



CONSTITUTION

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Part 1 Preliminary

1 Club Name

The association formed under this constitution shall be known as the CLASSIC RIDERS CLUB of GOULBURN Incorporated: hereafter referenced as the Club. The Club shall be a non-profit organisation with the objectives, membership and administration as set out in this constitution, as amended and adopted at the Extraordinary General Meeting of the Club, at Goulburn on 14 July 2026.

2 Club Objectives

(1) The objectives of the Club are to:

- (a) promote and foster the preservation, restoration and use of historic motorcycles
- (b) conduct rallies and social events for members and to associate with other similar clubs having the same interests.
- (c) receive or reject any monies by way of subscriptions, commissions, donations, legacies or grants
- (d) indulge in any activity deemed by the Club to further the interests of Club members
- (e) publish, or cause to be published, any information which it is deemed will promote the objects of the Club.

3 Definitions

(1) In this constitution:

committee member means an office-bearer or ordinary committee member

exercise refers to a function which includes perform a duty

individual means a natural person

function includes a power, authority or duty

membership year means a period of twelve months, commencing on 1 August and ending on 31 July of the following calendar year

office-bearer means a committee member elected to an office referred to in clause 16(1)(i) - (iv)

ordinary committee member means a committee member who is not an office-bearer

register of members means the register of members maintained under clause 4

secretary, of the club, means:

- (a) the person holding office under this constitution as secretary; or
- (b) if no person holds that office - the public officer of the club.

general meeting, of the club, means a general meeting of the club other than an annual general meeting

subcommittee means a subcommittee established under clause 20

TfNSW – means Transport for NSW, or any successor Agency

the Act means the *Associations Incorporation Act 2009*

the Regulation means the *Associations Incorporation Regulation 2022*

Note: The Act and the *Interpretation Act 1987* contain definitions and other provisions that affect the interpretation and application of this constitution.

(2) the *Interpretation Act 1987* applies to this constitution as if it were an instrument made under the Act

Note: The Act, Part 4 deals with various matters relating to the management of associations.

Part 2 Members of the Club

4 Membership generally

- (1) Membership is open to any person who accepts the objectives and interests of the Club. An individual is taken to be a member of the club if:
 - (a) the person applied to be a member under clause 5(1) and the application has been approved; or
 - (b) a current financial member at the time of the adoption of this constitution.
- (2) A person who is not an individual is not eligible to be a member of the club.

5 Membership applications

- (1) An application by a person to be a member of the club must be:
 - (a) made in writing; and
 - (b) on the form determined by the committee; and
 - (c) lodged with the secretary.
- (2) The committee may determine that an application may be made or lodged by email or other electronic means.
- (3) The secretary must refer an application to the committee as soon as practicable after receiving the application. (Refer to New Membership By-law for further details provide New Membership Package)
- (4) As soon as practicable after the committee decided on the application, the secretary must:
 - (a) give the applicant written notice of the decision, including by email or other electronic means if determined by the committee; and
 - (b) if the application is approved - inform the applicant that the applicant is required to pay the entrance fee and annual subscription fee payable under clause 7 within 28 days of the day the applicant receives the notice.
- (5) The secretary must enter the applicant's name in the register of members as soon as practicable after the applicant pays the entrance fee and annual subscription fee in accordance with subclause 7(2).
- (6) The applicant becomes a member once the applicant's name is entered into the register.

6 Register of members

- (1) The secretary must establish and maintain a register of members of the club.
- (2) The register:
 - (a) may be in written or electronic form; and
 - (b) must include, for each member
 - (i) the member's full name, and
 - (ii) a residential, postal or email address, and
 - (iii) the date on which the person became a member, and
 - (iv) if the person ceases to be a member - the date on which the person ceased to be a member; and
 - (c) must be kept in New South Wales in custody of the Secretary.
 - (d) must be available for inspection, free of charge, by members at a reasonable time; and
 - (e) if kept in electronic form - must be able to be converted to hard copy.
- (3) If the register is kept in electronic form, the requirements in subclause (2)(c) and (d) apply as if a reference to the register is a reference to a current hard copy of the register.
- (4) A member may obtain a hard copy of the register, or a part of the register, on payment of a fee of not more than \$1, as determined by the committee, for each page copied.
- (5) Information about a member, other than the member's name, must not be made available for inspection if the member requests that the information not be made available.
- (6) A member must not use information about a member obtained from the register to contact or

send material to the member, unless:

