

# **Wangaratta Stingrays Swimming Club INC.**

## **CONSTITUTION**

November 2017 Version

## NAME

1. The name of the Incorporated Club is **Wangaratta Stingrays Swimming Club Inc.**(in these Rules called “the Club”).

## INTERPRETATION:

2. (1) In these rules unless the contrary intention appears:-

**Act** means the *Associations Incorporation Reform Act 2012 (Vic)* and includes any regulations made under that Act;

**Casual Vacancy** means a vacancy that is caused if the officer or Committee member:-

- (a) ceases to be a Member: or
- (b) becomes insolvent under administration within the meaning of the Corporations Law: or
- (c) resigns from office by notice in writing given to the Secretary or the President.

**Chair** means the person chairing a General Meeting or Committee meeting;

**Committee** means the Committee having management of the business of the Club;

**Committee member** means a member of the Committee elected or appointed under Division 3 of Part 5;

**Financial Year** means the 12 month period specified in rule 3;

**General Meeting** means a general meeting of the Members convened in accordance with Part 4 and includes an Annual General Meeting and a Special General Meeting;

**Member** means a member of the Club;

**Member entitled to vote** means a member who under rule 13(2) is entitled to vote at a General Meeting;

**Ordinary Member of the Committee** means a Committee member who is not an officer of the Club under Rule 8;

**Special General Meeting** means a General Meeting other than the Annual General Meeting;

**Special Resolution** means a resolution at a General Meeting that requires not less than three-quarters of the Members entitled to vote at that meeting voting in favour of the resolution;

**SV** means Swimming Victoria Inc or its successor being the peak body for the administration of Swimming in Victoria;

**Swimming** means the sport of swimming in all its forms;

**Register** means the register of Members required by Rule 13;

**Registrar** means the Registrar of Incorporated Associations; and

**Relevant Documents** means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Club and includes the following:

- (a) its membership records
- (b) its financial statements
- (c) its financial records
- (d) records and documents relating to transactions, dealings, business or property of the Club
- (e) minutes of General Meetings of the incorporated Club, including financial statements submitted at a General Meeting
- (f) minutes of Committee meetings

**Rules** means the constitution of the Club.

(2) In addition

- (a) Words implying any gender include the other gender; and
- (b) Words implying the singular shall include the plural and vice versa.

## **OBJECTS**

- 2 The Club is formed to promote and develop Swimming, and to accomplish this, shall;
- (a) be a member of and otherwise cooperate with SV and such other bodies as may be desirable to achieve these Objects;
  - (b) conduct, encourage, promote, advance, control and administer Swimming in the Club;
  - (c) act in the best interests of the Club and Swimming;
  - (d) promote the economic and sporting success, strength and stability of the Club;
  - (e) ensure compliance with the rules and by-laws of SV and, where relevant, of Swimming Australia Limited, as amended from time to time;
  - (f) apply the property and capacity of the Club towards achieving these Objects;
  - (g) strive for governmental, commercial and public recognition of the Club, and Swimming;
  - (h) promote the health and safety of all Members;
  - (i) pursue through itself or others such commercial arrangements, including sponsorship and marketing opportunities as are appropriate, to achieve these Objects;
  - (j) formulate or adopt and implement appropriate policies, including in relation to harassment, discrimination, equal opportunity, equity, drugs in sport, health, safety, junior and senior programs and such other matters as arise from time to time as issues to be addressed in Swimming within the Club;

- (k) represent the interests of its Members and of swimming generally in any appropriate forum;
- (l) have regard to the public interest in its operation;
- (m) do all that is reasonably necessary to achieve these Objects and to enable the Members to receive the benefits which these Objects are intended to achieve;
- (n) adopt the Swimming Australia Limited Safe Sport Framework, (as amended from time to time), and comply with its requirements;
- (o) encourage and promote performance-enhancing drug free competition; and
- (p) comply with all relevant state and national legislative requirements insofar as they relate to the Club.

