

~~Tasmanian Jet Sports Boating Club Inc~~

**JetskiTas Inc**

Constitution

~~July 2015~~ August 2023

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## 1. Name of association

The name of the association is ~~the Tasmanian Jet Sports Boating Club~~ jetskitas Inc.

## 2. Interpretation

In these rules, unless the context otherwise requires –

- **accounting records** has the same meaning as in the Act;
- **Act** means the [Associations Incorporation Act 1964](#);
- **annual general meeting** means an annual general meeting of the Association held under [rule 11](#);
- **Association** means the association referred to in [rule 1](#);
- **association** has the same meaning as in the Act;
- **auditor** means the person appointed as the auditor of the Association under [rule 9](#);
- **authorised deposit-taking institution** means a body corporate that is an authorised deposit-taking institution for the purposes of the Banking Act 1959 of the Commonwealth;
- **basic objects of the Association** means the objects and purposes of the Association as stated in an application under [section 7](#) of the Act for the incorporation of the Association;
- **committee** means the committee of management referred to in [rule 21](#);
- **financial year** has the same meaning as in the Act;
- **general meeting** means –
  - (a) an annual general meeting; or
  - (b) a special general meeting;
- **officer of the Association** means a person elected as an officer of the Association at an annual general meeting or appointed as an officer of the Association under [rule 22\(5\)](#);
- **ordinary business of an annual general meeting** means the business specified in [rule 11\(5\)](#);
- **ordinary committee member** means a member of the committee other than an officer of the Association;
- **special committee meeting** means a meeting of the committee that is convened under rule 26(2) by the president or any 4 of the members of the committee;
- **special general meeting** means a meeting of the Association, other than an annual general meeting, convened under rule 12;
- **special resolution** has the same meaning as in the Act.

### 32A. Model Rules do not apply

To the extent permitted by the Act, the model rules, as amended from time to time, do not apply to the Association, unless formally adopted through a special resolution of the Association.

**Commented [CP1]:** New name. What form? Jetskitas - all one word or Jet Ski Tas or JetskiTas. Suggest not have Tasmania in full as everyone refers to us as Tas which is also same as Fb and website etc.  
V0.2 - Uppercase T for Tas. Don't think Upper or Lower case will make any difference legally.

### 3. Association's office

The office of the Association is to be ~~at~~ the following place or at any other place the committee determines.

.....

### 4. Objects and purposes of Association

(1) The basic object of the Association is to provide a club where members can come together to:

~~(a) participate in family fun days and ride tours, tours and events related to personal watercraft and associated social activities, and~~

~~(b) promote safe and responsible usage and ownership of personal watercraft,~~

~~on their jet skis.~~

(2) In addition to the basic objects of the Association, the Association also has the following objects and purposes:

- (a) the purchase, taking on lease or in exchange, hire or other acquisition of any real or personal property necessary or convenient for any of the objects or purposes of the Association;
- (b) the purchase, sale or supply of, or other dealing in, goods;
- (c) the construction, maintenance or alteration of any building or works necessary or convenient for any of the objects or purposes of the Association;
- (d) the acceptance of a gift for any of the objects or purposes of the Association;
- (e) the taking of any step the committee or the members of the Association at a general meeting determine expedient for the purpose of procuring contributions to the funds of the Association;
- (f) the printing or publication of any newspaper, periodical, book, leaflet or other document the committee or the members of the Association at a general meeting determine desirable for the promotion of any of the objects or purposes of the Association;
- (g) the borrowing and raising of money in any manner and on terms –
  - (i) the committee thinks fit; or
  - (ii) approved or directed by resolution passed at a general meeting;
- (h) subject to the provisions of the [Trustee Act 1898](#), the investment, in any manner the committee determines, of any money of the Association not immediately required for any of the objects or purposes of the Association;

- (i) the making of a gift, subscription or donation to any of the funds, authorities or institutions to which *section 78A of the Income Tax Assessment Act 1936* of the Commonwealth relates;
- (j) the establishment and support, or aiding in the establishment and support, of associations, institutions, funds, trusts, schemes or conveniences calculated to benefit ~~servants~~ employees or past ~~servant~~employees of the Association and their dependants, and the granting of pensions, allowances or other benefits to ~~servant~~employees or past ~~servant~~employees of the Association and their dependants, and the making of payments towards insurance in relation to any of those purposes;
- (k) the establishment and support, or aiding in the establishment or support, of any other association formed for any of the basic objects of the Association;
- (l) the purchase, or acquisition, and the undertaking of all or part of the property, assets, liabilities or engagements of any association with which the Association is amalgamated in accordance with the provisions of the Act and the rules of the Association;
- (m) the doing of any lawful thing incidental or conducive to the attainment of the objects or purposes of the Association.

## 5. Membership of Association

- (1) (a) The Association may provide membership to natural persons, either as an individual membership or as a family or a sponsor group membership.
- (b) A person, family or sponsor group who is nominated and approved for membership in accordance with this rule is eligible to be a member of the Association on payment of the first annual subscription specified in rule 30.
- (c) Family membership is limited to a maximum of two adults and any number of dependent children who are regarded as part of the family unit.
- (d) The committee may set terms and conditions to qualify as a sponsor group membership, which may include, but not be limited to, the number of persons to be included in the sponsor group membership, the connection required between persons to form a group and the number of votes allocated to the group.

