

**Notting Hill / Pinewood Tennis Club Incorporated
Established 1934 – Amalgamated 1980**

Constitution

Notting Hill / Pinewood Tennis Club Incorporated

INDEX OF RULES

1. STATEMENT OF PURPOSES AND RULES	4
2. INTERPRETATION	4
3. OBJECTS	4
4. COLOURS.....	4
5. AFFILIATION.....	4
6. MEMBERSHIP	4
7. FEES.....	6
8. REGISTER OF MEMBERS.....	6
9. RESIGNATION OF MEMBER	6
10. EXPULSION OF MEMBER	7
11. GRIEVANCE PROCEDURE.....	7
12. ANNUAL GENERAL MEETING	7
13. SPECIAL GENERAL MEETING	8
14. NOTICE OF MEETING	8
15. PROCEEDINGS AT MEETINGS.....	8
16. CHAIRMAN AT MEETINGS	9
17. ADJOURNING OF MEETINGS.....	9
18. RESOLUTION OF QUESTIONS	9
19. VOTING AT MEETINGS.....	9
20. TAKING OF POLLS	9
21. ENTITLEMENT TO VOTE	9
22. COMMITTEE OF MANAGEMENT	10
23. OFFICERS OF THE ASSOCIATION.....	10
24. ELECTION OF OFFICERS.....	11
25. OFFICE VACANCIES	11
26. PROCEEDINGS OF COMMITTEE	11
27. PRESIDENT	12
28. VICE-PRESIDENT	12
29. SECRETARY	12
30. TREASURER	12
31. SOCIAL ACTIVITIES CONVENOR	12
32. ASSISTANT SECRETARY	13
33. TOURNAMENT SECRETARY	13

Notting Hill / Pinewood Tennis Club Incorporated

34.	JUNIOR CONVENOR	13
35.	WEEK DAY MEMBERS CONVENOR.....	13
36.	MAINTENANCE CONVENOR	13
37.	NIGHT TENNIS CONVENOR.....	13
38.	SOCIAL TENNIS CONVENOR.....	13
39.	SUB-COMMITTEES.....	13
40.	AUDITOR.....	13
41.	REMOVAL OF MEMBER OF COMMITTEE.....	13
42.	MEMBERSHIP YEAR.....	14
43.	CHEQUES	14
44.	SEAL.....	14
45.	ALTERATION OF RULES.....	14
46.	NOTICES.....	14
47.	INDEMNITY	14
48.	WINDING UP OR CANCELLATION	15
49.	CUSTODY OF RECORDS	15
50.	FUNDS	15
51.	CO-OPERATIVES	15
52.	ADMISTRATION OF LICENSED PREMISES	15
53.	MEMBER’S ACCESS TO MINUTES	15

Notting Hill / Pinewood Tennis Club Incorporated

1. STATEMENT OF PURPOSES AND RULES

The name of the incorporated association is NOTTING HILL / PINWOOD TENNIS CLUB INCORPORATED (in these Rules called "the Association").

2. INTERPRETATION

- (1) In these Rules, unless the contrary intention appears:
 - "Committee" means the Committee of Management of the Association.
 - "Financial Year" means the year ending 30 June.
 - "General Meeting" means a general meeting of members convened in accordance with Rules 12 & 13.
 - "Member" means a member of the Association.
 - "Special Resolution" means a resolution that requires not less than three-quarters of the members voting at a general meeting, to vote in favour of the resolution.
 - "The Act" means the Associations Incorporation Reform Act 2012.
 - "The Regulations" means regulations under the Act.
- (2) In these Rules, a reference to the Secretary of the Association is a reference:
 - (a) Where a person holds office under these Rules as Secretary of the Association to that person; and
 - (b) In any other case, to the Public Officer of the Association.
- (3) Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Interpretation Act 1958 and the Act as in force from time to time.

