

DATE: _____

TORQUAY SURF LIFE SAVING CLUB INCORPORATED

CONSTITUTION

TABLE OF CONTENTS

1. NAME OF ASSOCIATION.....	3
2. OBJECTS OF ASSOCIATION.....	3
3. POWERS OF THE ASSOCIATION	5
4. APPLICATION OF INCOME AND PROPERTY	5
5. LIABILITY OF MEMBERS	6
6. DISSOLUTION AND DISTRIBUTION OF PROPERTY	6
7. DEFINITIONS AND INTERPRETATION	7
8. STATUS AND COMPLIANCE OF ASSOCIATION	10
9. ASSOCIATION’S CONSTITUTION.....	11
10. MEMBERS	12
11. SUBSCRIPTIONS AND FEES.....	14
12. APPLICATION.....	15
13. REGISTER OF MEMBERS.....	16
14. EFFECT OF MEMBERSHIP	16
15. DISCONTINUANCE OF MEMBERSHIP	17
16. TRANSFER OF MEMBERSHIP	18
17. GRIEVANCES, JUDICIAL AND DISCIPLINE.....	19
18. ANNUAL GENERAL MEETING	20
19. NOTICE OF GENERAL MEETING	20
20. BUSINESS	21
21. USE OF TECHNOLOGY	21
22. NOTICES OF MOTION.....	21
23. SPECIAL GENERAL MEETINGS.....	21
24. PROCEEDINGS AT GENERAL MEETINGS	22
25. VOTING AT GENERAL MEETINGS	23
26. PROXY VOTING	25
27. EXISTING DIRECTORS	25
28. POWERS OF THE BOARD.....	26
29. COMPOSITION OF THE BOARD.....	26
30. ELECTION OF DIRECTORS	28
31. REMOVAL OF SECRETARY	29
32. VACANCIES OF DIRECTORS	29
33. MEETINGS OF THE BOARD.....	30
34. DELEGATIONS	32

35. BY-LAWS.....32
36. FUNDS, RECORDS AND ACCOUNTS33
37. NEGOTIABLE INSTRUMENTS34
38. AUDITOR.....34
39. NOTICE.....34
40. SEAL35
41. ALTERATION OF CONSTITUTION35
42. INDEMNITY35
43. AUTHORITY TO TRADE35
44. LIQUOR LICENCE OBLIGATIONS.....35

ASSOCIATIONS INCORPORATION REFORM ACT 2012 (VIC)

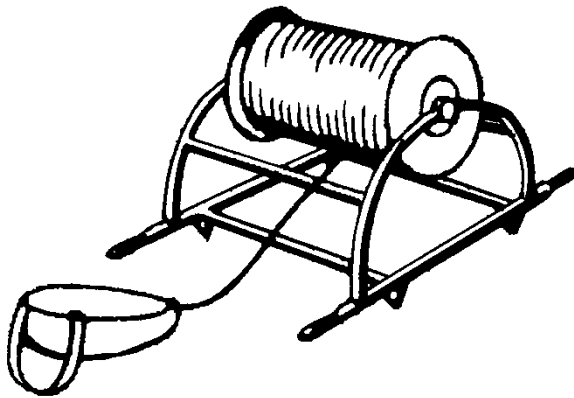
CONSTITUTION

of

TORQUAY SURF LIFE SAVING CLUB INCORPORATED

1. NAME OF ASSOCIATION

- 1.1 The name of the Association is Torquay Surf Life Saving Club Incorporated ("Association").
- 1.2 The Association's motto is "Vigilance and Service".
- 1.3 The Association's colours is "Royal Blue and Gold".
- 1.4 The Association's logo is:



2. OBJECTS OF ASSOCIATION

- 2.1 The Association is a charitable community service based institution. The objects for which the Association is established are to:
 - (a) participate as a member of LSV and SLSA to conduct, encourage, promote, advance and administer lifesaving and the preservation of life in the ocean and beach aquatic environment;
 - (b) provide for the conduct, encouragement, promotion and administration of lifesaving, lifesaving competition, aquatic and like sporting endeavours in and within the vicinity of Torquay in the State of Victoria and elsewhere as necessitated from time to time;
 - (c) maintain and enhance the Association, LSV, Life Saving Clubs, SLSA and lifesaving, its standards, quality and reputation for the benefit of the Members and lifesaving;
 - (d) at all times promote mutual trust and confidence between the Association, LSV, Life Saving Clubs, SLSA and the Members in pursuit of these objects;
 - (e) at all times act on behalf of and in the interest of the Members and lifesaving;

- (f) promote the economic and community service success, strength and stability of the Association, LSV, Life Saving Clubs, SLSA and lifesaving;
- (g) affiliate and otherwise liaise with LSV and SLSA in the pursuit of these objects and the objects of lifesaving;
- (h) conduct, encourage, promote, advance and control lifesaving and aquatic safety and management and preservation of life in the aquatic environment in Torquay in the State of Victoria and elsewhere as necessitated from time to time;
- (i) conduct or commission research and development for improvements in methods of lifesaving and life saving equipment and to improve safety in the ocean and beach aquatic environment;
- (j) use and protect the Intellectual Property of the Association;
- (k) apply the property and capacity of the Association towards the fulfilment and achievement of these Objects;
- (l) promote the involvement and influence of lifesaving standards, techniques, awards and education with other bodies involved in lifesaving;
- (m) strive for Governmental, commercial and public recognition of the Association as the authority on aquatic safety and management in Torquay in the State of Victoria and elsewhere as necessitated from time to time;
- (n) promulgate, and secure uniformity in, such rules as may be necessary for the management and control of lifesaving and related activities and the preservation of life in the aquatic environment;
- (o) extend the operations and teachings of the Association throughout Torquay in the State of Victoria and elsewhere as necessitated from time to time;
- (p) continue to develop lifesaving into an organised institution and in accordance with these Objects, foster, regulate, organise and manage assessments, competitions, displays and other activities and to issue badges, medallions and certificates and award trophies to successful Members;
- (q) review and/or determine any matters relating to lifesaving which may arise, or be referred to it, by any Member;
- (r) pursue through itself or other such commercial arrangements, including sponsorship and marketing opportunities as are appropriate, to further the interests of lifesaving in Torquay in the State of Victoria and elsewhere as necessitated from time to time;
- (s) adopt and implement appropriate policies including, but not limited to, sexual harassment, bullying, the welfare of children, equal opportunity, equity, abuse of prescription and/or illicit drugs, health, safety, junior and senior programs, infectious diseases and such other matters as arise from time to time as issues to be addressed in lifesaving;

- (t) represent the interests of its Members and of lifesaving generally in any appropriate forum in Torquay in the State of Victoria and elsewhere as necessitated from time to time;
- (u) have regard to the public interest in its operations;
- (v) do all things reasonably necessary to enable these objects to be achieved and to enable the Members to receive the benefits which these objects are intended to achieve;
- (w) ensure that environmental considerations are taken into account in all lifesaving and related activities conducted by the Association;
- (x) promote the health and safety of Members and all other users of the ocean and beach aquatic environment;
- (y) encourage Members to realise their potential educational and athletic abilities by extending to them the opportunity to participate in educative and competitive activities and to award trophies and rewards to successful participants;
- (z) encourage and promote performance-enhancing drug free competition;
- (aa) establish, grant 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;
- (bb) give, and seek where appropriate, recognition for Members who obtain awards or public recognition in fields of endeavour other than lifesaving;
- (cc) seek and obtain improved facilities for the enjoyment of the ocean and beach aquatic environment in Torquay in the State of Victoria and elsewhere as necessitated from time to time;
- (dd) promote uniform laws for the control and regulation of the aquatic environment in Torquay in the State of Victoria and elsewhere as necessitated from time to time and assist authorities enforce these laws;
- (ee) effect such objects as may be necessary in the interests of lifesaving and the ocean and beach aquatic environment in Torquay in the State of Victoria and elsewhere as necessitated from time to time; and
- (ff) undertake and or do all such things or activities which are necessary, incidental or conducive to the advancement of these objects.

