

CONSTITUTION OF JANDAKOT LAKES JUNIOR CRICKET CLUB

PART 1 – PRELIMINARY

1. Name

- 1.1 The name of the association is Jandakot Lakes Junior Cricket Club Incorporated; also known as JLJCC.

2. Terms used

In these rules, unless the contrary intention appears —

- 2.1 **Act** means the *Associations Incorporation Act 2015*;
- 2.2 **Association** means the incorporated association referred to in Rule 1;
- 2.3 **books**, of the Association, includes the following —
- (a) a register;
 - (b) financial records, financial statements or financial reports, however compiled, recorded or stored;
 - (c) a document;
 - (d) any other record of information;
- 2.4 **by laws** means by-laws made by the Association under rule 54;
- 2.5 **chairperson** means the Committee member taking the role of chair at a committee, general or annual general meeting;
- 2.6 **Commissioner** means the person for the time being designated as the Commissioner under section 153 of the Act;
- 2.7 **committee** means the management committee of the Association;
- 2.8 **committee meeting** means a meeting of the committee;
- 2.9 **committee member** means a member of the committee;
- 2.10 **financial records** includes —
- (a) invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; and
 - (b) documents of prime entry; and
 - (c) working papers and other documents needed to explain —
 - (i) the methods by which financial statements are prepared; and
 - (ii) adjustments to be made in preparing financial statements;
- 2.11 **financial statements** means the financial statements in relation to the Association required under Part 5 Division 3 of the Act;
- 2.12 **financial year**, of the Association, has the meaning given in rule 7;
- 2.13 **general committee member** means a committee member who is not an office holder of the Association under rule 14(3);
- 2.14 **general meeting**, of the Association, means a meeting of the Association that all members are entitled to receive notice of and to attend;
- 2.15 **member** means a person (including a body corporate) who is an ordinary member or an associate member of the Association;
- 2.16 **ordinary member** means a member with the rights referred to in rule 9(4b);
- 2.17 **president** means the committee member holding office as the president of the Association;
- 2.18 **register of members** means the register of members referred to in section 53 of the Act;
- 2.19 **rules** means these rules of the Association, as in force for the time being;
- 2.20 **secretary** means the committee member holding office as the secretary of the Association;
- 2.21 **special general meeting** means a general meeting of the Association other than the annual general meeting;
- 2.22 **special resolution** means a resolution passed by the members at a general meeting in accordance with section 51 of the Act;
- 2.23 **subcommittee** means a subcommittee appointed by the committee under rule 38(1)(a);
- 2.24 **treasurer** means the committee member holding office as the treasurer of the Association.

3. Objects

- 3.1 To provide an opportunity for juniors to play community cricket.
- 3.2 To encourage and teach players to develop their skills through the season.
- 3.3 To promote social relations with JLJCC, coaches and all parents/guardians of registered junior players.
- 3.4 To promote the principles of the South West Metropolitan Junior Cricket Council.

4. Affiliation

- 4.1 JLJCC is affiliated with the South Western Metropolitan Junior Cricket Council (SWMJCC).
- 4.2 JLJCC also works under the Community Junior Cricket Council (CJCC), the Western Australia Cricket Association (WACA) and Cricket Australia (CA).
- 4.3 Any affiliation or merger with another Junior or Senior Club must be voted on at a Special General Meeting or an Annual General Meeting and receive a 75% supporting vote.

5. Colours

The official JLJCC colours shall be Royal Blue and Gold.

6. Address

The mailing address of JLJCC shall PO Box 3618, Success WA 6964.

7. Financial year

The association's financial year will be the period of 12 months commencing on 1st April and ending on 31st March of each year.

PART 2 — ASSOCIATION TO BE NOT FOR PROFIT BODY

8. Not-for-profit body

- 8.1 The property and income of the JLJCC must be applied solely towards the promotion of the objects or purposes of the JLJCC and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member, except in good faith in the promotion of those objects or purposes.
- 8.2 A payment may be made to a member out of the funds of the JLJCC only if it is authorised by the committee under subrule (3).

PART 3 — MEMBERS

9. MEMBERSHIP

- 9.1 Membership shall consist of:
 - (a) Members
 - (i) Any parent or guardian of a financial player, or person who has been granted Social Membership, will be referred to as a Member or ordinary member and will have one voting right.
 - (ii) Only ordinary members shall be entitled to hold office and enjoy the privileges of JLJCC.
 - (b) Social Members
 - (i) A person who is not the parent or guardian of a player may make submission to be a Social Member of the Club.
 - (ii) The motion, decision and expiry of this submission is to be minuted at a General Meeting or Annual General Meeting.
 - (iii) Social Members must hold, and present for viewing by the Committee, a current Western Australian Working With Children Check.
 - (c) Life Members
 - (i) Any member of the club who has given outstanding service to JLJCC for a period of 5 consecutive seasons may be awarded Life Membership by the Executive in consultation with active Committee members – if the nominated member is an active Committee member they will not have a vote.
 - (ii) Life Membership must be elected by two thirds majority of the Executive Members and the Committee.

(iii) Life Members may attend all meetings of the JLJCC and speak on all matters and have the right to have one vote only.

9.2 Applying for membership

- (a) A parent or guardian who wants to become a member must apply in writing to the JLJCC by completing a registration form for their child to be a player in writing or via online registration form.
- (b) If written application is used, it must be completed in full and the application must be signed by the applicant. If online form is used, the form must be completed and submitted successfully.

