

# Caroline Springs Tennis Club Inc.



## Constitution

# CAROLINE SPRINGS TENNIS CLUB INCORPORATED

## CONSTITUTION.

### 1. NAME and OBJECTIVES

The name of the Incorporated Association is 'Caroline Springs Tennis Club Incorporated', hereinafter referred to in these rules as the "Association". The objectives of Caroline Springs Tennis Club Incorporated are to:

- a) To promote, encourage and advance the game of tennis.
- b) To provide, control and maintain suitable grounds and premises for this purpose.
- c) To do such things incidental to the above which the Association or the Committee may consider desirable in the interests of the Association and its members.

### 2. DEFINITIONS

- (a) In these Rules, unless the contrary intention appears -
  - "Act" means the Associations Incorporation Act 1981;
  - "committee" means the committee of management of the Association;
  - "financial year" means the year ending on 31 December;
  - "general meeting" means a general meeting of members convened in accordance with rule 18.
  - "member" means a member of the Association;
  - "ordinary member of the committee" means a member of the committee who is not an officer of the Association under Rule 7;
  - "Regulations" means regulations under the Act;
  - "relevant documents" has the same meaning as in the Act.
- (b) In these Rules, a reference to the Secretary of an Association is a reference-
  - if a person holds office under these Rules as Secretary of the Association - to that person; and
  - in any other case, to the public officer of the Association.

### 3. POWERS

- a) To receive accept and solicit donations, endowments and gifts of money, lands, funds and any other assets whatsoever.
- b) In so far as the law may allow, to purchase, acquire, hold, maintain, lease and dispose of, any real or personal property and to erect, purchase, hire, maintain or furnish any buildings or appliances for the use and purpose of the Association.
- c) To borrow or raise money with or without security by any means whatsoever including overdraft, for any objective of the Association and to mortgage or pledge any asset of the Association as security for any loan or guarantee.
- d) To publish such magazines, periodicals, and reports as may be determined from time to time and to promote education and literature on the Association and its objectives among members and others.

- e) To join with any other body in carrying out any purpose for which the Association is formed either in partnership or in any other arrangements for joint action or co-operation.
- f) To appoint and dismiss such servants and staff as the Committee may think necessary from time to time upon such terms as the Committee may from time to time think fit.
- g) To foster social interaction among members by promoting recreation and other activities consistent with the objectives of the Association.
- h) To make awards which promote the objectives of the Association or which serve to recognize service given to or benefits conferred on the Association or its members.
- i) To invest and deal with the moneys of the Association not immediately required upon such securities and in such manner as may from time to time be determined.
- j) To engage in such fundraising activities as the Committee may from time to time think appropriate.
- k) To do all such acts and things as may be calculated to attain or assist in the attainment of all or any of the above objectives as the Committee or the Association may in its absolute discretion decide.
- l) The income and property of the Association, wherever derived, shall be applied solely towards the promotion of the objectives of the Association, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to the members of the Association or relatives of such members, provided that nothing herein shall prevent the payment in good faith remuneration to any officer or servant of the Association or to any member of the Association in return for any services actually rendered to the Association or reasonable and proper rental for premises let to the Association by any member of the Association.

#### **4. MEMBERSHIP**

- a). All members of the Association are deemed to be bound by this constitution. The membership of the Association shall consist of:
  - 1) SENIOR MEMBERS  
Any person over the age of eighteen years not being a Junior Member, or Family Member, whose nomination for membership has been approved by the Committee, and who has paid the appropriate membership fee shall become a Senior Member of the Association.
  - 2) JUNIOR MEMBERS  
Any person being under the age of eighteen as at the 31st December in each year whose nomination for membership has been approved by the Committee, and who has paid the appropriate membership fee shall become a Junior Member of the Association.
  - 3) STUDENT MEMBERS  
Any person being under the age of twenty-three as at the 31st December in each year whose nomination for membership has been approved by the Committee, who has paid the appropriate membership fee shall become a Student Member of

the Association, and provides sufficient proof that they are a full time student with a Government funded school or university.

