

AUSTRALIAN NATIONAL UNIVERSITY BOAT CLUB

CONSTITUTION

Adopted at the annual general meeting of the Club held on 31 October 2020

DEFINITIONS

Under this Constitution, unless the contrary intention appears:

“**Association**” means the Australian National University Sport and Recreation Association Incorporated.

“**Club**” means the Australian National University Boat Club.

“**Committee**” means the committee of members elected or appointed under clause 6.

“**Member**” means a member of the Club under clause 5.

“**Objects**” means the objects set out in clause 3.

1. NAME

The name of the Club is “the Australian National University Boat Club” (“**Club**”).

2. AFFILIATION

- (a) The Club is, and shall maintain itself as, an affiliated club of the Association. The Club shall act in accordance with the Association’s constitution and any by-laws, and participate in relevant activities of the Association.
- (b) The Club is, and shall maintain itself as, an affiliated club of Rowing ACT Incorporated. The Club shall act in accordance with Rowing ACT Incorporated’s constitution and by-laws, and participate in relevant activities of Rowing ACT Incorporated.

3. OBJECTS

The Objects of the Club are:

- (a) to foster, promote, develop and participate in the sport of rowing for the benefit of the Australian National University community;
- (b) to participate in regattas and such other activities as are deemed to be in the interests of the Club;

4. CONSTITUTION

- (a) The Club will be conducted in accordance with this Constitution.
- (b) The Constitution may only be amended by a resolution:
 - (i) passed by a two-thirds majority of Members entitled to vote and present at a general meeting, of which at least 14 days written notice, accompanied by notice of motion to amend the constitution, has been given to the Club members; and
 - (ii) ratified by the Association.

5. MEMBERSHIP

Annual Members

- (a) Annual Membership of the Club is open to persons who:
 - (i) are current members of the Association (and provide evidence of such membership); and
 - (ii) are admitted by the Committee.
- (b) Each Club Member (except a Life Member) must pay an annual Club Membership fee as determined by the Committee. The schedule of Club Membership fees will be determined by the Committee at least annually.

- (c) A person who has not paid all monies due and payable to the Club may, at the Committee's discretion, have their Membership suspended and be excluded from participating in all activities under the control of the Club until the fee is paid.

Life Members

- (d) A person may be nominated for Life Membership by the Committee. A person will become a Life Member if a resolution is passed by a two-thirds majority of Members entitled to vote and present at a general meeting.
- (e) Life Members can only gain access to the entitlements of annual Members of the Club, including competing for the Club and voting at general meetings, when they are also members of the Association.

6. COMMITTEE

- (a) The Committee shall consist of the following positions:
 - (i) an Executive, consisting of President, Vice President, Captain, Vice-Captain, Secretary, and Treasurer; and
 - (ii) up to three other Committee members.
- (b) Only members of the Club are eligible to hold a position on the Committee.
- (c) The roles and duties of the Committee are set out in the Committee Charter.

Nomination and Election to the Committee

- (d) Subject to clause 6(i), the members of the Committee shall be elected at the annual general meeting of the Club by a majority of Members entitled to vote and present at the meeting.
- (e) All committee positions will become vacant for election at the annual general meeting. Nominations for Committee positions are required by email to the Secretary by a date set by the Secretary that is no less than three days before the election (**close of nominations**). The Committee may specify other requirements for nomination.
- (f) For each Committee position:
 - (i) if only one nomination for a position is received by the close of nominations, that person is taken to be elected to the position, subject to ratification at the annual general meeting;
 - (ii) if more than one nomination for a position is received by the close of nominations, the position will be determined by a vote on those nominees at the annual general meeting;
 - (iii) if no nominations are received for a position by the close of nominations, then nominations will be accepted for that position from the floor at the annual general meeting. Nominations may be made *in absentia* at the annual general meeting, provided that the nominee has given their written consent.

Term of Committee member

- (g) Subject to clause 6(h), a member of the Committee will hold office from the time of election or appointment until the next annual general meeting, unless re-elected or re-appointed.
- (h) A member of the Committee shall vacate their office if they:
 - (i) cease to be a member of the Association;
 - (ii) cease to be a Member;
 - (iii) are absent without leave from any three consecutive Committee meetings;
 - (iv) tender their resignation;
 - (v) are removed by a resolution passed at a general meeting convened for that purpose by a two-thirds majority of Members entitled to vote and present at the meeting.
- (i) If any position on the Committee becomes vacant for any reason, the Committee may appoint another Member to fill such vacancy.
- (j) A member may re-nominate and be re-elected to the Committee more than once. There is no maximum term a person may hold a position on the Committee.

Committee Meetings

- (k) Any decision made by the Committee must be made at a meeting called by the Secretary through the Committee's agreed channels of communication with at least five days' notice to all Committee members, or such other period agreed by all Committee members.