3. POWERS OF THE ASSOCIATION

- 3.1 In addition to the powers and functions under the Act, the Association has the legal capacity and powers of a company as set out under section 124 of the *Corporations Act* solely for the purpose of furthering the Objects.

4. APPLICATION OF INCOME AND PROPERTY

- 4.1 The income and property of the Association must be applied solely towards the promotion of the Objects.
- 4.2 Except as prescribed in this Constitution:
- (a) no portion of the income or property of the Association shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise to any Member; and
 - (b) no remuneration or other benefit in money or money's worth shall be paid or given by the Association to any Member, including any Member who holds any office of the Association.
- 4.3 Nothing contained in clauses 4.1 or 4.2 prevents payment in good faith of or to any Member for:
- (a) any services actually rendered to the Association whether as an employee or otherwise;
 - (b) goods supplied to the Association in the ordinary and usual course of operation;
 - (c) interest on money borrowed from any Member;
 - (d) rent for premises demised or let by any Member to the Association; or
 - (e) any out-of-pocket expenses incurred by a Member on behalf of the Association,

provided that any such payment does not exceed the amount ordinarily payable between ordinary commercial parties dealing at arm's length in a similar transaction.

5. LIABILITY OF MEMBERS

- 5.1 The liability of the Members of the Association is limited.

6. DISSOLUTION AND DISTRIBUTION OF PROPERTY

- 6.1 The association may be wound up in accordance with the provisions of the Act.
- 6.2 In the event of the Association being wound up, the liability of each Member shall be limited to any outstanding monies due and payable to the Association, including the amount of any annual subscription payable in respect of the current Financial Year. No other amount shall be payable by the Member.
- 6.3 If upon winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any assets or property, the same shall not be paid to or distributed amongst the Members but shall be given or transferred to some registered or exempt charity, having objects similar to the Objects and which prohibits the distribution of its or their income and property among its or their Members to an extent at least as great as is imposed on the Association by this Constitution. Such registered or exempt charity will be determined by the Members at or before the time of dissolution, and in default

thereof by such judge of the Supreme Court of Victoria or other Court as may have or acquire jurisdiction in the matter.

7. DEFINITIONS AND INTERPRETATION

7.1 Definitions

In this Constitution unless the contrary intention appears:

“**Absentee Voting Form**” means the form prepared by the Secretary from time to time in accordance with clause 25.2(c)(i).

“**Absentee Identification Form**” means the form prepared by the Secretary from time to time in accordance with clause 25.2(b)(ii).

“**Act**” means the *Associations Incorporation Reform Act (Vic) 2012* and includes any regulation made under that Act.

“**Association**” means Torquay Surf Life Saving Club Incorporated.

“**Board**” means the body managing the Association and consisting of the Directors under clause 29.

“**Bronze Medallion**” means the SLSA Bronze Medallion.

“**By Laws**” means any by-laws made by the Board under clause 35.

“**Constitution**” means this constitution of the Association and any amendments made from time to time in accordance with this constitution.

“**Delegate**” means the person appointed from time to time to act for and on behalf of the Association to attend, debate and vote on behalf of and as directed by the Board at general meetings of LSV and other meetings as directed from time to time.

“**Director**” means a member of the Board appointed in accordance with this Constitution.

“**Financial Year**” means the year ending 30 April in each year.

“**Financial Statements**” has the same meaning as under the Act and shall comply with Division 5 of the Act.

“**General Meeting**” means the annual or any special general meeting of the Association.

“**Individual Member**” means a registered member of the Association and shall include those membership categories as defined in clause 10.

“**Intellectual Property**” means all intellectual property rights, including the following rights:

- (a) patents, copyright, rights in circuit layouts, designs, moral rights, trade and service marks (including goodwill in those marks), domain names and trade names;

- (b) any application or right to apply for registration of any of the rights referred to in paragraph (a); and
- (c) all rights of a similar nature to any of the rights in paragraphs (a) and (b) that may subsist anywhere in the world (including Australia),

whether or not such rights are registered or capable of being registered.

“**Judicial Committee**” shall be the committee as defined in the Grievances Judicial and Discipline Regulations of SLSA adopted under clause 17.

“**Life Member**” means an individual appointed as a Life Member of the Association under clause 10.1(j).

“**Life Saving Club**” means a lifesaving club which is a member of or otherwise affiliated with LSV or SLSA.

“**Long Service**” means completed service to the Association of twelve (12) years active service or ten (10) years active service plus four (4) years active reserve service of satisfactory patrol obligations.

“**LSV**” means Life Saving Victoria, the body recognised by SLSA as the body administering lifesaving in Victoria.

“**LSV Constitution**” means the constitution of LSV.

“**Member**” means a member for the time being of the Association as defined in clause 10.

“**Objects**” means the objects of the Association under clause 2.

“**President**” means the President for the time being of the Association as elected by the members. The President must comply with clause 29.5.

“**Registered Office**” means the Associations premises at the Surf Beach, Torquay, Victoria.

“**Registrar**” means the registrar of Incorporated Associations as defined in the Act.

“**Seal**” means the common seal of the Association and includes any official seal of the Association as set out in clause 40.

“**Secretary**” means the secretary elected to the Board of the Torquay SLSC. The Secretary must comply with clause 29.6.

“**SLSA**” means Surf Life Saving Australia Limited.

“**SLSA Constitution**” means the constitution of SLSA.

“**Special Resolution**” means a resolution passed in accordance with the Act.

“**State**” means and includes a State or Territory of Australia.

“**Surf Rescue Certificate**” means the SLSA surf rescue certificate.

7.2 Interpretation

In this Constitution:

- (a) a reference to a function includes a reference to a power, authority and duty;
- (b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or performance of the duty;
- (c) words importing the singular include the plural and vice versa;
- (d) words importing any gender include the other genders;
- (e) references to persons include corporations and bodies politic;
- (f) references to a person include the legal personal representatives, successors and permitted assigns of that person;
- (g) a reference to a statute, ordinance, code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any legislative authority having jurisdiction);
- (h) a reference to "writing" shall unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in a visible form, including messages sent by electronic mail or any other electronic means; and
- (i) a reference to a clause, paragraph, schedule or annexure is to a clause or paragraph of, or schedule or annexure to, this Constitution and this Constitution includes any schedule or annexure.

7.3 Severance

- (a) If any provision of this Constitution or any phrase contained in it is invalid or unenforceable, the phrase or provision is to be read down if possible, so as to be valid and enforceable, and otherwise shall be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions of this Constitution.

7.4 Expressions in the Act

- (a) Except where the contrary intention appears in this Constitution, an expression that deals with a matter under the Act has the same meaning as that provision of the Act.

7.5 Sole Purpose

- (a) The Association is established solely for the purpose of advancing the Objects.

7.6 Model Rules

- (a) Subject to the provisions of Part 5 Division 1 Section 48(1)(a) of the Act the model rules under the Act are expressly displaced by this Constitution.