#### 4) FAMILY MEMBERSHIP

Any two persons over the age of eighteen (parents or guardians of immediate family only), and any siblings under the age of eighteen as at the 31<sup>st</sup> December in each year (immediate family only), whose nomination for membership has been approved by the Committee, and who has paid the appropriate membership fee shall become a Family Membership.

#### 5) HONORARY LIFE MEMBERS

The committee may recommend for Life Membership any member who in the opinion of the committee rendered important and valued services to the Association.

- i) Life Members shall be elected at an Annual or Special General Meeting of the members by a majority of not less than seventy five percent (75%) of the members present.
- ii) Life Members shall be exempt from the payment of Annual memberships, except such minimum membership as may from time to time be required under any Act or Regulation to which the Association is subject.
- iii) There shall not be more than two (2) Life members elected at any one meeting.

#### 6) OTHER MEMBERSHIPS

The committee may create other classes of membership subject to such terms and conditions as it thinks fit.

##### b) Member's Register.

- 1) The Committee shall keep a register of all members, which shall be available for inspection by the members of the Association.
- 2) Every member shall advise in writing their address or any change thereof to the Secretary or some other person nominated by the committee, who shall register same.
- 3) All notices emailed, posted or delivered to a member's address registered in the Member's Register shall be deemed to have been duly received. If no address were given, notices posted on the notice board at the Club House shall be deemed to have been delivered.

##### c). Terms and Conditions of Membership.

- 1) The number of members in each classification and the conditions pertaining thereto shall be determined by the committee from time to time subject to sub-clause 1.hereof.
- 2) All members shall be bound by this Constitution.

##### d). Voting Rights.

All members of the Association shall be entitled to all the privileges of the Association. All members, with the exception of Junior Members, or children in a Family Membership, shall be entitled to vote at the Annual or Special General Meetings of the Association.

e). New Members.

- 1) Each application for membership shall be made in writing and shall be forwarded to the Committee together with the applicable nomination and membership fees.
- 2) The committee shall consider each application for membership and shall have the power to refuse membership if in the reasonable opinion of the Committee it is not in the interests of the Association to accept the said application.
- 3) Should the application for membership be refused:
  - i) The nomination fee and/or membership fee shall be refunded to the unsuccessful applicant.
  - ii) The unsuccessful applicant shall have a right of review of the Committee's decision also be available pursuant to the Associations Incorporation Act 1985 (as amended), if any, and subject to the Association having become Incorporated.
  - iii) Any person whose application for membership is rejected shall not again apply for membership for a period of at least six (6) months from the date of rejection or review, if any.

f). Lapsed Membership.

- 1) A member who is unfinancial for a period of more than two (2) calendar months (without the prior consent of the Committee or without the fixing of such conditions as the Committee shall think fit) shall be deemed to be a lapsed member of this Association and his or her membership shall forthwith lapse. The member shall forthwith lose all membership privileges and rights including but not limited to a loss of all voting rights until the member pays all outstanding membership fees and again becomes a financial member.
- 2) Should any person's membership lapse for less than twelve (12) calendar months then that person may resume membership by paying the full applicable membership fee. Such fee shall not be reduced on a proportionate basis for any period in which the membership lapsed, save and except at the discretion of the Committee.
- 3) Should any person's membership lapse for twelve (12) calendar months or more then should that person wish to re-join the Association then that person shall be deemed to be a New Member of the Association and shall be required to re-apply for membership of the Association as if he or she was a new member and to pay all fees applicable to a New Member, save and except at the discretion of the Committee.

g). Resignation Of Members.

A member may resign at any time by notice in writing to the Secretary but no refund of fees shall then be payable save and except at the discretion of the Committee.

h). Expulsion Of Members.

