

Northam Aero Club (Inc) Constitution and Rules

Lodged in the office of the
Commissioner for
Consumer Protection on the

29 JUL 2019



NORTHAM AERO CLUB (INC) CONSTITUTION AND RULES

As amended 31-05- 2019

NORTHAM AERO CLUB CONSTITUTION AND RULES

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The following updating of the Northam Aero Club inc, Constitution and rules were undertaken with the referencing of the MODEL RULES AND GUIDANCE NOTES, from the Government of Western Australia. Department of Mines, Industry Regulation and Safety Consumer Protection.

<https://www.commerce.wa.gov.au/publications/model-rules-associations-2016>

ASSOCIATIONS INCORPORATION Act 2015

Published on www.legislation.wa.gov.au

PART 1 – NAME

1. The name of the Club shall be “Northam Aero Club (Inc.)”

Part 2 – OBJECTIVE

2. The objectives for which the Club is formed are:-

2(a) To associate together any persons interested in aviation.

2(b) To acquire and maintain aircraft hangars, plant, tools, machinery and other equipment with a view to establishing and maintaining a school of aeronautics and to provide machines for hire by its members.

2(c) To create and foster an interest in aviation in the minds of the people living in country areas of the State.

2(d) To do all such things as are incidental to the attainment of the above objects.

2(e) The income and property of the Northam Aero Club inc shall be applied solely towards the promotion of the objectives of the Club, and no portion thereof shall be paid or transferred directly or indirectly by the way of dividend, bonus or otherwise howsoever by way of profit to the persons who are at any time members or who have been members of the Club, or to any of them, or to any person claiming through any of them.

2(f) Provided that nothing contained therein shall prevent the payment in good faith of remuneration to any officer or servants of the Club, or to any member thereof, or other person in return for services actually rendered or value given to the Club, nor prevent the payment of interest at a rate not exceeding ten per centum per annum on money borrowed from any member of the Club.

Part 3 – MEMBERS

3 (a) The Northam Aero Club inc consists of all persons appearing by the Register of Members of the Club on the 1st day of One Thousand Nine Hundred and Sixty Nine. (1st January 1969) Any other person over the age of 18 years wishing to become a member of the Club shall make application for membership to the Committee of the Club.

3 (b) The notice of a new member application shall be displayed in a conspicuous place in the Club for a period of at least seven days prior to election and an interval of not less than fourteen days must elapse between the nomination and the election of a Member. The Committee shall at all times be empowered to designate the class of membership to which any member belongs.

3 (c) There shall be six classes of members, namely:

- (1) Ordinary Members
- (2) Junior Members (under 18 years)
- (3) Interim members
- (4) Life Members
- (5) Honorary Members
- (6) Associate Members

(1) **Ordinary Members**, Is a member that has been, considered, accepted by the committee of the Northam aero club that will abide and uphold the values of the said Northam Aero Club ideals and constitution, and has fully paid their subscriptions. Have full voting rights

(2) **Junior Members (under 18 years of age)**, Is a member that has been, considered, accepted by the committee of the Northam aero club that will abide and uphold the values of the said Northam Aero Club ideals and constitution, and has fully paid their subscriptions.

Junior members under the age of eighteen years may be admitted to the premises subject of the club restricted liquor Licence during the hours of operation in the company of an adult person in authority over him/her. Do not have voting rights.

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(3) **Interim Member**, Is a person who is currently under the guidance of an instructor of the Northam Aero club, and has exceeded their 3 hours flying time,(Ref 3(e) below). Provided their membership application is paid in full, as per requirements, the said person may continue flying under the guidance of an instructor of the Northam Aero Club until their membership application is accepted by the committee. Do not have voting rights.

(4) **Life members**, Any person who the Committee deems a fit and proper person either by reason of any office he holds or any meritorious act performed by him may be elected a life member of the club for life or for such term as the committee thinks fit. The candidate will need a unanimous vote of approval by the committee to be accepted.

A life member has all the privileges of an ordinary member but is not required to pay subscriptions. Have full voting rights.

(5) **Honorary Members**, Unless the committee shall in any individual case otherwise specifically resolve, an honorary member shall have the same rights and privileges to an ordinary member. Any Honorary member will need a unanimous vote of approval by the committee to be accepted. The period of honorary membership shall be up to the committee, but as a general rule, no longer than a subscription period of 12 months. Do not have voting rights.

(6) **Associate Members**, Where an organisation of similar aims to the Northam Aero Club, seeks to associate with the Northam Aero Club, the Committee may accept that organisation as a non-voting associate. The Committee may apply conditions relevant to that club/organisation and its members. If the committee accepts a person as an associate member, the member in question will be required to pay the appropriate subscription. Do not have voting rights.