### **3 POWERS OF CLUB**

- (1) Subject to the Act, the Club has power to do all things incidental or conducive to achieve the Objects.
- (2) Without limiting subrule (1), the Club may—
  - (a) acquire, hold and dispose of real or personal property;
  - (b) open and operate accounts with financial institutions;
  - (c) invest its money in any security in which trust monies may lawfully be invested;
  - (d) raise and borrow money on any terms and in any manner as it thinks fit;
  - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
  - (f) appoint agents to transact business on its behalf;
  - (g) enter into any other contract it considers necessary or desirable.
- (3) The Club may only exercise its powers and use its income and assets (including any surplus) for the Objects.

### **4 NOT FOR PROFIT ORGANISATION**

- (1) The Club must not distribute any surplus, income or assets directly or indirectly to its Members.
- (2) Subrule (1) does not prevent the Club from paying a member—
  - (a) reimbursement for expenses properly incurred by the Member; or
  - (b) for goods or services provided by the Member—if this is done in good faith on terms no more favourable than if the member was not a Member.

## **APPLICATION FOR MEMBERSHIP**

### **5 Minimum number of members**

The Club must have at least 15 members at all times.

### **6 Members admitted to membership**

The Club must procure that each member admitted to membership agrees to be bound by and observe:

- (a) This Constitution;
- (b) The constitution and by-laws of SV as enforced from time to time;
- (e) The SV Codes of Behaviour and Rules of Competition, as amended from time to time; and
- (f) The SAL Safe Sport Framework, as amended from time to time,

### **7 CLASSES OF MEMBERS**

The membership shall consist of:

- a) Ordinary Members who must be 18 years or over who shall be entitled to attend, debate and vote at General Meetings provided their membership rights are not suspended for any reason;
- b) Associate Members who are under 18 years of age who shall be entitled to attend General Meetings but may not vote at any such meeting.
- c) Such other categories of Members with such rights as are determined by a Special Resolution

### **8 ADMISSION OF MEMBERS**

- (1) An applicant for membership must either:
  - a) self-register and pay the appropriate fee (if any) through the approved SV registration system (online or otherwise), which registration process includes the applicant agreeing to become a Member of the Club and be bound by this Constitution, the By-laws, and applicable policies, regulations, codes of conduct and behaviour of SV; or
  - b) apply for membership of the Club by application in writing (in the form required by the Club) and submitted by the applicant or his/her nominated representative and lodged with the Club.
- (2) There are no special qualifications for membership.
- (3) The Committee shall determine whether to approve or to reject the application, without having to give reasons.

- (4) If the Committee rejects the nomination the entrance fee and annual subscription shall be repaid.
- (5) If an application for membership is approved by the Committee—
  - (a) the resolution to accept the membership must be recorded in the minutes of the Committee meeting; and
  - (b) the Secretary must, as soon as practicable, enter the name and address of the new Member, and the date of becoming a Member, in the register of Members.
- (6) A person becomes a Member and, subject to rule 13(2), is entitled to exercise his or her rights of membership from the date, whichever is the later, on which—
  - (a) the Committee approves the person's membership; or
  - (b) the person pays the all relevant fees.

## **8 ENTRANCE FEE AND ANNUAL SUBSCRIPTION**

- (1) The entrance fee shall be the amount set by the Committee each year but if no fee is set the entrance fee shall be nil.
- (2) The annual subscription for each class of Members shall be the amount set by the Committee each year and is due and payable on July 1st in each year.
- (3) The Club may determine that a lower annual subscription is payable by any class of members.
- (4) The Club may determine that any new Member who joins after the start of a financial year must, for that financial year, pay a fee equal to—
  - (a) the full annual subscription; or
  - (b) a pro rata annual subscription based on the remaining part of the financial year; or
  - (c) a fixed amount determined from time to time by the Club.
- (4) The rights of a Member (including but not limited to the right to vote) who has not paid the annual subscription by the due date are suspended until the subscription is paid

## **9. GENERAL RIGHTS OF MEMBERS**

- (1) A Member who is entitled to vote has the right—
  - (a) to receive notice of General Meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
  - (b) to submit items of business for consideration at a General Meeting; and
  - (c) to attend and be heard at General Meetings; and
  - (d) to vote at a General Meeting; and

- (e) to have access to the minutes of General Meetings and other documents of the Club as provided under rule 22; and
  - (f) to inspect the Register.
- (2) A Member is entitled to vote if—
- (a) the Member is an Ordinary Member or other class of Member with voting rights;
  - (b) more than 10 business days have passed since he or she became a Member of the Club; and
  - (c) the Member's membership rights are not suspended for any reason.

