

CORINTHIAN PARK TENNIS CLUB
Incorporated

Constitution

and

Standing Orders

(amended May 2019)

CONSTITUTION

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DEFINITIONS

- Club means Corinthian Park Tennis Club Incorporated
- Management Committee is as defined in Clause 23(a)
- The Act means the Associations Incorporation Act 2015
- The Financial Year is defined in Clause 42

NAME

1. The name of the Club shall be "Corinthian Park Tennis Club Incorporated".

OBJECTS

2. (a) To provide and maintain a first class tennis facility and to competently manage and promote the sport in the area for the benefit of all tennis players in the community, irrespective of age.

(b) Provide members with a range of tennis playing alternatives which are enjoyable and of a standard which meets their current playing capabilities and provides opportunity for future improvement. To complement tennis playing activities with social functions that together engender a spirit of warm and harmonious fellowship amongst the members.

(c) To ensure that the membership package of tennis, social activities and fees be competitive with that of other tennis clubs and other sporting/entertainment alternatives. Membership to be open to all without constraint as to gender or age but subject to a minimum playing standard and the willingness to be a committed and supportive club member.

(d) To provide a mix of organised social tennis encompassing normal play, trophy days and special events which are enjoyable, diverse and balanced along with club championships to meet members aspirations and capabilities over a playing season.

(e) To provide members desiring to play league the opportunity to be part of a team effort which enhances the image and spirit of the club. It is desirable that league players also participate in some social play and activities so as to share club fellowship and to engender general member support for league teams.

(f) To provide a mix of social activities of a type which enhances the spirit of club fellowship and which are well promoted and continue to be innovative enough to ensure the enjoyment and support of all club members. The mix of functions to cater for differing age groups and to have the general objective of at least recouping expenses outlaid and whenever appropriate to return a desired level of profit so as to provide funds to assist with the provision of additional facilities for club members.

(g) To provide a high quality and well maintained mix of court surfaces which allow some type of court availability throughout the year. To provide clubroom facilities which promote organised social events and informal social interaction. The standard of these facilities to reflect a positive image of the club.

(h) To attract organisations who relate to the club philosophy and are willing to sponsor with either monies or goods in return for agreed servicing of such sponsorship.

(i) To provide a package of social and competitive tennis together with social activities which attracts young members at the earliest possible age and retains their interest and involvement throughout their junior years.

(j) To prepare an Annual Budget and Four Year Forecast Financial Plan to ensure that membership benefits are provided on a cost effective basis. Membership fees are to be competitive. Facilities acquisition and replacement to be planned to garner any available government support. Investment of club funds to be subject to Club Management guidelines.

POWERS

3. The club shall have all the powers as set out in Section 14 of the Associations Incorporation Act 2015 as amended from time to time or re-enacted and including any regulations made under the Act.

PROPERTY AND INCOME

4. (a) The property and income of the Club whensoever derived shall be applied solely towards the promotion of the objects of the Club set forth in Clause 2 hereof and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to the members of the Club.

(b) Nothing herein contained shall prevent the payment in good faith and in the ordinary course of business of any reasonable amount to a member for any services rendered or goods supplied to the Club.

(c) Nothing herein contained shall prevent the payment in good faith of the amounts referred to in Clause 48 herein.

CLUB COLOURS

5. The colours of the Club shall be dark green and gold.

GENDER AND PLURALITY

6. (a) Subject as the context permits every reference herein to the masculine includes the feminine gender.

(b) Subject as the context permits every reference herein to the singular number includes the plural and vice versa.

PATRONS

7. Patrons shall be those persons invited each year by the Management Committee in its discretion and who accept such invitation. Their appointment shall be confirmed at a general meeting of members and they shall retain office during the pleasure of the Management Committee or until they resign in writing.

TRUSTEES

8. (a) The three trustees who hold office Immediately following the 2019 Annual General Meeting (the three names being recorded in the 2019 Annual General Meeting minutes), and any trustees subsequently elected or re-elected at an Annual General Meeting, shall thereafter hold office during the pleasure of the members of the Club or until they or any of them shall die, retire or resign in writing as trustee or as members of the Club
- (b) Any vacancy in the office of trustee shall be filled by the Management Committee. Such trustee shall however retire at the next Annual General Meeting but shall be eligible for re-election.
- (c) The trustees shall have control of property of the Club administered by the Management Committee.

HONORARY AUDITOR OR AUDITOR

9. (a) The honorary auditor or auditor shall be appointed at the Annual General Meeting of members and shall receive remuneration (if any) as approved by the Management Committee. The honorary auditor or auditor shall retire at each Annual General Meeting but shall be eligible for re-election.
- (b) The honorary auditor or auditor shall from time to time inspect and check the books of the Club and for these purposes shall at all times have access to all records of the Club.
- (c) The honorary auditor or auditor shall audit the accounts and balance sheet to be presented to the Annual General Meeting and shall report to the members thereon.
- (d) The honorary auditor or auditor may at any time and shall when requested by the Management Committee investigate and report to the Management Committee upon the financial position of the Club or any aspect thereof.

DELEGATES

10. (a) Such delegates as the Club is permitted to appoint to represent the Club in any capacity and to any other body, club association whatsoever shall be appointed from time to time by the Management Committee.
- (b) The delegates shall attend all meetings as may be required as representative of the Club and shall report to the Management Committee.
- (c) Delegates attending any meetings in that capacity shall act and vote as directed by the Management Committee in any case where they shall have received such a direction.

