



Glenelg Surf Life Saving Club Incorporated

The Foreshore (PO Box 39)

Glenelg SA 5045

("GSLSC")

ABN: 62 134 772 716

CONSTITUTION

17th March 2017

Glenelg Surf Life Saving Club Incorporated

THE CONSTITUTION

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Glenelg Surf Life Saving Club Incorporated ("GSLSC")

CONSTITUTION

1. NAME AND INTERPRETATION

1.1 Name

The organisation shall be known as 'Glenelg Surf Life Saving Club Incorporated' ("GSLSC"). The Club is affiliated with Surf Life Saving South Australia Inc, is endorsed by the Australian Taxation Office as being a public benevolent institution and is a charitable institution.

1.2 Definitions

In this Constitution, unless the context or subject matter shall otherwise require:

"Act" means the Associations Incorporation Act 1985 (SA) as amended from time to time.

"Area of Control" means the area approved by SLSSA as being under the control of GSLSC.

"Board" means the Board of Management of GSLSC established under **clause 11**.

"Board member" means a member of the Board.

"Club" means the Glenelg Surf Life Saving Club Incorporated.

"Commission" means the Corporate Affairs Commission.

"GSLSC" means the Glenelg Surf Life Saving Club Incorporated.

"Intellectual Property" means any intellectual or industrial property owned by GSLSC including, but not limited to, logos, trademarks, copyright and names in any surf lifesaving equipment, product, publication or event developed by GSLSC.

"Member" means a member of GSLSC under **clause 5**.

"Officer" means any member elected or appointed to any position as described in **clause 7**.

"Season" means the period commencing on 1st October in any one year to 30th September the following year.

"SLSA" means Surf Life Saving Australia Ltd. For the avoidance of doubt SLSA is the supreme controlling authority for the whole organisation of surf lifesaving in Australia within the limitations of its powers as set out in the constitution of SLSA.

"SLSSA" means Surf Life Saving South Australia Incorporated.

1.3 Interpretation

In this Constitution, unless the contrary intention appears:

- (a) words imputing the masculine gender shall include the feminine gender;

- (b) words denoting the singular include the plural and vice versa;
- (c) a reference to a person or entity includes a natural person, a partnership, corporation, trust, association, unincorporated body, authority or other entity;
- (d) headings and the table of contents (if any) are for convenience only and do not affect interpretation;
- (e) where a word or phrase is defined, its other grammatical forms have a corresponding meaning;
- (f) a reference to any document is a reference to that document (and, where applicable, any of its provisions) as amended, novated, supplemented or replaced from time to time;
- (g) a reference to a party to this document includes that party's executors, administrators, successors and permitted assigns;
- (h) a reference to any legislation or legislative provision includes any regulations or other delegated legislation or instruments made or issued under it and any consolidations, amendments, re-enactments or replacements of it and them and any of them;
- (i) the word "including" is not to be treated as a word of limitation; and
- (j) where the GSLSC Constitution and By-Laws are silent on any matter then GSLSC will be deemed to have adopted the Constitution and By-Laws and Regulations of SLSA and SLSSA.

2. OBJECTS OF GSLSC

GSLSC is a charitable service provider of emergency services. The objects for which GSLSC is established are to:

- (a) participate as a member of a single uniform entity through and by which surf lifesaving and the preservation of life in the aquatic environment within South Australia can be conducted, promoted and administered;
- (b) conduct, promote, advance and control the work of surf lifesaving in the Area of Control, its many aspects devoted to aquatic safety and management and the preservation of life in the aquatic environment;
- (c) produce, develop, create, licence and otherwise exploit, use and protect the Intellectual Property;
- (d) cooperate with any organisations in improving methods of lifesaving (whether in aquatic environment or elsewhere) and the securing of public recognition and financial support for Life Saving Institutions;
- (e) strive for Governmental, commercial and public recognition of SLSSA as the authority on aquatic safety and management within South Australia;
- (g) draft and promulgate such rules as may be necessary for the management and control of surf lifesaving and related activities and the preservation of life in the aquatic environment and so far as local conditions permit secure uniformity in such rules;
- (h) extend the operations and/or teachings of SLSSA within the Area of Control ;
- (i) further develop surf lifesaving into an organised institution and with these objects in view, to foster, regulate, organise and manage examinations, competitions, displays and other activities and to issue badges, medallions and certificates and award trophies to successful Members;
- (j) ensure that environmental considerations are taken into account in all surf lifesaving and related activities conducted by GSLSC;
- (k) promote the health and safety of Members and all other users of the aquatic environment and seek and obtain improved facilities for their enjoyment;

- (l) encourage Members to realise their potential and athletic abilities by extending to them the opportunity of education and participation in surf lifesaving activities, regardless of gender or age, within the limits of membership categories;
- (m) encourage and promote performance enhancing drug free competition / environment;
- (n) recommend and support awards to Members and others, in honourable public recognition of hard and meritorious rescues from the sea, deeds of exceptional bravery from time to time performed in the course of lifesaving and other distinguished services and acts;
- (o) recommend and support where appropriate, recognition for Members to obtain awards, civil honours or public recognition for services to surf lifesaving or other fields of endeavour;
- (p) promote uniformity of laws for the control and regulation of the aquatic environment and, where practicable and lawful, assist the authorities in enforcing these laws;
- (q) effect such purposes as may be necessary in the interests of surf lifesaving and the aquatic environment;
- (r) enforce the observance of the policies, rules and regulations and written directions from time to time of SLSSA and SLSA, deal with any infringement thereof, and adjudicate upon all disputes and difficulties between Members;
- (s) act as arbiter on matters pertaining to the conduct of surf lifesaving in the Area of Control, including disciplinary matters, and refer matters to SLSSA, as appropriate;
- (t) represent the interests of its Members and of surf lifesaving generally in any appropriate forum;
- (u) have regard to the public interest in its operations; and
- (v) undertake or do all such things or activities as may appear to GSLSC to be incidental or conducive to the advancement of these objects and to conduct the affairs of GSLSC in a way that strives to achieve a surplus cash position at the end of each financial year.

3. POWERS OF GSLSC

Solely for furthering the objects set out above GSLSC has the powers set out in section 25 of the Act, including the power to:

- (a) acquire by purchase, exchange or otherwise, whether for an estate in fee simple or for any less estate, lands, tenements or hereditaments of any tenure whether subject or not to any charges or encumbrances and to erect, replace, maintain, reconstruct, adapt and furnish any offices or other buildings thereon and to sell, let, alienate, mortgage, charge or deal with all or any such lands, tenements or hereditaments or any part of them;
- (b) purchase, take on lease or in exchange or otherwise acquire any real or personal estate which may be deemed necessary or convenient for any of the objects of GSLSC and to sell, manage, lease, mortgage, give in exchange, dispose of or otherwise deal with the same or any part thereof;
- (c) construct, maintain and alter any houses, buildings or works necessary or convenient for the objects of GSLSC;
- (d) borrow and raise money in such manner as GSLSC may think fit;
- (e) raise or borrow money on bonds or mortgage or other security of any property held for or on behalf of GSLSC or without any such security and upon such terms as GSLSC shall think fit;
- (f) invest any monies of GSLSC not immediately required in such manner as may from time to time be determined by GSLSC provided such funds shall be invested in securities as defined in the Trustee Act of South Australia;
- (g) pursue through itself or others, such commercial arrangements, including sponsorship and marketing opportunities as are appropriate to further the objects GSLSC;

