

SOUTH WEST BLUES CLUB inc.

CONSTITUTION

July 2019

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1. DEFINITIONS

The following definitions apply throughout this constitution and associated by-laws:

"Associations Act" means the Associations Incorporation Act 1007 and its related regulations including the Associations Incorporation Regulations 1008, as amended.

"Committee" or "General Committee" means the committee of the Club as defined in section 11.

"Member" or "Ordinary Member" means a member of the Club as defined in section 5.

"Committee Member" means a Club Member elected to a position on the General Committee as specified in section 11 or a delegate appointed under clause 11.15.

"President", "Vice President", "Secretary" and "Treasurer" means specific Committee Members as specified in section 11 with specific duties as detailed in this constitution and associated by-laws.

"Committee Meeting" means a meeting convened under section 19.

"Annual General Meeting" means a meeting convened under section 14.

"General Meeting" means a meeting convened under section 15.

"Financial Year" has the meaning given by section 3(1) of the Associations Act and is defined in section 28.

"Ordinary Resolution" means any resolution other than a special resolution.

"Special Resolution" has the meaning given by section 24 of the Associations Act.

"Recognised Society" means a society, association or entity with similar objectives as recognised by the Committee.

2. INTERPRETATION OF THE CONSTITUTION

- 2.1. This constitution and associated by-laws should be interpreted using the generally accepted meanings of all words and phrases.
- 2.2. Any interpretation must be consistent with and comply with the legal requirements specified by the Associations Act and any other relevant Acts.
- 2.3. Any Members of the Club may request that any Committee determination on the constitution or by-laws be discussed at a General Meeting. The procedures for requesting a General Meeting are given in the section 15. Any resolution passed at a General Meeting will override a Committee determination. If necessary the constitution or by-laws must be altered to reflect such a resolution.
- 2.4. Any determination that is not set aside must be incorporated in the constitution or by-laws of the Club within 12 months of its introduction. This should be done by amending the constitution or by-laws with the necessary changes in wording or punctuation, replacement or deletion of the appropriate paragraphs or the inclusion of clarifying information as necessary. Any changes must follow the procedures specified in sections 23 and 24 for changes to the by-laws and the constitution respectively.
- 2.5. This constitution *is* written to be gender neutral. Except in instances where a gender is specifically given an inferred gender applies equally to all genders. In addition references to the singular apply to the plural, and vice versa.

3. NAME OF THE CLUB

The name of the Club is the "South West Blues Club".

4 . OBJECTIVES OF THE CLUB

4.1. The objectives of the Club are:

- a. To promote and enhance the enjoyment of Blues Music in a smoke free, healthy environment.
- b. To encourage participation in competitive performing of Blues music.
- c. To improve the skill levels of Members.
- d. To provide training and development opportunities for Blues musicians and artists.
- e. To provide competition opportunities and events for Blues music performers within Western Australia.
- f. To encourage social and recreational activities of Club Members, their family and friends.
- g. To expose young musicians to the Blues genre and encourage participation through workshops and specialised youth training and musical events.

4.2. The Club aims to be a responsible participant in the local community. It will act responsibly in its dealings with all levels of government, other community organisations and the public.

4.3. The property and income of the Club shall be applied solely towards the promotion of the objects or purpose of the Club. No part of the property or income may be paid or otherwise distributed, directly or indirectly, to members of the Club, except in good faith in the promotion of those objects or purposes.

5. MEMBERSHIP

5.1. Membership of the Club is open to all persons interested in Blues music.

5.2. A membership application may be rejected at the discretion of the Committee, subject to all appropriate legal requirements. Upon request a rejected applicant may be granted a hearing before the Committee to discuss their application.

5.3. The Committee as appropriate will determine membership classes. The classes, associated eligibility along with rights and privileges are specified in the Club by-laws.

5.4. Only persons who have paid the appropriate membership fee for the current financial year or have had such fee waived as a special right or by agreement with the Committee will be deemed to be Members of the Club.

5.5. A person shall cease to be a Member if:

They resign.

They fail to pay their membership fees within 8 weeks of the fees falling due they fail to pay other monies owed to the Club within a reasonable period of time as determined by the Committee.

They die.

5.6. A person who ceases to be a Member under clause 5.5 immediately loses all rights and privileges associated with membership of the Club.

5.7. Any rights or claims over the Club or its property cease from the date the membership ceases. This does not extinguish any rights or claims permitted during the period of membership. Neither does it extinguish any debt owed to the Club.

5.8. The Secretary, or a nominated Member, must maintain a register of Members of the Club.

6. MEMBERSHIP FEES

6.1. The Committee shall determine the annual membership fees for all classes of membership. The proposed fees should be announced at the Annual General Meeting.

7. LIFE MEMBERS

7.1. A Member or past Member who has rendered notable service to the Club, including but not exclusively holding positions of office, over a considerable period of time may be elected a life Member by the Club Members at a General Meeting.