3. OBJECTS

The aim of the Association shall be:

- (1) To provide adequate and proper facilities for the playing of tennis at both social and competitive levels.
- (2) To promote and foster tennis (senior & junior) in the City of Monash.

4. COLOURS

The colours of the Association shall be Royal Blue and White.

5. AFFILIATION

The association will be affiliated with such associations considered necessary, or desirable, by the Committee.

6. MEMBERSHIP

- (1) A natural person who is nominated and approved for membership is eligible to be a member of the Association on payment of the entrance fee and annual subscription payable under these Rules.
- (2) A person who is not a member of the Association at the time of the incorporation of the Association (or who was such a member at that time but ceased to be a member) shall not be admitted to membership:
 - (a) Unless he or she applied as provided in sub-clause (3); and
 - (b) His or her admission as a member is approved by the Committee.
- (3) An application of a person for membership of the Association:
 - (a) Shall be made in writing in the form set out in Appendix 1; and
 - (b) Shall be lodged with the Assistant Secretary of the Association.
- (4) Provided a vacancy exists, then as soon as practicable after the receipt of a nomination, the Assistant Secretary shall place the names of the Applicants on the notice board of the Association's Club House at least 7 days before the application comes before the Committee.

Notting Hill / Pinewood Tennis Club Incorporated

- (5) Upon nomination being referred to the Committee, the Committee shall determine whether to approve or reject the nomination. If an application is rejected from Membership, he or she shall be advised accordingly in writing (result excluded).
- (6) Upon a nomination being approved by the Committee, the Assistant Secretary shall, with as little delay as possible, notify the nominee in writing that he or she is approved for membership of the Association and request payment within the period of 30 days after receipt of the notification of the sum payable under these Rules as the entrance fee and the first year's subscription.
- (7) Any offer of membership shall remain open for not more than thirty (30) days after the date the offer was made. After such period, any request for membership will result in the applicant's name being placed on any existing waiting list and will be subject to the Committee's determination at its next meeting.
- (8) The Assistant Secretary shall, upon payment of the amounts referred to in sub-clause (6) within the period referred to that clause, enter the nominee's name in the register of members kept by him or her and, upon the name being so entered, the nominee becomes a member of Association.
- (9) A right, privilege, or obligation of a person by reason of his membership of the Association:
 - (a) Is not capable of being transferred to another person.
 - (b) Terminates upon cessation of his or her membership whether by death, resignation or otherwise.
- (10) The categories of Members shall be:
 - (a) Senior Full Members
 - (b) Week Day Members
 - (c) Juniors Members (under the age of 18 years)
 - (d) Senior Non-Playing Members
 - (e) Junior Non-Playing Members
 - (f) Life Members
 - (g) Honorary Members
 - (h) Family members (Senior Full Members and Junior Members)
 - (i) Student Members
 - (j) Night Tennis Members
 - (k) Tennis Victoria Pennant MembersCategories (a), (b), (d), (h) (Senior Full Members) and (i) may be referred to as Senior Members elsewhere in these Rules.
- (11) The rights of Members shall be:
 - (a) Senior Full Members, Life Members, Honorary Members and Student Members are entitled to use the Association's premises and courts at any time provided that there is no conflict with the By-Laws as set down by the Committee from time to time.
 - (b) Week Day Members are entitled to use the Association's premises at any time and are entitled to use the courts at all times other than Saturdays, Sundays and Public Holidays provided that there is no conflict with the By-Laws as set down by the Committee from time to time.
 - (c) Junior Members are entitled to use the Association's premises and courts at such times as laid down by the By-Laws.
 - (d) Non-Playing Members are entitled to use the Association's premises at any time provided that there is no conflict with By-Laws as set down by the Committee from time to time.
 - (e) Night Tennis Members are entitled only to represent the Association in teams playing in the W.D.T.A. Night Tennis competitions. They are not entitled to use the courts at other times.
 - (f) Tennis Victoria Pennant Members are entitled to use the Association's premises and courts between the 1st April and 30th September inclusive provided that there is no conflict with the By-Laws as set down by the Committee from time to time.
- (12) Life Membership may be bestowed on any person. Any financial Senior Full Member, Week Day Member or Student Member shall be entitled to propose a member or any person for Life Membership. Such proposal shall be made in writing and submitted to the Committee no later than April for ratification by them and to be put as a recommendation to the next