- (h) do all or any of the matters authorised either alone or in conjunction with any person, company or unincorporated body or by through any factors, trustees or agents;
- (i) take any donation, bequest, gift of property etc, whether subject to any special trust or not for any one or more of the objects of GSLSC;
- (j) take such steps by personal or written appeals, public meetings or otherwise as may from time to time be deemed expedient for the purposes of procuring contributions to the funds of GSLSC in the shape of donations, annual subscriptions or otherwise;
- (k) print and publish newspapers, periodicals, books or leaflets that GSLSC may think desirable for the promotion of its objects;
- (l) appoint, hire, employ, remove, replace or reinstate secretaries, managers, servants, employees, agents and other persons in and for the carrying out of the objects of GSLSC and to define duties and to pay them in return for services rendered to GSLSC, salaries, wages and gratuities;
- (m) establish and maintain corporate entities to carry on and conduct the business affairs and undertakings, or any aspect thereof of GSLSC and for that purpose, utilise any of the assets of or held on behalf of GSLSC;
- (n) promote any other person or company for any purpose calculated to benefit GSLSC;
- (o) purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the companies, institutions, societies or associations whose activities or purposes are similar to those of SLSSA or generally for any purpose calculated to benefit GSLSC;
- (p) advance the interests of SLSSA and other Clubs;
- (q) carry on any other activity whatsoever which is considered to directly or indirectly enhance or further the interests of GSLSC; and
- (r) investigate any breaches of Constitutional Rules or any behaviour that may bring GSLSC or SLSSA into disrepute. To avoid confusion, where the alleged behaviour is, or could be reasonably construed as being, a prima facie breach of a legislated statute or common law, the actions of the person concerned must be brought as soon as reasonably possible to the attention of the South Australia Police or other relevant Government authority for appropriate subsequent action.

4. AFFILIATION WITH SLSSA

- 4.1** SLSSA is a member of SLSA and, subject to the powers of SLSA, is the controlling authority of surf lifesaving within South Australia.
- 4.2** GSLSC is an affiliated member of SLSSA and recognises SLSSA as the controlling authority of surf lifesaving within South Australia.
- 4.3** GSLSC is recognised by SLSSA as the controlling authority of surf lifesaving in the Area of Control.
- 4.4** GSLSC shall apply annually for renewal of affiliation with SLSSA. Such application for renewal of affiliation must be made prior to the date of the annual general meeting of SLSSA and payment of any fees that may from time to time be determined by SLSSA shall be paid prior to the start of the annual general meeting.
- 4.5** Prior to applying for renewal of affiliation GSLSC must:

- (a) Advise SLSSA whether it has adopted any changes to its Constitution in the preceding twelve (12) months. If any amendments have been adopted then a complete new copy of the document must be submitted to SLSSA.
- (b) Submit an annual schedule summary as circulated annually by SLSSA.

4.6 GSLSC will not be granted affiliation with SLSSA unless it is, and remains, a registered incorporated association, or is in the process of registering under the Act, nor will it remain affiliated with SLSSA unless it subscribes to the Constitution and By-laws of SLSSA and to the Constitution and Regulations of SLSC.

5. MEMBERSHIP OF GSLSC

5.1 Members

The Glenelg SLSC may have Members in the following categories (as prescribed in the By-Laws):

- (a) Probationary
- (b) Junior Activity (Nipper 5-13 years)
- (c) Cadet (13-15 years)
- (d) Active (15-18 years)
- (e) Active (18 years and over)
- (f) Reserve Active
- (g) General
- (h) Long Service
- (i) Award
- (j) Associate
- (k) Honorary
- (l) Social
- (m) Vice President
- (n) Life
- (o) Life Governor
- (p) Absentee

5.2 Rights and Obligations

Subject to this Constitution, appointment to, and the rights and obligations of membership and for each category of membership in GSLSC, shall be as prescribed in the By-Laws from time to time.

5.3 Membership Fees

- (a) The membership fees shall be determined from time to time by the Board and General and Junior membership of GSLSC shall be contingent upon the payment of such membership fees.
- (b) All membership fees shall fall due and payable by no later than 30th November in each calendar year.
- (c) Any Member in arrears cannot renew membership of GSLSC until such arrears have been paid in full, nor shall that Member be granted a clearance to any other Surf Life Saving Club.

5.4 Members to be Bound by this Constitution and Other Authorities

Pursuant to Section 23 of the Act, Members of GSLSC agree to be bound at all times by this Constitution and the By-Laws of GSLSC. Furthermore, GSLSC and all Members of GSLSC agree to be bound by the Constitution, Regulations,

Resolutions and Manuals of SLSA, the Constitution and By-Laws of SLSSA, and any Resolutions and Manuals of SLSSA. Where there is any conflict, the Constitution, Regulations, Resolutions and Manuals of SLSA will take precedence.

5.5 Conduct of Members

No Member shall act in any manner which may be reasonably calculated to have (or to have been likely to have) caused harm to any other Member or to have been detrimental, prejudicial or adverse to the best interests or reputation of GSLSC, SLSSA or SLSA. Any instances of alleged misconduct by a Member shall be dealt with in accordance with this Constitution and the By-Laws.

5.6 Patron and Vice Patron

Unless decided otherwise at any General Meeting of the Club the position of Patron shall be offered to the Mayor of the City of Holdfast Bay and that of Vice Patron to the Parliamentary Member for the State seat of Morphett. In the event of a refusal to accept the position by the incumbent of either position, the Board shall determine an alternative nominee who shall be eligible to hold such position until a change of the incumbency.

5.7 Vice President

Vice Presidency of GSLSC may be conferred on any person who in the opinion of at least four-fifths (4/5's) of the Life Membership Committee has rendered and will continue to provide significant service to GSLSC, provided that any such nomination is approved by a simple majority of the Members voting by secret ballot at the Annual General Meeting next held after the nomination(s). Those elected to the position of Vice President shall retain such position until a recommendation for removal from this position is put to an Annual General Meeting by the Life Membership Committee which has agreed such recommendation by a four-fifths (4/5's) majority and such recommendation is approved by a simple majority of the Members voting by secret ballot.

5.8 Life Member

Life Membership may be conferred on any Member who in the opinion of at least four-fifths (4/5's) of the Life Membership Committee has rendered outstanding and/or extraordinary service to GSLSC, provided that such nomination is approved by a three-fourths (3/4's) majority of Members voting by secret ballot at the Annual General Meeting next held after the nomination. For the avoidance of doubt, guiding principles shall be detailed in the By-Laws.

5.9 Life Governor

The honour of the position of Life Governor of GSLSC shall be available only to those Members who have been granted Life Membership and who in the opinion of at least four-fifths (4/5's) of the Life Membership Committee have subsequently continued to render distinguished and extraordinary service to GSLSC over a significant period of years, provided that such nomination is approved by a three-fourths (3/4's) majority of Members voting by secret ballot at the Annual General Meeting next held after the nomination. For the avoidance of doubt, guiding principles shall be detailed in the By-Laws.

5.10 Cessation of Membership

- (a) A Member ceases to be a Member of GSLSC if his or her membership with GSLSC is withdrawn pursuant to **clause 5.12**, or terminated in accordance with this Constitution.
- (b) A Life Governor, Life Member or a Vice President ceases to be a Member of GSLSC if that Member:
 - (i) dies;
 - (ii) is expelled; or
 - (iii) resigns as Member.

- (c) Upon a Member ceasing to be a Member of GSLSC their membership rights cease.

