



Central Coast Rugby Union

Constitution

Central Coast Rugby Union Inc.

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PART 1 PRELIMINARY

1 Definitions

- (1) The following definitions apply in this Constitution unless the context requires otherwise:

Administration Officer means:

- (a) the person holding office under this constitution as Administration Officer of the Union, or
- (b) if no person holds that office—the public officer of the union.

affiliated bodies as invited and approved by the Board at the first meeting of each season

annual general meeting of the union, means an annual general meeting of the union other than a general meeting or special general meeting.

Board of Directors means the means the governing body of the Central Coast Rugby Union.

board member means an office-bearer or ordinary board member.

Council refers to the group consisting of delegates from each club within the Central Coast Rugby Union's competition, a member of each affiliated body, life members and current officers of the Union and its Board members

exercise a function includes perform a duty.

function includes a power, authority or duty.

office-bearer means a board member who is elected to an office referred to in clause 15(1)(a).

ordinary board member means a board member who is not an office-bearer.

penalty unit means the dollar amount as determined by the Board at the first meeting of each season

register of members means the register of members maintained under clause 5.

special general meeting, of the union, means a general meeting of the union other than a general meeting or an annual general meeting, convened in accordance with this constitution to discuss special business.

Subcommittee means a subcommittee established under clause 20.

the Act means the Associations Incorporation Act 2009.

the Regulation means the Associations Incorporation Regulation 2022.

the Union means the Central Coast Rugby Union Inc., being the association registered under the Act.

zone means the geographical area where the union has responsibility for the administration of the game of rugby football, as determined by NSW Rugby Union from time to time.

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

2 Objects of the Union

The objects of the Union are to:

- (a) foster, promote and control Rugby Football in its area.
- (b) To establish rules, regulations and directions to govern the Union's rugby competitions, and the conduct of players, officials, and members of clubs and bodies.
- (c) To subscribe to, become a member of, or affiliate with any other union, association or body whose objects are similar to this Union and abide by the terms governing any such affiliation.

PART 2 MEMBERS OF THE UNION

3 Membership generally

- (1) Subject to clause 4, membership is open to
- (a) rugby clubs,
 - (b) bodies with objects similar to the union, and
 - (c) individuals that are not members of subclause (a) and/or (b).

4 Membership applications

- (1) An application to be a member of the union must be—
- (a) made in writing, and
 - (b) in the form determined by the board, and
 - (c) lodged with the Administration Officer.
- (2) The board may determine that an application may be made or lodged by email or other electronic means.
- (3) The Administration Officer must refer an application to the board as soon as practicable after receiving the application.
- (4) The board must, at the next board meeting following the receipt of the application –
- (a) approve or reject the application, and
 - (b) record the reasons for the decision in the minutes of the meeting.
- (5) As soon as practicable after the board has decided the application, the Administration Officer must—

- (a) give the applicant written notice of the decision, including by email or other electronic means if determined by the board, 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 6 within 28 days of the day the applicant received the notice.
- (6) The Administration Officer 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 (5)(b).
- (7) The applicant becomes a member once the applicant's name is entered in the register.

5 Register of members

- (1) The Administration Officer must establish and maintain a register of members of the union.
- (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—
 - (i) at the union's main premises, or
 - (ii) if the union has no premises—at the union's official address, and
 - (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 board, 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—

- (i) a newsletter, or
 - (ii) a notice for a meeting or other event relating to the union, or
 - (iii) other material relating to the union, or
- (b) it is necessary to comply with a requirement of *the Act* or *the Regulation*.

6 Fees and subscriptions

- (1) A Member, upon admission to membership, shall pay the Union a fee of \$5.00 or such other amount as is determined by the Union at an Annual General Meeting
- (2) In addition to any amount payable by the Member under sub-clause (1), a Member shall pay to the Union an annual membership of \$5.00 or such other amount as is determined by the Union at an Annual General Meeting -
 - (a) except as provided by paragraph (b), before 1st April in each calendar year
 - (b) where the Member becomes a Member on or after 1st April in any calendar year - upon becoming a Member and before 1st April in each succeeding calendar year
- (3) The Board may exempt any member from payment of annual membership.
- (4) The Board, at its discretion, shall set the annual team registration fee.

7 Members' liabilities

The liability of a member of the union to contribute to the payment of either of the following is limited to the amount of any outstanding fees for the member under clause 6—

- (a) the debts and liabilities of the union,
- (b) the costs, charges and expenses of the winding up of the union.