## **10. RIGHTS NOT TRANSFERABLE**

The rights of a Member are not transferable and end when membership ceases.

## **11. CEASING MEMBERSHIP**

- (1) The membership of a person ceases on resignation, expulsion or death.
- (2) If a person ceases to be a Member of the Club, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

## **12. RESIGNING AS A MEMBER**

- (1) A member may resign by notice in writing given to the Club provided that Member has, at the date of resignation, paid all monies owing by the Member to the Club.
- (2) In addition a Member is taken to have resigned if—
  - (a) the Member's annual subscription is more than 12 months in arrears; or
  - (b) where no annual subscription is payable—
    - (i) the Secretary has made a written request to the Member to confirm that he or she wishes to remain a member; and
    - (ii) the Member has not, within 3 months after receiving that request, confirmed in writing that he or she wishes to remain a member.
- (3) A Member who wishes to transfer to another club registered with SV must do so pursuant to the SV rules in force from time to time relating to transfers.

## **13. REGISTER OF MEMBERS**

- (1) The Secretary must keep and maintain a Register that includes—
  - (a) for each current Member—
    - (i) the Member's name;
    - (ii) the address for notice last given by the Member;
    - (iii) the date of becoming a Member;
    - (iv) which class of Member (if any) that Member is;
    - (v) any other information determined by the Committee; and
  - (b) for each former member, the date of ceasing to be a Member.
- (2) A Member may, at a reasonable time and free of charge, inspect the Register.

## **COMMITTEE**

### **14. Role and powers**

- (1) The business of the Club must be managed by or under the direction of a Committee.
- (2) The Committee may exercise all the powers of the Club except those powers that these Rules or the Act require to be exercised by a General Meeting.
- (3) Subject to these Rules and the Act the Committee may perform all such acts as it deems essential for the proper management of the Club.
- (4) Without limiting this Rule 14 the Committee shall have the power to create or amend By Laws for the efficient operation of the Club. Such By Laws shall be published to the Members from time to time for their information.

### **15. Delegation**

- (1) The Committee may delegate to a Committee member, a subcommittee or staff, any of its powers and functions other than—
  - (a) this power of delegation; or
  - (b) a duty imposed on the Committee by the Act or any other law.
- (2) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.
- (3) The Committee may, in writing, revoke a delegation wholly or in part.

### **16. Officers and Committee members**

- (1) The officers of the Club shall be:-
  - (a) President;
  - (b) Vice President;
  - (c) Secretary; and
  - (d) Treasurer.
- (2) Each officer of the Club shall hold office until the completion of the Annual General Meeting next held following their election or appointment. They shall be eligible for re-election.
- (3) In addition to the Officers of the Club there shall be minimum 3 and no more than 6 of ordinary members of the Committee elected at the Annual General Meeting who shall hold office until the completion of the Annual General Meeting next held following their election or appointment and shall be eligible for re-election.
- (4) If there is a Casual Vacancy of any position on the Committee, with the exception of the Secretary, subject to Rule 16(9), that position shall be filled by the Committee from the Members.