VISITORS

- 11 (a) Visitors may use the Club's playing facilities on days as permitted, provided they pay the requisite visitors fees. Such fees must be paid prior to commencing play.
- (b) Visitors are entitled to use the Club's playing facilities no more than three times in any one financial year unless otherwise determined by the Management Committee.

MEMBERSHIP

12. (a) Members of the Club shall be classified as follows:
 - (i) Members who shall be those persons who have paid the nomination fee (if any) and the annual subscription as fixed from time to time, and who are classified in Clause 13.
 - (ii) Life Members who may be appointed at a General Meeting of members of the Club on the recommendation of the Management Committee as recognition of services rendered to the Club and after such appointment shall be entitled to enjoy all the privileges of membership of the Club without payment of any fees PROVIDED ALWAYS THAT not more than one life member shall be elected in any financial year.
- (b) The number of members in each classification shall be as determined by the Management Committee from time to time.
- (c) The Management Committee may at its absolute discretion approve or reject an application by a member for his classification to be changed.
- (d) Application for membership shall be made in writing, shall be signed by the applicant and shall be in such form as the Management Committee may prescribe from time to time. Each application shall be accompanied by the appropriate nomination fee (if any) and shall be subject to the approval of the Management Committee.
- (e) An applicant whose application for membership of the Association is rejected under sub-clause (d) must, if he or she wishes to appeal against that decision, give notice to the secretary of his or her intention to do so within a period of 14 days from the date he or she is advised of the rejection

- (f) When notice is given under sub-clause (e), the matter must be referred to Tennis West which must either confirm or set aside the decision of the committee to reject the application, after having afforded the applicant who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to Tennis West. As soon as practicable after Tennis West makes that determination, the secretary must notify the applicant, in writing, that Tennis West approved or rejected the application (whichever is applicable).
- (g) A person ceases to be a member when any of the following takes place:
 - (i) the person dies;
 - (ii) the person resigns from the Club under clause (i);
 - (iii) the person is expelled from the Club under clause (j);
 - (iv) the person ceases to be a member under clause 15(b).
- (h) The treasurer must keep a record, for at least one year after a person ceases to be a member, of
 - (i) the date on which the person ceased to be a member; and
 - (ii) the reason why the person ceased to be a member.
- (i) Resignation
 - (i) a member may resign from membership of the Club by giving written notice of the resignation to the secretary or treasurer.
 - (ii) the resignation takes effect —
 - (a) when the secretary or treasurer receives the notice; or
 - (b) if a later time is stated in the notice, at that later time.
 - (iii) the person who has resigned from membership of the Club remains liable for any fees that are owed to the Club (the owed amount) at the time of resignation.
 - (iv) the owed amount may be recovered by the Club in a court of competent jurisdiction as a debt due to the Club
- (j) As required under section 53 of the Act, a register of members will be maintained. The register, maintained by the treasurer, will record for each member the member's name, residential, postal or email address, membership category and the date on which the member became a member. The register will also record any change in the membership of the Club.

MEMBERSHIP CLASSIFICATION

13. Categories of membership:

- (a) Playing Members who shall be entitled to:-
 - (i) Attend, speak and vote at all General Meetings.
 - (ii) Play on the Club courts on all days when the courts are available for play.
 - (iii) Participate in tournaments and matches.
 - (iv) Attend all entertainments and social functions.
 - (v) Bring visitors to the Club as provided in Clause 11.
- (b) Life Members who shall be entitled to:-
 - (i) Attend, speak and vote at all General Meetings.
 - (ii) Play on the Club courts on all days when the courts are available for play.
 - (iii) Participate in tournaments and matches.
 - (iv) Attend all entertainments and social functions.
 - (v) Bring visitors to the Club as provided in Clause 11.
- (c) Mid-Week Members who shall be entitled to:-
 - (i) Attend, speak and vote at all General Meetings.
 - (ii) Play on the Club courts on all days when the courts are available for play from Mondays to Fridays, but not on weekends.
 - (iii) Participate in tournaments and matches held specifically for mid-week members.
 - (iv) Attend all entertainments and social functions.
 - (v) Bring visitors to the Club as provided in Clause 11.
- (d) Country Members. Any person having their ordinary place of residence more than 80 kilometres from the General Post Office Perth may be elected as a country member and be entitled to:-
 - (i) Attend, speak and vote at all General Meetings.
 - (ii) Play on the Club courts on not more than twelve (12) occasions during the Club year when the courts are open for play.
 - (iii) Participate in tournaments and matches other than the Club Championship tournament.
 - (iv) Attend all entertainments and social functions.
 - (v) Bring visitors to the Club as provided in Clause 11.