9.3 Becoming a member

- (a) An applicant for membership of the JLJCC becomes a member when —
- (b) a registration form has been submitted as per subrule 9.2; and
- (c) the applicant pays any membership fees payable to the JLJCC under rule 10.

9.4 Categories of membership

- (a) The JLJCC membership consists of categories as per subrule 9.1
- (b) A member has full voting rights and any other rights conferred on members by these rules or approved by resolution at a general meeting or determined by the committee.
- (c) The number of members of any class is not limited unless otherwise approved by resolution at a general meeting.

9.5 When membership ceases

A person may cease to be a member when any of the following takes place —

- (a) Receipt by the Secretary or another Executive Committee Member of a notice in writing from a member of his or her resignation from JLJCC. Such person remains liable to pay to JLJCC the amount of any monies due and payable by that person to JLJCC but unpaid at the date of termination;
- (b) Non-payment by a member of his or her child's registration fees before commencement of the fourth game of the season, unless other arrangements have been made with the Committee;
- (c) After due inquiry and process, following a breach or breaches of any of the codes of conduct under subrule 12.2.

9.6 Rights not transferable

The rights of a member are not transferable and end when membership ceases.

10. Membership fees

- 10.1 The committee must determine the registration fee to be paid for membership of the JLJCC, at the first or second committee meeting after the Annual General Meeting.
- 10.2 The fees determined under subrule 10.1 may be different for different classes of membership.
- 10.3 A member must pay the annual registration fee to the treasurer, or another person authorised, by the fourth game of the season, unless prior arrangements have been made with a member of the Executive Committee.
- 10.4 If a person who under subrule 10.3 offers to pay the annual membership fee after the period referred to in that subrule has expired —
 - (a) the committee may, at its discretion, accept that payment; and
 - (b) if the payment is accepted, the person's membership is reinstated from the date the payment is accepted.

11. Register of members

- 11.1 The secretary, or another person authorised by the committee, is responsible for the requirements imposed on the JLJCC under section 53 of the Act to maintain the register of members and record in that register any change in the membership of the JLJCC.
- 11.2 In addition to the matters referred to in section 53(2) of the Act, the register of members must include the class of membership (if applicable) to which each member belongs and the date on which each member becomes a member.
- 11.3 The register of members must be kept at the secretary's place of residence, or at another place determined by the committee.
- 11.4 A member who wishes to inspect the register of members must contact the secretary to make the necessary arrangements.
- 11.5 If —
 - (a) a member inspecting the register of members wishes to make a copy of, or take an extract from, the register under section 54(2) of the Act; or

(b) a member makes a written request under section 56(1) of the Act to be provided with a copy of the register of members,
the committee may require the member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the JLJCC.

PART 4 — DISCIPLINARY ACTION, DISPUTES AND MEDIATION

- 12.1 The Community Junior Cricket Council (CJCC) publishes documents including but not limited to:
- (a) Players Code of Behaviour
 - (b) Parents Code of Behaviour
 - (c) Coaches Code of Behaviour
 - (d) Umpires Code of Behaviour
 - (e) Protests and Disputes
- 12.2 Matters arising concerning Rules, Codes of Behaviour, Reports, Protests and Disputes are to be dealt with according to policies and procedures published by the Community Junior Cricket Council (CJCC).
- 12.3 Subrule 12.1 and Subrule 12.2 do not limit the matters in relation to which the CJCC procedures may be referred to or followed.

PART 5 — COMMITTEE

Division 1 — Powers of Committee

13 Committee

- 13.1 The committee members are the persons who, as the management committee of the JLJCC, have the power to manage the affairs of the JLJCC.
- 13.2 Subject to the Act, these rules, the by-laws (if any) and any resolution passed at a general meeting, the committee has power to do all things necessary or convenient to be done for the proper management of the affairs of the JLJCC.
- 13.3 The committee must take all reasonable steps to ensure that the JLJCC complies with the Act, these rules and the by-laws (if any).
- 13.4 All JLJCC Committee Members (Executive and General) must read, understand and sign a copy of the Constitution of JLJCC. This must be completed by the second meeting of the new Committee after the AGM each year, and the signed document be attached to the minutes for that meeting.

Division 2 — Composition of Committee and duties of members

14 Committee members

- 14.1 The committee members consist of —
- 14.1.1 the office holders of the JLJCC; and
 - 14.1.2 at least two general committee members.
- 14.2 The committee must determine the maximum number of members who may be general committee members.
- 14.3 The following are the executive office holders of the JLJCC to be elected at the JLJCC AGM —
- 14.3.1 the President;
 - 14.3.2 the Vice President;
 - 14.3.3 the Secretary;
 - 14.3.4 the Treasurer;
 - 14.3.5 the Registrar.
- 14.4 A person may be a committee member if the person is —
- 14.4.1 an individual who has reached 18 years of age; and
 - 14.4.2 an ordinary member.
- 14.5 A person must not hold 2 or more of the offices mentioned in subrule 14.3 at the same time.
- 14.6 An Association Delegate is to be elected at either the JLJCC Annual General Meeting or at the first general committee meeting after the AGM. If a Delegate cannot be elected, a roster of committee members is to be established.
- 14.7 The Executive and the Committee will hold office for a period of one year.

