

# **MANLY LIFE SAVING CLUB INCORPORATED**

## **CLUB CONSTITUTION**

**Adopted at Special General Meeting 22 April 2012**

*"we are manly life saving club .... 100 years of lifesaving"*

**2012**

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## **1. Name of club**

The Club shall be called Manly Life Saving Club Incorporated and shall be affiliated to Surf Life Saving Australia Limited (hereinafter called "SLSA") and such other bodies as the Board may determine.

## **2. Notification of rules**

A copy of the Constitution must be made available to all members upon request and distributed if required by such means as the Board determines.

## **3. Objectives**

The objectives of the Club shall be:

- (a) To continue the 100 years heritage of the Club and to be recognised as a leading and innovative lifesaving club and as a premier competitive club in surf sports competition at Branch, NSW, Australian and World Championship competition.
- (b) To be a lifesaving club and to study, practice and demonstrate the methods of lifesaving.
- (c) To patrol surf bathing areas solely or in conjunction with other Surf Life Saving Clubs and/or Local Government Lifeguards.
- (d) To minimise the loss of life from drowning by providing and maintaining efficient lifesaving apparatus.
- (e) To promote lifesaving competition to enhance the objects of the Club as well as to foster sportsmanship and values which will in turn promote harmony within the Club and its relationship with the community.
- (f) To enter into any arrangements or contracts with any Government or other authority or body for any of the purposes of the Club.
- (g) To subscribe or otherwise aid benevolent, co-operative, charitable, national or other institutions or objects which in the opinion of the Board have any moral or other claims to support or aid by the Club by reason of the locality or scope of its operations or otherwise.
- (h) To provide facilities for enjoyable education and development of our youth, with additional emphasis on the Junior Activities section of the Club as a key part of our community service and further to develop strategies

and procedures designed to encourage Youth and Junior Activity members and their families to remain actively involved in surf lifesaving after they have finished their youth or junior activity programs.

- (i) To provide a safe and caring environment for all members and visitors and a place where they can meet in good fellowship.
- (j) To educate members and the community in beach, aquatic safety, the environment and promote skills and knowledge in beach and surf recreation.
- (k) To provide access for disadvantaged and disabled groups to the services, facilities and educational programs of our Club.
- (l) To provide members of the Club with access to training opportunities, equipment and facilities for the purpose of improving their ability to engage in the full range of SLSA approved surf sports and lifesaving activities.
- (m) To encourage our members to obtain training, education and coaching qualifications/accreditation to enable them to provide training programs needed to help other Club members and members of the community.
- (n) To encourage public, corporate and government sponsorship and support of our Club and surf life saving in general and to recognise that support whenever and wherever possible.
- (o) To pursue commercial arrangements including sponsorship and marketing opportunities as are appropriate to further interests of club.
- (p) To use all available resources to raise funds for the ongoing operation and future development of the Club and its community service.
- (q) To commemorate and respect past, current members and members of the community who were members of the armed services and to acknowledge their contribution to our society.
- (r) To promote the history of lifesaving and surfing and educate members of the club and the public.
- (s) To use and protect the Intellectual property of the club.
- (t) To have regard to the public interest in its operations as a life saving club and to be an equal opportunity employer.
- (u) To do all such things as are incidental or conducive to the attaining and fulfilling of these objects.

#### **4. Club Identification, Colours, Cap, Costume, Club Blazer and Logo**

- (a) The Club colours shall be dark blue and sky blue.
- (b) The Club cap shall be a sky blue cap and should be worn in all competition or lifesaving award qualifications where a cap is required. It should also be worn at any presentation ceremony held following competition at the Branch, State, Nationals or World Lifesaving Events.
- (c) The Club costume shall be dark blue with sky blue emblem on the front and sky blue writing containing the words “MANLY” on the backside of the costume.
- (d) The Official Club logo or emblem shall be as depicted below in this subparagraph



- (e) The Club logo or emblem shall be worn only by members of the Club or as annually authorised by the Board, such authorisation also includes the use of the logo or emblem in any way or on any medium.
- (f) The Club blazer shall be dark blue with the Club logo / emblem on the left breast pocket in sky blue. Where a Club Honour Badge is awarded, this Badge including laurel wreath may be substituted for the Club Badge.
- (g) The logo, sky blue cap and words “Manly Life Saving Club” or “Manly Nippers” are part of the intellectual property of the Club.
- (h) From time to time and at least annually the Board is to authorise the use of other logos or emblems that are representative of the Club or

if not a logo or emblem, the use contains the words “Manly Life Saving Club” or “Manly Nippers”.

## **5. Definitions**

For the purposes of this Constitution –

“the Act” means the Associations Incorporation Act 1984 or any similar legislation regulating the operations of incorporated associations.

“The Board “or “Board of Directors” or “Board” means the body managing the club and consisting of the Directors under rule

“By-law” means a by-law issued by the Board in the exercise of its authority to manage the affairs of the Club made under rule .

“Club” means Manly Life Saving Club Incorporated

“Committees” shall include where stated the Board, Standing Committees, Junior Activity Committee, and any other committee of the club appointed or constituted by these rules or a by-laws.

“Committee meetings” shall include meetings of the Board, Standing Committees, Junior Activity Committee, and any other committee of the club appointed or constituted by these rules or by-laws. They do not include Annual General Meetings, General or Special General Meetings of the Club.

“Constitution” means this Constitution of the Club and its rules.

“Director” is a member of The Board.

“Dispute” means a grievance held by a member of the Club, but does not include any grievance about any decision of the Board , a decision of the members made at any Special, General or Annual General meeting or the provisions of any By-law that may be issued.

“Financial member” means that the member has paid all monies outstanding to the Club for his/her class of membership, including membership fees, locker fees and storage fees. For the sake of clarity a Financial member is able to vote at an Annual General Meeting as long as the member has paid prior to the AGM the membership fee for the upcoming season applicable to their category of membership.

“Junior Activities” means Manly Life Saving Club Junior Activities where members aged between 5 years and 14 years are educated and trained in surf life saving, surf safety, surf sports in a friendly and social environment. It also includes their parents, guardians and responsible persons, age managers, coaches and office holders of the Junior Activities Committee.

“Junior Activities Committee” means the committee that oversees the conduct and co-ordination of all matters relating to Junior Activities and is responsible to the Board and reports through its Chairman to the Board.

“Meeting of the members” means the Annual General Meeting, a general meeting or a Special meeting

“Member of good standing” means a Financial member of any category of membership and where applicable to that membership is up to date with all patrol requirements.

“MLSC” means Manly Life Saving Club Incorporated.

“Public Officer” means the person undertaking the duties of Public Officer as defined by the Act.

“Rules” means the provisions of the Constitution

“SLSA” means Surf Life Saving Australia Limited or as it may be constituted from time to time

“SLSNSW ” means Surf Life Saving New South Wales Incorporated or as it may be constituted from time to time

“SNB” means Surf Life Saving Sydney Northern Beaches Incorporated or as it may be constituted from time to time

“Standing committees” mean permanent committees of this club subject only to change of office holders when that occurs in accordance with these rules.

“Surf Sports Competition” means activities defined as surf sports from time to time by the SLSA

## **6. Membership**

Any individual must apply in writing on a membership application form to be a member of the Club. The Board shall determine whether or not to approve an application or re-application for membership. The Board is not required to supply reasons for approval or rejection of an application however is to advise the applicant the result of the application.

Membership categories (including relevant qualifications and requirements) shall be in accordance with the requirements of SLSA and include the following:

### **Active Members**

Shall consist of Senior, Junior and Cadet members.

Senior members shall be of the age of 19 years and upwards as at midnight on the 30<sup>th</sup> of September in each year.

Junior members shall be of the age of 16 years as at the 30<sup>th</sup> of September and up to Senior member qualifying age.

Cadet members shall have attained the age of 14 years as at the 30<sup>th</sup> of September of the current year and as at the 30<sup>th</sup> September in any year is younger than 16 years and has not obtained their bronze medallion. He/she must also have obtained or is in training to obtain the relevant SLSA award for members of this age group.