Notting Hill / Pinewood Tennis Club Incorporated

Annual General Meeting. The nomination for Life Membership must be carried by two-thirds majority of those present and eligible to vote at a General Meeting of the Association. Life Membership may be cancelled if the person concerned is notified of the proposed resolution and the resolution for the cancellation is approved by two-thirds majority of those present and eligible to vote in a General Meeting of the Association.

- (13) Honorary Membership may be bestowed to any person from time to time as may be considered necessary by the Committee. In extenuating circumstances the Executive of the Committee of Management shall have the authority to bestow Honorary Membership for that period of time until the next meeting of the Committee of Management.
- (14) Senior Life and Honorary Members will enjoy all rights of Full Members without the payment of annual subscription. Not more than one (1) Life Member shall be elected in any financial year.
- (15) The Committee shall have the power to grant leaves of absence, but any member granted leave shall be the same as that fixed for Non-Playing Members. Reinstatement to Full Membership will be at the discretion of the Committee who will, at the time of request, take into consideration the general membership situation within the Association. A Member who is reinstated will be liable for the difference in fees between Senior Non-Playing Members and Senior Full Members. Pro rata fees may be determined by the Committee if appropriate.
- (16) Only Senior Full Members and Student Members whose fees for the current financial year are in order are entitled to vote at General Meeting(s). Senior Full Members, Week Day Members and Student Members who were financial in the Fiscal Year just ended are those entitled to vote at the Annual General Meeting.
- (17) Any un-financial member will be debarred from participating in any competitive tournament or championship events conducted by the Association and shall have no voice in the affairs of the Association.
- (18) Payment of fees by a member shall be deemed acceptance of the Rules of the Association.
- (19) Notwithstanding (12) above, all Life Members of the Association prior to incorporation shall automatically be granted Life Membership at the date of incorporation.

7. FEES

- (1) All Joining Fees and Annual Subscriptions will be determined at the Annual General Meeting on the recommendation of the Committee. The scale of fees proposed for the ensuing year will be advised in the notice of the Annual General Meeting.
- (2) A Member will be considered financial when the fees due have been paid.
- (3) If a member has not paid the fees due, by the end of September and has not entered into a special arrangement with the Committee, the membership may cease at that date at the discretion of the Committee.
- (4) Any new or existing Member who has paid a joining fee, (if applicable) shall only be liable to pay pro rata annual fees as appropriate. This will be determined by the Committee.
- (5) In the event of a new Member being unable to discharge his financial obligations, he may make written application to the Committee to enter into a special arrangement for payment. The Committee will consider all the relevant facts and will make arrangements as will be of benefit to the Association as well as the member. When such arrangement has been made, the Member will not be considered un-financial.

8. REGISTER OF MEMBERS

The Assistant Secretary shall keep and maintain a Register of Members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by members at the address of the Public Officer.

9. RESIGNATION OF MEMBER

- (1) A Member of the Association who has paid all monies due and payment by him or her to the Association may resign from the Association by first giving one month notice in writing to the

Notting Hill / Pinewood Tennis Club Incorporated

Assistant Secretary of his or her intention to resign and upon the expiration of notice, the Member shall cease to be a Member.

- (2) Upon the expiration of a notice given under sub-clause (1), the Assistant Secretary shall make in the Register of Members an entry recording the date on which the Member by whom the notice was given, ceased to be a member.