15 President

- 15.1 It is the duty of the president to consult with the secretary regarding the business to be conducted at each committee meeting and general meeting.
- 15.2 The president has the powers and duties relating to convening and presiding at committee meetings and presiding at general meetings provided for in these rules.
- 15.3 Has a casting vote in the event of tied ballots.
- 15.4 Shall sign the minutes and all other necessary documents when confirmed.

16 Vice President

- 16.1 Shall take the Chair in the absence of the President.
- 16.2 Shall have the same duties and privileges as the President when to Chair the meeting.

17 Secretary

The Secretary has the following duties —

- 17.1 dealing with the JLJCC's correspondence;
- 17.2 consulting with the president regarding the business to be conducted at each committee meeting and general meeting;
- 17.3 preparing the notices required for meetings and for the business to be conducted at meetings;
- 17.4 unless another member is authorised by the committee to do so, maintaining on behalf of the JLJCC the register of members, and recording in the register any changes in the membership, as required under section 53(1) of the Act;
- 17.5 maintaining on behalf of the JLJCC an up-to-date copy of these rules, as required under section 35(1) of the Act;
- 17.6 unless another member is authorised by the committee to do so, maintaining on behalf of the JLJCC a record of committee members and other persons authorised to act on behalf of the JLJCC, as required under section 58(2) of the Act;
- 17.7 ensuring the safe custody of the books of the JLJCC, other than the financial records, financial statements and financial reports, as applicable to the JLJCC;
- 17.8 maintaining full and accurate minutes of committee meetings and general meetings;
- 17.9 Record and file the minutes.
- 17.10 Circulate the minutes to all Committee members and any other interested parties as approved by the JLJCC from time to time.
- 17.11 Record attendance and apologies at meetings.

18 Treasurer

The treasurer has the following duties —

- 18.1 ensuring that any amounts payable to the JLJCC are collected and issuing receipts for those amounts in the JLJCC's name;
- 18.2 ensuring that any amounts paid to the JLJCC are credited to the appropriate account of the JLJCC, as directed by the committee;
- 18.3 ensuring that any payments to be made by the JLJCC that have been authorised by the committee or at a general meeting are made on time as per rule 52;
- 18.4 ensuring that the JLJCC complies with the relevant requirements of Part 5 of the Act;
- 18.5 ensuring the safe custody of the JLJCC's financial records, financial statements and financial reports, as applicable to the JLJCC;
- 18.6 to present a monthly statement of receipts and payments at each committee meeting of the JLJCC;
- 18.7 coordinating the preparation of the JLJCC's financial statements before their submission to the JLJCC's annual general meeting;
- 18.8 providing any assistance required by an auditor or reviewer conducting an audit or review of the JLJCC's financial statements under Part 5 Division 5 of the Act;

19 Registrar

- 19.1 Shall keep and maintain an up to date Player Register, however that Player Register shall at no time form part of the records of the Club and will only be available to the Executive Committee and any appropriate person deemed by the Committee.
- 19.2 Distribute team lists to Coaches as necessary.

20 General committee members

- 20.1 Shall assist the Executive as necessary.

20.2 May form a sub-committee as required.

21 Association Delegate

- 21.1 Shall attend a minimum of three fourths of the meetings of the South West Metropolitan Junior Cricket Council (SWMJCC) each year.
- 21.2 If a meeting can not be attended by the delegate, the JLJCC committee may negotiate another committee member to attend.
- 21.3 Shall report all necessary information received from the meetings of the SWMJCC at each monthly meeting of the JLJCC committee.

Division 3 — Election of committee members and tenure of office

22 How members become Committee members

A member becomes a committee member if the member —

- 22.1 is elected to the committee at the annual general meeting (AGM); or
- 22.2 is appointed to the committee by the committee to fill a casual vacancy under rule 29.

23 Nomination of committee members

- 23.1 At least 28 days before an annual general meeting, the secretary must send written notice to all the members, calling for nominations for election to the committee.
- 23.2 A member may nominate for a specified position of office holder of the JLJCC or to be a general committee member.

24 Election of office holders

- 24.1 At the annual general meeting, a separate election must be held for each position of office holder of the JLJCC.
- 24.2 If there is no nomination for a position, the chairperson of the meeting may call for nominations from the ordinary members at the meeting.
- 24.3 If only one member has nominated for a position, the chairperson of the meeting must declare the Member elected to the position.
- 24.4 If more than one member has nominated for a position, the ordinary members at the meeting must vote in accordance with procedures that have been determined by the committee to decide who is to be elected to the position.
- 24.5 Each ordinary member present at the meeting may vote for one member who has nominated for the position.
- 24.6 On the member's election, the new president of the JLJCC may take over as the chairperson of the meeting.

25 Election of general committee members

- 25.1 At the committee meeting prior to the annual general meeting, the JLJCC must decide the maximum number of general committee members (if any) to hold office for the next year.
- 25.2 If the number of members nominating for the position of general committee member is not greater than the number to be elected, the chairperson of the meeting —
 - 25.2.1 must declare each of those members to be elected to the position; and
 - 25.2.2 may call for further nominations from the ordinary members at the meeting to fill any positions remaining unfilled after the elections under paragraph (a).
- 25.3 If —
 - 25.3.1 the number of members nominating for the position of general committee member is greater than the number to be elected; or
 - 25.3.2 the number of members nominating under subrule 12.2 (b) is greater than the number of positions remaining unfilled,
the ordinary members at the meeting must vote in accordance with procedures that have been determined by the committee to decide the members who are to be elected to the position of general committee member.
- 25.4 A member who has nominated for the position of general committee member may vote in accordance with that nomination.