3 (e)A student either power or gliding, may receive up to three hours instruction with the use of Club facilities but thereafter must become a full financial member.

3(f)Those holding a recreational pilots licence or G.F.A. or a private pilots licence, must become a full financial member before using any Club facilities or at the discretion of the Committee.

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3(g) A member may introduce guests to the Club during the trading hours of the licensed Club Permit, not exceeding three in number and in the member's company.

3(h) Names of visitors and of the member of the Northam Aero Club introducing them shall be entered in a Visitors book provided, which will remain open for inspection at all times.

3(i) Any member desiring to resign his or her membership shall notify the Secretary in writing of his or her intention to resign. The Secretary shall refer such notification or accept it, subject to payment of overdue subscriptions or to the fulfilment of such other conditions as it shall deem fit.

If a member that has resigned wants to return at a later date, the application will be interpreted as a NEW MEMBER APPLICATION.

3(j) Such person shall continue to be a member of the Club until his or her resignation is accepted by the Committee or until the conditions subject which it is accepted be fulfilled.

Part 4 – Disputes and mediation.

The following section relating to the Disciplinary Action, Disputes and Mediation, taken from the Government of Western Australia. Department of mines, industry regulation, and safety, consumer protection.

MODEL RULES AND GUIDANCE NOTES. Part 4, Division 1-4, section 14-25. Members are required to reference this section of the act before proceeding with any grievances.

The procedure set out in (the grievance procedure) applies to disputes —

- a. between members; or
- b. between one or more members and the Association.

(Rule 19) The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.

1. If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 19, any party to the dispute may start the grievance procedure by giving written notice to the secretary of —

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- a. the parties to the dispute; and
 - b. the matters that are the subject of the dispute.
 2. Within 28 days after the secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.
 3. The secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
 4. The notice given to each party to the dispute must state —
 - a. when and where the committee meeting is to be held; and
 - b. that, the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make
 - c. written or oral (or both written and oral) submissions to the committee about the dispute.
 5. If —
 - a. the dispute is between one or more members and the Association; and
 - b. any party to the dispute gives written notice to the secretary stating that the party —
 - i. does not agree to the dispute being determined by the committee; and
 - ii. requests the appointment of a mediator under rule 23,
- the committee must not determine the dispute.

Determination of dispute by committee

1. At the committee meeting at which a dispute is to be considered and determined, the committee must —
 - a. give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute; and
 - b. give due consideration to any submissions so made; and
 - c. determine the dispute.
2. The committee must give each party to the dispute written notice of the committee's determination, and the reasons for the determination, within 7 days after the committee meeting at which the determination is made.
3. A party to the dispute may, within 14 days after receiving notice of the committee's determination under subrule (1)(c), give written notice to the secretary requesting the appointment of a mediator under rule 23.

4. If notice is given under subrule (3), each party to the dispute is a party to the mediation.
5. . There shall be no refund of any entrance fee or subscription.

Part 5 – SUBSCRIPTIONS

5 (a) The subscriptions payable by a:

- a. Ordinary Member shall be \$55 per annum
- b. Junior Member shall be \$10 per annum
- c. Associate Member shall be \$55 per annum

PROVIDED that such subscription may be varied at any time by the Committee.

5 (b) Membership subscription renewal is due on the 1st day of February each year.

5(c) A member, whose subscription is not paid, shall not after two months from the date upon which his or her subscription fell due exercise any of the privileges of membership until his current subscription and all arrears shall be paid.

5(d) A newly elected member shall not exercise any of the privileges of membership until his subscription shall have been paid.

5(e) When any member's subscription shall not have been paid within two months from the date on which it became due the Committee may cause to be sent to such member at his address appearing in the Register of Members, a notice stating that his subscription has not been paid and the amount thereof and notifying him that unless it is paid within fourteen days from the date of the notice his name will be struck off the Register of Members. If the said subscription is not paid on the expiration of the said fourteen days the Committee may cause the name of such member to be struck off the Register of Members.

Part 6 – OFFICERS

6 (a) There shall be the following officers of the Club:

- President
- Immediate Past President
- Vice-President
- Secretary
- Treasurer
- Committee consisting of up to 6 members

6 (b) The President, Immediate Past President, Vice-President, Secretary and Treasurer and such other members not exceeding six as shall be determined at each Annual General Meeting shall constitute the Committee of the Club and are herein referred to as the Committee.

6(c) The Officers of the Club shall be honorary. Provided that this section shall not debar any officer of the Club who has performed any services for the Club from receiving such remuneration as the Committee shall see fit under the circumstances.

