

**THE NORTH COTTESLOE SURF LIFE SAVING CLUB (INC.)**  
**151 MARINE PARADE, COTTESLOE**  
**WESTERN AUSTRALIA**  
**CONSTITUTION**

**1. TITLE**

The Club shall be called the **NORTH COTTESLOE SURF LIFE SAVING CLUB (INC.)**.

**2. OBJECTS**

2.1 The objects of the Club are:

- (a) to gratuitously and without fee:
  - (1) assist or rescue any persons (whether bathing or otherwise) who may be in danger of drowning, and to ensure the most effective methods of attaining this object;
  - (2) resuscitate and revive any persons who may be apparently drowned and to ensure the most efficient and effective methods for this purpose;
  - (3) render first aid and other assistance to any persons who may be injured by accident or otherwise;
  - (4) promote demonstrations and to arrange classes of instruction in a thorough knowledge of the principles of surf life saving; and
  - (5) maintain efficient patrolling of the beach under the control of the Club;
- (b) to provide and maintain appliances and apparatus for achieving the above objects or any of them;
- (c) to encourage and promote by such means as may be deemed advisable, efficiency and competency of the members of the Club in life saving and first aid practices and methods;
- (d) to liaise and co-operate with the Local Government Authority on measures that are necessary to ensure the safety of the public; and
- (e) to generally do all such things as may appear to the Club in its discretion to be incidental or conducive to the attainment of these objects or any of them.

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

**3. POWERS**

3.1 The Club shall be vested with the following powers:

- (a) to acquire, hold, deal with and dispose of any real or personal property;

- (b) to open and operate bank accounts;
- (c) to invest money in any manner as the Club may think fit;
- (d) to borrow money upon such terms and conditions as the Club thinks fit;
- (e) to give such security for the discharge of liabilities incurred by the Club as the Club thinks fit;
- (f) to appoint agents to transact any business of the Club on its behalf;
- (g) to enter into any other contract as the Club considers necessary or desirable;
- (h) to act as trustee and accept and hold real and personal property upon trust;
- (i) to raise funds to facilitate the operation of the Club;
- (j) to appoint, define the duties, fix the rate of pay and dismiss any salaried employee(s) of the Club as the need or otherwise arises; and
- (k) to do all other things as are incidental or conducive to the attainment of these objects or any combination of them.

#### **4. MEMBERSHIP**

- 4.1 Membership of the Club is open to any person interested in promoting the Objects of the Club.
- 4.2 All applications for membership shall be posted on the noticeboard of the Club for period of not less than seven days before election of the member, provided also that an interval of not less than two weeks shall elapse between nomination and election.
- 4.3 Membership of the Club shall consist of the classifications as set out in the By-Laws of the Club.
- 4.4 In this Constitution “**Member**” means:
- (a) (financial) Active Junior and Senior Members;
  - (b) (financial) Long Service Members;
  - (c) Life Members; and
  - (d) (financial) Associate Members.
- 4.5 Temporary Member
- Subject to the Liquor Control Act 1988, a person who is on any day visiting the premises of the Club as a member or an official of another club (which includes people who are assisting a visiting club):
- (a) That is to engage in a pre-arranged event with the Club conducted for purposes of one of the Club’s Objects; or
  - (b) That is to hold a pre-arranged function at the Club involving the use of the Club’s premises and/or facilities;
- may for the purposes of the Liquor Control Act 1988, be taken to be a person who is accorded temporary membership of the Club on that day in accordance with rules approved by the Director of Liquor Licensing;

#### 4.6 Guests

(a) The maximum number of guests per Member per day for the purposes of section 48(4)(b) of the Liquor Control Act 1988 shall not exceed the maximum number as specified in section 48(4)(b) of the Liquor Control Act 1988 which is five (5).