7.2. A life Member must be nominated by the Committee.

7.3. Details of the privileges of life membership are given in the Club by-laws.

8 . HONORARY MEMBERSHIP

8.1. Honorary Membership of the Club may be bestowed on any non-member who has or agrees to support or provide service to the Club in a substantial way.

8.2. An Honorary Member may be proposed and elected at a General Meeting by the Ordinary Members of the Club or by the Committee at a Committee Meeting.

8.3. The rights and privileges of an Honorary Member are given in the appropriate Club by-law.

9 . RESIGNATION

9.1. Any Member who wishes to resign must do so in writing, addressed and delivered to the Secretary, or if this is not possible the President.

9.2. A Member who resigns under clause 9.1 shall not be entitled to a refund of any Club fees. They shall forfeit all rights and claims upon the Club and its property, in accordance with clause 5.6.

10. SUSPENSION AND EXPULSION

10.1. A Member who fails to observe the constitution and by-laws of the Club or who's conduct is considered to be prejudicial or detrimental to the interests of the Club or to Blues Music may have their membership suspended or may be expelled from the Club.

10.2. A Member may be suspended or expelled by a resolution passed at a Committee Meeting or a General Meeting of the Club called to discuss the Member's conduct. The Member concerned must be given at least twenty-one (21) days' notice, in writing, of the meeting. Other Members must be given the appropriate notice of the meeting. This notice should include details of the complaint against the Member and request the Member's attendance at the meeting.

10.3. The Member may attend the meeting in order to hear the complaint and explain or defend their conduct. The meeting may proceed in the Member's absence.

- 10.4. A decision to suspend or expel a Member at a Committee Meeting must be by at least a three-quarters (3/4) majority of votes cast.
- 10.5. A decision to suspend or expel a Member at a General Meeting must be by at least a three-quarters (3/4) majority of votes cast.
- 10.6. A decision to suspend or expel a Member will come into effect fourteen (14) days after the meeting at which the resolution is passed. The Member must be informed of the decision in writing by the Secretary or failing this the President, within seven (7) days of the meeting.
- 10.7. A member whose membership is suspended or who is expelled from the Association may, within 14 days after receiving notice of the Committee's decision under subclause 10.6, give written notice to the secretary requesting the appointment of a mediator under clause 31.2.
- 10.8. If notice is given under clause 10.7, the member who gives the notice and the committee are the parties to the mediation.
- 10.9. Unless a decision is revoked by reason of clause 30 or clause 31 or by a decision of the State Administrative Tribunal, a member who is expelled shall not be entitled to any refund of Club fees and shall forfeit all rights and claims upon the Club and its property, in accordance with clause 5.6.
- 10.10. Unless a decision is revoked by reason of clause 30 or clause 31 or by a decision of the State Tribunal, a Member who is suspended shall not be entitled to any refund of Club fees and shall forfeit all rights and claim upon the Club and its property during the period of their suspension. The provisions of clause 5.6 apply during the period of their suspension.

11. GENERAL COMMITTEE

11.1. The General Committee on behalf of the Club Members shall carry out the general operation and administration of the Club. The powers conferred on the Committee are given in section 13 of the Associations Act.

11.2. The structure of the Committee is as follows:

Chairperson

Vice Chairperson

Secretary

Treasurer

At least two (2) ordinary Committee Members

11.3. The duties of the individual Committee positions are given in the Club by-laws.

11.4. Members of the Committee shall be elected by the Club's Members at the Annual General Meeting or a General Meeting with the exception of a delegate as defined under clause 11.15.

11.5. Committee Members hold office until one of the following events occur:

The Annual General Meeting is held at which all positions are declared vacant.

An event specified in clause 11.11 occurs.

The position is declared vacant under clause 11.12.

The position or positions are declared vacant following a resolution to that effect passed at a General Meeting of the Club.

11.6. Committee Members are eligible for re-election from year to year.

11.7. Only Members of the Club who are of a class that has full voting rights, or a delegate under clause 11.15, are eligible to serve on the Committee. Members, with the exception of a delegate, must be nominated, seconded and willing to serve on the Committee. Nominations need not be in writing and may be accepted from the floor at a General Meeting.

11.8. Elected Committee Members shall take office immediately upon their election.

11.9. A Committee Member may resign from the Committee at any time but must do so in writing, addressed and delivered to the Secretary, or if this is not possible the Chairperson.

11.10. A Committee Member who ceases to be a Member under clause 5.5 of this constitution shall be deemed to have automatically resigned from the Committee.

11.11. A casual vacancy occurs in the office of a Committee Member if the Member-

Resigns under clause 11.9.

Is deemed to have resigned under clause 11.10, and by reference to clause 5.5 is no longer a Member of the Club.

Is convicted of an offence under an Act relevant to the conduct of the Club.

