

# THE LEGACY CLUB OF MELBOURNE INCORPORATED

## RULES

### 1. NAME:

The name of the incorporated association is The Legacy Club of Melbourne Incorporated, hereinafter called "the Club".

### 2. PURPOSES:

The purpose of the Club is to maintain a volunteer workforce dedicated to providing advice and assistance to the dependants of incapacitated and deceased veterans.

Subject to the Act, the Club has power to do all things incidental or conducive to achieve its purpose.

### 3. INTERPRETATION:

(a) In these Rules, unless the contrary intention appears:

"The Code" means The Code of Legacy.

"Member" means a member of the Club.

"Legatee" means the title bestowed on a member.

"Dependant" means a beneficiary of services of the Club as defined in The Code.

"The Act" means the Associations Incorporation Reform Act 2012

"The Regulations" means regulations under the Act.

(b) Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Legacy Australia Incorporated Constitution and Bylaws, the Interpretation of Legislation Act 1984 and the Act as in force from time to time.

### 4. MANAGEMENT:

(a) The Management of the Club shall be vested in a Council of Management, hereinafter called the Council.

- (b) The Council shall consist of no more than ten members and shall include the following:
  - (i) President
  - (ii) Club Secretary (appointed pursuant to Rule 31)
  - (iii) Club Treasurer;
  - (iv) Chair, Personnel;
  - (v) Convenor, Group Liaison;
  - (vi) Convenor, Comradeship;
  - (vii) Immediate Past President; and
  - (viii) Nominated President (appointed pursuant to 31 (b))
- (c) The office bearers of the Club shall be those specified in the foregoing Rule 4(b) together with the Chair of such committees as the Council may from time to time establish under Rule 37(b), and such other persons holding particular appointments as the Council may from time to time determine.

## **5. BRANCHES AND GROUPS:**

The Club carries out its policy and objects through:

- (a) Branches which serve dependants in Melbourne and defined parts of the Metropolitan area, and
- (b) Groups which serve dependants in the other areas covered by the Club.

## **6. MELBOURNE LEGACY:**

Melbourne Legacy is the incorporated body formed by the Club, to assist the Branches in carrying out their objects and its aims are embodied in its Constitution.

## **7. ESTABLISHMENT OF A GROUP:**

The Club may establish a Group of the Club in any area within the State of Victoria which investigation by the Council or by responsible persons not of the Club discloses is not served by any other Club or Group and in doing so shall:

- (a) Nominate the Office Bearers of the Group to hold office for the

first year of its operation.

- (b) Nominate a name for the Group which indicates the relevant area for which the Group is responsible in providing Legacy service.
- (c) Specify the boundaries of the area concerned.

Members of such Groups shall be members of the Club and shall be represented at any National, State or other Conference or Meeting of Legacy Clubs by the Delegate(s) of the Club, duly appointed by the Council.

Groups of the Club are separately incorporated associations under the Act and instructions relating to Group members as outlined in the Constitutions of the Groups are to be read in conjunction with the Rules of the Club.

## **8. MEMBERSHIP:**

- (a) Membership is open to:
  - (i) any person who shares the ideals and obligations of Legacy and who is or was a veteran, an allied veteran, or a member of the Mercantile services; or is a former Junior Legatee/Ward; or
  - (ii) any other person who has the personal qualities that meet the highest ideals of integrity and dedication required of a Legatee
- (b) The Council shall from time to time prescribe the total number of members that may be admitted to membership of the Club.
- (c) Each candidate shall be nominated and seconded by members who have had at least 12 months active service in Legacy.
- (d) When an eligible candidate for membership of the Club is an immediate family member of a member, the nomination shall be made by members other than that member.
- (e) The Personnel Committee may post members to a special classification entitled a Reserve List (See Rule 19.)
- (f) Members who have served Legacy Clubs for twenty five and after fifty years shall be recognised by the Club by the presentation of a certificate.

