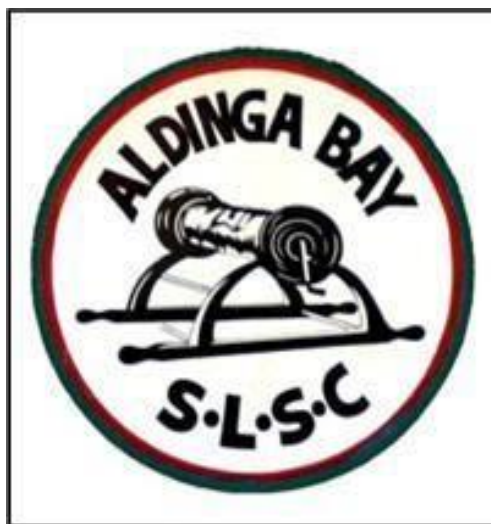


# CONSTITUTION OF ALDINGA BAY SURF LIFE SAVING CLUB INCORPORATED

ABN: 62 263 545 980



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CLAUSE 1 - NAME	
1.1	The name of the Club shall be the 'ALDINGA BAY SURF LIFE SAVING CLUB INCORPORATED' ("ABSLSC") and shall consist of all persons who shall become members and who shall retain membership in accordance with this constitution.
1.2	The Club is affiliated with Surf Life Saving South Australia Inc, is endorsed by the Australian Taxation Office as being a public benevolent institution and is a charitable institution. It was inaugurated in February 1978 and incorporated on 14th September 1978.
CLAUSE 2 - AFFILIATION WITH SLSSA	
2.1	SLSSA is a member of SLSA and subject to the powers of SLSA, SLSSA is the controlling authority of surf lifesaving within South Australia.
2.2	ABSLSC is a member of SLSSA and recognizes SLSSA as the controlling authority of surf lifesaving within South Australia.
2.3	ABSLSC is recognized by SLSSA as the controlling authority of surf lifesaving in the Area Control.
2.4	ABSLSC shall apply annually for renewal of affiliation with SLSSA. Such application for renewal of affiliation must be ABSLSC's made prior to the date of the Annual General Meeting of SLSSA and payment of fees that may from time to time be determined by SLSSA shall be paid prior to the start of the Annual General Meeting.
2.5	Prior to applying for renewal of affiliation ABSLSC must:- (a) advise SLSSA whether it has adopted any changes to its Constitution adopted then a complete new copy of the document must be submitted to SLSSA; (b) submit an annual schedule summary as circulated annually by SLSSA.
2.6	ABSLSC will not be granted affiliation with SLSSA unless it is, and remains, a registered incorporated association, or is in the process of registering under the Act, nor will it remain affiliated with SLSSA unless it subscribes to the Constitution and By-Laws of SLSSA and to the Constitution and Regulations of SLSA.
CLAUSE 3 - DEFINITIONS & INTERPRETATION	
3.1	<p><i>Definitions</i></p> <p>In this Constitution, unless the context or subject matter shall otherwise require:</p> <p>"Act" means the Associations Incorporation Act 1985 (SA) as amended from time to time.</p> <p>"Area of Control" means the area approved by SLSSA as being under control.</p> <p>"Board" means the Board of Management of ABSLSC established under Clause 10.</p> <p>"Board Member" means a member of the Board.</p> <p>"Honorary Member" means a person who has or can offer some necessary skill or service to ABSLSC and has been accepted to that category of membership by the General Meeting.</p> <p>"Intellectual Property" means any intellectual or industrial property owned by ABSLSC including, but not limited to logos, trademarks, copyright and names in any surf lifesaving equipment, product, publication or event developed by ABSLSC.</p>