All active members must pass the requirements of the annual proficiency test as required by the SLSA.

### **Active Reserve Members**

Active Reserve Membership may be granted by the Board to Senior Active members who have satisfactorily completed at least eight (8) years service of Patrol and Club obligations from the gaining of the Surf Bronze Medallion, and shall have attained the age of twenty four (24) years. Such service must be completed with an SLSA affiliated club.

All active reserve members must pass the requirements of the annual proficiency test as required by the SLSA.

Active Reserve members may be called upon to perform patrol duties or placed on a patrol roster at the discretion of the Club Captain or Deputy President Lifesaving.

In exceptional circumstances the Board may grant Active Reserve Membership irrespective of years of service but subject to age requirements of the SLSA.

### **Award Members**

Award Membership may be granted to persons who hold an SLSA award of one or more of the following designations:-

Radio Award  
Resuscitation Award  
Advanced Resuscitation Award



First Aid Certificate

Or at the discretion of the Board any other Award acceptable to SLSA

Such members shall be called upon to perform patrol duties, rostered on patrols and /or other Club obligations within the scope of their award qualifications.

### **Absentee Members/Leave of absence**

Active Members unable to temporarily fulfill their obligations to the Club may apply in writing with full details to the Board. The Board its discretion may grant leave of absence to the member and depending upon the circumstances, the length of absence , patrol hours record and any arrangements made to perform patrol hours outside the period of absence. The Board will also determine at the end of the season if a year of service is to be awarded to the member. The usual membership fees will apply.

### **Associate Members**

Associate Membership may be granted by the Board to persons irrespective of whether they hold an SLSA award. The applicant must be of the age of 40 years and upwards unless the Board considers special circumstances prevail.

There shall be a limit of one hundred and fifty (150) Associate members at any one time.

Such members shall be called upon to assist around the club clean ups and general maintenance, events and functions.

An Associate member shall have a joining and/or annual membership fee substantially greater than fees for other categories of membership.

### **Honorary Members and Patrons**

May be appointed at the discretion of the Board for the current season only and shall include the Mayor of Manly and the State and Federal Members of Parliament for the Manly area.

### **Gold Overseas Members**

Memberships may be granted to persons who do not reside in Australia or who are rarely in Australia but seek to be associated with MLSC and use the facilities. A premium membership fee for this category will be set by the Board.

## **Armed Services Members**

In recognition of the contribution that MLSC members have made to and continue to make within, the Armed Services, any current member of MLSC who is on active duty or is precluded, due to service from attending patrols may be granted an exemption from patrols for the period during which they are unavailable. To be granted this exemption they must make an application to the Board and be a member of good standing. The Board at its discretion depending upon the circumstances may also grant a year of service.

## **Life Members**

Life Membership is granted by the membership of the Club at the Annual General Meeting  
Life Members have all privileges of membership.

See rule 22 for criterion and process of granting Life Membership

## **Long Service Members**

Long Service membership may be granted by the Board to members who have completed ten (10) years Active or to members who have completed eight (8) years of Active service plus four (4) years Reserve Active.

Such members shall be exempted from all patrol obligations and may be eligible for other special privileges of membership as may be provided in the Constitution and By-laws.

In exceptional circumstances the Board may grant Long Service Membership to a Reserve Active member irrespective of the number of years served as an Active Reserve.

## **Junior Activity Membership**

- (i) A Junior Activity ("Nipper") member shall be a person who is a minimum age of five (5) years up to a maximum of thirteen (13) years as at the 30 September in the year of membership.
- (ii) Junior Activity members shall be required to gain the relevant qualifications for their particular age group as determined by SLSA.

## **Junior Activity Parents Membership**

Shall be persons who assist in the running of the Junior Activity, their

Membership shall be endorsed each year by the Junior Activity Committee and the Board.

### **Probationary Membership**

Probationary membership is any person within the time period of having lodged their application for membership and gaining an award. This membership will be reviewed and terminated if in the opinion of the Chief Instructor or the Board, not enough effort is being put into the training for the award.

## **7. Membership fees and other fees.**

- (a) Members of all membership categories, with the exception of honorary members and life members, must renew their membership by payment of the fees (including any outstanding monies due to the Club) for the new season.
- (b) On the recommendation of the Finance Committee, the amount for membership fees and any other fees deemed necessary including but not limited to gym fees, joining fees, penalty fees, award fees, storage fees, locker fees and age discounts for the next season shall be as determined by the Board at the March Board Meeting of the outgoing season. Within 7 days this determination must be distributed to the membership and any protests or objections are to be lodged with the secretary by the 7<sup>th</sup> April each year and they are to be heard and determined by the Board no later than the 14<sup>th</sup> April each year, following which the Board will reconsider the membership fees and any other fees and if appropriate further determine the same.
- (c) The board will then make a By law in accordance with this constitution setting out the Membership Fees and any other fees for the forthcoming season the details of this By law shall then be distributed to Club members.
- (d) The Junior Activity Committee may make recommendations to the Finance Committee in relation to fees to be paid by Junior Activity members for the next season and these recommendations should be received by the Secretary on or before the 1<sup>st</sup> March each season. Upon recommendation of the Finance Committee the Board will determine the relevant fees in accordance with sub para (b) above.

- (e) Fees for membership renewal become due and payable from 1 May in each year and must be paid in full before 1 October in that year.
- (f) The Board may determine that membership fees paid after 1 September may be subject to a penalty fee.
- (g) If the fee for membership renewal is not paid by the 30<sup>th</sup> October of the year in which it fell due or other time stipulated by the SLSA, the membership will lapse.
- (h) Membership fees for new members must be paid at the time the application for membership is made.
- (i) A person who is known to be unfinancial or excluded in any way from another club affiliated within SLSA cannot be accepted as a member of the Club. Under exceptional circumstances the Board may waive this provision.
- (j) A member whose membership has lapsed by virtue of sub-clause (g) above can rejoin and pay current joining fee. Under exceptional circumstances the Board may waive this provision.

## **8 Effect of Membership**

On becoming a member of the Club, members –

- (a) are bound by and must comply with these Rules, Club By-laws that may be in force from time to time and, where applicable, the SNB Constitution and Regulations, the SLSNSW Constitution and Regulations, the SLSA Constitution and Regulations and the Act,
- (b) are subject to the jurisdiction of SNB, SLSNSW and SLSA,
- (c) are subject to a limited liability in respect of the Club;
- (d) undertake to contribute to the assets of the Club in the event of it being wound up, including the costs, charges and expenses incurred in winding up the Club, such contribution not to exceed the amount of any outstanding membership fees owed by the individual member
- (e) are entitled to all benefits, advantages, privileges and services of Club membership to which their membership entitles them.

## **9 Cessation of Membership**

- (a) A member having paid all arrears of fees payable to the Club may resign or withdraw from membership of the Club by giving notice in writing to the Secretary of his resignation or withdrawal.
- (b) A member who ceases to be a member, for whatever reason, shall forfeit all rights in and claims upon the Club and its property and shall not use any surf lifesaving equipment or other property of the Club including Intellectual Property. Any club documents, records or other property in the possession, custody or control of that member, including records held in electronic form shall be returned to the Club immediately and deleted from any personal or work computer.
- (c) In the event of cessation of membership there shall be no entitlement to refund of fees paid by the member.

## **10 Register of members**

- (a) The Secretary of the Club must establish and cause to be maintained a register of members of the Club specifying the name and address of each person who is a member of the Club together with the date on which the person became a member.
- (b) The register of members is to be maintained in accordance with any requirements that may be stipulated by the SLSA.
- (c) The register of members must be kept at the Club house and must be available for inspection (or a copy of it), free of charge, by any member of the Club at any reasonable hour.
- (d) Access to the register of members must not be provided to any person for commercial purposes.

## **11 The Board.**

(a) The Board shall be responsible for the management of the Club and shall consist of the following Directors.

