



CONSTITUTION

Caloundra Sub-Branch R.S.L. Services Club Incorporated

23 June 2008

20 September 2010: Amendment to By-Law 27.3

28 March 2011: Amendment to Clause 14.4

7 February 2015: Amendment to Clause 42

8 January 2016: Amendment to Clause 14 & By-Law 17

9 April 2016: Amendment to Clauses 3.1.7; 9.5; 15.2; 15.3;19.7; 19.9; 23.4; 24.1; 30.1 & 31

26 October 2018: Amendment to Clause 19.1 and By-Laws 3.1, 24.1, 27 & 28

23 Mar 2019: Amendment to Clause 14.1 to14.18, 15.1 to 15.4, 9.6 & 25.1 and definition 16 added

21 Sep 2019: Amendment to Clause 42.2

16 Nov 2019: Amendment to Clauses 10, 11, 12, 13, 14, 15 & 19.2

22 Sep 2022: By Law 15 Complaints removed. Index updated so By Law 28 is now 27

28 Mar 2023: By Law 27 (ex 28) Honorariums removed

26 July 2023: By Law 27 (New) Honorariums added

13 August 2023: Amendment to Clause 14.9

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CONSTITUTION

of

CALOUNDRA SUB-BRANCH R.S.L. SERVICES CLUB INC.

1. Name

- 1.1 The name of the Incorporated Association will be known as the “Caloundra Sub-Branch R.S.L. Services Club Inc.”, (referred to as “the Club”).

2. Address

- 2.1 The place of office of the Club is 19 West Terrace, Caloundra, Queensland, and any other address the Board may determine.

3. Definitions and Interpretation

3.1 Definitions

- (1) **Agent** means any person acting in the capacity of another senior officer of the Club;
- (2) **Annual General Meeting** means the general meeting held each year as required by the Constitution;
- (3) **Board** means the Management Committee Members elected under clause 14 and will be referred to as **The Board**;
- (4) **By-Laws** means the By-Laws of the Club;
- (5) **Club** means the Caloundra Sub-Branch R.S.L. Services Club Inc.;
- (6) **Club House** means the premises situated at 19 West Terrace, Caloundra, Queensland or any other premises as the Board may determine;
- (7) **Executive** means the President, Vice President, Treasurer and Secretary.
- (8) **Gaming Act** means the *Gaming Machine Act 1991* (Qld) including any associated or delegated legislation);
- (9) **Gaming Licence** means the gaming machine licence number 131 held under the Gaming Act entitling the Club to operate electronic gaming machines at the Club House;
- (10) **General Manager** means the general manager of the Club appointed on the terms and conditions determined by the Board;
- (11) **Licensed Area** means the area detailed on the Liquor Licence and/or the Gaming Licence in which the Club is permitted under the Liquor Act and the

Gaming Act respectively to provide services to Members which include the sale of liquor and the conduct of gaming respectively;

- (12) **Liquor Act** means the *Liquor Act 1992* (Qld) and any associated or delegated legislation;
- (13) **Liquor Licence** means the Club Liquor Licence No. 42109452 held by the Club in relation to the Club House;
- (14) **Member** means a person who has been duly accepted by the Board in accordance with the Constitution and who has paid the Club all current fees, subscription, charges and other fees;
- (15) **Notice Board** means the board provided in the Club House on which notice for the information of members is posted;
- (16) **Ordinary Board Member** means any member of the Board excluding the President, Vice President, Secretary and Treasurer.”
- (17) **Regulations or Rules** means any advice, direction or instruction not being a By-Law, issued by the Board under the provisions of the Constitution or the By-Laws for the guidance of members and others;
- (18) **R.S.L.** means the Returned and Services League of Australia;
- (19) **Secretary** means the Secretary of the Club appointed under this Constitution;
- (20) **Spouse** means a legally married spouse or partner of a member.

3.2 Interpretation

- (1) Words importing to the masculine gender will include the feminine gender where context requires or permits.
- (2) Months means calendar months.
- (3) Writing or written, includes, printing, or other modes of reproduction.
- (4) Pool Tables also includes Snooker tables.
- (5) Books can mean Computer Files or any other form of record keeping.
- (6) Sub-Branch means Returned Services League of Australia Queensland Branch Caloundra Sub-Branch.

4. Objects

4.1 The objects of the Club will be:

- (1) to provide and maintain a Club House for Members and guests;
- (2) to preserve the memory and records of those who served with the armed forces of Australia and her allies;

- (3) to establish and maintain amenities for the benefits, social comfort and advancement of its members;
- (4) to affiliate with any other body possessing like aims and objects upon such terms and conditions as may be mutually agreed;
- (5) to carry into effect the objects and aims of the R.S.L. as are set forth in the Constitution and By-laws of the organisation now in force, or as amended from time to time; and
- (6) to make available meeting rooms and office facilities for use of the R.S.L. (Queensland branch and Caloundra Sub-Branch) with access by members of the Sub-Branch at no cost;
- (7) to preserve the memory of those who have served Australia or were allies in any war or wars and to observe the Ode of Remembrance at 1800 hours each day or at the direction of the Board;
- (8) to maximise the facilities available to members or their guests at or around the Club House, which may include, but is not limited to, the following types of facilities:-
 - (a) function/conference facilities;
 - (b) accommodation facilities;
 - (c) gymnasium and fitness centre;
 - (d) retail activities including travel agency;
 - (e) under-cover/indoor bowling;
 - (f) sporting activities;
 - (g) leasing land owned by the Sub Branch but not forming part of the Club's Licensed Area under the Liquor Act;
- (9) to do all other acts and things as are incidental or conducive to the attainment of the foregoing objects.

5. Powers of The Board

5.1 The powers of the Board are, either singularly or in a partnership or joint venture:

- (1) to manage the funds and other assets and liabilities of the Club;
- (2) to subscribe to, become a member of, and co-operate with, any other association, club or organisation, whose objects are altogether or in part similar to those of the Club, provided that the Club will not subscribe to or support with its funds any club, an association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Club under clause 37.9 of this Constitution;

- (3) to buy, sell and deal in all kinds of chattels, commodities and provisions, both liquid and solid, for the Members of the Club or persons, frequenting the Club premises;
- (4) to purchase, take on lease or in exchange, hire and otherwise acquire any lands, building, easements or property, real and personal, and any rights or privileges which may be requisite for the purpose of, or capable of being conveniently used in connection with, any of the objects in this Club; provided that in case the Club will take or hold any property which may be subjected to any trusts the Club will only deal with the same in such manner as is allowed by law having regard to such trusts;
- (5) to enter into any arrangements with any Government or authority that are incidental or conducive to the attainment of the objects and exercise of the powers of the Club; to obtain from any such Government or authority any rights, privileges or concessions which the Club may think it is desirable to obtain and to arrangements, rights, privileges or concessions;
- (6) to appoint, employ, remove or suspend employees and other persons as may be necessary or convenient for the purpose of the Club;
- (7) to remunerate any person, or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing of any unsecured notes, debentures, or other securities of the Club, or in about the Club or promotion of the Club or in the furtherance of its objects;
- (8) to construct, improve, maintain, develop, work, manage, carry out, alter or control any house, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Club interest, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control;
- (9) to invest and deal with the money of the Club not immediately required in such a manner as may from time to time be thought fit;
- (10) to take, or otherwise acquire, and hold shares, debentures or other securities of any other company or body corporate;
- (11) to lend and advance money or give credit to any person or body corporate, to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
- (12) to borrow or raise money either alone or jointly with any other person or legal entity in such a manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any monies and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the Club's property or assist present or future and to purchase, redeem or pay-off any such securities;