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

- (a) A member of the Club who is entitled to vote has the right -
  - (i) To receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
  - (ii) To submit items of business for consideration at a general meeting; and
  - (iii) To attend and be heard at general meetings; and
  - (iv) To vote at a general meeting; and
  - (v) To have access to the minutes of general meetings and other documents of the Club as provided under Rule 29(c); and
  - (vi) To inspect the register of members
  
- (b) A member of the Club is entitled to vote if -
  - (i) more than 10 business days have passed since he or she became a member of the Club; and
  - (ii) the member's membership rights are not suspended for any reason.

## **10. ENROLMENT PROCEDURE – BRANCHES:**

- (a) No person shall be nominated for membership until the proposer and seconder have submitted in writing in the prescribed form to the Personnel Committee of the Club full particulars including full name, private and business addresses, occupation, and details of service if applicable, with proof such as a Statement of Service if available, and details of time as a Junior Legatee, if applicable, with proof of such if available, and any other community service activities of the proposed applicant.
  
- (b) The form shall be signed by the proposer and seconder who shall declare that they know the candidate personally, that they have explained the manner in which Melbourne Legacy operates and the responsibilities a member is to assume, and that they believe the candidate is imbued with the spirit of service and the ideals for which the Melbourne Legacy Club was founded, and that he/she is willing and able to render service in its work.
  
- (c) The proposed candidate will then be interviewed by the relevant Branch Chair, delegate of Branch Chair or Chair of

Personnel or Families Committee. If the interview proves satisfactory, the interviewer, who shall be neither the proposer nor the seconder of the proposed candidate, will request the proposed candidate to complete the prescribed nomination form.

- (d) The form shall provide for a signed declaration to be made by the candidate signifying that he/she will perform to the best of his/her ability such service in Legacy as may be required. The declaration shall also provide that such candidate acknowledge that the Badge of Legacy issued to him/her remains the property of the Club, or any Legacy Club in Australia to which he/she may be subsequently transferred, and that he/she undertakes upon termination of membership, whether by resignation or otherwise, to return the Badge to the Club Secretary of the Legacy Club from which he/she shall have resigned or otherwise have had his/her membership terminated. Such form, duly signed, shall be retained in his/her personal membership file. The personal files of all members are confidential and shall only be available for perusal by the Chairman of the Personnel Committee or by the President or by a person authorised by the President.
- (e) The nomination, along with an Authority to Complete a Police Record Check and Working With Children Check (WWCC), shall be submitted to a meeting of the Personnel Committee to determine that the nominee satisfies the qualification for admission to membership under Rule 8, and that the nomination is in order in terms of Rule 10(a). If all Committee members present or all except one of them vote for it the nomination shall be accepted membership; otherwise it shall be rejected.
- (f) The candidate shall be inducted within one month of the date on which he/she is declared elected.
- (g) The method of inducting approved candidates under Rule 8, into membership shall be in accordance with the Legacy Bylaw 2, Appendix 2-E for General Application. Inductions shall be carried out by the President, a Past President or an approved deputy of the President.

## **11. ENROLMENT PROCEDURE – GROUPS:**

Nominations of new members and admissions to a Group of the Club

shall be in accordance with the procedures laid down in the Constitution of the Group of the Club.

**12. REGISTER OF MEMBERS:**

- (a) The Club Secretary shall keep and maintain a register of members in which shall be entered the full name, and date of entry of the name of each member and the register shall be available for inspection by members at the address of Legacy House, Melbourne.
- (b) Any member may, at a reasonable time and free of charge, inspect the register of members.