- (i) The President
- (ii) Deputy President Lifesaving
- (iii) Deputy President Competition
- (iv) Deputy President Junior Activities and Youth.
- (v) Club Captain
- (vi) Secretary
- (vii) Public Officer
- (viii) Treasurer
- (ix) Life Member
- (x) Director Education
- (xi) Director Risk
- (xii) Director Water Sports
- (xiii) Director Beach Sports
- (xiv) Director Special Events.

(b) All members of The Board shall be members of the Club.

(c) They shall undertake their duties on a voluntary basis and shall not be paid any salary, wage or other remuneration other than out of pocket expenses except in the circumstances set out in paragraph 26 (p) of these rules.

## **12 Powers of the Board and Management of the Club**

The Board shall have the power to –

- (a) Manage and conduct the affairs of the Club in accordance with the Objects of the Club, these Rules, By-laws and any relevant legislation.
- (b) Elect or appoint sub-committees to assist the efficient running of the Club or specific section as it sees fit.
- (c) Negotiate, approve and enter into contracts, agreements, leases and other legally binding documents which it believes to be in the interests of the Club
- (d) Expend the funds of the Club, as it deems expedient in the interests of the Club.

- (e) Approve of the amount and nature of any sponsorship obtained for the benefit of the Club
- (f) Approve of the amount and nature of any sponsorship obtained for the benefit of its members or any section of its members where the sponsorship has been procured as a result of an association with the Club.
- (g) Determine which bank, credit union or building society account any monies received shall be deposited into on behalf of the Club.
- (h) To seek the advice or assistance of individual members on any matter it deems appropriate.
- (i) Determine the eligibility criteria or guidelines for admission as a member of the Club and the criteria or guidelines for Distinguished Service and Life Membership following recommendations from the Life Membership group.
- (j) To take any action not otherwise inconsistent with these Rules that may be approved of by a majority vote of those Directors present at a Board meeting and is within the objects of the Club.
- (k) To exercise such powers, functions and duties that may be provided for by these Rules.
- (l) To employ persons or contractors where required for the proper administration of the Club and pursuance of its objects, approve of their appointment, dismissal, remuneration and duties.
- (m) To lease properties and assets of the Club to third parties subject to advice of the Finance Committee.
- (n) To pass resolutions if circulated by electronic means provided a majority of the Board agrees to such a resolution. Any resolution so passed is as effective as if it were passed at a Board meeting.
- (o) To ensure operation of the “Australian Surf Museum” (Museum) within the Club environs, an educational facility, as well as an historical facility, and to appoint a sub committee known as the “Museum Management Committee “for the operation of the Museum that is answerable to the Board and to:
  - (i) receive recommendations from the Heritage Committee, through the Heritage Trustees regarding the operation of the museum;

(ii) to ensure that the Museum is operated in a businesslike manner and that any distribution of profits is to be divided between the Club and the future preservation, procurement and display of club and beach culture and historical materials.

(iii) To ensure that the ownership and management of the museum remains with the Club.

- (p) To formulate, issue, adopt, interpret and amend or rescind such By-laws for the proper advancement of its objects and management and administration of the Club as it thinks necessary or desirable from time to time.

### **13. By-laws**

- (a) All By-laws made under this clause shall be binding on the Club and members of the Club.
- (b) The Board is able to issue By-laws in respect of any matter authorised by the Rules or not otherwise dealt by the Rules.
- (c) A By-law made by the Board shall not be inconsistent with these Rules and in the event of any inconsistency, these Rules shall prevail.
- (d) The Secretary shall keep a record of all By-laws issued.
- (e) Within 14 days of the date of the By-law/s the By-law/s shall be made known to the members of the Club by posting on the notice board, general email to members and by such other means as the Board may determine.

### **14. Meetings of The Board**

- (a) At the commencement of each season the in-coming Board:
- (i) shall convene within thirty (30) days of the Annual General Meeting to fill any official position not filled at the AGM.
  - (ii) discuss for appropriate action to be taken any matters referred to it from the AGM.
  - (iii) on the recommendation of the Deputy President Lifesaving and the Club Captain must the review the By-law that relates to the Patrol obligations of



the members prior to the commencement of each season. The Patrol obligations shall be distributed to each patrolling member prior to the season and displayed on the notice board.

- (iv) before the commencement of the patrol season the Board shall review all By-laws then in force to determine whether they shall remain in effect or be rescinded or amended. For this purpose the Board may appoint a Rules committee consisting of appropriately experienced persons, including at least one Life Member that shall report directly to the Board.
- (b) The members of The Board must meet at least once per month at a time to be determined by The Board and unless otherwise determined by The Board, meetings will be held where possible in the Manly Surf Pavilion.
- c) Directors with a designated area of responsibility must use their reasonable endeavours to provide a report to the Board for consideration prior to the meeting being held. In addition, the Director, Chairperson Junior Activities or in his/her absence his/her delegate is to provide an up-to-date monthly financial statement relating to the Junior Activities.
- (d) The means for distribution of the reports shall be as determined by the Board.
- (e) Members of The Board must use their reasonable endeavours to be properly briefed prior to any meeting so as to ensure a smooth flow of business at the meeting.
- (f) A meeting of The Board may be held where one or more of the Directors is not physically present at the meeting, provided that all persons participating in the meeting are able to communicate with each other effectively, simultaneously and instantaneously whether by means of telephone or other form of communication.
- (g) Any five (5) Directors of The Board may exercise any of the functions of The Board on urgent matters at any time and must report their action to the next meeting of The Board.
- (h) If a member of the Board is -

- i. absent from three (3) consecutive Board meetings during his or her year in office and
- ii. after being asked to do so, fails to satisfy the Board there is an acceptable reason for the absence, and
- iii. leave of absence has not been granted to that Board member by the Board

his or her position may be declared a casual vacancy by a majority vote of the Board.

- (i) attendance at a meeting by a Director in accordance with (f) of this rule is not to be counted as an absence.
- (j) Minutes of Board meetings must be displayed on the Club noticeboard. Where space permits any associated reports should also be displayed. Copies of the minutes (with or without associated reports) will also be made available to club members from the club office or by such means as may be determined by the Board.

## **15. Procedures for all Committees of the Club including meetings of the Board**

- (a) The majority of directors or committee members will represent a quorum at any committee meeting held with the exception of a Life Members meeting. For example if there are 12 members of a committee then 7 will represent a quorum.
- (b) If a quorum is not present thirty (30) minutes after the time for which The Board or committee meeting was called, the meeting shall stand adjourned for one (1) week.
- (c) A casual vacancy on The Board or a Committee will arise if the member –
  - (i) dies,
  - (ii) ceases to be a member of the Club,
  - (iii) resigns office by notice in writing given to the Secretary,
  - (iv) is removed from office pursuant to these Rules,
  - (v) becomes a mentally incapacitated person,
  - (vi) becomes an insolvent under administration within the meaning of the Commonwealth Corporations Act 2001.
  - (vii) Is convicted of an indictable offence.
  - (viii) and in the case of the Public Officer only, the Public Officer ceases to be a resident in the state of New South Wales.

- (d) If a casual vacancy occurs, the Board is to take any necessary action to fill the vacancy as quickly as possible, and any person appointed to fill the vacancy shall, subject these Rules, remain in the position until the next Annual General Meeting.
- (e) The President, if in attendance, shall be the Chairperson of all meetings unless he or she delegates the role to another member of that Committee. In the absence of the President, the Chairperson shall be as determined by the members present at the meeting.
- (f) Matters requiring determination after discussion shall be put to a vote in the form of a motion that is seconded by another member of the Board or Committee. The vote shall be undertaken by the raising of hands in favour or against the motion. The majority vote will carry or defeat the motion.
- (g) A secret ballot shall only occur if a motion is carried for a secret ballot.
- (h) In the event of a tied vote on any matter determined by the Board or Committee or, the Chairperson shall have a second and casting vote.
- (i) Each Director or member of the Committee must declare his or her interest in any matter in which a conflict of interest arises (actual or perceived) and must absent him or herself from discussions about, and shall not be entitled to vote in respect of, such matter.
- (j) In the event of an uncertainty as to whether it is necessary for a Director or Committee member to absent him or herself from discussion or refrain from voting, the issue should be immediately determined by vote of the Board or Committee.
- (k) Any member of the Club may attend a meeting of the Board or Committee as an observer with the approval of the Board, Secretary or Chairperson of the relevant Committee.
- (l) From time to time the Chairperson of a Committee including the Board may co-opt a person to attend and contribute to matters discussed and determined, particularly if this person can provide expert advice or firsthand advice of any matter to be discussed. In this event the person co-opted does not have voting rights at this meeting.