- (13) to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable to transferable instruments;
- (14) to take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Club but subject always to the provision in clause 5.1(4) of this Constitution;
- (15) to take such steps by personal or written appeals, public meetings, or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Club in the shape of donations, annual subscriptions or otherwise;
- (16) to print and publish any newspaper, periodicals, books or leaflets that the Club may think desirable for the promotions of its objects;
- (17) to amalgamate with any one or more clubs or associations having objects together or in part similar to those of the Club and which will prohibit the distributions of its income and property among its members to an extent at least as great as that imposed upon the Club under clause 37.9;
- (18) to enter into an agreement to manage any one or more clubs or associations having objects together or in part similar to those of the Club and which will prohibit the distributions of its income and property among its members to an extent at least as great as that imposed upon the Club under clause 37.9;
- (19) to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of the Club to any one of the clubs or associations with which the Club is authorised to amalgamate;
- (20) to transfer all or any part of the property, assets, liabilities and engagements of the Club to any one or more of the clubs or associations with which the Club is authorised to amalgamate;
- (21) to make donations for patriotic, charitable or community purposes;
- (22) to transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;
- (23) to determine the hours during which the Club will be open to Members and will be empowered to close it on such days and for such times as deemed necessary or desirable; and
- (24) to do all such other things as are incidental or conducive to the attainment of the objects and the exercise of other powers of the Club, subject to any legal or Government conditions or laws.

6. Classes of Membership

6.1 The membership of the Club will consist of the following classes of membership:

- (1) Full Club and R.S.L. members;

- (2) Life members;
- (3) Ordinary social members;
- (4) Short Term social members;
- (5) Corporate members; and
- (6) Temporary members.

6.2 Full Club and R.S.L. Members

- (1) The following persons will be eligible for Full Club and R.S.L. membership of the Club:
 - (a) Members of the armed forces of the Commonwealth of Australia; or
 - (b) Merchant seamen (eligible for membership of the R.S.L.);
 - (c) ex-servicemen and ex-servicewomen who are discharged members of the Naval, Military or Air Forces of the Commonwealth of Australia or of the United Kingdom or any nation deemed to be an ally;
 - (d) and who are holders of an honourable discharge certificate from their respective services;

who are financial members of the Sub-Branch.

6.3 Life Members

- (1) A person will be eligible for life membership if a financial member of the Sub-Branch, and who, in the opinion of the Board:
 - (a) has rendered at least 10 years continuous outstanding and valuable services to the Club; and
 - (b) has served in any capacity on the Board for a minimum of three years
 - (c) has, at an Annual General Meeting been proposed as a Life Member,

provided that no person will be appointed a Life Member except on the recommendation of the Board at an Annual General Meeting.

6.4 Ordinary Social Members

- (1) Ordinary Social Membership of the Club will be given to persons who:
 - (a) have attained the age of eighteen years or the minimum age that the *Liquor Act* provides;
 - (b) are of good character and repute;

- (c) are ineligible to become Full Club and R.S.L. Members or Life Members and
 - (d) subscribe to the objects of the Club.
- (2) Ordinary Social Members will be ineligible to vote or hold office, but in all other respects will have the rights, privileges, duties and responsibilities of other members and may attend general meetings as observers.
 - (3) Ordinary Social Members are not permitted to use the Bottleshop facilities until their membership is ratified at the next Board meeting.
 - (4) Ordinary Social Membership may be given at a rate determined by the Board.

6.5 Short Term Social Members

- (1) Short Term Social Membership of the Club may be given for a designated two month period to persons who:
 - (a) have attained the age of eighteen years or the minimum age that the *Liquor Act* provides;
 - (b) are of good character and repute;
 - (c) are ineligible to become Full Club and R.S.L. Members or Life Members; and
 - (d) subscribe to the objects of the Club.
- (2) Short Term Social Members will be ineligible to vote, attend any General Meeting or hold office, but in all other respects will have the rights, privileges, duties and responsibilities of other members.
- (3) Short Term Social Members are not permitted to use the Bottleshop facilities.
- (4) Short Term membership may be given at a rate determined by the Board.

6.6 Corporate Members

- (1) A company or body corporate may apply for an Ordinary Membership of the Club to obtain the organisational and purchasing expertise of the Caloundra RSL Sub Branch Services Club, provided that its membership is considered by the Club's Board to be compatible with the objects of the Club.
- (2) A Corporate Member must nominate in writing an individual representative to exercise its rights as an Ordinary Member. The form of nomination must include the name and address of the representative and be signed by that representative.
- (3) The representative can be changed at any time by the Corporate Member advising the Club in writing of the name of the new representative.

6.7 Temporary Membership

- (1) The following persons may be admitted to the Club as Temporary Members:
 - (a) overseas, interstate visitors and all R.S.L. members for a period of one day at a time only;
 - (b) an intrastate visitor whose principal place of residence is located at least 15 kms from the Club (or such other distance as is prescribed in the Liquor Act) for a period of one day at a time only;
 - (c) members of other clubs and their guests, provided that the appropriate reciprocal rights are in force with those clubs, for a period of one day at a time only;
 - (d) persons who have made application for membership of the Club who have also paid the prescribed application fee, during the period they are waiting a decision from the General Manager or the Board, for a period not exceeding 30 days from the date of receipt of the application; and
 - (e) members of a sporting team or attendees of a private function visiting the Club for the purpose of taking part in sporting competitions or social functions, for the days of the competitions or functions only.
- (2) To be eligible for one of the above categories some adequate form of proof is to be produced to confirm status.

6.8 Membership Cards/Badges

Each member will receive a Membership Card issued by the General Manager or Board when his or her annual subscription is paid, and will be required to produce the Membership Card on request by any person authorised by the Board or the General Manager. Life Members will receive a Life Membership Card and/or Badge when elected.

All persons having become Members of the Club will be eligible to join and take part in the internal and sporting groups of the Club.

- 6.9 The number of Members of each class will be unlimited. However, the Board at its discretion may fix a maximum number for each class.
- 6.10 No ordinary Social Member, Short Term Member or Temporary Member, nor any minor, nor any applicant on whom Interim Membership may be conferred, shall be entitled to vote at any meeting of the Club.

7. Membership

- 7.1 Every application for Full Club and RSL Membership of the Club must be proposed by one Full Club and R.S.L. member of the club and seconded by another Full Club and R.S.L member of the club. Such application must be in writing in a form as determined by the Board and signed by the applicant, proposer and seconder. Every application for all other forms of Membership,

other than Life Membership and Temporary Membership, must be in writing in a form as determined by the Board and signed by the applicant.

