary shall forthwith advise such nominee of their election.
- (b) Every person elected to membership shall be required to pay within one (1) month of the date of notice of election any unpaid fees and/or annual subscription (if any) specified in the account rendered to that person with the notice of election. If a person elected to membership fails to make the payment referred to in (a) above by the due date, the election shall be null and void.

- *Deleting Rules 29 to 33 in their entirety and inserting instead the following new Rules 29 and 30:*

29.

- (a) *For the purposes of section 30(2B) of the Registered Clubs Act, the Board shall determine the joining fees, subscriptions, levies and other payments (if any) payable by members of the Club.*
- (b) *In accordance with the Registered Clubs Act, the Board may from time to time, determine that subscriptions are payable by monthly, quarterly or half yearly instalments, in advance, or for more than one (1) year in advance.*
- (c) *Any person elected during the financial year of the Club to any class of membership shall pay such proportion of the annual subscription as may be determined by the Board from time to time.*
- (d) *All joining fees, subscriptions, levies and other payments shall be due and payable by the first day of June in each year or on a date, or dates, determined by the Board and the Board shall notify members of those other relevant due date or dates in such manner determined by the Board.*
- (e) *The Board may make special arrangements as to the amount and payment of subscriptions of any members leaving or returning to the State of New South Wales or residing outside that State.*
- (f) *The Board shall have power to make charges and levies on members for general or special purposes.*

#### NON-FINANCIAL MEMBERS

30.

- (a) *Notwithstanding any Rule contained in this Constitution, any member who is not a financial member (as defined in Rule 2) shall not be entitled to:*
  - (i) *attend at the premises or use any of the facilities of the Club for any purpose without the permission of the Board; or*
  - (ii) *participate in any of the recreational, social or sporting activities of the Club or any Sub club without the permission of the Board;*
  - (iii) *attend or vote at any meeting of the Club or any Sub club;*
  - (iv) *nominate or be elected or appointed to the Board or any committee of a Sub club;*
  - (v) *vote in the election of the Board or any committee of a Sub club;*
  - (vi) *propose, second or nominate any eligible member for any office of the Club or any Sub club;*
  - (vii) *propose, second or nominate any eligible member for Life membership.*

- *Deleting Rule 48 in its entirety and inserting instead the following new Rule 48:*

48. *The Board shall meet at least once in every Quarter or more frequently as determined by the Board, for the transaction of business. The names of all members of the Board present and voting and minutes of all resolutions or proceedings of the Board shall be entered in a book provided for the purpose.*

- *Inserting the following new Rule 100:*

#### **100. MEETINGS AND VOTING**

- (a) *In accordance with section 30C(3) of the Registered Clubs Act, the Club, the Board or a committee of the Club may (but is not required to):*
  - (i) *distribute a notice of, or information about, a meeting or election of the Club, the Board or a committee of the Club by electronic means, and*
  - (ii) *hold a meeting at which all or some persons attend by electronic means but only if a person who speaks at the meeting can be heard by the other persons attending;*

- (iii) allow a person entitled to vote at a meeting of the Club, the Board or a committee of the Club to vote in person or by electronic means.
- (b) If there is any inconsistency between Rule 100)(a) and any other provision of this Constitution, Rule 100)(a) shall prevail to the extent of that inconsistency.
- by making such other consequential amendments necessary to give full effect to this Special Resolution including, without limitation, ensuring that the accuracy of all Rule numbers and cross referencing of Rules and paragraphs in the Constitution.

### THIRD SPECIAL RESOLUTION

#### [Registered Clubs Accountability Code amendments]

That the Constitution of North Haven Bowling & Recreation Club Limited be amended by:

- Inserting in Rule 2 in alphabetical order the following new definition:

**"Code"** means the Registered Clubs Accountability Code contained in Schedule 2 to the Registered Clubs Regulation 2015. Any reference to a provision of the Code includes a reference to the same or similar provision in any code or other legislation replacing, amending or modifying the Code however that provision may be amended in that code or legislation.