~~A person who is nominated and approved for membership in accordance with this rule is eligible to be a member of the Association on payment of the annual subscription specified in rule 30.~~

- (2) (a) A family or ~~other~~ sponsor group applying for to pay the family or group subscription membership shall provide to the Association the names and addresses of each person constituting the family or sponsor group, or other group together with any other



information reasonably required- by the committee from time to time to verify the application.

(b) The Association may make any other enquiries deemed appropriate before determining the application.

(c) If approved, the Association will maintain a list of each approved family ~~or sponsor group~~ or other group and its constituent members.

~~(32)~~ A person, family or sponsor group who is not a member of the Association at the time of the incorporation of the Association is not to be admitted as a member of the Association unless –

(a) the ~~person~~person, family or sponsor group is nominated for membership in accordance with subrule (43); and

(b) the person, family or sponsor group is approved for membership by the committee.

~~(43)~~ A nomination of a person, family or sponsor group for membership is to ~~be~~ –

(a) be made in writing and signed by 2 members of the Association; and

(b) be accompanied by the written consent of the nominated person or adults within the family group or each person to be included in the sponsor group ~~nominated~~; and

(c) indicate, for a sponsor group, two individuals who are each authorised to cast one vote on behalf of the sponsor group; and

(d) be lodged with a committee member appointed by the committee from time to time as the membership officer of the Association.

~~(54)~~ The consent referred to in subrule ~~(43)~~(b) may be endorsed on the nomination.

~~(65)~~ As soon as practicable after the receipt of a nomination, the membership officer is to refer the nomination to the committee.

~~(76)~~ If a nomination is approved by the committee, the membership officer is to –

(a) notify the nominee, in writing to the person or family group or sponsor group's nominated email or postal address, that the nominee has been approved for membership of the Association; and

(b) on receipt of the amount payable by the nominee as the first annual subscription under rule 30, enter the ~~nominee's name of the new member or each member of a family or sponsor group~~name in a register of members.

~~(7) Where the committee accepts a proposal from a family or other group to pay the relevant subscription determined in accordance with rule 30, each person constituting the family or other group shall nevertheless be individually nominated and accepted for membership of the Association in accordance with this rule 5.~~

(8) A member of the Association may resign by serving on the membership officer a written notice of resignation to the committee at the Association's postal address or email address.

**Commented [CP2]:** Broader option than just the membership officer or public officer. Allows the committee to allocate roles amongst itself

(9) On receipt of a notice from a member of the Association under subrule (8), the membership officer is to remove the name of the member from the register of members and advise the committee as soon as practicable.

(10) If the committee has not appointed a membership officer, the public officer shall be responsible for completing the membership duties as contained in rule 5.

(11) A person –

- (a) becomes a member of the Association when his or her name is entered in the register of members; and
- (b) ceases to be a member of the Association when his or her name is removed from the register of members under subrule (9) or rule 30(5).

(11A) The membership officer is to maintain, or establish and maintain, a register of members containing –

(a) the name of each member of the Association and the date on which he or she became a member; and

(b) the member's postal or residential address or address of business or employment; and

(c) an email address, if any, that the member has nominated as the email address to which notices from the Association may be sent; and

(d) the name of each person who has ceased to be a member of the Association and the date on which the person ceased to be a member of the Association.

(12) Any right, privilege or obligation of a person as a member of the Association –

- (a) is not capable of being transferred to another person; and
- (b) terminates on the cessation of the membership.

(13) If the Association is wound up, each member of the Association, and each person who was a member of the Association within the period of 12 months immediately preceding the commencement of the winding-up, is liable to contribute –

- (a) to the assets of the Association for payment of the liabilities of the Association; and
- (b) for the costs, charges and expenses of the winding-up; and
- (c) for the adjustment of the rights of the contributors among themselves.

(14) Any liability under subrule (13~~2~~) is not to exceed the amount of any unpaid annual subscription fee for the current year.

(15) Despite subrule (14), a former member of the Association is not liable to contribute under that subrule in respect of any liability of the Association incurred after he or she ceased to be a member.

## 6. Income and property of Association

(1) The income and property of the Association is to be applied solely towards the promotion of the objects and purposes of the Association.

(2) No portion of the income or property of the Association is to be paid or transferred to any member of the Association unless the payment or transfer is made in accordance with this rule.

(3) The Association may –

- (a) pay ~~a servant~~ an employee or member of the Association –
  - (i) remuneration in return for services rendered to the Association, or for goods supplied to the Association, in the ordinary course of business of the ~~servant~~ employee or member; or
  - (ii) remuneration that constitutes a reimbursement for out-of-pocket expenses incurred by the ~~servant~~ employee or member for any of the objects or purposes of the Association; or
  - (iii) interest at a rate not exceeding 7.25% on money lent to the Association by the ~~servant~~ employee or member; or
  - (iv) a reasonable amount by way of rent for premises, or a part of premises, let to the Association by the ~~employee-servant~~ employee or member; and
- (b) pay a member of the committee remuneration in return for carrying out the functions of a member of the committee; and
- (c) pay a member of a subcommittee remuneration in return for carrying out the functions of a member of the subcommittee; and

- (d) if so requested by or on behalf of any other association, organisation or body, appoint or nominate a member of the Association to an office in that other association, organisation or body.
- (4) Despite [subrule \(3\)\(a\)](#), [\(b\)](#) and [\(c\)](#), the Association is not to pay a person any amount under that subrule unless the Association or committee has first approved that payment.
- (5) Despite [subrule \(3\)\(d\)](#), the Association is not to appoint or nominate a member of the Association under that subrule to an office in respect of which remuneration is payable unless the Association or committee has first approved –
  - (a) that appointment or nomination; and
  - (b) the receipt of that remuneration by that member.