	<p>"Life Member" means any person who has rendered distinguished or special service to ABSLSC as per the criteria set out By-Law Appendices and has been accepted to that category of membership by the General Meeting.</p> <p>"Member" means a member of ABSLSC established under Clause 6.</p> <p>"Season" means the period commencing on 1st October in any one year to 30th September the following year.</p> <p>"SLSA" means Surf Lifesaving Australia Ltd. For the avoidance of doubt SLSA is the supreme controlling authority for the whole organisation of surf lifesaving in Australia within the limitations of its powers as set out in the constitution of SLSA.</p> <p>"SLSSA" means Surf Lifesaving South Australia Incorporated.</p>
3.2	<p><i>Interpretation</i></p> <p>In this Constitution, unless the contrary intention appears:</p> <ul style="list-style-type: none"> <li>(a) words denoting the singular include the plural and vice versa;</li> <li>(b) a reference to a person or entity includes a natural person, a partnership, corporation, trust, association, unincorporated body, authority or other entity;</li> <li>(c) headings and the table of contents (if any) are for convenience only and do not affect interpretation;</li> <li>(d) where a word or phrase is defined, its other grammatical forms have a corresponding meaning;</li> <li>(e) a reference to any document is a reference to that document (and, where applicable, any of its provisions) as amended, novated, supplemented or replaced from time to time;</li> <li>(f) a reference to a party to this document includes that party's executors, administrators, successors and permitted assigns;</li> <li>(g) a reference to any legislation or legislative provision includes any regulations or other delegated legislation or instruments made or issued under it and any consolidations, amendments, re-enactments or replacements of it and them and any of them;</li> <li>(h) the word "including" is not to be treated as a word of limitation; and</li> <li>(i) Where the ABSLSC Inc Constitution and By-laws are silent on any matter then the Club will be deemed to have adopted the Constitution and By-laws and Regulations of SLSA and SLSSA.</li> </ul>
<b>CLAUSE 4 - OBJECTS OF ABSLSC</b>	
4.1	<p>ABSLSC is a charitable service provider of emergency services. The objects for which ABSLSC is established are to:</p>

- (a) participate as a member of a single uniform entity through and by which surf lifesaving and the preservation of life in the aquatic environment within South Australia can be conducted, promoted and administered;
- (b) conduct, promote, advance and control the work of surf lifesaving in the Area of Control, its many aspects devoted to aquatic safety and management and the preservation of life in the aquatic environment;
- (c) produce, develop, create, license and otherwise exploit, use and protect the Intellectual Property;
- (d) cooperate with any organisations in improving methods of lifesaving (whether in aquatic environment or elsewhere) and the securing of public recognition and financial support for Life Saving Institutions;
- (e) strive for Governmental, commercial and public recognition of SLSSA as the authority on aquatic safety and management within South Australia;
- (f) draft and promulgate such rules as may be necessary for the management and control of surf lifesaving and related activities and the preservation of life in the aquatic environment and so far as local conditions permit secure uniformity in such rules;
- (g) extend the operations and/or teachings of SLSSA within the Area of Control;
- (h) further develop surf lifesaving into an organised institution and with these objects in view, to foster, regulate, organise and manage examinations, competitions, displays and other activities and to issue badges, medallions and certificates and award trophies to successful members;
- (i) ensure that environmental considerations are taken into account in all surf lifesaving and related activities conducted by ABSLSC;
- (j) promote the health and safety of Members and all other users of the aquatic environment and seek and obtain improved facilities for their enjoyment, encourage Members to realise their potential and athletic abilities by extending to them the opportunity of education and participation in surf lifesaving activities, regardless of gender or age, within the limits of membership categories;
- (k) encourage and promote performance enhancing drug free competition / environment;
- (l) recommend and support awards to Members and others, in honourable public recognition of hard and meritorious rescues from the sea, deeds of exceptional bravery from time to time performed in the course of lifesaving and other distinguished services and act, recommend and support where appropriate, recognition

	<p>for Members to obtain awards, civil honours or public recognition for services to surf lifesaving or other fields of endeavour;</p> <p>(m) promote uniformity of laws for the control and regulation of the aquatic environment and to assist the authorities in enforcing these laws;</p> <p>(n) effect such purposes as may be necessary in the interests of surf lifesaving and the aquatic environment;</p> <p>(o) enforce the observance of the policies, rules and regulations and written directions from time to time of SLSSA and SLSA, deal with any infringement thereof, and adjudicate upon all disputes and difficulties between Members;</p> <p>(p) act as arbiter on matters pertaining to the conduct of surf lifesaving in the Area of Control, including disciplinary matters, and refer matters to SLSSA, as appropriate;</p> <p>(q) represent the interests of its Members and of surf lifesaving generally in any appropriate forum;</p> <p>(r) have regard to the public interest in its operations; and</p> <p>(s) undertake or do all such things or activities as may appear to ABSLSC to be incidental or conducive to the advancement of these objects and to conduct the affairs of ABSLSC in a way that strives to attain a surplus cash position.</p>
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#### CLAUSE 5 - POWERS OF ABSLSC