- (a) the information is used to send the member a newsletter, or
 - (i) a notice for a meeting or other event relating to the club, or
 - (ii) other material relating to the club; or
- (b) as necessary, to comply with a requirement of the Act or the Regulation.

7 Fees and subscriptions

- (1) A member of the Club must, on admission to membership, pay to the Club a fee as determined by the Club (joining fee).
- (2) Members shall pay such Annual Membership fees as are determined by the Club at a General Meeting. Annual Membership fees fall due on 1 August each year and are payable before the first day of the membership year, in each calendar year.
- (3) Annual Membership fees are payable in advance for the current and next membership year; to ensure club membership prevails for the entire period of registration of a member's vehicle, under the TfNSW Conditional Registration Schemes.
- (4) A new member joining after 31 December shall pay half of the Annual Membership fee for the remainder of the current membership year, plus one full year's membership for the following membership year, in advance.

8 Members' liabilities

- (1) The liability of a member of the club to contribute to the payment of either of the following is limited to the amount of any outstanding fees for the member under clause 7:
 - (a) the debts and liabilities of the club, the costs, charges and expenses of the winding up of the club.

9 Disciplinary action against members

- (1) A person may make a complaint to the committee that a member of the club has:
 - (a) failed to comply with a provision of this constitution; or
 - (b) willfully acted in a way prejudicial to the interests of the club.
- (2) The committee may refuse to deal with a complaint if the committee considers the complaint is trivial or vexatious.
- (3) If the committee decides to deal with the complaint, the committee must:
 - (a) serve notice of the complaint on the member; and
 - (b) give the member at least fourteen days from the day the notice is served on the member within which to make submissions to the committee about the complaint; and
 - (c) consider any submissions made by the member.
- (4) The committee may, by resolution, expel the member from the club or suspend the member's membership if, after considering the complaint, the committee is satisfied that:
 - (a) the facts alleged in the complaint have been proved; and
 - (b) the expulsion or suspension is warranted.
- (5) If the committee expels or suspends the member, the secretary must, within seven days of that action being taken, give the member written notice of:
 - (a) the action taken; and
 - (b) the reasons given by the committee for taking the action; and
 - (c) the member's right of appeal under clause 10.
- (6) The expulsion or suspension does not take effect until the later of the following:
 - (a) the day the period within which the member is entitled to exercise the member's right of appeal expires; or
 - (b) if the member exercises the member's right of appeal within the period - the day the

club confirms the resolution under clause 10.

10 Right of appeal against disciplinary action

- (1) A member may appeal against a resolution of the committee under clause 9 by lodging a notice of appeal with the secretary within seven days of being served notice of the resolution.
- (2) The member may include, with the notice of appeal, a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) The secretary must notify the committee that the secretary has received a notice of appeal.
- (4) If notified that a notice has been received, the committee must call a general meeting of the club to be held within 28 days of the day the notice was received.
- (5) At the general meeting:
 - (a) no business other than the question of the appeal is to be transacted; and
 - (b) the member must be given an opportunity to state the member's case orally or in writing, or both; and
 - (c) the committee must be given the opportunity to state the committee's case orally or in writing, or both; and
 - (d) members present must vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (6) The appeal is to be determined by a simple majority of votes cast by the members.

11 Resolution of internal disputes

- (1) The following disputes must be referred to a Community Justice Centre within the meaning of the *Community Justice Centres Act 1983* for mediation:
 - (a) a dispute between two or more members of the club, but only if the dispute is between the members in their capacity as members; or
 - (b) a dispute between one or more members and the club.
- (2) If the dispute is not resolved by mediation within three months of being referred to the Community Justice Centre, the dispute must be referred to arbitration.
- (3) The *Commercial Arbitration Act 2010* applies to a dispute referred to arbitration.