10. EXPULSION OF MEMBER

- (1) The Committee shall have the power to request in writing the resignation of any Member whose membership the Committee believes is prejudicial to the interests of the Association. The reason for the request shall be advised.
- (2) In the absence of such resignation within fourteen days of the written request, the Committee shall consider the expulsion of the member, who shall be permitted to offer an explanation of the conduct considered prejudicial either verbally or in writing, and if a vote for expulsion is then carried by a two-thirds (2/3) majority of the Committee members present at the meeting, the membership of the member shall be cancelled forthwith.

11. GRIEVANCE PROCEDURE

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between:
 - (a) a member and another member;
 - (b) a member and the Committee;
 - (c) a member and the Association.
- (2) A member must not initiate a grievance procedure in relation to a matter that is the subject of the process set out in rule 10 (Expulsion).
- (3) The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.
- (4) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by sub-rule (3), the parties must within 10 days:
 - (a) notify the Committee of the dispute; and
 - (b) agree to or request the appointment of a mediator; and
 - (c) attempt in good faith to settle the dispute by mediation.
- (5) The mediator must be:
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement:
 - i. if the dispute is between a member and another member – a person appointed by the Committee; or
 - ii. if the dispute is between a member and the Committee or the Association – a person appointed or employed by the Dispute Settlement Centre of Victoria.
- (6) A mediator appointed by the Committee may be a member or former member of the Association but in any case must not be a person who:
 - (a) has a personal interest in the dispute; or
 - (b) is biased in favour of or against any party.
- (7) The mediator to the dispute, in conducting the mediation, must:
 - (a) give each party every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
- (8) The mediator must not determine the dispute.
- (9) If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

12. ANNUAL GENERAL MEETING

- (1) The Association shall in each calendar year and not later than 31 July, convene an Annual General Meeting of its Members.

Notting Hill / Pinewood Tennis Club Incorporated

- (2) The Annual General Meeting shall be held on such day as the Committee determines.
- (3) The Annual General Meeting shall be specified as such in the notice convening it.
- (4) The Ordinary Business of the Annual General Meeting shall be:
 - (a) To confirm the Minutes of the last preceding Annual General Meeting and of any General Meeting held since that Meeting.
 - (b) To receive from the Committee reports upon the transaction and Financial Statements for the Association during the last preceding financial year.
 - (c) To receive and consider the statement submitted by the Association in accordance with the Act.
- (5) The Annual General Meeting may transact special business of which notice is given in accordance with these Rules.

13. SPECIAL GENERAL MEETING

- (1) The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association.
- (2) The Committee shall, on requisition in writing of members representing no less than 10 members, convene a Special General Meeting of the Association.
- (3) The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the members making the requisition and sent to the address of the Secretary.
- (4) If the Committee does not cause a Special General Meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a Special General Meeting to be held no later than 3 months after that date.

14. NOTICE OF MEETING

- (1) The Secretary of the Association shall, at least 14 days before the date fixed for holding a General Meeting of the Association cause to be sent to each Member of the Association at the member's addresses appearing in the Register of Members, a notice by pre-paid posting stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (2) No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- (3) A Member desiring to bring any business before an Annual General Meeting shall give 30 days' notice of that business in writing to the Secretary, who shall cause the agenda for the Annual General Meeting to be displayed on the notice board 14 days prior to the Annual General Meeting.

15. PROCEEDINGS AT MEETINGS

- (1) All business that is transacted at a Special General meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these rules as being ordinary business for the Annual General Meeting shall be deemed to be special business.
- (2) No item of business shall be transacted at a General Meeting unless a quorum of Members entitled under these Rules to vote is present during the time when the meeting is considering the item.
- (3) Ten per cent (10%) of financial Senior Full Members, Week Day Members and Student Members (three of whom must be members of the Committee) constitute a quorum for the transaction of the business of a General Meeting.
- (4) If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the meeting convened upon the requisition of Members shall be dissolved and in any other case shall stand adjourned to the same day next week at the same time and (unless another place is specified by the chairman at the time of the adjournment or by written notice to Members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an

Notting Hill / Pinewood Tennis Club Incorporated

hour after the time appointed for the commencement of the meeting, the Members present shall be a quorum.