## 7. Accounts of receipts and expenditure

- (1) True accounts are to be kept of the following:
  - (a) each receipt or payment of money by the Association and the matter in respect of which the money was received or paid;
  - (b) each asset or liability of the Association.
- (2) The accounts are to be open to inspection by the members of the Association at any reasonable time, and in any reasonable manner, determined by the committee.
- (3) The treasurer of the Association is to keep all accounting books, and general records and records of receipts and payments, connected with the business of the Association in the form and manner the committee determines.
- (4) The accounts, books and records are to be kept at the Association's office or at any other place the committee determines.

## 8. Banking and finance

- (1) On behalf of the Association, the treasurer of the Association is to –
  - (a) receive any money paid to the Association; and
  - (b) immediately after receiving the money, issue an official receipt in respect of the money; and
  - (c) cause the money to be paid into the account opened under [subrule \(2\)](#) as soon as practicable after it is received.

- (2) The committee is to open with an authorised deposit-taking institution an account in the name of the Association.
- (3) The committee may –
- (a) receive from an authorised deposit-taking institution a cheque drawn by the Association on any of the Association's accounts with the authorised deposit-taking institution; and
  - (b) release or indemnify the authorised deposit-taking institution from or against any claim, or action or other proceeding, arising directly or indirectly out of the drawing of that cheque.
- (4) Except with the authority of the committee, a payment of an amount exceeding \$20 is not to be made from the funds of the Association ~~otherwise than by cheque drawn on the Association's account other than –~~
- (a) by cheque drawn on the Association's account; or
  - (b) by the electronic transfer of funds from the Association's account to another account at an authorised deposit-taking institution.
- (5) The committee may provide the treasurer with an amount of money to meet urgent expenditure, subject to any conditions the committee may impose in relation to the expenditure.
- (6) A cheque is not to be drawn on the Association's account, and an amount is not to be electronically transferred from the Association's account to another account at an authorised deposit-taking institution, except for the purpose of making a payment that has been authorised by the committee.
- (7) A cheque, draft, bill of exchange, promissory note or other negotiable instrument is to be –
- (a) signed by at least two members of the committee:
    - (i) one of whom is the treasurer; and
    - (ii) by any other member, or members, of the committee the committee nominates for that purpose; and
  - (b) in the absence of the treasurer, either the president or the vice-president.
- ~~(8) The committee may authorise the treasurer and another officer of the Association to transact electronically on the Association's account and such authorisation will:~~
- ~~(a) override subrules (4), (6) and (7); and~~
  - ~~(b) be recorded in the minutes of the meeting at which the authorisation is granted.~~

**Commented [CP3]:** Now incorporated in subrule 4 above.

## 9. Auditor

- (1) At each annual general meeting, the members of the Association present at the meeting are to appoint a person as the auditor of the Association.
- (2) If an auditor is not appointed at an annual general meeting under [subrule \(1\)](#), the committee is to appoint a person as the auditor of the Association as soon as practicable after that annual general meeting.
- (3) The auditor is to hold office until the next annual general meeting and is eligible for re-appointment.
- (4) The first auditor –
  - (a) may be appointed by the committee before the first annual general meeting; and
  - (b) if so appointed, holds office until the first annual general meeting unless earlier removed by a resolution of the members of the Association at a general meeting.
- (5) If the first auditor is appointed by the committee under [subrule \(4\)\(a\)](#) and subsequently removed at a general meeting under [subrule \(4\)\(b\)](#), the members of the Association, at that general meeting, may appoint an auditor to hold office until the first annual general meeting.
- (6) Except as provided in [subrule \(4\)\(b\)](#), the auditor may only be removed from office by special resolution of the membership.
- (7) If a casual vacancy occurs in the office of auditor, the committee must appoint a person to fill the vacancy until the next annual general meeting.

## 10. Audit of accounts

- (1) The auditor is to audit the financial affairs of the Association at least once in each financial year of the Association.
- (2) The auditor, after auditing the financial affairs of the Association for a particular financial year of the Association, is to –
  - (a) certify as to the correctness of the accounts of the Association; and
  - (b) at the next annual general meeting, provide a written report to the members of the Association [who are](#) present at that meeting.
- (3) In the report and in certifying to the accounts, the auditor is to –
  - (a) specify the information, if any, that he or she has required under [subrule \(5\)\(b\)](#) and obtained; and

- (b) state whether, in his or her opinion, the accounts exhibit a true and correct view of the financial position of the Association according to the information at his or her disposal; and
  - (c) state whether the rules relating to the administration of the funds of the Association have been observed.
- (4) The treasurer of the Association, or public officer if the treasurer is unable or unwilling to do so, of the Association is to deliver to the auditor a list of all the accounting records, books and accounts of the Association.
- (5) The auditor may –
- (a) have access to the accounting records, books and accounts of the Association; and
  - (b) require from any servant-employee of the Association any information the auditor considers necessary for the performance of his or her duties; and
  - (c) employ any person to assist in auditing the financial affairs of the Association; and
  - (d) examine any member of the committee, or any servant-employee of the Association, in relation to the accounting records, books and accounts of the Association.