**13. RESTRICTION OF ACCESS TO PERSONAL INFORMATION:**

- (a) A request may be made to the Club Secretary to restrict access to the personal information of a member recorded in the register of members of the Club.
- (b) A request under Rule 13(a) may seek to restrict access so that the personal information is available only to—
  - (i) the Club Secretary and members of the Council; or
  - (ii) the Club Secretary and members of the Council other than a specified member or specified members of the Council.
- (c) The request may be made by—
  - (i) the person; or
  - (ii) if the person is a child—by a parent or guardian of the person.
- (d) If the Club Secretary is satisfied that there are special circumstances which justify doing so, the Club Secretary must agree to the request.
- (e) If the Club Secretary refuses the request, the Club Secretary must notify the person who made the request of the decision.
- (f) The notice must—
  - (i) be in writing; and
  - (ii) include the reasons for the decision.
- (g) If the Club Secretary refuses the request, the secretary must not release the personal information without the consent of the

person unless—

- (i) at least 28 days have elapsed since the Club Secretary gave notice to the person under subsection (5); and
- (ii) either—
  - 1. the person has not sought a review of the decision; or
  - 2. VCAT has upheld the Club Secretary's decision to release the information.
- (h) If a person is notified by the Club Secretary that his or her request to restrict access to personal information has been refused, the person may, within 28 days after the notification, apply to VCAT for a review of the decision.
- (i) If—
  - (i) a member of the Club informs the Club Secretary that he or she wishes to circulate material to all members of the Club relating to its management, activities or purposes; and
  - (ii) access to the personal information of another member recorded on the register of members of the Club is restricted under this Rule—

the Club Secretary must forward that material to that other member.

#### **14. RANK OR TITLE:**

Every member of the Club shall be a "Legatee" and shall normally be referred to as "Legatee" followed by his/her surname.

#### **15. VISITING MEMBERS:**

Members of other Legacy Clubs visiting the Club, shall be entitled in their own right to attend meetings at any venue of the Club, but shall not be entitled to vote thereat.

#### **16. TRANSFER OF MEMBERS:**

On the request of any other Legacy Club any member of such Club who has taken up residence in the area served by the Club and who is eligible in accordance with the Rules of the Legacy Club of Melbourne and is reported upon favourably by his/her Club, may be accepted as a member of the Club provided he/she advises within three months from the date of his/her arrival in the area his/her intention to transfer. If accepted, he/she shall, without payment of any



subscription to the Club, be deemed to be a financial member during such period as he/she would have been financial with the Club from which he/she is transferred.

#### **17. CESSATION OF MEMBERSHIP:**

- (a) The Personnel Committee shall be empowered to declare any person no longer a member should he/she
  - (i) Fail to pay his/her subscription within two months of the commencement of the current financial year or within two months of induction.
  - (ii) Without good reason fail, in the opinion of the Personnel Committee, to accept the obligations attached to active membership or to carry out satisfactorily any duty assigned to him/her and in pursuance of the objects of the Club.
  - (iii) In the unanimous opinion of the Personnel Committee violate the Club's Rules or act to the detriment of the Club.
  - (iv) A member shall, if so expelled under Rule 17(a)(i), 17(a)(ii) or 17(a)(iii) have the right of an appeal to a general meeting of members, whose decision shall be final and binding upon him/her.

#### **18. RESIGNING AS A MEMBER:**

- (a) A member may resign by notice in writing given to the Personnel Committee.
- (b) A member is taken to have resigned if
  - (i) The member's annual subscription is more than 12 months in arrears; or
  - (ii) Where no annual subscription is payable –
    - A. if the Chair of Personnel Committee has made a written request to the member to confirm that he/she wishes to remain a member; and
    - B. the member has not, within 3 months after receiving that request, confirmed in writing that he/she wishes to remain a member.

## **19. RESERVE LIST:**

Regulations governing the posting of members to a special classification titled "Reserve List" are set out hereunder.