12 Membership entitlements not transferable

A right, privilege or obligation that a person has because the person is a member of the club:

- (a) cannot be transferred to another person; and
- (b) terminates once the person ceases to be a member of the club.

13 Member resignation

- (1) A member of the club may resign from being a member by giving the secretary written notice of at least one month, or another period determined by the committee, of the member's intention to resign.
- (2) The member ceases to be a member on the expiration of the notice period.

14 Cessation of membership

A person ceases to be a member of the club if the person:

- (a) dies; or
- (b) resigns from being a member; or
- (c) is expelled from the club; or
- (d) fails to pay the annual subscription fee payable under clause 7(2) within three months of the due date.

Part 3 Committee

15 Functions of committee

Subject to the Act, the Regulation, this constitution, and any resolution passed by the club in general meeting, the committee:

- (a) is to manage the affairs of the club; and
- (b) may exercise all the functions that may be exercised by the club, other than a function that is required to be exercised by the club in general meeting and has power to do all things that are necessary or convenient to be done for the proper management of the affairs of the club.

16 Composition of committee

- (1) The committee shall comprise of the following members, as elected in accordance with clause 17, consisting of the following office-bearers and committee members:

(office Bearers)

- (i) **the president,**
 - (ii) **the vice-president,**
 - (iii) **the secretary,**
 - (iv) **the treasurer,**
 - (v) the assistant secretary,
 - (vi) the public officer,
 - (vii) the club captain / movements officer,
 - (viii) plus, up to three or more additional ordinary committee members as required
- (2) A committee member may hold up to two offices, other than both the offices of president and vice-president. /
- (3) The *President* shall be the spokesperson for the club, shall chair meetings and be responsible for the delegation of duties to members, as required.
- (4) The *Vice-President* shall assist and assume full presidential duties in the absence of and on behalf of the president, as required.
- (5) The *Public Officer* is the official contact for the Club; including taking delivery of documents served on the Club and bringing them to the attention of the committee, as soon as practicable. The duties of the public officer are as follows:
- (a) Contact with the NSW Fair Trading (or their successor) and other Government Departments,
 - (b) Submitting yearly financial statement to DFT within 14 days after the AGM,
 - (c) Make sure all records are kept up to date for audit purposes.

Note - The Act, section 28, contains requirements relating to membership eligibility and composition of the committee.

17 Election of committee member

- (1) Any eligible member of the club may be nominated as a candidate for election as an office-bearer or ordinary committee member.
- (2) The elections will be carried out in accordance with our club By-Law for Elections

18 Terms of office

- (1) Subject to this constitution, a committee member holds office from the day the member is elected until immediately before the next annual general meeting.
- (2) A member is eligible, if otherwise qualified, for re-election.
- (3) There is no limit to the number of consecutive terms for which a committee member may hold a position.

19 Vacancies in office

- (1) A casual vacancy in the office of a committee member arises if the member:
 - (a) dies; or
 - (b) ceases to be a member of the club; or
 - (c) resigns from office by written notice given to the secretary; or
 - (d) is removed from office by the club under this clause; or
 - (e) is absent from three consecutive meetings of the committee without the consent of the committee; or
 - (f) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth; or
 - (g) is prohibited from being a director of a company under the *Corporations Act 2001* of the Commonwealth, Part 2D.6; or
 - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty is imprisonment for at least three months; or
 - (i) becomes a mentally incapacitated person.
- (2) The club in general meeting may, by resolution:
 - (a) remove a committee member from office at any time; and
 - (b) appoint another member of the club to hold office for the balance of the committee member's term of office. (leave for Casual Vacancy)
- (3) A committee member to whom a proposed resolution referred to in subclause (2) relates may:
 - (a) give a written statement, of a reasonable length, to the president or secretary; and
 - (b) request that the committee send a copy of the statement to each member of the club at least seven days before the general meeting at which the proposed resolution will be considered.
- (4) If the committee fails to send a copy of a statement received under subclause (3)(a) to each member in accordance with a request made under subclause (3)(b), the statement must be read aloud by the member presiding at the general meeting at which the proposed resolution will be considered.
- (5) The committee may appoint a member of the club to fill a casual vacancy other than a vacancy arising from the removal from office of a committee member.
- (6) Subject to this constitution, a member appointed to fill a casual vacancy holds office until the next annual general meeting.