- (e) Restricted Members, who may be elected by the Management Committee at its discretion for a period not exceeding one year and following payment of such nomination fee and subscription as the Management Committee decides, shall be entitled to:-
 - (i) Play on the Club courts on all days when the courts are available for play.
 - (ii) Participate in tournaments and matches.
 - (iii) Attend all entertainments and social functions.
 - (iv) Bring visitors to the Club as provided in Clause 11.
- (f) Honorary Members, who may be elected by the Management Committee for such periods of time as determined by the Management Committee, shall be entitled to:-
 - (i) Attend, speak and vote at all General Meetings.
 - (ii) Play on the Club courts on all days when the courts are available for play.
 - (iii) Participate in tournaments and matches.
 - (iv) Attend all entertainments and social functions.
 - (v) Bring visitors to the Club as provided in Clause 11.
- (g) Non Playing Members who shall be entitled to:-
 - (i) Attend, speak and vote at all General Meetings.
 - (ii) Attend all entertainments and social functions.
- (h) Junior Members being members aged 18 or under at the 31st December of the current year who shall be entitled to:-
 - (i) Attend, speak and vote at all General Meetings but shall not be entitled to accept or hold office in the Club.
 - (ii) Play on the Club courts on all days when the courts are available for play.
 - (iii) Participate in tournaments and matches.
 - (iv) Attend all entertainments and social functions.
 - (v) Bring visitors to the Club as provided in Clause 11.
- (i) Sub-Junior Members being members aged 15 or under at the 31st December of the current year who shall be entitled to:-
 - (i) Play on the Club courts at times decided upon by the Management Committee.
 - (ii) Attend all entertainment and social functions except those especially arranged for senior members.
 - (iii) Selected Sub-Junior Members invited by the Management Committee to enjoy similar playing privileges as Junior Members are also entitled to:-
 - (a) Play on the Club courts on all days when the courts are available for play.
 - (b) Participate in tournaments and matches.

VOTING RIGHTS

14. (a) Subject to Sub-clause (c) herein every member so entitled shall have one vote in respect of a show of hands or a poll or a ballot taken at any General Meeting
- (b) No member shall be entitled to vote at any General Meeting if his annual subscription is due and unpaid at the date of the meeting.
- (c) In the case of an equality of votes where there is a show of hands or in a poll the chairman of the meeting shall be entitled to a second or casting vote.
- (d) A member who has not reached the age of 16 years is ineligible to vote.

FEES AND SUBSCRIPTIONS

15. (a) Nomination Fees and Subscriptions for the next ensuing playing season shall be as recommended by the outgoing Management Committee and determined by the incoming Management Committee.
- (b) Such fees shall be payable in advance and if not paid on or before the 31st day of October in the current financial year continuance of membership shall be at the discretion of the Management Committee. Where it shall be brought to the notice of the Management Committee that the enforcement of this provision will cause undue hardship to a person desiring to remain a member of the Club, the Management Committee may in its discretion extend the time for payment of the subscription due or remit the whole or any part of such subscription. The Management Committee may discharge or omit or waive any fees of any member for services rendered or to be rendered to the Club, or for services generally to and in connection with the game of tennis. No particular case is to be taken as a precedent in accordance with which the Management Committee is obliged to act in any other case.

GENERAL MEETINGS

16. An Annual General Meeting of Members shall be held within fifteen (15) calendar months from the immediately preceding Annual General Meeting but within (3) months of the close of the preceding financial year.

17. All General Meetings other than an Annual General Meeting shall be called Special General Meetings and the President or the Management Committee may at any time and shall if requested to do so by not less than 10% of members entitled to vote summon a Special General Meeting of the Club to deal with any business for which such meeting has been summoned but for no other business. Any requisition signed by not less than 10% of members entitled to vote shall state specifically the purpose for which they desire a Special General Meeting to be summoned and the notice of such meeting to members as hereinafter provided shall state specifically the business to be transacted at such meeting.
18. (a) At least fourteen (14) clear days and not more than twenty eight (28) days notice of the Annual General Meeting shall be given to each member entitled to vote and a copy shall be posted on the notice board of the Club.
- (b) At least seven (7) clear days and not more than twenty eight (28) days notice of any Special General Meeting, and at least fourteen (14) clear days and not more than twenty eight (28) days notice of meetings where amendments to the constitution are proposed, shall be given to each member entitled to vote and a copy shall be posted on the notice board of the Club.
19. (a) At all General Meetings twenty-five (25) members present in person and entitled to vote shall constitute a quorum.
- (b) If there shall be no quorum present within thirty minutes after the time fixed for the commencement of the meeting such meeting if convened on the requisition of members shall be dissolved otherwise it shall be adjourned to a date and time to be fixed by those present and a notice of such adjournment shall be sent to all members in accordance with these rules. If at the adjourned meeting there shall be no quorum present those members present shall constitute a valid quorum for the meeting.
20. At the Annual General Meeting the order of business unless otherwise determined by the Management Committee shall be as follows:
- (a) Apologies.
 - (b) Minutes and Confirmation thereof.
 - (c) Questions and business arising out of Minutes.
 - (d) Correspondence.
 - (e) Annual Report of the President.
 - (f) Financial Report.
 - (g) Auditors' Report.
 - (h) Election of Officers of the Management Committee.
 - (i) Election of Honorary Auditor or Auditor.
 - (j) Motions on Notice.
 - (k) General Business.
21. The President or Vice President shall be entitled to take the chair at any General Meeting or any Meeting of the Management Committee. If the President and Vice President are not present, or are unwilling to act, then the Management Committee shall appoint the chairman, failing which the members shall choose one of themselves to be chairman.
22. (a) At any General Meeting a resolution put to the vote of the meeting shall be decided on the voices or on a show of hands unless before or on the declaration of the result of the vote a poll is demanded:
- (i) by the chairman; or
 - (ii) by at least five (5) members present and entitled to vote.
- (b) Unless a poll is demanded a declaration of the result by the chairman shall when entered in the minutes of the proceedings be conclusive evidence of the fact without proof being required of the number or proportion of votes recorded for or against the resolution.
- (c) No resolution passed at any General Meeting shall be rescinded except after notice of motion for the proposed rescission has been stated in the notice of meeting as required in Clause 18 herein.