The committee may expel, suspend, censure or otherwise deal with any member whose conduct in the Committee's reasonable opinion is injurious to the interests of the Association. The decision of the Committee in any such case shall be final, unless revoked or varied by a Special General Meeting called for that purpose

and held within eight (8) weeks after notice of such decision shall have been delivered to the relevant member.

i). Disputes and Mediation

- 1) The grievance procedure set out applies to disputes regarding Association issues between:
  - a) A member and another member; or
  - b) A member and the Association.
- 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 of the parties.
- 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.
- 4) The mediator must be:
  - a) A person chosen by agreement between the parties; or
  - b) In the absence of agreement:
    - (i) In the case of a dispute between a member and another member, a person appointed by the Committee of the Association; or
    - (ii) 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).
- 5) A member of the Association can be a mediator.
- 6) The mediator cannot be a member who is a party to the dispute.
- 7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 8) The mediator, in conducting the mediation, must:
  - a) Give the parties to the mediation 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.
- 9) The mediator must not determine the dispute.
- 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 Associations Incorporation Act 1981 otherwise at law.

j). Membership Year.

The membership year shall be from the 1st July through to the 30<sup>th</sup> June of the following year – or any other dates determined by the committee.

k). Member's Equity.

Save and except for the fixing of nomination fees and annual Membership fees the Committee shall not be competent to pass a resolution or make a decision in respect of any section of members of the Association which does not apply

equally to all other sections of the members of the Association unless that decision or resolution be approved by members at an Annual or Special General Meeting.

## **5. FEES**

- a). All nomination and Membership fees shall be fixed by the Committee prior to the commencement of each Membership year and in the event that the Committee fails to do so then the said fees shall remain the same as in the previous year.
- b). A Nomination fee shall be paid by each New Member upon applying to join the Association and by each person applying to join the Association after their previous membership has lapsed for twelve (12) calendar months or more.
- c). Annual membership fees shall be payable and due as at the 1st July each year.
- d). When a new member joins the Association after the completion of July and prior to the commencement of the next Membership year the applicable Membership fee shall be payable on a reduced pro rata basis as determined by the Committee.

## **6. FUNDS and FINANCIAL MATTERS**

- a). The financial year of the Association shall commence on the 1st January in each year.
- b). The Treasurer of the Association must-
  - \* collect and receive all moneys due to the Association and make all payments authorised by the Association; and
  - \* 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.
- c). All payments made by or on behalf of the Association shall be authorized by the Committee prior to the payment being made save and except that where same is impractical then the payment shall be ratified by the Committee at its next meeting.
- d). All cheques drawn, drafts, bills of exchange, promissory notes and other negotiable instruments in the name of the Association shall be signed by an Office Bearer together with another Office Bearer or an authorized Committee member. (Any two of the President, Secretary, or Treasurer)
- e). The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines.

## **7. ELECTION of OFFICERS and ORDINARY COMMITTEE MEMBERS**

- a). There shall be elected at each Annual General Meeting a Committee of Management (“Committee”)
- b). The Committee shall comprise the following:
  - (1) A President
  - (2) A Vice President
  - (3) A Secretary
  - (4) A Treasurer and
  - (5) Not more than 7 from members of the Association entitled to

vote.