8. STATUS AND COMPLIANCE OF ASSOCIATION

8.1 Recognition of Association

- (a) Subject to compliance with this Constitution, the LSV Constitution, and the SLSA Constitution the Association shall continue to be recognised as a Member of LSV and shall administer lifesaving activities in Torquay in the State of Victoria and elsewhere as necessitated from time to time in accordance with the Objects.

8.2 Compliance of Association

- (a) The Members acknowledge and agree the Association shall:
- (i) be or remain incorporated in Victoria;
 - (ii) appoint a Delegate annually to represent the Association at general meetings of LSV;
 - (iii) appoint Delegate(s) from time to time as required for meetings of LSV;
 - (iv) nominate such other persons as may be required to be appointed to LSV, SLSA and International Life Saving Federation from time to time under this Constitution, the LSV Constitution, the SLSA Constitution and/or the International Life Saving Federation Constitution;
 - (v) forward to LSV a copy of its constituent documents and details of its Directors;
 - (vi) adopt the objects of LSV and SLSA (in whole or in part as are applicable to the Association) and adopt rules which reflect, and which are, to the extent permitted or required by the Act, generally in conformity with the LSV Constitution and the SLSA Constitution;
 - (vii) apply its property and capacity solely in pursuit of the Objects and lifesaving;
 - (viii) do all that is reasonably necessary to enable the Objects to be achieved;
 - (ix) act in good faith and with loyalty to ensure the maintenance and enhancement of lifesaving, its standards, quality and reputation for the benefit of the Members and lifesaving;
 - (x) at all times act on behalf of and in the interests of the Members and lifesaving; and
 - (xi) by, adopting the objects of LSV and SLSA, abide by the LSV Constitution and the SLSA Constitution.

8.3 Operation of Constitution

- (a) The Association and the Members acknowledge and agree:
- (i) that they are bound by this Constitution and that this Constitution, operates to create uniformity in the way in which the Objects and lifesaving are to be conducted, promoted, encouraged, advanced and administered throughout Torquay and elsewhere as necessitated from time to time;
 - (ii) to maintain and enhance lifesaving, its standards, quality and reputation for the benefit of the Members and lifesaving;
 - (iii) not to do or permit to be done any act or thing which might adversely affect or derogate from the standards, quality and reputation of lifesaving and its maintenance and enhancement;
 - (iv) to promote the economic and community services success, strength and stability of each other and to act interdependently with each other in pursuit of their respective objects;
 - (v) to act in the interests of lifesaving and the Members;
 - (vi) where it is alleged a Member by way of any act or omission or causing some other person to so act or omit to act, has:
 - (A) breached, failed, refused or neglected to comply with a provision of this Constitution, the By-Laws, or any resolution or determination of the Association; or
 - (B) acted in a manner prejudicial to the Objects and interests of the Association and/or lifesaving; or
 - (C) failed to carry out patrol obligations and duties in a proper and adequate manner or at all; or
 - (D) brought the Association, any Life Saving Club or lifesaving into disrepute,

the Association may after allowing the Member a reasonable opportunity to explain, refer such matter to the Judiciary Committee to be considered and dealt with in accordance with the relevant provisions of the SLSA regulations or the LSV regulations; and
 - (vii) any determination of the Judiciary Committee shall be made available to all members however it shall not be incumbent upon any such committee to give reasons for any such determinations.

9. ASSOCIATION'S CONSTITUTION

- 9.1 The Constitution of the Association shall clearly reflect the objects of LSV and shall generally conform with the LSV Constitution, subject to any requirements in the Act, and at least to the extent of:
- (a) the objects of LSV;
 - (b) the structure and membership categories of LSV;
 - (c) recognising SLSA as the national peak body for lifesaving in Australia, in accordance with the SLSA Constitution;
 - (d) recognising LSV as the peak body for lifesaving in Victoria;
 - (e) recognising SLSA as the final arbiter on matters pertaining to lifesaving in Australia, including disciplinary proceedings;
 - (f) such other matters as are required to give full effect to the LSV Constitution;

with such incidental variations as are necessary having regard to the Act.

9.2 Operation of the LSV Constitution

- (a) The Association shall take all steps to ensure its Constitution conforms with the LSV Constitution at least to the extent set out in clause 9.1 and in respect of those matters set out in clause 9.1 shall ensure this Constitution is amended in conformity with future amendments made to the LSV Constitution, subject to any prohibition or inconsistency in the Act.
- (b) The Association shall provide to LSV a copy of its Constitution and all amendments to this document.

10. MEMBERS

10.1 Categories of Member

- (a) A Probationary Member is any person for the time period between applying for membership and the granting of a formal category of membership by the Association.
- (b) A Junior Activities Member ("Nipper") is a person who shall be a minimum of age five (5) years up to a maximum age of thirteen (13) years and such person is required to gain the relevant surf education certificate for that person's age group.
- (c) A Cadet Member is a Member of the age qualification as defined in SLSA's Manual and who has obtained the Surf Rescue Certificate or has passed an annual proficiency test.
- (d) An Active Member is a Bronze Medallion holder and shall fulfil the full patrol and/or other obligations as required by the Association and the Association By-Laws. Active Members shall qualify in an annual proficiency test each season unless the member has obtained the Bronze Medallion in that season.

- (e) An Active Reserve Membership may be granted by the Board to an Active Member who, to the satisfaction of the Board, has satisfactorily completed (from the gaining of the Bronze Medallion) at least ten (10) years of patrol and/or other obligations as required by Association and the Association By-Laws. Granting of Active Reserve Membership shall be granted by resolution of the Board. Active Reserve Members shall qualify in an annual proficiency test each season and shall comply with patrol regulations as laid down by the Association.
- (f) A Long Service Membership may be granted by the Board to Senior Active Members or Active Reserve Members who have completed twelve (12) years active service or ten (10) years active service plus four (4) years active reserve service of satisfactory patrol and/or the Association obligations. Long Service Members may be exempted from patrol obligations.
- (g) An Associate Member is any person over the age of thirty (30) years or who is a parent, guardian or spouse of a member or in the opinion of seventy-five per cent (75%) of the Board cannot fulfil the duties of an active member of the Association.
- (h) An Award Member is any person over the age of sixteen (16) years who holds a current SLSA award of one, or more, of the following qualifications:
 - (i) Surf Rescue Certificate;
 - (ii) Radio award/s;
 - (iii) Resuscitation Certificate;
 - (iv) Advanced Resuscitation Certificate;
 - (v) First Aid Certificate (or equivalent); or
 - (vi) a current SLSA official's accreditation.

Award Members may be called upon to perform patrol and/or other club obligations within the compass of their qualifications.

- (i) Honorary Membership may be granted by the Association, by resolution at General Meeting, to any person who has made a significant contribution to the Association.
- (j) Life Membership may be granted to any member who has rendered distinguished and outstanding service to the Association for a period of not less than fifteen (15) years. A member who is eligible may be recommended by the existing Life Members, sitting in committee, for Life Membership at the Annual General Meeting.
 - (i) A resolution of the Annual General Meeting to confer life membership on the recommendation of the Life Members shall be carried by a two thirds majority of those present and entitled to vote at the Annual General Meeting of the Members.