16. CHAIRMAN AT MEETINGS

- (1) The President, or in his or her absence, the Vice-President, shall preside as Chairman at each General Meeting of the Association.
- (2) If the President and the Vice-President are absent from a General Meeting, the Members present shall elect one of their number to preside as Chairman of the meeting.

17. ADJOURNING OF MEETINGS

- (1) The Chairman of a General Meeting at which a quorum is present may, with the consent of the Members, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the course of the General Meeting.
- (3) Except as provided in sub-clauses (1) and (2), it is not necessary to give notice of an adjournment or of the business to be transacted at and adjourned meeting.

18. RESOLUTION OF QUESTIONS

A question arising at a General Meeting of the Association shall be determined on a show of hands and unless before or on declaration of the show on hands a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without any proof of the number of the votes recorded in favour of or against that resolution.

19. VOTING AT MEETINGS

- (1) Upon any question arising at a General Meeting of the Association, a financial Senior Full Member, Week Day Member or Student Member (excluding the Chairman) has one vote only.
- (2) All votes shall be given personally.
- (3) In the case of an equality of voting in question, the Chairman of the meeting is entitled to exercise a casting vote.

20. TAKING OF POLLS

- (1) If at a meeting a poll on any question is demanded by Members, it shall be taken at that meeting in such manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.

21. ENTITLEMENT TO VOTE

A member is not entitled to vote at any General Meeting unless all monies due and payable by him to the Association have been paid, other than the amount of the annual subscription payable in respect of the current membership year.

Notting Hill / Pinewood Tennis Club Incorporated

22. COMMITTEE OF MANAGEMENT

- (1) The affairs of the Association shall be managed by a Committee of Management constituted as provided in Rule 23.
- (2) The Committee:
 - (a) shall control and manage the business of the Association;
 - (b) may, subject to these Rules, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by General Meeting of the members of the Association; and
 - (c) Subject to these Rules, the Regulations and the Act, has power to perform all such acts and things as appear to the Committee as essential for proper management of the business and affairs of the Association.
 - (d) May, from time to time, make, repeal, and amend such By-Laws (not inconsistent with these Rules) as it shall think expedient for the internal management, use of courts and well-being of the Association. All sub By-Laws shall be binding upon the Members until repealed by the Committee or set aside by a resolution of a General Meeting of the Association. Any new, repealed or amended By-Laws will be published in the succeeding month's Newsletter of the Association.
 - (e) shall have the power to make arrangements for holding on the courts matches (graded or otherwise) tournaments or other like competitions, to impose a charge for the admission of non-members to the grounds, to provide out of the funds of the Associations cups and other prizes for the competition and to reserve such courts as it may in its discretion think necessary for any particular occasion(s).
 - (f) shall have the power to deal with any complaint or misconduct or infringement of any of the Rules or By-Laws by any Member and after calling upon such member by notice in writing under the hand of the Secretary for an explanation and considering such explanation tendered, or, if no explanation be tendered, may either exonerate, censure, expel such Member or request such Member to resign before a specified date, without giving any reason for such action. In the event of a member who has been requested to resign failing to do so before the specified date, such Member may be forthwith expelled from the Association. The Member shall have the right to appeal to his peers as per Rules 12 & 13 of these Rules.
 - (g) Shall have the power to determine the total number of Members of the Association.
 - (h) Shall, notwithstanding the provisions contained in sub-clause 22 (2(e)), have the power to control the uses of the Association's premises and courts at all times.

23. OFFICERS OF THE ASSOCIATION

The Officers of the Association must be Senior Full Members or Student Members and shall consist of:

President
Vice-President
Secretary
Treasurer
Assistant Secretary
Tournament Secretary
Social Activities Convenor
Junior Convenor
Week Day Members Convenor
Maintenance Convenor
Night Tennis Convenor
Social Tennis Convenor

The President, Vice-President, Secretary and Treasurer shall be termed the Executive and the President and Secretary shall be Ex Officio Members of all Sub-Committees formed.