5.11 Suspension and Termination of Life Governor, Life Member or Vice President

- (a) A Life Governor, Life Member or Vice President can only be expelled or have their membership rights suspended by a resolution passed at a General Meeting of GSLSC.
- (b) Subject to **clauses 5.10(b) (i) and (iii), and 5.10(c)**, if a Life Governor, Life Member or Vice President:
- (i) breaches any provision of any Constitution, By-Laws, Regulations or Resolutions that are binding on that Member; or
- (ii) or which breaches the provisions of **clause 5.5**;
- the General Meeting may expel that Life Governor, Life Member or Vice President or suspend their membership rights for a period as the General Meeting thinks fit.
- (c) GSLSC in General Meeting cannot expel a Life Governor, Life Member or Vice President or suspend the membership rights of that Member unless the General Meeting:
- (i) gives that Life Governor, Life Member or Vice President not less than fourteen (14) days written notice of its intention to propose a resolution referred to in **clause 5.11(b)**; and
- (ii) allows the Life Governor, Life Member or Vice President a reasonable opportunity to present reasons why he should not be expelled or have his membership rights suspended.

5.12 Withdrawal and Termination of Membership

- (a) Any Member desirous of withdrawing or resigning from membership shall give notice in writing to that effect to the Board and on discharging all arrears and obtaining approval by the Board such resignation will become effective.
- (b) Any Member may have their membership terminated pursuant to the provisions of this Constitution and the By-Laws of GSLSC. Termination automatically involves the cancellation of membership and all rights of such Member. Notwithstanding this, any Member who has been subject to a membership termination, may formally apply to the Board for re-admission to membership of GSLSC in the season following the termination, unless precluded from doing so by the terms of the termination. Every such application must be the subject of a review by the Board, which shall, in its absolute discretion, determine if the applicant's re-admittance to membership is in the best interests of GSLSC. Furthermore, the Board shall retain the right, again in its absolute discretion, to impose any conditions of re-admittance it sees fit.
- (c) Any Member in default of any payment of any liabilities owed to GSLSC or to any other Club may have his membership application held up, or if already a Member, the Member may be debarred by ordinary resolution of the Board from participating at any examination, competition or display held under the control of GSLSC, SLSA or SLSSA until such time as the liability has been paid.
- (d) For the purpose of **clause 5.12(c)**, a Member will be deemed to be in default of payment of any liabilities when such liabilities have been owing for a period of ninety (90) days or more after due notice has been given to the Member. Any Member in default of payment of any liabilities due or on behalf of GSLSC or SLSSA may be suspended or expelled.

6. GENERAL MEETINGS

6.1 Annual General Meeting

The Annual General Meeting of the Members of GSLSC shall be held no later than 31st July of each calendar year unless otherwise determined by the Board in the face of unusual preclusive circumstances.

6.2 Business of Annual General Meetings

The order of business of any Annual General Meeting, unless otherwise determined by the Chairman, shall be:

- (a) Confirmation of Notice of Meeting.
- (b) Receipt of apologies.
- (c) Confirmation of the minutes of the previous Annual General Meeting and any Special General Meeting held since that meeting.
- (d) Business arising from the minutes.
- (e) Receipt and consideration of any relevant correspondence.
- (f) Presentation and adoption of the Annual Report and Financial Statements.
- (g) Receipt of any additional special reports from officers or committees.
- (h) Consideration of any proposed amendments to the Constitution.
- (i) Consideration of any motions of which due notice has been given.
- (j) Consideration of Life Governor/Life Membership/Vice President nominations.
- (k) Election of Officers.
- (l) General business requiring the consideration of the Members at a General Meeting, including any such as may be required by the Act, this Constitution or By-Laws.

6.3 Special General Meeting

- (a) A Special General Meeting of GSLSC may be called by the Board at any time.
- (b) A Special General Meeting of GSLSC may also be called by the Financial Oversight Committee pursuant to **clause 14.4**.
- (c) On receipt by the Secretary of a written Notice signed by no less than thirty (30) Members of GSLSC who are eligible to vote at any General Meeting, a Special General Meeting shall be convened in accordance with this Constitution. No such Notice shall be considered valid unless the issue to be decided is clearly and unambiguously detailed.
- (d) In the event that a Special General Meeting for which a properly endorsed request has been received is not convened in accordance with this Constitution, a minimum of seventy five (75%) percent of the requisitioners may convene a Special General Meeting. Such meeting shall be convened as far as is practicable in accordance with this Constitution and for this purpose the Secretary shall ensure that the requisitioners are provided with the particulars of the Members entitled to receive a Notice of Meeting. All reasonable expenses associated with the convening and conduct of such a meeting shall be borne by GSLSC.

- (e) No business other than that which is specified in the Notice of Meeting shall be discussed at any Special General Meeting.

6.4 Notice of General Meetings

- (a) At least twenty-one (21) days' Notice of any General Meeting of GSLSC shall be given to Members with the exception of any General Meeting called to wind up the affairs of GSLSC for which twenty eight (28) days' notice shall be provided.
- (b) This Notice shall detail the date, time and venue of the meeting, the order of business and state the general nature of the business to be transacted at the meeting.

6.5 Service of Notices of Meetings

- (a) A Notice may be given by GSLSC to any Member by:
 - (i) personal service;
 - (ii) sending it by post to the address supplied by that person for the delivery of notices;
 - (iii) email; or
 - (iv) other approved electronic methods.
- (b) Where a Notice is sent by post, service of that Notice will be deemed to be effected by properly addressing, prepaying and posting a letter containing the Notice, and unless the contrary is proved, service will be taken to have been effected at the time at which the letter would be delivered in the ordinary course of post.
- (c) Notice of every General Meeting must be given to every Member entitled to vote at the meeting.

6.6 Quorum

- (a) No business will be transacted at any General Meeting of the Members of GSLSC unless a quorum of Members is present at the time the meeting proceeds to business.
- (b) The quorum for a General Meeting of the Members is thirty (30) Members present and entitled to vote at the General Meeting.
- (c) If a quorum is not present within thirty (30) minutes from the time appointed for the General Meeting, the meeting:
 - (i) if convened under **clause 6.3(c)**, will be dissolved; or
 - (ii) will otherwise be adjourned for seven (7) days to the same place and at the same time. All parties will be notified of the adjournment in writing with at least forty eight (48) hours' notice. In the event of a quorum not being present at the further meeting, the business will proceed in accordance with the original agenda.

6.7 Chairman

- (a) All General Meetings of GSLSC shall be chaired by the President, or in the absence of the President, the Deputy President. In the absence of both, a Chairman shall be elected by a simple majority of those present and eligible to vote.
- (b) The Chairman of any General Meeting shall have the final decision as to any and all points of order provided always that such decision is not in deliberate contravention of the Act or this Constitution.

6.8 Voting

6.8.1 Eligibility

All financial members of GSLSC who are the holders of the Surf Life Saving Australia Bronze Medallion, current and/or retiring officers as elected at an Annual General Meeting, and all Life Members/Life Governors of the Club shall be eligible to vote at any General Meeting provided always that such members are currently registered and that no such member shall be entitled to cast more than one (1) vote in relation to the resolution of any particular issue with the exception of the Chairman.