- (a) A member posted to the Reserve List shall be encouraged to nominate the duties associated with membership of the Club which he/she is able and willing to accept. The considerations which will apply in respect of any proposal for posting of a member to the Reserve List shall be as follows:
  - (i) The Personnel Committee may initiate and approve the posting of a consenting member to the Reserve List.
  - (ii) An active member may apply for posting to the Reserve List on the grounds of ill health, career responsibilities, age, infirmity or other good and sufficient reasons. Such application should be made to Personnel Committee who should seek advice in confidence from the Branch or Group concerned.
  - (iii) The posting of a member to the Reserve List is not automatic.
  - (iv) Personnel Committee may agree that he/she be posted to the Reserve List, only if the recommendation is unanimously approved at a meeting of the members of Personnel Committee.
  - (v) A member may apply for posting from the Reserve List to active duty with the Club.
  - (vi) Postings to the Reserve List which are or have been made for reasons other than age, infirmity or illness over a prolonged period shall be reviewed by Personnel Committee at the 31st October in each year. If, in the opinion of Personnel Committee, reasons for posting to the Reserve List no longer exist, a member may be asked to accept reposting from the Reserve List to active duty with the Club and, if unwilling to do so, he/she may be required by to tender his/her resignation.

## **20. LEAVE:**

Group Presidents, Branch Chairmen and Committee Chairmen may grant leave for a period of up to 3 months from all or particular duties relevant to the Group, Branch or Committee, as the circumstances of the individual member may necessitate. Personnel Committee

shall be advised in all cases.

Leave from all duties for a period in excess of 3 consecutive months shall be subject to approval by Personnel Committee.

Any member who is unable to maintain adequate performance of duties and who feels obliged to tender his/her resignation may be granted leave within the limitation of this Rule.

It is not necessary for members to apply for leave when the absence is less than one month but the Group or Branch Contact Secretary, or Committee Chairman shall be advised.

## **21. HONORARY SERVICE:**

- (a) Save for the proviso in Rule 39(d) no office-bearer or member shall receive any remuneration from the Club directly or indirectly.
- (b) The Council may approve the reimbursement of expenses incurred by any appointed or elected office-bearer or his deputy officially representing the Club.

## **22. SUBSCRIPTION AND LEVIES:**

- (a) The subscription payable by members of Branches shall be fixed by the Council from time to time and shall be payable in advance in one amount or by two equal instalments.
- (b) The maximum annual subscription payable to a Group by its members shall not exceed that laid down in Rule 22(a). The portion of the member's annual subscription that shall be paid by the Group to the Club shall be as determined by the Council from time to time. Such portions shall be paid to the Club within two months of the commencement of the current financial year.
- (c) The Council may impose a levy payable by members provided the amount of such levy has been approved by a majority of members present in General Meeting.
- (d) Any subscription imposed on the Club, by resolution of Legacy Clubs in Conference and calculated on the basis of membership, shall be payable by all members in addition to the annual Membership Subscription.
- (e) The President may waive payment of any subscription or levy normally payable by a member.

- (f) New members joining the Club in the first six months of the financial year shall pay a full year's subscription and those joining in the second half of the financial year shall pay 50% of a full year's subscription.
- (g) There shall be no entrance fee payable by new members joining the Club.

**23. NOTICES:**

The Club shall issue to all members a periodical bulletin under the name "The Bulletin" and notices and information published therein shall be deemed to have been brought to the notice of all members.

**24. MEETINGS:**

Unless otherwise determined by the Council the Club shall meet for luncheon at 1:00 p.m. on Tuesday of each week or at such other time or at such place as the Council shall from time to time appoint.

**25. PROCEDURE AT LUNCHEON MEETINGS:**

The following general routine shall be adopted at such meetings, subject to variation as the President or his deputy presiding may determine:

- (a) A period of silent remembrance of deceased comrades.
- (b) Introduction of guests.
- (c) Induction of new members and introduction of new transferee Legatees.
- (d) General announcements.
- (e) Speaker for the day.

**26. ANNUAL GENERAL MEETING:**

The Annual General Meeting of the Club shall be held not later than the 31st day of March in each year for the purpose of:

- (a) Receiving the Annual Report and Financial Statements of the Club for the year ended 31st day of December of the year immediately preceding;
- (b) Election of office-bearers specified in Rule 31(d);
- (c) Transacting other business as determined by the Chairman.