MANAGEMENT COMMITTEE

- 23 (a) The Management Committee shall consist of:
- The President who shall preside at all meetings of the Club and of the Management Committee.
 - The retiring President who shall in the year following retirement be a member of the Management Committee.
 - The Vice President who shall deputise for the President when necessary and assume other responsibilities as determined by the Management Committee.
 - The Secretary who shall be subject to the direction of the Management Committee and shall:
 - (i) Conduct the correspondence of the Club.
 - (ii) Keep a Minute Book containing a record of all business transacted at all General Meetings of the Management Committee.
 - (iii) Make available on demand for inspection by members an up-to-date copy of this constitution and any regulations made thereunder.
 - (iv) Carry out such duties as the Management Committee may direct.

- The Treasurer who shall, subject to the direction of the Management Committee:
 - (i) Receive and account for all monies on behalf of the Club.
 - (ii) Examine and report to the Committee at each meeting on all outstanding accounts and tender recommendations as to payments thereof.
 - (iii) Keep correct accounts and books showing the financial affairs of the Club and particulars usually shown in the books of account of a like nature and shall make up the annual statement of income and expenditure and balance sheets at the end of each financial year.
 - (iv) Maintain the register of members as described in Clauses 12(h) and 12 (j)
- The Captain who shall, subject to the direction of the Management Committee, arrange play on the Club's courts and such other duties as shall be assigned by the Management Committee.
- The Mid-week Captain who shall, subject to the direction of the Management Committee, arrange play on the Club's courts for mid-week members and such other duties as shall be assigned by the Management Committee.
- The Junior Co-ordinator who shall, subject to the direction of the Management Committee, arrange play on the Club's courts for junior members and such other duties as shall be assigned by the Management Committee.
- The Grounds Manager who shall, subject to the direction of the Management Committee, be responsible for the care, management and maintenance of the courts, gardens and grounds and associated items of equipment.
- Five (5) other officers, of whom one may be elected to the position of House Manager and one may be elected to the position of Social Manager.

(b) The Management Committee will resolve the responsibilities of officers of the Management Committee to ensure that, subject to the direction of the Management Committee, functions pertaining to house, membership, publicity, newsletter, sponsorship, social, bar and kitchen are carried out.

(c) In addition to the Management Committee a Vice Captain will be elected. This officer will not be a member of the Management Committee.

24. All of the officers of the Management Committee and the officers as set out in Clause 23 (c) shall retire at each Annual General Meeting but shall be eligible for re-election, PROVIDED THAT a member who has been President for three (3) consecutive years shall not be eligible for re-election as President at the Annual General Meeting in the year immediately following his third term of office, but shall be eligible in subsequent years.
25. Officers of the Management Committee and the officer as set out in Clause 23 (c) shall be appointed by members at each Annual General Meeting. Nomination for any office may be made by any financial member in writing, or by verbal proposal at such meeting, PROVIDED THAT the nomination of any member not present at the meeting shall be accompanied by his consent in writing.
26. Elections of the officers of the Management Committee shall be conducted in the same manner as for a resolution in Clause 22 to be effected, and a demand for a poll shall be deemed to be a demand for a ballot which shall be conducted at that meeting.
27. Retiring officers of the Management Committee shall retain office until the conclusion of the meeting at which they retire.
28. A vote of no confidence in a particular officer passed at a General Meeting by a two-thirds majority of those personally present and entitled to vote shall automatically remove that member from office.

AUTOMATIC DISQUALIFICATION FROM MANAGEMENT COMMITTEE

29. (a) Any member of the Management Committee or any other committee absenting himself for three (3) consecutive meetings of such committee without reasonable excuse shall be deemed to have resigned therefrom.
- (b) A person ceases to be a member of the Management Committee if they become ineligible to accept an appointment or act as a committee member under section 39 of the Act for any of the following reasons:
 - (i) They are an undischarged bankrupt or their affairs are under insolvency laws;
 - (ii) They have been convicted of an offence in connection with the promotion, formation or management of a body corporate;
 - (iii) They have been convicted of an offence involving fraud or dishonesty punishable on conviction by at least three months or more imprisonment ; or
 - (iv) They have been convicted of an offence under Division 3 (the duties of officers provisions) or section 127 (the duty with respect to incurring of debt) of the Act.
- (c) Where a person is prohibited under section 39 of the Act because they have been convicted of an offence they cannot be a member of the Management Committee for a period of five years from their conviction, except where the conviction resulted in imprisonment, in which case they cannot be a committee member for five years from their release from custody.