- (ii) A person must accept or reject the Association's resolution to confer life membership in writing. Upon written acceptance, the person's details shall be entered upon the register, and from the time of entry on the register the person shall be a Life Member.
 - (iii) Life Members shall be subject to the Discipline and Judicial procedures of the Association in the same manner as all other Members of the Association.
 - (iv) A Life Member shall not so long as they remain a Life Member be required to pay annual subscriptions.
 - (v) A Life Member may resign, by notice in writing, from Life Membership of the Association without affecting his/her eligibility to remain a Member of such other category of membership to which he/she is otherwise entitled.
- (k) **Creating New Categories of Membership**
- (i) The Board may create new categories of membership with such rights privileges and obligations as are determined even if the effect of creating the new category is to alter the rights privileges or obligations of an existing category of membership.
 - (ii) Any new category of membership established by the Board under this paragraph (k) shall not be granted voting rights at General meetings.

10.2 All categories of membership are open to persons who are eligible.

11. SUBSCRIPTIONS AND FEES

11.1 Annual subscriptions are due in advance on the 1st day of May each calendar year.

11.2 The Board has the power to review and set annual subscriptions and nomination fees on an annual basis.

11.3 Subscriptions must be paid in the following categories of membership:

- (a) Junior Activities Member
- (b) Cadet Member
- (c) Active Member
- (d) Active Reserve Member
- (e) Long Service Member
- (f) Associate Member
- (g) Award member

11.4 The Association may allow subscriptions to be paid in the following categories of membership as defined in the Association By-Laws:

- (a) Family Membership
- (b) Country Member

12. APPLICATION

12.1 An application for Membership by an individual ("Applicant") must be:

- (a) In writing on the form prescribed from time to time by LSV and/or SLSA, from the applicant and lodged with the Association; and
- (b) Accompanied by the appropriate fee/s, if any.

12.2 The Applicant shall be a Probationary Member for the time period between applying for membership and the granting or refusal of a formal category of membership by the Association ("**The Period**").

- (a) During The Period, the Board may, in accordance with clause 12.3, reject the Applicant's application for membership.
- (b) If the Board rejects the Applicant's application for membership during The Period, the Association must refund any fee which accompanied the application to the Applicant.
- (c) If no action is taken during The Period, the Applicant shall, subject to notification to LSV, become accepted as a Member.

12.3 Discretion to Reject Application

- (a) The Association may reject an application whether the applicant has complied with the requirements of clause 12.1 or not, and shall not be required or compelled to provide any reason for such rejection.
- (b) Membership of the Association shall be deemed to commence upon acceptance of the application by the Association. The Register shall be updated accordingly as soon as practicable.

12.4 Re-Application

- (a) Members must re-apply for membership of the Association in accordance with the procedures set down by the Association from time to time.
- (b) Upon re-application a Member must provide details of any change in their personal details, and any other information reasonably required by the Association.

12.5 Deemed Membership

- (a) All individuals who are, prior to the approval of this Constitution, members of the Association shall be deemed Members of the Association from the time of approval of this Constitution under the Act.
- (b) The Members shall provide the Association with such details as may be required by the Association under this Constitution within one month of the approval of this Constitution under the Act.

- (c) Any members of the Association prior to approval of this Constitution under the Act, who are not deemed Members under Clause 12.5(a) shall be entitled to carry on such functions analogous to their previous functions as are provided for under this Constitution.

13. REGISTER OF MEMBERS

- 13.1 The Secretary of the Association shall keep and maintain a Register in which shall be entered (as a minimum):
 - (a) the full name, address, class of membership and date of entry to the Register of each Member; and
 - (b) the full name, address and date of entry to the Register of each Director and Delegate.
- 13.2 Members shall provide notice of any change(s) to their details to the Association within one (1) month of such change.
- 13.3 Having regard to confidentiality considerations and privacy laws, an extract of the Register, excluding the address or other direct contact details of any Member, Director or Delegate, shall be available for inspection (but not copying) by Members, upon reasonable request.
- 13.4 Any request for inspection must be accompanied by reasons for said request.
- 13.5 Subject to confidentiality considerations and privacy laws, the Register may be used by the Association to further the Objects, as the Board considers appropriate.
- 13.6 The Association shall provide a copy of the Register at a time and in a form acceptable to LSV, and shall provide regular updates of the Register to LSV. The Association agrees that LSV may utilise the information contained in the Register and the Register itself to further the objects of LSV, subject always to reasonable confidentiality considerations and privacy laws.

14. EFFECT OF MEMBERSHIP

- 14.1 Members acknowledge and agree that:
 - (a) this Constitution constitutes a contract between each of them and the Association and that they are bound by this Constitution, the By-Laws, the LSV Constitution and any regulations made under the LSV Constitution and the SLSA Constitution and any regulations made under the SLSA Constitution;
 - (b) they shall comply with and observe this Constitution and the By-Laws, and any determination, resolution or policy which may be made or passed by the Board or any other entity with delegated authority;
 - (c) by submitting to this Constitution and the By-Laws they are subject to the jurisdiction of the Association, LSV and SLSA;
 - (d) the Constitution and By-Laws are necessary and reasonable for promoting the Objects and particularly the advancement and protection of lifesaving

as a community service in Torquay in the State of Victoria and elsewhere as necessitated from time to time; and

- (e) they are entitled to all benefits, advantages, privileges and services of Association membership to the Association.

14.2 Specific Privileges of membership categories:

- (a) All Members as defined in clause 10 shall be entitled to:
 - (i) admission to the grounds of the Association at all times;
 - (ii) the use of the Association facilities; and
 - (iii) access, upon written request to the Board, to the minutes of any General Meeting or Board Meeting,
 subject to the provisions of the By-laws.
- (b) The following members shall be entitled to nominate or second candidates for Directors of the Board (provided such candidates are selected from eligible categories of membership).
 - (i) Active Members as defined in clause 10.1(d);
 - (ii) Active Reserve Members as defined in clause 10.1(e);
 - (iii) Long Service Members as defined in clause 10.1(f);
 - (iv) Associate Members as defined in clause 10.1(g); and
 - (v) Life Members as defined in clause 10.1(j).
- (c) All Members may participate at general meetings in all discussions.
- (d) All Members other than Probationary Members, Junior Activities Members and Cadet Members, who have paid all membership subscriptions in accordance with clause 11.1 are entitled to vote on all non-life saving matters before any General Meeting..
- (e) In matters relating to life saving voting is restricted to members, other than probationary members, who hold a Bronze Medallion.

15. DISCONTINUANCE OF MEMBERSHIP

15.1 Notice of Resignation

- (a) A Member having paid all arrears of fees payable to the Association may resign or withdraw from membership of the Association by giving notice in writing to the Association of resignation or withdrawal.
- (b) Upon the expiration of a notice given under clause 15.1 the Secretary shall record in the Register of Members the date on which the member by whom the notice was given ceased to be a member.

15.2 Discontinuance by Breach

- (a) Membership of the Association may be discontinued pursuant to the Judiciary provisions of the Association upon breach of any clause of this Constitution, including but not limited to:
 - (i) the failure to pay any monies due and payable to the Association as and when such monies become due and payable;
 - (ii) the failure to comply with the By-Laws;
 - (iii) the failure to comply with any resolution of the Association;
- (b) Any Member whose annual subscription is unpaid as at 1 October shall cease to be a member effective from 1 October notwithstanding the provisions of sub-paragraph 15.2(a)(i) herein.

15.3 A Member whose membership has been discontinued or has lapsed under clause 15.2:

- (a) may seek renewal or re-apply for membership in accordance with this Constitution only by way of making an application for membership as set down in clause 12; and
- (b) may be re-admitted at the discretion of the Board.