20 Secretary

- (1) As soon as practicable after being elected as secretary, the secretary must lodge a notice with the club specifying the secretary's address.
- (2) The secretary must keep minutes of:
 - (a) all elections of committee members; and
 - (b) the names of committee members present at a meeting of the committee or a general meeting; and
 - (c) all proceedings at committee meetings and general meetings.
- (3) The minutes must be:
 - (a) kept in written or electronic form; and
 - (b) for minutes of proceedings at a meeting -signed, in writing or by electronic means, by
 - (i) the member who presided at the meeting, or
 - (ii) the member presiding at the subsequent meeting.

21 Treasurer

The treasurer of the club must ensure:

- (a) all money owed to the club is collected; and
- (b) all payments authorised by the club are made; and
- (c) correct books and accounts are kept showing the financial affairs of the club, including full details of receipts and expenditure relating to the club's activities.

22 Delegation to subcommittees

- (1) The committee may:
 - (a) establish one or more subcommittees to assist the committee to exercise the committee's functions; and
 - (b) appoint one or more members of the club to be the members of the subcommittee.
- (2) The committee may delegate to the subcommittee the exercise of the committee's functions specified in the instrument, other than:
 - (a) this power of delegation; or
 - (b) a duty imposed on the committee by the Act or another law.

Note: The *Interpretation Act 1987*, section 49 deals with various matters relating to delegations.

23 Committee meetings

- (1) A committee meeting shall be held each quarter (3-month intervals) in conjunction with a general meeting.
- (2) Additional meetings of the committee may be called by any committee member.
- (3) The procedure for calling and conducting business at a meeting of a subcommittee is to be as determined by the subcommittee.

Note: The Act, section 30(1) provides that committee meetings may be held as and when the association's constitution requires.

24 Notice of committee meeting

- (1) The secretary must give each committee member oral or written notice of a meeting of the committee at least 48 hours, or another period on which the majority of committee members agree, before the time the meeting is due to commence.
- (2) The notice must describe the general nature of the business to be transacted at the meeting.

25 Quorum

- (1) The quorum for a meeting of the committee is three committee members.
- (2) No business may be transacted by the committee unless a quorum is present.
- (3) If a quorum is not present within half an hour of the time the meeting commences, the meeting is adjourned to an agreed alternative day, time and place.
- (4) If a quorum is not present within half an hour of the time the adjourned meeting commences, the meeting is dissolved.

26 Presiding committee member

- (1) The following committee member preside at a meeting of the committee:
 - (a) the president,
 - (b) if the president is absent - the vice-president,
 - (c) if both the president and vice-president are absent - one of the members present at the meeting, as elected by the other members.
- (2) The member presiding at the meeting has:
 - (a) A deliberative vote, and
 - (b) In the event of an equality of votes – a second or casting vote.

27 Voting

- (1) A decision supported by a majority of the votes cast at a meeting of the committee or subcommittee, at which a quorum is present is the decision of the committee, or subcommittee.

28 Acts valid despite vacancies or defects

- (1) Subject to clause 25(1), the committee may act despite there being a casual vacancy in the office of a committee member.
- (2) An act done by a committee or subcommittee is not invalidated because of a defect relating to the qualifications or appointment of a member of the committee or subcommittee.