8 Disciplinary action against members

- (1) A person may make a complaint to the board that a member of the union has—
 - (a) failed to comply with a provision of this constitution, or
 - (b) wilfully acted in a way prejudicial to the interests of the union.
- (2) The board may refuse to deal with a complaint if the board considers the complaint is trivial or vexatious.
- (3) If the board decides to deal with the complaint, the board must—
 - (a) serve notice of the complaint on the member, and
 - (b) give the member at least 14 days from the day the notice is served on the member within which to make submissions to the board about the complaint, and
 - (c) consider any submissions made by the member.
- (4) The board may, by resolution, expel the member from the union or suspend the member's membership if, after considering the complaint, the board is satisfied that—
 - (a) the facts alleged in the complaint have been proved, and

- (b) the expulsion or suspension is warranted.
- (5) If the board expels or suspends the member, the Administration Officer must, within 7 days of that action being taken, give the member written notice of—
 - (a) the action taken, and
 - (b) the reasons given by the board for taking the action, and
 - (c) the member's right of appeal under clause 9.
- (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 union confirms the resolution under clause 9.

9 Right of appeal against disciplinary action

- (1) A member may appeal against a resolution of the board under clause 8 by lodging a notice of appeal with the Administration Officer within 7 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 Administration Officer must notify the board that the Administration Officer has received a notice of appeal.
- (4) If notified that a notice has been received, the board must call a general meeting of the union 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 board must be given the opportunity to state the board's case orally or in writing, or both, and
 - (d) the 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.

10 Resolution of internal disputes

- (1) Disputes between members in their capacity as members of the Member Clubs or Affiliated Bodies and between members and the Union shall be referred by the Administration Officer to a qualified or trained mediator appointed by the parties
- (2) In default of agreement as to the appointment of a mediator thereto the dispute shall be referred to a mediator appointed by the Union's Solicitor (or a Solicitor nominated by the Union) for the purpose of alternative dispute resolution.

- (3) Costs of the alternative dispute resolution must be borne in accordance with the determination of the mediator.
- (4) In the event that both parties in dispute do not wish to refer the matter to a qualified or trained mediator then the Union will convene a disputes committee to hear and mediate the dispute.
- (5) The disputes committee will be a panel comprising three independent persons being:
 - (a) a person appointed by the member being a member of their Club or Affiliated Body;
 - (b) a person appointed by the Union who is a member of the Union;
 - (e) a person agreed to by both the Union and the member and in default of agreement thereto such person shall be the Union's Solicitor or a Solicitor appointed by the Union.
- (6) In the event that the parties in the dispute are unable to resolve the dispute by mediation the Union shall convene a disputes committee, comprising the persons referred to in the preceding paragraph, to hear the dispute in any manner it thinks appropriate. The disputes committee must advise the parties to the dispute, in writing, of its decision within thirty (30) days of receiving notice of the dispute and that decision shall be final and binding upon the parties.

11 Membership entitlements not transferable

A right, privilege, or obligation that a person has because the person is a member of the union—

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

12 Member resignation

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

13 Cessation of membership

A person ceases to be a member of the union if the person—

- (a) dies, or
- (b) resigns from being a member, or
- (c) is removed in accordance with the provisions of clause 31 hereof, or
- (d) fails to pay the annual subscription fee payable under clause 6(2) within 3 months of the due date.

14 Patron

- (1) The Board may invite any person to accept the title of Patron of the Union subject to ratification of such invitation and acceptance by the majority of the members present and voting at an Annual General Meeting of the Union and further, the Board may thereafter confer on such person the title of Patron provided that the number of Patrons at any time shall not exceed one (1) in number.
- (2) The appointment of the Patron shall be for a term of twelve (12) calendar months commencing on the date of the meeting upon which the position of Patron was conferred unless the patron: -
 - (a) dies
 - (b) resigns by notice given in writing to the Administration Officer
 - (c) is removed in accordance with the provisions of clause 31.
- (3) Should the position of Patron become vacant because of sub-clause (2), the Board may fill the vacancy with another Patron for the remainder of the term until the next Annual General Meeting.
- (4) The Patron shall be permitted to attend any Board Meeting, Annual General Meeting, Council Meeting, or Special General Meeting of the Union, address such meetings, and join in discussion.