15.4 Forfeiture of Rights

- (a) A Member who ceases to be a Member, for whatever reason, shall forfeit all rights in and claims against the Association and its property (except under any debenture or debentures held by him/her) and shall not use any lifesaving equipment or other property of the Association including Intellectual Property.
- (b) Any Association documents, records or other property in the possession, custody or control of that Member shall be returned to the Association immediately.

15.5 Membership which has been discontinued pursuant to clause 15.2 may be reinstated at the discretion of the Board, upon such conditions as it deems appropriate.

15.6 Membership fees or subscriptions paid by the discontinued Member may be refunded on a pro-rata basis to the Member upon discontinuance.

16. TRANSFER OF MEMBERSHIP

16.1 Transfer of membership from or to another Life Saving Club shall be carried out as set out in the SLSA Constitution and any regulations made under the SLSA Constitution.

16.2 No transfer of membership shall be granted unless:

- (a) all monies due and payable by the transferring member to the Association have been paid; and
- (b) the member is in Good Standing with the Association.

- 16.3 **“Good Standing”** in clause 16.2(b) means not in breach of any provisions of this Constitution or the By-laws of the Association and is compliant with LSV and SLISA patrol obligations.
- 16.4 When determining whether to accept or reject an application to transfer from a person, the Association must be satisfied the transferring applicant is of good character.
- 16.5 The Secretary must record in the Register of Members the date on which the member transferred from or to the Association. The Secretary shall also record which Life Saving Club the member transferred from or to, as the case may be.

17. GRIEVANCES, JUDICIAL AND DISCIPLINE

- 17.1 All Members must attempt in good faith to resolve any dispute that arises between themselves and another Member(s) without the use of formal grievance, judicial or discipline procedures.
- 17.2 Application
- (a) The grievance procedure set out in this clause 17.2 applies to disputes under this Constitution between
 - (i) a member and another member;
 - (ii) a member and the Board; or
 - (iii) a member and the Association.
 - (b) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.
- 17.3 Parties must attempt to resolve the dispute
- (a) The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.
- 17.4 Appointment of mediator
- (a) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by clause 17.3, the parties must within 10 days:
 - (i) notify the Board of the dispute; and
 - (ii) agree to or request the appointment of a mediator; and
 - (iii) attempt in good faith to settle the dispute by mediation.
 - (b) The mediator must be:
 - (i) a person chosen by agreement between the parties; or
 - (ii) in the absence of agreement:

- (A) if the dispute is between a member and another member — a person appointed by the Board; or
 - (B) if the dispute is between a member and the Board or the Association — a person appointed or employed by LSV.
- (c) A mediator appointed by the Board may be a member or former member of the Association but in any case must not be a person who:
- (i) has a personal interest in the dispute; or
 - (ii) is biased in favour of or against any party.

17.5 Mediation process

- (a) The mediator to the dispute, in conducting the mediation, must:
- (i) give each party every opportunity to be heard; and
 - (ii) allow due consideration by all parties of any written statement submitted by any party; and
 - (iii) ensure that natural justice is accorded to the parties throughout the mediation process.
- (b) The mediator must not determine the dispute.

17.6 Failure to resolve dispute by mediation

- (a) If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

17.7 The Association adopts the Judicial and Discipline Regulations of SLISA as amended from time to time and which are set out in Annexure A of this Constitution. These shall be replicated in the By-Laws and cannot be amended without the prior written approval of LSV and SLISA.

18. ANNUAL GENERAL MEETING

- 18.1 An Annual General Meeting of the Association shall be held in accordance with the provisions of the Act and this Constitution and on a date and at a venue to be determined by the Board.
- 18.2 The Annual General Meeting shall be held on such day as the Board determines but no later than sixty (60) days after the end of the Financial Year.
- 18.3 All General Meetings other than the Annual General Meeting shall be Special General Meetings and shall be held in accordance with this Constitution.
- 18.4 Members shall be provided the date of the Annual General Meeting not less than 48 days prior to the date of the Annual General Meeting.

19. NOTICE OF GENERAL MEETING

- 19.1 Notice of every General Meeting shall be given to every Member entitled to receive notice, at the address appearing in the Register kept by the Association.

The auditor (if any) and Directors shall also be entitled to notice of every General Meeting, which shall be sent to their last notified address. No other person shall be entitled as of right to receive notices of General Meetings.

- 19.2 Every Member is entitled to receive notice of General Meetings.
- 19.3 A notice of a General Meeting shall specify the place in Torquay in the State of Victoria, the day and hour of meeting and shall state the business to be transacted at the meeting.
- 19.4 At least twenty-one (21) days' notice of a General Meeting shall be given to those Members entitled to receive notice, together with:
- (a) the agenda for the meeting;
 - (b) any notice of motion received from Members; and
 - (c) all relevant voting instructions.

20. BUSINESS

- 20.1 The business to be transacted at the Annual General Meeting includes the consideration of accounts and the reports of the Board and auditors, the election of Directors under this Constitution, the motion for affiliation with LSV and the appointment and fixing of the remuneration of the auditors.
- 20.2 All business that is transacted at a General Meeting, and also all that is transacted at an Annual General Meeting, with the exception of those matters set down in clause 20.1 shall be general business.
- 20.3 No business other than that stated on the notice shall be transacted at that meeting.

21. USE OF TECHNOLOGY

- 21.1 A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- 21.2 For the purposes of this clause 21, a member participating in a general meeting as permitted under clause 21.1 is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

22. NOTICES OF MOTION

- 22.1 Members shall be entitled to submit notices of motion for inclusion as general business at a General Meeting. All notices of motion must be submitted in writing to the Secretary not less than thirty (30) days (excluding receiving date and meeting date) prior to the General Meeting.

23. SPECIAL GENERAL MEETINGS

- 23.1 All General Meetings other than the Annual General Meeting are Special General Meetings.

- 23.2 The Board may, whenever it thinks fit, convene a Special General Meeting of the Association provided the notice requirements for convening a General Meeting are met.
- 23.3 Where, but for this clause more than fifteen (15) months would elapse between Annual General Meetings, the Board shall convene a Special General Meeting before the expiration of that period.
- 23.4 Requisition of Special General Meetings
- (a) The Secretary shall, on the requisition in writing of 5% of Members entitled to vote at a General Meeting or fifty (50) Members entitled to vote at a General Meeting, whichever is the greater, convene a Special General Meeting.
 - (b) The requisition for a Special General Meeting shall state the object(s) of the meeting, shall be signed by the Members making the requisition and shall be sent to the Association. The requisition may consist of several documents in a like form, each signed by one or more of the Members making the requisitions.
 - (c) If the Secretary does not cause a Special General Meeting to be held within thirty (30) days after the date on which the requisition is sent to the Association, the Members making the requisition, or any of them, may convene a Special General Meeting to be held not later than three months after that date.
 - (d) A Special General Meeting convened by Members under this Constitution shall be convened in the same manner, or as nearly as possible as that, in which meetings are convened by the Board.

24. PROCEEDINGS AT GENERAL MEETINGS

- 24.1 No business shall be transacted at any General Meeting unless a quorum is present at the time when the meeting proceeds to business.
- (a) A quorum for General Meetings shall be thirty (30) members personally present and entitled to vote under this Constitution.
- 24.2 President to Preside
- (a) The President shall, subject to this Constitution, preside as chairman at every General Meeting except:
 - (i) in relation to any election for which the President is a nominee; or
 - (ii) where a conflict of interest exists.
 - (b) If the President is not present, or is unwilling or unable to preside the Members shall appoint one of the Directors to preside as chairman for that meeting only.
 - (c) If the president and all the Directors are absent from a General Meeting the members present shall elect one of their number to preside as Chairman at the meeting.