Is permanently incapacitated by mental or physical ill-health.

11.12. If a Committee Member is absent for three (3) consecutive Committee Meetings or three (3) Committee Meetings without tendering an apology the remaining Committee Members may declare the position vacant.

11.13. The Committee may appoint any Member who meets the conditions given in clause 11.7 to fill a casual vacancy on the Committee without calling a General Meeting. Any appointment is subject to the provisions given in section 11. In particular clause 11.5 applies regardless of the date of any appointment.

11.14. Ordinary members either at a General Meeting or a petition submitted under clause 15.2 may challenge the appointment of a Member to a casual vacancy under clause 11.13.

11.15. The elected members of the committee may appoint a delegate from a Recognised Society to the committee. This delegate will have all powers of an ordinary committee member. Any appointment under this clause must be by agreement with the organisation in question.

11.16. The appointment of a delegate appointed under clause 11.15 may be challenged by ordinary members either at a General Meeting or a petition submitted under clause 15.2.

12. SUB-COMMITTEES

12.1. The General Committee has the power to form sub-committees for specific purposes or tasks.

12.2. When a sub-committee is formed it must be informed by the General Committee of the limits of its powers and responsibilities. This may include the delegation of particular powers to the sub-committee.

12.3. A sub-committee must have at least one Member who is also a General Committee Member. This General Committee representative need not be the chair of the sub-committee.

12.4. Sub-committees convened for specific tasks automatically terminate once the task has been completed.

12.5. The General Committee may terminate a sub-committee, alter the representatives on a sub-committee or alters the powers and responsibilities of a sub-committee at any time by resolution passed at a Committee Meeting.

12.6. All sub-committees are automatically terminated at the Annual General Meeting of the Club.

13. PATRON

13.1. The position/title of Patron may be bestowed on any non-member who has or agrees to support or provide service to the Club in a substantial way.

13.2. The position of Patron need not be filled each year.

13.3. A Patron may be proposed and elected at a General Meeting by the ordinary Members of The Club or by the Committee at a Committee Meeting.

13.4. The rights and privileges of a Patron are given in the appropriate Club by-law.

13.5. The position of Patron automatically becomes vacant at the Annual General Meeting of the Club.

14. ANNUAL GENERAL MEETING

14.1. An Annual General Meeting, subject to section 23 of the Associations Act, must be held within thirteen (13) calendar months of the previous Annual General Meeting. The Committee shall arrange the date, time and location.

14.2. The Annual General Meeting must follow the provisions for the conduct of all of Club's General Meetings as defined in section 16.

14.3. The business of the Annual General Meeting shall include:

Confirmation of minutes and matters arising from the previous Annual General Meeting.

President's Report.

Treasurer's Report and Statement of Accounts for the financial year.

Other reports as required.

Election of Committee Members.

Notices of motion.

General Business.

This list is not exclusive and does not preclude any other business being transacted. The order of the items of business need not follow the order listed above.

15. GENERAL MEETINGS

15.1. A General Meeting may be called as a result of one of the following events:

By a resolution passed at a Committee Meeting.

By a resolution passed at a previous Annual General Meeting or General Meeting.

By a petition in writing and signed by at least ten (10) Members provided all are of a class which has full voting rights.

15.2. A petition by Members to call a General Meeting can be given to any Committee Member but must be presented by that Committee Member at a Committee Meeting. It should clearly state the reason for calling the meeting. If appropriate it should contain an appropriately worded motion to be presented at the meeting.

15.3. A General Meeting must be held within thirty (30) days of the receipt of a petition received under clauses 15.1 and 15.2. The petition is deemed to have been received when it is given to a Committee Member not when it is presented at a subsequent Committee Meeting.

15.4. If after the receipt of a petition from Members which complies with clauses 15.1 and 15.2 the Committee does not hold a General Meeting within the period specified under clause 15.3 the Members who made the petition may convene the meeting as if they were the Committee. If a meeting is called under this clause the Committee must supply the Members with the necessary particulars of all Club Members and the Club must pay all reasonable expenses of convening and holding the Meeting.

16. CONDUCT OF GENERAL MEETINGS

16.1. At least twenty-one (21) days' notice, in writing, of any General Meeting, including the Annual General Meeting, must be given to all Members. This notice should include the date, time and place of the meeting and an agenda, including any motions or nominations which have been received.

16.2. General Meetings of the Club should be carried out under the generally accepted procedures for running a meeting. This includes proposing/seconding motions/nominations, procedural motions and all other common procedures.

16.3. The Chairperson should normally, but not necessarily, chair any General Meeting of the Club. A meeting may appoint/ elect a chair for the duration of the meeting. This may be necessary due to the Chairperson's absence or may be at the Chairperson's request or at the request of three (3) Members of the Club present in person or by proxy at the meeting.