#### **10A. Exemption from audit under the Act**

- (1) For any financial year that the Association is exempt from the requirement to be audited by virtue of section 24(1B) or (1C) of the Act –
- (a) An auditor is not required to be appointed for that financial year under rule 10 unless the Association elects to have the financial affairs of the Association for that financial year audited in accordance with the Act and these rules; and
  - (b) If an auditor is not appointed for a financial year by virtue of paragraph (a) –
    - (i) rules 10 and 10A do not apply in respect of the Association for that financial year; and
    - (ii) rule 11(5)(b), to the extent that it relates to an auditor, does not apply in respect of the annual general meeting held by the Association in respect of that financial year; and
    - (iii) rule 11(5)(d) does not apply in respect of the annual general meeting held by the Association in respect of that financial year.
- (2) For any financial year that the Association is exempt from the requirement to provide an annual return by virtue of section 24(1B), the committee must provide, as part of the ordinary business of the annual general meeting for that financial year, a copy of the annual financial report given under the Australian Charities and Not-for-profits Commission Act 2012 of the Commonwealth in respect of that financial year.

## 11. Annual general meeting

- (1) The Association is to hold an annual general meeting each year.
- (2) An annual general meeting is to be held on any day (being not later than 3 months after the end of the financial year of the Association) the committee determines.
- (3) An annual general meeting is to be in addition to any other general meeting that may be held in the same year.
- (4) The notice convening an annual general meeting is to specify the purpose of the meeting.
- (5) The ordinary business of an annual general meeting is to be as follows:
  - (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
  - (b) to receive from the committee, auditor and [servantemployees](#) of the Association reports on the transactions of the Association during the last preceding financial year of the Association;
  - (c) to receive from the committee a report, either verbal or written, on any alteration to the annual membership subscription introduced by the committee under rule 30(3);
  - (d) to elect the officers of the Association and the ordinary committee members;
  - (e) to appoint the auditor and determine his or her remuneration;
  - (f) to determine the remuneration of [servantemployees](#) of the Association.
- (6) An annual general meeting may transact special business of which notice is given in accordance with [rule 13](#).
- (7) Minutes of proceedings of an annual general meeting are to be kept, in the minutes book of the Association, by the public officer or, in the absence from the meeting of the public officer, by an officer of the Association who is nominated by the chairperson of the meeting.

## 12. Special general meetings

- (1) The committee may convene a special general meeting of the Association at any time.
- (2) On the requisition in writing of at least 10 per cent of the members of the Association entitled to vote at a general meeting, the committee, is to convene a special general meeting of the Association.
- (3) A requisition for a special general meeting –



- (a) is to state the objects of the meeting; and
  - (b) is to be signed by each of the requisitionists; and
  - (c) is to be deposited at the office of the Association or mailed to the Secretary at the address provided from time to time; and
  - (d) may consist of several documents, each signed by one or more of the requisitionists.
- (4) If the committee does not cause a special general meeting to be held within 21 days after the day on which a requisition is deposited at the office of the Association, any one or more of the requisitionists may convene the meeting within 3 months after the day of the deposit of the requisition.
- (5) A special general meeting convened by requisitionists is to be convened in the same manner, as nearly as practicable, as the manner in which a special general meeting would be convened by the committee.
- (6) All reasonable expenses incurred by requisitionists in convening a special general meeting are to be refunded by the Association.

### 13. Notices of general meetings

(1) At least 14 days before the day on which a general meeting of the Association is to be held, the committee of the Association is to publish in at least one newspaper circulating in Tasmania an advertisement specifying –

- (a) the place, day and time at which the meeting is to be held; and
- (b) the nature of the business that is to be transacted at the meeting.

(2) A notice is published for the purposes of subrule (1) if the notice –

- (a) is contained in an advertisement appearing in at least one newspaper circulating in Tasmania; or
- (b) appears on a website, or at an electronic address, of the Association; or
- (c) is sent to each member of the Association at –
  - (i) the member’s postal or residential address or address of business or employment; or
  - (ii) an email address that the member has nominated as the email address to which notices from the Association may be sent; or

(d) is given by another means, determined by the public officer, that is reasonably likely to ensure that the members of the Association will be notified of the notice.

#### **14. Business and quorum at general meetings**

- (1) All business transacted at a general meeting, other than the ordinary business of an annual general meeting, is special business.
- (2) Business is not to be transacted at a general meeting unless a quorum of members of the Association entitled to vote is present at the time the meeting considers that business.
- (3) A quorum for the transaction of the business of a general meeting is ten percent of the members of the Association entitled to vote.
- (4) If a quorum is not present within one hour after the time appointed for the commencement of a general meeting, the meeting –
  - (a) if convened on the requisition of members of the Association, is dissolved; or
  - (b) if convened by the committee, is to be adjourned to the same day in the next week at the same time and –
    - (i) at the same place; or
    - (ii) at any other place specified by the chairperson –
      - (A) at the time of the adjournment; or
      - (B) by notice in a manner determined by the chairperson.
- (5) If at an adjourned general meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting is dissolved.