- (m) An agenda should be prepared for each Board or Committee meeting which should be distributed prior to the meeting with the time and place of the meeting.
- (n) Minutes shall be taken at all Board and Committee Meetings and shall become part of the Club history.
- (o) The Board or Committee may from time to time make a decision that certain items on the Agenda are closed items and in this event any members of the club in attendance are required to leave the meeting whilst that item is discussed.
- (p) The President and the Secretary are ex-officio members of all Committees of the club.
- (q) Life Members of the Club have a right to be heard at any meeting of the Club and to exercise this right the Life Member must first indicate to the Chairman his or her intention to do so.

## **16. Officers of the Club.**

- (a) In addition to the Directors, the holders of the following positions shall be Officers of the Club. All these positions shall be honorary.

Vice Captain (four)

Junior Captain (U-19)

Surf Boat Captain

Ski Captain

Board Captain

IRB Captain

Swim Captain

Beach Sprint Captain

Life Saving / First Aid Competition Captain

March Past and R & R Captain.

Masters Captain.  
Chief Instructor/Training Officer  
Publicity Officer  
Competition Manager  
Gym Leader  
Social Organiser  
House Committee Chairman  
Branch Delegate Board of Management.  
Branch Delegate Surf Sports.  
Gear Steward  
Registrar  
Manly Savers Rugby Chairman.  
Race Secretary  
Touring Team Manager  
Radio Officer  
Junior Activities Chairman  
Junior Activities Secretary  
Junior Activities Treasurer  
Junior Activities Superintendent  
Junior Activities Education Officer  
Members of the Finance Committee ( 5 positions )  
Financial Trustees ( 5 positions )  
Heritage Trustees ( 5 positions )

- (b) Unless otherwise provided for in the rules, these Officers of the Club positions are to be declared vacant at the end of each season.
- (c) The following Officer of the Club positions or any other position deemed necessary are to be appointed by the Board if and when required:

Race Secretary, House Committee Chairman, Touring Team Manager, Social Organiser. Assistant Secretary, Assistant Treasurer, Assistant Registrar, Assistant Training Officer or Vice Captains for any of the Officer positions referred to.

## **17. Responsibilities of Directors of the Board and Officers of the club.**

The responsibilities and duties of the Directors of the Board and other officers of the Club shall be determined by the Board and where possible their statement of duties is to be prepared and kept by the Secretary and available for inspection upon a request made by a member.

Each Director shall be responsible to all members including particular responsibility to look after the concerns and needs of any group or members identified in their statement of duties.

## **18. Junior Activities**

### **18.1 Membership of Junior Activities**

Membership of Junior Activities is open:

- (a) to all persons over the age of five (5) and up to the age of fourteen (14) years. Age as at midnight on September 30<sup>th</sup> will determine their age group in accordance with SLSA rules.
- (b) to all parents, guardians, carers of Juniors as well as spouses or partners of those parents, guardians, or carers who are current members of the Club.

### **18.2 Junior Activities Committee**

(a) There shall be a Junior Activities Committee (JAC) which will be responsible through its Chairman to the Board for the management and conduct of matters and activities relevant to Junior Activities and its members.

(b) The Junior Activities Chairman shall be a Deputy President of the Club and a member of the Board. The Junior Activities Chairman shall be the chairperson of all meetings conducted within Junior Activities.

(c) The Junior Activities Executive Committee shall consist of the following positions –

- (i) the Junior Activities Chairman
- (ii) the Junior Activities Secretary
- (iii) The Junior Activities Treasurer
- (iv) The Junior Activities Superintendent
- (v) The President and Secretary of the Club
- (vi) The Junior Activities Education Officer

Any three of these Junior Activities Executive Committee members may exercise any of the functions of the executive committee on urgent matters at any time and must report their action to the next meeting of the JAC.

- (d) All members of the Junior Activities Executive Committee and the following positions will form the Junior Activities Committee (JAC) :

- (i) Junior Activities Registrar,
- (ii) Junior Activities Gear Steward,
- (iii) an Age Group Manager Representative,
- (iv) two (2) General Committee members,

all of whom shall have the power to vote.

- (e) JAC Meetings shall be held at least monthly during the Club Patrol season.

- (f) All meetings held and conducted by the Junior Activities Executive Committee or JAC shall be in accordance with these rules.

- (g) The Board may appoint such other positions to the JAC, or Sub Committees of the JAC as may be identified by the Junior Activities Chairman from time to time, provided the position or subcommittee is necessary for the proper management and conduct of Junior Activities.

These Sub Committees if required, shall include but not be limited to a Finance and Fundraising Committee, Surf Education Committee, Awards Committee, Competition Selection Committee, Sponsorship Committee ,and Clothing and Uniform Committee.

Any members of any Sub Committee appointed under this sub clause shall not have the power to vote at JAC meetings.

- (h) Office holders for the JAC shall be elected at the Junior

Activities Annual General Meeting from nominations submitted by Junior Activity members.

- (i) Office holders elected at the Junior Activities AGM shall be endorsed by the Board.
- (j) The Junior Activities Committee shall be authorised to operate separate bank accounts for the receipt and expenditure of funds for the purposes of Junior Activities.
- (k) Any bank account operated by the Junior Activities Committee is to be at the same bank used by the Club or as approved by the Board.
- (l) The Chairperson of the Junior Activities Committee is to ensure that prior to September each year a budget, approved by the Junior Activities Committee and projecting income and expenditure for the ensuing twelve (12) months, is provided to the Finance Committee for its approval and recommendation to the Board.
- (m) All funds received for or as a result of junior activities shall at all times be regarded as funds of the Club and shall not be expended, allocated or otherwise committed without the prior consent of the Board except for items that are contained within the approved budget for the Junior Activities.
- (m) If the Junior Activities Committee wishes to expend, allocate or otherwise commit funds in excess of the budget approved under the preceding clause, prior approval must be gained from the Board .

### **18.3 Junior Activities Life Membership and awards.**

Life members may be elected at a Junior Activities Annual General Meeting by secret ballot. This vote must be carried by seventy five per cent of the votes cast by those present and entitled to vote. The nominees must be members of the Club who have rendered special service as members for a period over six (6) years, and have been an efficient member of the Junior Activities Committee for at least three (3) years, not necessarily concurrent. Their nominations must have been endorsed by eighty per cent of votes cast by those present and entitled to vote at a Junior Activities Committee Meeting.

Nominations for life membership shall be in writing and signed by two members of the Club, who have completed five (5) years



Junior Activities Committee service with the Club, not necessarily concurrent.

The Junior Activities Committee can also recommend to the Board persons it considers should be awarded Distinguish Service Awards of the Club. The persons recommended can include Junior Activities Life Members, the Chairman of Junior Activities (provided this person has performed 2 years in that position) or Junior Activities office holders including Age Group Managers who have in excess of 6 years service in their position or a combination of positions or who are not currently Junior Activity members but Club Members and have had the required JAC Service.