POWERS AND DUTIES OF THE MANAGEMENT COMMITTEE

30. (a) The Management Committee
- (i) Shall be responsible for the general conduct and management of the Club affairs.
 - (ii) Shall approve the admission of all members save and except life members.
 - (iii) Shall construe and interpret these rules and any regulations and by-laws made thereunder, and such constructions and interpretations shall be final unless revoked by resolution carried at a General Meeting or by any court of competent jurisdiction.
 - (iv) Shall review and update the existing Strategic Plan.
 - (v) May delegate to a sub-committee any matter for investigation or report.
 - (vi) May engage and dismiss the servants of the Club.
 - (vii) May expel, punish or otherwise deal with any member whose conduct in the opinion of the Management Committee is unworthy of a Club Member, in terms of Clause 51 (a). The decision of the Management Committee must be made at a Special Meeting called for that purpose and passed by a resolution of the Management Committee. Such resolution must be passed by not less than two-thirds (2/3) of the members of the Management Committee entitled to vote. The decision of the Committee in any such case shall be final unless the member refers the decision to Mediation per Clause 50(c).
 - (viii) May make such regulations and by-laws as may be necessary for the management of the Club. A copy of such by-laws or regulations shall be posted on the general notice board of the Club.
 - (ix) Shall comply with all orders, directions and references given to it in accordance with a resolution of members in General Meeting.
- (b) Where in the opinion of one-third (1/3) of the members present at a meeting of the Management Committee any act, matter or thing proposed to be done by that Committee is likely to affect prejudicially the interests of the Club such act, matter or thing shall not be proceeded with unless and until approved at a General Meeting of the Club.
- (c) Where immediate action is required on any matter affecting the policy, or in the interest of the Club, and it is impracticable to refer the matter to the appropriate Committee, the President shall seek the advice of as many members of the Management Committee as may be practicable and shall act in such manner as the majority of such members approve.
- (d) In the event that the position referred to in clause 9 or any position referred to in clause 23 has not been filled by the close of the Annual General Meeting, or becomes vacant subsequent to the Annual General Meeting, the Management Committee may appoint a member to fill that position. A member may only be appointed in this manner provided his nomination is accompanied by his consent in writing.
- (e) Subject to the requirement for a quorum under clause 32, the management committee may continue to act despite any vacancy in its membership. However, if there are fewer committee members than required for a quorum, the committee may act only for the purposes of –
- (i) appointing committee members under this clause; or
 - (ii) convening a general meeting

MEETINGS AND PROCEEDINGS OF THE MANAGEMENT COMMITTEE

31. (a) The Management Committee shall meet as often as it shall from time to time determine, and on any special occasion when summoned by the President or Secretary PROVIDED THAT not more than two (2) calendar months shall elapse between meetings.
- (b) At least three (3) clear day's notice of meeting of the Management Committee shall be given in writing by the Secretary to each member of that Committee, PROVIDED THAT such notice may be dispensed with in respect of a meeting at which all members attend and consent.
32. (a) At all meetings of the Management Committee seven (7) officers of the Management Committee present shall constitute a quorum.
- (b) If a quorum is not present within 30 minutes after the notified commencement time of a management meeting-
- (i) In the case of a special meeting, the meeting lapses; or
 - (ii) Otherwise, the meeting is adjourned to the same time, day, and place in the following week
- (c) If-
- (i) If a quorum is not present within 30 minutes after the commencement time of a committee meeting held under subclause 32(b); and
 - (ii) At least 2 committee members are present at the meeting; then those members present are taken to constitute a quorum

33. The order of business at meetings of the Management Committee shall unless otherwise determined by the Management Committee be as follows:
- (a) Apologies.
 - (b) Minutes and confirmation thereof.
 - (c) Questions and business arising out of Minutes.
 - (d) Correspondence.
 - (e) Financial Statements.
 - (f) Reports.
 - (g) Motions on Notice.
 - (h) Election of members.
 - (i) Election of officers to vacant offices.
 - (j) Notices of Motion.
 - (k) General Business.

SUB-COMMITTEES

34. The Management Committee may appoint sub-committees responsible to the Management Committee.
35. The President of the Management Committee shall be an ex-officio member of all sub-committees.
36. The Management Committee may at any time terminate the appointment of any sub-committee and of the members appointed thereto.
37. All of the members of the sub-committee shall retire at the expiration of each Annual General Meeting but each shall be eligible for appointment to any position of office in the Club.

MEETINGS AND PROCEEDINGS OF SUB-COMMITTEES

38. The sub-committee members shall meet as often as they from time to time determine and Notices of Meetings of sub-committees shall be determined by the chairman of such sub-committee.
39. At all meetings of sub-committees two (2) members of such sub-committee present shall constitute a quorum.
40. At meetings of sub-committees the chairman shall determine the order of business.

COMMON SEAL

41. The Common Seal of the Club shall be in the custody of the Secretary or such other person as the Management Committee shall direct, and shall not be affixed to any document or instrument except pursuant to a resolution of the Management Committee and in the presence of two (2) trustees, who shall with the Secretary sign any such document or instrument.

ACCOUNTS

42. The financial year shall commence on the 1st day of April each year.
43. (a) The Management Committee shall cause proper accounting and other records to be kept and shall each year cause to be made out a Statement of Income and Expenditure and a Balance Sheet (hereinafter called "the Accounts"). Such accounts shall be made up to the close of the Club's Financial Year.
- (b) The Management Committee shall make available on demand by any member a copy of the Accounts, PROVIDED THAT no member shall be entitled to request a copy of the Accounts earlier than seven (7) days before the Annual General Meeting at which such Accounts are to be tabled.
- (c) The Management Committee shall lay the Accounts together with the Auditors' Report thereon before each Annual General Meeting.
- (d) The Accounts shall inter alia show separately:
- (i) the amounts (if any) paid by way of donations.
 - (ii) the amounts (if any) paid as remuneration to the Auditor.

FINANCE

44. (a) The bankers of the Club shall be such bank or banks as the Management Committee may determine from time to time.
- (b) All cheques drawn in the name of the Club shall be signed jointly by any two of the President, Treasurer, Vice President, Secretary or Captain.
- (c) All electronic banking payments made from a club bank account shall require two of the President, Treasurer, Vice President, Secretary or Captain to independently activate.
- (d) All payments made by or on behalf of the Club shall where practicable be first passed for payment by the Management Committee. Where immediate payment is required the President shall act in accordance with Clause 30 (c).

