

**Hamersley Hash House Harriers (Inc.)**  
**Rules** (Revised 2018)

**1. Name**

The name of the association shall be the “Hamersley Hash House Harriers” and shall hereafter be known as “The Club”.

**2. Financial Year**

The financial year of The Club shall start on the 1<sup>st</sup> day October each year.

**3. Definitions and Interpretations**

In these rules, unless the contrary intention appears -

“the Act” means the Associations Incorporation Act 2015

“Annual General Meeting” means a meeting convened under rule 11.1

“General Meeting” of The Club means a meeting of The Club that all members are entitled to receive notice of and to attend

“Special General Meeting” means a General Meeting other than an Annual General Meeting

“In writing” means and includes printing or other means of representing or reproducing words in visible form

“Ordinary Resolution” means a resolution other than a special resolution

“Special Resolution” means a resolution passed by the members at a general meeting in accordance with section 51 of the act

“Office Bearers” means the persons holding the officers specified in rule 9.2

“Member” means a person (including a body corporate) who is an ordinary member of The Club

**4. Objects**

The object of The Club shall be:

(a) to promote and foster the sport of social running

(b) to organise and hold similar events

(c) to promote and encourage cooperation between The Club and other bodies sharing similar interests.

**5. Powers**

The powers conferred on The Club are the same as those conferred by section 14 of the Act, so that subject to the Act, The Club may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may:

(a) acquire, hold, deal with, and dispose of any real or personal property

(b) open and operate bank accounts

(c) invest its money in any security in which trust moneys may lawfully be invested

(d) give such security for the discharge of liabilities incurred by The Club as The Club thinks fit

(e) appoint agents to transact any business of The Club on its behalf

- (f) enter into any other contract it considers necessary or desirable, and
- (g) may act as trustee and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene this act.

## **6 Income and Property**

- 6.1 The income and property of The Club must be used solely for the promotion of the objects and purpose of The Club
- 6.2 No portion of the income or property of The Club may be paid, transferred or distributed, directly or indirectly, to members of The Club, except for payments made in good faith in the promotion of the purpose or objects of The Club, including (without limitation) payments by the way of:
  - (a) Reimbursement of expenses; or
  - (b) Remuneration to any officer, employee or other person doing work for The Club.
- 6.3 All monies paid to and by The Club shall be received and accounted for by the Treasurer. All cash shall be lodged into an account in the name of The Club as soon as practical after receipt.
- 6.4 No monies shall be drawn from any account of The Club's except by payment signed by the bank signatories authorised by the Committee.
- 6.5 All payments shall be signed by two authorised signatories, except for expenses relating directly to event organisation where the Committee may authorise the event organiser to be one of the signatories.

## **7 Membership**

- 7.1 A register of members is to be kept in accordance with section 51 of the Act.
- 7.2 The Club shall consist of;
  - (a) Ordinary Members, and
  - (b) Honorary Life Members.As in hereafter defined, and who subscribe to these Rules.
- 7.3 Ordinary Members shall be persons;
  - (a) whose signed application for membership has been approved by the committee, and
  - (b) who have paid the annual subscription fee prescribed by the committee.
- 7.4 Honorary Life Membership may be awarded to members who have rendered a conspicuous and distinguished service to The Club.
- 7.5 Any financial member may recommend that any person be made an Honorary Life Member.
- 7.6 Recommendations for Honorary Life Membership shall be submitted in writing to the Secretary of The Club.
- 7.7 The committee will obtain a report on the suitability of the person recommended for an Honorary Life Membership. The committee will form a panel of three or more Life Members or other suitable persons for this purpose.
- 7.8 The Committee will decide who can be nominated for an Honorary Life Membership at a General Meeting.
- 7.9 Nominations for an Honorary Life Membership must be advised as a notice of motion for a General Meeting.

7.10 A vote to award an Honorary Life Membership will only be successful if passed by two thirds (2/3) majority of members present and voting at a General meeting.