26 Term of office

- 26.1 The term of office of a committee member begins when the member —
 - 26.1.1 is elected at an annual general meeting or under subrule 27.3 (b); or

- 26.1.2 is appointed to fill a casual vacancy under rule 29.
- 26.2 Subject to rule 28, a committee member holds office until the positions on the committee are declared vacant at the next annual general meeting.
- 26.3 A committee member may be re-elected.

27 Resignation and removal from office

- 27.1 A committee member may resign from the committee by written notice given to the secretary or, if the resigning member is the secretary, given to the president.
- 27.2 The resignation takes effect —
- 27.2.1 when the notice is received by the secretary or president; or
- 27.2.2 if a later time is stated in the notice, at the later time.
- 27.3 At a committee meeting, the JLJCC may by resolution —
- 27.3.1 remove a committee member from office; and
- 27.3.2 elect a member who is eligible under rule 14.4 to fill the vacant position.
- 27.4 A committee member who is the subject of a proposed resolution under subrule 27.3 (a) may make written representations (of a reasonable length) to the secretary or president and may ask that the representations be provided to the members.
- 27.5 The secretary or president may give a copy of the representations to each member or, if they are not so given, the committee member may require them to be read out at the general meeting at which the resolution is to be considered.

28 When membership of committee ceases

- A person ceases to be a committee member if the person —
- 28.1 dies or otherwise ceases to be a member; or
- 28.2 resigns from the committee or is removed from office under rule 27; or
- 28.3 becomes ineligible to accept an appointment or act as a committee member under section 39 of the Act;
- 28.4 becomes permanently unable to act as a committee member because of a mental or physical disability; or
- 28.5 fails to attend three (3) consecutive Committee meetings, of which the person has been given notice, without having notified the Committee that the person will be unable to attend.

29 Filling casual vacancies

- 29.1 The committee may appoint a member who is eligible under rule 14.4 to fill a position on the committee that —
- 29.1.1 has become vacant under rule 28; or
- 29.1.2 was not filled by election at the most recent annual general meeting or under subrule 27.3 (b).
- 29.2 If the position of secretary becomes vacant, the committee must appoint a member who is eligible under subrule 14.4 to fill the position within 14 days after the vacancy arises.
- 29.3 Subject to the requirement for a quorum under rule 35, the committee may continue to act despite any vacancy in its membership.
- 29.4 If there are fewer committee members than required for a quorum under rule 35, the committee may act only for the purpose of —
- 29.4.1 appointing committee members under this rule; or
- 29.4.2 convening a general meeting.

30 Validity of acts

The acts of a committee or subcommittee, or of a committee member or member of a subcommittee, are valid despite any defect that may afterwards be discovered in the election, appointment or qualification of a committee member or member of a subcommittee.

Division 4 — Committee meetings

31 Committee meetings

- 31.1 The committee must meet each calendar month on the dates and at the times and places determined by the committee, unless deemed unnecessary by the committee.
- 31.2 The date, time and place of the first committee meeting must be determined by the committee members as soon as practicable after the annual general meeting at which the committee members are elected.
- 31.3 Special committee meetings may be convened by the president or any 2 committee members.

32 Notice of committee meetings

- 32.1 Notice of each committee meeting must be given to each committee member at least 7 days before the time of the meeting.
- 32.2 The notice must state the date, time and place of the meeting.

33 Procedure and order of business

- 33.1 The president or, in the president's absence, the vice president must preside as chairperson of each committee meeting.
- 33.2 If the president and vice president are absent or are unwilling to act as chairperson of a meeting, the committee members at the meeting must choose one of them to act as chairperson of the meeting.
- 33.3 The procedure to be followed at a committee meeting must be determined from time to time by the committee.
- 33.4 The order of business at a committee meeting may be determined by the committee members at the meeting.
- 33.5 A member or other person who is not a committee member may attend a committee meeting if invited to do so by the committee.
- 33.6 A person invited under subrule 33.5 to attend a committee meeting —
 - 33.6.1.1 has no right to any agenda, minutes or other document circulated at the meeting; and
 - 33.6.1.2 must not comment about any matter discussed at the meeting unless invited by the committee to do so; and
 - 33.6.1.3 cannot vote on any matter that is to be decided at the meeting.
- 33.7 The committee may choose to allow a member attending under subrule 33.5 to participate entirely in the meeting, disregarding subrule 33.6.

34 Use of technology to be present at committee meetings

- 34.1 The presence of a committee member at a committee meeting need not be by attendance in person but may be by that committee member and each other committee member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
- 34.2 A member who participates in a committee meeting as allowed under subrule 34.1 is taken to be present at the meeting and, if the member votes at the meeting, the member is taken to have voted in person.