- c). The Office Bearers shall comprise the President, the Vice-president, the Secretary and the Treasurer.
- d). Members of the Committee shall be financial members, and shall not be a junior member.
- e). Nominations of candidates for election of officers of the Association or as ordinary members of the committee must be-
  - (i) 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
  - (ii) delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the annual general meeting.
- f). A candidate may only be nominated for one office, or as an ordinary member of the committee, prior to the annual general meeting.
- g). In addition, the Chairperson of the Annual General Meeting may call for nominations from those eligible members in attendance at the Annual General Meeting.
- i). For each Office Bearer position, if only one eligible nomination is received, then that person will be deemed to be elected.
- j). For each Office Bearer position, if more than one eligible nomination is received, then a ballot will be held for that position..
- k). For Committee Members positions, if seven or less eligible nominations are received, then those persons will be deemed to be elected.
- l). For Committee Members positions, if more than seven eligible nominations are received, then a ballot will be held for these positions.
- m). The ballot for the election of officers and ordinary members of the committee must be conducted at the annual general meeting in such manner as the committee may direct.
- n). Only those in attendance at the Annual General Meeting will be entitled to vote. No proxy votes will be permitted.
- o). Subject to sub-clauses 7.q and 7.r hereof Committee members shall hold office until the next Annual General Meeting following their appointment at which time they shall all retire.
- p). All Committee members shall be permitted to nominate for election or re-election to any position on the Committee.
- q). Any Committee Member who contravenes or wilfully neglects to carry out his or her duties in accordance with this constitution may be suspended by resolution at any normal Committee Meeting or at a properly convened Special General Meeting may be removed from office, such suspension or removal from office must be advised to the relevant Committee Member in writing within seven (7) clear days after such action.
- r). Should any Committee member not attend three (3) consecutive meetings without being granted leave of absence by the Committee, then he or she shall in the sole discretion of the Committee be deemed to have vacated the Office. Such member shall be advised of any such decision of the Committee within fourteen (14) days of such decision.
- s). The committee shall have the power, should a vacancy occur in their number to fill such vacancy for the unexpired term, from any member of the Association qualified to be appointed a Committee member.



- t). The committee shall meet at a set time, day and place each month (eg. Second Wednesday of the month at 7.30pm at the Clubhouse) as determined at the first Committee Meeting after the Annual General Meeting each year. The time, day and place of the next Committee meeting will be confirmed as the last item of business at each Committee meeting.
- u). The Committee shall meet at least six (6) times in each year.
- v). Special Committee Meetings can be called by the Secretary giving at least seven (7) days written or email notice to the Committee members.
- w). The Secretary shall convene a Special Meeting of the Committee when necessary or when requested by three (3) members of the Committee. Such meeting shall be held within fourteen (14) days of such a request.
- x). Notice of a request by at least three (3) Committee members for a Special Committee Meeting shall be forwarded in writing to the Secretary. The Special Committee Meeting shall then be convened in accordance with Clause 7.w. hereof.
- y). A quorum of the Committee shall consist of four (4) members. If at Committee Meeting a quorum is not present within thirty (30) minutes of the scheduled commencement time then the meeting will be held over to the time, day and place of the next scheduled meeting as per Clause 7 t.
- z). VOTING at COMMITTEE MEETINGS:
  - 1) All questions for decision of the committee shall be proposed and seconded, the results thereof determined in accordance with clause 13. hereof.
  - 2) All committee members have equal voting rights except the Chairperson of a meeting who may if necessary exercise a casting vote.
  - 3) Only those members of the Committee in attendance at a Committee Meeting are eligible to vote. No proxy votes are permitted.
  - 4) The Chair of the meeting may allow the views of those members of the Committee not in attendance at a Committee Meeting to be put to the meeting before a vote is taken.

## **8. DUTIES of OFFICE BEARERS**

- a). PRESIDENT:
  - 1) To preside at all meetings of the Association, to regulate and keep order in all proceedings, to carry into effect the Rules and By-Laws of the Association.
  - 2) To prepare for submission to the Annual General Meeting of the Association the report of the Committee of activities of the Association during the year.
- b). VICE-PRESIDENT:
  - To deputise for the President.
- c). SECRETARY:
  - 1) The Secretary shall be the Public officer of the Association.
  - 2) The Secretary shall be the executive officer of the Committee and shall if possible attend all meetings of the Committee.

- 3) The Secretary shall attend, if possible, the Annual and all Special General Meetings of the Association.
  - 4) The Secretary of the Association must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.
  - 5) The Secretary shall conduct all correspondence in connection with the general business of the Association.
  - 6) The Secretary, or if appropriate another member of the committee shall keep the register of members referred to in clause 4.b. hereof.
  - 7) In all other respects the Secretary shall carry out those duties usually associated with the office of Secretary.
- d). TREASURER:
- 1) To receive all monies belonging to the Association, and within reasonable time deposit or arrange for the deposit of such moneys with the Association's bankers.
  - 2) To pay all accounts, as authorized by the Committee.
  - 3) To keep correct accounts of all moneys received and spent.
  - 4) To prepare and submit financial statements to each Annual General Meeting.
  - 5) To produce a Statement of each cash transaction and of the financial position of the Association, including the bank balance at each ordinary meeting of the Committee.