- (2) All officers shall be elected for a term of two (2) years, but the terms shall rotate so that the President, Treasurer, Assistant Secretary, Social Activities Convenor, Maintenance Convenor, Social Tennis Convenor shall retire during the same year while the Vice-President, Secretary,

Notting Hill / Pinewood Tennis Club Incorporated

Tournament Secretary, Week Day Members Convenor, Night Tennis Convenor and Junior Convenor shall retire the same year and will be eligible for re-election.

- (3) In the event of a casual vacancy occurring on the Committee (due to resignation or any other reason), any replacement appointed to the position will serve out the remainder of the two (2) year term. Only two such casual vacancies can be filled by the Committee at any time. Any appointment made to fill casual vacancies will be published in the next month's newsletter of the Association.
- (4) The Secretary and Treasurer shall each receive an honorarium as determined by the membership at an Annual General Meeting on a recommendation from the Committee.
- (5) The Committee may at any time co-opt the services of any member of the Association. The resolution resolving such appointment shall state the reason therefore, and the length of time during which such co-option shall extend. A co-opted member shall be entitled to take part in such proceeding only of the Committee that lies within the scope of the matter(s) for which he or she has been co-opted. The term of the appointment shall cease at the time of the next Annual General Meeting of the Association.

24. ELECTION OF OFFICERS

- (1) Nominations of candidates for election of retiring/vacant positions of the Committee:
 - (a) Shall be made in writing, signed by two (2) members of the Association and accompanied by written consent of candidate (which may be endorsed on the form of nomination); and
 - (b) Shall be delivered to the Returning Officer of the Association not less than 7 days before the date fixed for the holding of the Annual General Meeting.
- (2) If insufficient nominations are received to fill vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- (3) If the number of nominations is equal to the number of vacancies to be filled the members nominated shall be deemed to be elected.
- (4) If the number of nominations exceeds the number of vacancies to be filled, a secret ballot shall be held. The exhaustive system of ballot shall be used.

25. OFFICE VACANCIES

For the purpose of these Rules, the office of an officer of the Association becomes vacant if the officer:

- (1) Ceases to be a member of the Association;
- (2) Becomes an insolvent under administration within the meaning of the Companies (Victoria) Code;
- (3) Resigns his or her office by notice in writing given to the Secretary; or
- (4) Failed to fulfil the requirement of Rule 26 (5).

26. PROCEEDINGS OF COMMITTEE

- (1) The Committee shall meet at least four (4) times in each year at such place and such time as the Committee may determine.
- (2) Special meetings of the Committee may be convened by the Secretary after receipt of a requisition in writing from the President or by any 3 of the members of the Committee.
- (3) Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such meeting.
- (4) Any 7 members of the Committee (two (2) of them from the Executive) constitute a quorum for the transaction of the business of a meeting of the Committee.
- (5) Any member of the Committee absenting him or herself from three (3) consecutive meetings shall, unless a satisfactory explanation is forwarded in writing to the Committee through the Secretary within three (3) days after the date of the last of such three (3) meetings, be deemed to have vacated his or her office.

Notting Hill / Pinewood Tennis Club Incorporated

- (6) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.
- (7) At meetings of the Committee:
 - (a) The President or in his or her absence the Vice-President shall preside; or
 - (b) If the President and the Vice-President are absent, such one of the remaining members of the Committee as may be chosen by the members may preside.
- (8) Questions arising at the meeting of the Committee or of any Sub-Committee appointed by the Committee shall be determined by show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding the meeting may determine.
- (9) Each member present at a meeting of the Committee or of any Sub-Committee appointed by the Committee (excluding the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question; the person presiding may exercise a casting vote.
- (10) Written notice of each Committee meeting shall be served on each member of the Committee by delivering it to him or her at a reasonable time before the meeting or by sending it by pre-paid post addressed to him or her at his or her usual or last known place of abode at least two (2) business days before the date of the meeting.
- (11) Subject to sub-clause (4) the Committee may act notwithstanding any vacancy on the Committee.