15 Life Membership

- (1) The Union may at any Annual General Meeting by Special Resolution and providing such special resolution is passed by seventy - five percent (75%) of members present and voting, may confer on any person subject to his or her consent being had and obtained the title of Life Member for meritorious service rendered to the Union and upon such appointment his or her name shall be entered in the Register of Members.
- (2) 3-month notice of nomination for Life Membership must be given in writing.
- (3) Nomination for Life Membership must be approved by a Life Membership Review subcommittee which must be formed as and when the need arises.
- (4) Life Membership Review subcommittee will consist of two (2) members of the Board, two (2) Office Bearers and one (1) current Life Member, and must report to the Board.
- (5) The number of Life Members shall be limited to twelve (12) living Life Members and no election shall be made unless there are less than twelve (12).
- (6) A Life Membership ballot shall be undertaken if the number of nominees means that the maximum number of Life Members would exceed 12.
- (7) The Life Members of the Union shall be provided with a Badge/Card, which shall admit them free of charge to all matches controlled by the Union.
- (8) A Life Member shall be permitted to attend any Annual General Meeting, Council Meeting or Special General Meeting of the Union and address such meetings, join in discussion and shall be entitled to vote.
- (9) A Life Member ceases to be a Life Member if the Life Member:

- (a) dies,
- (b) is removed in accordance with the provisions of clause 31,
- (c) resigns.

PART 3 BOARD OF DIRECTORS

DIVISION 1 CONSTITUTION

16 Functions of the Board

Subject to the Act, the Regulation, this constitution, and any resolution passed by the union in a special general meeting, the board—

- (a) is to control and manage the affairs of the union, and
- (b) may exercise all the functions that may be exercised by the union, other than a function that is required to be exercised by the union in general meeting, and
- (c) has power to do all things that are necessary or convenient to be done for the proper management of the affairs of the union.
- (d) may create by-laws for the proper management of the affairs of the Union ("By-Laws").
- (e) has the power to add to, delete and amend any By-Laws. Any changes must be documented in meeting minutes and available to all Members who may be affected by the creation of, amended, addition to or deletion of any By-Law of the Union. Members will have two weeks to raise any concerns with a Board member. Where a By-Law is inconsistent with the constitution, the constitution will take precedence to the extent of the inconsistency.

17 Composition of the board

- (1) The board must have 6 members, as elected in accordance with clause 16, consisting of—
 - (a) the following office-bearers—
 - (i) the president,
 - (ii) two vice-presidents,
 - (b) at least 3 ordinary board members.
- (2) The board must ensure that 3 members of the board are ordinarily resident in Australia, and that all board members are aged 18 years or more.
- (3) The board, at its discretion, may appoint the following as board members:
 - (a) a representative of the Executive of the Central Coast Rugby Union Referees' Association Inc, and
 - (b) a representative of the Executive of the Central Coast Junior Rugby Union.
- (4) Board members appointed in accordance with subclause (3) cannot be appointed to the position of President or Vice President of the Union.

18 Election of board members

- (1) Any member of the union may be nominated as a candidate for election as an office-bearer or ordinary board member.
- (2) The nomination must be —
 - (a) made in writing, and
 - (b) signed by at least 2 members of the union, not including the candidate, and
 - (c) accompanied by the written consent of the candidate to the nomination, and
 - (d) received by the Administration Officer at least 28 days before the date fixed for the annual general meeting at which the election is to take place.
- (3) If insufficient nominations are received to fill all vacancies—
 - (a) the candidates nominated are taken to be elected, and
 - (b) a call for further nominations must be made at the meeting.
- (4) A nomination made at the meeting in response to a call for further nominations must be made in the way directed by the member presiding at the meeting.
- (5) Vacancies that remain after a call for further nominations are taken to be casual vacancies.
- (6) If the number of nominations received is equal to the number of vacancies to be filled, the members nominated are taken to be elected.
- (7) If the number of nominations received is more than the number of vacancies to be filled, a ballot must be held.
- (8) The method of deciding the ballot shall be by a count of the largest number of votes in favour of any candidates, and in no case shall a system of preferential voting be considered in determining the results of such ballot.

19 Terms of office

- (1) Subject to this constitution, a board member holds office from the day the member is elected until the conclusion of the annual general meeting 2 years following the date of the member's election.
 - (i) At the 2024 Annual General Meeting, the President will commit to a two-year term, one Vice President will commit for 12 months, and the other Vice President will commit for a two-year term while two Board Members will commit to a 12-month term and two Board Members will commit to a two-year term. This will achieve continuity of office holders to meet the requirements of clause 19 (1).
- (2) A member is eligible, if otherwise qualified, for re-election.
- (3) There is no limit on the number of consecutive terms for which a board member may hold office.
- (4) Board members appointed in accordance with clause 18 (3) (a) and (b) will hold their positions until the next Annual General Meeting of the union.