CUSTODY OF BOOKS AND SECURITIES

45. (a) Subject to subclause (b), the books and any securities of the Club must be kept in the secretary's custody or under the secretary's control.
- (b) The financial records and, as applicable, the financial statements or financial reports of the Club must be kept in the treasurer's custody or under the treasurer's control.
- (c) Subclauses (a) and (b) have effect except as otherwise decided by the Management Committee.
- (d) The books of the Club must be retained for at least 7 years

NOTICES

46. Notice of every General Meeting shall be given to:
- (a) Every member entitled to vote at that meeting and who has supplied an address to the Club.
- (b) The Honorary Auditor or Auditor for the time being of the Club.
- (c) Every patron of the Club.
47. A notice may be given personally, or by email or post, in which case notice shall be deemed to have been effected on the day following that on which the email was sent or the envelope or wrapper containing the same was posted.

INDEMNITY

48. Every officer, patron or member of the Club shall be indemnified against and it shall be the duty of the Management Committee, out of the funds of the Club to pay all disbursements, liabilities, costs, losses and expenses which any such officer, patron or member of the Club, or Servant of the Club, may incur or become liable for by reason of any duly authorized contract entered into or duly authorized act or thing done by him in the lawful and proper discharge of his duties.

ALTERATION OR AMENDMENT TO CONSTITUTION

49. (a) No new rule shall be adopted and no existing rule shall be repealed or amended except by a special resolution carried by at least 75% of members present, and entitled to vote, at an Annual General Meeting or a special General Meeting called for the purpose.
- (b) Full particulars shall be given, by special resolution, of any proposed new rule, repeal or amendment of an existing rule in the notice convening the meeting.
- (c) An alteration or amendment carried as in part (a) of this clause does not come into effect until the required documents are lodged with the Commissioner of the Department of Commerce (within one month of the special resolution being carried, as required by Part 3 Division 2 Sections 30 to 34 of The Act). In the case of an alteration or an amendment to any of the clauses 1, 2, or 54 the alteration or amendment does not come into effect until it is proved by the Commissioner

DISPUTES AND MEDIATION

- 50 (a) Disputes
- (i) The parties to a dispute must first attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.
- (ii) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by clause 50 (a)(i), any party to the dispute may start a grievance procedure by giving written notice to the secretary of—
- (a) the parties to the dispute; and
- (b) the matters that are the subject of the dispute.
- (iii) Within 28 days after the secretary is given the notice, a Management Committee meeting must be convened to consider and determine the dispute.
- (iv) The secretary must give each party to the dispute written notice of the Management Committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
- (v) The notice given to each party to the dispute must state—
- (a) when and where the Management Committee meeting is to be held; and
- (b) that the party may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the Management Committee about the dispute.
- (vi) If—
- (a) the dispute is between one or more members and the Club; and
- (b) any party to the dispute gives written notice to the secretary stating that the party—
- (i) does not agree to the dispute being determined by the Management Committee; and
- (ii) requests the appointment of a mediator under clause 50 (c),
- the Management Committee must not determine the dispute.

50 (b) Determination of dispute by Management Committee

- (i) At the Management Committee meeting at which a dispute is to be considered and determined, the Management Committee must
 - (a) give each party to the dispute a reasonable opportunity to make written or oral (or both written and oral) submissions to the Management Committee about the dispute; and
 - (b) give due consideration to any submissions so made; and
 - (c) determine the dispute.
- (ii) The Management Committee must give each party to the dispute written notice of the Management Committee's determination, and the reasons for the determination, within 7 days after the Management Committee meeting at which the determination is made.
- (iii) A party to the dispute may, within 14 days after receiving notice of the Management Committee's determination under sub-clause (i)(c), give written notice to the secretary requesting the appointment of a mediator under clause 50 (c).
- (iv) If notice is given under sub-clause (iii), each party to the dispute is a party to the mediation.

50 (c) Mediation

- (i) This Section applies if written notice has been given to the secretary, by a member under clause 50(b)(iii) requesting the appointment of a mediator.
- (ii) If this Section applies, a mediator must be chosen or appointed under clause 50 (d)

50 (d) Appointment of mediator

- (i) The mediator must be a person chosen by agreement between the parties to the dispute.
- (ii) If there is no agreement, Tennis West must appoint the mediator.
- (iii) The person appointed as mediator by Tennis West may be a member or former member of the Club but must not —
 - (a) have a personal interest in the matter that is the subject of the mediation; or
 - (b) be biased in favour of or against any party to the mediation.

50 (e) Mediation process

- (i) The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
- (ii) Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation before the mediation takes place.
- (iii) In conducting the mediation, the mediator must —
 - (a) give each party to the mediation every opportunity to be heard; and
 - (b) allow each party to the mediation to give due consideration to any written statement given by another party; and
 - (c) ensure that natural justice is given to the parties to the mediation throughout the mediation process.
- (iv) The mediator cannot determine the matter that is the subject of the mediation.
- (v) The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.
- (vi) The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

50 (f) If mediation results in decision to suspend or expel being revoked

If —

- (i) mediation takes place because a member's membership was suspended or the member was expelled from the Association under clause 50 (a); and
- (ii) as the result of the mediation, the decision to suspend the member's membership or expel the member is revoked, that revocation does not affect the validity of any decision made at a Management Committee meeting or general meeting during the period of suspension or expulsion.