5.1	<p>Solely for furthering the objects set out above ABSLSC has the powers set out in Section 25 of the Act, including the power to:</p> <p>(a) acquire by purchase, exchange or otherwise, whether for an estate in fee simple or for any less estate, lands, tenements or hereditaments of any tenure whether subject or not to any charges or encumbrances and to erect, replace, maintain, reconstruct, adapt and furnish any offices or other buildings thereon and to sell, let, alienate, mortgage, charge or deal with all or any such lands, tenements or hereditaments or any part of them;</p> <p>(b) purchase, take on lease or in exchange or otherwise acquire any real or personal estate which may be deemed necessary or convenient for any of the objects of ABSLSC and to sell, manage, lease, mortgage, give in exchange, dispose of or otherwise deal with the same or any part thereof;</p> <p>(c) construct, maintain and alter any houses, buildings or works necessary or convenient for the objects of ABSLSC;</p> <p>(d) borrow and raise money in such manner as ABSLSC may think fit;</p> <p>(e) raise or borrow money on bonds or mortgage or other security of any property held for or on behalf of ABSLSC or without any such security and upon such terms as ABSLSC shall think fit;</p> <p>(f) receive money on deposit with or without allowance of interest thereon;</p>
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	<p>(g) invest any monies of ABSLSC not immediately required in such manner as may from time to time be determined by ABSLSC provided such funds shall be invested in securities as defined in the Trustee Act of South Australia;</p> <p>(h) pursue through itself or others, such commercial arrangements, including sponsorship and marketing opportunities as are appropriate to further the objects ABSLSC;</p> <p>(i) do all or any of the matters authorised either alone or in conjunction with any person, company or unincorporated body or by through any factors, trustees or agents;</p> <p>(j) take any donation, bequest, gift of property etc, whether subject to any special trust or not for any one or more of the objects of ABSLSC;</p> <p>(k) take such steps by personal or written appeals, public meetings or otherwise as may from time to time be deemed expedient for the purposes of procuring contributions to the funds of ABSLSC in the shape of donations, annual subscriptions or otherwise;</p> <p>(l) print and publish newspapers, periodicals, books or leaflets that ABSLSC may think desirable for the promotion of its objects;</p> <p>(m) appoint, hire, employ, remove, replace or reinstate secretaries, managers, servants, employees, agents and other persons in and for the carrying out of the objects of ABSLSC and to define duties and to pay them in return for services rendered to ABSLSC, salaries, wages and gratuities;</p> <p>(n) establish and maintain corporate entities to carry on and conduct the business affairs and undertakings, or any aspect thereof of ABSLSC and for that purpose, utilise any of the assets of or held on behalf of ABSLSC;</p> <p>(o) promote any other person or company for any purpose calculated to benefit ABSLSC;</p> <p>(p) purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the companies, institutions, societies or associations whose activities or purposes are similar to those of SLSSA or generally for any purpose calculated to benefit ABSLSC;</p> <p>(q) advance the interests of SLSSA and other Clubs;</p> <p>(r) carry on any other activity whatsoever which is considered to directly or indirectly enhance or further the interests of ABSLSC; and</p> <p>(s) investigate any breaches of Constitutional Rules or any behaviour that may bring the Club or SLSSA into disrepute.</p>
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## CLAUSE 6 - MEMBERSHIP OF ABSLSC

6.1	<p><i>Members</i></p> <p>SLSA has Members in the following categories and sub-categories:</p> <p>Category: Junior</p> <p>Sub-category: Junior Activity Member (under 6 to under 13 years) Youth Member (under 14 to under 18 years)</p>
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**Junior Activity Member shall:-**

Be a person who shall be a minimum age of five (5) years up to a maximum age of thirteen (13) years and such person shall be required to gain the relevant Surf Education Certificate for that person's age group.

The key focus for five and six year old Junior Activity Members will be play participation and fun.

Guidelines which support this focus will include:

- i beach activities that emphasise games and group activities;
- ii water activities to be limited to shallow water near the water's edge and
- iii no competition for these age groups other than that involved in fun games.

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**Cadet Member shall :-**

Be a Member of the age qualification as defined in SLSA's Manuals (ie under 15) and, who has obtained the Surf Rescue Certificate or has passed an annual proficiency test.

Category: Active  
Sub-category: Active (under 14 to under 18 years)  
Active (under 19 years and over)  
Award member  
Reserve Active

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**Active Member shall:-**

Be Bronze Medallion holder.

Fulfil patrol and Club obligations, as provided by SLSA and the Member's Club constitution and bylaws. Qualify in an annual proficiency test unless the Member has obtained their Bronze Medallion in that season.

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**Award Member shall:-**

Holds an SLSA award of one, or more, of the following qualifications:-

Surf Rescue Certificate, Radio award/s, Resuscitation Certificate, Advanced Resuscitation Certificate or First Aid Certificate (or equivalent).

Such Members may be called upon to perform patrol and/or other club obligations within the ability of their qualifications.

An Affiliated Club may grant an Award Member voting rights to that Affiliated Club if they are undertaking lifesaving patrol duties.

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**Reserve Active Member shall:-**

Be granted by a Club to Active Members who have satisfactorily completed (from the gaining of the Bronze Medallion) at least eight (8) years of patrol and Club obligations as provided by SLSA and Club constitution. Reserve Active Membership shall not be automatic, but shall be granted by resolution of the appropriate club body.