## **27. EXTRAORDINARY GENERAL MEETINGS:**

Extraordinary General Meetings of the Club shall be convened by the Club Secretary:

- (a) When directed by the Council.
- (b) Within sixty days of receipt of a requisition signed by at least thirty members of the Club for such a meeting stating in such requisition the purpose for which the meeting is required.

All notices convening Extraordinary General Meetings shall state the purpose of the meeting and the business to be discussed thereat.

## **28. PROCEDURE AT GENERAL MEETINGS OF MEMBERS:**

- (a) No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. Thirty members personally present shall be a quorum.
- (b) The President of the Council shall preside as Chairman at every General Meeting of the Club.
- (c) If at any meeting the Chairman is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as Chairman, and does not delegate such office to some other member of the Council, the members present shall choose one of their numbers to be Chairman.
- (d) The Chairman may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

When a meeting is adjourned for ten days or more notice of the adjourned meeting shall be given. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

- (e) At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands and a declaration by the Chairman that a resolution has been carried or carried unanimously or by a particular majority or lost and

an entry to that effect in the minute book of the Club shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

- (f) In the case of an equality of votes the Chairman of the meeting shall be entitled to a second or casting vote.
- (g) All financial members present at a meeting of the Club shall be entitled to one vote on any matter. Provision may be made for financial members who are unable to attend any meeting to register a postal or proxy vote on the prescribed form in the manner decided by the Council. These votes must be received by the Club Secretary at least twenty-four hours prior to the meeting.

## **29. MINUTES OF GENERAL MEETING:**

- (a) The Council must ensure that minutes are taken and kept of each general meeting.
- (b) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (c) In addition, the minutes of each annual general meeting must include—
  - (i) the names of the members attending the meeting; and
  - (ii) the financial statements submitted to the members in accordance with Rule 26(a); and
  - (iii) the certificate signed by two Council members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
  - (iv) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

## **30. NOTICES OF MEETINGS:**

Except for Council meetings, 14 days notice of all meetings (21 days

in the case of an Extraordinary General Meeting) shall be given to every member either personally, by post, by electronic means to him/her at his/her registered address or by notice published in "The Bulletin".

**31. ELECTION OF COUNCIL AND OFFICE BEARERS:**

- (a) All office-bearers shall retire at the Annual General Meeting.
- (b) Each year the Nomination Panel formed pursuant to Rule 37(c) shall decide by 30th November upon a member of the Club as the Nominated President for the next year.
- (c) The name of the member so nominated (hereinafter called the Nominated President) shall be promulgated to members at the earliest opportunity and be published in "The Bulletin" not later than the last issue of "The Bulletin" for that year but such nomination shall not in any way preclude the nomination of other members for the office of President.
- (d) As early as practicable after his/her own nomination but not later than 31st January the Nominated President in consultation with the current President, the Nomination Panel and the Chairman of Personnel Committee and after consideration of recommendations by retiring Chairmen of Committees shall publish the names of members of his/her choice to be office bearers for the following year.
- (e) Any other nominations(s) for the office of President shall be lodged in writing with the Club Secretary within 28 days of the promulgation in "The Bulletin" of the Nominated President, must be signed by the proposer and seconder and have the consenting signature of the nominee and must be published in "The Bulletin" as soon as practicable after nominations have closed in accordance with this Rule.  

Should there be no further nomination(s), then the Nominated President shall also be referred to as the President Elect.
- (f) The election of the President of the Council shall take place at the Annual General Meeting. No person shall be eligible to stand for election unless he/she is a financial member of the Club and has been nominated in accordance with the Rules of the Club. Where a vote of members is necessary the election shall be conducted by a secret ballot under Rules approved by the Council.