6.8.2 Exclusions

The following officers shall be deemed ineligible to vote at any General Meeting unless also complying with those eligibility requirements stipulated at **clause 6.8.1**:

- Patron
- Vice Patron
- Appointed Officers

6.8.3 Voting Methods

- (a) At a General Meeting of the Members each Member entitled to vote must vote in person.
- (b) Unless otherwise specified in this Constitution or By-Laws, at any General Meeting of the Members a resolution put to the vote of the meeting will be decided on a show of hands unless a secret ballot is demanded by the Chairman or by at least four (4) Members present and entitled to vote.
- (c) Unless a secret ballot is demanded, a declaration by the Chairman that a resolution has been carried or lost on a show of hands and an entry made to that effect in the minutes of the meeting, that declaration is conclusive evidence of that fact without proof of the number or proportion of votes recorded in favour for or against the resolution.
- (d) The election of Officers and Life Governors/Life Members/Vice Presidents shall be conducted by way of secret ballot at all times. Two scrutineers who are not eligible to vote and whom the Chairman appoints shall oversee any such ballot. On being satisfied that the vote has been cast and recorded legitimately, the Chairman shall announce the result to the meeting whereupon all ballot papers shall be destroyed without further scrutiny.
- (e) Subject to any rights or restrictions attached to any membership rights, each Member entitled to vote has one vote on a show of hands or secret ballot.
- (f) The Chairman may exercise a casting vote where all votes are equal.

6.9 Proxies

Proxy votes shall not be accepted at any General Meeting of the Members.

6.10 Minutes

- (a) Minutes of all General Meetings shall be kept and presented for confirmation at the next subsequent General Meeting. The minutes kept pursuant to this Clause shall be signed by the Chairman of the meeting at which the proceedings took place or by the Chairman of the next succeeding meeting at which the minutes are confirmed.
- (b) Where minutes have been duly signed in accordance with this Clause, they shall, until the contrary is proved, be evidence that the meeting was convened and duly held and that all decisions and appointments made shall be deemed to be valid.
- (c) The minutes of any General Meeting of GSLSC must be managed and retained in accordance with the Act and the By-Laws of GSLSC.

7. OFFICERS

7.1 Elected Officers

The following officers shall be elected annually in accordance with this Constitution:

- President
- Deputy President
- Secretary
- Assistant Secretary
- Registrar
- Treasurer
- Club Captain
- Vice Captain
- Radio Officer
- Promotions Officer
- House Manager
- Chief Instructor
- Assistant Chief Instructor
- Competition Officer
- Assistant Competition Officer
- Gear Steward
- Boat Captain
- Youth Development Officer
- Board Captain
- Ski Captain
- Water Captain
- Beach Captain
- IRB Captain
- Junior Activities Chairman
- Under 19's Captain*
- Fundraising Chairman
- Financial Oversight Committee Officer

7.2 Elected Standing Committee Positions

The following officers shall be elected annually in accordance with this Constitution:

- Life Membership Committee (1 Life Member required)
- Fundraising Committee (minimum 7 members required)
- Building Maintenance Committee (5 members required)
- Clothing Committee (3 members required)

7.3 Appointed Officers

The following officers shall be appointed annually by the Board at its discretion:

- Sponsorship Officer
- Assistant House Manager
- House Treasurer
- Auditor
- Legal Officer
- Club Chaplain
- Medical Officer
- First Aid Officer

7.4 Appointed Standing Committee Members

The following Standing Committee Members shall be appointed annually by the Board at its discretion:

- Disciplinary Committee (3 Members required; 2 Life Members and 1 Member of at least 10 years service).
- Life Membership Committee (2 Members required with at least 15 years service).
- Constitution Committee (3 Members required).
- Youth Development Committee (3 Members required; to include 1 Member from the Junior Activities Committee).

7.5 Other *

- Under 19's Captain* – shall be elected annually by Members classed as under 19 or under 16 for competition purposes and to be ratified by the Board.

7.6 Appointment of Employees of GSLSC

7.6.1 Eligibility

Consistent with the tenor of the Act and recognition of the potential valuable contribution which may be made by employees of GSLSC as office holders, no such employee shall be excluded from appointment to any office of GSLSC by virtue of that employment alone.

7.6.2 Appointment

Any employee of GSLSC may be appointed to any office of GSLSC provided always that such appointment is made consistent with the provisions of **clauses 8.2 and 11.4.2.**

7.6.3 Conflict of Interest

Any employee of GSLSC appointed to any office must remain particularly mindful of the potential for a conflict of interest inherent in any such appointment and the obligation to comply in all respects with the requirements of **clause 11.9.** This is particularly relevant if the employee has been appointed to an office on the Board.

8. ELECTION OF OFFICERS

8.1 Nominations

- (a) No Member shall be elected to any office of GSLSC unless nominated in accordance with the By-Laws.
- (b) Any retiring officer of GSLSC, other than one appointed by the Board to fill a casual vacancy, shall be eligible to stand for re-election to that same office without any further nomination. Such officer shall provide notice of his intentions prior to the close of nominations.

8.2 Election to Office

- (a) Election to office shall be by way of a simple majority of all those present and eligible to vote at any Annual General Meeting of GSLSC.
- (b) Such vote shall be by way of secret ballot conducted in accordance with **clause 6.8** of this Constitution.
- (c) Where the number of candidates nominated for any position does not exceed the number of vacancies, each shall be declared elected without ballot. By a simple majority vote, conducted by secret ballot, Members shall have the right to reject the nomination(s).
- (d) The election of the Under 19's Captain shall be conducted as stipulated in **clause 7.5** of this Constitution.

8.3 Term of Office

Unless otherwise removed from office in accordance with this Constitution all elected or appointed officers shall hold office from the date of election or appointment until the next Annual General Meeting of GSLSC at which all offices shall be declared vacant.

8.4 Duties of Officers

All officers of GSLSC shall be accountable to the Members of GSLSC for the performance of their duties as specified in the By-Laws.

9. DISQUALIFICATION, REMOVAL AND RESIGNATION OF OFFICERS

Any Member elected or appointed to office within GSLSC shall cease to hold such office if that officer is:

- (a) disqualified pursuant to the Act;
- (b) absent from more than two consecutive regular meetings or three regular meetings in total, at which the presence of that office holder could be reasonably expected, without reasonable excuse or the specific prior approval of the President;
- (c) permanently incapacitated through ill health;
- (d) subject to expulsion or suspension under this Constitution;
- (e) convicted of any criminal offence; or
- (f) becomes ineligible to hold office by reason of any order made under any law; or
- (g) resigns from the office held; or
- (h) resigns as a Member of GSLSC.

10. CASUAL VACANCIES

In the event of a casual vacancy occurring in any office of GSLSC for any reason, including a lack or rejection of nomination for office at any Annual General Meeting, such vacancy may be filled by an appointment made by the Board. Any Member so appointed shall hold office for the remainder of the unexpired period of the term of that office and, subject to an appropriate nomination in accordance with **Clause 8.1(a)**, shall be eligible to stand for election to that office.

11. GENERAL MANAGEMENT OF GSLSC

11.1 Scope

11.1.1 Subject to the Act and this Constitution the management of the business and affairs of GSLSC is vested in the Board, and the management of the day to day operations of GSLSC, in accordance with **clause 12**, is vested in the Operations Committee.

11.1.2 The Board shall be responsible for ensuring the affairs of GSLSC are conducted at all times in accordance with the requirements of the Act, the objects of SLSSA and this Constitution and, subject to the Act and to any other provision of this Constitution and By-Laws, may:

- (a) draft, monitor and implement strategy and performance objectives of GSLSC set by a General Meeting;
- (b) ensure that GSLSC conforms with legal and ethical standards and operates in accordance with any relevant strategic and performance objectives set by a General Meeting;
- (c) authorise expenditure and purchase assets on behalf of GSLSC;
- (d) prepare and implement financial and operating budgets; and
- (e) shall have the power to delegate its authority to any Standing Committee or Member as it sees fit in order to expedite any matter it has before it and may appoint chairs to any Standing Committee established under **clause 11.11**.