Reserve Active Members shall perform a minimum of patrols in each Affiliated Club where they hold Reserve Active Membership, as required by SLSA and further patrol duties at the discretion of the Affiliated Club/s management.

Reserve Active Members shall complete the annual proficiency test.

Note: Reserve Active membership may be granted, under exceptional circumstances to Active Members irrespective of years of service.

Category: Community  
Sub-category: Non Member Participants  
Community Member  
Associate  
Probationary  
General  
Leave/Restricted

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**Probationary Membership shall:-**

Be the designation of any person for the time period between applying for membership and the gaining of an award and/or the granting of a formal category membership by the appropriate Affiliated Club committee.

Note: Probationary members are not Individual Members for the purposes of clauses 14 and 15 of the ABSLSC Constitution.

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**Associate Membership shall:-**

Be granted by a Club to persons who may or may not hold an SLSA award.

Associate Members shall not have Affiliated Club voting rights unless elected to office or position, which is provided with voting rights by the relevant Affiliated Club constitution.

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**General Membership shall:-**

Be granted by a Club to persons who may or may not hold an SLSA award.

General Members shall not have Affiliated Club voting rights unless elected to office or position which is provided with voting rights by the relevant Club constitution.

General Members shall have privileges as determined by the respective State Centre.

Category: Honorary/Service  
Sub-category: Long Service  
Past Active  
Life Member  
Honorary  
Honorary/Service Long Service

	<p>(i) Past Active  (ii) Life  (iii) Honorary  (iiii) Long Service</p> <p><i>Honorary Membership:-</i>  Be granted by a Club to persons who may or may not hold a SLSA award.</p> <p>ABSLSC in a general meeting may appoint an individual as an Honorary Member of ABSLSC who, in the absolute discretion of the general meeting, has or can afford ABSLSC some necessary skill or service. An Honorary Member will not have voting rights.</p> <p><i>Life Membership:-</i>  Be granted by that Club to Members who have rendered distinguished, or special service as provided for in that Affiliated Club's constitution.</p> <p>ABSLSC in a general meeting may appoint an individual as a Life Member, who in the absolute discretion of the general meeting, has rendered distinguished or special service to ABSLSC. A Life Member will have voting rights.</p> <p><i>Long Service Membership:-</i>  Be granted by a Club to Members who have completed ten (10) years active service or to Members who have completed eight (8) years active service plus four (4) years reserve active service.</p> <p>Such Members may be exempted from all patrol obligations and may be granted other special privileges of Membership as provided in their Club constitutions.</p> <p>Should such Members join another Affiliated Club the receiving Affiliated Club shall determine if such Member's Long Service shall be recognised by that Affiliated Club.</p> <hr style="border-top: 1px dashed red;"/> <p>Category:            Lifeguard</p>
6.2	<p><i>Rights and Obligations</i>  Subject to this Constitution, the rights and obligations of membership and for each category of membership in ABSLSC shall be as prescribed in the By-Laws from time to time.</p>
6.3	<p><i>Constitution and By-Laws of SLSA, SLSSA and ABSLSC</i>  ABSLSC and all Members of ABSLSC agree to be bound by the constitution, regulations, resolutions and manuals of SLSA, the Constitution and by-laws of SLSSA and any resolutions and manuals of SLSSA. Where there is any conflict, the constitution, regulations, resolutions and manuals of SLSA will take precedence.</p>
6.4	<p><i>Cessation of Membership</i>  (a) A Member ceases to be a Member of ABSLSC if their membership with ABSLSC is withdrawn or terminated in accordance with Clause 6.4(b).</p>