DISCIPLINARY ACTION

51 (a) Suspension or expulsion

- (i) The Management Committee may decide to suspend a member's membership or to expel a member from the Club if, in the opinion of the committee:
 - (a) the member's conduct is detrimental to the interests of the Club;
 - (b) the member has acted in a manner unbecoming of a member or contrary to the objects of the Club;
 - (c) the member has brought the Club, another member, or the sport of tennis into disrepute;
 - (d) the member has breached Tennis Australia National by-laws, as implemented and amended from time to time, including, but not limited to, the Member Protection Policy, the Anti-Doping Policy, the Disciplinary Policy and the Code of Behaviour for Tournaments and Weekly Competitions;
 - (e) the member has breached a by-law of the Club; or
 - (f) suspension or expulsion is appropriate in all of the circumstances.

- (ii) The secretary must give the member written notice of the proposed suspension or expulsion at least 28 days before the Management Committee meeting at which the proposal is to be considered by the Committee.
- (iii) The notice given to the member must state —
 - (a) when and where the Committee meeting is to be held; and
 - (b) the grounds on which the proposed suspension or expulsion is based; and
 - (c) that the member may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the Committee about the proposed suspension or expulsion.
- (iv) At the Management Committee meeting, the committee must —
 - (a) give the member a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the proposed suspension or expulsion; and
 - (b) give due consideration to any submissions so made; and
 - (c) decide —
 - (i) whether or not to suspend the member’s membership and, if the decision is to suspend the membership, the period of suspension; or
 - (ii) whether or not to expel the member from the Club.
- (v) A decision of the Management Committee to suspend the member’s membership or to expel the member from the Club takes immediate effect.
- (vi) The Management Committee must give the member written notice of the committee’s decision, and the reasons for the decision, within 7 days after the committee meeting at which the decision is made.
- (vii) A member whose membership is suspended or who is expelled from the Club may, within 14 days after receiving notice of the Management Committee’s decision under sub-clause (vi), give written notice to the secretary that he or she wishes to appeal against that suspension or expulsion.
- (viii) If notice is given under sub-clause (vii):
 - (a) the matter will be referred to Tennis West, which may either:
 - (i) confirm or set aside the decision of the Management Committee to suspend or expel the member, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, Tennis West; or
 - (ii) refer the matter to mediation.

51 (b) Consequences of suspension

- (i) During the period a member’s membership is suspended, the member —
 - (a) loses any rights (including voting rights) arising as a result of membership; and
 - (b) is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Club.
- (ii) When a member’s membership is suspended, the Treasurer must record in the register of members —
 - (a) that the member’s membership is suspended; and
 - (b) the date on which the suspension takes effect; and
 - (c) the period of the suspension.
- (iii) When the period of the suspension ends, the Treasurer must record in the register of members that the member’s membership is no longer suspended.

INSPECTION OF RECORDS AND DOCUMENTS

52 (a)

- (i) Subrule (ii) – (vi) applies to a member who wants to inspect —
 - (a) the register of members under section 54(1) of the Act; or
 - (b) the record of the names and addresses of committee members, and other persons authorised to act on behalf of the Club, under section 58(3) of the Act; or
 - (c) any other record or document of the association.
- (ii) The member must contact the secretary to make the necessary arrangements for the inspection.
- (iii) The inspection must be free of charge.
- (iv) If the member wants to inspect a document that records the minutes of a committee meeting, the right to inspect that document is subject to any decision the committee has made about minutes of committee meetings generally, or the minutes of a specific committee meeting, being available for inspection by members.
- (v) The member may make a copy of or take an extract from a record or document referred to in subrule (i)(c) but does not have a right to remove the record or document for that purpose.

Note for this subrule: Sections 54(2) and 58(4) of the Act provide for the making of copies of, or the taking of extracts from, the register referred to in subrule (i)(a) and the record referred to in subrule (i)(b).

- (vi) The member must not use or disclose information in a record or document referred to in subrule (i)(c) except for a purpose —
 - (a) that is directly connected with the affairs of the Club; or
 - (b) that is related to complying with a requirement of the Act.

Note for this subrule: Sections 57(1) and 58(5) of the Act impose restrictions on the use or disclosure of information in the register referred to in subrule (i)(a) and the record referred to in subrule (i)(b).

- (b) Publication by committee members of statements about Club business is prohibited. A committee member must not publish, or cause to be published, any statement about the business conducted by the Club at a general meeting or committee meeting unless —
 - (i) the committee member has been authorised to do so at a committee meeting; and
 - (ii) the authority given to the committee member has been recorded in the minutes of the committee meeting at which it was given.

MATERIAL PERSONAL INTERESTS OF COMMITTEE MEMBERS

- 53 (a)
- (i) Under section 42 of the Act a member of the committee who has a material personal interest in a matter being considered at a committee meeting must:
 - (a) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee;
 - (b) disclose the nature and extent of the interest at the next general meeting of the Club
 - (ii) Under section 42(3) of the Act this rule does not apply in respect of a material personal interest
 - (a) that exists only because the member-
 - (i) is an employee of the Club; or
 - (ii) is a member of a class of persons for whose benefit the Club is established; or
 - (b) that the member has in common with all, or a substantial proportion of, the members of the Club.
 - (iii) Under section 43 of the Act a member of the management committee who has a material personal interest in a matter being considered at a meeting of the management committee must not be present while the matter is being considered at the meeting or vote on the matter.
- (b) Under section 42(6) of the Act the Club must record every disclosure made by a committee member of a material personal interest in the minutes of the committee meeting at which the disclosure is made.