- 7.2 No member is entitled to any benefit or advantage from the Club which is not shared equally by every member, unless provided for in this Constitution. However, any individual Member, irrespective of his or her class of Membership, is entitled to receive a benefit or advantage from the Club based upon or determined by the individual Member's use of and/or expenditure at the Club's gaming, restaurant, bar or other facilities.
- 7.3 No person under eighteen years of age will be admitted as a member of the Club and will not be permitted to use all the facilities of the Club.

8. Membership Fees

- 8.1 The membership fees for each class of membership will be in the sum and payable at the time and in the manner as the Board determines.
- 8.2 A financial member is a member who has paid his or her current subscription and has not had his or her membership terminated.
- 8.3 The Club's financial year for membership will end on 31 December in each year.
- 8.4 If any member fails to pay his or her annual subscription by the last day of February, he or she ceases to be a member and his or her name and number will be deleted from the list of members provided. However, the Board will have the power of extending the time for payment at its discretion for good and sufficient cause. Members of the Armed Forces at the time of their departure for overseas who will be financial members of the Club will be deemed to remain financial members of the Club until the last day of December next following their return from overseas services.
- 8.5 Members whose membership has lapsed for a duration longer than that stated in clause 8.4 may, with the payment of the appropriate fee, have their membership renewed.

9. Admission and Rejection of Members

- 9.1 The particulars of all applications Ordinary Social, 1 month Social and Corporate Membership of the Club will, promptly upon the making of the same, be entered in the order of time in which such applications are received by the General Manager of the Club, in the Proposed Members Register, together with Full Club and RSL membership applications, to be kept by the General Manager or his or her agent (with every such entry setting out the full name and address of the applicant and the time and date of the receipt by the General Manager of the application).
- 9.2 The particulars of all applications for Full Club and R.S.L applications are not forwarded to the General Manager but are forwarded to the Sub Branch Secretary.
- 9.3 Every application will be dealt with and determined in the order of priority in which it is so recorded. Subject to the above, an application for membership

of the club may be postponed for not longer than 3 months and other such applications may be dealt with and determined during that period only if:

- (1) the membership in respect of which the postponed application is required to be dealt with and determined is kept open during the period of postponement; and
 - (2) the postponed application is dealt with and determined immediately upon the expiration of the period of the postponement and in priority to any and every application then subsisting.
- 9.4 Upon receipt of the information required by Clause 7.1, the General Manager and the sub-committee as nominated by the Board may, recommend the admission or rejection of the application for Membership.
- 9.5 The General Manager or his or her agent will keep a register in which will be entered the time and date of the Board meetings at which the voting is carried out.
- 9.6 At the next meeting of the Board: after the General Manager has advised that he/she has made a recommendation in relation to admission or rejection of an application for membership; or if the General Manager has declined to recommend the admission or rejection of an application, after the receipt of any application and the fee applicable for any class of membership by the Board, the application must be considered by the Board who must promptly determine upon the admission or rejection of the application, provided that the provisions of clauses 7.1 and 7.2 have been complied with.”
- 9.7 Where the General Manager has made a recommendation under Clause 9.4, the Board may ratify that recommendation or overturn that recommendation at its discretion, by a majority of the votes of the members of the Board present at the meeting at which the application is considered.
- 9.8 Where the General Manager has declined to make a recommendation in relation to an admission or rejection of an application for membership, the Board must determine an application on the basis that any applicant who receives a majority of the votes of the Members of the Board present at the meeting at which the application is being considered will be accepted as a Member of the class of Membership applied for.
- 9.9 Upon the ratification of the General Manager’s recommendation for the acceptance of an application for any class of Membership by the Board, the application will be confirmed by the issuing of a membership card.
- 9.10 Upon the ratification of a recommendation by the General Manager for the rejection of an application for any class of Membership by the Board, the Secretary will promptly give the applicant notice in writing by mail of the rejection, without any obligation to provide a reason for the rejection.

10. Automatic Termination of Membership

- 10.1 Membership of the Club will be automatically terminated on:
- (1) the death of a Member;

- (2) the resignation of a Member; and
- (3) where the Member is an employee, termination of the Member's employment by the Club, if the termination is due to misconduct.

11. Resignation of Membership

- 11.1 A Member may resign from the Club at any time giving notice in writing to the Secretary. Resignation will take effect at the time the notice is received by the Secretary, unless a later date is specified in the notice, in which case, the resignation will take effect on that later date.

12. Disciplinary Process in Relation to Misconduct of Members

- 12.1 A member has engaged in misconduct where they have:

- (1) Failed to comply with any of the provisions of the Constitution, By-laws, or Club policies; or
- (2) Failed to comply with conditions set by the General Manager or disciplinary panel on their membership; or
- (3) Conducted themselves in a manner that is prejudicial to the reputation or interests of the Club.

- 12.2 All complaints and supporting evidence about alleged misconduct of a Member must be recorded in writing and referred to the General Manager, as soon as practicable.

Decision by the General Manager

- 12.3 The General Manager must assess whether, on the balance of probabilities, the Member has engaged in misconduct.

- 12.4 If the General Manager assesses that the Member has engaged in misconduct, the General Manager must:

- (1) Set conditions on the Member's membership; or
- (2) Suspend the Member's membership for a specified period; or
- (3) Terminate the Member's membership; or
- (4) Refer the matter to the Secretary of the Board for a disciplinary panel hearing.

- 12.5 The General Manager must record their decision, and reasons, in writing.

- 12.6 The General Manager must notify the Member in writing of their decision, as soon as practicable.

- 12.7 A person whose membership has been suspended or terminated by the General Manager has 14 days from receiving written notification to respond to the General Manager in writing, requesting a disciplinary panel hearing.

- 12.8 The General Manager must refer all request for a disciplinary panel hearing to the Secretary of the Board, as soon as practicable.

Disciplinary Panel Hearing

- 12.9 If the General Manager refers a matter to the Secretary of the Board, the Secretary must arrange a disciplinary panel hearing as soon as practicable.
- 12.10 The Secretary of the Board must provide a person who is subject to a disciplinary panel hearing at least seven days' notice in writing of the substance of the allegation(s) against them and the date, time and place where the hearing will occur.
- 12.11 A disciplinary panel hearing may only be conducted by a panel of at least three Board Members or by a Disciplinary Committee of three people appointed by the Board.
- 12.12 Board Members and Disciplinary Committee members may only participate in a disciplinary panel hearing if they have not been personally involved in the matter, and if they do not exhibit any actual or apprehended bias.
- 12.13 A person subject to a disciplinary panel hearing is entitled to:
- (1) Attend the hearing to address the panel in relation to the allegation(s) against them, and possible outcomes; and
 - (2) Bring a support person. However, the support person cannot address the disciplinary panel.
- 12.14 The disciplinary panel may hear from witnesses in person, if considered necessary.
- 12.15 If a person subject to a disciplinary panel hearing fails to attend, the panel may deal with the allegation(s) in their absence.
- 12.16 The disciplinary panel may, at any time, adjourn a hearing.
- 12.17 At the conclusion of the disciplinary panel hearing, the panel must determine, on the balance of probabilities, and by majority vote, whether the person has engaged in misconduct.
- 12.18 If the majority of the disciplinary panel decided that the person has engaged in misconduct, the panel may:
- (1) Suspend the person's membership for a specified period;
 - (2) Set conditions on the person's membership; or
 - (3) Terminate the person's membership.
- 12.19 The disciplinary panel must record their decision, and reasons, in writing.
- 12.20 The Secretary of the Board must notify the person in writing of the disciplinary panel's decision, and reasons, as soon as practicable.