16.4. The chair of a General Meeting *is* responsible for the conduct of the meeting and should ensure that any motion / nomination / resolution put to the meeting is clear, unequivocal, has been duly recorded, fully discussed and correctly voted on.

16.5. The Secretary should normally, but not necessarily, take minutes for any General Meeting of the Club. A meeting may appoint/elect a recorder for the duration of the meeting. This may be necessary due to the Secretary's absence or may be at the Secretary's request or at the request of three (3) Members of the Club present in person or by proxy at the meeting.

16.6. The chair of a General Meeting may with the consent of the Members present adjourn the meeting from time to time and from place to place. During the period of an adjournment no additional items may be added to the agenda for the meeting.

16.7. A General Meeting cannot be adjourned under clause 16.6 for a period of more than thirty (30)} days. If a greater period is required the adjourned meeting is deemed closed and a new meeting must be called.

16.8. If a separate General Meeting Is called during the period of adjournment of a General Meeting under clause 16.6 the adjourned General Meeting is deemed to have been closed.

17. VOTING AT GENERAL MEETINGS

17.1. Only Members of a membership class with full voting rights as specified in the by-laws may vote at a General Meeting of the Club.

17.2. Each Member is entitled to one vote only on each motion/ nomination.

17.3. Voting may be conducted by any method provided it is fair and reasonable. Appropriate methods include but are not limited to show of hands or written ballot. A request for a written ballot may be made by three (3) or more Members at a General Meeting, either in person or by proxy.

17.4. The meeting may appoint one or more Returning Officers to supervise the collection and counting of votes.

17.5. The Chair of a General Meeting shall have a casting vote in addition to their deliberate vote as a Club Member under clause 17.2.

17.6. Proxy votes may be presented at a meeting provided they meet all of the following requirements:

The proxy is for a Member who is eligible to vote under clause 17.1.

Proxies can only be applied to agenda items which have been included with the notice of the meeting.

They cannot be applied to motions raised under General Business.

The proxy is in writing, signed and dated by the Member before the date of the meeting.

The proxy must be presented to the Secretary, or if this is not possible the Chairperson, prior to the commencement of the meeting.

17.7. Proxy votes are not included in the quorum for a General Meeting.

17.8. Unless overridden or qualified by a specific clause in this constitution motions or nominations at a General Meeting shall be decided by a simple numerical majority.

18. QUORUM AT A GENERAL MEETING

18.1. The quorum at a General Meeting shall be one third (1/3) of the Members on the Club's books as at the day the meeting or 20 Members whichever is the lesser.

18.2. If after thirty (30) minutes of the time specified for the holding of a General Meeting no quorum is present the

meeting is automatically adjourned to the same time on the same day in the following week at the same venue.

18.3. If after thirty (30) minutes of the resumption of a General Meeting adjourned under clause 18.2 no quorum is present those Members present may proceed as if a quorum was present.

18.4. If a General Meeting was adjourned under clause 18.2 no additional items may be added to the agenda for the meeting during the adjournment.

18.5. Once a General Meeting has been called to order clauses 18.2, 18.3 and 18.4 cannot be invoked even if it subsequently found that a quorum was not present.

18.6. If at any stage after a General Meeting has been called to order the number of Members present falls below the requirements for a quorum the business of the meeting must cease until such time as a quorum is again present. If after thirty (30) minutes a quorum is still not present the remaining members may agree to close or adjourn the meeting.

19. CONDUCT OF COMMITTEE MEETINGS

19.1. At least seven (7) days' notice of a Committee Meeting must be given to all Committee Members. This notice must include the date, time, place and agenda for the meeting.

19.2. The Chairperson will normally chair Committee Meetings. In the absence of the Chairperson another Committee Member may be appointed to chair the meeting.

19.3. Each Committee Member is entitled to one vote only on each motion/nomination.

19.4. The chair of the meeting shall ONLY have a casting vote.

19.5. Motions at a Committee Meeting shall be decided by a simple numerical majority, unless overridden or qualified by a specific clause in this constitution.

19.6. The quorum for a Committee Meeting shall be four Committee Members provided that at least one is an ordinary Committee Member.

- 19.7. If at any stage after a Committee Meeting has been called to order the number of Committee Members present falls below the requirements for a quorum the business of the meeting must cease until such time as a quorum is again present. If after thirty (30) minutes a quorum is still not present the remaining members may agree to close or adjourn the meeting.
- 19.8. The chair of a Committee Meeting may with the consent of the Committee Members present adjourn the meeting from time to time and from place to place. During the period of an adjournment no additional items may be added to the agenda for the meeting.
- 19.9. A Committee Meeting cannot be adjourned under clause 19.8 for a period of more than thirty (30) days. If a greater period is required the adjourned meeting is deemed closed and a new meeting must be called.
- 19.10. If a separate Committee Meeting or a General Meeting of the Club is called during the period of adjournment of a Committee Meeting under clause 16.8 the adjourned Committee Meeting is deemed to have been closed.
- 19.11. Ordinary Club Members are entitled to attend Committee Meetings unless circumstances require that a closed meeting be held. Members may be specifically invited to attend a meeting. Ordinary Members may not take part in the proceedings of the meeting unless invited by the Chair. They must leave a meeting if so directed by the Chair.