6(d) The accounts of any Officers of the Club may be settled and allowed, or disallowed, either wholly or in part by the Committee.

Part 7 – ELECTION OF OFFICERS

7 (1) The President, Vice-President, Secretary and Treasurer are to be elected annually. Three members of the Committee other than the President, Vice-President, Secretary and Treasurer shall retire annually by rotation but shall be eligible for re-election.

7 (2) The Chairperson: (Can also be referred as the President).

(1) It is the duty of the chairperson to consult with the secretary regarding the business to be conducted at each committee meeting and general meeting.

(2) The chairperson has the powers and duties relating to convening and presiding at committee meetings and presiding at general meetings provided for in these rules.

7 (3). Secretary

The Secretary has the following duties —

- (1) dealing with the Club's correspondence;
- (2) consulting with the chairperson regarding the business to be conducted at each committee meeting and general meeting;
- (3) preparing the notices required for meetings and for the business to be conducted at meetings;
- (4) unless another member is authorised by the committee to do so, maintaining on behalf of the Club, the register of members, and recording in the register any changes in the membership, as required under section 53(1) of the Act;
- (5) Maintaining on behalf of the Club an up-to-date copy of these rules, as required under section 35(1) of the Act;
- (6) unless another member is authorised by the committee to do so, maintaining on behalf of the Club a record of committee members and other persons authorised to act on behalf of the Club, as required under section 58(2) of the Act;
- (7) ensuring the safe custody of the books of the Club, other than the financial records, financial statements and financial reports, as applicable to the Club;
- (8) maintaining full and accurate minutes of committee meetings and general meetings;
- (9) carrying out any other duty given to the secretary under these rules or by the committee.

7 (4) Treasurer

The Treasurer has the following duties —

- (1) ensuring that any amounts payable to the Club are collected and issuing receipts for those amounts in the Club's name;
- (2) ensuring that any amounts paid to the Club are credited to the appropriate account of the Club, as directed by the committee;
- (3) ensuring that any payments to be made by the Club that have been authorised by the committee or at a general meeting are made on time;
- (4) ensuring that the Club complies with the relevant requirements of Part 5 of the Act;
- (5) ensuring the safe custody of the Club's financial records, financial statements and financial reports, as applicable to the Association;
- (6) preparation of the Club's financial statements before their submission to the Club's Auditor. The audited report shall be tabled at the annual general meeting;

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7 (a) Casual vacancies on the Committee caused by the death, resignation or any other cause, May be filled with the appointment of a new member by the remaining members of the committee. Any person so appointed shall hold office only until the next following Annual General Meeting.

7 (b) The names of the candidates proposed as officers of the Club with the names of their proposers and seconders shall be in the hands of the Secretary 42 days before the date of the Annual General Meeting. The names shall be posted in the Club for 21 days before the Annual General Meeting

7 (c) In the event of proposed officers exceeding the required number, a ballot for election of officers shall be conducted.

7 (d) Before ballot papers are sent, the returning officer will conduct a ballot for positions on the ballot paper. Ballot papers to be posted by the Secretary to financial members at least 21 days before the Annual General Meeting. Election of officers to be conducted by post with postal ballot closing at 4pm on the day of the Annual General Meeting.

A locked ballot box in the Northam Aero Clubs premises may be used in addition to the post box. The ballot box will be cleared prior to the start of the AGM by the returning officer. It will be locked and controlled by the appointed Returning Officer.

7 (e) A Returning Officer to be appointed by Committee to conduct the election and hold all ballot papers until opening at Annual General Meeting.

7 (f) Officers elected shall hold office until the next following Annual General Meeting. The Immediate Past President shall continue to hold office as long as he shall be Immediate Past President and shall not be displaced in such office by any President who ceases to be President at other than an Annual General Meeting.

Part 8 – MEETINGS

8 (a) The Annual General Meeting of the Club shall be held at a date fixed by the Committee as near as practical to the month of July in each year.

8(b) Extraordinary General Meetings shall be called upon the request of any 20% of financial members of the Club for the purposes outlined in such requisition.

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8(c) Extraordinary General Meetings may be called at any time by the Committee and for such purposes, as it deems necessary.

8(d) The Chairman of any Extraordinary or general meeting shall be the President of the Club or the next Senior Officer present and all business at such meetings shall be transacted in accordance with normal Rules of Debate. 75% of the members eligible to vote will be needed for the "item in discussion" to be passed.

8(e) Notices of any extraordinary General Meeting of the Club shall be forwarded to each member of the Club at his address appearing in the Register of Members at least fourteen days prior to the date of such meeting.

8(f) Committee meetings shall be held periodically to be arranged on a request being made to the Secretary by any member of the Committee or by any officer of the Club

Subrule 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.