- (5) If there is a casual vacancy of the Secretary position on the Committee that position shall be filled by the Committee from the Members either permanently or an interim basis within 14 days of the vacancy occurring.
- (6) A Committee member may resign from the Committee by written notice to the Committee.
- (7) A person ceases to be a Committee member if that person –
  - (a) ceases to be a Member;
  - (b) fails to attend 3 consecutive Committee meetings (other than special or urgent Committee meetings) without leave of absence under Rule 16(8);
  - (c) is removed from office by a Special Resolution pursuant to Rule 16(9); or
  - (d) otherwise ceases to be a Committee member by operation of section 78 of the Act.
- (8) The Committee may grant a Committee member leave of absence from Committee meetings for a period not exceeding 6 months.
- (9) A General Meeting may by Special Resolution:
  - (a) remove a committee member from office; and
  - (b) elect an eligible Member to fill the vacant position in accordance with this rule.
- (10) A Member who is the subject of a proposed special resolution under subrule (9)(a) may make representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and may request that the representations be provided to the Members.
- (11) The Secretary or the President may give a copy of the representations to each Member entitled to vote or, if they are not so given, the Member may require that they be read out at the meeting at which the Special Resolution is to be proposed.

## **17. General Duties**

- (1) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act.
- (2) The Committee is collectively responsible for ensuring that the Club complies with the Act and that individual Committee members comply with these Rules.
- (3) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
- (4) Committee members must exercise their powers and discharge their duties—
  - (a) in good faith in the best interests of the Club; and
  - (b) for a proper purpose.
- (5) Committee members and former committee members must not make improper use of—
  - (a) their position; or
  - (b) information acquired by virtue of holding their position—

so as to gain an advantage for themselves or any other person or to cause detriment to the Club.

- (6) In addition to any duties imposed by these Rules, a Committee member must perform any other duties imposed from time to time by a resolution at a General Meeting or by the Act.

**18. Election of Officers and Committee members:**

- (1) A nomination for a position on the Committee shall be in writing, signed by two Members. The written acceptance of the nomination by the nominee shall be endorsed on the nomination form.
- (2) The nomination form shall be delivered to the Secretary at least seven (7) days prior to the Annual General Meeting.
- (3) If the number of nominations received for a position is equal to or less than the number provided, they shall be declared elected at the Annual General Meeting.
- (4) If more nominations are received for a position than the number provided a secret ballot shall be held.
- (5) Such a ballot shall be held at the Annual General Meeting each year.
- (6) The Chairman may call for further nominations at the Annual General Meeting for any position where the number of written nominations are not equal to or more than the number provided. Any such nominations must be made by a Member, seconded by another Member and accepted by the nominee. The Chairman shall put the nomination to a vote.

**19. Who is eligible to be a Committee member**

Subject to this clause 19 a Member entitled to vote is eligible to be elected or appointed as a Committee member save that in the case of the position of Secretary such a Member must be over 18 years of age and a resident of Australia.

(a) No member of the club's coaching staff or immediate family members of coaching staff is eligible to become a Committee member.

(b) Unless there are insufficient nominations for the number of vacant positions on the committee only one member of each swimming family may nominate to become a Committee member.

**20. Proceedings of the Committee:**

- (1) The Committee shall meet at least four (4) times in each year, at a place and time determined by the Committee.
- (2) The quorum for a Committee meeting shall be more than one half of the Committee members.

- (3) If a quorum is not present within 30 minutes of the starting time for the meeting, the meeting shall be deferred for a week at the same place and time.
- (4) At Committee meetings:-
  - (a) the President shall preside;
  - (b) in the president's absence the Vice President shall preside; or
  - (c) in the absence of both, the Committee shall appoint a Chairman from among their number.
- (5) Each Committee member shall have one vote, in the event of a tie the Chairman shall not have a second or casting vote.
- (6) Notice of Committee meetings shall be given to each Committee member, in such form as the Committee determines.
- (7) The Committee may act on any matter, subject to sub-clause (2), notwithstanding the absence of any member or a vacancy on the Committee.

## **21. Use of technology**

- (1) A Committee member not physically present at a Committee meeting may be permitted to participate in the meeting by the use of technology that allows that Committee member and the Committee members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this Part, a Committee member participating in a Committee meeting as permitted under subrule (1) is taken to be present at the meeting and, if the Committee member votes at the meeting, is taken to have voted in person.