24.3 If within half an hour from the time appointed for the meeting, a quorum is not present the meeting shall be adjourned until the same day in the next week at the same time and place or to such other day and at such other time and place as the chairman may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting will lapse.

- (a) The chairman may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (b) When a meeting is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
- (c) Except as provided in clause 19.4 it is not necessary to give any notice of an adjournment or the business to be transacted at any adjourned meeting.

24.4 Voting Procedure

- (a) At any meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by:
 - (i) the chairman; or
 - (ii) a simple majority of Members.

24.5 Unless a poll is demanded under clause 24.4, a declaration by the chairman that a resolution has on a show of hands been carried or carried unanimously or by a particular majority or lost and an entry to that effect in the book containing the minutes of the proceedings of the Association shall be conclusive evidence of the fact without proof of the number of the votes recorded in favour of or against the resolution.

24.6 If a poll is duly demanded under clause 24.4 it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the chairman directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded.

24.7 The Secretary or such other person delegated by the chairman of the General Meeting shall keep a record of minutes of the general meeting and said minutes shall be available to the Board within two (2) days of the General Meeting.

25. VOTING AT GENERAL MEETINGS

25.1 Members entitled to vote

- (a) Each Member entitled to vote as set out in clause 14.2 shall have one vote at General Meetings which, subject to this Constitution, shall be:
 - (i) exercised by the Member in person; or
 - (ii) as an Absentee Vote as described under clause 25.2.

- (b) Each Director shall have the right to attend, debate and vote at General Meetings as prescribed in this Constitution.

25.2 Absentee Vote

- (a) Any Member entitled to vote who is unable to attend may submit a postal or electronically delivered vote (**Absentee Vote**).
- (b) To be a valid postal Absentee Vote, the Member must:
 - (i) notify the Secretary of their intention to submit an Absentee Vote within seven (7) days of receiving notice of the General Meeting;
 - (ii) complete the hard copy Absentee Voting Form as provided by the Secretary and seal it in an enveloped marked 'VOTE';
 - (iii) complete the hard copy Absentee Identification Form as provided by the Secretary; and
 - (iv) deliver by pre-paid post both the completed and sealed Absentee Voting Form and the completed Absentee Identification Form together in the same postal package to the attention of the 'Returning Officers' not less than seven (7) days before the date of the General Meeting.
- (c) The Secretary shall prepare Absentee Voting forms. The Absentee Voting forms shall be comprised of:
 - (i) one identification form requiring at a minimum the members name, date of birth and signature;
 - (ii) one voting form setting out the resolutions to be passed at General Meeting and requiring the member to indicate the direction of their vote to each resolution; and
 - (iii) one form providing instructions on how to submit their Absentee Vote.
- (d) The secretary shall ensure any member submitting an Absentee Vote is informed of the resolutions to be passed at General Meeting.
- (e) The Secretary may, with the approval of the Board, engage an anonymous electronic voting system which preserves the anonymity of voters over the internet or other electronic means. The results of such voting procedure shall be given to the Returning Officers not earlier than two (2) hours before the commencement of the General Meeting.

25.3 Returning Officers

- (a) The board shall appoint six (6) Returning Officers. The Returning Officers shall consist of:
 - (i) 3 Senior Active Members; and
 - (ii) 3 Associate Members.

- (b) The Returning Officers shall receive all Absentee Votes and commence counting said votes no earlier than two (2) hours prior to the commencement of the General Meeting.
- (c) Upon the receipt of any Absentee Votes, the Secretary shall:
 - (i) Place the Absentee Votes in a safe deposit box or equivalent locked box; and
 - (ii) not less than two (2) hours prior to the commencement of the General Meeting, deliver same to the Returning Officers for opening and counting.
- (d) The Returning Officers shall give the Secretary all completed Absentee Identification Forms and the Secretary must keep a record of all Members submitting Absentee Votes. This record must be kept for twelve (12) months following the date of the General Meeting and shall be accessible only upon a reasonable complaint made to the Board of improper voting practices.
- (e) Any dishonest behaviour, including double voting or behaviour which compromises the anonymity of Absentee Votes, engaged in the submitting, collection and/or counting of the Absentee Votes shall be deemed to be a grievance matter and shall be dealt with under this Constitution in the appropriate manner.
- (f) Where the Member entitled to vote attends the Annual General Meeting and has submitted an Absentee Vote, the Member entitled to vote shall not be entitled to any further vote at the Annual General Meeting.
- (g) The Board may reject an Absentee Vote that is not a valid Absentee Vote.
- (h) The Board shall that ensure the form and the process of Absentee Votes preserves the anonymity of any Member submitting same, unless the Member consents in writing to their vote not remaining anonymous.

25.4 Casting Vote

- (a) Where voting at General Meetings is equal the chairman may exercise a casting vote. The chairman does not have a deliberative vote.

26. PROXY VOTING

26.1 Proxy voting shall not be permitted at any General Meeting of the Association.

27. EXISTING DIRECTORS

27.1 The members of the governing or managing body (by whatever name called) of the Association in place immediately prior to approval of this Constitution under the Act shall continue in those positions until the next Annual General Meeting following such approval, and thereafter the positions of the President and other Directors shall be filled, vacated and otherwise dealt with in accordance with this Constitution.

28. POWERS OF THE BOARD

28.1 Subject to the Act and this Constitution, the business of the Association shall be managed, and the powers of the Association shall be exercised:

- (a) in the case of urgent business, by an executive comprising of:
 - (i) President
 - (ii) Secretary
 - (iii) Treasurer
 - (iv) Club Captain
 - (v) Director of Life Saving
- (b) in all other matters, by a quorum of the full Board.

29. COMPOSITION OF THE BOARD

29.1 The Board shall comprise the following positions:

- (a) President;
- (b) Secretary;
- (c) Treasurer;
- (d) Club Captain; and
- (e) Director of Lifesaving.
- (f) Director of Junior Development;
- (g) Director of Competition;
- (h) Director of Facilities;
- (i) Director of Fundraising;
- (j) Director of Marketing;
- (k) Director of Functions; and
- (l) Director of Member Services.

29.2 Each Director shall be an Individual Member and shall be elected pursuant to clause 30.

29.3 Subject to clause 29.4 each Director shall hold a Bronze Medallion.

29.4 Board positions which do not require the Member to hold a Bronze Medallion include:

- (a) President;

- (b) Treasurer
- (c) Secretary;
- (d) Director of Facilities;
- (e) Director of Fundraising;
- (f) Director of Marketing;
- (g) Director of Functions; and
- (h) Director of Member Services.

29.5 The President is the Chairperson for any general meeting and for any Board meeting.

- (a) If the President is absent, or is unable to preside, the Chairperson of the meeting must be—
 - (i) in the case of a general meeting—a member elected by the other members present; or
 - (ii) in the case of a Board meeting—a Board member elected by the other Board members present.

29.6 The Secretary shall perform any duty or function required under the Act to be performed by the secretary of an incorporated association, including the role of Public Officer.