A member who participates in a committee meeting as allowed under subrule (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.

8(g) The Committee shall conduct, control and manage all the affairs and undertakings of the Club.

Sub rule 1. If for any reason a Sub-committee is required, their election will require a unanimous vote from the committee members, the sub-committee will be required to act in accordance to the Northam Aero Club inc, constitution or accordance to the Associations Incorporations Act 2015

8(h) Full and correct minutes shall be kept by the Secretary of all resolutions and proceedings of the Committee and General Meetings of the Club.

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8(i) Correct accounts and books shall be kept by the Treasurer showing the financial affairs of the Club, the particulars shown in books of account of a like nature.

8 (j) the records of the club being the general records and securities including the COMMON SEAL, will be held and stored in a secure place by the secretary, the financial records will be stored likewise and controlled by the treasurer.

8(k) **Inspection of records and documents** Refer to Part 4 Division 5 of the act Section 54-57

(1) The member must contact the Secretary to make the necessary arrangements for the inspection.

(2) The inspection must be free of charge.

(3) At the discretion of the committee, The member may be required to submit a statutory declaration to the purpose of the request. The request, including the statutory declaration will be tabled at the next committee meeting to verify the validity of the request setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the Club.

(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.

(5) The member may make a copy of or take an extract from a record or document, but does not have a right to remove the record or document for that purpose.

(6) The member must not use or disclose information in a record or document except for a purpose — (a) that is directly connected with the affairs of the Club; or (b) that is related to complying with a requirement of the Act.

8 (l) The Committee shall have power to make, alter, add to or rescind by-laws consistent with these rules for the regulation of the affairs of the Club.

8(m) The interpretation of these rules or of any by-laws made thereunder or of any resolution of the Committee shall be in sole determination of the Committee.

Part 9 LIQUOR LICENSE

9. The Northam Aero Club holds a club restricted liquor Licence, all Members will abide by the rules and regulations associated with the liquor licence act. Any breaches can and will be dealt with by the approved manager and brought before the committee for report with the licensee. Any breaches will be dealt with in accordance to the rules and regulations of the liquor act and any finding(s) by the approved manager will be final.

Liquor shall be sold for consumption on the premises according to the licence conditions.

Part 10 – AUDITOR

10 An independent Auditor shall be Appointed by the committee, The Auditor shall examine the books of account and balance sheet of the Club as at the last day of December in each year. The Auditor's report shall be presented to the Annual General Meeting.

Part 11 – QUORUM AT MEETINGS

11 (a) At a General Meeting of the Club seven members shall constitute a quorum this including the President and Secretary.

11 (b) At a Committee Meeting of the Club five members shall constitute a quorum.

Part 12 – COMMON SEAL

12. The Committee shall provide a Common Seal for the purpose of the Club which shall at all times be kept in the custody and power of the Secretary and shall only be used by the authority of a resolution of the Committee and when so used shall be affixed by the Secretary in the presence of the President, or

Vice-President. The Document to which it is so affixed shall be counter signed by the President or Vice-President as the case may be and the Secretary.

PART 13 – DISSOLUTION

13. The Club may be dissolved or wound up by a special resolution at any General or Special General Meeting called for such a purpose. A copy of such special resolution shall be lodged with the Commissioner, Department of Corporate Affairs within 14 days after the passing of the resolution. If upon the dissolution or winding up of the Club there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid or distributed among the members of the Club but shall be given or transferred to some other Incorporated Club or Association having objects similar wholly or in part to the objects of the Club and which shall prohibit the distribution of its income and property among its or their members or to some charitable object or objects. Which Incorporated Club or Institution or object shall be determined by the members of the Club at or before the time of dissolution or winding up and such distribution plan shall be lodged with the Commissioner as required by the Associations Incorporations Act. In default of the preparation of such distribution plan the Commissioner shall make a determination for the distribution of property in accordance with the Act.

Part 14 –ALTERATION OF THESE RULES

14(a) These rules shall not be altered, added to or amended except by a motion passed at a General Meeting. Refer to 8(d)

14(b) Notice of intention to move such alteration or amendment shall be given on the notice convening the General Meeting. Refer to 8(e)

14(c) Within one month after making of any amendment or alteration to the rules of the Club, the Committee or Management must lodge the required documents with the GOVERNMENT of WESTERN AUSTRALIA, Department of Mines, Industry Regulation and Safety Consumer Protection. (The Commissioner)

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WE HEREBY CERTIFY that the above document is a true and correct copy of the Constitution of the Northam Aero Club (Inc.).

Common Seal to be inserted here.

ERROL CROFT
President

PETER SCHEER
Secretary

31-05-2019