11.1.3 For the avoidance of doubt, the Board shall assume responsibility with respect of, but not necessarily limited to, the following:

- Policy
- Club Finances
- Discipline
- Strategic Planning
- Club Property (real and personal)
- Business Operations

11.2 Composition of the Board of Management

The Board shall consist of the following officers:

- President
- Deputy President
- Secretary
- Treasurer
- Club Captain
- Junior Activities Chairman
- House Manager

11.3 Powers of the Board of Management

11.3.1 The Board of GSLSC is empowered to undertake any action consistent with the Powers of the GSLSC as detailed at **clause 3**, and the decision of the Board shall be final in the event of any conflict between it and any other body within the GSLSC.

11.3.2 All acts done, or decisions taken, by any meeting of the Board or a Member thereof, shall be valid and effective notwithstanding the fact that it be afterwards discovered that there was some defect in the appointment of such Board or Member, unless it is proven that such appointment resulted from acts done fraudulently or in bad faith.

11.4 Exclusions

11.4.1 No Member under the age of eighteen (18) years shall be eligible to hold a position on the Board.

11.4.2 No employee of GSLSC shall be eligible to hold office on the Board unless specifically elected to that office pursuant to **clause 8.2**.

11.5 Term of Office

The term of office for all members of the Board shall be as detailed in **clause 8.3** of this Constitution.

11.6 Conduct of Board Meetings

- (a) The President shall chair all meetings of the Board. In the absence of the President the chair shall be assumed by the Deputy President. If neither is present, the Board shall elect a temporary Chairman from those present.
- (b) The Board will meet at least monthly, or as otherwise determined by the Board from time to time, for the dispatch of business and adjourn and otherwise regulate meetings and proceedings of the Board as it thinks fit.
- (c) The Chairman will, on the requisition in writing of at least two (2) Board members, convene a meeting of the Board within seven (7) days of the requisition.
- (d) At a meeting of the Board the number of members whose presence is necessary to constitute a quorum will be fifty per cent (50%) plus one of the Board members, exclusive of the President.
- (e) If a quorum is not present within thirty (30) minutes from the time appointed for the meeting, the meeting shall be adjourned for seven (7) days to the same place and at the same time. All parties shall be notified of the adjournment in writing with at least forty-eight (48) hours' notice. In the event of a quorum not being present at the further meeting, the business shall be proceeded with in accordance with the original agenda.
- (f) Subject to this Constitution, questions arising at a meeting of the Board shall be decided by a simple majority of votes of Board members present and voting.
- (g) All Board members shall have one vote on any question and the Chairman shall have a casting vote where voting is equal. Any member holding more than one (1) office on the Board shall not be entitled to more than one (1) vote by virtue of that fact alone.
- (h) The Chairman shall cause full and accurate minutes of all proceedings and resolutions to be recorded, endorsed and retained in accordance with the requirements of the Act.

11.7 Proxies

In the event that the Junior Activities Chairman is unable to attend a specific meeting that officer may appoint a proxy. The absence of the Secretary, Treasurer or Club Captain shall be rectified by the attendance of the officer appointed to act in their stead.

11.8 Proceedings at Board Meetings

As a minimum the following should apply:

- (a) Ratify the minutes of the previous meeting as a true and correct record.
- (b) Ratify the minutes of any Executive meetings (if held).
- (c) Verify the financial reports.
- (d) Monitor income and expenditure against the approved financial and operating budget.
- (e) Receive and deal with any Work Health and Safety reports.
- (f) Receive and deal with Officer's reports.
- (g) Any other business.

11.9 Disclosure of Interest of Board Members

- (a) A Board member must not hold an office of profit in GSLSC without the prior approval of a General Meeting.

- (b) A Board member who has a direct or indirect pecuniary interest in any contract or proposed contract with GSLSC must:
 - (i) as soon as that Board member becomes aware of his interest disclose the nature and extent of his interest to the Board; and
 - (ii) disclose the nature and extent of his interest at the next General Meeting.
- (c) Subject to the Act, a Board member who has a direct or indirect pecuniary interest in any matter that is being considered at a meeting of the Board must not:
 - (i) vote on the matter; and
 - (ii) be present while the matter (or proposed resolution of that kind) is being considered at the meeting.

11.10 Reporting to Annual General Meeting

The Board will report to the Annual General Meeting on all matters material to the performance of its duties and powers.

11.11 Standing Committees

- (a) In addition to the Standing Committees established pursuant to this Constitution, the Board may establish further Standing Committees as it sees fit for the purpose of assisting the Board perform its functions.
- (b) A Standing Committee established by the Board under **clause 11.11 (a)** shall exercise the powers delegated to it by the Board in accordance with any directions of the Board.
- (c) Any Standing Committee established by the Board shall report to the Board as directed on all matters material to the performance of its powers and functions.
- (e) The composition, qualifications and appointment method of the membership of the following Standing Committees may not be altered by the Board pursuant to its powers to create, alter or repeal By-Laws:
 - The Disciplinary Committee
 - The Clothing Committee
 - The Life Membership Committee
 - The Youth Development Committee

11.12 Remuneration of Board members

Board members will not be paid remuneration.

12. OPERATIONAL MANAGEMENT OF GSLSC

12.1 Scope

A committee to be known as the Operations Committee, which shall be directly accountable to the Board shall be vested with the responsibility to manage the operational aspects of the activities of GSLSC including, but not necessarily limited to, the following:

- Training
- Patrols
- Equipment Maintenance
- Awards
- Competition and Coaching
- Youth Development
- Proficiency

12.2 Composition of the Operations Committee

The Operations Committee shall consist of the following officers:

- Club Captain
- Assistant Secretary
- Vice Captain
- Chief Instructor
- Competition Officer
- Boat Captain
- Board Captain
- Ski Captain
- Water Captain
- Beach Captain
- IRB Captain
- Gear Steward
- Under 19's Captain
- Radio Officer
- Youth Development Officer

12.3 Term of Office

The term of office for all Members of the Operations Committee shall be consistent with that detailed in **clause 8.3** of this Constitution.

12.4 Proxies

- (a) The absence of the Club Captain, Chief Instructor or Competition Officer shall be rectified by the attendance of the officer appointed to act in their stead.
- (b) No other Member of the Operations Committee member may appoint a proxy.

12.5 Proceedings of the Operations Committee

- (a) The Operations Committee shall meet at the direction and discretion of the Club Captain provided always that, unless impracticable, such meetings are held at least once each calendar month, with a minimum of ten (10) meetings conducted during the term of appointment.
- (b) The Club Captain shall chair all meetings of the Committee. In the absence of the Club Captain the chair shall be assumed by the Vice Captain. If neither is present, the Committee shall elect a temporary Chairman from those present.
- (c) All decisions of the Committee shall be by simple majority vote. The chair shall have a deliberative and casting vote. Any Member holding more than one (1) office on the Committee shall not be entitled to more than one (1) vote by virtue of that fact alone.
- (d) A quorum of the Committee shall consist of eight (8) Members. In the event that a quorum cannot be reached, the meeting of the Committee shall be adjourned to a date to be fixed by the Members present.

12.6 Disclosure of Interest of Operations Committee Members

The requirements of the disclosures of interests applicable to Board members as detailed in **clause 11.9** shall apply equally to Members of the Operations Committee.

13. FINANCE, BANKING AND PAYMENTS

13.1 Receipt of Money by GSLSC

An official receipt shall be issued for all monies received on behalf of GSLSC and such monies shall immediately be banked in its name, in such banks as the Board may from time to time direct.