35 Quorum for committee meetings

- 35.1 Subject to rule 29.4, no business is to be conducted at a committee meeting unless a quorum is present.
- 35.2 Quorum for a committee meeting consists of:
 - 35.2.1 3 office bearers and
 - 35.2.2 2 general committee members
- 35.3 If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting —
 - 35.3.1 in the case of a special meeting — the meeting lapses; or
 - 35.3.2 otherwise, the meeting is adjourned to the same time, day and place in the following week.
- 35.4 If —
 - 35.4.1 a quorum is not present within 30 minutes after the commencement time of a committee meeting held under subrule 35.3(b); and
 - 35.4.2 at least 2 committee members are present at the meeting, those members present are taken to constitute a quorum.

36 Voting at committee meetings

- 36.1 Each committee member present at a committee meeting has one vote on any question arising at the meeting.
- 36.2 A motion is carried if a majority of the committee members present at the committee meeting vote in favour of the motion.
- 36.3 If the votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
- 36.4 A vote may take place by the committee members present indicating their agreement or disagreement or by a show of hands, unless the committee decides that a secret ballot is needed to determine a particular question.

- 36.5 If a secret ballot is needed, the chairperson of the meeting must decide how the ballot is to be conducted.

37 Minutes of committee meetings

- 37.1 The committee must ensure that minutes are taken and kept of each committee meeting.
- 37.2 The minutes must record the following —
- 37.2.1 the names of the committee members present at the meeting;
 - 37.2.2 the name of any person attending the meeting under subrule 33.5 and rule 34;
 - 37.2.3 the business considered at the meeting;
 - 37.2.4 any motion on which a vote is taken at the meeting and the result of the vote.
- 37.3 The minutes of a committee meeting must be entered in the JLJCC's minute file within 30 days after the meeting is held.
- 37.4 The president must ensure that the minutes of a committee meeting are reviewed and signed as correct by —
- 37.4.1 the chairperson of the meeting; or
 - 37.4.2 the chairperson of the next committee meeting.
- 37.5 When the minutes of a committee meeting have been signed as correct they are, until the contrary is proved, evidence that —
- 37.5.1 the meeting to which the minutes relate was duly convened and held; and
 - 37.5.2 the matters recorded as having taken place at the meeting took place as recorded; and
 - 37.5.3 any appointment purportedly made at the meeting was validly made.

Division 5 — Subcommittees and subsidiary offices

38 Subcommittees and subsidiary offices

- 38.1 To help the committee in the conduct of the JLJCC's business, the committee may, in writing, do either or both of the following —
- 38.1.1 appoint one or more subcommittees;
 - 38.1.2 create one or more subsidiary offices and appoint people to those offices.
- 38.2 A subcommittee will comprise a quorum of three members, one of which shall be an executive office bearer.
- 38.2.1 Subcommittees shall present reports to the JLJCC Committee meetings; and
 - 38.2.2 Subcommittees shall be elected, appointed and dissolved as required.
- 38.3 A person may be appointed to a subsidiary office whether or not the person is a member.
- 38.4 Subject to any directions given by the committee —
- 38.4.1 a subcommittee may meet and conduct business as it considers appropriate; and
 - 38.4.2 the holder of a subsidiary office may carry out the functions given to the holder as the holder considers appropriate.
- 38.5 A holder of a subsidiary office must hold and present for viewing by the committee, a current Western Australian Working With Children Check.

39 Delegation to subcommittees and holders of subsidiary offices

- 39.1 In this rule —
- non-delegable duty** means a duty imposed on the committee by the Act or another written law.
- 39.2 The committee may, in writing, delegate to a subcommittee or the holder of a subsidiary office the exercise of any power or the performance of any duty of the committee other than —
- 39.2.1 the power to delegate; and
 - 39.2.2 a non-delegable duty.
- 39.3 A power or duty, the exercise or performance of which has been delegated to a subcommittee or the holder of a subsidiary office under this rule, may be exercised or performed by the subcommittee or holder in accordance with the terms of the delegation.
- 39.4 The delegation may be made subject to any conditions, qualifications, limitations or exceptions that the committee specifies in the document by which the delegation is made.
- 39.5 The delegation does not prevent the committee from exercising or performing at any time the power or duty delegated.
- 39.6 Any act or thing done by a subcommittee or by the holder of a subsidiary office, under the delegation has the same force and effect as if it had been done by the committee.
- 39.7 The committee may, in writing, amend or revoke the delegation.

PART 6 — GENERAL MEETINGS OF ASSOCIATION

40 Annual general meeting

- 40.1 The committee must determine the date, time and place of the annual general meeting.
- 40.2 If it is proposed to hold the annual general meeting more than 6 months after the end of the JLJCC's financial year, the secretary must apply to the Commissioner for permission under section 50(3)(b) of the Act within 4 months after the end of the financial year.
- 40.3 The ordinary business of the annual general meeting is as follows —
 - 40.3.1 to confirm the minutes of the previous annual general meeting and of any special general meeting held since then if the minutes of that meeting have not yet been confirmed; 40.3.2 to receive and consider —
 - 40.3.2.1 the committee's annual report on the JLJCC's activities during the preceding financial year; and
 - 40.3.2.2 the financial statements of the JLJCC for the preceding financial year presented under Part 5 of the Act; and
 - 40.3.2.3 if required to be presented for consideration under Part 5 of the Act, a copy of the report of the review or auditor's report on the financial statements or financial report; 40.3.3 to elect the executive office holders of the JLJCC and other committee members;
 - 40.3.4 if applicable, to appoint or remove a reviewer or auditor of the JLJCC in accordance with the Act;
- 40.4 Any other business of which notice has been given in accordance with these rules may be conducted at the annual general meeting.