20. AFFILIATION

- 20.1. The Club may enter into an affiliation with any other organisation that has similar or complimentary objectives.
- 20.2. An affiliation may be enacted by a resolution passed at a Committee Meeting or at a General Meeting of the Club.
- 20.3. An Affiliation passed at a Committee Meeting under section 20.2 must be ratified at a subsequent General Meeting.
- 20.4. An affiliation may be for a specific purpose or limited time or may be an on-going relationship.

20.5. An affiliation may be terminated by a resolution passed at a Committee Meeting or at a General Meeting of the Club.

20.6. An affiliation does not cause the Club to cease to exist in its own right, even if joint financial arrangements are entered into.

21. AMALGAMATION

21.1. The Club may amalgamate with an organisation that has similar or complimentary objectives.

21.2. Any motion to amalgamate must be presented to a specially convened General Meeting of the Club. Full details of the proposed amalgamation, including the name, structure and operation of the new body must accompany the notice calling the General Meeting. In particular the specific resolution to be put to the meeting must accompany the notice convening the meeting. The meeting must be called under the provisions of sections 15 and 16 of this constitution.

21.3. A motion to amalgamate must be passed by a three-quarters (3/4) majority of the votes cast at the meeting.

21.4. If a motion to amalgamate is carried all the assets and liabilities of the Club will be transferred to the new body.

21.5. An amalgamation must comply with the requirements of the associations Act.

22. DISSOLUTION AND VOLUNTARY WINDING UP

22.1. Any action to dissolve or wind up the Club must be in accordance with Part VI of the Associations Act. In particular a special resolution is required for the Club to be voluntarily wound up. Under the Associations Act this requires a three-quarters (3/4) majority.

22.2 If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members, or to an authorised charitable organisation.

23. BY -LAWS

23.1. By-laws may be enacted by the Committee or at a General Meeting of the Club provided they are not inconsistent with this constitution, the Associations Act or any other legal requirements to which the Club is bound.

23.2. Once enacted a by-law is binding on all Members, subject to clause 23.6.

23.3. The Committee may enact, amend or repeal a by-law by a resolution passed with a three-quarters (3/4) majority or votes cast at a Committee Meeting held in accordance with section 19. The resolution must be fully documented in the minutes of the meeting.

23.4. A General Meeting of the Club may enact, amend or repeal a by-law by a resolution passed with a three-quarters (3/4) majority of votes cast.

23.5. The meeting must have been called in accordance with sections 15 and 16 of this constitution. The notice of motion and the wording of the by-law affected must accompany the notice of the General Meeting. Any resolution passed at the meeting must be fully documented in the minutes of the meeting.

23.6. Ordinary Members of the Club may request that a resolution affecting any by-law passed at a Committee Meeting be referred to a General Meeting. This must be done via petition as specified in section 15. Once a petition has been lodged the by-law affected is suspended, reinstated or reverts to its original form, as appropriate, until the General Meeting has been held. Any resolution affecting the by-law passed at the General Meeting, subject to clause 23.4, will override the resolution of the Committee Meeting.

23.7. Following the enactment, amendment or repeal of a by-law at either a Committee or General Meeting a notice providing details of the resolution and by-law affected must be given

to all Members within seven (7) days of the meeting. This must include the full wording of the new or amended by-law or at least the name of the repealed by-law. The resolution will become binding on all Members of the Club seven (7) days after the notice has been sent.

24. AMENDMENTS TO THIS CONSTITUTION

24.1. Subject to sections 17 and 24 of the Associations Act this constitution may only be added to, altered or amended by a special resolution passed with a three-quarters (3/4) majority of votes cast at a General Meeting of the Club. The meeting must have been called in accordance with sections 15 and 16 and clause 24.2 of this constitution.

24.2. The notice of motion and the amendment to this constitution must accompany the notice of the General Meeting at which the motion to add to, alter or amend will be presented.

24.3. Any amendment to the constitution is immediately binding on all Members. A notice giving at least the wording of the section or sections amended, inserted or deleted must be given to all Members within seven (7) days of the meeting. If the amendments are substantial a full copy of the constitution should be given to all Members.

25. SERVING OF NOTICES

25.1. Any notices required to be distributed under this constitution including notices of meetings, charges to by-laws and notices to specific members should be served by one of the following methods:-

Serving it to a Member personally.

Serving it to a Member by an accepted electronic means.