29 Transaction of business outside meetings or by telephone or other means

- (1) The committee may transact its business by the circulation of papers, including by electronic means, among all committee members.
- (2) If the committee transacts business by the circulation of papers, a written resolution, approved in writing by a majority of committee members, is taken to be a decision of the committee made at a meeting of the committee.
- (3) The committee may transact its business at a meeting at which one or more committee members participate by telephone or other electronic means, provided a member who speaks on a matter can be heard by the other members.
- (4) The member presiding at the meeting and each other member have the same voting rights as they would have at an ordinary meeting of the committee for the purposes of:
 - (a) the approval of a resolution under subclause (2); or
 - (b) a meeting held in accordance with subclause (3).
- (5) A resolution approved under subclause (2) must be recorded in the minutes of the meetings of the committee.

Note: The Act, section 30(2) and (3) contains requirements relating to meetings held at 2 or more venues using technology.

Part 4 General Meetings of Club

30 Annual General Meetings

- (1) The club must hold annual general meetings within:
 - (a) six months of the last day of the club's financial year; or
 - (b) the later period allowed or prescribed in accordance with the Act, section 37(2)(b).
- (2) Subject to the Act and subclauses (1) and (2), the annual general meeting is to be held at the place and time determined by the committee.
- (3) Members shall be given 21 days' notice of an annual general meeting. Notice may be given by electronic means or by mail to the last known contact information. The notice must include the date, time and location of the meeting.
- (4) The business that may be transacted at an annual general meeting includes the following:
 - (a) confirming the minutes of the previous annual general meeting and any general meetings held since the previous annual general meeting;
 - (b) receiving reports from the committee on the club's activities during the previous financial year;
 - (c) electing office-bearers and ordinary committee members;
 - (d) receiving and considering financial statements or reports required to be submitted to members of the club under the Act.
- (5) Additions, deletions or alterations to by-Laws must be carried out at an Annual General Meeting or Extraordinary General Meeting. The addition, deletion or alteration must be detailed in the notice of the meeting.
- (6) Proxy Voting is permitted for:
 - (a) Elections, subject to the provisions of the Elections By-Law and
 - (b) Any motions included in the annual general meeting notice. For these, the proxy must be

in the possession of the presiding member (usually the President) prior to the vote.

Note: The Act, section 37(1) and (2) provides for when annual general meetings must be held.

31 General Meetings

- (1) The secretary must give each member notice of a General Meeting. Publication of a regular schedule of meetings on the club's web page, SMS, social media or any printed publication shall constitute the required notice.
- (2) The agenda of the General Meeting may include, but not be limited to:
 - (a) Noting attendance and apologies
 - (b) Confirming the minutes of the previous general meeting
 - (c) Correspondence in and out
 - (d) Committee reports to the members including ride reports
 - (e) Treasurer's report
 - (f) General business from members

32-Extra Ordinary General Meeting

- (1) The committee may call an Extraordinary General Meeting whenever the committee thinks fit.
- (2) The committee must call an Extraordinary General Meeting if the committee receives a request made by at least 5% of the total number of members.
- (3) The request:
 - (a) Must be in writing, and
 - (b) Must state the purpose of the meeting, and
 - (c) Must be signed by the members making the request, and
 - (d) May consist of more than one document in a similar form signed by one or more members, and
 - (e) Must be lodged with the secretary, and
 - (f) May be in electronic form and signed and lodged by electronic means.
- (4) If the committee fails to call an Extraordinary General Meeting within one month of the request being lodged, one or more of the members who made the request may call an Extraordinary General Meeting to be held within three months of the date the request was lodged.
- (5) Members shall be given 21 days' notice of an Extraordinary General Meeting. Notice may be given by electronic means or by mail to the last known contact information. The notice must include the date, time and location of the meeting.
- (6) An Extraordinary General Meeting may be held immediately before or after a General Meeting.
- (7) The only business that may be transacted at the Extraordinary General meeting is the business specified in the notice.
- (8) Additions, deletions or alterations to By-Laws must be carried out at an Annual General Meeting or Extraordinary General Meeting. The Addition, Deletion or Alteration must be detailed in the notice of the meeting.
- (9) Proxy Voting is permitted for:
 - (a) Elections, subject to the provisions of the Elections By-Law and
 - (b) Any motions included in the extraordinary General Meeting notice. For these, the proxy must be in the possession of the presiding member (usually the President) prior to the vote.