20 Vacancies in office

- (1) A casual vacancy in the office of a board member arises if the member—
 - (a) dies, or
 - (b) ceases to be a member of the union, or
 - (c) resigns from office by written notice given to the Administration Officer, or
 - (d) is removed from office by the union under this clause, or
 - (e) is absent from 3 consecutive meetings of the board without the consent of the board, 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 3 months, or
 - (i) becomes a mentally incapacitated person.
- (2) The union in general meeting may, by resolution—
 - (a) remove a board member from office at any time, and
 - (b) appoint another member of the union to hold office for the balance of the board member's term of office.
- (3) A board 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 Administration Officer, and
 - (b) request that the board send a copy of the statement to each member of the union at least 7 days before the general meeting at which the proposed resolution will be considered.
- (4) If the board 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 board may appoint a member of the union to fill a casual vacancy other than a vacancy arising from the removal from office of a board member.
- (6) Subject to this constitution, a member appointed to fill a casual vacancy holds office until the next annual general meeting.

21 Duty of Board Members

- (1) It is the duty of each board member to carry out their functions for the benefit, so far as practicable, of the union and with due care and diligence.

- (2) It is the duty of each board member to ensure that any direct or perceived conflict of interest associated with any business being conducted by the union is to be declared and communicated by the board member to the presiding member.
- (3) Where a direct or perceived conflict of interest has been declared,
 - (a) the conflicted board member is to abstain from any voting associated with the business being transacted.
 - (b) the declaration and the actions taken by the conflicted member are recorded in the minutes of the meeting.

22 Delegation to subcommittees

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

DIVISION 2 PROCEDURE

23 Board meetings

- (1) The board must meet at least one (1) time in each calendar month (excluding January) at the place and time determined by the board.
- (2) Additional meetings of the Board may be convened by the President or by any member of the Board.
- (3) The procedure for calling and conducting business at a meeting of a subcommittee is to be as determined by the subcommittee.

24 Notice of board meeting

- (1) The Administration Officer must give each board member oral or written notice of a meeting of the board at least 48 hours, or another period on which the board members unanimously 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.
- (3) The only business that may be transacted at the meeting is—
 - (a) the business described in the notice, and
 - (b) business that the board members present at the meeting unanimously agree is urgent business.

25 Quorum

- (1) Any four (4) members of the Board constitute a quorum for the transaction of the business of a meeting of the Board.
- (2) No business may be transacted by the board 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—
 - (a) to the same place, and
 - (b) to the same time of the same day in the following week.
- (4) If a quorum is not present within half an hour of the time the adjourned meeting commences, the meeting is dissolved.
- (5) Board members have the option to request an additional Board meeting electronically.

26 Presiding board member

- (1) The following board member presides at a meeting of the board—
 - (a) the president,
 - (b) if the president is absent— either vice-president,
 - (c) if the president and both vice-presidents are absent — 1 of the Board members present at the meeting, as elected by the other Board members, subject to a quorum being present at the meeting
- (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 Standing Orders for Conduct of Board Meetings

So as to maintain good order and to facilitate the business of the meetings, the following Rules shall be observed :

- (1) A non-member of the Board giving notice of motion shall give a copy to the Administration Officer of the Union, at least seven (7) days before the meeting at which it is intended such motion shall be moved.
- (2) No motion entered on the notice paper shall be proceeded with unless the non-member of the Board who has given such notice or some person authorised by them is present when the business is called in order. Notices not so proceeded with shall be struck out.
- (3) Any motion not seconded shall not be further debated but shall lapse.
- (4) As soon as a debate on a question is concluded, the Chairman shall put the question to the meeting in a distinct and audible manner.
- (5) The question being put shall be resolved in the affirmative or negative on the voices; but if so required by two (2) members, the question shall be decided on a division.

- (6) A motion, having been proposed, may be amended by leaving out, substituting or adding words, and such amendments shall be resolved by a majority of votes.
- (7) When an amendment is declared carried, it shall take the place of the original motion, when a further amendment can be proposed until the question is finally decided.
- (8) No new business shall be taken after 10.30 pm at any meeting.
- (9) Unless a motion is carried to the contrary, reports and correspondence shall be taken as "received" immediately upon being read.
- (10) Board Meetings can be held at 2 or more venues using any technology the Board approves. Whatever technology is used, it must give each Board member a reasonable opportunity to participate.
- (11) Board members who participate at a committee meeting using such technology have the same rights as members who are present at the meeting, including voting rights.

28 Suspension of Standing Orders

- (1) It shall be lawful to suspend standing orders at any meeting by the agreement of a majority of members present.