- (l) Meetings must be held at least 6 times per calendar year.
- (m) Meetings may be held in person or by means of digital technology agreed to by all Committee members before or during the relevant meeting. A Committee member is regarded to be present at a Committee meeting if they can clearly and simultaneously communicate with the other Committee members.
- (n) No decisions may be made by the Committee unless a quorum is present within 30 minutes after the time appointed for the meeting. A quorum is 5.
- (o) Each Committee member present at a meeting is entitled to one vote on each motion put to the meeting. Decisions must be made by a majority of votes. In the event of an equality of votes, the person presiding at the meeting also has a casting vote.

7. DUTIES OF MEMBERS

The members will:

- (a) abide by the Constitution and any by-laws of the Club and any reasonable directions of the Committee;
- (b) promptly pay Club fees and charges, and any Association fees and charges that are relevant to their Club Membership;
- (c) conduct their activities in such a manner as to not expose other members of the Club to any additional danger or undue risk.

8. POWERS OF THE COMMITTEE

The Committee will have the power, subject to any direction by a general meeting of the Club, to:

- (a) generally manage the affairs of the Club so as to carry out its Objects;
- (b) direct the Treasurer to pay the charges and expenses incidental to the conduct and management of the Club;
- (c) arrange the agenda for any general meeting of the Club;
- (d) set up Sub-Committees to deal with or report on such matters as may be referred to them by the Committee;
- (e) interpret any question arising out of the Constitution;
- (f) authorise a member of the Committee to apply for an annual grant, or any special grant, of the Association;
- (g) charge for use of Club equipment, admission to any function, or for any Club activity;
- (h) make, amend or repeal by-laws and issue any reasonable directions to members as the Committee may deem necessary for the proper conduct of the Club. The Committee will acquaint Members with the making, amending or repeal of by-laws through the same notification medium which is used to advise Members of a general meeting (see clause 9(e));
- (i) transact, or report on any business referred to it by any general meeting of the Club;
- (j) suspend from Membership of the Club any Member failing to comply with the requirements of clause 7 of this Constitution, and recommend to the Association that the suspended member be suspended or expelled from the Association.

9. MEETINGS OF MEMBERS

- (a) Members may make decisions at a general meeting of the Club. Decisions of a general meeting may only be overturned at a subsequent general meeting.

Annual general meeting

- (b) The annual general meeting of the Club shall be held within the Membership year.
- (c) At each annual general meeting:
 - (i) Members must vote to confirm the minutes of the last annual general meeting and any general meeting held since that meeting;
 - (ii) the President must present an annual report including the names of the Committee members and the principal activities and achievements of the Club during the year;
 - (iii) the Treasurer must present the annual financial report;
 - (iv) Members must elect the members of the Committee in accordance with clause 6.

Calling a general meeting

- (d) In addition to the annual general meeting, a general meeting may be called by:
 - (i) the Committee; or
 - (ii) at least of 10 Members, by giving written notice to the Secretary requesting the Committee to convene a general meeting for the purpose of determining the matter or matters specified in the notice.
- (e) The time and place of a general meeting of the Club shall be given to all Members at least fourteen days prior to the day appointed for the meeting. The Secretary shall inform Members of the agenda for the meeting (including any notices of motions received under clause 9(f)) at least four days prior to the day appointed for the meeting. Such notices must be given by email, and may also be given by posting a notice in the boathouse Club room or on the Club's website or social media.
- (f) A Member may propose a notice of motion to be decided at a general meeting, including a notice of motion for the amendment of this Constitution, by giving written notice to the Secretary at least eight days prior to the day appointed for the meeting.

Attending and voting at a general meeting

- (g) A quorum at a general meeting of the Club shall be the lesser of 20 Members or one third of the Club's total Members, all of whom have been Members of the Club and Association for at least one month immediately prior to the general meeting.
- (h) If, within 30 minutes after the appointed time for the commencement of the general meeting, a quorum is not present, the meeting shall be adjourned and rescheduled.
- (i) At a general meeting of the Club:
 - (i) the person presiding shall not be able to move motions and shall have no vote unless there is an equality of votes, in which case the person presiding shall have a casting vote; and
 - (ii) each other Member that has been a Member of the Club and Association for at least one month immediately prior to the meeting shall have one vote.
- (j) Proxies shall not be permitted.
- (k) Voting for Committee positions at general meetings shall be by secret ballot. Voting for any other matters at general meetings shall be by show of hands unless a secret ballot is demanded by 20% of the Members present and eligible to vote.
- (l) All decisions at a general meeting shall be made by a simple majority of Members eligible to vote and present at the meeting, except for an issue where a different majority is required by this Constitution.

10. DISSOLUTION

- (a) The Club shall only be dissolved by a resolution:
 - (i) passed by a two-thirds majority of Members entitled to vote and present at a general meeting, of which at least 14 days written notice, accompanied by notice of motion to dissolve the Club, has been given to the Club Members; and
 - (ii) ratified by the Association.
- (b) All Club assets will be transferred to the Association on dissolution.

11. COPIES OF THE CONSTITUTION

Copies of this Constitution shall be available on demand from the Secretary.