## **8 Committee**

8.1 The Committee of The Club shall consist of the following members;

(a) the Office Bearers

(b) up to ten other members elected at the Annual General Meeting

(c) co-opted members.

8.2 Except for nominations made under Rule 8.4, a person is not eligible to election to membership of the Committee unless another member has nominated them for election by delivering notice in writing to the Secretary at least 5 days before the Annual General Meeting is to be held.

8.3 If the number of nominations in writing for Committee members do not exceed the number of vacancies, then the Grand Master must declare those positions to be duly elected as members of the Committee. Where the number of nominations exceeds the number of vacancies on the Committee, elections for those positions must be conducted.

8.4 If vacancies remain on the Committee after election of the persons nominated in writing, additional nominations of Committee members may be accepted from the floor of the Annual General Meeting. If the nominations from the floor do not exceed the number of vacancies, the Grand Master must declare those persons to be duly elected.

8.5 The Committee is responsible for the management of The Club, but it shall not act contrary to any resolution passed at a General Meeting of The Club.

8.6 If any member of the Committee has a direct or indirect financial interest in any contract, or proposed contract, entered into or being considered by the Committee, then that member must;

(a) disclose the nature and extent of that financial interest to the other members of the Committee as soon as they become aware of that financial interest; and

(b) not vote or take part in any deliberations or decisions of the Committee relating to that contract.

8.7 The Secretary must cause every disclosure made by a member of the Committee to be recorded in the minutes of the meeting of the Committee at which it is made.

8.8 All Committee members shall hold office until the end of the Annual General Meeting following their election or co-option. Committee members shall be eligible for re-election.

8.9 The committee may declare a Committee member to have vacated office if the member;

(a) ceases to be a member of The Club

(b) is absent without leave from two consecutive meetings of the Committee

(c) declines to act as directed by the Committee

(d) tenders their resignation, and such resignation is accepted by the Committee

8.10 A member of the Committee may be removed from office by two thirds (2/3) majority of those members present and voting at a General Meeting, providing that at least fourteen (14) days notice of such motion has been given in writing to all members.

8.11 The Committee shall have the power to;

(a) co-opt members as required for specific purposes

- (b) appoint subcommittees for any purpose relating to the affairs of The Club and to prescribe the duties and powers of any such subcommittee
- (e) determine the annual subscription fees for membership, and
- (f) make, amend and rescind rulings and by-laws that it considers necessary for the effective administration of The Club, provided that no by-law may be inconsistent with the rules of The Club.

## **9 Office Bearers**

9.1 Only financial members of The Club shall be eligible for election as office bearers.

9.2 The office bearers of The Club shall consist of;

- (a) Grand Master
- (b) Secretary
- (c) Treasurer
- (d) RA

and must be elected at an Annual General Meeting by ballot of members present and voting, or appointed under rule 9.6.

9.3 The Grand Master shall see that the business of The Club is conducted in a proper manner and shall ensure The Club's well being and that the objectives of The Club are pursued. The Grand Master shall preside at General Meetings of The Club, have the voting rights of an ordinary member, and in the case of equality of votes shall have the casting vote.

9.4 The Secretary shall;

(a) in the absence of the Grand Master, have all the powers of the Grand Master

(b) comply on behalf of The Club with

(i) section 53(1) of the Act in respect to the register of members of The Club

(ii) section 35(1) of the Act in respect to the Rules of The Club

(iii) section 58(2) of the Act in respect of a record of members authorised to act on behalf of The Club

(c) The Secretary shall conduct business on behalf of The Club, attend to correspondence, issue notices of meetings, keep all other records (other than financial) of The Club, and carry out such duties as the Committee may from time to time direct. The Secretary shall also keep full and correct minutes of all meetings of The Club.