#### **15. Chairperson at general meetings**

At each general meeting of the Association, the chairperson is to be –

- (a) the president; or
- (b) in the absence of the president, the vice-president; or
- (c) in the absence of the president and the vice-president, a member of the Association elected to preside as chairperson by the members of the Association present and entitled to vote at the general meeting.

## 16. Adjournment of general meetings

- (1) The chairperson of a general meeting at which a quorum is present may adjourn the meeting with the consent of the members of the Association who are present and entitled to vote at the meeting, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.
- (3) If a meeting is adjourned for less than 14 days, it is not necessary to give any notice of the adjournment or of the business to be transacted at the adjourned meeting.

## 17. Determination of questions arising at general meetings

- (1) A question arising at a general meeting of the Association is to be determined on a show of hands.
- (2) A declaration by the chairperson that a resolution has, on a show of hands, been lost or carried, or carried unanimously or carried by a particular majority, together with an entry to that effect in the minute book of the Association, is evidence of that fact unless a poll is demanded on or before that declaration.

## 18. Votes

- (1) On any question arising at a general meeting of the Association, a member of the Association (including the chairperson) has one vote only.
- (2) In accordance with rule 5(7), each adult member of a family group included on the Association's membership register is entitled to one vote. The family group has no additional vote as if it was a separate member. All votes are to be given personally.
- (3) Despite subrule (1), up to two adult members of a sponsor group included on the Association's membership register are entitled to one vote each. The sponsor group has no additional vote as if it was a separate member. Despite subrule (1), in the case of an equality of votes, the chairperson has a second or casting vote.
- (4) All votes are to be given personally. In accordance with rule 5(7), each member nominated and accepted as a member under a family or group discount is entitled to a single vote and the family group has no additional vote as if it was a separate member.
- (5) Despite subrule (1), in the case of an equality of votes, the chairperson has a second or casting vote.

## 19. Taking of poll

If at a general meeting a poll on any question is demanded –

- (a) the poll is to be taken at that meeting in the manner the chairperson determines; and
- (b) the result of the poll is taken to be the resolution of the meeting on that question.

## 20. When poll to be taken

- (1) A poll that is demanded on the election of a chairperson, or on a question of adjournment, is to be taken immediately.
- (2) A poll that is demanded on any other question is to be taken at any time before the close of the meeting as the chairperson determines.

## 21. Affairs of Association to be managed by a committee

- (1) The affairs of the Association are to be managed by a committee of management constituted as provided in [rule 23](#).
- (2) The committee –
  - (a) is to control and manage the business and affairs of the Association; and
  - (b) may exercise all the powers and perform all the functions of the Association, other than those powers and functions that are required by these rules to be exercised and performed by members of the Association at a general meeting; and
  - (c) has power to do anything that appears to the committee to be essential for the proper management of the business and affairs of the Association.

## 22. Officers of the Association

- (1) The officers of the Association are as follows:
  - (a) one president;
  - (b) one vice-president;
  - (c) one treasurer;
  - (d) one secretary;
  - (e) one further position to be decided by the committee, or else to be known as a general officer.

(2) [Rule 24\(2\)](#), (3) and (4) applies, with all necessary modifications, to the election of persons to any of the offices referred to in [subrule \(1\)](#).

(3) Each officer of the Association is to hold office until the ~~end of the second next~~ annual general meeting after ~~that the annual general meeting~~ at which he or she is elected and is eligible for re-election.

(4) To avoid the terms of all officers ending at the same annual general meeting, in the first year that subrule (3) applies to the term of officers of the Association, the officers elected are to decide amongst themselves - at the first committee meeting election - three officers to have terms of two years and two officers to have terms of one year. The decision is to be recorded in the minutes of the committee meeting.

(5) Subrule (4) will also apply if, at any other time, the terms of all officers of the Association will end at the same annual general meeting.

~~(6)~~ — If a casual vacancy in an office referred to in [subrule \(1\)](#) occurs, the committee may appoint one of its members to fill the vacancy until the next annual general meeting after the appointment.

### 23. Membership of the committee

(1) The committee consists of –

(a) the officers of the Association in accordance with rule 22; and

(b) up to four other members elected at the annual general meeting or appointed in accordance with this rule.

(2) The committee may decide to appoint an officer or an ordinary committee member of the Association as a membership officer, and, at the discretion of the committee, such position may be held by an officer or committee member in addition to another position.

(3) An ordinary committee member is to hold office until the next annual general meeting after that at which he or she is elected and is eligible for re-election.

(4) If a casual vacancy occurs in the office of ordinary committee member, the committee may appoint a member of the Association to fill the vacancy until the next annual general meeting after the appointment.