Posting it to a member at the last known address for the Member as recorded in the register of Members maintained under clause 5.7

25.2. An agent appointed for the task may carry out serving a notice personally.

25.3. When a notice is served by post it will be deemed to be effected if it is sufficiently addressed and posted by ordinary prepaid mail.

25.4. Accepted electronic means include but are not limited to fax and e-mail. When a notice is served by electronic means it will be deemed to be effected if it is directed to the last known fax number or e-mail address supplied by the member and either a transmission completion report has been received or no transmission error has been reported.

25.5. The Secretary normally distributes any notice required under this constitution but the distribution may be carried out by any Committee Member.

26. COMMON SEAL

- 26.1. The Club shall have a common seal on which its corporate name appears in legible characters:
- 26.2. The common seal cannot be used without the express authority of the Committee. Every use of the common seal must be recorded in an appropriate minute book and witnessed by any two(2) of the Chairperson, Vice Chairperson, Secretary or Treasurer.
- 26.3. The common seal should be kept in the custody of the Secretary or any other person as the Committee decides.

27. BOOKS AND RECORDS OF THE CLUB

- 27.1. The Secretary has authority and responsibility for all books, documents, records and registers of the Club excluding those required to be kept and maintained by the Treasurer under section 28. The Secretary's responsibilities include maintaining the records. These records include but are not limited to the following:

Full and correct minutes of all proceedings of all Meetings.

A record of the office holders of the Club

Any trustees who hold assets on behalf of the Club.

A record of correspondence of the Club.

The register of Members as defined in clause 5.7.

- 27.2. Responsibility for particular records may be delegated to Members other than the Secretary as the Committee from time to time decides.

28. INSPECTION OF CLUB BOOKS AND RECORDS

- 28.1. Any Member may at any reasonable time inspect without charge the books, documents, records, registers and securities held by the Club.
- 28.2. Sufficient notice must be given to the Secretary or Treasurer as appropriate. If this is not possible notice should be given to the Chairperson.

28.3. A Member may make a copy of or take an extract from the books and records but has no right to remove them for that purpose.

28.4. Upon joining the Club a Member has the right to request a copy of the Constitution and associated By-laws. The Member must be informed of this right.

29. FINANCE

29.1. The Club's financial year shall run from July 1 to June 30 in the following year.

29.2. The Treasurer is responsible for the administration of the Club's finances. This includes the receipt of any fees, income or other monies and the payment of any debts approved by the Committee for payment.

29.3. The Treasurer has responsibility for all securities, books, and documents of a financial nature and all accounting records of the Club.

29.4. Responsibility for particular records may be delegated to members other than the Treasurer as the Committee from time to time decides.

29.5. The accounting records of the Club must comply with sections 25 and 26 of the Associations Act.

29.6. A financial statement for the financial year must be submitted to the Annual General Meeting as Specified in clause 14.3.

29.7. Financial statements must be submitted at committed Meetings on a regular basis.

30. RESOLVING DISPUTES

30.1 Terms used

In this Clause -

'grievance procedure' means the procedures set out in this Clause;

'party to a dispute; includes a person -

(a) who is a party to the dispute; and

(b) who ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute.

30.2 The procedure set out in this Clause (the grievance procedure) applies to disputes -

(a) between members; or

(b) between one or more members and the Association.

30.3 The parties to a dispute must attempt to resolve

the dispute between themselves within 14 days after the dispute has come to the attention of each party.

30.4 How grievance procedure is started:

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by clause 30.3, any party to the dispute may start the grievance procedure by giving written notice to the secretary of –
 - (a) the parties to the dispute; and
 - (b) the matters that are the subject of the dispute.
- (2) Within 28 days after the secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.
- (3) The secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
- (4) The notice given to each party to the dispute must state –
 - (a) when and where the committee meeting is to be held; and
 - (b) that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute.
- (5) If –
 - (a) the dispute is between one or more members and the Club; and
 - (b) any party to the dispute gives written notice to the secretary stating that the party –
 - (i) does not agree to the dispute being determined by the committee; and
 - (ii) requests the appointment of a mediator under clause 31.2,the committee must not determine the dispute.

30.5 Determination of dispute by committee

- (1) At the committee meeting at which a dispute is to be considered and determined, the committee must –
 - (a) give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute; and
 - (b) give due consideration to any submissions so made; and
 - (c) determine the dispute.
- (2) The committee must give each party to the dispute written notice of the committee's determination, and the reasons for the determination, within 7 days after the committee meeting at which the determination is made.
- (3) A party to the dispute may, within 14 days after receiving notice of the committee's determination under subclause 30.5(1)(c), give written notice to the secretary requesting the appointment of a mediator under clause 31.2.
- (4) If notice is given under subclause 30.5(3), each party to the dispute is a party to the mediation.