41 Special general meetings

- 41.1 The committee may convene a special general meeting.
- 41.2 The committee must convene a special general meeting if at least 20% of the members require a special general meeting to be convened.
- 41.3 The members requiring a special general meeting to be convened must —
 - 41.3.1 make the requirement by written notice given to the secretary; and 41.3.2 state in the notice the business to be considered at the meeting; and 41.3.3 each sign the notice.
- 41.4 The special general meeting must be convened within 28 days after notice is given under subrule 41.3 (a)
- 41.5 If the committee does not convene a special general meeting within that 28 day period, the members making the requirement (or any of them) may convene the special general meeting.
- 41.6 A special general meeting convened by members under subrule 41.5 —
 - 41.6.1 must be held within 3 months after the date the original requirement was made; and
 - 41.6.2 may only consider the business stated in the notice by which the requirement was made.

42 Notice of general meetings

- 42.1 The secretary or, in the case of a special general meeting convened under subrule 41(5), the members convening the meeting, must give to each member —
 - 42.1.1 at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
 - 42.1.2 at least 14 days' notice of a general meeting in any other case.
- 42.2 The notice must —
 - 42.2.1 specify the date, time and place of the meeting; and
 - 42.2.2 indicate the general nature of each item of business to be considered at the meeting; and
 - 42.2.3 if the meeting is the annual general meeting, include the positions available for nomination to the committee as per rule 23.1; and
 - 42.2.4 if a special resolution is proposed —
 - 42.2.4.1 set out the wording of the proposed resolution as required by section 51(4) of the Act; and
 - 42.2.4.2 state that the resolution is intended to be proposed as a special resolution; and
 - 42.2.4.3 comply with rule 43(7).

43 Proxies

- 43.1 Subject to subrule 43.2, an ordinary member may appoint an individual who is an ordinary member as his or her proxy to vote and speak on his or her behalf at a general meeting.
- 43.2 An ordinary member may be appointed the proxy for not more than 5 other members.

- 43.3 The appointment of a proxy must be in writing and signed by the member making the appointment.
- 43.4 The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf.
- 43.5 If no instructions are given to the proxy, the proxy may vote on behalf of the member in any matter as the proxy sees fit.
- 43.6 If the committee has approved a form for the appointment of a proxy, the member may use that form or any other form —
- 43.6.1 that clearly identifies the person appointed as the member's proxy; and
 - 43.6.2 that has been signed by the member.
- 43.7 Notice of a general meeting given to an ordinary member under rule 42 must —
- 43.7.1 state that the member may appoint an individual who is an ordinary member as a proxy for the meeting; and
 - 43.7.2 include a copy of any form that the committee has approved for the appointment of a proxy.
- 43.8 A form appointing a proxy must be given to the secretary before the commencement of the general meeting for which the proxy is appointed.
- 43.9 A form appointing a proxy sent by post or electronically is of no effect unless it is received by the JLJCC not later than 24 hours before the commencement of the meeting.

44 Use of technology to be present at general meetings

- 44.1 The presence of a member at a general meeting need not be by attendance in person but may be by that member and each other member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
- 44.2 A member who participates in a general meeting as allowed under subrule 44.1 is taken to be present at the meeting and, if the member votes at the meeting, the member is taken to have voted in person.

45 Presiding member and quorum for general meetings

- 45.1 The president or, in the president's absence, the vice president must preside as chairperson of each general meeting.
- 45.2 If the president and vice president are absent or are unwilling to act as chairperson of a general meeting, the committee members at the meeting must choose one of them to act as chairperson of the meeting.
- 45.3 No business is to be conducted at a general meeting unless a quorum is present.
- 45.4 A quorum for JLJCC general meetings is
- 45.4.1 3 office bearers and
 - 45.4.2 2 general committee members and
 - 45.4.3 2 ordinary members.
- 45.5 If a quorum is not present within 30 minutes after the notified commencement time of a general meeting —
- 45.5.1 in the case of a special general meeting — the meeting lapses; or
 - 45.5.2 in the case of the annual general meeting — the meeting is adjourned to —
 - 45.5.2.1 the same time and day in the following week; and
 - 45.5.2.2 the same place, unless the chairperson specifies another place at the time of the adjournment or written notice of another place is given to the members before the day to which the meeting is adjourned.
- 45.6 If —
- 45.6.1 a quorum is not present within 30 minutes after the commencement time of an annual general meeting held under subrule 45.4 (b); and
 - 45.6.2 at least 2 ordinary members are present at the meeting, those members present are taken to constitute a quorum.

46 Adjournment of general meeting

- 46.1 The chairperson of a general meeting at which a quorum is present may, with the consent of a majority of the ordinary members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- 46.2 Without limiting subrule 46.1, a meeting may be adjourned —
- 46.2.1 if there is insufficient time to deal with the business at hand; or
 - 46.2.2 to give the members more time to consider an item of business.

- 46.3 No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- 46.4 Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 42.