## **19. Standing Committees.**

To ensure the meeting of the Club's objectives and that proper consideration is given by the Board to the needs of its members the following Committees are to be Standing Committees and they are to report to the Board through their respective chairpersons and or Board members who are present at the meetings :

### **19.1 Lifesaving Committee.**

- (a) The Lifesaving Committee shall have the power to discuss and recommend to the Board for consideration all matters relating to Lifesaving including but not limited to patrols, training, equipment, awards and proficiencies.
- (b) The Lifesaving Committee shall meet at least once every two months from October to March and as necessary if called by the Deputy President Lifesaving, Director Education, Chief Instructor, Club Captain, President or Secretary.
- (c) The Deputy President Lifesaving will be the chairperson provided however in his/her absence the Club Captain will chair the meeting.
- (d) The Deputy President Lifesaving shall provide a report of each meeting of the Lifesaving Committee to the next Board Meeting including motions passed and discussion points.
- (e) The following officers shall comprise the Lifesaving Committee and are entitled to vote at Lifesaving Committee meetings:

Director, Deputy President Lifesaving  
Club Captain  
Director Education

Vice Captain(s)  
Junior Club Captain  
I.R.B. Captain  
Vice I.R.B. Captain  
Training Officer  
Assistant Training Officer  
Gear Steward  
Radio Officer  
Patrol Captains  
Club members who are members of the Branch Board of Examiners  
Junior Activities Superintendent,  
Junior Activities Education Officer,  
Junior Activities Gear Steward.

Six (6) members shall constitute a quorum of the Lifesaving Committee.

## **19.2 Competition Committee**

- (a) The Competition Committee shall have the power to discuss and recommend to the Board for consideration all matters relating to Surf Sports Competition, training and touring requirements.
- (b) The Competition Committee shall meet at least once every two months from October to March and as necessary if called by the Deputy President Competition , Director Water Sports, Director Beach Sports, Club Captain, President or Secretary.
- (c) The Deputy President Competition, shall be the chairperson provided however in his/her absence the Club Captain will chair the meeting.
- (d) The Deputy President Competition shall provide a report of each meeting of Competition Committee to the next Board Meeting including motions passed and discussion points.

The following Officers shall comprise the Competition Committee and are entitled to vote at Competition Committee meetings:

Deputy President Competition  
Deputy President Junior Activities and Youth Chairman  
Club Captain  
Competition Manager  
Boat Captain  
IRB Captain  
Board Captain  
Ski Captain  
Beach Sprint Captain  
Swim Captain  
Masters Captain  
Lifesaving / First Aid Competition Captain.  
March Past and R & R Captain.  
Race Secretary  
Touring Team Manager

Six (6) members shall constitute a quorum.

### **19.3 Finance Committee**

The Finance Committee should meet at least once every two months and may make recommendations to the Board dealing with all matters relating to business and financial operations of the Club including but not limited to Fees, Budgeting, Marketing, Sponsorships, Club fundraising activities, and business opportunities.

The Finance Committee shall be appointed annually by the Board and shall consist of the President, Treasurer, Secretary, General Manager plus three persons, one of whom is not a member of the Club but possess financial experience and qualifications.

In the absence of or at the request of the President the Treasurer shall be the Chairperson of the Finance Committee.

The Finance Committee shall:

- (a) have responsibility for the financial budget of the Club and once approved by the Financial Committee the budget is to then be referred to the Board for its consideration.
- (b) Consider matters of a financial nature, including commercial contracts, referred to it by the Board
- (c) When required by the Board to advertise and appoint administrative positions and set terms and conditions of service.

## 19.4 Financial Trustees.

The Financial Trustee Committee shall have the following objects:

- (a) At the request of the Board to decide upon the appropriate investment of club monies held on deposit.
- (b) At the request of the Board to decide upon the appropriate investment of other financial assets of the club.
- (c) These monies held on deposit and financial assets shall be vested in the Financial Trustees.
- (d) No interest in these funds or assets shall accrue to any Financial Trustee including any transmissible or assignable interest either singularly or collectively.
- (e) There shall be six (6) Trustees and these Trustees shall be the Honorary Club Legal Advisor, two (2) Life Members, and two (2) Club Members who shall have completed (15) years efficient and satisfactory service as a member of MLSC and the current Deputy President of Junior Activities and Youth.
- (f) With the exception of the Deputy President of Junior Activities and Youth each Trustee shall be appointed by the Board every three (3) years and shall continue in office subject to resignation or removal.
- (g) The Trustees shall be responsible for the allocation of funds vested in their care, and no such funds shall be used for any purpose without their authority.
- (h) The Trustees' decision on matters relating to the expenditure of such funds whatever that may be, shall be binding and can only be challenged and/or vetoed by a Special General Meeting called for that purpose or at the Annual General Meeting.
- (i) The Financial Trustee Committee shall meet once every 9 months or where otherwise appropriate or requested by the Board.
- (j) A meeting of The Financial Trustees may be held where one or more of the Trustees is not physically present at the meeting, provided that all persons participating in the meeting are able to communicate with each other effectively, simultaneously and instantaneously whether by means of telephone or other form of communication and where appropriate confirmation of any decision can be provided by email within 48 hours of the meeting.

## **19.5 Heritage Committee, Heritage Trustees and the Australian Surfing Museum**

- (a) The Heritage Committee shall have the following objects:
- i) responsibility for the maintaining the heritage and history of the club,
  - ii) education to members of events of historical significance in the Clubs history, the history of surf lifesaving, beach culture
  - iii) recognising the contribution of club members to the Armed Services and;
  - iv) the collection, storage, preservation loan and display of all historical items owned by , or loaned to the Club either through the Australian Surfing Museum or otherwise.
- (b)The Heritage Committee shall meet at least once every 3 months and shall consist of five (5) Heritage Trustees . Two of these Heritage Trustees shall be the Hon. Legal Adviser and the Club Registrar. The Board shall appoint the remaining members for a period of three years from the membership provided that one of these members is a Life Member of the Club and the two other members who shall have five years efficient and satisfactory service to the Club or an affiliated Club and if possible have experience and expertise in the collection and maintenance of historical items, heritage memorabilia and Club records.
- c) The historical and heritage memorabilia held by the Club and Club records including historical items shall be vested in the Heritage Trustees but no interest in these historical items shall accrue to any Heritage Trustee including any transmissible or assignable interest either singularly or collectively.
- (d) No historical item vested in their care shall be used for any purpose by the Club or members of the Club without the written authority of at least two of the Heritage Trustees and such authority is then to be lodged with the Secretary.
- (e) The Trustees decision on matters relating to these items shall be binding and can only be challenged and/or vetoed by a Special General Meeting called for that purpose or at an Annual General Meeting where due notice has been given of the challenge or motion.
- (f) The Heritage Trustees shall ensure :
- (i)That record or list of all historical items or records held in Trust by them is kept up to date and a stock take of these items is

performed at least once every 12 months.

(i) That a record or list is kept of all historical items or records lent or loaned under any agreement or arrangement.

(ii) That a report or budget be submitted to the Board when requested by the Board.

(iii) Where possible items and records are to be insured.

(g) The Heritage committee on its own motion or when requested by the Board make recommendations to the Board regarding the operation of the "The Australian Surfing Museum " (the museum) including recommendations relating to:

(i) any recommended sub committees relating to its operation and persons to be appointed to those subcommittees;

(ii) the operating of the museums in a businesslike manner ;

(iii) the appointment of a Curator.

(iv) the operating of the museums as an educational facility , as well as an historical facility.

(v) actively encouraging supporting partnerships between the museum and interested parties, such as the Chamber of Commerce, Manly Council and tourism bodies.

## **20. Annual General Meeting (AGM), General Meetings and Special General Meetings and Junior Activity Annual General Meeting.**

### **20.1 Meetings and Business**

(a) The Annual General Meeting of the Club shall –  
(i) be held once each year within 6 months of the end of the Club financial year and at a time to be determined by the Board ;  
(ii) be held to allow the members to receive the Annual Club Report and financial statements for the past year, to elect officers for the ensuring year and transact general business.

(b) the following minimum business shall be transacted:

- Confirmation of the minutes of the last Annual General Meeting and any recent special general meeting(s).