31 MEDIATION

- 31.1 (1) This clause applies if written notice has been given to the secretary requesting the appointment of a mediator –
 - (a) by a member under clause 10.7; or
 - (b) by a party to a dispute under clause 30.4(5)(b)(ii) or 30.5(3).
- (2) If this clause applies, a mediator must be chosen or appointed under Clause 30.6.
- 31.2 Appointment of mediator
 - (1) The mediator must be a person chosen –
 - (a) if the appointment of a mediator was requested by a member under clause 10.7 – by agreement between the Member and the committee; or
 - (b) if the appointment of a mediator was requested by a party to a dispute under clause 30.4(5)(b)(ii) or 30.5(3) – by agreement between the parties to the dispute.
 - (2) If there is no agreement for the purposes of subclause (1)(a) or (b), then, subject to subclauses (3) and (4), the committee must appoint the mediator.
 - (3) The person appointed as mediator by the

committee must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by

- (a) a member under clause 10.7; or
 - (b) a party to a dispute under clause 30.4(5)(b)(ii); or
 - (c) a party to a dispute under rule 30.5(3) and the dispute is between one or more members and the Club.
- (4) The person appointed as mediator by the committee may be a member or former member of the Club but must not –
- (a) have a personal interest in the matter that is the subject of the mediation; or
 - (b) be biased in favour of or against any party to the mediation.

31.3 Mediation process

- (1) The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
- (2) Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least 5 days before the mediation takes place.
- (3) In conducting the mediation, the mediator must –
 - (a) give each party to the mediation every opportunity to be heard; and
 - (b) allow each party to the mediation to give due consideration to any written statement given by another party; and
 - (c) ensure that natural justice is given to the parties to the mediation throughout the mediation process.
- (4) The mediator cannot determine the matter that is the subject of the mediation.
- (5) The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.
- (6) The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

31.4 If –

- (a) mediation takes place because a member whose membership is suspended or who is

expelled from the Club gives notice under clause 10.7; and

(b) as the result of the mediation, the decision to suspend the member's membership or expel the member is revoked, that revocation does not affect the validity of any decision made at a committee meeting or general meeting during the period of suspension or expulsion.

31.5 Section 182(1) of the Act provides that an application may be made to the State Administrative Tribunal to have a dispute determined if the dispute has not been resolved under the procedure provided for in this Constitution.

SOUTH WEST BLUES CLUB inc.

BY-LAWS

1) MEMBERSHIP CLASSES

The following Membership classes together with their eligibility, rights and privileges exist within the Club.

Adult Member

Adult Membership is available to any person over the age of 18 years who is eligible under section 5 of the constitution.

Adult Members may attend and vote at any General Meeting of the Club.

As a membership class with full voting rights an Adult Member has all the rights and privileges specified in the constitution which accompany this right. These include, but are not limited to, eligibility for General Committee and right to petition for a General Meeting.

Adult Members must pay the appropriate annual membership fee as determined by the Committee.

Junior Member

Junior Membership is available to any person under the age of 18 years who is eligible under section 5 or the Constitution.

Junior Members have no voting rights and may not attend any General Meeting of the Club.

Junior Members must pay the appropriate Annual membership fee as determined by the Committee.

A Junior Member remains a Junior Member for the year in which they turn 18. They do not automatically acquire voting rights within the Club upon turning 18. They are eligible for Adult Membership in the following year.

Honorary Member

Honorary Membership may be awarded to any person subject to the requirements of section 8 of the constitution.

Honorary Members may attend any General Meeting of the Club but have no voting rights. They may serve on sub-committees of the Club but may not serve of the General

Committee unless they are also a delegate appointed under clause 11.15 of the constitution.

Honorary Members do not have to pay an annual membership fee. Their membership is automatically terminated at the end of the financial year.

Honorary Membership does not confer the right to take part in any competition organised by the Club. An Honorary member may take part in the competition if they are eligible in their own right.

2) LIFE MEMBERS

Once elected to Life Membership the Member has the same rights and privileges of an Adult Member for the remainder of their Life.

They have no obligations to pay the annual membership fee but may be required to pay other amounts to the Club as they fall due.

The names of Life Members of the Club should be included in the register of Members.

3) DUTIES OF CHAIRPERSON

The Chairperson should normally but not necessarily chair any Committee or General Meeting of the Club.

The Chairperson is responsible for overseeing the general running of the Club even though other Members carry out most of the duties.

The Chairperson should normally act as the Clubs representative when dealing with external organisations, although this may be delegated to other Members in specific instances.

The Chairperson must perform all duties imposed by the Club Constitution and by-laws as required.

If for any reason a Committee cannot be formed or the Committee, as elect, cannot function effectively, or the number of elected Committee Members falls below three (3) the Chairperson can assume all powers or the Committee for a period not exceeding sixty (60) days. During this period a General Meeting must be held for the purpose of electing a new Committee. This General Meeting must be called in accordance with sections 15 and 16 of the Constitution.