27. PRESIDENT

The President shall preside at the Annual Meetings and at General Meetings and at Committee Meetings throughout the year.

28. VICE-PRESIDENT

The Vice-President, in the absence of the President, shall preside at the Annual Meeting, at General Meetings and at Committee Meetings throughout the year.

29. SECRETARY

- (1) The Secretary of the Association shall keep the minutes of resolutions and proceedings of each General Meeting and each Committee Meeting in books provided for that purpose together with a record of the names of persons present at Committee Meetings.
- (2) The Secretary shall be responsible for notification of all meetings as per the Rules of the Association.

30. TREASURER

- (1) The Treasurer of the Association:
 - (a) Shall collect and receive all monies due to the Association and make all payments authorised by the Association; and
 - (b) Shall keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditures connected with the activities of the Association.
- (2) The accounts and books referred to sub-clause (1) shall be available for inspection by members.

31. SOCIAL ACTIVITIES CONVENOR

The Social Activities Convenor shall be responsible for the organisation of functions either Social or Fund Raising as agreed by the Committee.

Notting Hill / Pinewood Tennis Club Incorporated

32. ASSISTANT SECRETARY

- (1) The Assistant Secretary shall perform such duties as delegated by the Committee or as mutually agreed with the Secretary. The Assistant Secretary shall hold ex officio positions only when acting in lieu of the Secretary.
- (2) The Assistant Secretary shall maintain the Register of Members as per rule 8.

33. TOURNAMENT SECRETARY

The Tournament Secretary shall be responsible for all competitive tennis within the Club and also inter club competition other than Night Tennis, Mid Week Ladies and Juniors.

34. JUNIOR CONVENOR

The Junior Convenor shall be responsible for all Junior Tennis both social and competitive within the Club.

35. WEEK DAY MEMBERS CONVENOR

The Week Day Members Convenor shall represent all Week Day Members at both social and competitive level on the Committee.

36. MAINTENANCE CONVENOR

The Maintenance Convenor shall be responsible for the upkeep of Club House, Courts and Surrounds.

37. NIGHT TENNIS CONVENOR

The Night Tennis Convenor shall be responsible for conducting all night tennis, both competitive and social.

38. SOCIAL TENNIS CONVENOR

The Social Tennis Convenor shall be responsible for the running of Sunday organised social tennis.

39. SUB-COMMITTEES

- (1) The Committee may from time to time appoint from among their members such Sub-Committees as they may deem necessary or expedient, and may depute or refer to such of the powers and duties of the Committee as the Committee may determine. Such Sub-Committees shall, at such times as the Committee shall require, report their proceedings to the Committee and shall conduct their business in accordance with the directions of the Committee.
- (2) The Committee shall have the power to direct the function, dismiss or expand any Sub-Committee duly formed.

40. AUDITOR

At every Annual General Meeting an Auditor or Auditors (not being a member of the Committee) shall be elected for the ensuing year. A vacancy occurring in the office of the Auditor(s) during the year shall be filled by the Committee.

41. REMOVAL OF MEMBER OF COMMITTEE

- (1) The Association in General Meeting may by resolution remove any member of the Committee before the expiration of his or her term of office and appoint another member in his or her stead to hold office until the expiration of the term of office of the first-mentioned member.

Notting Hill / Pinewood Tennis Club Incorporated

- (2) Where the member to whom a proposed resolution referred to in sub-clause (1) makes representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that they be notified to the members of the Association, the Secretary or the President may send a copy of the representations to each member of the Association or, if they are not sent, the member may require that they be read out at the meeting

42. MEMBERSHIP YEAR

The financial year of the Association shall begin on the 1st July and end on the 30th June in the following year.