13.2 Payments by GSLSC

- (a) Payments on behalf of GSLSC may be made only by cheque or electronic transfer signed by:
 - (i) any two (2) of the authorised signatories; or
 - (ii) by such other person(s), and within such other limits, as the Board may from time to time appoint and direct.
- (b) Accounts payable shall be duly certified as correct and be passed by the Board meetings, signed by the Chairman of the meeting and a record made in the minutes.

13.3 Authorised Signatories

The authorised signatories of GSLSC shall be the President, Secretary and Treasurer.

13.4 Financial Year

The financial year of GSLSC will close at 30th April in each year after which financial accounts of that financial year shall be prepared.

13.5 Records

- (a) GSLSC shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of GSLSC in accordance with the Act, this Constitution and the By-Laws of GSLSC.
- (b) The Board shall cause the accounts of GSLSC, together with the auditor's report on the accounts and any required statements and reports of the Board to be laid before the Members at the Annual General Meeting of the Members of GSLSC.

13.6 Accounts and Audit

- (a) The accounts of GSLSC shall, if required by the Act, be audited once at least in every year and the correctness of the profit and loss account and balance sheet ascertained by one or more auditor or auditors appointed in accordance with this Constitution.
- (b) Auditors of GSLSC shall be appointed by the Board in accordance with the requirements of the Act. In making any such appointment, the Board shall be mindful of the recommendations made to it by the FOC. Any auditor so appointed may resign or be removed, and their remuneration, rights and duties will be regulated in accordance with the Act.

13.7 Prohibition Against Securing Profits for Members

Consistent with the requirements of the Act the income and capital of GSLSC shall be applied exclusively to the

promotion of the Objects of GSLSC. No portion shall be paid or distributed directly or indirectly to any Member or the associate of any Member (as defined by the Act) except by way of a bona fide remuneration for services rendered or expenses incurred on behalf of GSLSC by such Member or associate.

13.8 Titles and Securities

All documents of titles and other securities held by GSLSC or relating to GSLSC property shall be lodged with the GSLSC bankers and shall only be redeemed or transferred with the prior approval of the Board. Discharge may be effected by any two of the Authorised Signatories.

14. FINANCIAL OVERSIGHT COMMITTEE

14.1 Scope

- (a) The effective and efficient management of the financial activities of GSLSC remains the responsibility of the Board at all times.
- (b) However, in recognition of the complexities and fundamental importance of good financial governance to the continuing well-being of GSLSC, a committee to be known as the Financial Oversight Committee (FOC) shall be vested with the responsibility of assisting the Board in these endeavours as detailed in this Clause.

14.2 Role and Limitations of the Financial Oversight Committee

- (a) The role of the FOC is that of oversight of all matters which may bear directly or indirectly on the financial affairs of GSLSC and the provision of advice to the Board on all such matters, including advice on due care, diligence and skill.
- (b) Direct interference in the management of the financial affairs of GSLSC by the FOC will only be instigated in accordance with the provisions of this Clause.
- (c) Notwithstanding the role of the FOC as detailed in this Clause, no member of the FOC shall directly approach, or put questions to, any employee of GSLSC in relation to the operational duties of such employee, except as allowed by **clause 14.4 (c)**, or at the specific direction of the Board.

14.3 Specific Functions of the Financial Oversight Committee

The FOC will be responsible for, but not limited to, the following specific functions:

- (a) As a minimum, conduct a quarterly review of the finances of GSLSC.
- (b) Assess the financial position of GSLSC against budget predictions or other relevant key performance indicators.
- (c) Through the Board, provide a financial position report to the Members of GSLSC at the conclusion of each quarterly financial review.
- (d) Make written recommendations to the Board on any matter as it sees fit, including but not limited to any or all of the following:
 - (i) The present and/or projected financial position of GSLSC.
 - (ii) The financial management of GSLSC.
 - (iii) Internal financial control systems.

- (iv) Business policies and practices.
 - (v) Asset protection.
 - (vi) Risk management.
 - (vii) Application of best practice guidelines.
 - (viii) Compliance with applicable laws, regulations and standards.
- (e) Make written recommendations annually to the Board relating to persons qualified to act as the auditor of the accounts of GSLSC. Such recommendation should include at least four (4) options from which the Board may make an appointment.

14.4 General Powers of the Financial Oversight Committee

To enable it to function effectively, the FOC shall have the power to:

- (a) Require the production of financial related documents and/or reports from any relevant Member of GSLSC including officers of GSLSC.
- (b) Require that any Member of GSLSC appear in person before the FOC and answer any question(s) put to such Member in respect of knowledge or information held which is relevant to the functions of the FOC.
- (c) In circumstances in which the FOC considers that any person(s) other than a Member of GSLSC, including any employee of GSLSC, may be able to provide oral or documentary material relevant to the functions of the FOC, it may request such person(s) to appear before it for that purpose, provided always that:
 - (i) Non-compliance with any such request shall not invoke any sanction.
 - (ii) Where such a request relates to an employee of GSLSC, that request shall be directed to the employee through the Board.
 - (iii) Other than at the specific direction of the Board, the powers of the FOC shall not extend to putting any question to an employee of GSLSC relating to his or her operational duties nor shall the FOC be empowered to give directions to any such person relating to operational matters.
- (d) Call a Special General Meeting of GSLSC in the event that any independent audit conducted in accordance with **clause 14.5** confirms the concerns which prompted such audit.

14.5 Power of the Financial Oversight Committee to Call an Independent Audit

- (a) The FOC shall have the power to conduct an independent audit of the finances of GSLSC if the elected Members of the FOC unanimously agree that:
 - (i) The financial position of GSLSC is parlous; or
 - (ii) There is evidence to support a reasonable suspicion of malfeasance or misfeasance.
- (b) The power of the FOC to conduct an independent audit may only be exercised if:
 - (i) A report detailing the concerns of the FOC, together with all supportive evidence, has been forwarded to the Board; and
 - (ii) The Board refuses or neglects to institute appropriate corrective action within one (1) month of the date of such report.
- (c) An independent audit conducted by the FOC is to be undertaken in a manner consistent with the provisions of **clause 13** of this Constitution.

14.6 Composition of the Financial Oversight Committee

- (a) The FOC shall consist of three (3) elected Members, the President (ex officio) and the Treasurer.
- (b) At least one (1) elected Member must hold tertiary accounting qualifications, or the equivalent.

14.7 Nominations

- (a) All nominations for election to the FOC shall be in writing.
- (b) All nominations must include supporting information that demonstrates that the nominee is financially literate and qualified for the unique demands of the role.
- (c) All nominations shall be forwarded to the Secretary in sufficient time to allow details of that nomination to be included with the Notice of the Annual General Meeting circulated to all members in accordance with this Constitution.
- (d) No nominations for a position on the FOC will be accepted from the floor of any General Meeting.

14.8 Election

- (a) Election for membership of the FOC will be conducted in accordance with **clause 8.2** of this Constitution.
- (b) Consistent with the provisions of **clause 8.2 (c)**, Members shall have the right to reject any nomination.

14.9 Term of Office

- (a) With the exception of the 'establishment period', and unless otherwise removed from office in accordance with this Constitution, Members elected to the FOC shall hold office for a period of three (3) years.
- (b) One (1) elected officer of the Committee shall retire each year and shall be eligible for re-election without any further nomination. Such officer shall provide notice of his intentions prior to the close of nominations.

14.10 Establishment Period

To facilitate the annual rolling retirement of one Member of the FOC during the initial three-year establishment period, the Member receiving the least votes at the initial election will retire at the end of the first year. The Member receiving the second least votes will retire at the end of the second year.

14.11 Chairman

The three (3) elected officers of the FOC shall appoint their own Chairman.