### 24. Election of numbers of committee

(1) A nomination of a candidate for election as an officer of the Association, or as an ordinary committee member, is to be –

- (a) made in writing, signed by 2 members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the nomination); and
  - (b) delivered to the public officer or another officer of the Association nominated by the committee at least 21 days before the day on which the annual general meeting is to be held.
- (2) If insufficient nominations are received to fill all vacancies on the committee –
- (a) the candidates nominated are taken to be elected; and
  - (b) further nominations for any remaining vacancies are to be received at the annual general meeting.
- (3) If the number of nominations received is equal to the number of vacancies on the committee to be filled, the persons nominated are taken to be elected.
- (4) If the number of nominations received exceeds the number of vacancies on the committee to be filled, a ballot is to be held.
- (5) If the number of further nominations received at the annual general meeting exceeds the number of remaining vacancies on the committee to be filled, a ballot is to be held in relation to those further nominations.
- (6) The ballot for the election of officers and ordinary committee members is to be conducted at the annual general meeting in the manner determined by the committee.

## 25. Vacation of office

For the purpose of these rules, the office of an officer of the Association, or of an ordinary committee member, becomes casually vacant if the officer or committee member –

- (a) dies; or
- (b) becomes bankrupt, applies to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds with his or her creditors or makes an assignment of his or her remuneration or estate for their benefit; or
- (c) becomes a represented person within the meaning of the [Guardianship and Administration Act 1995](#); or
- (d) resigns office in writing addressed to the committee; or
- (e) ceases to be ordinarily resident in Tasmania; or

- (f) is absent from 3 consecutive meetings of the committee without the permission of the other members of the committee; or
- (g) ceases to be a member of the Association; or
- (h) fails to pay, within 14 days after receiving a notice in writing signed by the public officer stating that the officer or committee member has failed to pay one or more amounts of annual subscriptions, all such amounts due and payable by the officer or member. ~~all arrears of subscription within 14 days after receiving a notice in writing signed by the public officer of the Association stating that the officer or committee member has ceased to be a financial member of the Association.~~

## 26. Meetings of the committee

- (1) The committee is to meet at least four times within each of the Association's financial years at any place and time the committee determines.
- (2) One of the meetings referred to in subrule (1) is to be held a reasonable time before the annual general meeting to:
  - (a) prepare for the conduct of the annual general meeting,
  - (b) determine ~~the~~ the first annual membership subscription under Rule 30(1) and the annual membership subscriptions under Rule 30(2) for the ensuing financial year if not already done so in the financial year; and
  - (c) draft the event calendar for the ensuing ~~ing~~ year.
- (3) A meeting of the committee, other than a meeting referred to in subrule (1), may be convened by the President or any 4 of the members of the committee.
- (4) Written notice of any special committee meeting is to be served on members of the committee and is to specify the general nature of the business to be transacted.
- (5) A special committee meeting may only transact business of which notice is given in accordance with subrule (43).
- (6) A properly constituted meeting of the committee includes:
  - (a) the contemporaneous linking together by a form of technology of a number of committee members sufficient to constitute a quorum; and

Commented [CP4]: Fix typo

- (b) all the provisions within this constitution relating to committee meetings apply so far as they can and with such changes as are necessary to meetings of the committee held under subrule 6(a).
- (7) A quorum for the transaction of the business of a meeting of the committee is over one half of the members of the committee.
- (8) Business is not to be transacted at a meeting of the committee unless a quorum is present.
- (9) If a quorum is not present within half an hour after the time appointed for the commencement of :
- (a) a meeting of the committee (other than a special committee meeting), the meeting is to be adjourned to the same day in the next week at the same time and at the same place; or
  - (b) a special committee meeting, the meeting is dissolved.
- (10) At each meeting of the committee, the chairperson is to be –
- (a) the president; or
  - (b) in the absence of the president, the vice-president; or
  - (c) in the absence of both the president and vice-president, a member of the committee elected to preside as chairperson for that meeting by the members of the committee present at the meeting.
- (11) Any question arising at a meeting of the committee is to be determined –
- (a) on a show of hands; or
  - (b) in the case of a meeting held under subrule 6, a verbal or otherwise unambiguous response from each individual committee member participating in the meeting; or
  - (c) if demanded by a member, by a poll taken at that meeting in the manner the chairperson determines.
- (12) On any question arising at a meeting of the committee, a member of the committee (including the chairperson) has one vote only.
- (13) Despite [subrule \(11\)](#), in the case of an equality of votes, the chairperson has a second or casting vote.
- (14) Written notice of each committee meeting is to be served on each member of the committee by –



- (a) giving it to the member during business hours before the day on which the meeting is to be held; or
  - (b) leaving it, during business hours before the day on which the meeting is to be held, at the member's postal or residential address or place or address of business or employment last known to the server of the notice; or
  - (c) sending it by post to the person's postal or residential address or address of business or employment last known to the server of the notice in sufficient time for it to be delivered to that address in the ordinary course of post before the day on which the meeting is to be held; or
  - (d) faxing it to the member's fax number; or
  - (e) emailing it to the member's email address; or
  - (f) communicating by any other electronic means approved by the committee.
- (15) The committee members may pass a resolution without a committee meeting being held if all the committee members entitled to vote on the resolution agree in a document containing a statement that they are in favour of the resolution set out in the document.
- (a) Where such a resolution is passed:
    - (i) Separate copies of a document may be used if the wording of the resolution and statement is identical in each copy;
    - (ii) the resolution is passed when the last committee member agrees;
    - (iii) a committee member may signify agreement to a document by personally signing the document or by notifying the Association of the committee member's agreement by post, fax or email;
    - (iv) the resolution is to be recorded in the committee's minute book in the same manner as the minutes of any other committee meeting;
    - (v) the agreement of each committee member will be retained with the minute book;
    - (vi) the committee will note the outcome of the resolution at the first committee meeting following consideration of the resolution by the committee members.