- Deleting Rules 61, 62 and 63 in their entirety and inserting the following new Rules 60, 61, 62 and 63:

#### **60. REGISTERED CLUBS ACCOUNTABILITY CODE**

- (a) The Club must comply with the requirements of the Registered Clubs Accountability Code (as amended from time to time) and the provisions of this Rule 58). If there is any inconsistency between the Registered Clubs Accountability Code and this Rule 58), the provisions of the Registered Clubs Accountability Code shall prevail to the extent of that inconsistency.
- b) For the purposes of this Rule 58), the terms "close relative", "controlling interest", "manager", "pecuniary interest" and "top executive" have the meanings assigned to them by the Registered Clubs Act and Registered Clubs Regulations.

#### **61. DECLARATION OF INTERESTS BY DIRECTORS AND EMPLOYEES**

- (a) Any director, top executive or employee of the Club must disclose any of the following matters to the Club to the extent that they relate to the director, top executive or employee:
  - (i) any material personal interest in a matter that relates to the affairs of the Club;
    - (A) any personal or financial interest in a contract relating to the procurement of goods or services or any major capital works of the Club;
    - (B) any financial interest in a hotel situated within 40 kilometres of the Club's premises; or
    - (C) any gift (which includes money, hospitality and discounts) valued at \$1,000 or more, or any remuneration of an amount of \$1,000 or more, received by the director, top executive or employee from an affiliated body of the Club or from a person or body that has entered into a contract with the Club,

must within 21 days after the relevant facts have come to the knowledge of the director, top executive or employee and in accordance with clause 8 of the Code:

    - (D) disclose the relevant facts to the Secretary of the Club;
    - (E) declare the relevant facts and nature of the interest at a meeting of the Board; and
    - (F) in respect of any facts or interest referred to in Rule 59a)i)(A) and (B) comply with Rule 59c).
- (b) A director, top executive or employee must, if required by the Secretary of the Club, submit a written return in each year to the Club declaring any of the matters referred to in Rule 59).

*PROHIBITION ON DIRECTORS WITH MATERIAL INTEREST FROM VOTING*

- (c) *Subject to Section 195 of the Corporations Act, a director who has a material personal interest in a matter that is being considered at a meeting of the Board, or of the Directors of the Club:*
- (i) *must not vote on the matter; and*
- (ii) *must not be present while the matter is being considered at the meeting.*

62. *CONTRACTS WITH DIRECTORS OR TOP EXECUTIVES*

- (a) *In accordance with clause 4 of the Code, the Club must not enter into a commercial arrangement or a contract with a director or top executive of a Club or with a company or other body in which a director or top executive has a pecuniary interest, unless the proposed commercial arrangement or contract is first approved by the Board.*
- (b) *A “top executive” has the same meaning as defined in the Code.*
- (c) *A “pecuniary interest” in a company for the purposes of Rule 60)a) means:*
- (i) *in the case of a company that supplies liquor or gaming machines to the Club—the person has any shareholding interest in the company, or*
- (ii) *in the case of any other company—the person has a shareholding of more than 5% in the company.*

63. *CONTRACTS WITH SECRETARY AND MANAGERS*

- (a) *Subject to Rule 61)b), the Club must not enter into a commercial arrangement or contract for the provision of goods or services with:*
- (i) *the Secretary or a manager; or*
- (ii) *any close relative (as defined in the Registered Clubs Act and the Code) of the Secretary or a manager of the Club; or*
- (iii) *any company or other body in which the Secretary or a manager or a close relative of the Secretary or a manager has a controlling interest.*
- (b) *Rule 61)a) does not prevent the Club entering into a contract with any of the above persons which is:*
- (i) *a contract of employment; or*
- (ii) *results from an open tender process.*
- (c) *A person has a “controlling interest” for the purpose of Rule 61)a) in a company or body if the person has the capacity to determine the outcome of decisions about the financial and operating policies of the company or body.*

- *by making such other consequential amendments necessary to give full effect to this Special Resolution including, without limitation, ensuring that the accuracy of all Rule numbers and cross referencing of Rules and paragraphs in the Constitution.*

**FOURTH SPECIAL RESOLUTION****[Industry Best Practice amendments]**

*That the Constitution of North Haven Bowling & Recreation Club Limited be amended by:*