12.21 All decisions of a disciplinary panel are final.

13. Register of Members

- 13.1 The Board will cause a Register of Members to be kept in which will be entered the names and residential addresses of all persons admitted to membership of the Club, their class of membership, membership number and the dates of their admission.
- 13.2 The Register of Members must record deaths, resignations, conditions of membership imposed by the General Manager or disciplinary panel, suspensions of membership, terminations of membership, and any further particulars the Board may require.

14. Membership of Board

- 14.1 The Board will consist of seven people – a President, Vice President, Treasurer, and four other Members, all of whom must be Full Club and RSL members. The President, Vice President and Treasurer must not hold an executive appointment on the Sub Branch Committee. The Secretary will be appointed by the Services Club Board and may be a member of the Board or an employee of the Services Club.
- 14.2 After the ratification of this amended constitution and for the purposes of Annual Elections, the Board will be divided into two groups, A and B as follows:
- (1) **Group A** will consist of the President, and two Ordinary Board Members; and
 - (2) **Group B** will consist of the Vice President, Treasurer and two Ordinary Board Members.
- 14.3 In determining which Ordinary Board Members are assigned to each Group, the names of the four Ordinary Board Members will be drawn from a ballot box by the General Manager and witnessed by the Operations Manager and an appointed Sub Branch member, as follows;
- (1) First two drawn will be assigned to **Group A**; and
 - (2) Last two drawn will be assigned to **Group B**.
- 14.4 Except for the first Annual General Meeting after the ratification of this amended Constitution, all Groups will be elected on a two year rotating basis. At the first election, one Group will be elected for one year, and one Group will be elected for two years. To ascertain which Groups will serve one or two year terms at the first election, another draw is to take place as follows:
- (1) First Group drawn will serve one year,
 - (2) Second Group drawn will serve two years.

before they are required to retire from office and be eligible on nomination for re-election. No Members of the Board can hold office for any more than three consecutive terms each of two years.

- 14.5 At subsequent Annual General Meetings after the first year referred to in Clause 14.4, all board members in the Group eligible for election must retire from office but will be eligible upon nomination for re-election.
- 14.6 The Board must be elected as follows:
- (1) No fewer than two people elected to the Board must be members of the Committee of the Sub Branch, and Full RSL and Club Members; or
 - (2) If fewer than two persons are available from the Sub Branch Committee, the balance of the two must be elected from Full RSL and Club Members.
- 14.7 Spouses or partners, parents or siblings of employees of the Club are ineligible to nominate for any Board position.
- 14.8 All nominees for Board positions must agree, in writing, to attend corporate governance training arranged and paid for by Caloundra RSL Services Club within three months of being elected to the Board.
- 14.9 Any two Full Club and RSL Members or Life Members of the Club will be at liberty to nominate and second any other Full Club and RSL or Life Member to be a member of the Board. Members nominating for the executive positions of President, Vice President and Treasurer must have held a position on the Services Club Board for a minimum period of at least 12 months consecutively in the immediate five years prior to the Annual General Meeting.
- 14.10 Nominations for the Board must be submitted on the Caloundra RSL Services Club Board nomination form. The nominee must include the signatures of a proposer and seconder. The nominee must also complete and execute, before a Queensland Justice of the Peace, a statutory declaration accompanying the nomination form. Any nomination submitted on which the declaration has not been fully completed will be invalid and the Secretary must notify the nominee accordingly. The completed nomination form must be lodged with the Secretary no later than ten days before the Annual General Meeting at which the election is to take place.
- 14.11 An alphabetical list by surname of the candidate's names, with the proposer's and seconder's name, must be posted, by the Secretary, on the Notice Board or usual place of meeting of the Club House for at least seven days immediately preceding the Annual General Meeting.
- 14.12 Balloting lists will be prepared (if necessary) containing the names of the candidates in random order by surname and each voting Member present at the Annual General Meeting will be entitled to vote for any number of the candidates not exceeding the number of vacant positions.
- 14.13 Any Member of the Board may resign from membership of the Board at any time by giving notice in writing to the Secretary, and the resignation will take effect at the time the notice is received by the Secretary unless a later date is specified in the notice, in which case it will take effect on that later date.

- 14.14 Any Member of the Board who fails to attend any three consecutive meetings without leave of absence being granted or an apology being tendered to the Secretary, in writing, will be deemed to have resigned from the Board.
- 14.15 All Members of the Board will have equal voting rights at all meetings. The President will be entitled to a casting vote pursuant to Clause 31.
- 14.16 A Member of the Board may be removed from office at a General Meeting of the Club but must be given the opportunity to fully present his or her case. The question of removal will be determined by the vote of the Members present at the General Meeting, who are entitled to vote.
- 14.17 Board Members acknowledge that any matters discussed and considered Commercial in Confidence shall remain so. Contravention of this rule may, subject to Clause 14.16, result in the suspension or removal of the Board Member.
- 14.18 Any Board Member who departs the Board, for any reason, is still bound by confidentiality of Board discussions.

15. Election of Board

- 15.1 Except as otherwise provided in this Constitution, all Members of the Board will remain in office unless a vacancy occurs by reason of their resignation, death, removal or expulsion until the Annual General Meeting of the Club, when, subject to clauses 14-2 to 14-4, they will retire but will be eligible for re-election. No member of the Board can hold office for more than three consecutive terms, each of two years. The Secretary will be responsible for having the nominations placed on the Notice Board during the seven days after receipt.
- 15.2 In all cases of a contested election, Full Club and RSL and Life members will be issued with ballot papers in a form approved by the Board. In each election to fill a single position (ie President, Vice President and Treasurer), members will place a cross or a tick in the square against the name of the candidate of their choice. In an election to fill more than one position (i.e. Ordinary Board Members) members will place a tick or cross in the square against the names of candidates they favour. Members must not select more candidates than the number of positions to be filled. That part of any ballot paper not completed in accordance with this clause will be invalid. Prior to the AGM, the Club Auditor will be invited to act as Returning Officer for the AGM. Before issuing ballot papers, the Board will appoint four scrutineers. At the close of the ballot the returning officer will add the number of crosses and ticks shown in the squares against each of the candidates on all the formal ballot papers, prepare a list showing the number of crosses and ticks obtained by each candidate for each position, and hand the list to the Chairman.
- 15.3 The Chairman will consider the nominations of the most senior office bearers eligible for election each year, in the order, as appropriate, of President, Vice President and Treasurer. If there is only one nomination for any position, the Chairman will declare the nominee elected for that position. In filling contested Board positions the Chairman must consider the votes secured by each candidate that has not already been elected and ensure that Clause 14 of this Constitution is not infringed so that the number of persons declared

elected is in accordance with Clause 14.2. Where it is necessary to choose between two or more candidates with equal votes, a second ballot must be held and if the vote remains tied, the names of the candidates with equal votes must be placed in a hat and the first name to be drawn out by the Chairman of the meeting will be deemed to be the successful candidate.