- (g) If, and only if, the Nominated President be elected President at the Annual General Meeting, the members so named as Office-Bearers shall be deemed simultaneously appointed the respective office-bearers.
- (h) If a member other than the Nominated President be elected President then such President shall appoint the office bearers other than those elected at the Annual General Meeting. In so doing he/she may but need not appoint all or any of the members previously named by the Nominated President.

### **32. APPOINTMENT, REMOVAL AND DUTIES OF SECRETARY:**

#### **Appointment & Removal**

- (a) The Secretary shall be appointed in accordance with Rule 31.
- (b) Any vacancy in the role of Secretary shall be filled in accordance with Rule 34.

#### **Duties**

- (c) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.
- (d) The Secretary must—
  - (i) maintain the register of members in accordance with Rule 12; and
  - (ii) keep custody of the common seal (if any) of the Association and, except for the financial records held by the Treasurer, all books, documents and securities of the Association in accordance with Rule 43; and
  - (iii) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
  - (iv) perform any other duty or function imposed on the Secretary by these Rules.
- (e) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

### **33. REMOVAL FROM AND VACATION OF OFFICE:**



- (a) All office bearers shall retire at the Annual General Meeting.
- (b) An office bearer will vacate office in any of the following circumstances:
  - (i) the member resigns his or her office by written notice addressed to the Council;
  - (ii) the office bearer is removed from office by special resolution;
  - (iii) the member—
    1. dies; or
    2. becomes insolvent under administration; or
    3. becomes a represented person within the meaning of the Guardianship and Administration Act 1986;
  - (iv) in the case of the Secretary of the Club—the Secretary ceases to reside in Australia;
- (c) In this section—

"office bearer" of the Club includes the Secretary of the Club.

#### **34. VACANCIES:**

- (a) Should any casual vacancy occur in the Council by resignation or by ceasing to be a member of the Club or other cause, the Council shall appoint a new office-bearer to fill the vacancy.
- (b) If the position of Secretary becomes vacant, the Council must appoint a member to the position within 14 days after the vacancy arises.
- (c) Any member of the Council absent from three consecutive meetings of the Council without leave shall, on resolution of the Council, cease to be a member thereof.

#### **35. MEETINGS OF THE COUNCIL:**

- (a) The Council shall meet at least every two months at a place and time to be determined from time to time by the President. No business shall be conducted unless a quorum of four members of the Council be present.

##### **Notice**

- (b) Notice of each Council meeting must be given to each Council member no later than 7 days before the date of the meeting.

- (c) Notice may be given of more than one Council meeting at the same time.
- (d) The notice must state the date, time and place of the meeting.
- (e) If a special Council meeting is convened, the notice must include the general nature of the business to be conducted.

**36. MINUTES OF MEETING:**

- (a) The Council must ensure that minutes are taken and kept of each Council meeting.
- (b) The minutes must record the following—
  - (i) the names of the members in attendance at the meeting;
  - (ii) the business considered at the meeting;
  - (iii) any resolution on which a vote is taken and the result of the vote;
  - (iv) any disclosure of a material personal interest in a matter being considered at the Council meeting.

**37. DUTIES OF THE COUNCIL:**

- (a) The executive power of the Club shall be vested in the Council which shall have full power to superintend and conduct the business and affairs of the Club and to do all such acts and things as the Club itself could do and which are not hereby expressly directed to be done otherwise.
- (b) The Council shall have power to appoint Committees to perform such duties as the Council shall from time to time delegate thereto.
- (c) The Council shall appoint annually a Nomination Panel which shall comprise:
  - President - as Convenor
  - President Elect (in accordance with Rule 31(e))
  - The six immediate predecessors of the President who are active members of the Club if available.At all meetings of the panel a quorum shall be four members.

**38. VOTING AT MEETINGS OF THE COUNCIL:**

The Chairman shall have a deliberative vote and may exercise a casting vote when necessary. All other members of the Council present at a meeting of which notice has been given shall each be entitled to one vote.

Only members of the Council shall be entitled to vote.