	<p>(b) An Honorary Member or Life Member ceases to be a Member of ABSLSC if they:</p> <ol style="list-style-type: none"> <li>i. dies;</li> <li>ii. is expelled or suspended under clause 6.5; or</li> <li>iii. resigns as Member by giving fourteen (14) days notice in writing to the Board.</li> </ol> <p>(c) Upon a Member ceasing to be a Member of ABSLSC their membership rights cease.</p>
6.5	<p><i>Suspension and Termination of Membership</i></p> <p>(a) Subject to clauses 6.5(b) and 6.5(c), if a Member:</p> <ol style="list-style-type: none"> <li>i. breaches any provision of any constitution, by-laws, regulations or resolutions that are binding on that Member; or</li> <li>ii. engages in any conduct which, in the reasonable opinion of the Judiciary, is unbecoming of a Member or which is prejudicial or adverse to the interest of ABSLSC, SLSSA or SLSA.</li> </ol> <p>(b) The Judiciary Committee may suspend membership rights for a period as the Judiciary Committee thinks fit.</p> <p>(c) A Member can only be expelled or have their membership rights suspended by the Judiciary Committee.</p> <p>(d) Any Member in default of any payment of any liabilities owed to ABSLSC or to any other Club may have their membership application held up, or if already a Member, the Member may be debarred by ordinary resolution of the Board from participating at any examination, competition or display held under the control of ABSLSC, SLSA or SLSSA until such time as the liability has been paid.</p> <p>(e) For the purpose of clause 6.5(d), a Member will be deemed to be in default of payment of any liabilities when such liabilities have been owing for a period of ninety (90) days or more after due notice has been given to the Member. Any Member in default of payment of any liabilities due or on behalf of ABSLSC or SLSSA may be suspended or expelled in accordance with clause 6.5(b).</p>
<b>CLAUSE 7 - GRIEVANCE PROCEDURE</b>	
7.1	Any grievance at ABSLSC is managed by By-Law 4.
7.2	Should such conduct or breach of discipline be proved, the Member may be expelled, suspended, reprimanded or be penalised.
<b>CLAUSE 8 - GENERAL MEETINGS</b>	
8.1	<p><i>Annual General Meeting</i></p> <p>The Annual General Meeting of the Members will be held no later than August 31<sup>st</sup> each year.</p>
8.2	<p><i>Quorum</i></p> <p>A quorum will be 10 members entitled to vote as outlined in Clause 9.1.</p>
8.3	<p><i>Business of Annual General Meetings</i></p> <p>The business of the annual general meeting will be to:</p>

	<p>(a) receive any reports;</p> <p>(b) adopt and approve the annual report and audited financial statements;</p> <p>(c) deal with any business arising out of the minutes;</p> <p>(d) election of Board Members;</p> <p>(e) consider motions to alter this Constitution (if any).</p> <p>(f) The Minutes of an AGM shall be noted by the BOM within 2 meetings of the BOM and adopted by the succeeding AGM.</p>
8.4	<p><i>Special General Meetings</i></p> <p>The Board will upon receipt of a written requisition signed by ten (10) Members, convene a special general meeting of the Members within twenty--eight (28) days of the requisition.</p> <p>A special general meeting may be called by the board at any time.</p>
8.5	<p><i>Notice of Meeting</i></p> <p>Notice of an annual general meeting must give a minimum of twenty--one (21) days' notice of the meeting and specify the place, date, time of meeting and state the general nature of the business to be transacted at the meeting.</p> <p>All business to be transacted at an annual general meeting convened under clause 8.3 will be special business</p>
<b>CLAUSE 9 - VOTING</b>	
9.1	<p>At Annual General Meetings and other Special Meetings, along with office bearers and sub-committee members, the following membership categories shall be entitled to vote:-</p> <p>(a) Probationary.....No</p> <p>(b) Junior activity (under 6 - under 13 years) .....No</p> <p>(c) Cadet (under 13 - under 15 years) .....No</p> <p>(d) Active (under 15-under 18 years) .....Yes</p> <p>(e) Active (under 19 years) .....Yes</p> <p>(f) Reserve Active .....Yes</p> <p>(g) General .....No</p> <p>(h) Long Service .....Yes</p> <p>(i) Award .....No*</p> <p>(j) Associate .....No</p> <p>(k) Honorary .....No</p> <p>(l) Life .....Yes</p> <p>*Award members shall be granted voting rights by the Board if they are undertaking rostered lifesaving patrol duties.</p>

## CLAUSE 10 - OFFICERS OF THE CLUB

10.1 The Officers of the Club shall consist of:

**Board of Management**

President

Vice President

Secretary

Treasurer

Club Captain

Junior Manager

Facilities Manager

Publicity Officer

Surf Sports Manager

**Officers of the Club**

Vice Captain

Training Officer

Committee Person

Board and Ski Captain

Boat Captain

IRB Captain

Gear Steward

Radio Officer

Safeguarding Children Officer

Youth Development Officer

Registrar

First Aid Officer

WH&S

Grants Officer

Apparel Officer

Vehicle Officer

Sponsorship Officer

Fundraising Officer

**External Support Officers**

Auditor

Legal Adviser

Patron(s)