- Receipt of the Board's report through the President of the Club in the last financial year.
  - Election of Board members and Officers of the Club.
  - Endorsement of Junior Activities Management Committee.
  - Receipt and consideration of financial reports from the Board for the last financial year of the Club's, Income and expenditure, assets and liabilities Mortgages, charges and other securities, and Trust properties if any and the Auditor's reports on those statements.
- (c) A Special General Meeting can be called by the Board if the Board determines that such a meeting should be held because of the need to deal with urgent business which cannot await the holding of the Annual General Meeting or a General Meeting, or
- (d) A Special General Meeting must be called by the Board if a request in writing signed by at least twenty five (25) financial members entitled to vote, stating the business to be discussed and the proposed resolution, is received by the Secretary.
- (e) (i) The Junior Activities Annual General Meeting shall be held each year at least 14 days prior to the Club's Annual General Meeting. Notice is to be given to all members of the Junior Activities and Board members and all life members of the club at least 28 days prior to the meeting specifying the time, place, and agenda.
- (ii) Persons eligible to vote at JAC Annual General Meetings shall be:
- Persons elected to JAC Executive.
  - Members of the Board.
  - Financial Junior Activities Parents, Guardians and members.
- (iii) Business to be conducted at this meeting shall include:

- Confirmation of the minutes of the last Junior Activities Annual General Meeting;
- Receipt of the Junior Activities Committee report through the Chairman Junior Activities in the last financial year.
- Election of office bearers of the Junior Activities Committee.
- Receipt and consideration of a financial report from the Treasurer of the Junior Activities Committee for the last financial year of Junior Activities Income and expenditure.

## **20.2 Notice of AGM and other General meetings**

(a) At least twenty eight (28) days written notice must be given to the members of the Club prior to the Annual General Meeting or any General Meeting, Special General Meeting or Junior Activity Annual General Meeting.

(b) Notice of these meetings must be displayed on the Club noticeboard. In addition, the Board may provide written notice of any meeting to the members by such electronic or other means as it deems appropriate.

(c) At least 7 days before the AGM, financial statements to be submitted for approval at the AGM are to be made available to members from the club office and as otherwise determined by the Board. Financial statements are to include:

- (i) The Club's income and expenditure for the past year,
- (ii) Comparative figures of the income and expenditure for the previous year, and
- (iii) The assets and liabilities of the Club as may apply at the end of the Club's financial year.

## **20.3 Special Resolutions at the AGM and other General meetings**

A special resolution must be passed by a general meeting of the Club to effect the following changes:

- (a) A change of the Club's name.
- (b) A change of the Club's Constitution.
- (c) A change of the Club's Objects



- (d) An amalgamation with another incorporated association
- (e) To voluntarily wind up the Club and distribute its property
- (f) To apply for registration as a company or a co-operative.

A special resolution shall be passed in the following manner:

- (g) A notice must be sent to all members advising that a general meeting is to be held to consider a special resolution.
- (h) The notice must give details of the proposed special resolution and give notice of the meeting.
- (i) At the meeting, the chairperson shall appoint 3 scrutineers and the vote shall be determined by secret ballot.
- (j) At least three-quarters of those members present and eligible to vote must vote in favour of the resolution for the resolution to pass.

#### **20.4 Quorum at the AGM and other General meetings**

- (a) The quorum for any meeting of the members shall be twenty five (25) financial members entitled to vote.
- (b) If a quorum for a meeting of the members is not present thirty (30) minutes after the time for which the meeting was called, then –
  - (i) in the case of the Annual General Meeting, a General Meeting, a Special General Meeting or Junior Activities Annual General Meeting called under rule the meeting shall stand adjourned for one (1) week at the same place and time, or
  - (ii) in the case of a Special General Meeting called under clause 20.1 the meeting shall lapse.

#### **20.5 Voting Rights at the AGM and other General meetings**

- (a) Voting rights at meetings of the Club are limited to Active, Reserve Active, Long Service, and Life Members. Award members are also eligible to vote provided they have been given approval to vote by the Board prior to the meeting. Such approval shall not be unreasonably withheld provided the Award member has at least 6 months membership of the club.
- (b) Voting by proxy or postal ballot is not allowed at any meeting of the Club.

- c) All persons voting must be financial for the financial year at the time the meeting is held.

## **20.6 Procedures at Annual General Meetings and other General meetings.**

- (a) The President shall preside as Chairperson except -
  - (i) in relation to any election for which the President is a nominee, or
  - (ii) where a conflict of interest exists, or
  - (iii) when the President delegates the role to another member of the Board.
- (c) If the President is unable to act as Chairperson, the members shall appoint one of their number or such other person the members may approve of to preside as Chairman for that or any part of that meeting only.
- (d) All members present at a meeting are entitled to engage in any debate when called upon by the Chairperson.
- (e) The Chairperson may, with the consent of any meeting at which a quorum is present, and must, if so directed by the meeting, adjourn the meeting to another time and place and no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. Any further meeting must be held within 21 days.

## **20.7 Notices of Motion and voting process.**

- (a) Members shall be entitled to submit notices of motion for inclusion as special business at a General Meeting or at an Annual General Meeting if it is considered to be general business of an urgent nature. All notices of motion proposed by members must be submitted in writing to the Board who must ensure they are then made available to the members not less than twenty eight (28) days prior to the meeting.
- (b) Prior to any voting process being conducted the Chairperson shall appoint at least 3 scrutineers and advise the meeting of the voting process as set out in these Rules.

- (c) A notice of motion put to the vote of the meeting shall be decided by a majority vote with each member having one vote and on a show of hands unless a secret ballot is demanded by the Chairperson or a majority of the members present.
- (d) Where the result of a vote is equal the Chairperson may exercise a second and casting vote.
- (e) A notice of motion if unsuccessful cannot be resubmitted, nor may any other notice of motion having a similar effect be moved at a subsequent general meeting for a period of twelve (12) months.

**20.8 Nominations ,requirements and voting for the election of Directors of the Board and Officer of the Club positions.**

- (a) Directors of the Board and Officers of the Club positions are voted on and appointed at the Annual General Meeting or, in the case of Junior Activities Officer Positions at the Junior Activities Annual General Meeting. Where a position is not filled at the respective AGM or a casual vacancy occurs during the year the Board shall appoint a person to the position.
- (b) The only exceptions to this election process and their method of appointment are:
  - ii) the Financial Trustees - who are appointed by the Board every three years.
  - iii) the Heritage Trustees - who are appointed by the Board every three years.
  - iv) The Finance Committee members – who are appointed annually by the Board.
  - v) The Public Officer in accordance with legislation is appointed by the Board at the first Board meeting following the AGM. To be appointed as the Public Officer a member must have been an Officer of the Club over a period of 8 years and satisfy any requirement as set out in the Incorporations and Associations Act and rules.
- (c) Nominations for Directors of the Board and Officers' positions must be received in writing 7 days prior to the meeting by the Secretary and should be duly seconded, and signed by the nominated person.
- (d) A person nominated for a Director's position must be a member of good standing of the Club and meet the following requirements.

President	3 years as an Officer of the Club
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Deputy President Lifesaving	3 years as an Officer of the Club
Deputy President Competition	3 years as an Officer of the Club
Deputy President Junior Activities and Youth	The current JAC Chairman.
Secretary	Appropriate professional qualifications in Law, Accounting or Company Secretarial are desirable.
Club Captain	3 years as an Officer of the Club and to have obtained the award of Advanced Resuscitation Techniques Certificate or its equivalent.
Treasurer	Professional Accounting Qualifications are desirable.
Director Education	Advanced Resuscitation Techniques Certificate or its equivalent.
Director Life Member	Life member MLSC.
Director Risk	Willingness to undertake appropriate qualifications as directed by the Board.
Director Water Sports	3 years as an Officer of the Club
Director Beach Sports	3 years as an Officer of the Club
Director Special Events	Appropriate and proven experience in event management.
Public Officer	8 years as an Officer of the Club.

- (e) In the event that there are no nominations received for an Officer's position as per c) above then nominations will be accepted on the day of the meeting provided however that prior to accepting the nomination of a person confirmation is received that he or she is willing to be nominated for the relevant position or positions and is a financial member for the incoming season.
- (f) With the exception of Board positions it will be permissible for two or more people to be jointly appointed either by election at the Annual General Meeting or by the Board upon filling a casual vacancy to any Officer position provided however in the event that in the course of their attendance at meetings only one vote will be counted on behalf of the jointly held position.
- (g) Prior to any voting process being conducted the Chairperson shall appoint at least 3 scrutineers and advise the meeting of the voting process as set out in these Rules.