- (a) The Secretary shall:
 - (i) maintain the register of members in accordance with clause 13.1;
 - (ii) keep custody of the common seal (if any) of the Association and, except for the financial records referred to in clause 38.2, all books, documents and securities of the Association in accordance with clauses 36 and any other provision of the Act;
 - (iii) subject to the Act and this Constitution, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
 - (iv) perform any other duty or function imposed on the Secretary by this Constitution.
- (b) The Secretary shall give to the Registrar notice of his/her appointment within 14 days after the appointment.
- (c) The Secretary is responsible for lodging documents of the Association with the Registrar.

29.7 The Treasurer shall:

- (i) receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association; and

- (ii) ensure that all moneys received are paid into the account of the Association within five (5) working days after receipt; and
 - (iii) make any payments authorised by the Board or by a general meeting of the Association from the Association's funds;
 - (iv) ensure cheques are signed by at least two (2) Board members;
 - (v) ensure that the financial records of the Association are kept in accordance with the Act; and
 - (vi) coordinate the preparation of the financial statements of the Association and their certification by the Board prior to their submission to the Annual General Meeting of the Association.
- (b) The Treasurer shall ensure that at least one other Board member has access to the accounts and financial records of the Association.

29.8 The Board may co-opt any person with appropriate experience or expertise to assist the Board in respect of such matters and on such terms as the Board thinks fit. Any person so co-opted shall not be a Director, and shall not exercise the rights of a Director, but shall act in an advisory role only.

30. ELECTION OF DIRECTORS

30.1 Nominations for candidates to be elected to the Board shall be called for by the Association forty-two (42) days prior to the Annual General Meeting. When calling for nominations the Association shall also provide details of the necessary qualifications and job description for the positions (if any). Qualifications and job descriptions shall be as determined by the Board from time to time.

- (a) Nominations of candidates for election as Directors (including the President) shall be:
- (i) made in writing, signed by two Members and accompanied by the written consent of the nominee (which may be endorsed on the form of nomination); and
 - (ii) delivered to the Association not less than 30 days before the date fixed for the holding of the Annual General Meeting, and the Association shall send the nominations to the Members entitled to receive notice under this Constitution together with the agenda for that General Meeting.
- (b) If insufficient nominations are received to fill all available vacancies on the Board the candidates nominated shall, subject to a declaration by the chairman, be deemed to be elected.

30.2 Elections shall be conducted by such means as is prescribed by the Board.

- (a) Each board position will be considered separately. If there is one applicant for a position he/she will be declared elected. If there are no nominations received at the close of applications the position will be left vacant and can be filled by the Board at their first meeting.

30.3 Each director shall be elected for a term of two (2) years (**Term**).

- (a) During even numbered years, the following director positions shall be open for nomination:
 - (i) President;
 - (ii) Treasurer;
 - (iii) Director of Lifesaving;
 - (iv) Director of Member Services;
 - (v) Director of Facilities; and
 - (vi) Director of Fundraising.
- (b) During odd numbered years, the following director positions shall be open for nomination:
 - (i) Secretary;
 - (ii) Club Captain;
 - (iii) Director of Competition;
 - (iv) Director of Junior Development;
 - (v) Director of Marketing; and
 - (vi) Director of Functions.

31. REMOVAL OF SECRETARY

31.1 During the Term, the Secretary may be removed by a special resolution passed of not less than 75% of Members entitled to vote, at a validly constituted General Meeting.

32. VACANCIES OF DIRECTORS

- 32.1 In addition to the circumstances in which the office of a Director becomes vacant by virtue of the Act, the office of a Director becomes vacant if the Director:
- (a) dies;
 - (b) becomes bankrupt or makes any arrangement or composition with his/her creditors generally;
 - (c) becomes of unsound mind or a person whose person or estate is liable to be dealt with in anyway under the law relating to mental health;
 - (d) resigns his/her office in writing to the Association;
 - (e) is absent without the consent of the Board from at least four (4) consecutive meetings of the Board held during a period of 6 months;

- (f) without the prior consent or later ratification of the Members in General Meeting holds any office of profit under the Association;
- (g) is directly or indirectly interested in any contract or proposed contract with the Association and fails to declare the nature of his/her interest;
- (h) is removed by Special Resolution;
- (i) has been expelled or suspended from membership (without further recourse under this Constitution or the LSV Constitution); or
- (j) would otherwise be prohibited from being a director of a corporation under the *Corporations Act*.

32.2 In the event of a casual vacancy or vacancies in the office of a Director or Directors, the remaining Directors may act but, if the number of remaining Directors is not sufficient to constitute a quorum at a meeting of Directors, the remaining Directors of the Board or if there be none, the Secretary must call a Special General Meeting of the members for the purpose of filling the vacancies and may do all acts and cause to be issued all notices which may be necessary for the said purpose.

- (a) The Secretary shall act only for the purpose of increasing the number of Directors to a number sufficient to constitute such a quorum.

32.3 In the event of a casual vacancy in the office of any Director, the Board may appoint a Member to the vacant office and the person so appointed may continue in office up to the conclusion of the Annual General Meeting at which the Term of the previous appointee would have expired.

33. MEETINGS OF THE BOARD

33.1 The Board shall meet on no less than ten (10) occasions in each calendar year for the dispatch of business and subject to this Constitution may adjourn and otherwise regulate its meetings as it thinks fit. A Director may at any time convene a meeting of the Board within a reasonable time.

33.2 Subject to this Constitution, questions arising at any meeting of the Board shall be decided by a majority of votes and a determination of a majority of Directors shall be deemed a determination of the Board. All Directors shall have one vote on any question. The chairman may exercise a casting vote where voting is equal.

33.3 A resolution in writing, signed or assented to by telegram, cablegram, radiogram, facsimile, telex or other form of visible or other electronic communication by all the Directors for the time being present in Australia shall be as valid and effectual as if it had been passed at a meeting of Directors duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more of the Directors.

- (a) Without limiting the power of the Board to regulate its meetings as it thinks fit, a meeting of the Board may be held where one or more of the Directors is not physically present at the meeting, provided that:

- (i) all persons participating in the meeting are able to communicate with each other effectively simultaneously and instantaneously whether by means of telephone or other form of instant communication;
- (ii) notice of the meeting is given to all the Directors entitled to notice in accordance with the usual procedures agreed upon or laid down from time to time by the Board or this Constitution and such notice specifies that Directors are not required to be present in person;
- (iii) in the event that a failure in communications prevents clause 33.3(a)(i) from being satisfied by that number of Directors which constitutes a quorum, and none of such Directors are present at the place where the meeting is deemed by virtue of the further provisions of this clause to be held then the meeting shall be suspended until clause 33.3(a)(i) is satisfied again. If such condition is not satisfied within 15 minutes from the interruption the meeting shall be deemed to have terminated or adjourned; and
- (iv) any meeting held where one or more of the Directors is not physically present shall be deemed to be held at the place specified in the notice of meeting provided a Director is there present and if no Director is there present the meeting shall be deemed to be held at the place where the Chairman of the meeting is located.

33.4 At meetings of the Board the number of Directors whose presence is required to constitute a quorum is any six (6) Directors for the transaction of the business of a meeting of the Board.

- (a) No business shall be transacted unless a quorum is present.
- (b) If within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.
- (c) Questions arising at a meeting of the Board or of any sub-Board appointed by the Board shall be determined on a show of hands or, if demanded by a Director, by a poll taken in such manner as the person presiding at the meeting may determine.
- (d) A two thirds majority of the Board shall have power from time to time to make, alter, and repeal all such by-laws in accordance with clause 35.
- (e) The Board shall adopt such means as it deems sufficient to notify the members of all By- Laws, amendments, and repeals.