## **22. Secretary**

- (1) The Secretary must perform any duty or function required under the Act to be performed by the Secretary.
- (2) The Secretary must—
  - (a) maintain the Register in accordance with rule 13; and
  - (b) keep custody of the common seal (if any) of the Club and, except for the financial records referred to in rule 23, all Relevant Documents; and
  - (c) subject to the Act and these Rules, provide members with access to the Register and the Relevant Documents; and
  - (d) perform any other duty or function imposed on the Secretary by these Rules or the Act.
- (3) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.
- (4) A request for inspection may be refused by the Secretary where:
  - (a) such documents relate to confidential, personal, employment, commercial or legal matters or
  - (b) to do so may be prejudicial to the interests of the Association, or

- (c) the Club is legally entitled or obliged to do so.

### **23. Treasurer**

The Treasurer must—

- (a) receive all moneys paid to or received by the Club and issue receipts for those moneys in the name of the Club; and
- (b) ensure that all moneys received are paid into the account of the Club within 5 working days after receipt; and
- (c) make any payments authorised by the Committee or by a General Meeting from the Club's funds; and
- (d) ensure cheques are signed by at least 2 Committee members.
- (e) ensure that the financial records of the Club are kept in accordance with the Act;
- (f) coordinate the preparation of the financial statements of the Club and their certification by the Committee prior to their submission to the Annual General Meeting; and
- (g) ensure that at least one other Committee member has access to the accounts and financial records of the Club.
- (h) keep in his or her custody, or under his or her control—
  - (i) the financial records for the current financial year; and
  - (ii) any other financial records as authorised by the Committee.

## **GENERAL MEETINGS**

### **24. Annual General Meetings**

- (1) The Committee must convene a General Meeting of the Club to be held within 5 months after the end of each financial year (**Annual General Meeting**).
- (2) Despite subrule (1), the Club may hold its first Annual General Meeting at any time within 18 months after its incorporation.
- (3) The Committee may determine the date, time and place of the Annual General Meeting.
- (4) The ordinary business of the Annual General Meeting is as follows—
  - (a) apologies
  - (b) to confirm the minutes of the previous Annual General Meeting and of any Special General Meeting held since then;
  - (c) to receive and consider—
    - (i) the annual report of the Committee on the activities of the Club during the preceding financial year; and
    - (ii) the financial statements of the Club for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;
  - (d) to elect the Officers and ordinary Committee members;

- (e) to confirm or vary the amounts (if any) of the annual subscription and joining fee.
- (5) The Annual General Meeting may also conduct any other business of which notice has been given in accordance with these Rules.

## **25. Special General Meetings**

- (1) The Committee may, if it thinks fit convene a Special General Meeting.
- (2) In addition the Committee must convene a Special General Meeting if a request to do so is made by at least 10% of the total number of Members (regardless of whether or not they are entitled to vote).
- (3) A request for a Special General Meeting pursuant to sub rule (2) must—
  - (a) be in writing; and
  - (b) state the business to be considered at the meeting and any resolutions to be proposed; and
  - (c) include the names and signatures of the Members requesting the meeting; and
  - (d) be given to the Secretary.
- (4) If the Committee does not convene a Special General Meeting within one month after the date on which the request is made, the Members making the request (or any of them) may convene the Special General Meeting.
- (5) A Special General Meeting convened by Members under subrule (2)—
  - (a) must be held within 3 months after the date on which the original request was made; and
  - (b) may only consider the business stated in that request.
- (3) The Club must reimburse all reasonable expenses incurred by the Members convening a Special General Meeting under subrule (2).