## **9. POWERS of the COMMITTEE of MANAGEMENT**

- a) The Committee of Management shall control and manage the business and affairs of the Association; and may, subject to these Rules, the Act and the Regulations, 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. It shall generally carry out the objectives of the Association.
- b) subject to these Rules, the Act and the Regulations, the Committee has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.
- c) It may appoint subcommittees to carry out any of its duties or functions. Any person (including non-members) may be Members of a sub-committee. A member of the Committee shall be a member of each sub-committee.
- d) The Committee shall appoint at its discretion the following officers from amongst its members, or from amongst the general membership, namely -
  - A Membership Officer
  - A Match Captain
  - A Development Coordinator
  - A Junior Tennis Coordinator
  - A Mid-week Tennis Coordinator
  - A Night Tennis Coordinator
  - A Ball Steward

- A Social Coordinator, and/or
- Any other officer as may be necessary from time to time.

## **10. ANNUAL GENERAL MEETINGS**

- a) The Annual General Meeting shall be held as soon as possible after the close of the Association's financial year, but no later than the 30<sup>th</sup> April of each respective year.
- b) The Annual General Meeting shall be convened upon the Committee giving at least fourteen (14) days written notice of the time and place of the Annual General Meeting.
- c) Following the President's report and the acceptance of the financial statements showing receipts and spending and a Balance Sheet, the President shall declare all positions vacant. He or She will request the meeting to appoint a Chairperson pending the election of Office Bearers for the ensuing year.
- d) The Annual General Meeting of the Association shall conduct the following business: -
  - 1) To receive apologies.
  - 2) To confirm the Minutes of the previous Annual General Meeting and any intervening Special General Meeting.
  - 3) To receive the President's Report.
  - 4) To accept the Treasurer's Statements, duly audited.
  - 5) To elect members for the committee for the ensuing year.
  - 6) To elect the Association Auditor who shall act in accordance with Clause 16.hereof.
  - 7) To transact any business affecting the interests and welfare of the Association of which due notice has been given.
- e) A member intending to bring any business before an Annual General Meeting may notify in writing, or by facsimile transmission, the Secretary of that business at least 21 days before the meeting, who must include that business in the notice calling the annual general meeting.

## **11. SPECIAL GENERAL MEETINGS**

- a) A Special General Meeting of members shall be called by the Secretary whenever directed by the Committee, or on a written request signed by not less than twenty (20) members entitled to vote or upon a resolution to that effect being passed at any General Meeting.
- b) The time and place of the Special General Meeting shall be fixed by the Committee and shall be held not less than twenty one (21) days and not more than thirty five (35) days from the time such a resolution is made or from the time of receiving such a request, providing always that such request shall be in accordance with Clause 12. hereof and no matters should be discussed or business transacted at such Special General Meeting except those specified in the resolution or in the written request.
- c) Any request by members entitled to vote for the convening of a Special General Meeting shall be forwarded in writing to the Secretary, signed by at least twenty

(20) members entitled to vote and the said request shall state clearly the matters to be discussed or business to be transacted at the Special General Meeting.

- d) Notice of any Annual or Special General Meeting shall be given by the Committee by posting by pre-paid post a Notice in accordance with the details in the Members Register and Clause 4.b.(3) hereof to each member of the Association at least 14 days, or if a special resolution has been proposed at least 21 days prior to the date set for the meeting. The said Notice shall set out the time and place of the said meeting and shall set out the matters to be discussed or business to be transacted at the meeting.
- e) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- f) A member intending to bring any business before a meeting may notify in writing, or by facsimile transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

## **12. CUSTODY and INSPECTION of BOOKS and RECORDS**

- a) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Association.
- b) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- c) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