33 Quorum

- (1) The quorum for the annual general meeting is twenty (20) members of the club entitled to vote under this constitution.
- (2) The quorum for a general meeting is twelve (12) members of the club entitled to vote under this constitution.
- (3) No business may be transacted at a general meeting unless a quorum is present.

- (4) If a quorum is not present within half an hour of the time the meeting commences, the meeting is dissolved and may be held over until the next monthly meeting:
 - (a) if called on the request of members - is dissolved; or adjourned

34 Adjourned meetings

- (1) The member presiding at a general meeting may, with the consent of the majority of the members present, adjourn the meeting to another time and place.

35 Presiding member

- (1) The following member presides at a general meeting:
 - (a) the president;
 - (b) if the president is absent - the vice-president;
 - (c) if both the president and vice-president are absent - one of the members present at the meeting, as elected by the other members.
- (2) The member presiding at the meeting has:
 - (a) a deliberative vote; and
 - (b) in the event of equality of votes - a second or casting vote;
 - (c) no requirement to exercise their casting vote under subclause 35(2)(b), unless an immediate decision is necessary.

36 Voting

- (1) A member is not entitled to vote at a general meeting unless the member:
 - (a) is at least 18 years of age; and
 - (b) has paid all money owed by the member to the club.
- (2) Each member has one vote, except as provided by clause 35(2)(b).
- (3) A question raised at the meeting must be decided by:
 - (a) a show of hands; or
 - (b) a secret ballot if a duly moved and seconded motion to that effect is carried.
- (4) Proxy Voting shall only be permitted for elections and for business duly notified at an Annual General Meeting or an Extraordinary General Meeting, in accordance with provisions of Part 4 Clause 30 and 32 of the Elections By-Law
- (5) A member's eligibility for a Proxy Vote is the same as provided in Clause (1)
- (6) A Proxy vote may direct a vote to be
 - (a) For or against a candidate for election; or
 - (b) For or against a proposed resolution; or
 - (c) Delegated to a nominated person to vote as he/she sees fit.

37 Postal, electronic or combined ballots

- (1) The club may hold a postal, electronic or combined ballot, as determined by the committee, to decide any matter other than an appeal under clause 10.
- (2) The ballot must be conducted in accordance with Schedule 2 of the Regulation.

38 Transaction of business outside meetings or by telephone or other means

- (1) The club may transact its business by the circulation of papers, including by electronic means, among all members of the club.
- (2) If the club transacts business by the circulation of papers, a written resolution, approved in writing by a majority of members, is taken to be a decision of the club made at a general meeting.

- (3) The club may transact its business at a general meeting at which one or more members participate by telephone or other electronic means, provided a member who speaks on a matter can be heard by the other members.
- (4) The member presiding at the meeting and each other member have the same voting rights as they would have at an ordinary meeting of the club for the purposes of:
 - (a) the approval of a resolution under subclause (2); or
 - (b) a meeting held in accordance with subclause (3).
- (5) A resolution approved under subclause (2) must be recorded in the minutes of the meetings of the club.

Note: The Act, section 37(3) and (4) contains requirements relating to meetings held at 2 or more venues using technology.

Part 5 Administration

39 Change of name, objects or constitution

An application for registration of a change in the club's name, objects or constitution made under the Act, section 10 must be made by:

- (a) the public officer; or
- (b) a committee member.