Vice Patrons

Chaplain

Honorary Medical Officers

## CLAUSE 11 - THE BOARD

<p>11.1</p>	<p><i>Composition of the Board</i></p> <p>The Board will consist of up to 9 Board members comprising:</p> <p>the President; and</p> <p>up to 8 other Board members elected at a general meeting of ABSLSC from the following Officers of the Club:-</p> <p>Vice President</p> <p>Secretary/Public Officer</p> <p>Treasurer</p> <p>Club Captain</p> <p>Junior Manager</p> <p>Facilities Manager</p> <p>Publicity Officer</p> <p>Surf Sports Manager</p>
<p>11.2</p>	<p><i>The Powers Of The Board Of Management</i></p> <p>Subject to the Act and this Constitution the management of the business and affairs of ABSLSC is vested in the Board. The Board will be responsible for acting on all issues in accordance with this Constitution and the objects of SLSSA and, subject to the Act and to any other provision of this Constitution and By--Laws, may:</p> <p>(a) draft, monitor and implement strategy and performance objectives of ABSLSC set by the general meeting;</p> <p>(b) ensure that ABSLSC conforms with legal and ethical standards and operates in accordance with any relevant strategic and performance objectives set by the general meeting;'</p> <p>(c) authorise expenditure and purchase assets on behalf of ABSLSC;</p> <p>(d) prepare and implement financial and operating budgets;</p> <p>(e) appoint chairs to any standing committees established under clause 11.10; and</p> <p>(f) annually appoint the Public Officer (normally the Club Secretary) of the Club. The Public Officer shall submit their relevant details to the Office for Consumer and Business Affairs (OCBA) as required by that organisation. Any change to the Public Officer's appointment shall be advised to OCBA within one calendar month to comply with requirements of the Associations Incorporation Act.</p>
<p>11.3</p>	<p><i>Proceeding at Club Board Meetings</i></p> <p>As a minimum the following should apply:</p> <p>(a) Ratify the minutes of any previous general or special meeting as a true and correct record;</p> <p>(b) Ratify the minutes of the previous meeting as a true and correct record;</p> <p>(c) Ratify the minutes of any Executive meetings (if held);</p> <p>(d) Verify the financial reports;</p> <p>(e) Work Health and Safety report;</p>

	<p>(f) Officer's reports;</p> <p>(g) Any other business</p>
11.4	<p><i>Reporting to a General Meeting</i></p> <p>The Board will report to the annual general meeting on all matters material to the performance of its duties and powers.</p>
11.5	<p><i>Nomination of Board Members</i></p> <p>(a) Nominations for Board members will be called for from the Members not less than twenty one (21) days prior to the date set for the annual general meeting;</p> <p>(b) Nominations must be received by the Board prior to the start of the annual general meeting;</p> <p>(i) in writing; and</p> <p>(ii) signed by the nominee expressing their willingness to accept the position for which they are nominated;</p> <p>(c) A member must be 16 years or over at the time of the AGM to be eligible for any positions elected at the AGM;</p> <p>(d) The Members shall appoint a returning officer to conduct the election of club positions at each AGM.</p> <p>(e) A member must be 16 or over at the time of nomination.</p> <p>If no nominations are received at that point, then the Board has the absolute authority to fill any vacancies.</p>
11.6	<p><i>Term of Board Members</i></p> <p>(a) Board members will be elected for a term of two (2) years which will commence from the conclusion of the annual general meeting of ABSLSC at which their election occurred until the conclusion of the second annual general meeting of ABSLSC following.</p> <p>(b) Board members will be eligible to stand for nomination and re-election at the conclusion of each term.</p> <p>(c) Any Board Member shall remain a Board Member so long as they hold the position of an elected Board position.</p>
11.7	<p><i>Vacation, Disqualification and Removal of Board Members</i></p> <p>(a) In addition to the circumstances in which the office of a Board member becomes vacant by virtue of the Act, the position of a Board member will immediately become vacant if the Board member:</p> <p>i. is absent from two (2) consecutive meetings of the Board without approved leave of absence from the Board;</p> <p>ii. acts in a manner unbecoming or prejudicial to the objects of ABSLSC or SLSSA or through their actions brings the Board or ABSLSC or SLSSA into disrepute;</p> <p>iii. becomes of unsound mind or a person whose estate is liable to be dealt with in any way under the law relating to mental health;</p> <p>iv. resigns that office by twenty eight (28) days written notice to the Board</p>