Except as herein provided, all questions considered by the Council shall be determined by a simple majority vote. The Chairman, however, shall be empowered to declare any matter to be one requiring further consideration and in such a case the decision reached in a normal manner shall have no force until it has been resubmitted and confirmed at the next meeting of the Council.

**39. FINANCIAL AND OTHER MANAGEMENT:**

- (a) The funds of the Club shall be derived from subscriptions, levies, donations and from such other sources as determined by the Council. The Club Treasurer is responsible to the Council for prescribing methods for the care, custody and control of all monies received by the Club from whatever source arising and for requiring and/or conducting checks on the implementation of these methods.
- (b) **Accounts.**
  - (i) The Club Treasurer of the Club shall ensure that an account is kept of all monies received and expended and shall submit quarterly financial statements to the Council.
  - (ii) The Club Treasurer shall cause to be banked in the name of the Club all monies received and cause payment of all claims made against the Club.
  - (iii) Unless the Council determines otherwise the signatories for cheques drawn on the Club's bank accounts shall be two members of the Council.
- (c) All monies received shall be applied in furthering all or any of the objects of the Club and no portion of such monies shall be paid to any member or co-opted member of the Club, provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any member of the Club, in return for any goods or services rendered to the Club.
- (d) If upon the winding-up or dissolution of the Club there remains any property whatsoever, the same shall, subject to the

provisions of the Act, not be paid to or distributed among the members of the Club but shall be given or transferred to Legacy Australia Incorporated or some other institution or institutions having objects similar to the objects of the Club and which is a fund, authority or institution approved by the Commissioner of Taxation as a fund, authority or institution referred to in Section 78(1)(a) of the Income Tax Assessment Act 1936, as amended.

- (e) The Common Seal of the Club shall be kept in the custody of the Club Secretary. The Common Seal shall not be affixed to any instrument except by the authority of the Council of Management and the affixing of the Common Seal shall be attested by the signatures of two members of the Council of Management.
- (f) Except as otherwise provided in these Rules, the Club Secretary shall keep in his custody or under his control all books, records, documents and securities of the Club.

#### **40. WIDOWS' CLUBS:**

- (a) The Club may establish Widows' Clubs. The objects of such Clubs shall be as set out in Rules approved by the Club.
- (b) These Clubs shall be subject to the control of the Club, which control shall be exercised through Liaison Officers nominated for the purpose.

#### **41. CONFERENCES AND SIMILAR MEETINGS:**

The Council may appoint delegates to represent the Club at any National, State or other Conference or meeting of Legacy Clubs and shall have the power to instruct delegates how to vote or submit the views of the Club thereat.

The Council shall cause to be published in "The Bulletin" summarised reports of the proceedings at conferences or meetings of Legacy Clubs.

The Council is authorised to ratify the decisions and confirm the minutes of such Conference or Meeting provided no requisition for an Extraordinary General Meeting vide Rule 27 is received within 14 days of such publication in "The Bulletin" of a summarised report of the proceedings of any Conference or Meeting.

#### **42. RULES:**

- (a) Save as hereinbefore provided these Rules and the Statement of Purposes shall not be rescinded, altered or modified, except by a special resolution of the members present at an Extraordinary General Meeting convened in accordance with Rule 27 where not less than thirty members are present.
- (b) The decision of the Council on any matters not provided for by the Rules shall be conclusive and binding on all members of the Club unless and until the same shall have been overruled by an Extraordinary General Meeting convened in accordance with Rule 27.

#### **43. CLUB RECORDS:**

- (a) Except as otherwise provided in these Rules, the Secretary will keep in his or her custody or under his or her control all books, records, minutes, documents and securities of the Club.
- (b) All accounts, books, records, minutes, securities and any other relevant documents of the Club will be available for inspection free of charge by any member upon request.
- (c) A member may make a copy of any accounts, books, records, minutes, securities and any other relevant documents of the Club.