47 Voting at general meeting

- 47.1 On any question arising at a general meeting —
- 47.1.1 subject to subrule 47.4, each ordinary member has one vote; and
- 47.1.2 ordinary members may vote personally or by proxy.
- 47.2 Except in the case of a special resolution, a motion is carried if a majority of the ordinary members present at a general meeting vote in favour of the motion.
- 47.3 In the case of a special resolution, the special resolution is passed if voted for by the votes of not less than three-fourths of the members who cast a vote at the meeting.
- 47.4 If votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
- 47.5 If the question is whether or not to confirm the minutes of a previous general meeting, only members who were present at that meeting may vote.
- 47.6 For a person to be eligible to vote at a general meeting as an ordinary member, the ordinary member —
- 47.6.1 must have been an ordinary member at the time notice of the meeting was given under rule 42; and
- 47.6.2 must have paid any fee or other money payable to the JLJCC by the member.

48 When special resolutions are required

- 48.1 A special resolution is required if it is proposed at a general meeting —
- 48.1.1 to affiliate the JLJCC with another body; or
- 48.1.2 to request the Commissioner to apply to the State Administrative Tribunal under section 109 of the Act for the appointment of a statutory manager.
- 48.1.3 to alter these rules, including changing the name of the association (section 30(1) of the Act);
- 48.1.4 to approve the terms of an amalgamation with one or more other incorporated associations (section 102(4) of the Act);
- 48.1.5 to be wound up voluntarily (section 121(2) of the Act) or by the Supreme Court (section 124(a) and Schedule 4 item 9 of the Act);
- 48.1.6 to cancel its incorporation (section 129 of the Act).
- 48.2 Subrule 48.1 does not limit the matters in relation to which a special resolution may be proposed.

49 Determining whether resolution carried

- 49.1 In this rule —
- poll** means the process of voting in relation to a matter that is conducted in writing.
- 49.2 Subject to subrule 49.4, the chairperson of a general meeting may, on the basis of general agreement or disagreement or by a show of hands, declare that a resolution has been —
- 49.2.1 carried; or
- 49.2.2 carried unanimously; or
- 49.2.3 carried by a particular majority; or
- 49.2.4 lost.
- 49.3 If the resolution is a special resolution, the declaration under subrule 49.2 must identify the resolution as a special resolution.
- 49.4 If a poll is demanded on any question by the chairperson of the meeting or by at least 3 other ordinary members present in person or by proxy —
- 49.4.1 the poll must be taken at the meeting in the manner determined by the chairperson;
- 49.4.2 the chairperson must declare the determination of the resolution on the basis of the poll.
- 49.5 If a poll is demanded on the election of the chairperson or on a question of an adjournment, the poll must be taken immediately.
- 49.6 If a poll is demanded on any other question, the poll must be taken before the close of the meeting at a time determined by the chairperson.
- 49.7 A declaration under subrule 49.2 or subrule 49.4 must be entered in the minutes of the meeting, and the entry is, without proof of the voting in relation to the resolution, evidence of how the resolution was determined.

50 Minutes of general meeting

- 50.1 The secretary, or a person authorised by the committee from time to time, must take and keep minutes of each general meeting.
- 50.2 The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- 50.3 In addition, the minutes of each annual general meeting must record —
 - 50.3.1 the names of the ordinary members attending the meeting; and
 - 50.3.2 any proxy forms given to the chairperson of the meeting under rule 43.8; and
 - 50.3.3 the financial statements or financial report presented at the meeting, as referred to in rule 40.3 (b)(ii); and
 - 50.3.4 any report of the review or auditor's report on the financial statements or financial report presented at the meeting, as referred to in rule 40.3 (b)(iii).
- 50.4 The minutes of a general meeting must be entered in the JLJCC's minute file within 30 days after the meeting is held.
- 50.5 The chairperson must ensure that the minutes of a general meeting are reviewed and signed as correct by —
 - 50.5.1 the chairperson of the meeting; or
 - 50.5.2 the chairperson of the next general meeting.
- 50.6 When the minutes of a general meeting have been signed as correct they are, in the absence of evidence to the contrary, taken to be proof that —
 - 50.6.1 the meeting to which the minutes relate was duly convened and held; and
 - 50.6.2 the matters recorded as having taken place at the meeting took place as recorded; and
 - 50.6.3 any election or appointment purportedly made at the meeting was validly made.

PART 7 — FINANCIAL MATTERS

51 Source of funds

The funds of the JLJCC may be derived from registration fees, donations, fund-raising activities, grants, interest and any other sources approved by the committee.

52 Control of funds

- 52.1 The JLJCC must keep open an account in the name of the JLJCC with a financial institution from which all expenditure of the JLJCC is made and into which all funds received by the JLJCC are deposited.
- 52.2 Subject to any restrictions imposed at a general meeting, the committee may approve expenditure on behalf of the JLJCC.
- 52.3 The committee may authorise the treasurer to expend funds on behalf of the JLJCC up to a specified limit without requiring approval from the committee for each item on which the funds are expended.
- 52.4 All authorised payments by cheque, electronic funds transfer, direct debit, debit card, or BPay, for the JLJCC must be signed by any one of the President, Treasurer or Secretary
- 52.5 All funds of the JLJCC must be deposited into the JLJCC's account within 5 working days after their receipt.