9.5 The Treasurer shall;

(a) ensure that any amounts payable to The Club are collected and issued receipts for those amounts in The Club's name

(b) ensure that any amounts paid to The Club are credited to the appropriate account of The Club, as directed by the committee

(c) ensure that any payments to be made by The Club that have been authorised by the committee, or at a General Meeting are made on time and that all withdrawals have a minimum of two authorised signatories

(d) ensure that The Club complies with the relevant requirements of Part 5 of the Act

(e) Ensure the safe custody of The Club's financial records, financial statements and financial reports

(f) coordinate the preparation of The Club's financial statements before their submission to The Club's Annual General Meeting

(g) carry out any other duty given to the Treasurer under these Rules or by the committee.

- 9.6 A vacancy in the position of an office bearer shall be filled, where possible, by a committee member who was elected at the previous Annual General Meeting, otherwise by a member co-opted by the Committee.

## **10 Proceedings at General Meetings**

- 10.1 The quorum for the General Meeting shall be 10% or 20 (whichever is the lower) of the ordinary members of The Club.
- 10.2 If within 30 minutes after the specified time for the holding of a general meeting a quorum is not present then the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.
- 10.3 If within 30 minutes after the time appointment by rule 10.2 for the resumption of the general meeting a quorum is not present, then the members who are present may nevertheless proceed with the business of that general meeting as if a quorum was present.
- 10.4 The Grand Master may, with the consent of a general meeting, or must if so directed by such a general meeting, adjourn that general meeting from time to time and place to place.
- 10.5 Voting at general meetings shall be decided by a show of hands. A declaration by The Grand Master that a resolution has passed shall be evidence of that fact.
- 10.6 A special resolution may be moved at a Special General Meeting or at an Annual General Meeting, however the notice of that meeting must include the resolution to be proposed and the intention to propose the resolution as a special resolution.

## **11 Annual General Meetings**

- 11.1 The Committee must convene Annual General Meetings of The Club within 4 months after the end of The Clubs financial year.
- 11.2 The Secretary must give to all members at least 14 days notice in writing of an Annual General Meeting. The notice must state the date, time and place of the Annual General Meeting as well as particulars of the business to be conducted at the meeting.
- 11.3 The business of each Annual General Meeting is to;
- (a) present the annual report
  - (b) receive and approve audited financial reports
  - (c) elect a new committee
  - (d) consider any other matter of which notice has been given in the notice of meetings
  - (e) general business.
- 11.4 An auditor, who shall not be a member of the Committee, shall be appointed by the members of The Club at the Annual General Meeting, and shall audit the books and accounts of the club for presentation at the succeeding Annual General Meeting.

## **12 Special General Meeting**

- 12.1 The Secretary may convene a Special General Meeting on authority of the Management Committee, or at the request of at least 25% of the members of The Club.

- 12.2 The Special General Meeting must be held within one month of the date when the Secretary receives the request or is given authority by the Management Committee.
- 12.3 The Secretary must give to all members at least 14 days notice in writing of a Special General Meeting. The notice must state the purpose, date, time and place of the Special General Meeting as well as the particulars of the business to be conducted at the meeting.

### **13 Committee Meeting**

- 13.1 Committee meetings shall be held at the discretion of the Committee or at the direction of the Grand Master, provided that a committee meeting is held at least every three months.
- 13.2 All Committee members shall be notified of committee meetings in writing at least seven days before the date of such meeting.
- 13.3 The quorum for a committee meeting shall be five Committee members of whom at least two must be office bearers.

### **14 Members Entitlements**

- 14.1 Upon request the members of The Club shall have made available for inspection and make a copy of, or take an extract, but shall not have the right to remove;
- (a) register of members
  - (b) current copy of the constitution (16.3)
  - (c) record of office bearers
  - (d) the rules, records and documents of The Club.
- 14.2 At any General Meeting of The Club, members are entitled to;
- (a) propose motions or nominate people for election
  - (b) speak for or against a motion
  - (c) exercise one vote per person.
- 14.3 Only members present in person shall be entitled to vote at General Meetings.