40 Funds

- (1) Subject to a resolution passed by the club, the club's funds may be derived from the following sources only:
 - (a) the entrance fees and annual subscription fees payable by members;
 - (b) donations;
 - (c) other sources as determined by the committee.
- (2) Subject to a resolution passed by the club, the club's funds and assets must be used to pursue the club's objects in the way that the committee determines.
- (3) As soon as practicable after receiving money, the club must:
 - (a) deposit the money, without deduction, to the credit of the club's authorised deposit-taking institution account; and
 - (b) issue a receipt for the amount of money received to the person from whom the money was received.
- (4) A cheque or other negotiable instrument including internet banking payments must be signed by two authorised signatories. One of the signatories must be an office-bearer: (Treasurer, Secretary, President or Vice-President).
- (5) The Committee may approve a credit or debit card facility where appropriate. All accounts linked to these cards shall be kept with a nominal balance and may be a single authorised signatory.

Note: The Act, section 36 provides for the appointment of authorised signatories.

41 Insurance

The club may take out and maintain insurance as appropriate for the club's assets and liabilities.

42 Non-profit status

Subject to the Act and the Regulation, the club must not conduct the club's affairs in a way that provides a pecuniary gain for a member of the club.

Note: See the Act, section 40.

43 Service of notices

- (1) For the purposes of this constitution, a notice may be given to or served on a person:
 - (a) by delivering the notice to the person personally; or
 - (b) by sending the notice by pre-paid post to the address of the person; or
 - (c) by sending the notice by electronic transmission to an address specified by the person for giving or serving the notice.
- (2) A notice is taken to have been given to or served on a person, unless the contrary is proved:
 - (a) for a notice given or served personally - on the date on which the notice is received by the person; or
 - (b) for a notice sent by pre-paid post - on the date on which the notice would have been delivered in the ordinary course of post; or
 - (c) for a notice sent by electronic transmission:
 - (i) on the date the notice was sent; or
 - (ii) if the machine from which the transmission was sent produces a report indicating the notice was sent on a later date—on the later date.

44 Custody of records and books

Except as otherwise provided by this constitution, all records, books and other documents relating to the club must be kept in New South Wales:

- (a) at the club's main premises, in the custody of either of the following persons, as determined by the committee
 - (i) the public officer,
 - (ii) a member of the club; or
- (b) if the club has no premises - at the club's official address, in the custody of the public officer.

45 Inspection of records and books

- (1) The following documents must be available for inspection, free of charge, by members of the club at a reasonable time:
 - (a) this constitution;
 - (b) minutes of committee meetings and general meetings of the club;
 - (c) records, books and other documents relating to the club.
- (2) A member may inspect a document referred to in subclause (1):
 - (a) in hard copy; or
 - (b) in electronic form, if available.
- (3) A member may obtain a hard copy of a document referred to in subclause (1) on payment of a fee of not more than \$1, as determined by the committee, for each page copied.
- (4) The committee may refuse to allow a member to inspect or obtain a copy of a document under this clause:
 - (a) that relates to confidential, personal, commercial, employment or legal matters; or
 - (b) if the committee considers it would be prejudicial to the interests of the club for the member to do so.

46 Financial year

- (1) The club's financial year is:
 - (a) the period commencing on the date of incorporation of the club and ending on the following 31 July, and
 - (b) each period of twelve months after the expiration of the previous financial year, commencing on 1 August and ending on 31 July of the following calendar year.

Note: The Regulation, section 21 contains a substitute clause 44 for certain associations incorporated under the *Associations Incorporation Act 1984*.

47 Distribution of property on winding up

- (1) Subject to the Act and the Regulation, in a winding up of the club, the surplus property of the club must be transferred to another organisation:
 - (a) with similar objects; or
 - (b) such Goulburn based registered charities as the membership decides by resolution.
- (2) In this clause:
surplus property has the same meaning as in the Act, section 65.

48 By-laws

- (1) The Club may create By-laws which shall be produced either:
 - (a) by the Committee to ensure compliance with Australian or New South Wales legislation, limited to that which is required to comply with the legislation; or
 - (b) otherwise as proposed by the Committee or any member of the Club and approved by a simple majority at an Annual General Meeting or an Extraordinary General Meeting; following the provision of at least twenty-one (21) days' notice to all members of the Club.
- (2) The secretary shall maintain a full and up-to-date set of By-laws which shall be available to members.