#### **44. DISCIPLINARY ACTION AGAINST MEMBERS:**

- (a) The Club may take disciplinary action against a member in accordance with this Division if it is determined that the member -
  - (i) has failed to comply with these Rules; or
  - (ii) refuses to support the purposes of the Club; or
  - (iii) has engaged in conduct prejudicial to the Club
- (b) Disciplinary subcommittee
  - (i) If the Council is satisfied that there are sufficient grounds

for taking disciplinary action against a member, the Council must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.

- (ii) The members of the disciplinary subcommittee -
  - 1. May be Council members, members of the Club or anyone else; but
  - 2. Must not be biased against, or in favour of, the member concerned.
- (c) Notice to member
  - (i) Before disciplinary action is taken against a member, the Secretary must give notice to the member -
    - 1. Stating that the Club proposes to take disciplinary action against the member; and
    - 2. Stating the grounds for the proposed disciplinary action; and
    - 3. Specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the "disciplinary meeting"); and
    - 4. Advising the member that he or she may do one or both of the following—
      - a. attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
      - b. give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
    - 5. setting out the member's appeal rights under Rule 44(e).
  - (ii) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.
- (d) Decision of subcommittee

- (i) At the disciplinary meeting, the disciplinary subcommittee must—
    - 1. give the member an opportunity to be heard; and
    - 2. consider any written statement submitted by the member.
  - (ii) After complying with Rule 44(d)(i), the disciplinary subcommittee may—
    - 1. take no further action against the member; or
    - 2. subject to Rule 44(d)(iii)-
      - a. reprimand the member; or
      - b. suspend the membership rights of the member for a specified period; or
      - c. expel the member from the Association.
  - (iii) The disciplinary subcommittee may not fine the member.
  - (iv) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this Rule takes effect immediately after the vote is passed.
- (e) Appeal rights
- (i) A person whose membership rights have been suspended or who has been expelled from the Association under Rule 44(d) may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
  - (ii) The notice must be in writing and given—
    - 1. to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
    - 2. to the Secretary not later than 48 hours after the vote.
  - (iii) If a person has given notice under Rule 44(e)(ii), a disciplinary appeal meeting must be convened by the Council as soon as practicable, but in any event not later than 21 days, after the notice is received.
  - (iv) Notice of the disciplinary appeal meeting must be given to each member of the Association who is entitled to vote as soon as practicable and must—
    - 1. specify the date, time and place of the meeting; and

2. state—

a. the name of the person against whom the disciplinary action has been taken; and

b. the grounds for taking that action; and



- c. that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.
  - (v) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.
- (f) Conduct of disciplinary appeal meeting
  - (i) At a disciplinary appeal meeting—
    1. no business other than the question of the appeal may be conducted; and
    2. the Council must state the grounds for suspending or expelling the member and the reasons for taking that action; and
    3. the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
  - (ii) After complying with Rule 44(f)(i) the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
  - (iii) A member may not vote by proxy at the meeting.
  - (iv) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

#### **45. GRIEVANCE PROCEDURES:**

- (a) The grievance procedure set out in this Rule applies to disputes under these Rules between a member and another member; or a member and the Club.
- (b) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (c) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

- (d) The mediator must be a person chosen by agreement between the parties; or in the absence of agreement—
  - (i) in the case of a dispute between a member and another member, a person appointed by the Council of Management; or
  - (ii) in the case of a dispute between a member and the Club, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (e) The mediator may be a member or former member of the Club but in any case must not be a person who -
  - (i) has a personal interest in the dispute; or
  - (ii) is biased in favour of or against any party.
- (f) The mediator cannot be a member who is a party to the dispute.
- (g) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (h) The mediator, in conducting the mediation, must -
  - (i) give the parties to the mediation process every opportunity to be heard; and
  - (ii) allow due consideration by all parties of any written statement submitted by any party; and
  - (iii) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (i) The mediator must not determine the dispute.
- (j) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the relevant Act or otherwise at law.