4) DUTIES OF VICE CHAIRPERSON

The Vice Chairperson is responsible for the coordination, nomination and running of any competitive events held in the Club's name. In this capacity Committee or Ordinary Members may assist them.

They assist the Chairperson in his/her duties as required. In the Chairperson's absence the Vice Chairperson assumes the duties of the Chairperson.

If a casual vacancy occurs on the Committee the Vice Chairperson normally assumes the duties associated with that position until it is filled. These duties may be delegated to another Committee Member.

5) DUTIES OF SECRETARY

The Secretary has authority and responsibility for all books, documents, records and registers of the Club excluding those required to be kept and maintained by the Treasurer.

The Secretary's responsibilities include maintaining the records. These records include but are not limited to the following:

Full and correct minutes of all proceedings of all General Meetings.

Full and correct minutes of all proceedings of all Committee Meetings.

A record of the office holders of the Club.

Any trustees who hold assets on behalf of the Club, in compliance with section 29 of the Associations Act.

The register of Members as defined in clause 5.7 of the constitution, in compliance with section 27 of the Associations Act.

The constitution and by-laws of the Club, in compliance with section 28 of the Associations act.

A record of correspondence of the Club.

The Secretary should have custody of all the documents for which he/she is responsible but this may be modified if the responsibility for particular records is delegated to a Member other than the Secretary. This may be decided by the Committee but must be clearly noted.

All correspondence to the Club should be addressed to the Secretary but should be passed on to the appropriate Member as necessary.

Club Members with the appropriate authority may sign outgoing correspondence but copies must be given to the Secretary.

The Secretary has custody of the Common Seal of the Club unless this has been delegated to another Member under clause 26.3 of the constitution.

The Secretary must perform any other duties as imposed by the Council constitution and by-laws.

6) DUTIES OF TREASURER

The Treasurer is responsible for the administration of the Club's finances. This includes the receipt of any fees, income or other monies and the payment of any debts as they fall due.

The Treasurer may issue receipts for any monies received in the name of the Club.

The Treasurer must ensure that any - monies received are deposited into an appropriate account operated in the Club's name at a suitable financial institution.

Any payment drawn on the Club's accounts should be signed by at least two authorised Members.

The Treasurer has responsibility for all securities, books and documents of a financial nature and all accounting records of the Club. The responsibility for particular records may be delegated to Members other than the Treasurer as the Committee from time to time decides.

The Treasurer must ensure that the accounting records or the Club comply with sections 25 and 26 of the Associations Act.

The Treasurer must submit a financial statement to the Annual General Meeting as specified in clause 14.3 or the constitution.

If the Annual General Meeting is held before the end of the financial year in question an estimate of any transactions between the meeting and the end of the financial year will suffice. If there are any major differences between the estimates and the actual transactions these should be reported at a future General Meeting.

The Treasurer must submit a report, balance sheet or financial statements at Committee Meetings on a regular basis as requested by the Chairperson or by resolution of the Committee under clause 29.7.

The Treasurer must perform any other duties as imposed by the Club constitution and by-laws.

7) DUTIES OF ORDINARY COMMITTEE MEMBERS

Ordinary Committee Members should assist the Chairperson, Vice Chairperson, Secretary and Treasurer as required. They may also take on other duties such as Social Coordinator, Publicity or Newsletter Editor. Some of these roles may be delegated to non-Committee Members.

8) CONDUCT OF SUB-COMMITTEES

Sub-committees may be formed under section 12 of the constitution. The conduct of sub-committees may be less formal than that of the General Committee but they should be guided by the requirements given in section 19 of the constitution.

The General Committee can specify the Chair of a sub-committee when the sub-committee is formed or can be elected by the members of the sub-committee.

A sub-committee must report regularly to the General Committee. This may be to report findings of investigations, recommendations, problems or simply the on-going performance of the sub-committee.

Any minutes recorded by a sub-committee should be given to the Secretary for inclusion with the records of the Club.

The General Committee can authorise the tilling of any casual vacancy on a sub-committee.

Sub-committees are automatically terminated once the scope of their charter has been completed or the Annual General Meeting of the Club is held.

9) PATRON

The Patron of the club is a honorary position, which may be bestowed on a non-member in accordance with section 13 of the constitution.

The Patron has the same rights as an Adult Member of the Club with the exclusion of voting rights.

The Patron is not required to pay a membership fee but may be required to pay other monies from time to time.

The name of the Club Patron should be recorded in the Club records and should be included in the register of Members.

10. CODE OF ETHICS

The attention of all Members of the Club is drawn to section 4 of the constitution, particularly clause 4.2. All Members should act in a manner acceptable to other Members and the wider community.

In particular Members who hold a position of authority on the General Committee or a duly appointed Sub-committee should ensure their action and behavior is within generally accepted business practices and does not impair the reputation of the Club.