- 15.4 In the event of no or insufficient nominations being received in writing for one or more of the positions on the Board, the Chairman of the Annual General Meeting will call for an Extraordinary General Meeting to be held within 28 days at which time a ballot will be held to fill the vacancies. Candidates for these positions are required to nominate for the vacant positions as detailed in Clause 14.10. Completed nomination forms must be lodged with the Secretary no later than seven days before the Extraordinary General Meeting. If no nominations are received by the Secretary, the Extraordinary General Meeting will be cancelled, and the vacancies will be filled by the Board subject to the provisions of clause 17 of this Constitution.

16. Disqualification of Board Members

- 16.1 The office of a Board Member will be declared vacant by a resolution of the Board if:

- (1) he or she is an undischarged bankrupt;
- (2) becomes prohibited from being a Board Member by reason of any order made under this Constitution;
- (3) he or she resigns the office in writing to the Board;
- (4) he or she fails without leave of absence to attend more than 3 consecutive duly constituted Meetings of the Board; without apology,
- (5) he or she is directly or indirectly interested within the meaning of the Constitution in any contract with the Club or participates in the profits of any contract with the Club;
- (6) he or she ceases to be a Member of the Club;
- (7) in the opinion of the Board he or she has been guilty of conduct unbecoming of a member of the Club or detrimental to the reputation and interest of the Club and subject to Clause 55.1.

- 16.2 The Board must be perceived to act with ethics and without conflict of interest, which is not in the best interests of the majority of the Club. However, a Board Member will not be required to vacate his or her office by reason of his or her membership of any company, firm, society or association which has entered into contracts with or done work for the Club if he or she has declared the nature of his or her interest in the manner as required by this Constitution.

17. Vacancies on the Board

- 17.1 The Board may at any time appoint any Full Club and RSL member or Life Member of the Club to fill any casual vacancy on the Board until the next

Annual General Meeting provided that clause 14 of this Constitution is not infringed.

- 17.2 The continuing members of the Board may act notwithstanding any casual vacancy on the Board, but if and so long as their number is reduced below the number fixed under this Constitution as the necessary quorum of the Board, the continuing member or members may act only for the purpose of increasing the number of members of the Board to that number or by summoning a General Meeting of the Club, but for no other purpose.

18. Functions of the Board

18.1 Except as otherwise provided in this Constitution and subject to resolution of the members of the Club carried at any General Meeting of the Club, the Board:

- (1) will have the general control and management of the administration of the affairs, property and funds of the Club; and
- (2) will have the authority to interpret the meaning of this Constitution and any matter relating to the Club on which this Constitution is silent, and
- (3) will be responsible for the appointment of the General Manager and the setting of his or her salary, and
- (4) will set the salaries of the Senior Management and Middle Management in conjunction with the General Manager, on an annual basis or as otherwise indicated.
- (5) And the General Manager will set staff salaries up to and including \$75,000 pa and anything above this at anytime must be approved by the Board in conjunction.

18.2 The Board will exercise all the powers of the Club:

- (1) to borrow, raise or secure the payment of money in such a manner as the members of the Club may think fit and secure the same payment of performance of any debt, liability, contract, guarantee or other engagement incurred or be entered into the Club in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Club property, both present and future, and to purchase, redeem or pay off any such securities; and
- (2) to invest in such manner as the members of the Club may from time to time determine.

19. Meeting of the Board

19.1 The Board will meet at least 10 times per year to exercise its functions, and more often when required in the best interests of the Club.

19.2 The Board must consult with the General Manager to inform itself of any relevant management or operational issues before each monthly meeting

under clause 19.1. The General Manager or his appointed representative will attend each Board meeting at a time determined by the Board.

- 19.3 A Special Meeting of the Board will be convened by the Secretary.
- (1) on the requisition in writing signed by not less than one-third of the members of the Board, which requisition will clearly state the reason why such special meeting is being convened and the nature of the business to be transacted; or
 - (2) on the direction of the Executive.
- 19.4 At every meeting of the Board a simple majority of a number equal to the number of members elected and/or appointed to the Board as at the close of the last Annual General Meeting of the members, will constitute a quorum.
- 19.5 Subject to the other clauses of this Constitution, the Board may meet and regulate its proceedings as it thinks fit, provided that questions arising at any meeting of the Board will be decided by a majority of votes and, in the case of equality of votes, the President will exercise a casting vote.
- 19.6 A member of the Board is not to vote in respect of any contract with the Club in which he or she is interested, or any matter arising there from, and if he or she does vote, his or her vote will not be counted.
- 19.7 The President will preside as Chairman at every meeting of the Board, or if there is no President, or in any meeting he is not present, within 10 minutes after the time appointed for holding a meeting, the Vice President will be Chairman or, if he is not present at the meeting, then the members may choose one of their number to be Chairman of the meeting.
- 19.8 If within half an hour from the time appointed for the commencement of the Board meeting a quorum is not present, the meeting will be held in 1 weeks' time at the same place and time of day and those present will then be deemed to form a quorum.

20. Formation of Sub Committee

- 20.1 The Board may delegate any of its powers to a Sub Committee consisting of two or more persons, who may include the General Manager and the other or others of whom shall be a member or members of the Club as the Board determines. Any Sub Committee so formed will in the execution of the powers so delegated conform to any regulations that may be imposed on it by the Board.
- 20.2 A Sub Committee may elect a Chairman of its meeting. If no such Chairman is elected, or if at any meeting the Chairman is not present within ten minutes after the time appointed for holding the meeting, the members may choose one of their number to be Chairman of the meeting.
- 20.3 A Sub Committee may meet and adjourn as it thinks proper. Questions arising at any meeting will be determined by a majority of votes of the members present and, in the case of equality of votes, the question will be deemed to be decided in the negative.

21. Validity of Board Actions

- 21.1 All acts done by any meeting of the Board or of a Sub Committee or by any person acting as a member of the Board will, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Board or person acting aforesaid or that the members of the Board or any of them disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Board.

22. Resolution of Board

- 22.1 A resolution in writing signed by all members of the Board for the time being entitled to receive notice of a meeting of the Board will be valid and effectual as if it had been passed at a meeting of the Board duly convened and held. Any such resolution may consist of several documents in identical terms, each signed by all members of the Board available at the time.

23. Annual General Meeting

- 23.1 The Annual General Meeting of the Club will be held on the fourth Saturday of March each year, unless extenuating circumstances decided by the Board do exist but in any event, not more than 4 months after the end of the Club's financial year. The President will submit a report and the Treasurer the financial statements for the year ending 31 December and any other business of the Club may be transacted. At this meeting, subject to clause 14, the Office-bearers of the Club and other members of the Board, will be elected. A copy of the financial statements and reports will be available for perusal by any Full Club and RSL and Life Member who is a Financial Member in accordance with this Constitution seven days prior to the meeting by pre-arranged appointment with the Secretary. A register will be signed to confirm viewing of the financial statements and reports.
- 23.2 The Members at the Annual General Meeting will formally appoint an Auditor for the Club for that year.
- 23.3 The Members at the Annual General Meeting will formally appoint a Patron for the Club for that year.
- 23.4 The Members at the Annual General Meeting will formally appoint a Solicitor for the Club for the year.