29 Order of Debate

- (1) Any Board member desiring to propose a motion or amendment or to discuss any matter under consideration must address the Chairman. No member may speak to any motion after the same has been put by the Chairman and has been voted upon. When two (2) or more members seek to speak, the Chairman shall call upon the member who, in their opinion, first sought to speak. In the discussion, no member shall be allowed to speak more than once (excepting strictly in explanation), except the mover of the original motion, who shall have the right of reply.
- (2) A member, when speaking, must confine their remarks to the subject under debate and avoid personalities. He shall not use any discourteous language or reflect on any member whilst in debate. Any member feeling dissatisfaction with the decision on any point of order may appeal to the members present, provided the appeal is seconded. In cases of appeal from the ruling of the Chairman, a temporary Chairman shall be appointed and the question shall be as follows: "Shall the decision of the Chairman stand as the judgement of the meeting?" and the question shall be decided without debate.
- (3) If, after two (2) speakers have spoken successively on the same side of the question, no speaker follows on the other side, the Chairman shall submit the motion or amendment to the meeting after affording the mover the right of reply.
- (4) No motion that "The question be now put" shall be entertained at any meeting.

30 Voting

A decision supported by a majority of the votes cast at a meeting of the board or a subcommittee at which a quorum is present is the decision of the board or subcommittee.

31 Removal of Board Member, Patron, Member of the Judiciary Committee or Selection Committee or any other Sub-Committee

- (1) The Union in Special General Meeting convened for the purpose may by resolution remove from office any member of the Board, The Patron, any member of the Judiciary Committee or any member of the Selection Committee or any sub-committee before the expiration of the member's term of office.
- (2) Where a member of the Board, The Patron, any member of the Judiciary Committee or any member of the Selection Committee or any sub-committee to whom a proposed resolution referred to in Clause (1) relates makes representation in writing to the President or Vice-President(s) and requests that the representations be notified to members of the Union, the President or Vice-President(s) shall as soon as possible and not less than seven (7) days prior to the holding of the Special General Meeting send a copy of the representations to each member of the Union.

32 Acts valid despite vacancies or defects

- (1) The board may act despite there being a casual vacancy in the office of a board member.

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

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

PART 4 GENERAL MEETINGS OF THE UNION

34 Annual general meetings

- (1) The Union shall, at least once in each calendar year, convene an Annual General Meeting of its members.
- (2) The quorum for an Annual General Meeting shall comprise of fifteen (15) members.
- (3) The Annual General Meeting shall be held not later than the 31st December and at least twenty-one (21) days written notice of such meeting shall be given by the Administration Officer to the Officers of the Union and Board Members, Secretaries of Clubs, Affiliated Bodies and Life Members of the Union.

- (4) The notice shall state the place and time of the meeting and list the business to be conducted. It shall also list the nominees for the elected positions, which are to be filled at the meeting.
- (5) The ordinary business to be transacted at an Annual General Meeting shall be :-
 - (a) Apologies,
 - (b) Minutes of the previous Annual Meeting,
 - (c) consideration of the Annual Report and Balance Sheet, duly audited,
 - (d) to elect Officers of the Union and Board Members for the ensuing 2 year period,
 - (e) to appoint the Auditor for ensuing year,
 - (f) Notices of Motion,
 - (g) determine the annual membership fees as per clause 6,
 - (h) determine the annual Honorariums.
- (6) Notice of any general business for consideration at any Annual General Meeting shall be given in writing to the Administration Officer at least twenty eight (28) days prior to day of such meeting.
- (7) In any election required at the Annual General Meeting, voting shall be by ballot paper.
 - (a) Any ballot paper, which contains more or less than the required number of names crossed out, shall be declared informal by the scrutineers.
 - (b) Scrutineers shall be selected at the Annual General Meeting from those present and preferably from persons having no voting rights at the meeting.
 - (c) All ballot papers shall be destroyed at the end of the meeting.

35 Special general meetings

- (1) The board may call a special general meeting whenever the board thinks fit.
- (2) The board must call a special general meeting if the board receives a request in writing of not less than twenty (20) percent of the total number of members. 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 1 document in a similar form signed by 1 or more members, and
 - (e) must be lodged with the Administration Officer, and
 - (f) may be in electronic form and signed and lodged by electronic means.
- (3) If the board fails to call a special general meeting within 1 month of the request being lodged, 1 or more of the members who made the request may call a special general meeting to be held within 3 months of the date the request was lodged.

- (4) A special general meeting held under subclause (3) must be conducted, as far as practicable, in the same way as a general meeting called by the board.
- (5) The quorum for any Special General Meeting shall comprise of fifteen (15) members.
- (6) Written notice of such meeting will be given to the Officers of the Union and Board members, secretaries of Clubs, Affiliated Bodies and Life Members of the Union in accordance with clause 39.
 - (ii) The notice shall state the place and time of the meeting and the business to be conducted.
 - (iii) The only business to be conducted at the Special General Meeting will be that business as set out in the meeting notice.