(b) Subject to prior approval of the Board, any Member may hold private, family and business functions at the premises of the Club without limit to number of guests provided that the sale of liquor shall be:

(i) ancillary to a meal supplied at the premises of the Club by or on behalf of the Club to a Member and to each of the guests of that Member being guests of whose attendance was given prior notice to the Club; and

(ii) to a Member for consumption by the guests of that Member at a function held by or on behalf of that Member at the Club.

#### 4.7 Reciprocal

Subject to approval of the Board (including as to the terms of such membership), reciprocal membership of the Club may be recognised for any visiting person who is a full financial member of any like club.

### 5. REGISTER OF MEMBERS

5.1 This register must be continually available for inspection by WA Department of Racing, Gaming and Liquor at the premises of the Club

### 6. BOARD OF MANAGEMENT

6.1 The Board of Management of the Club (“the Board”) shall, subject to clause 7.3, consist of the President, Strategy and Governance Chair, Treasurer, Captain, Education Chair, Lifesaving Chair, Asset Chair, Club Services Chair, Junior Division Chair and Surf Sports Chair. The election of members of the Board shall be conducted in accordance with clause 12.

6.2 A quorum for the Board shall consist of not less than five (5) of the members of the Board.

6.3 The Board shall have power from time to time to make, alter, amend or rescind any By-laws of the Club for the regulation of the Club (including, without limitation By-laws dealing with the discipline and expulsion of members and the types and amounts of fees to be paid by members) provided that any such By-laws are not inconsistent with the Objects of the Club. Any By-law so made, and the alteration, amendment or rescission of any existing By-law, shall be submitted for ratification at the next following annual general meeting and if not so ratified shall be taken to be ineffective as and from the date following the date of such annual general meeting without affecting the validity of the By-law in the period between when it was passed by the Board and the date of the annual general meeting at which it was not ratified.

6.4 The Board shall be responsible for the operation of the Club and have power to make decisions on all matters and things coming before it unless it has been expressly forbidden to do so by resolution carried by and at any general meeting of the Club, or is expressly forbidden to do so by any provision of the Constitution.

- 6.5 The Board may in its discretion:
- (a) delegate such of its powers and duties as it thinks fit to a sub-committee appointed by and responsible to the Board;
  - (b) appoint up to 2 members of the Board at any one time to be Vice-Presidents of the Club for such period as the Board may deem fit and the Board may revoke any such appointment at any time.
- 6.6 The Board shall usually meet once a month and shall meet not less than nine (9) times a year.
- 6.7 The President may call meetings more frequently if he/she so determines.
- 6.8 The General Manager upon request in writing from the President or three (3) of the members of the Board stating the business to be dealt with shall call a special meeting of the Board. Forty-eight (48) hours notice shall be given to all members of the Board and the business shall be stated on the notice.
- 6.9 The term of office of each member of the Board will expire at the conclusion of the annual general meeting next following their appointment but any member of the Board shall be eligible for re-election.
- 6.10 The Treasurer shall:
- (a) be responsible for the receipt of all moneys paid to or received by, or by him or her on behalf of, the Club and must issue receipts for those moneys in the name of the Club;
  - (b) pay all moneys referred to in paragraph (a) into such account or accounts of the Club as the Board may from time to time direct;
  - (c) make payments from the funds of the Board with the authority of a general meeting or of the Board and in so doing ensure that all cheques are signed by himself or herself and at least one other authorised Board member, or by any two others as are authorised by the Board;
  - (d) comply on behalf of the Board with sections 25 and 26 of the Associations Incorporation Act with respect to the accounting records of the Club by-
    - (i) keeping such accounting records as correctly record and explain the financial transactions and financial position of the Club;
    - (ii) keeping its accounting records in such manner as will enable true and fair accounts of the Club to be prepared from time to time;
    - (iii) keeping its accounting records in such manner as will enable true and fair accounts of the Club to be conveniently and properly audited; and
    - (iv) submitting to members at each annual general meeting of the Association accounts of the Club showing the financial position of the Club at the end of the immediately preceding financial year.
  - (e) whenever directed to do so by the President, submit to the Board a report, balance sheet or financial statement in accordance with that direction;
  - (f) unless the members resolve otherwise at a general meeting, have custody of all securities, books and documents of a financial nature and accounting records of the Board, including those referred to in paragraphs (d) and (e).