- (h) A vote shall be decided by a majority vote with each member having one vote and on a show of hands unless a secret ballot is demanded by the Chairperson or a majority of the members present, or
- (j) Where the result of a vote is equal the Chairperson may exercise a second and casting vote.
- (k) Where there are more than two persons who have nominated for the position then unless one person receives in their favour excess of 75 % of the total votes casts then the person with the lowest votes recorded in their favour shall be eliminated and the remaining persons shall be subject to a further vote as per these rules until there is only one person left in the voting process or one person who receives in excess of 75% of the total votes cast.

**21. Selection of Teams representing the Club at Branch, NSW, Australian and World Championship events.**

Each year prior to the November meeting of the Board the Competition Committee shall recommend to the Board the selection process to be adopted for the ensuing season for all Junior Activities, Open Age and Masters team events at Branch, NSW, Australian and, if appropriate World Championship events.

This recommendation should include the appointment of selectors, criterion for selection and the appeal process in relation to NSW, Australian and World Championship events.

The Board shall, after consideration of the recommendations make any changes it considers appropriate, then proceed to make a By – law as to the selection process to be adopted by the Club for the season in relation to all team events.

**22. Life Membership, Distinguished Service, Honours and Honours Committee.**

**Life Membership.**

Life Membership is the highest MLSC honour and as such is a significant and important award of respect and represents recognition by members of extraordinary and exceptional service to the Club by another member, the majority of which has been served with MLSC.

The criterion for Life Membership is the performance of extraordinary and exceptional service as well as:

- A minimum of 20 years membership of a surf lifesaving club, the majority of which has been served with MLSC.
- A minimum of eight years service as an active patrolling member in good standing at any club.
- A minimum of fifteen years service to MLSC as an Officer of the Club or in rare cases by representing MLSC and providing distinguished services to lifesaving in any other capacity for that period.

On recommendation to the Board by the Life Members or the Board on its own motion may from time to time define "extraordinary or exceptional service" or provide a points system that assists in defining "extraordinary or exceptional service" to meet this criterion.

The election process for Life Member from nomination is as follows:

- a) The Honours Committee or members shall nominate a member for Life Membership with such nomination to be made by two members of at least 15 years satisfactory service to the club ;
- b) The nomination shall proceed to the Honours Committee to ascertain if the criterion for Life Membership has been made out and if made out;
- c) The nomination shall proceed to a meeting of Life Members of which 12 Life Members shall be a quorum or fifty per cent (50%) of those living whichever is the lesser. At this meeting seventy five per cent (75%) majority of those Life Members present must approve the nomination and if approved ;
- d) The nomination shall proceed to a Board meeting where the nomination must be approved by at least eighty per cent (80%) of the votes cast by those present at the meeting and if approved ;
- e) The nomination shall proceed to the Annual General Meeting and it must be carried by an eighty per cent (80%) majority of the votes cast by those present and entitled to vote.
- f) The proposer/s may speak for the nomination at Life Member meeting, the Board meeting and the Annual General Meeting.
- g) At all meetings where the proposal is considered the vote shall be conducted by secret ballot.

### **Distinguished Service Award**

A Distinguished Service Award may be awarded to a member who has given extraordinary service to the Manly LSC or by virtue of a Meritorious rescue performed by the member/s. Members can be awarded more than one Distinguished Service Award if they continue to perform extraordinary service over a long period. Normally a Club Life Member would not be awarded this Award, as Life Membership is the highest Club honour, however, if a member

who has been awarded a Life Membership and continues to perform an extraordinary service to the Club, the Club may present this award to the Life Member. It shall not be automatic.

## **Honours**

Honours other than Distinguished Service Awards and Life Membership may be bestowed upon Club members by the Board in recognition of the following:-

- \* Bravery under exceptional circumstances,
- \* Meritorious rescues,
- \* Competition Achievements,
- \* Other achievements as may be determined.

## **Honours Committee**

From time to time the Club may appoint an Honours Committee of three persons, one of which shall be a life member, which shall investigate and make recommendations to the Board of persons eligible for Life Membership, Distinguished Service Award and civil Honours.

The appointment of this Committee does not prevent a nomination being put forward by members for any of the above awards.

## **23. Occupational Health and Safety, Member Protection and Resolution of Disputes/Grievances**

- (a) MLSC complies where practicable with the SLSA recommended Occupational Health and Safety Guidelines and is committed to providing a club where all persons are safe.
- (b) MLSC complies where practicable with the SLSA Member Safety and Wellbeing Policy 6.5 and does not tolerate harassing, bullying , discriminative or abusive behaviour by or against any member.
- (c) MLSC complies where practicable with the SLSA Grievance Procedure Policy 6.6 and is committed to resolving disputes or grievances that arise between members or from administrative decisions effectively , efficiently and confidentially.

Where required the Board will make By-laws specifying procedure to be adopted by MLSC in relation to each of the policies referred to in a), b) and c).

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## **24. Judiciary Panel and Breach of Discipline Process**

(a) There shall be a Judiciary Panel formed from time to time for the purpose of determining: alleged breaches of discipline by members of the Club, inappropriate or unauthorised actions or non actions by members of the Club that may bring the Club or Life Saving into disrepute or are a breach of these Rules or the By-laws of the Club.

(b) The Judiciary Panel shall comprise three (3) current members of the Club and shall be appointed by the Board. The Board shall appoint the Chairperson.

c) Any person who alleges that a member of the Club has committed any matter referred to in (a) above shall provide details of the alleged breach in writing to the Secretary or any Board Member.

(d) The process to be followed upon receipt of the allegation is as follows:

(i) The Board shall appoint the Judiciary Panel for the purpose of investigating the allegation/complaint. In deciding which members who will constitute the Judiciary Panel the President or the Board will have regard to the circumstances of the matter and any conflicts of interest (actual or perceived) that may arise if particular members are selected and should ensure that the panel shall contain at least one female person and one male person.

(ii) The Chairperson of the Judiciary Panel must within 48 hours of appointment notify the member that the Panel has received details of the alleged breach of discipline and indicate a time, date and place at which it will convene to determine the alleged breach. The Chairperson will also provide details of the allegation to the member. These details should at least contain the date, time and place of the allegation including any action or non-action of the member that is the subject of the allegation and if appropriate witnesses.

(iii) The date of the hearing shall not be less than 10 days from the date of the initial contact by the Chairman to the member.

(iv) The Judiciary Panel shall be entitled to determine its own rules and procedures for dealing with the matter subject only to



ensuring that the member, subject to the allegation, is afforded procedural fairness and the Judiciary Panel being bound by these Rules and SLSA policies. In this regard, procedural fairness includes but is not limited to being aware of the details of the allegation and having an opportunity to respond to the allegation.

(v) A member electing to appear in person before the Judiciary Panel shall not be entitled to be represented by an advocate. The member may have a support person with them but this support person cannot address the Panel.

(vi) The Judiciary Panel must use its reasonable endeavours to provide its decision to the Board within twenty one (21) days of receiving notice of the alleged breach or by the next Board meeting, whichever is the later.

(vii) If the Judiciary Panel finds that a breach of discipline has been found proven, it shall also recommend to the Board an appropriate penalty, which can include but not be limited to reprimand, penalty patrol(s), undertaking voluntary work relating to Club activities, payment of restitution for property damaged, destroyed or stolen, removal from office, suspension or expulsion.

(viii) The Board may either endorse the recommendation on penalty made by the Judiciary Panel or impose its own penalty in lieu. Any penalty endorsed or imposed by the Board is final.

(ix) In the event that in the opinion of the Board that a serious breach has occurred and it is in the interests of members of the Club that an immediate suspension of membership or privileges be imposed on the alleged offending member then the Board can regardless of whether a matter is to be referred to a Judiciary Panel.

## **25. Reprimand and the Suspension and Expulsion of members**

Following a recommendation of the Judiciary Panel or upon its own motion depending upon the circumstances urgent or otherwise, the Board may take the following action against members of the Club:

(a) The Board may reprimand any member for any conduct that in its opinion is such as may bring discredit upon the Club, but is not of such a nature that a judiciary process is required.