14.12 Conduct of Financial Oversight Committee Meetings

- (a) The Chairman shall chair all meetings of the FOC. In the absence of the Chairman from a meeting, the elected Members present will select a Chairman for that particular meeting.
- (b) The FOC shall meet as determined by the elected officers, provided that it does so at least quarterly in any one year.
- (c) Two (2) of the three elected Members shall form a quorum.

- (d) Except as stipulated at **clause 14.5**, the decisions of the FOC shall be carried by a simple majority of the three (3) elected officers only.
- (e) The Chairman shall be responsible to ensure that Minutes of all meetings of the FOC are recorded, endorsed by each elected Member present, and signed by the Chairman.

14.13 Role of the Treasurer

- (a) The Treasurer shall present the FOC with a written financial report at each quarterly meeting, or more often if required.
- (b) The Treasurer shall be entitled to engage fully in the deliberations of the FOC but does not have voting rights.

14.14 Disclosure of Interest of Financial Oversight Committee Members

The requirements of the disclosures of interests applicable to Board members as detailed in **clause 11.9** shall apply equally to Members of the FOC.

15. THE COMMON SEAL

15.1 The Board will be responsible for the safe custody of the Common Seal of GSLSC which will bear at least the corporate name of the GSLSC in legible characters.

15.2 The Seal will only be used by the authority of the Board and every document to which the Seal is affixed will be signed by a Board member and countersigned by another Board member or any other person appointed by the Board to countersign that document or a class of documents in which that document is included.

16. PUBLIC OFFICER

16.1 The Public Officer of GSLSC shall be the Secretary or such other person who may be nominated, from time to time, by the Board.

16.2 The Public Officer shall ensure that the Commission is provided with all relevant reports, advice and information that are required by the Act.

17. ALTERATIONS TO THE CONSTITUTION AND BY-LAWS

17.1 Alterations to the Constitution

- (a) This Constitution may be amended, altered, repealed or replaced by a special resolution passed by a three-fourths (3/4) majority at a General Meeting of the Members present and entitled to vote.

- (b) Notice of the proposed alterations shall be given in writing to all Members of GSLSC entitled to vote not less than twenty one (21) days prior to the date on which the meeting to approve the amendments is to be held and shall specifically state that it is a Notice of a Motion to amend the Constitution of GSLSC.
- (c) Any alteration to the Constitution shall become effective when passed and advice of such alteration(s) must be promulgated as soon as reasonably practicable to all Members.

17.2 Alterations to the By-Laws and Annexures

- (a) The By-Laws and Annexures of GSLSC, excluding those Annexures specifically established by, and directly relating to, any clause within the Constitution, may be amended, altered, repealed or replaced by the Board.
- (b) Any such amendment, alteration, repeal or replacement shall have immediate effect providing always that it does not contravene the Act or this Constitution, or until set aside by the Members at a General Meeting, and advice of such alteration(s) must be promulgated as soon as reasonably practicable to all Members.

18. DISSOLUTION

18.1 The dissolution of GSLSC shall only be effected in accordance with the provisions of the Act.

18.2 No resolution for the dissolution of GSLSC shall be deemed to have been passed unless a Notice of resolution to that effect at a General Meeting shall have been given to the Members twenty-eight (28) days prior to such meeting, and unless such proposition shall have been carried at such meeting by at least three-fourths ($\frac{3}{4}$) majority of those present and eligible to vote at that meeting.

18.3 On dissolution, the property and assets of GSLSC shall revert to SLSSA.

19. DISPOSAL OF ASSETS

19.1 If GSLSC becomes inactive, goes into recess, or has its affiliation as a Club terminated, or is dissolved under this Constitution, the Board is empowered by this Constitution to take any necessary action in winding up the affairs of GSLSC.

19.2 Upon dissolution of GSLSC under **clause 19.1** the books, accounts, assets, property - both real and personal - of GSLSC shall be handed over to SLSSA, including the seizure of GSLSC's property, wherever it may be situated.

19.3 The property may be sold or disbursed by SLSSA and all funds seized or raised through sale of property should be held in Trust by SLSSA for a period of three (3) years at which time SLSSA shall, in its absolute discretion, decide upon its future use for surf lifesaving activities.

20. INDEMNITY

- 20.1** To the extent permitted by the Act, every Board member of GSLSC shall be indemnified out of the property of GSLSC against any liability to any person (other than GSLSC) incurred by them in their capacity as a Board member.
- 20.2** To the extent permitted by the Act, every Board member of GSLSC shall be indemnified out of the property of GSLSC against any liability to GSLSC incurred by him other than any liability arising as a result of any negligence, default, breach of duty or breach of trust on the part of the Board member of which he may be guilty.
- 20.3** Without limiting **clauses 20.1** and **20.2**, GSLSC may indemnify out of the property of GSLSC each Board member against any liability for costs and expenses incurred by the person acting in his capacity as a Board member in defending proceedings, whether civil or criminal, in which judgement is given in favour of the Board member or in which the Board member is acquitted.

21. GSLSC COLOURS, UNIFORM, LOGOS AND BADGE

21.1 Overview

The GSLSC has an identity, tradition and image. These shall be portrayed by the use of visual representations in the form of GSLSC colours, uniform, logos and a badge. Whenever used, all representations shall maintain the ideals of GSLSC in a style that has both impact and integrity. With the exception of the Life Governor/Life Member badge, all symbolic images shall prominently contain the words "GLENELG SURF LIFE SAVING CLUB" or "GLENELG SLSC".

21.2 GSLSC Colours

The GSLSC colours shall be Australian green and gold.

21.3 GSLSC Uniform

- (a) The GSLSC competition cap shall be green with two parallel gold stripes running lengthwise from front to back.
- (b) The GSLSC uniform shall be represented in appropriate styles of apparel and shall feature the GSLSC colours. Where it is impracticable to incorporate the GSLSC colours in the design of GSLSC apparel, the uniform must display, without alteration, one of the logos. All styles of GSLSC apparel, including proposed alterations and modifications, must first be authorised by the Board.

21.4 GSLSC Logos

- (a) **Operational Logo.** The GSLSC shall have a GSLSC operational logo that will display and identify the core theme of Surf Life Saving. The approved design appears as Annexure "A".
- (b) **Composite Logo.** The GSLSC shall have a GSLSC composite logo that will highlight the GSLSC operational logo within a design that specifically provides for branding use for the commercial and business sectors of the GSLSC. The approved design appears as Annexure "B".

- (c) **Mascot Logo.** The GSLSC shall have a mascot logo that will convey an image or theme that recognises the history of the GSLSC and will be used primarily for competition and training purposes only. The approved design appears as Annexure "C".
- (d) **Special Event Logos and Commercial Branding.** To recognise an endorsed participation of the GSLSC in certain significant activities, or to enable the GSLSC to take advantage of a potential commercial opportunity relating to the branding of GSLSC apparel, the Board is authorised, from time to time, to design and/or approve a logo or other branding, providing always that:
 - (i) All approved special event logos must incorporate the GSLSC colours either in part or in totality.
 - (ii) Other branding should be of such a design as to include the GSLSC colours where commercially appropriate, but in any case must be of a style and form which clearly identifies the GSLSC.
 - (iii) Approval of any such logos and/or branding requires a minimum three-fourths (3/4's) majority of Members of the entire Board.

21.5 Life Governor/Life Member Badge

- (a) The Life Governor/Life Member badge shall consist of a gold surf reel, line and belt on a green background. The reel shall be surrounded by a gold band. The word "GLENELG" shall be printed on the green background on top of the reel, and the abbreviation "S L S C" printed on the green background underneath the reel. The approved designs appear as Annexure "D".
- (b) Life Governors and Life Members shall be presented with this badge with the inscription, as applicable, "Life Governor" or "Life Member" included on a gold scroll under the badge.