DISSOLUTION OF THE CLUB

54. If and when the Club shall be dissolved and upon the winding up of its affairs, all the property and assets of the Club remaining after all the debts and liabilities of the Club shall have been paid or discharged in full shall become and remain the property of The Western Australian Tennis Association (Incorporated), and may be used or applied by that Association for carrying out any of its objects.

STANDING ORDERS - see over

STANDING ORDERS

1. These Standing Orders shall be applicable to all General Meetings and Committee Meetings, and shall be construed subject to the Constitution.
2. Meetings shall, subject to the presence of a quorum, start at the time set out on the notice, and shall, subject to the discretion of the meeting, continue until all business on the Agenda is disposed of.
3. If no quorum is present within 30 minutes of the starting time set out on the notice, the meeting shall lapse, and, subject to any resolution previously passed, the President shall fix the time of the next meeting. All business on the Agenda of the lapsed meeting shall be included on the Agenda of the next meeting and shall take precedence over new business.
4. Any member desiring to speak at General Meetings or in the Committee of the Whole shall rise in his place and when called upon by the Chairman shall address the Chair. If two or more members rise simultaneously, the Chairman shall call upon the member who first caught his eye.
5. When the Chairman rises to speak any member on his feet shall resume his seat.
6. Except in Committee, no member other than the proposer of a motion or an amendment shall speak to it until it has been seconded. A motion or amendment lapsing for want of a seconder shall not be recorded in the Minutes.
7. A motion or amendment before the Chair shall not be withdrawn except by its mover and by leave of the meeting. No motion shall be withdrawn while any amendment is under discussion or after any amendment has been adopted.
8. If required to do so by the Chair, the proposer of any motion or amendment shall submit it in writing.
9. A motion or amendment before the Chair may be reworded by the mover subject to leave of the meeting.
10. Except in Committee, no member shall speak more than once to any question, except that the mover of a motion (but not of an amendment) shall have a right of reply, which reply shall close the debate. An amendment shall constitute a separate question from the original motion and from any other amendment.
11. A member moving a motion or amendment shall be deemed to have spoken to it. A member seconding a motion or amendment without speaking to it may reserve his right to speak to it subsequently.
12. When an amendment is before the Chair discussion shall be confined to that amendment. No further amendment shall be proposed until the amendment before the Chair has been disposed of.
13. The Chairman shall, as far as practicable, call on speakers for and against a motion or amendment alternatively, subject to the right of the seconder to speak immediately after the mover. If two consecutive speakers have both argued for or against a motion or an amendment, and there is no member wishing to argue the opposite view or, in the case of a motion, to move an amendment, the motion or the amendment shall (subject, in the case of a motion, to the mover's right of reply) be put without further debate.
14. Any member may, raise a point of order, which shall take precedence over all other business, and which shall be open to discussion. The point must be raised at the time the alleged irregularity occurred. An explanation or contradiction shall not constitute a point of order.
15. Any member disagreeing with the Chairman's ruling on a point of order may move dissent. The Chairman shall then vacate the Chair and such motion shall be put forthwith without debate.
16. On an equality of voting, the Chairman shall declare the question resolved so as to maintain the status quo.
17. A member who has not already participated in the debate may at any time, whether another speaker has the floor or not, move "That the question be now put", which motion, if accepted by the Chair, shall be put without amendment or debate. The Chairman shall have absolute discretion to accept or refuse the motion. The Chairman may also of his own volition put the question if he feels that adequate discussion has taken place. In either case the mover of a motion shall retain his right of reply. If an amendment is before the Chair, the closure motion shall be deemed to close the debate on the amendment only.

18. A member may at any time move "That the speaker be no longer heard" or "That the speaker be heard for a further limited period only". Such motions shall be put without amendment or debate. No other motion, except the closure motion or a motion dealing with the speaker's time, shall be moved while a speaker has the floor.
19. During the discussion of a motion (but not of an amendment), a member who has not already participated in the debate on the motion may move "That the question be not now put". This motion shall be open to debate, and shall be debated together with the original motion. If carried, the original motion shall not be dealt with further. If lost, the original motion shall be put forthwith, subject to the mover's right of reply. The motion may be foreshadowed while an amendment is before the Chair, but in no case shall it be put till all amendments have been disposed of.
20. A member may move "That the debate (or meeting) be now adjourned". Discussion shall be in order, but only amendments as to time and/or place shall be permitted. The motion shall take precedence over other business before the Chair except points of order.
21. A General Meeting may at any time during the discussion of a motion or an amendment resolve itself into a Committee of the Whole.
22. Standing Orders 1-21 or any of them may be suspended by a majority of those present. A motion to this effect shall be open to debate.
23. No member shall reflect on the vote of a meeting, except on a motion for the rescission of any resolution previously adopted. No member shall reflect on a Section of the Constitution or a Standing Order, except on a motion (of which due notice was given) to amend or repeal such Section or Order.
24. Notwithstanding anything hereinbefore contained, any decision made by a validly-constituted meeting shall not be void by reason only of a departure from these Standing Orders which was not detected till after the decision had been made.
25. Alterations to the Standing Orders shall only be made by a General Meeting after fourteen (14) days' notice has been given.
26. Any matters not dealt with in these Standing Orders shall be decided in accordance with the Standing Orders in practice in the Legislature of the State of Western Australia.