(b) The Board shall have the power to suspend either wholly or partially from the privilege of membership any member who disobeys any resolution of the Board or who is guilty of any conduct that in the opinion of that Board needs such actions.

If a member is wholly suspended, all member privileges shall be withdrawn to that member and all Club property held by the suspended member is to be returned to the Club.

Any member wholly suspended from the Club can only rejoin as a new member with loss of service for that season.

c) The Board shall have the power to expel any member from the Club whose actions may make him/her unfit to be a member of the Club.

Any member expelled from the Club shall lose that year of service.

Any member having been expelled from the Club may re-apply the next season or afterwards as a new member, and the application shall be subject to the decision of the Board.

(d) Any decision of the Board under this rule is to be communicate forthwith to the member by post or as otherwise determined by the Board.

(e) Any member dissatisfied by a decision of the Board is entitled to exercise his or her rights to have the decision reviewed by SLSSNB or in special circumstances SLSNSW provided such appeal or review request is forwarded to the reviewing authority within 21 days of the date of the notification of the decision of the Board.

## **26. Finance, revenue and expenditure**

(a) The financial year of the Club shall be from the 1<sup>st</sup> May each year till the 30<sup>th</sup> April the following year or as otherwise determined by the Board.

The revenue of the Club will be derived from –

- (i) membership subscriptions,
- (ii) donations and sponsorships,
- (iii) grants,
- (iii) facilities hire or rental,
- (iv) the annual Manly surf carnival, special events and other surf lifesaving and associated activities organised and managed by the Club,

- (v) fund raising activities approved by the Board,
  - (vi) fund raising activities approved by the Junior Activities Committee and endorsed by the Board ,
  - (vii) Sale of club Merchandise and Marketing,
  - (vii) by any other means as may be approved by the Board.
- (b) All funds received by the Club are to be deposited or processed at the bank as soon as practicable without the deduction of any amounts.
- (c) All funds received by the Club must be deposited into a bank that is regulated by the Australian Prudential Regulation Authority in accordance with the Banking Act 1959 or any other relevant legislation that may be in force from time to time.
- (d) Any Club bank accounts or investment accounts must be with a bank that is regulated by the Australian Prudential Regulation Authority in accordance with the Banking Act 1959 or any other relevant legislation that may be in force from time to time.
- (e) The Club must, as soon as practicable after receiving any cash, cheques or credit card remittances, issue an appropriate receipt or tax invoice.
- (f) The Club funds are to be used in pursuance of the objectives of the Club in such manner as the Board may authorise.
- (g) All cheques, electronic funds transfers and other negotiable financial instruments must only be signed by members authorised by the Board.
- (h) The Board is to ensure that appropriate levels of internal controls are implemented and documented to facilitate the safe and appropriate management of Club funds.
- (i) Any monies gifts or donations to the club for a specific purpose are to be expended on that specific purpose and if it is determined by the Board those funds shall be kept in a separate bank account held by the Club.
- (o) A financial report is to be prepared annually for inclusion in the Club's annual report and is to provide details of –
- (i) The Club's income and expenditure for the past year,
  - (ii) Comparative figures of the income and expenditure for the previous year, and
  - (iii) The assets and liabilities of the Club as may apply at the end of the Club's financial year.

(p) No remuneration or other benefit in money or money's worth shall be paid or given by the Club to any member who holds any office of the club except where

(i) The payment is for services actually rendered to the club as an employee or otherwise;

(ii) The payment is for out of pocket expenses incurred by the member on behalf of the Club;

(iii) The payment is for goods supplied to the Club in the ordinary and usual course of operation or business.

(iv) The Board may from time to time and upon advice and recommendation of The Finance Committee provide for and allow payment to the Director of Special Events upon that Director achieving key performance indicators. The Board and the Director Special Events must have previously agreed upon these key performance indicators in writing and any agreement must have been approved and negotiated with the Director Special Events by the Finance Committee.

## **27. Auditor**

(d) A properly qualified auditor or auditors shall be appointed by the Board.

(e) The financial statements of the Club shall be examined by an auditor or auditors at the conclusion of each financial year.

(f) The auditor's report:

(i) must be prepared in accordance with the Australian Auditing Standards, and

(ii) must state whether the Club has kept such financial records as are necessary to enable financial statements to be prepared in accordance with the Australian Accounting Standards.

## **28. Politics and Religion**

- (a) No member of the Club shall align the Club with any Political or Religious group.
- (b) The Board may under exceptional circumstances waive this Rule

## **29. Insurance**

The Club shall effect and maintain insurance as is required under the Associations Incorporation Act together with any other insurance, which may be required by law or regarded necessary by Surf Life Saving Australia, or any such additional insurance cover the Board may deem appropriate.

## **30. Liquor License Obligations**

The Board through the appointed Licensee shall ensure compliance of all obligations of any liquor license the Club may from time to time hold or be granted.

## **29. Indemnity**

(a) Every Director, Officer, employee or agent of the Club shall be indemnified out of the property or assets of the Club against any liability incurred by the person in acting in his/her capacity as Director, Officer, employee or agent where that person is required to bring or defend proceedings either civil or criminal in any court or tribunal.

(b) Provided however this indemnity will not apply unless :

i) where the person is a defendant or required to defend his or her position the Board passes a motion that the actions were in accordance with the proper performance of their duties in the position they held;

ii) where the person is the plaintiff or the person seeking relief or damages, the Board authorises the action be commenced.

## **32. Authority to Trade**

The Club is authorised to trade in accordance with the Act.

### **33. Common seal**

- (a) If the Club adopts a common seal, it must be kept in the custody of the public officer.
- (b) The common seal must not be affixed to any instrument except by the authority of the Board .
- (c) The affixing of the common seal must be attested by the signatures of two members of the Board.

### **34. Custody and Inspection of books**

- (a) Except as otherwise provided by these rules, the Public Officer or Secretary through delegation approved by the Board must keep in his or her custody or under his or her control all records, books and other documents relating to the Club.
- (b) The records, books and other documents of the Club must be open to inspection, free of charge, upon written request by a member of the Club at any reasonable hour as determined by the Board.

### **35. Severance**

If any provision of this Constitution or any phrase contained in it is invalid or unenforceable, the phrase or provision is to be read down if possible, so as to be valid and enforceable , and otherwise shall be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions of this Constitution.

### **36. Interpretation**

In this Constitution:

- (a) Words importing the singular include the plural and vice versa;
- (b) Words importing any gender include the other genders;
- (c) References to persons include corporations and bodies politic;
- (d) References to a person include the legal personal representatives, successors and permitted assigns of that person;
- (e) A reference to a statute, ordinance, code or other law includes regulations and also any subsequent amendment of all of them.

### **37. Model Rules**

The model rules under the Act are expressly displaced by this Constitution.

### **38. Service of notices**

- (a) For the purpose of these Rules, a notice may be served on or given to a person by -
  - (i) delivering it to the person personally, or
  - (ii) sending it by pre-paid post to the last known address of the person, or
  - (iii) sending it by facsimile transmission or some other form of electronic transmission to an address provided by the person.
- (b) Any notice, report or other document required to be provided to the Board or the Secretary can be given to the General Manager or the Secretary. They must then ensure any such notice, report or document is made available to the Board on or before the next Board meeting.

### **39. Dissolution**

- (a) The Club shall only be dissolved with the consent of three quarters (3/4) of the financial members present and eligible to vote at a Special General Meeting called for that purpose.
- (b) In addition to notice of the Special General Meeting being given in accordance with this constitution, details of the proposal to dissolve the club must be advertised in a local and Sydney wide newspaper at least once in each of the two (2) consecutive weeks immediately preceding the meeting.

If the resolution to dissolve the Club is passed, all assets and funds of the Club available after the payment of all expenses and liabilities must be given or transferred to a registered or exempt charity which has objects similar to those of the Club with such charity to be decided by the members at or before the Special General Meeting called for the purpose of dissolving the Club.

### **40 Charities Act.**

Manly Life Saving Club is a registered charity under the Charitable Fundraising Act 1991.