- *Inserting the following new Rule 19A after Rule 19:*

19A. **TRANSFER BETWEEN CLASSES OF MEMBERSHIP**

- (a) *The Board has the power on the application of any member to transfer that member to another category of membership (other than Life membership) if that member has the qualifications for that other category of membership.*

- (b) *Any application for transfer of membership pursuant to Rule 19A(a) together with any additional subscription shall be deposited at the office and the Secretary shall cause the name of the applicant to be exhibited on the Club Notice Board for a continuous period of not less than seven (7) days before the transfer of the applicant to another class of membership of the Club.*
- (c) *A member will not be entitled to any refund of membership fees or any part thereof if their application for transfer is approved.*
- (d) *The Club shall not be required to notify a person if they have been transferred to another class of membership of the Club pursuant to Rule 19A(a). If a member fails to be transferred, the Secretary shall cause any additional subscription paid by that member to be returned to such member.*

- *Deleting Rules 21 and 22 in their entirety and inserting instead the following new Rules 21 and 22:*

**21. DISCIPLINARY PROCEEDINGS AGAINST CLUB MEMBERS**

- (a) *If a member refuses or neglects to comply with any of the provisions of the Constitution of the Club or the By-laws thereof or be in the opinion of the Board or the Board's duly constituted disciplinary committee (as referred to in paragraph (g) below), guilty of any conduct prejudicial to the interests of the Club or be in the opinion of the Board or the disciplinary committee, guilty of conduct which is unbecoming of a member or which shall render the member unfit for membership, the Board or the disciplinary committee shall have power to reprimand, suspend from some or all rights and privileges of membership for such period as it considers fit, expel or accept the resignation of such member and to remove the person's name from the Register of members, provided that:*
- (b) *Such member shall be notified of*
  - (i) *any charge against the member pursuant to this Rule;*
  - (ii) *the particulars of the charge, including the alleged facts and circumstances which give rise to the charge against the member; and*
  - (iii) *the date, time and place of the meeting at which the charge is to be heard,*
  - (iv) *by notice in writing to the member at least 7 clear days before the meeting of the Board or disciplinary committee at which such charge is to be heard.*
- (c) *The member charged shall be entitled to attend the hearing for the purpose of answering the charge or may answer the charge in writing, and is entitled to call witnesses in his or her defence provided that:*
  - (i) *if a proposed witness fails to attend the hearing or provide evidence at the hearing, the Board can still hear and determine the charge; and*
  - (ii) *the Club cannot and will not force any person (including a member) proposed by the member charged as a witness to attend and provide evidence at the hearing.*
- (d) *The member charged must act in an appropriate manner at the meeting (and in particular and without limitation, the member must not act in an offensive or disruptive manner).*
- (e) *The member charged is not entitled to legal or other representation at the meeting without the consent of the Board which the Board may give or withhold or give subject to conditions, as the Board in its absolute discretion determines.*
- (f) *In recognition of the nature of the Club (and the nature of membership of the Club) as the Club is constituted under this Constitution, there is no presumption that the member charged has any right of representation at the meeting. If the member seeks consent to have representation at the meeting, then the member must apply in writing delivered to the Board through the office of the Secretary no later than two (2) days before the meeting.*
- (g) *The voting by the members of the Board or disciplinary committee present at such meeting shall be by secret ballot if requested by any member of the Board or disciplinary committee, and no resolution by the Board or disciplinary committee to reprimand, suspend or expel a member shall be deemed to be passed unless at least two-thirds of the members of the Board or disciplinary committee present vote in favour of such resolution.*
- (h) *If the member fails to attend such meeting the charge may be heard and dealt with and the Board or disciplinary committee may decide on the evidence before it, the member's absence notwithstanding, but having regard to any representations made to it in writing by the member charged.*
- (i) *After the Board has considered the evidence put before it, the Board may*
  - (i) *immediately come to a decision as to the member's guilt in relation to the charge; or*
  - (ii) *advise the member that the Board requires additional time to consider the evidence put before it in order to determine whether or not the member is guilty of the charge.*
- (j) *After the Board has come to a decision as to the member's guilt in relation to the charge it must:*