- 6.11 The General Manager shall, unless resolved otherwise at a general meeting, have custody of all books and records of the Club (other than those required to be kept by the Treasurer).

The General Manager shall keep:

- (a) Correct books;
- (b) Full and accurate minutes of the proceedings of all meetings of Members; and
- (c) Full and accurate minutes of the proceedings of all meetings of the Board which shall be produced to the Board at every meeting thereof.

## **7. GENERAL MANAGER**

- 7.1 A General Manager of the Club (General Manager) shall be appointed by the Board to manage the affairs of the Club pursuant to sub clause 3(j).
- 7.2 The General Manager may receive remuneration for all the work performed by the General Manager, as the Board sees fit.
- 7.3 The General Manager is to be an ex-officio member of the Board of Management.

## **8. CASUAL VACANCIES IN MEMBERSHIP OF BOARD OF MANAGEMENT**

- 8.1 A casual vacancy occurs in the office or position of a Board member if the Board member-
- (a) dies;
  - (b) resigns by notice in writing delivered to the General Manager;
  - (c) is convicted of a serious offence;
  - (d) is permanently incapacitated by mental or physical ill-health;
  - (e) is absent from more than 3 consecutive Board meetings of which no apology has been received for any of them; or
  - (f) ceases to be a member of the Club.
- 8.2 If a casual vacancy occurs in the office or position of a Board member as set out in clause 8.1, the Board may appoint any member to fill that office or position.

## **9. COMMON SEAL**

- 9.1 The common seal of the Club shall be circular in shape with the words NORTH COTTESLOE SURF LIFE SAVING CLUB INC. inscribed around the same, and COMMON SEAL in the centre above a club badge emblem.
- 9.2 The common seal of the Club shall be in possession of the General Manager for the time being.
- 9.3 The President shall be the person authorised to use the same and when the seal is required to be affixed to a document, the President shall be the person to affix the same to such document, to be countersigned by one of either the Vice-President or Treasurer.

## **10. ANNUAL GENERAL MEETING**

- 10.1 The annual general meeting shall be held not later than the 31st day of August in each year, and will be held at the club rooms at such time as the Board may determine.
- 10.2 At least ten (10) business days clear notice shall be given to members of such meeting, together with notice of the business to be dealt with.
- 10.3 15 of the Members, as defined in clause 4.4, shall constitute a quorum for the purposes of holding an annual general meeting or a special general meeting.
- 10.4 If a quorum is not present at an annual general meeting, the Chairperson shall adjourn the meeting to a time and place to be set by the Chairperson, but in no case shall the time be less than seven (7) days from the date of adjournment.
- 10.5 If for the resumption of an adjourned annual general meeting a quorum is not present, the members who are present may nevertheless proceed with the business of that meeting as if a quorum were present.
- 10.6 Save for Associate Members who are not or have never been elected or appointed as a Club Officer, Section Captain (as those terms are defined in the By-Laws) or any other officer position appointed by a Club Officer of the Club, every Member (but no others) shall be entitled to vote at any general meeting.

## **11. SPECIAL GENERAL MEETING**

- 11.1 A special general meeting may be called by the Board or by the President on receipt of a requisition signed by fifteen (15) of the Members, as defined in clause 4.4, such requisition to state the nature of the business to be dealt with.
- 11.2 Notice of motion for a special general meeting of the Club shall be presented to the General Manager, together with the name of the mover of such motion at least ten (10) business days prior to the meeting at which such motion is to be introduced.
- 11.3 If a quorum is not present at a special general meeting, the Chairperson shall adjourn the meeting to a time and place to be set by the Chairperson, but in no case shall the time be less than five (5) business days from the date of adjournment.
- 11.4 If for the resumption of an adjourned special general meeting a quorum is not present, the members who are present may nevertheless proceed with the business of that meeting as if a quorum were present.
- 11.5 Save for Associate Members who are not or have not been elected or appointed as a Club Officer, Section Captain (as those terms are defined in the By-Laws) or any other officer position appointed by a Club Officer or the Board, every Member (but no others) shall be entitled to vote at any special general meeting.