## **26. Notice of General Meetings**

- (1) The Secretary (or, in the case of a Special General Meeting convened under rule 25(2), the Members convening the meeting) must give to each Member:
  - (a) at least 21 days' notice of a General Meeting if a Special Resolution is to be proposed at the meeting; or
  - (b) at least 14 days' notice of a General Meeting in any other case.
- (2) The notice must—
  - (a) specify the date, time and place of the meeting; and
  - (b) indicate the general nature of each item of business to be considered at the meeting; and
  - (c) if a special resolution is to be proposed—
    - (i) state in full the proposed resolution; and
    - (ii) state the intention to propose the resolution as a special resolution; and

**27. Voting at General Meetings:**

- (1) At any General Meeting:
  - (a) Proxy voting is not permitted;
  - (b) All votes shall be cast personally;
  - (c) A Member has one vote only
  - (d) A vote shall be conducted by a show of hands or such other method as determined by the Chairman. The result of the vote shall be declared by the Chairman and shall be final.
  - (e) In the case of an equality of votes on a question the Chairman is not entitled to exercise a second or casting vote.

**28. Proceedings at General Meetings**

- (1) The quorum for a General Meeting is 20% of the Members who are entitled to vote.
- (2) At a General Meeting:
  - (a) the President shall preside;
  - (b) in his absence the Vice President shall preside; or
  - (c) in the absence of both, the meeting shall appoint a Chairman.
- (3) If a quorum is not present within 30 minutes of the scheduled time for commencement of the meeting it shall be adjourned to the same time in the next week and, unless another place is specified by the Chairman at the time of adjournment, at the same place. At the adjourned meeting the quorum shall be half of the quorum specified in clause 28(1). If a quorum is not attained within 30 minutes of the scheduled time for commencement the adjourned meeting shall lapse.

**29. Adjournment of General Meeting**

- (1) The Chair of a General Meeting at which a quorum is present may, with the consent of a majority of Members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (2) Without limiting subrule (1), a General Meeting may be adjourned—
  - (a) if there is insufficient time to deal with the business at hand; or
  - (b) to give the members more time to consider an item of business.
- (3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- (4) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 26.

**30. Minutes of General Meeting**

- (1) The Committee must ensure that minutes are taken and kept of each General Meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (3) In addition, the minutes of each Annual General Meeting must include—
  - (a) the names of the Members attending the meeting; and
  - (b) the financial statements submitted to the Members in accordance with rule 24(3); and
  - (c) the certificate signed by two Committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Club; and
  - (d) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

### **31. ALTERATION OF RULES AND STATEMENT OF PURPOSES**

- (1) This Constitution may only be amended at a General Meeting of the Club, where due notice of the proposed rule changes have been provided to the members.
- (2) To amend this Constitution a majority of 75% of the Members eligible to vote who are present at the meeting and voting in favour of the proposal is required.
- (3) Proposed amendments to this Constitution shall be approved by Swimming Victoria Inc before they are submitted to the Registrar as an authorised change to these Rules.

### **32. WINDING UP OR CANCELLATION**

- (1) The Club shall not be wound up unless a decision is taken at a General Meeting of which due notice has been given, and 75% of the financial members present, eligible to vote and voting have agreed to the proposal.
- (2) In the event of the Club being wound up or the cancellation of the Incorporation of the Club, the assets of the Club shall be forwarded to Swimming Victoria Inc to be held in trust for a period of five (5) years. Should the Club not be reformed in this time the assets shall be used for the promotion and development of swimming within Victoria.
- (3) Under no circumstances shall the assets of the Club be distributed amongst the membership of the Club.

### **33. SOURCE OF FUNDS**

The funds of the Club shall be derived from entrance fees, annual subscriptions, donations and any other sources that the Committee considers.

### **34. MANAGEMENT OF FUNDS**

- (1) The Club must open an account with a financial institution from which all expenditure of the Club is made and into which all of the Club's revenue is deposited.

- (2) Subject to any restrictions imposed by a General Meeting of the Club, the Committee may approve expenditure on behalf of the Club.
- (3) The Committee may authorise the Treasurer to expend funds on behalf of the Club (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 committee members.
- (5) All funds of the Club must be deposited into the financial account of the Club no later than 5 working days after receipt.
- (6) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

### **35. CHEQUES**

All cheques shall be signed by at least two persons authorised by the Committee.