- (i) *in the case of a decision under Rule 21)(i)(i)of this Rule, immediately inform the member of the Board's decision; or*
- (ii) *in the case of a decision under Rule 21)(i)(ii), inform the member of the Board's decision in writing within seven (7) days of the date of the decision of the Board.*
- (k) *Any decision of the Board at such hearing or any adjournment thereof shall be final and the Board or disciplinary committee shall not be required to assign any reason for its decision.*
- (l) *The outcome of disciplinary proceedings shall not be invalidated or voided if the procedure set out in Rule 21) is not strictly complied with provided that there was no substantive injustice for the member charged.*

**PROVISIONAL SUSPENSION PENDING DISCIPLINARY HEARING**

- (m) *In the event that a notice of charge is issued to a member pursuant to paragraph (a) of this Rule, the Board or disciplinary committee shall have power to immediately suspend that member from all privileges of membership until the charge is heard and determined. Notice of an immediate suspension imposed by the Board or disciplinary committee on a member shall be notified in writing to that member.*

**ADDITIONAL DISCIPLINARY POWERS OF SECRETARY**

- (n) *If, in the opinion of the Secretary (or his or her delegate), a member has engaged in conduct that is unbecoming of a member or prejudicial to the interests of the Club, then the Secretary (or his or her delegate) may suspend the member from some or all rights and privileges as a member of the Club for a period of up to twelve (12) months.*
- (o) *In respect of any suspension pursuant to Rule (n), the requirements of Rules 21)(a) to (l) shall not apply.*
- (p) *If the Secretary (or his or her delegate) exercises the power pursuant to Rule 21)(n), the Secretary (or his or her delegate) must notify the member (by notice in writing) that:*
  - (i) *the member has been suspended as a member of the Club; and*
  - (ii) *the period of suspension;*
  - (iii) *the privileges of membership which have been suspended; and*
  - (iv) *if the member wishes to do so, the member may request by notice in writing sent to the Secretary that the matter be dealt with by the Board pursuant to Rules 21)(a) to (l).*
- (q) *If a member submits a request under Rule (p)(iv):*
  - (i) *the member shall remain suspended until such time as the charge is heard and determined by the Board; and*
  - (ii) *the Club must commence disciplinary proceedings against the member in accordance with the requirements of Rule 21)(a) to (l),*

*and the determination of the Board in respect of those disciplinary proceedings shall be in substitution for and to the exclusion of any suspension imposed by the Secretary (or his or her delegate).*
- (r) *This Rule 21) applies to Full members only and it does not limit or restrict the Club from exercising the powers contained in Rule 22) of this Constitution and the powers contained in section 77 of the Liquor Act.*

**DISCIPLINARY COMMITTEE**

- (s) *The powers of the Board under this Rule may be exercised by a disciplinary committee appointed by the Board and comprising not less than 3 members of the Board. A quorum of the disciplinary committee shall be 3 members of the Board.*
- (t) *The Board shall have power to review a decision of the disciplinary committee or order a fresh hearing of any matter determined by the disciplinary committee and shall have the power to impose any penalty permitted by Rule 21) on the member charged in substitution for that imposed by the Disciplinary Committee provided that:*
  - (i) *the procedure set out in Rules 21)(b) to (l) is followed; and*
  - (ii) *the member is notified that the Board is exercising the power under this Rule 21)(t) within forty-two (42) days of the date on which the Disciplinary Committee meeting was held.*
- (u) *The Board shall have power by resolution to revoke any delegation to the Disciplinary Committee pursuant to Rule 21)(s) and may hear and determine any charge against a member which by reason of the nature of or the seriousness of the allegations giving rise to the charge, or the identity of or the position or office held by the member, the Board considers that it would not be appropriate for the charge to be heard by the Disciplinary Committee.*
- (v) *The Secretary shall not vote but may assist the Board or disciplinary committee in its deliberations.*



22.