## 27. Disclosure of interests

- (1) If a member of the committee or a member of a subcommittee has a direct or indirect pecuniary interest in a matter being considered, or about to be considered, by the committee or

subcommittee at a meeting, the member is to, as soon as practicable after the relevant facts come to the member's knowledge, disclose the nature of the interest to the committee.

- (2) If at a meeting of the committee or a subcommittee a member of the committee or subcommittee votes in respect of any matter in which the member has a direct or indirect pecuniary interest, that vote is not to be counted.
- (3) Nothing in this rule 27 precludes any member of the committee from discussing and voting on any matter of pecuniary interest, including but not limited to membership subscriptions, that is applicable to the membership of the Association generally, notwithstanding the committee member may also have a personal pecuniary interest in that matter.

## 28. Subcommittees

- (1) The committee may –
  - (a) appoint a subcommittee from the committee; and
  - (b) prescribe the powers and functions of that subcommittee.
- (2) The committee may co-opt any person as a member of a subcommittee without voting rights, whether or not the person is a member of the Association.
- (3) A quorum for the transaction of the business of a meeting of the subcommittee is over one half of the appointed members entitled to vote.
- (4) When determining the powers and functions of the subcommittee, the Association committee will determine who will chair meetings of the subcommittee and who can convene meetings of a subcommittee.
- (5) Unless otherwise determined by the Association committee, the following rule and subrules apply to the conduct of a subcommittee and its meetings:
  - (a) Rule 26 subrules (5), (6), (7), (8), (10), (11), (12), (13) and (14).

## 29. Executive committee

- (1) The officers of the Association constitute the executive committee.
- (2) During the period between meetings of the committee, the executive committee may issue instructions to the public officer and servantemployees of the Association in matters of urgency connected with the management of the affairs of the Association.
- (3) The executive committee is to report on any instructions issued under subrule (2) to the next meeting of the committee.

### 30. Annual subscription

- (1) ~~(a )~~—The first annual subscription payable by newly admitted members may include a joining fee.
  - ~~(b) The Committee may determine a joining fee to be paid if the Committee accepts the nomination of a person or family group or sponsor group under Rule (5).~~
  - ~~(c) Any joining fee is payable at only at the time the person or family group or sponsor group is approved to be a member of the Association, provided that the person or family group or sponsor group remains on the membership register in accordance with these Rules.~~
  - ~~(d) If the members name is removed from the register of membership under rule 30(5), the committee may determine that a further joining fee is payable when that member nominates and is approved to re-join the Association in accordance with rule 5.~~
  - ~~(e) The joining fee is not refundable if the member is removed from the membership register in accordance with rule 5(8) or rule 30(5) or rule 32.~~
- ~~(2) At a meeting convened in accordance with rule 26(2)(b), the committee will determine the first annual subscription and~~The annual subscription payable by all other members of the Association. ~~A different annual subscription may be determined for single, family or sponsor group members is the following amount: \$35.00 for family or other group applications accepted by the committee or \$20.00 for single members.~~
- ~~(2) (a) A family or other group applying to pay the family or group subscription shall provide to the Association the names and addresses of each person constituting the family or other group together with any other information reasonably required from time to time to verify the application.~~
  - ~~(b) The Association may make any other enquiries deemed appropriate before determining the application.~~
  - ~~(c) If approved the Association will maintain a list of each approved family or other group and its constituent members.~~
- (3) ~~(a) The committee may resolve to alter the annual subscription at a duly constituted meeting held no later than that specified under rule 26(2).~~
  - ~~(b) BB~~before the election of the officers of the Association and the ordinary committee members at the annual general meeting under rule 11(5), the committee will report to the meeting, either verbally or in writing, on the reasons for the alteration of the annual membership subscription and such explanation shall be recorded in the minutes of the meeting.
- (4) The annual subscription of a member of the Association is due and payable on or before the first day of each financial year of the Association.

- (5) ~~(1)~~ The public officer may remove the name of the member from the register of members maintained under rule 5(10) if –
- ~~(a) within 5 months after the first day of the financial year, a member of the Association has not paid his or her annual subscription for a financial year of the Association; and~~
  - ~~(b) there has been sent to the member, after the first day of the financial year, a notice in writing, signed by the public officer, stating that the member’s name may be removed from the register of members if the member has not, within 14 days after receiving the notice, paid all annual subscriptions due and payable by the member; and~~
  - ~~(c) the member has not, within 14 days after receiving the notice, paid all annual subscriptions due and payable by the member.~~
- (2) (a) If the member’s name has not been removed from the register of members in accordance with subrule (5)(1), the committee may permit the member to repay annual subscriptions due and payable, up to a maximum of two years, before the member’s name is automatically removed from the register of members.
- ~~(b) A member whose name has been removed from the register of members in accordance with subrule (5)(1) is eligible to renominate for membership under Rule 5 and, if accepted, will pay the first annual subscription applying at the time.~~
- (3) ~~If a member of the Association has not paid his or her annual subscription for a financial year of the Association within 5 months after the first day of the financial year, or within 14 days after receiving a notice under subrule (1b), whichever is the later day, he or she is not entitled to attend, or vote at, the next annual general meeting of the Association.~~
- (6) Where it is necessary for the financial viability or risk management of the Association, and agreed unanimously by the committee, the committee may impose an additional fee on each Association member representing the direct cost to the Association of an appropriate mitigation provided that:
- (a) the amount of this additional fee is no greater than the annual subscription;
  - (b) the amount is clearly explained and shown separately on each member’s invoice (or other notification of amount owing);
  - (c) the additional fee is imposed only until the next annual general meeting; and
  - ~~(d) –~~
  - (d) no more than one additional fee applies in any one financial year.