### **36. FINANCIAL STATEMENTS**

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Club are met.
- (2) Without limiting subrule (1), those requirements include—
  - (a) the preparation of the financial statements;
  - (b) if required, the review or auditing of the financial statements;
  - (c) the certification of the financial statements by the Committee;
  - (d) the submission of the financial statements to the Annual General Meeting of the Club;
  - (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.
- (3) The Club must retain the financial records for 7 years after the transactions covered by the records are completed.

### **37. CUSTODY OF RECORDS**

Unless provided otherwise within these Rules, the Secretary shall keep in his or her custody and control all Relevant Documents and securities of the Club.

### **38. THE SEAL**

- (1) The Club has elected not to use a Common Seal.
- (2) Any document that would have required the use of the Common Seal, shall be authorised by the Committee and shall be countersigned by two authorised members of the Committee.

### **39. GRIEVANCES**

- (1) Where a Member has a grievance arising from their involvement in the activities of the Club, whatever that may be, with;
  - (a) another Member,
  - (b) an officer, Committee member or employee of the Club; or
  - (c) the Committee; or
  - (d) the Club

and that Member considers that the grievance warrants investigation and action by the Club that Member shall follow the procedure in this clause.

- (2) If the grievance is a matter which is dealt within the Safe Sport Framework it shall be dealt with in accordance with that document.

**(3) Grievance Officer**

- (a) The Member shall contact the Club Grievance Officer, who has been appointed by the Committee, and advise that they have a grievance that they wish to discuss. The identity of the Club Grievance Officer will be communicated to all Members in writing each year. Where a grievance is to be submitted in writing it should be addressed clearly to the Club Grievance Officer, and marked "Private and Confidential".
- (b) If the Grievance Officer is unable to be unbiased against, or in favour of, the member concerned then the Committee shall appoint a Grievance Officer without bias specifically to hear the matter.

**(4) Action by Grievance Officer**

- (a) Where a grievance has been received by the Club Grievance Officer, he shall as soon as practicable, discuss the grievance with the aggrieved party. The Club Grievance Officer may take whatever steps and conduct whatever investigations necessary to determine whether a grievance is legitimate.
- (b) Where the Club Grievance Officer determines that the grievance is legitimate he shall take all necessary steps to resolve the grievance. He may recommend to the Committee what he considers an appropriate action.
- (c) Where the Club Grievance Officer determines that the grievance is not legitimate he shall advise the aggrieved party accordingly in writing. If the aggrieved party is not satisfied with the Club Grievance Officer's determination they may appeal to the Club Committee.
- (d) Where the Club Grievance Officer is unable to resolve a grievance or considers the grievance of a very serious nature he shall report the grievance to the Secretary and/or the Committee.
- (e) All grievances received by the Club Grievance Officer, and all information surrounding the circumstances of a grievance which is discovered by the Club Grievance Officer on investigation shall be confidential and may only be communicated to the Secretary and/or the Committee.

**(5) Procedures by a Grievance Officer**

In investigating a grievance and/or determining its legitimacy, the Club Grievance Officer shall observe the rules of natural justice.

#### **40. DISCIPLINE OF MEMBERS**

- (1) The Committee may refer to SV an allegation or grievance (not being vexatious, trifling or frivolous) by a complainant (who may be, but need not be, an Member) that a Member has:
  - (a) breached, failed, refused or neglected to comply with a provision of this Constitution, the By-Laws or any other resolution or determination of the Committee or duly authorised committee; or
  - (b) acted in a manner unbecoming of a Member or prejudicial to the Objects and interests of the Club and/or swimming; or
  - (c) brought the Club or swimming into disrepute; or
  - (d) breached the Member Protection Policy of SAL, or any other policy or rule of SAL; or any policy or rule of SV; or
  - (e) committed an act of misconduct.
- (2) Members will be subject to, and submits unreservedly to the jurisdiction, procedures, penalties and appeal mechanisms of SV set out in the SV Constitution or By-Laws.

#### **41. ACCEPTANCE OF AUTHORITY**

By signing the Application for Membership Form, the applicant acknowledges that he is bound by The Rules of the Club, Swimming Victoria Inc, Swimming Australia Limited and FINA for the time being in force.

ENDS