36 Council Meetings

- (1) The board may call a Council meeting whenever the board thinks fit.
- (2) The board must convene a minimum of four Council meetings each year at such other times as the Board decides.
- (3) The Administration Officer shall give at least twenty one (21) days before the date fixed for the holding of the Council Meeting, cause to be sent by pre-paid post or electronic mail to each member at the member's address appearing in the Register of Members, a notice specifying the place, date and time of the meeting and a call for any business to be discussed at the meeting.
- (4) The Administration Officer shall, at least seven (7) days before the date fixed for the holding of the Council Meeting, cause to be sent by pre-paid post or electronic mail to each member at the member's address appearing in the Register of Members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting and the order of the transaction of that business.
- (5) No business other than that specified in the notice convening a Council Meeting shall be transacted at the meeting.
- (6) A member desiring to bring any business before a Council Meeting may give notice in writing of that business to the Administration Officer who shall include that business in the next notice calling a Council Meeting given after receipt of the notice from the member.
- (7) Clubs must be represented by the President or, in their absence, a member of the Executive of the club.
- (8) Attendance at the meeting is compulsory for member clubs. Failure to attend will result in a fine of 4 Penalty Units.
- (9) No item of business shall be transacted at a Council Meeting unless a quorum of members entitled to vote under these Rules is present during the time the meeting is considering that item.

- (10) Ten members present in person (being members entitled under these Rules to vote at a Council Meeting) constitute a quorum for the transaction of the business of a Council Meeting.
- (11) If within half-an-hour after the appointed time for the commencement of a Council Meeting a quorum is not present, the meeting which is convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (12) If at the adjourned meeting a quorum is not present within half-an-hour after the time appointed from the commencement of the meeting, the members present (being not less than 3 and being members entitled under these Rules to vote at a General Meeting) shall constitute a quorum.
- (13) Council Meetings can be held at 2 or more venues using any technology the Board approves. Whatever technology is used, it must give each member a reasonable opportunity to participate. Members who participate using such technology have the same rights as members who are present at the meeting, including voting rights.
- (14) A resolution arising at a Council Meeting of the Union shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Union, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (15) The provisions of clause 36 of this constitution shall apply to any Council Meeting.
- (16) At a Council Meeting of the Union, a poll may be demanded of the Chairperson by not less than three (3) members present in person at the meeting. Where a poll is demanded at a Council Meeting, the poll shall be taken -
 - (a) immediately in the case of a poll which relates to the question of an adjournment; or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.
- (17) All votes shall be given personally and there shall be no voting by proxy.
- (18) In the case of an equality of votes on a question at a Council Meeting, the Chairperson of the meeting is entitled to exercise a second or casting vote.

37 Notice of general meetings

- (1) The Administration Officer must give each member notice of a general meeting—
 - (a) if a matter to be determined at the meeting requires a special resolution—at least 21 days before the meeting, or

- (b) otherwise—at least 14 days before the meeting.
- (2) The notice must specify—
 - (a) the place and time at which the meeting will be held, and
 - (b) the nature of the business to be transacted at the meeting, and
 - (c) if a matter to be determined at the meeting requires a special resolution—that a special resolution will be proposed, and
 - (d) for an annual general meeting—that the meeting to be held is an annual general meeting.
- (3) The only business that may be transacted at the meeting is—
 - (a) the business specified in the notice, and
 - (b) for an annual general meeting—business referred to in clause 36(5).
- (4) A member may give written notice to the Administration Officer of business the member wishes to raise at a general meeting.
- (5) If the Administration Officer receives a notice under subclause (4), the Administration Officer must specify the nature of the business in the next notice calling a general meeting.

38 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.
- (2) The only business that may be transacted at the adjourned meeting is the business remaining from the meeting at which the adjournment took place.
- (3) If a meeting is adjourned for at least 14 days, the Administration Officer must give each member oral or written notice, at least 1 day before the adjourned meeting, of—
 - (a) the time and place at which the adjourned meeting will be held, and
 - (b) the nature of the business to be transacted at the adjourned meeting.

39 Presiding member

- (1) The following member presides at a general meeting—
 - (a) the president,
 - (b) if the president is absent—one of the vice-presidents,
 - (c) if the president and both vice-presidents are absent — 1 of the Board 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.