### 31. Service of notices and requisitions

Except as otherwise provided by these rules, a document may be served under these rules on a person by –

- (a) giving it to the person; or
- (b) leaving it at, or sending it by post to, the person's postal or residential address or place or address of business or employment last known to the server of the document; or
- (c) faxing it to the person's fax number; or
- (d) emailing it to the person's email address.

### 32. Expulsion of members

- (1) The committee may expel a member from the Association if, in the opinion of the committee, the member is guilty of conduct detrimental to the interests of the Association.
- (2) The expulsion of a member under [subrule \(1\)](#) does not take effect until the later of the following:
  - (a) the fourteenth day after the day on which a notice is served on the member under [subrule \(3\)](#);
  - (b) if the member exercises his or her right of appeal under this rule, the conclusion of the special general meeting convened to hear the appeal.
- (3) If the committee expels a member from the Association, the public officer of the Association or another officer nominated by the committee, without undue delay, is to cause to be served on the member a notice in writing –
  - (a) stating that the committee has expelled the member; and
  - (b) specifying the grounds for the expulsion; and
  - (c) informing the member of the right to appeal against the expulsion under [rule 33](#).

### 33. Appeal against expulsion

- (1) A member may appeal against an expulsion under [rule 32](#) by serving on the public officer of the Association, within 14 days after the service of a notice under [rule 32\(3\)](#), a requisition in writing demanding the convening of a special general meeting for the purpose of hearing the appeal.
- (2) On receipt of a requisition, the public officer is to immediately notify the committee of the receipt.

- (3) The committee is to cause a special general meeting to be held within 21 days after the day on which the requisition is received.
- (4) At a special general meeting convened for the purpose of hearing an appeal under this rule –
  - (a) no business other than the question of the expulsion is to be transacted; and
  - (b) the committee may place before the meeting details of the grounds of the expulsion and the committee's reasons for the expulsion; and
  - (c) the expelled member must be given an opportunity to be heard; and
  - (d) the members of the Association who are present are to vote by secret ballot on the question of whether the expulsion should be lifted or confirmed.
- (5) If at the special general meeting a majority of the members present vote in favour of the lifting of the expulsion –
  - (a) the expulsion is lifted; and
  - (b) the expelled member is entitled to continue as a member of the Association.
- (6) If at the special general meeting a majority of the members present vote in favour of the confirmation of the expulsion –
  - (a) the expulsion takes effect; and
  - (b) the expelled member ceases to be a member of the Association.

#### **34. Disputes**

- (1) A dispute between a member of the Association, in the capacity as a member, and the Association is to be determined by arbitration in accordance with the provisions of the [Commercial Arbitration Act 2011](#).
- (2) This rule does not affect the operation of [rule 33](#).

#### **35. Seal of Association**

- (1) The seal of the Association is to be in the form of a rubber stamp inscribed with the name of the Association encircling the word "Seal".
- (2) The seal is not to be affixed to any instrument except by the authority of the committee.
- (3) The minutes of the meeting will record the committee's authority to affix the seal.

(4) The affixing of the seal is to be attested by the signatures of –

(a) two members of the committee; or

(b) one member of the committee and the public officer of the Association or any other person the committee may appoint for that purpose.

(5) The Association will retain a copy of the document sealed and attested under the terms of this rule.

(6) If a sealed instrument has been attested under [subrule \(4\)](#), it is presumed, unless the contrary is shown, that the seal was affixed to that instrument by the authority of the committee.

(7) The seal is to remain in the custody of the public officer of the Association.

### **36. Public Officer**

(1) The Association will appoint and remove a public officer in accordance with the Act.

## Schedule 1 Details submitted on original Application for Incorporation of the Association

Submitted to the Department of Justice, Consumer Affairs and Fair Trading Office on 2 July 2009 and which formed part of the original Constitution.

Name of the association: Tasmanian Jet Sports Boating Club Inc

Objects and Purpose: To provide a club where members can come together to participate in family fun days and ride tours in their Jet Ski's.

Public Officer [ie, as at 2.7.09] Roderick Betts, 399a Nelson Road, Mt Nelson, Tas 7007,  
(Occupation: Manager)

President: Shane Walker, P O Box 160, Exeter, Tas 7275

Treasurer: Rod Betts, 399a Nelson Road, Mt Nelson, Tas 7007

Period of Financial Year: 1/7/09 – 30/6/2010 [and thereafter financial years end on 30 June]

Postal address: 399a Nelson Road, Mt Nelson, Tas 7007

Registered office: 399a Nelson Road, Mt Nelson, Tas 7007

Note: Details required under rules 5(12) and Rule 23(1)(b) were not nominated on submission of the original application for incorporation