## **12. ELECTION OF OFFICERS**

- 12.1 Nominations for President, Strategy and Governance Chair, Treasurer, Captain, Education Chair, Lifesaving Chair, Asset Chair, Club Services Chair, Junior Division Chair and Surf Sports Chair must be addressed to the General Manager and be received by the Club in writing on its prescribed Form as set out in the By-Laws at least five (5) business days before the annual general meeting and must be duly proposed and seconded and made otherwise in accordance with the By-Laws of the Club except that at the first annual

- general meeting at which this constitution is adopted, the chairperson may call upon and accept nominations from the floor for all positions mentioned in this clause.
- 12.2 If no nomination has been made for any of the positions set out in clause 12.1, the chairperson may call upon and accept nominations from the floor for any positions for which there has been no nomination.
- 12.3 The following eligibility rules shall apply in respect of election to the Board:
- (a) no person may be appointed to the Board unless he/she has been a Member for at least twelve (12) months;
  - (b) no person may be appointed to the office of President unless he/she has been a Member for at least five (5) years; and
  - (c) no Associate Member may hold any office on the Board except if such Associate Member has been a Member of the Club for more than five (5) years.
- 12.4 No member may be entitled to stand for office or to vote at any meeting unless he/she is financial.
- 12.5 The Board at its next ordinary meeting may fill any vacancy of office from members available and each member shall have all the rights and privileges of a member during this term of office.

### **13. AMENDMENT TO CONSTITUTION**

- 13.1 The Constitution shall not be altered except at a general meeting of the Club at which notice of motion to amend the Constitution has been included in the notice convening the meeting.
- 13.2 Notice of motion to amend shall be given in writing and shall be lodged with the General Manager by or on behalf of the proposer of the motion.
- 13.3 Notice of any proposed alteration shall be given in writing to each member at least ten (10) business days before the meeting at which such motion is to be considered and such notice shall specify the time and place of such meeting.
- 13.4 Any notice of motion to amend may be passed at any general meeting either with or without amendment and shall be passed by a special resolution (a majority of not less than three quarters) of the members present and voting at such general meeting and shall not require confirmation at any subsequent special or annual general meeting. If the voting on the motion shall be equal, the motion shall be declared to have been lost. The Chairperson shall not have a casting vote.
- 13.5 At any meeting of the Club at which notice of motion to amend is being considered, it shall be competent for any member to move an amendment to such motion without giving prior notice provided that in the opinion of the Chairperson the proposed amendment is relevant to the subject matter of the motion and is not a direct negative of the motion.
- 13.6 As soon as is practicable after the making of any proposal for a change to the Constitution, the General Manager shall provide to the Director of Liquor Licensing, certified particulars of the changed proposed. No effect will be given to the change without the prior approval of the Director.

The amended Constitution will also be forwarded to the Department of Commerce.

## **14. PATROLS**

- 14.1 Unless otherwise provided for in this Constitution and the By-Laws of the Club all members must perform patrol duties in accordance with the Constitution, the By-Laws of the Club and the rules of Surf Life Saving W.A.
- 14.2 All Active and Long Service members shall pass the annual proficiency test as set down by Surf Life Saving W.A. Failure to pass the annual proficiency test may lead to the cancellation of membership of the member by the Board.

## **15. MEMBERS BOUND BY RULES**

- 15.1 Every member of the Club shall be bound by the Constitution and By-Laws of the Club and those of the parent body of the organisation.