40 Voting rights at meetings

- (1) The meetings of the Union shall be the Annual General Meeting, Council Meetings, Special General Meetings and Board Meetings.
- (2) Votes at an Annual General Meeting and Special General Meetings shall be as follows
 1. Officers of the Union 1 vote each
 2. Ordinary Board Members 1 vote each
 3. Life Members 1 vote each
 4. Clubs 2 votes (1 per each delegate)
 5. Affiliated Bodies 1 vote each
- (3) Votes at a Council Meeting shall be as follows -
 1. Officers of the Union 1 vote each
 2. Ordinary Board Members 1 vote each
 3. Life Members 1 vote each
 4. Clubs 2 votes (1 per each delegate)
 5. Affiliated Bodies 1 vote each
- (4) The right of a Club to vote at any meeting of the Union as referred to in sub-clause (2) hereof shall not be capable of being exercised by that Club in respect of any team which:-
 - (a) is not actively participating in any competition under control of the Union at the time of the meeting; or
 - (b) did not actively participate for the duration of the competition under the control of the Union in the season immediately preceding the Annual General Meeting.
- (5) The right of a Club to vote at a Council Meeting of the Union shall not be capable of being exercised by that Club if that Club is not a financial member of the Union as at the time of holding that Council Meeting.

41 Procedure for Motions at Meetings

- (1) A notice of motion placed before an Annual General Meeting, a Special General Meeting or a Council Meeting will only be accepted, debated and voted on if the procedure for informing members as set out in this constitution is followed.
- (2) The mover of the motion is to be present to start the debate, with the seconder of the motion to be the second speaker. The third speaker will speak against the motion, then speakers will alternate, until all persons permitted to speak have done so.
- (3) A motion "that the motion be put" will cease debate and the motion will be put.
- (4) In case of the mover of the motion not being present and nobody being nominated to speaker on their behalf, the motion will lapse.

- (5) The voting on the motion will be as per Rule 42(2) or 42(3), dependent on the type of meeting.

42 Rescind of a Previous Resolution or Ruling

- (1) Any resolution passed at any meeting of the Union, or any ruling given by the Chairman and accepted by a majority of voting members at any meeting of the Union, shall not be rescinded or varied except by a resolution carried by a seventy - five percent (75%) majority of persons present at the meeting and entitled to vote at such meeting.

43 Postal or electronic ballots

- (1) The union may hold a postal or electronic ballot, as determined by the board, to decide any matter other than an appeal under clause 9.
- (2) The ballot must be conducted in accordance with Schedule 2 of the *Regulation*.

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

- (1) The union may transact its business by the circulation of papers, including by electronic means, among all members of the union.
- (2) If the union 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 union made at a general meeting.
- (3) The union may transact its business at a general meeting at which 1 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 union 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 union.

PART 5 ADMINISTRATION

45 Administration Officer

- (1) The Board shall engage on behalf of the Union an Administration Officer, this appointment to be on such terms and conditions and for such remuneration as the Board in its absolute discretion shall determine.
- (2) The Administration Officer's position shall be filled from applications in writing received within fourteen (14) days of the position having been advertised both within the Union and externally via the various applicable social media platforms available to the Union at that time.
- (3) The Board, at a Special Meeting called for the purpose, may remove the Administration Officer from Office summarily without notice of any cause for which summary dismissal is permitted and otherwise dispense with the Administration Officer's services for any

- reason whatsoever after one (1) months' notice in writing of its intention to do so and given to the Administration Officer at any time during their term of office.
- (4) In the event that the Administration Officer's position is for any reason not filled, the duties and functions of the Administration Officer shall be exercised by the Board or by any person being an Officer of the Union or an ordinary Board Member as the Board shall determine.
 - (5) The Administration Officer must keep minutes of—
 - (a) all elections of board members, and
 - (b) the names of board members present at a meeting of the board or a general meeting, and
 - (c) all proceedings at board meetings and general meetings.
 - (6) 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.
 - (7) For each meeting of the Board, the Administration Officer will furnish a written report of:-
 - (a) any Judiciary and or Appeals Committee hearings; and
 - (b) report on the management of the Union since the last meeting of the Board
 - (8) The Administration Officer must ensure—
 - (a) all money owed to the union is collected, and
 - (b) all payments authorised by the union are made, and
 - (c) correct books and accounts are kept showing the financial affairs of the union, including full details of receipts and expenditure relating to the union's activities.
 - (9) The Administration Officer shall balance the union's books previously to the Annual Audit or whenever required to do so by the Board of Directors.
 - (10) The Administration Officer shall prepare and submit to the auditor(s) a Cash Statement and Balance Sheet for presentation at the Annual General Meeting of the Union, and furnish interim or periodical statements to the Board whenever required to do so.
 - (11) The Administration Officer shall receive all correspondence and answer such questions as may be asked in accordance with these Rules.
 - (12) The Administration Officer shall perform all such duties and services as the Board may from time to time direct.