	<p>v. becomes prohibited from being a Board member by reason of any order made under any law;; or is convicted of any criminal offence.</p> <p>(b) If any Board member resigns or is removed that person will immediately cease to be a Board Member upon resignation or removal and the Board will appoint another Board member in their absence under clause 10.7(c).</p> <p>(c) The Board may appoint an appropriately qualified person to fill a casual vacancy on the Board and that person will hold office for the remainder of the term of the Board member whose resignation or removal caused the casual vacancy.</p>
11.8	<p><i>Board Meetings</i></p> <p>(a) The President will be the chairperson of the Board and the Board may elect an alternate chairperson to preside at any meetings of the Board at which the President is unable to attend.</p> <p>(b) The Board will meet at least monthly, or as otherwise determined by the Board from time to time, for the dispatch of business and adjourn and otherwise regulate meetings and proceedings of the Board as it thinks fit.</p> <p>(c) The chairperson will, on the requisition in writing of at least two (2) Board members, convene a meeting of the Board within seven (7) days of the requisition.</p> <p>(d) At a meeting of the Board the number of members required to constitute a quorum will be greater than half plus 1 of the Board members.</p> <p>(e) If a quorum is not present within thirty (30) minutes from the time appointed for the meeting, the meeting shall be adjourned for seven (7) days to the same place and at the same time. All parties shall be notified of the adjournment in writing with at least forty-eight (48) hours notice. In the event of a quorum not being present at the further meeting, the business shall be proceeded with in accordance with the original agenda Subject to this Constitution, questions arising at a meeting of the Board will be decided by a majority of votes of Board members present and voting.</p> <p>(f) All Board members will have one vote on any question and the chairperson will have a casting vote where voting is equal.</p> <p>(g) The chairperson will cause full and accurate minutes of all proceedings and resolutions to be recorded.</p>
11.9	<p><i>Disclosure of Interest of Board Members</i></p> <p>(a) A Board member must not hold an office of profit in ABSLSC without the prior approval of the general meeting.</p> <p>i. A Board member who has a direct or indirect pecuniary interest in any contract or proposed contract with ABSLSC must:</p> <p>ii. as soon as that Board member becomes aware of their interest disclose the nature and extent of their interest to the Board; and</p> <p>iii. disclose the nature and extent of their interest at the next general meeting.</p> <p>(b) Subject to the Act, a Board member who has a direct or indirect pecuniary interest in any matter that is being considered at a meeting of the Board must not:</p> <p>i. vote on the matter; and</p>



	<p>ii. be present while the matter (or proposed resolution of that kind) is being considered at the meeting.</p>
11.10	<p><i>Standing Committees</i></p> <p>The Board may establish any standing committees as it sees fit for the purpose of assisting the Board perform its functions (eg Building Committee, Constitution Committee, Finance Committee, etc).</p> <p>Standing committees will exercise the powers delegated to it by the Board in accordance with any directions from the Board.</p> <p>Any standing committee established by the Board will report to the Board meetings held under clause 11.8(b) on all matters material to the performance of its powers and functions.</p> <p>A quorum for standing committees will be half plus 1 of the members of the standing committee.</p>
11.11	<p><i>Remuneration of Board Members</i></p> <p>Board Members will not be paid remuneration.</p>
<p><b>CLAUSE 12 - FINANCE, BANKING AND PAYMENTS</b></p>	
12.1	<p><i>Receipt of money by ABSLSC</i></p> <p>An official receipt shall be issued for all monies received on behalf of ABSLSC and such monies will immediately be banked in its name, in such banks as the Board may from time to time direct.</p>
12.2	<p><i>Payments by ABSLSC</i></p> <p>(a) Payments on behalf of ABSLSC may be made only by cheque or electronic transfer signed by:</p> <ul style="list-style-type: none"> <li>i. any two (2) Board members; or</li> <li>ii by such other person(s) and within such other limits as the Board may from time to time appoint. This clause incorporates Budget Holders.</li> </ul>
12.3	<p><i>Financial Year</i></p> <p>The financial year of ABSLSC will close at 30th June in each year after which financial accounts of that financial year shall be prepared.</p>
12.4	<p><i>Records</i></p> <p>(a) ABSLSC shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of ABSLSC in accordance with the Act.</p> <p>(b) The Board shall cause the accounts of ABSLSC, together with the auditor's report on the accounts and any required statements and reports of the Board to be laid before the Members at the annual general meeting of the Members of ABSLSC.</p>
12.5	<p><i>Accounts and Audit</i></p> <p>(a) The accounts of ABSLSC shall, if required by the Act, be audited once at least in every year and the correctness of the profit and loss account and balance sheet ascertained by one or more auditor or auditors approved by the Members of ABSLSC in a general meeting.</p>