- (a) *The Secretary, or in the Secretary's absence the senior employee of the Club then on duty ("the senior employee"), shall have the power to remove and suspend any member from the premises of the Club:*
- (i) *who in the opinion of the Secretary or the senior employee is then intoxicated, violent, quarrelsome or indecent; or*
  - (ii) *who uses offensive or abusive language;*
  - (iii) *who damages or threatens to damage any Club property;*
  - (iv) *who, for the purposes of prostitution, engages or uses any part of the premises of the Club;*
  - (v) *whose presence on the premises of the Club in the opinion of the Secretary or the senior employee may render the Club or the Secretary liable to a penalty under the Registered Clubs Act or Liquor Act;*
  - (vi) *who hawks, peddles or sells any goods on the premises of the Club;*
  - (vii) *who, within the meaning of the Smoke-free Environment Act, smokes while on any part of the premises that is smoke-free.*
  - (viii) *who uses, or has in his or her possession, while on the premises of the Club any substance that the Secretary suspects of being a prohibited drug or prohibited plant.*
  - (ix) *whom the Club, under the conditions of its club licence, or a term of a liquor accord, is authorised or required to refuse access to the Club.*
- (b) *If pursuant to Rule 22(a) a person (including a member) has been refused admission to, or has been turned out of, the premises of the Club, the Secretary of the Club or (subject to Rule 22(e)) an employee of the Club, may at any subsequent time, refuse to admit that person into the premises of the Club or may turn the person out, or cause the person to be turned out of the premises of the Club.*
- (c) *Without limiting Rule 22(b), if a person has been refused admission to or turned out of the Club in accordance with Rule 22(a), the person must not re-enter or attempt to re-enter the Club within twenty four (24) hours of being refused admission or being turned out.*
- (d) *Without limiting Rule 22(c), if a person has been refused admission to or turned out of the Club in accordance with Rule 22(a), the person must not:*
- (i) *remain in the vicinity of the Club; or*
  - (ii) *re-enter the vicinity of the Club within six (6) hours of being refused admission or being turned out.*
- (e) *Without limiting the provisions of Section 77 of the Liquor Act the employees who under this Constitution are entitled to exercise the powers set out in this Rule shall be:*
- (i) *in the absence of the Secretary from the premises of the Club the senior employee then on duty; or*
  - (ii) *any employee authorised by the Secretary to exercise such power.*
- (f) *Any suspension of a member by the Secretary or the senior employee pursuant to paragraph (a) of this Rule shall continue until further notice is given to the member by the Board or the Board's duly constituted disciplinary committee in accordance with Rule 21.*
- (g) *The rules of natural justice shall not apply in relation to the exercise of the power referred to in this Rule.*

- *Deleting Rule 44 in its entirety and inserting instead the following new Rules 44, 45 and 46:*

44. *The office of a member of the Board shall forthwith be vacated if that person:*
- (i) *dies;*
  - (ii) *is suspended from membership in accordance with Rules 21) or 22);*
  - (iii) *becomes disqualified from managing any company under Part 2D.6 of the Act and is not given permission to manage the Club under Sections 206F or 206G of the Act;*
  - (iv) *fails to disclose in accordance with the Act the nature of any material personal interest in a matter that relates to the affairs of the Club;*
  - (v) *becomes of unsound mind or is a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;*
  - (vi) *is absent from meetings of the Board for a continuous period of 3 months without leave of absence from the Board;*

- 
- (vii) *is convicted of an offence on indictment;*
  - (viii) *by notice in writing given to the Club, resigns from office;*
  - (ix) *becomes prohibited from being a Director by reason of any order made under the Registered Clubs Act;*
  - (x) *becomes an employee of the Club; or*
  - (xi) *ceases to be a member of the Club.*
45. *The Board shall have power at any time and from time to time, to appoint any eligible person to the Board to fill a casual vacancy. The person so appointed shall hold office until the conclusion of the Annual General Meeting at which the person who vacated the position would have been required to vacate that position (but be eligible for re-election) in accordance with this Constitution.*
46. *The continuing directors on the Board may act notwithstanding any vacancy on the Board, but if and so long as their number is reduced below the quorum for directors meetings, the continuing director or directors may act for the purpose of increasing the number of directors on the Board to that number or of summoning a general meeting of the Club, but for no other purpose.*
- *by making such other consequential amendments necessary to give full effect to this Special Resolution including, without limitation, ensuring that the accuracy of all Rule numbers and cross referencing of Rules and paragraphs in the Constitution.*

---

Dated: Monday 21st August, 2023

By direction of the Board



**Tim Harris - General Manager**