## **16. SUBSCRIPTION AND DUES**

- 16.1 The amounts payable by member and prospective members for nomination, annual subscription, examination and other fees shall be in such amount as may be determined by the Board from time to time. Both nomination and annual fees must be paid in advance together with examination fees when due.

## **17. MEMBERS IN ARREARS**

- 17.1 A member who has not paid his/her annual subscription by 1 November in each year, or is otherwise indebted to the Club, shall cease to be a member.
- 17.2 Notice shall be given to all members of subscriptions due.

## **18. CLUB COLOURS AND COSTUME**

- 18.1 The Club colours shall be royal blue, white and gold.
- 18.2 The Club's carnival costume shall be the regulation costume of approved design.
- 18.3 The club costume badge shall be of the approved design, as appears in the first schedule to the By-Laws of the Club. Badges may be issued at an approved price, and the registered design shall remain the property of the Club.

## **19. CLUB PROPERTY**

- 19.1 No person shall remove from the Club premises any property belonging to the Club without the prior permission of the person appointed by the Board to be responsible for Club property. Persons receiving such permission shall be held responsible for the full value of such property until returned.
- 19.2 Damage to club property by a member at any time must be reported to the Captain or the General Manager immediately whereon such member may be ordered to make good such damage, or may be dealt with as the Board sees fit.

## **20. RESCINDING OF RESOLUTIONS**

- 20.1 No resolution passed at a general or Board meeting shall be rescinded at a subsequent meeting unless notice in writing of intention to propose such rescission has been given to the General Manager by the moving party five (5) business days before such meeting.

## **21. SECRET BALLOT**

- 21.1 If at any general or Board meeting a secret ballot is demanded by two Members who are present it shall be taken in a manner which shall be decided upon by the Chairman of the meeting.

## **22. ADOPTION OF CONSTITUTION**

- 22.1 This constitution shall become the constitution of the Club, and any other Constitution then in existence shall automatically lapse upon it being passed at a general meeting of the Club, by a special resolution. The rules applicable to amendments of the constitution shall apply as far as are applicable to the adoption of this constitution.

## **23. DISTRIBUTION OF CLUB PROPERTY ON DISSOLUTION OR WINDING UP**

- 23.1 If, upon winding up or dissolution of the Club, there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the members of the Club but shall be given or transferred to:
- (a) another incorporated association(s) having objects similar to the objects of the Club; and/or
  - (b) for charitable or benevolent purposes.
- 23.2 The incorporated association or charitable or benevolent purposes, as the case requires, shall be covered by the provisions of Division 30-45(1) of the Income Tax Assessment Act 1997 or the current relevant amendment to that Act.

## **24. INTERPRETATION**

- 24.1 The interpretation of this Constitution and By-Laws of the Club shall be in the sole determination of the Board, whose decision shall be set aside only by a resolution at a general meeting of the members at which notice of intention to move to rescind has been duly given in writing to the General Manager ten (10) business days before such meeting.

## **25. CLUB RULES**

- 25.1 Each member shall on request be supplied with a copy of the Constitution and By-Laws by the General Manager.
- 25.2 A copy shall be available for perusal on application.

## **26. SAVING PROVISO**

- 26.1 In the event of any matter or things arising not already provided for under the Constitution and By-Laws, the Rules of the Surf Life Saving W.A. shall prevail in the

first instance and on appeal the Rules and Constitution of the S.L.S.A. of Australia, Head Centre (or National Council).

## **27. SUPPLY OF LIQUOR**

- (a) The Club shall appoint an approved manager for the purposes of observing liquor licensing laws, requirements and regulations.
- (b) The Club shall be open for the sale of liquor during such hours as the Board shall from time to time determine and as permitted under the Liquor Control Act 1988.
- (c) Persons under the age of 18 years are permitted entry to the premises of the Club as per the By-Laws.