	(b) Auditors of ABSLSC will be appointed and may resign or be removed and their remuneration, rights and duties will be regulated in accordance with the Act.
<b>CLAUSE 13 - CLUB COLOURS</b>	
13.1	The Club colours shall be Red and Green or as agreed by SLSSA and SLSA.
<b>CLAUSE 14 - INDEMNITY</b>	
14.1	To the extent permitted by the Act, every Board member of ABSLSC will be indemnified out of the property of ABSLSC against any liability to any person (other than ABSLSC) incurred by them in their capacity as a Board member.
14.2	To the extent permitted by the Act, every Board member of ABSLSC will be indemnified out of the property of ABSLSC against any liability to ABSLSC incurred by them other than any liability arising as a result of any negligence, default, breach of duty or breach of trust on the part of the Board member of which they may be guilty.
14.3	Without limiting clauses 14.1 and 14.2, ABSLSC may indemnify out of the property of ABSLSC each Board member against any liability for costs and expenses incurred by the person acting in their capacity as a Board member in defending proceedings, whether civil or criminal, in which judgement is given in favour of the person or in which the person is acquitted.
<b>CLAUSE 15 - ALTERATIONS TO THE CONSTITUTION AND BY-LAWS</b>	
15.1	<p><i>Alterations to the Constitution</i></p> <p>(a) This Constitution may be amended, altered, repealed or replaced by a special resolution passed at a annual general meeting or special general meeting of the Members entitled to vote.</p> <p>(b) Notice of the proposed alterations will be available to all Members of ABSLSC entitled to vote not less than twenty-one (21) days prior to date on which the meeting to approve the amendments is to be held and will specifically state that it is a notice of a motion to amend the Constitution of ABSLSC.</p> <p>(c) Any alteration to the Constitution will become effective when passed and must be promulgated to all Members.</p>
15.2	<p><i>Alterations to the By-Laws and Appendices</i></p> <p>(a) The By-Laws of ABSLSC may be amended, altered, repealed or replaced by the Board. The notice of the proposed alteration shall be given to Board Members by the Secretary with a minimum of seven (7) days' notice. Such notice shall be given in writing and shall specifically state that it is a notice of motion to alter the By-laws either by amending, repealing or adding a new provision. Seventy five per cent (75%) of the members of the Board present at that meeting must support a motion for it to be passed.</p> <p>(b) Any alteration to the By-Laws or Appendices will become effective when passed and must be promulgated to all members.</p>

## CLAUSE 16 - DISSOLUTION

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| 16.1 | No resolution for the dissolution of ABSLSC will be deemed to have been passed unless passed by a special resolution of the Members at a general meeting and on dissolution the property and assets of ABSLSC shall revert to SLSSA. |
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## CLAUSE 17 - DISPOSAL OF ASSETS

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| 17.1 | If ABSLSC becomes inactive, goes into recess, or has its affiliation as a Club terminated, or is dissolved under this Constitution, the Board is empowered by this Constitution to take any necessary action in winding up the affairs of ABSLSC.  |
| 17.2 | Upon dissolution of ABSLSC under clause 17.1 the books, accounts, assets, property - both real and personal - of ABSLSC shall be handed over to SLSSA, including the seizure of ABSLSC's property, wherever it may be situated.  |
| 17.3 | The property may be sold or disbursed by SLSSA and all funds seized or raised through sale of property would be held in Trust by SLSSA for a period of three (3) years at which time SLSSA shall, in its absolute discretion, decide upon its future use for surf lifesaving activities. |

## CLAUSE 18 - MOTIONS

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| 18.1 | A motion, which has been defeated, cannot be re-submitted nor can any other motion having similar effect within two (2) months of the date of its rejection.    |
| 18.2 | Any motion to rescind a resolution carried at a previous meeting must be signed by at least three (3) members of the Board or sub-committee as the case may be. |
| 18.3 | This does not apply to Executive meetings.  |

## CLAUSE 19 - SUBSCRIPTIONS

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| 19.1 | The annual subscription shall be determined from time to time by the Board. Members of the club shall be required to pay such fees.  |
| 19.2 | Subscriptions are due on the first (1 <sup>st</sup> ) day of October and must be paid by the 31 <sup>st</sup> October in the same year and must be submitted with the application for membership, otherwise members will be liable to suspension until the subscription is paid. |
| 19.3 | Any member who resigns from the Club shall automatically have their name removed from the register of current members.   |
| 19.4 | A member in arrears in any respect cannot renew their membership until such arrears have been paid in full, nor shall they be granted a clearance to any club.   |
| 19.5 | All members shall pay a subscription except Life Members and Honorary Members.   |

**CLAUSE 20 - PUBLIC COMMENTS/STATEMENT**

20.1 Matters requiring public comment / statement concerning the ALDINGA BAY SURF LIFE SAVING CLUB INC. shall be referred to the President, Club Captain or Publicity Officer.

20.2 No other member may speak on behalf of the ALDINGA BAY SURF LIFE SAVING CLUB INC.

**CLAUSE 21 - GENERAL**

21.1 *Notices*

A notice may be given by ABSLSC to any Member or Board member by:

- i. personal service;
- ii. sending it by post to the address supplied by that person for the delivery of notices;
- iii. email; or
- iv. other approved electronic methods.

Where a notice is sent by post, service of that notice will be deemed to be affected by properly addressing, prepaying and posting a letter containing the notice and to have been affected on the day after the date of its posting.

21.2 *Public Officer*

The Public Officer shall always be the Secretary.