For the purposes of the payment of Annual Subscriptions by Members, the membership year of the Association shall begin on 1st October and end on 30th September of the following year.

43. CHEQUES

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two of the President, Secretary and Treasurer.

44. SEAL

- (1) The Common Seal of the Association shall be kept in the custody of the Secretary.
- (2) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures of two members of the Committee or of one member of the Committee and of the Public Officer of the Association.

45. ALTERATION OF RULES

These Rules may only be altered by Special Resolution of a general meeting of the Association.

46. NOTICES

- (1) Subject to clause 14 (1) a notice may be served by or on behalf of the Association upon any member either personally or by sending it by post to the member at his or her address shown in the Register of Members.
- (2) Where a document is properly addressed pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of a post.

47. INDEMNITY

- (1) The Association shall obtain a policy of insurance for Members against accidents which may arise out of or in the course of the performance of any duty as members of the Association and for the public against any accident or damage to property which may arise out of or in the course of performance of any activity of the Association.
- (2) The Trustees, Officers of the Association and members of the Committee shall be indemnified out of the funds of the Association against all losses and expenses incurred personally on behalf of the Association, and it shall be the duty of the Committee, out of the funds of the Association to pay all losses, damages and expenses, costs and charges which they shall respectively incur or be put to the execution of their respective offices or by reason or on account of any contract deed matter or thing which shall be permitted, entered into and executed by them respectively on behalf of or bona-fide in the interest of or with the view of benefiting the Association and any such member of the Committee or Officer shall be chargeable only for so much money as he or she shall actually receive and they shall not be answerable for any banker, broker, collector or other persons appointed by the Committee with whom or into whose hands any property or monies of the Association may be deposited

Notting Hill / Pinewood Tennis Club Incorporated

or come not insufficiency of any title of the estate or property which from time to time be purchased by order of the Committee nor for any loss or damage which may happen in the execution of their respective offices unless the same happens through their own respective wilful neglect.

48. WINDING UP OR CANCELLATION

- (1) The Association may be disbanded only by circulation of Notice of Motion to all members and at a Special General Meeting called for the purpose.
- (2) In the event of the winding up or the cancellation of the Incorporation of the Association, the assets of the Association shall be disposed of in accordance with the provision of the Act. After disposing of assets any surplus of funds will not be shared amongst members but will be distributed to other Clubs and/or Associations as the members so nominate.

49. CUSTODY OF RECORDS

Except as provided in these Rules, the Secretary shall keep in his or her custody or under his or her control all books, documents and securities of the Association. Members of the Association shall be entitled to inspect said books, documents and securities upon request.

50. FUNDS

The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determines.

51. CO-OPERATIVES

- (1) All members who hold shares in the Pinewood Tennis Club Co-Operative Society Limited (or any other Co-Operative which may be set up in the future) will be held equally liable for the guaranteeing of repayments of any loan agreement entered into by the Association and/or made under the Co-Operative Societies of Victoria Act, and must be prepared to sign appropriate papers connected with a loan.
- (2) All Adult members must be prepared to take out shares in any future Co-Operative set up to provide facilities or amenities for the Association as approved at a General Meeting.

52. ADMINISTRATION OF LICENSED PREMISES

- (1) A record shall be kept by date of the name and the address of all guests present at the Association during licensed hours with the intention of consuming liquor.
- (2) Each adult Member is able to sign in a maximum of four guests at a time for the purposes of consuming liquor.
- (3) No visitor to the premises shall be supplied with liquor on the Associations premises unless in the company of an adult Member of the Association.

53. MEMBER'S ACCESS TO MINUTES

- (1) Members of the Association may on request inspect and make copies of the minutes of the Annual General Meeting (or any other General Meeting) free of charge.
- (2) Members of the Association may request to access the minutes of Committee meetings. Upon receiving such a request, the Committee may, at its absolute discretion, decide to permit or refuse the request.