24. Special General Meeting

- 24.1 A Special General Meeting may be called by the Board and the President or in his absence the Vice President will be bound to call a special general meeting within 21 days of receipt by the Secretary of a requisition to do so signed by no fewer than 5% of the total number of Members who are entitled to vote at a General Meeting, stating the objects of the meeting. Notice of such meeting will be given by affixing a notice on the Notice Board 14 days before the date of the meeting, except in circumstances provided by in this Constitution.

25. General Meeting

- 25.1 A General Meeting may be called by the Board at any time, but must be at least quarterly for the purpose of the Board reporting to Club members of happenings and events within the Club and accepting suggestions and recommendations from the Club members for the welfare and benefit of the Club and will accept Notices Of Motion as per Clause 42. Any proposal should be ratified by the Board at their next Meeting.

26. Disorderly conduct at meetings of the Club

- 26.1 At any meeting of the Club, the President may report to the meeting that a Member has committed an offence if a Member:
- (1) persistently and wilfully obstructs the business of any meeting;
 - (2) is guilty of disorderly conduct;
 - (3) uses objectionable words and refuses to withdraw those words; and
 - (4) persistently and wilfully disregards the authority of the Chairman.
- 26.2 When any Member is subject to a report pursuant to Clause 26.1, he or she will be called upon to stand in his or her place and make any explanation or apology, and afterwards, a motion may be moved "that the Member be suspended for the sitting of the meeting". No amendment, adjournment or debate will be allowed on such a motion, which will be immediately put by the Chairman.
- 26.3 If any Member is suspended, the suspension will be for the remainder of that meeting, subject to the provisions of Clause 54.1.

27. Quorum

- 27.1 The number of Members required to constitute a quorum for a General Meeting is double the number of Members currently on the Board, plus 1.
- 27.2 No business will be transacted at any General Meeting unless a quorum of Full Club and R.S.L and Life Members is present at the time when the meeting proceeds to business.
- 27.3 If within half an hour from the time appointed for the commencement of a General Meeting, a quorum is not present and the meeting was convened upon the requisition of Members of the Board or the Club, then the meeting will lapse. In any other case it will stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Board may determine, and, if at the adjourned meeting, a quorum is not present within half an hour from the time appointed for the meeting, the Full Club and R.S.L. and Life Members present will constitute a quorum.
- 27.4 The Chairman may, with the consent of any meeting at which a quorum is present (and will if so directed by the meeting) adjourn the meeting from time to time and from place to place, but no business will be transacted at any

adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. It will not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting. Except, when a meeting is adjourned for thirty days or more, notice of the adjourned meeting will be given as the case of an original meeting.

28. Visitors

- 28.1 Members will have the right of introducing visitors to the Club subject to the entry of such visitor's name and member's signature in a "Visitor's Book" provided for that purpose. A visitor will not remain upon the Club premises, after his or her introducer has left the Club, unless the visitor has been "re-signed in" in the "Visitor's Book" by another member.

29. Liquor and Gaming Supply Restriction

- 29.1 Liquor will only be supplied to a person of the minimum age provided in the Liquor Act.
- 29.2 The conduct of Gaming will only be available to a person of the minimum age provided in the Gaming Act.

30. Office Bearers

- 30.1 The Office Bearers of the Club will be President, Vice President, Secretary and Treasurer. All Office Bearers will be financial Full Club and RSL Members of the Club. The Office bearers will be known as the Executive.

31. Duties of President and Vice President

- 31.1 The President, if present, will take the chair at all meetings of the Club and of the Board. In the absence of the President, the Vice President will take the chair. In the absence of both, the meeting will appoint a Chairman from the Members present. The Chairman will have a casting vote in the case of equality of votes. The President and Vice President will ensure that the decisions of the Club and the Board are implemented so that members are properly catered for and this Constitution is adhered to.

32. Duties of Secretary

- 32.1 The Secretary, in addition to his or her other duties as set out in this Constitution, will keep a list of members with their addresses, will issue membership cards and requisite notices of all Club and Board Meetings, will keep a faithful record of business transacted at all meetings and will keep books, records as may from time to time be required by the Liquor Act and Gaming Act and furnish all necessary returns or information to the Liquor Licensing Division or the Queensland Office of Gaming Regulation respectively. Should the Secretary be absent or ill or should he or she neglect or refuse to do anything required by this Constitution, the Board will have the power to invite and appoint any other member of the Club who qualifies under Clause 14 to act in his or her position. In addition, the Board may require part

or all or the Secretary's duties to be carried out by the General Manager or his or her staff or agent.

33. Duties of Treasurer

- 33.1 The Treasurer, in addition to his other duties as set out in this Constitution, will ensure a faithful record of income and expenditure of the Club and will report the financial position of the Club to the Board at least once a month. He or she will submit to the Annual General Meeting a statement of the accounts duly audited for the preceding year which will terminate on 31 December. Should the Treasurer be ill or absent or should he or she neglect or refuse to do anything required by this Constitution, the Board will have the power to invite and appoint any other member of the Club who qualifies under Clause 14 to act in his or her position. The Board may require part or all of the Treasurer's duties to be carried out by the General Manager or his or her staff or agent.

34. Duties of General Manager

- 34.1 The General Manager will be appointed for the term and on the conditions determined by the Board and will have the duties referred to in the Constitution and By-Laws and any other duties referred to him or her by the Board or the Members in General Meeting.
- 34.2 The General Manager will be the Nominee of the Club Licence for the purposes of the Liquor Act and the Gaming Act respectively.

35. Indemnity

- 35.1 All trust and Board Members will be indemnified out of funds of the Club against all losses and expenses incurred in the discharge of their duties except that which happens through their own wilful act or default. Each trust or Board Member will be responsible only for so much money or property as he or she actually receives for or in the discharge of the business of the Club, and each one will be answerable for his or her own acts, neglects or defaults and not for those of any other person, nor for sufficiency of any security for money invested or of title to any estate or property acquired, nor for any loss or damage which may happen in the discharge of his or her duties unless the same happens through his or her own wilful neglect or default.

36. Proceeding Valid

- 36.1 The accidental omission to give notice to Full Club and R.S.L. and Life Members, or the non-receipt through inadvertence, mischance or other cause, of any notice of an Annual or Extraordinary General Meeting, by Full Club and R.S.L. and Life Members, will not invalidate the proceedings of the meeting.

37. Funds and Accounts

- 37.1 The funds of the club will be banked in the name of the Club in a bank determined by the Board.