46 Sub-Committees & Appointed Persons

- (1) Subject to clause 22, The Board shall at its first meeting following the Annual General Meeting appoint the following committees:
 - (a) Judiciary Committee
 - (b) Appeals Committee
 - (c) Match & Ground Committee
 - (d) Selection Committee
 - (e) Awards Committee.
- (2) With the exception of the Judiciary Committee and the Appeals Committee, the constitution and function of the committee shall be in accordance with clause 22.
- (3) The constitution and function of the Judiciary Committee and Appeals Committee shall be consistent with the requirements of Rugby Australia for those committees.
- (4) The Board shall at its first meeting following the Annual General Meeting appoint the following positions:
 - (a) Medical Officer
 - (b) Auditor
 - (c) Solicitor
 - (d) Citing Commissioner
 - (e) Code of Conduct “appointed person”
 - (f) Coaches and Managers for zone representative teams.

47 Funds

- (1) Subject to a resolution passed by the union, the union’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 board.
- (2) Subject to a resolution passed by the union, the union’s funds and assets must be used to pursue the union’s objects in the way that the board determines.
- (3) As soon as practicable after receiving money, the union must—
 - (a) deposit the money, without deduction, to the credit of the union’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 must be signed by 2 authorised signatories.

(5) All monies required to be paid by a Club shall be paid within twenty-eight (28) days of the Administration Officer notifying the offending club of the amount due.

(a) If these funds are not received within the time, then that Club should be deemed to be unfinancial. If a Club is unfinancial, it shall not be allowed to participate in fixtures under the control of the CCRU. This includes trial games, competition games or any Council Meeting held.

(b) The non-payment of monies within the due time shall result in a fine of 2 Penalty Units or ten percent of the outstanding monies; whichever is the greater, per month until the monies are paid.

(c) Notice sent to the offending Club from the Administration Officer shall be deemed satisfactory notice.

(6) The Board has the right to exempt any Club from this ruling or defer the payment of any moneys payable in pursuance of this Clause for such times as the Board may deem fit.

48 Insurance

(1) The union may take out and maintain insurance as appropriate for the union's assets and liabilities.

49 Non-profit status

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

50 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.

51 Custody of records and books

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

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

52 Inspection of records and books

(1) The following documents must be available for inspection, free of charge, by members of the union at a reasonable time—

- (a) this constitution,
- (b) minutes of board meetings and general meetings of the union,
- (c) records, books and other documents relating to the union.

(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 board, for each page copied.

(4) The board 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 board considers it would be prejudicial to the interests of the union for the member to do so.

53 Financial year

The union's financial year shall end on the thirtieth (30th) day of September in each and every year.

54 Common Seal

(1) The common seal and/or letterhead of the Union shall be kept in the custody of the Administration Officer.

(2) The common seal and/or letterhead shall not be affixed to any instrument except by the authority of the Board and the affixing of the common seal shall be attested by the signatures either of two (2) members of the Board or of one (1) member of the Committee and of the Public Officer or Administration Officer.

55 Distribution of property on winding up

- (1) Subject to the Act and the Regulation, in a winding up of the union, the surplus property of the union must be transferred to another organisation—
 - (a) with similar objects, and
 - (b) which is not carried on for the profit or gain of the organisation's members.
- (2) In this clause, *surplus property* has the same meaning as in the Act, section 65.

56 Central Coast Representative Uniforms

The Central Coast colours shall be Red, Black and Yellow.

57 Public Officer

- (1) The Board shall ensure that a person is appointed as Public Officer.
- (2) The first Public Officer shall be the person who completed the application for incorporation of the Union.
- (3) The Board may, at any time, remove the Public Officer and appoint a new Public Officer provided the person appointed is eighteen (18) years of age or older and a resident of New South Wales.
- (4) The Public Officer shall be deemed to have vacated the position in the following circumstances:
 - (a) Death
 - (b) Resignation
 - (c) Removal by the Board or at a Council Meeting
 - (d) Bankruptcy or financial insolvency
 - (e) Mental illness
 - (f) Residency outside New South Wales (5) If a vacancy occurs in the position of Public Officer, the Board shall, within fourteen (14) days, notify the NSW Department of Fair Trading by the prescribed form and appoint a new Public Officer.
- (6) The Public Officer is required to notify the NSW Department of Fair Trading by the prescribed form in the following circumstances:
 - (a) a change of residential address (within 14 days)
 - (b) change in the Union's constitution (within one month)
 - (d) the Union's financial affairs (within one month after the Annual General Meeting)
 - (e) change in the Union's name (within one month)
- (7) The Public Officer may be an Office Bearer, Board Member, or any other person regarded by the Board as suitable for the position.