22. CONFLICT OF INTEREST (EMPLOYEES)

22.1 General Outline

In recognition of the potential valuable contribution to be made by employees of GSLSC in positions of management, and consistent with the tenor of the Act, no such employee shall be excluded from appointment to the Board or any committee position by virtue of that employment only.

22.2 Appointment to the Board

If the appointment made is to the Board, any such appointee shall be obliged to declare a conflict of interest in those instances which accord with the requirements of the Act and shall be permitted to contribute to the relevant debate only at the discretion of the Chairman of the Board. Consistent with the requirements of the Act, no such appointee shall take part in the vote on any such issue.

22.3 Appointment to a Sub-Committee

- (a) If the appointment made is to a sub-committee, such appointee shall be mindful of the potential for, and declare, any conflict of interest where the outcome of the matter under consideration could be reasonably demonstrated as potentially providing a benefit to that appointee either directly or indirectly.
- (b) The ability of the appointee to take part in the debate and/or vote shall be at the discretion of the Chairman of the relevant sub-committee.
- (c) In the event of any dispute relating to the decision of the Chairman, the discussion is to be halted and a resolution as to the position of the appointee sought from the Board, the decision of which shall be final.

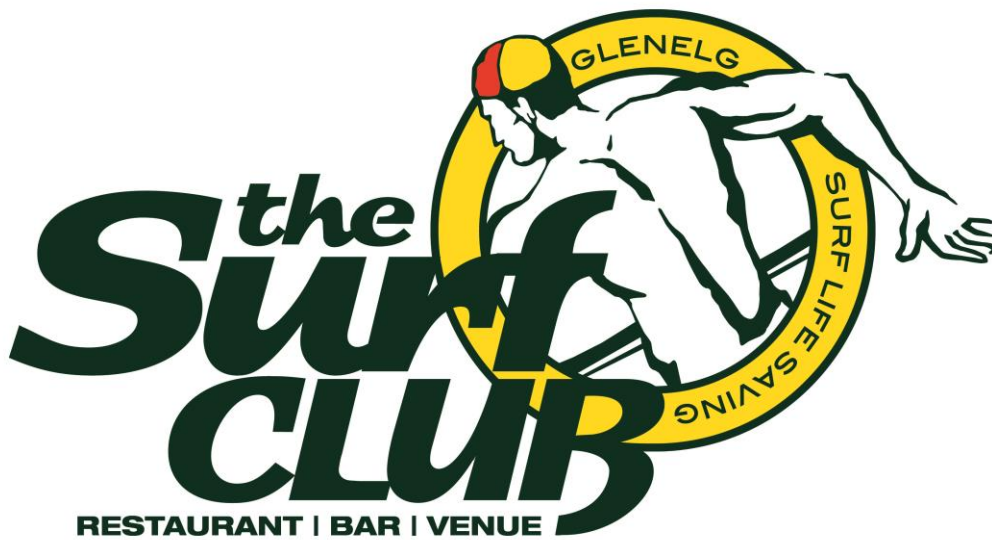
23. INTERPRETATION OF CONSTITUTION

The interpretation of this Constitution, insofar as any decision subsequent to an interpretation does not contravene the Act, shall rest solely with the Board. Such powers shall extend to the resolution of any matter which is not specified in any Constitution which binds GSLSC Members and any such decision of the Board shall be binding on GSLSC Members.

OPERATIONAL LOGO



COMPOSITE LOGO



MASCOT LOGO



LIFE GOVERNOR/LIFE MEMBER BADGE



ANNEXURE E

Glenelg Surf Life Saving Club Inc.

Glenelg Foreshore

PO Box 39, Glenelg SA 5045

Phone 8295 6165

www.glenelgslsc.com.au

ABN: 62 134 722 716

NOMINATION FOR OFFICE

SEASON XXXX/YYYY

Return to Club Secretary, PO Box 39 Glenelg SA 5045 by no later than XXXXXXX

I, _____

Wish to nominate for the position of (please tick relevant positions):

- President
- Deputy President
- Secretary
- Assistant Secretary
- Registrar
- Treasurer
- Club Captain
- Vice Captain
- Promotions Officer
- House Manager
- Junior Activities Chairman
- Chief Instructor (must hold Training Officers Certificate)
- Assistant Chief Instructor (must hold Training Officers Certificate)
- Competition Officer
- Assistant Competition Officer
- Boat Captain
- Board Captain
- Ski Captain
- Water Captain
- Beach Captain
- Radio Officer
- IRB Captain (must hold an IRB Training Officers Certificate)
- Fundraising Chairman
- Gear Steward

Youth Development Officer

Under 19's Captain

Financial Oversight Committee

(3 Members required initially for Season 2017/18. In subsequent years only 1 Member required to fill the annual vacancy due to the compulsory retirement each year of 1 of the 3 elected members. Supporting Information to be attached to all nominations. Refer to Clause 14.)

I wish to nominate to be a representative on the following Committees (please tick relevant positions):

Building Committee (5 Members required)

Life Membership Committee (1 Life Member required)

Fundraising Committee (7 Members required - minimum)

I wish to register my expression of interest to the Management Committee for the position of / on the Committee of (please tick relevant positions):

The Management Committee reserves the right to approach other Members who may not have registered an interest.

Constitution Committee (3 Members required)

Sponsorship Officer

Assistant House Manager

House Treasurer

Disciplinary Committee (2 Life Members and 1 Member of at least 10 years service required)

Life Membership Committee (2 Members required with at least 15 years service)

Youth Development Committee (3 Members required to include 1 Member from the Junior Activities Committee)

The positions of Medical Officer, First Aid Officer, Honorary Legal Officer, Honorary Auditor and Club Chaplain will be also appointed by Management and suitable persons approached; however, should duly qualified persons be interested in these positions they are encouraged to put in writing an expression of interest.

The nominee, nominator and seconder must all be current registered members of the Glenelg SLSC and eligible to nominate or second such persons for this nomination form to be accepted.

In nominating for the relevant positions I acknowledge that I have read and understand the role and obligations of the position as contained within the Constitution and can meet all necessary requirements of this position. Furthermore, I am a current registered member.

Signature of Nominee

Date

Nominated by

Signature

Date

Seconded by

Signature

Date

Return to Club Secretary, PO Box 39, Glenelg SA 5045

By no later than xx xxxx xxxx

ANNEXURE F

Glenelg Surf Life Saving Club Inc.

Glenelg Foreshore

PO Box 39, Glenelg SA 5045

Phone 8295 6165

www.glenelgslsc.com.au

ABN: 62 134 722 716

PATROL SWAP FORM

After completion this form it is to be provided to either the Club Captain or Vice Captain for endorsement and acceptance.

I, _____, wish to swap a patrol with the Member stated below for the dates as stipulated within this Form and acknowledge that I accept all responsibility associated with meeting that Member's patrol obligations.

Patrol requested to be swapped:

Patrol Number: _____ Patrol Date: _____

Signature: _____ Date: _____

I, _____, agree to swap a patrol with the Member stated above for the dates as stipulated within this Form and acknowledge that I accept all responsibility associated with meeting that Members patrol obligations.

Patrol requested to be swapped:

Patrol Number: _____ Patrol Date: _____

Signature: _____ Date: _____

Received and accepted by Club Captain and/or Vice Captain.

Date: _____

Signature: _____

Name: _____ Position: _____