- 37.2 Proper books and accounts will be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Club and the particulars usually shown in the books of like nature.
- 37.3 All monies will be banked as soon as practicable after receipt.
- 37.4 A negotiable instrument issued by the Club must be signed by any 2 of the following Club members:
- (1) The President;
 - (2) The Secretary;
 - (3) The Treasurer;
 - (4) A member approved by the Club's Board.
- 37.5 Payments of \$100 or more must be made by cheque or electronic funds transfer.
- 37.6 Cheques will be crossed "Not Negotiable" except those in payment of wages, allowance or petty cash recouplements which may be open.
- 37.7 As soon as possible after the end of each Financial Year the Treasurer will cause to be prepared a statement containing particulars of:
- (1) the income and expenditure for the financial year just ended; and
 - (2) the assets and liabilities and of all mortgage charges and securities affecting the property of the Club at the close of that year.
- 37.8 All the statements are to be examined by the Auditor who will present a report upon such audit to the Treasurer prior to the holding of the Annual General Meeting next following the Financial Year in respect of which the audit was made.
- 37.9 The income and property of the Club will be used and applied solely in promotion of its objects and in the exercise of its powers as set out in this Constitution and no portion will be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Club, provided that nothing will prevent the payment in good faith of interest to any member in respect of monies advanced by him or her to the Club or otherwise owing by the Club to him or her or of remuneration to any officer or employees of the Club or to any member of the Club or other person in return for any services actually rendered to the Club provided further that nothing herein contained will be constructed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable or proper charges of goods hired by the Club or reasonable and proper rent for premises demised or lent to the Club.

38. Documents

- 38.1 The Board will provide for the safe custody of books, documents, instruments of title and securities of the Club.

39. By-laws

- 39.1 The Board may make, amend or repeal by-laws not inconsistent with the provisions of the Liquor Act or the Gaming Act, for the internal management of the Club.

40. Acknowledgments

- 40.1 The Club acknowledges that it is not to enter into any agreement in the name of the R.S.L.A. Qld Branch, Caloundra Sub-Branch.

41. Trade Union Act

- 41.1 The Club will not support with its funds any activity or endeavour to impose on or procure to be observed by its members or others any regulations or restrictions which if any object of the Club would make it a Trade Union.

42. Alteration and amendments to Constitution and Notices of Motion

- 42.1 Subject to the provisions of the *Associations Incorporation Act* this Constitution may be amended, rescinded or added to by a special resolution carried at any General Meeting.
- 42.2 Written Notices of Motion, signed by two financial Full Club RSL Members or Life Members, of any proposed addition, deletion or amendment will be forwarded by the Secretary to the Members not less than 14 days before the date of the General Meeting.
- 42.3 The Board will decide the way in which the Notice must be given.
- 42.4 However, a Notice of Meeting called to hear and decide a proposed Special Resolution of the Association must be given in writing.
- 42.5 A special resolution about which notice has not been given under this rule has no effect
- 42.6 The special resolution will be passed by $\frac{3}{4}$ of the members present and eligible to vote at a general meeting of the Club. A declaration by the chair of the General Meeting that a resolution has been passed at the meeting by the votes of $\frac{3}{4}$ of the members who are present and entitled to vote on the resolution is conclusive evidence of the fact, unless a poll is demanded at the meeting.
- 42.7 The Office of Fair Trading must be notified of all alterations and amendments to the Constitution. Any alteration or amendment to the Constitution will not come into effect until it has been registered with the Office of Fair Trading.

43. Common Seal

- 43.1 The Board will provide for a Common Seal and for its safe custody. The Common Seal will only be used with the authority of the Board and every instrument to which the seal is affixed will be signed by a member of the Board and will be countersigned by the Secretary or by a second member of the Board or by some other person appointed by the Board for the purpose.

44. Reprimanding Club Employees

- 44.1 No member is to reprimand an employee of the Club.
- 44.2 Any complaint regarding an employee of the Club is to be addressed in writing to the General Manager of the Club.

45. Politics and Religion

- 45.1 Discussion of party politics and religious subjects of a contentious nature will be discouraged.

46. Removal and Damage of Club Property

- 46.1 No member will take away from the Club without approval of the Board or the General Manager any property of the Club. An offending member will pay the sum the Board determines for the replacement, repair or restoration of property so taken away, damaged or destroyed by him or her or any other visitor introduced by him or her.

47. Club Not To Be Used for Business

- 47.1 No member will give the address of the Club in any advertisement or use the Club for business purposes.

48. Position If Sub-Branch Becomes Defunct

- 48.1 If the Sub-Branch at any time becomes defunct or is expelled as provided by the Constitution and By-Laws of the Queensland Branch, R.S.L., then all rights and controls vested in the Sub-Branch in relation to the Club will be transferred to and operated by the District Branch under whose jurisdiction the Sub-Branch was conducted and the Executive Board of the said District Branch will have the same powers in respect of the Club and its property as granted to the said Sub-Branch under this Constitution.

49. Distribution of Surplus Assets

- 49.1 If the Club is to be wound up in accordance with the provisions of the *Associations Incorporation Act 1981*, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same will prohibit the distribution among the members of the Club, but will be given or transferred to some other institution or institutions having objects similar to the objects of the Club, and which will prohibit the distribution of its or their income and property among its or their members. Such institution or institutions are to be determined by the members of the Club.

50. Payment to Officers and Employees

50.1 The Club precludes the payment to an Employee of the Club of an amount by way of commission or allowance calculated by reference to the quantity of liquor sold or supplied by the Club, the receipts of the Club for such liquor or any direct or indirect amount calculated by reference to the turnover or net metered win of the Gaming Machines.

51. Allowances to Board Members

51.1 After a resolution passed at a Board meeting and ratified at a General meeting, a nominal monthly allowance to be determined by the Board may be made available to each Board Member.

52. Minors

52.1 No person under the age of 18 years will be permitted to be in the Gaming Machine Area or to operate Gaming Machines.

52.2 Children of Members and their guests, may be admitted to the lounge and dining room or other Club facilities, (excluding the gaming room), provided they are under the strict provision of, and remain with and under the effective control of their parents or guardians at all times.

52.3 No person under the age of 18 will be admitted as a member of the Club.

52.4 No liquor will be sold or supplied to any person under the age of 18 years.

52.5 No gaming machine will be available for use by any person under the age of 18 years.

53. Objection to Validity of Vote

53.1 Subject to this Constitution, the Chairman will be sole and absolute judge as the validity of any vote cast on any question, and unless objection to the validity of any vote is raised immediately after the Chairman has declared the result of the vote there on its validity cannot be again raised at any subsequent stage of the meeting.

54. Natural Justice

54.1 The club shall be bound by the rules of natural justice in adjudicating upon the rights of its members conferred by these rules.

Certified as a true and correct copy of the Constitution on 13th August 2023:

Signed by:



Catherine Stamp
CLUB PRESIDENT



Ross Edwards
CLUB SECRETARY

CALOUNDRA SUB-BRANCH R.S.L. SERVICES CLUB INC. BY-LAWS

1. Conduct of Members

- 1.1 Members are bound by any instructions laid down by the Board governing procedure and conduct within the Club.
- 1.2 Patrons will not be excessively under the influence of alcohol in the Club, or introduce alcohol, food or other refreshments into the Club, and the Management and staff reserve the right to refuse service under the *Liquor Act 1992*.
- 1.3 Members will at all times be held responsible for the behaviour of their guests.

2. Gambling

- 2.1 Illegal gambling in any form on Club Premises is strictly prohibited.

3. Lending or Borrowing

- 3.1 Members must not lend to or borrow from an employee of the club.

4. Display of Advertisements, Notices or Pamphlets

- 4.1 No advertisement, notice or pamphlet will be exhibited or displayed in the Club House, or placed on Club notice boards, without the prior approval of the Board or General Manager.

5. Sale of Tickets, Subscription Lists and Raffles

- 5.1 No ticket for any entertainment will be sold, no article displayed for sale, and no subscription list or raffle will be conversed or permitted in the Club House without approval from the Board or General Manager of the Club.