53 Financial statements and financial reports

- 53.1 For each financial year, the committee must ensure that the requirements imposed on the JLJCC under Part 5 of the Act relating to the financial statements or financial report of the JLJCC are met.
- 53.2 Without limiting subrule 53.1, those requirements include —
 - 53.2.1 the preparation of the financial statements; and
 - 53.2.2 if required, the review or auditing of the financial statements; and
 - 53.2.3 the presentation to the annual general meeting of the financial statements; and
 - 53.2.4 if required, the presentation to the annual general meeting of the copy of the report of the review or auditor's report, as applicable, on the financial statements.

PART 8 — GENERAL MATTERS

54 By-laws

- 54.1 The JLJCC may, by resolution at a general meeting, make, amend or revoke by-laws.
- 54.2 By-laws may —

- 54.2.1 provide for the rights and obligations that apply to any classes of membership listed under rule 9.1; and
- 54.2.2 impose restrictions on the committee's powers, including the power to dispose of the JLJCC's assets; and
- 54.2.3 impose requirements relating to the financial reporting and financial accountability of the JLJCC and the auditing of the JLJCC's accounts; and
- 54.2.4 provide for any other matter the JLJCC considers necessary or convenient to be dealt with in the by-laws.
- 54.3 A by-law is of no effect to the extent that it is inconsistent with the Act, the regulations or these rules.
- 54.4 Without limiting subrule 54.3, a by-law made for the purposes of subrule 54.2 (c) may only impose requirements on the JLJCC that are additional to, and do not restrict, a requirement imposed on the JLJCC under Part 5 of the Act.
- 54.5 At the request of a member, the JLJCC must make a copy of the by-laws available for inspection by the member.

55 Executing documents and common seal

- 55.1 The JLJCC may execute a document without using a common seal if the document is signed by —
 - 55.1.1 2 committee members; or
 - 55.1.2 one committee member and a person authorised by the committee.
- 55.2 If the JLJCC has a common seal —
 - 55.2.1 the name of the JLJCC must appear in legible characters on the common seal; and
 - 55.2.2 a document may only be sealed with the common seal by the authority of the committee and in the presence of —
 - 55.2.2.1 2 committee members; or
 - 55.2.2.2 one committee member and a person authorised by the committee, and each of them is to sign the document to attest that the document was sealed in their presence.
 - 55.2.3 The secretary must make a written record of each use of the common seal.
 - 55.2.4 The common seal must be kept in the custody of the secretary or another committee member authorised by the committee.

56 Giving notices to members

- 56.1 In this rule —
 - recorded means* recorded in the register of members.
- 56.2 A notice or other document that is to be given to a member under these rules is taken not to have been given to the member unless it is in writing and —
 - 56.2.1 delivered by hand to the recorded address of the member; or
 - 56.2.2 sent by prepaid post to the recorded postal address of the member; or
 - 56.2.3 sent by facsimile or electronic transmission to an appropriate recorded number or recorded electronic address or email address of the member.

57 Custody of books and securities

- 57.1 Subject to subrule 57.2, the books and any securities of the JLJCC must be kept in the secretary's custody or under the secretary's control.
- 57.2 The financial records and, as applicable, the financial statements or financial reports of the JLJCC must be kept in the treasurer's custody or under the treasurer's control.
- 57.3 Subrule 57.1 and subrule 57.2 have effect except as otherwise decided by the committee.
- 57.4 The books of the JLJCC must be retained for at least 7 years.

58 Record of office holders

The record of committee members and other persons authorised to act on behalf of the JLJCC that is required to be maintained under section 58(2) of the Act must be kept in the secretary's custody or under the secretary's control.

59 Inspection of records and documents

- 59.1 Subrule 59.2 applies to a member who wants to inspect —
 - 59.1.1 the register of members under section 54(1) of the Act; or

- 59.1.2 the record of the names and addresses of committee members, and other persons authorised to act on behalf of the JLJCC, under section 58(3) of the Act; or
- 59.1.3 any other record or document of the association.
- 59.2 The member must contact the secretary to make the necessary arrangements for the inspection.
- 59.3 The inspection must be free of charge.
- 59.4 If the member wants to inspect a document that records the minutes of a committee meeting, the right to inspect that document is subject to any decision the committee has made about minutes of committee meetings generally, or the minutes of a specific committee meeting, being available for inspection by members.
- 59.5 The member may make a copy of or take an extract from a record or document referred to in subrule 59.1 (c) but does not have a right to remove the record or document for that purpose.
- 59.6 The member must not use or disclose information in a record or document referred to in subrule 59.1 (c) except for a purpose —
- 59.6.1 that is directly connected with the affairs of the JLJCC; or
- 59.6.2 that is related to complying with a requirement of the Act.

60 Distribution of surplus property on cancellation of incorporation or winding up

- 60.1 In this rule —
- surplus property**, in relation to the JLJCC, means property remaining after satisfaction of —
- 60.1.1 the debts and liabilities of the JLJCC; and
- 60.1.2 the costs, charges and expenses of winding up or cancelling the incorporation of the JLJCC, but does not include books relating to the management of the JLJCC.
- 60.2 On the cancellation of the incorporation or the winding up of the JLJCC, its surplus property must not be paid or distributed among the members of the JLJCC, but must be transferred to the incorporated association listed in subrule 4.1, as per section 24(1a) of the Act.

61 Alteration of rules

If the JLJCC wants to alter or rescind any of these rules, or to make additional rules, the JLJCC may do so only by special resolution and by otherwise complying with Part 3 Division 2 of the Act.