## **13. VOTING at MEETINGS and PROXIES**

- a) Voting at meetings of the Association and its Committee shall be by a show of hands unless the Chairperson of the meeting determines otherwise or unless a majority of those present and entitled to vote determine otherwise, in which case voting shall be by a secret ballot.
- b) No motion put at a meeting shall unless otherwise prescribed be deemed to have carried unless supported by a clear majority of those members present and entitled to vote.
- c) No proxy votes are permitted under this Constitution, either at Special Meetings, Annual General Meetings nor at Committee meetings. Only those eligible members present at a meeting are entitled to vote.
- d) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.
- e) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

## **14. ALTERATION of the CONSTITUTION**

- a) These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act. At the time of writing this necessitates a

special resolution, twenty one days' notice to all members and three-quarters of all members present approve the amendments.

- b) This Constitution may be altered at any General Meeting of the Association when Notice of the proposed alteration is included in full detail in the "Notice of the Meeting" forwarded to members in accordance with clause 11 d. hereof.
- b) No motion for alteration of this Constitution shall be deemed to be carried unless supported by a two-thirds majority of those members present and entitled to vote.

## **15. QUORUM at ANNUAL and SPECIAL MEETINGS**

- a) The quorum for an Annual or Special General Meeting shall be not less than eleven (11) members present and entitled to vote.
- b) If at an Annual or Special Meeting a quorum is not present within thirty (30) minutes of the scheduled commencement time:
  - 1) Such meeting shall stand adjourned for seven (7) days or such other time as the Chairperson shall determine and those members present and entitled to vote at such adjourned meeting shall constitute a quorum.
  - 2) A Notice shall be posted at the Clubrooms in a prominent place within two (2) days of the first scheduled meeting advising members of the lack of quorum at the scheduled meeting, the adjourned time and place of the said meeting, and that the meeting may proceed on the next occasion regardless of the number of members present and entitled to vote.

## **16. AUDITOR** - This clause (16) only applies if the turnover of the association exceeds \$50,000 per annum

- a) The position of Association Auditor shall be filled by a qualified Auditor elected at the Annual General Meeting to hold that office until the next Annual General Meeting.
- b) Should the Annual General Meeting fail to appoint an Auditor then the Committee shall do so within two (2) calendar months of the said Annual General Meeting.
- c) The Association Auditor shall not be a Committee member.
- d) The Auditor shall prepare an audited Statement of the Association's affairs for presentation at each Annual General Meeting.
- e) The Auditor shall have the power to call for all or any books of account of the Association at any time.

## **17. BY-LAWS**

The Committee shall have powers to make, alter, or rescind By-Laws not inconsistent with this Constitution, provided That a majority of members present and entitled to vote at any Annual or Special General Meeting of the Association shall have the power to rescind or alter any By-Law or determination or decision of whatever kind of the committee provided only that the said General Meeting has been properly convened.

## **18. NOTICES of GENERAL MEETINGS and SPECIAL NOTICES**

- a) Any other Notice or advice required to be given in this Constitution shall, unless otherwise prescribed, be in writing forwarded by post in accordance with the details in the Members register and clause 4.b.(3) hereof to each member concerned as soon as practicable.
- b) The Secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- c) Notice may be sent-
  - (i) by prepaid post to the address appearing in the register of members; or
  - (ii) if the member requests, by email or facsimile transmission.

## **19. SEAL**

- a) The common seal of the Association must be kept in the custody of the Secretary.
- b) The common seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal must be attested by the signatures either of two members of the Committee or, of one member of the Committee and an Office Bearer of the Association.

## **20. WINDING UP of CLUB**

- a) In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association must be disposed of in accordance with the provisions of the Act.
- b) Subject to Clause 20 a, if and when the Association shall be dissolved and upon the winding up of its own affairs, all the property and assets of the Association remaining after all the debts and liabilities of the Association have been paid or discharged in full, shall become and remain the property of some other Association or body having objectives similar to the objectives of the Association, and which shall prohibit the distribution of its income and property amongst the members of the Association.