6. Theft or Damage

- 6.1 The Club will not be responsible for the loss or theft of and damage to any article left in the Club House, or surrounds.

7. Cheques

- 7.1 Personal cheques will not be accepted at the Club, unless an arrangement has previously been made between the person intending to present the cheque, and the Board or the General Manager.

8. Guests

- 8.1 Guests will not enter the Club unless accompanied by a Member who will enter the guest's name in the book provided for that purpose.
- 8.2 The Member introducing guests to the Club will be responsible for the acts and debts of the guests.
- 8.3 The Board will have the power to exclude guests from the Club at any time.

9. Dress Rules

- 9.1 Subject always to any resolution to the contrary by the Board, the General Manager will have the power to set the standard of dress for all or any part of the Club. Details of these standards will be displayed in an appropriate place in the Club, visible to Members and guests.
- 9.2 Headwear should not be worn by any person in the Club unless prior approval has been given by the Board or management.
- 9.3 The General Manager, or persons acting on his or her behalf will have the authority to request any person not considered to be in a reasonable state of dress, in accordance with the standards set in By-law 9.1, to leave the Club premises, unless the person has a valid reason for not complying with the standards (eg for medical reasons or national or religious dress).

10. Statutory Regulations

- 10.1 All employees must abide by the *Workplace Health and Safety Act* and comply with all statutory regulations.

11. Directing, Instructing or Reprimanding Club Employees

- 11.1 No Member or Guest will direct or instruct any employee of the Club to perform any duty, task or action. That is solely the responsibility of the General Manager or his or her agent. Likewise, no Member will reprimand any employee of the Club for any reason whatsoever, but will submit a written complaint to the General Manager or his or her agent.

12. Membership Cards

- 12.1 Members must produce membership cards when requested by a Board member, the General Manager, the door persons, the duty manager or any staff member appropriately authorised by the General Manager.

13. Pool Tables

- 13.1 Members are not permitted to smoke, eat or drink over the pool tables.
- 13.2 The General Manager or duty person in charge may at their discretion refuse patrons access to the pool tables.

13.3 Minors are not permitted in pool table areas, except under supervision.

14. Prohibited Areas

14.1 Members are not permitted to enter any “employee only” area without authority.

14.2 No smoking is permitted in any area designated by Government regulations.

15. Club Premises

15.1 The Board may, at its discretion, close the Club House or any portion thereof to be closed for such periods as may be necessary for the purposes of cleaning, repairing, renovation or for any other reason. Advice of such closure will be given by a notice posted in an appropriate place in the Club visible to Members and guests.

15.2 The Club House will be open to Members for the time set down by the Board and in accordance with the provisions of the *Liquor Act*.

15.3 Members whose membership has been suspended or terminated may be allowed to attend Sub-Branch and other kindred Ex-Service organisation Meetings, Anzac Day dawn service and memorial services providing they are escorted in and out of the Sub Branch or meeting rooms but otherwise will not be permitted entrance to the Club premises to engage in the consumption of alcohol or use any other of the Club’s facilities, unless permission is granted at a prior Board Meeting.

15.4 Members will not arrange or hold meetings of any description in the Club House without the approval of the Board or General Manager.

16. Dogs and Animals

16.1 No Member will bring any animal, bird or reptile into the Club premises, excluding assistance dogs, or any animal as part of a paid performance or show and for the entertainment of Members.

17. Members of the Caloundra Sub-Branch R.S.L. Services Sub-Clubs

17.1 Members of the Sub-Clubs must be Members of the Club.

17.2 All Sub-Clubs are to gain permission from the management of the Club for the running of fundraising events or functions taking place within the premises of the Club and its boundaries.

17.3 All Sub-Clubs must make themselves familiar with the Club Constitution and the current Licensing, Laws, Art Union and Amusements Acts and abide by these rules.

17.4 In the event of any Sub-Clubs being wound up all assets (material and financial) will become the property of the Club.

18. Consumption of Alcohol

18.1 Drinking in foyer, car park or surrounds including all associated areas is prohibited under the requirements of the *Liquor Act*.

19. Home Supplies

19.1 Takeaways may be purchased by financial Members and members of other approved reciprocal clubs.

20. Change of Address

20.1 Every Member will advise the General Manager in writing of any change in his or her address. The last address noted in the Club records will be taken to be the true and correct address of a Member, and all notices delivered at, or posted to, that address will be considered to have been properly given.

21. Vehicle Parking

21.1 Members may park their vehicles in the Club car park except in specially designated and reserved spaces. Obstruction of the driveway, however, is not permitted without specified approval from the General Manager.

22. Personal Transistor Radios

22.1 The playing of personal transistor radios anywhere within the Club premises is strictly forbidden.

23. Mobile Telephones

23.1 Members, unless they are on call, must switch off or put on mute a mobile telephone during a meeting.

24. Bus

24.1 The Club bus is for the use of Members, guests and bona fide visitors only, and, subject to relevant legislation, a charge set by the Board may be imposed.

24.2 Alcohol or food is not permitted to be consumed on the Club bus at any time.

24.3 No smoking is permitted on the Club bus.

24.4 No unruly or offensive behaviour will be tolerated on the Club bus.

24.5 The rules of the Club apply to the Club bus which will be deemed to be part of the Club.

24.6 Any person contravening these rules will be refused entry on further transportation, and may be suspended according to the Club Constitution.

24.7 The General Manager or his or agent may request identification from any person wishing to use the Club bus.

25. Dance Floor

- 25.1 No smoking is permitted on the dance floor at any time.
- 25.2 No drinks are permitted on the dance floor at any time.
- 25.3 Patrons must wear appropriate shoes on the dance floor at all times.
- 25.4 No children are permitted on the dance floor unsupervised.

26. Restrictions on Club Employees

- 26.1 No Director shall have the right to accept incentives or gifts from a Club supplier. All incentives and gifts must be declared to the General Manager for consideration and distribution.

27. Honorariums

- 27.1 Services Club Board Directors will receive a monthly Honorarium in the form of a Club Dining Card Account with a monthly limit for the purposes of purchasing meals and drinks while carrying out director's duties within the club, and for assessing the standards of food and service provided and a monthly Honorarium in the form of a Fuel Card as recompense for travel to attend Board matters.
- 27.2 Directors must not give their cards/vouchers to anyone else to use.
- 27.3 Directors may use the Club Dining Card Account in any of the restaurants and bars within the club – with the exception of the sub branch lounge – to purchase meals for their personal consumption and for guests who are eating with them, to purchase non-alcoholic drinks and to purchase a maximum of two alcoholic drinks per person per meal, for consumption with that meal.
- 27.4 Directors must not use the Club Dining Card Account to purchase anything other than food or drink in the club, to purchase alcohol in bulk or to purchase food or drink for consumption outside the club.
- 27.5 Directors must sign a till receipt for each purchase.
- 27.6 The value of the Honorariums is determined by the Board at a Board Meeting.

Certified as a true and correct copy of the By Laws as at 26th July 2023:

Signed by:



Cathy Stamp
CLUB PRESIDENT



Ross Edwards
CLUB SECRETARY