### **15 Discipline**

- 15.1 The Committee may expel, suspend, penalise, or request the resignation of any member of The Club whose conduct in the opinion of the Committee is discreditable or injurious to the character and interests of The Club.
- 15.2 The Committee must communicate in writing to the member;
- (a) notice of the proposed suspension or expulsion and of the time, date and place of the committee meeting at which the question of that suspension or expulsion will be decided; and
  - (b) particulars of that conduct
- not less than 30 days before the date of the committee meeting referred to in paragraph (a).
- 15.3 At the committee meeting referred to in the notice communicated (15.2) the Committee may, having afforded the member concerned reasonable opportunity to be heard by, or making representations in writing to, suspend or expel or decline to suspend or expel that member from membership of The Club and must, forthwith after deciding whether or not to suspend or expel that member, communicate that decision in writing to that member.

- 15.4 Any member suspended or expelled by the Committee must, if they wish to appeal against that suspension or expulsion, give notice to the Secretary of their intention to do so within 14 days after receiving the decision of the Committee under rule 15.3.
- 15.5 When notice is given under rule 15.4;
- (a) the Club in a general meeting must, either confirm or set aside the decision of the Committee to suspend or expel the member, after having afforded the member who gave notice a reasonable opportunity to be heard by, or to make representations in writing, to The Club in a general meeting, and
  - (b) the member who gave that notice is not suspended or does not cease to be a member unless and until the decision of the Committee to suspend or expel the member is confirmed under this sub rule.
- 15.6 Subject to rule 15.5, a member has their membership suspended, or ceases to be a member, 14 days after the day on which the decision to suspend or expel a member is communicated to them under rule 15.3.

**15.7 Disputes and Mediation**

The grievance procedure set out in this rule applies to disputes under these rules between – a member and another member; or a member and The Club. 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, 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.

The mediator must be -

a person chosen by agreement between the parties; or

in the absence of agreement a person appointed by the Committee of The Club.

A member of The Club can be a mediator.

The mediator cannot be a member who is a party to the dispute.

The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

The mediator, in conducting the mediation, must -

give the parties to the mediation process every opportunity to be heard;

allow due consideration by all parties of any written statement submitted by any party; and

ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

**16 Amendments to the Rules**

- 16.1 The Club may amend the Rules only at a General Meeting by special resolution but not otherwise.
- 16.5 Within one month of the passing of a special resolution altering the Rules, or such time as the Commissioner may in a particular case allow (on written application by The Club), The Club must lodge with the Commissioner notice of the special resolution setting out the particulars of the alteration together with a certificate given by a member of the Committee certifying that the resolution was duly passed as a special resolution and the Rules of The Club as so altered conform to the requirements of this Act.

16.3 Copies of the Rules shall be available from the Secretary.

## **17 Dissolution**

17.1 The existence of The Club shall end if The Club so decides by special resolution at a Special General Meeting called for that purpose, or if no Annual General Meeting is held for three consecutive years.

17.2 Surplus property of The Club that exists after dissolution and satisfaction of the debts and liabilities of The Club and the costs, charges and expenses of that dissolution, that property shall be distributed only to;

(a) another association incorporated under the Act which has similar objects and is not carried on for profit or gain to its individual members, and/or

(b) one or more charitable organisations  
as determined by resolution of the members.

## **18 Common Seal of Associations**

The Club must have a common seal on which its corporate name appears in legible characters.

18.2 The common seal of The Club must not be used without the express authority of the Committee and every use of that common seal must be recorded in the minute book.

18.3 The affixing of the common seal of The Club must be witnessed by any two of the Grand Master, the Secretary and the Treasurer.

18.4 The common seal of The Club must be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

## **19 Notices**

19.1 Notices given to members of The Club in writing shall be deemed to have been served if sent to the last notified postal or electronic address of the member.

19.2 Where a notice in writing has been sent by post, notice shall be deemed to have been served on the third day after posting.

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