33.5 Unless all Directors agree to hold a meeting at shorter notice (which agreement shall be sufficiently evidenced by their presence) not less than 7 days oral or written notice of the meeting of the Board shall be given to each Director.

33.6 A Director shall declare his/her interest in any contractual, selection, disciplinary or other matter in which a conflict of interest arises or may arise, and shall remove him/herself from discussions of such matter and shall not be entitled to vote in respect of such matter. In the event of uncertainty as to whether it is necessary for a Director to remove him/herself from discussion or refrain from

voting, the issue should be immediately determined by vote of the Board, or if this is not possible, the matter shall be adjourned or deferred.

- (a) All disclosed interests must be submitted to the Annual General Meeting in accordance with the Act.

33.7 The Board shall keep minutes of all Board meetings and the minutes shall be available to any Member upon request in writing to the Board.

34. DELEGATIONS

34.1 The Board may by instrument in writing create, establish, appoint from amongst its own members, or otherwise, special committees, sub-committees, individual officers and consultants to carry out such duties and functions, and with such authority, as the Board determines.

34.2 The Board may in the establishing instrument delegate such functions as are specified in the instrument, other than:

- (a) this power of delegation; and
- (b) a function imposed on the Board by the Act or any other law, or this Constitution or by resolution of the Association in General Meeting.

34.3 A function, the exercise of which has been delegated under this clause, may whilst the delegation remains unrevoked, be exercised from time to time in accordance with the terms of the delegation.

34.4 The procedures for any entity exercising delegated power shall, subject to this Constitution and with any necessary or incidental amendment, be the same as that applicable to meetings of the Board under clause 34. The entity exercising delegated powers shall make decisions in accordance with the Objects, and shall promptly provide the Association with details of all material decisions and shall provide any other reports, minutes and information as the Association may require from time to time.

34.5 A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function or at the time or circumstances as may be specified in the delegation.

34.6 The Board may by instrument in writing, revoke wholly or in part any delegation made under this clause, and may amend or repeal any decision made by such body or person under this clause.

35. BY-LAWS

35.1 The Board may formulate, issue, adopt, interpret and amend such By-Laws for the proper advancement, management and administration of the Association, the advancement of the Objects and lifesaving in Torquay in the State of Victoria and elsewhere as necessitated from time to time as it thinks necessary or desirable. Such By-Laws must be consistent with the Constitution, the LSV Constitution, the SLSA Constitution and any regulations or by-laws made by LSV or SLSA. If any By-Laws are inconsistent with the LSV or SLSA Constitution and regulations the By-Laws shall be null and void and will be inapplicable to the extent of any such inconsistency.

- 35.2 All By-Laws made under this clause shall be binding on the Association and on Members of the Association.
- 35.3 All clauses, rules, by-laws and regulations of the Association in force at the date of the approval of this Constitution insofar as such clauses, rules, by-laws and regulations are not inconsistent with, or have been replaced by this Constitution, shall be deemed to be By-Laws under this clause.
- 35.4 Amendments, alterations, interpretations or other changes to By-Laws shall be advised to Members of the Association by means of Notices approved and issued by the Board.
- 35.5 The Secretary shall keep a record of all By-laws issued.

36. FUNDS, RECORDS AND ACCOUNTS

- 36.1 The Board will determine the sources from which the funds of the Association are to be or may be derived and the manner in which such funds are to be managed.
- 36.2 The Association shall establish and maintain proper records and minutes concerning all transactions, business, meetings and dealings of the Association and the Board and shall produce these as appropriate at each Board or General Meeting.
- 36.3 Proper accounting and other records shall be kept in accordance with the Act. The books of account shall be kept in the care and control of the Board.
- 36.4 The Association shall retain such records for seven (7) years after the completion of the transactions or operations to which they relate.
- 36.5 The Board shall submit to the Members at the Annual General Meeting the Financial Statements of the Association in accordance with this Constitution and the Act.
- 36.6 The Financial Statements when approved or adopted by an Annual General Meeting shall be conclusive except as regards any error discovered in them within 3 months after such approval or adoption.
- 36.7 The Board must send to all persons entitled to receive notice of Annual General Meetings in accordance with this Constitution, a copy of the Financial Statements, the Board's report, the auditor's report (if any) and every other document required under the Act (if any).
- 36.8 The Board shall cause correct accounts and books to be kept showing financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (a) The books of accounts referred to in this clause 36.8 shall be available for inspection by the Board at all times.
- (b) The Board shall cause a banking account to be opened and kept in the name of the Association with such bank as may from time to time be determined by the Board and all cheques drawn upon such bank account shall be so drawn only with the authority or approval of the Board. All such

cheques shall be signed for and on behalf of the Association by the Treasurer and any Director(s) appointed by the Board for that purpose.

- (c) It shall be the duty of the Secretary or Treasurer to ensure that all monies received by them or by any other person on behalf of the Association are paid into the banking account referred to in clause 36.8(b) as near as practicable to the first business day of the said bank after the day of receipt of such monies and immediately thereafter to prepare and forward to the Secretary or Treasurer of the Association statement of monies so paid in together with, in the case of the Treasurer, a duplicate of the pay in slip.

37. NEGOTIABLE INSTRUMENTS

- 37.1 All cheques, promissory notes, bankers, drafts, bills of exchange and other negotiable instruments, and all receipts for money paid to the Association, shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, by any two (2) duly authorised Directors or in such other manner as the Board determines.

38. AUDITOR

- 38.1 A properly qualified auditor or auditors shall be appointed, and the remuneration of such auditor or auditors fixed by the Association in General Meeting. The auditor's duties shall be regulated in accordance with the Act, or if no relevant provisions exist under the Act, in accordance with the *Corporations Act* and generally accepted principles, and/or any applicable code of conduct. The auditor may be removed by resolution passed by the Association in General Meeting.
- 38.2 The accounts of the Association shall be examined and the correctness of the profit and loss accounts and balance sheets ascertained by an auditor or auditors at the conclusion of each Financial Year.

39. NOTICE

- 39.1 Notices may be given to any person entitled under this Constitution to receive any notice by sending the notice by pre-paid post or facsimile transmission or where available, by electronic mail, to the Member's registered address or facsimile number or electronic mail address.
- (a) Where a notice is sent by post, service of the notice is deemed to be effected three (3) days after properly addressing, prepaying and posting the notice.
- (b) Where a notice is sent by facsimile transmission, service of the notice shall be deemed to be effected upon receipt of a confirmation report confirming the facsimile was sent to/or received at the facsimile number to which it was sent.
- (c) Where a notice is sent by electronic mail, service of the notice shall be deemed to be effected upon receipt of a confirmation report confirming the electronic mail message was received at the electronic mail address to which it was sent.

- 39.2 Notice of every General Meeting shall be given in the manner authorised in this Constitution.

40. SEAL

- 40.1 The Board shall provide for safe custody of the Seal.
- 40.2 The Seal shall only be used by authority of the Board and every document to which the seal is affixed shall be signed by two (2) Directors.

41. ALTERATION OF CONSTITUTION

- 41.1 The Constitution of the Association shall not be altered except by Special Resolution in accordance with the Act, and in compliance with all other procedures under the Act (if any).
- 41.2 In addition, there shall be no alteration or amendment to clause 41 without the consent of the relevant Minister or other authorised person under the Act.

42. INDEMNITY

- 42.1 Every Director, officer, auditor, manager, employee or agent of the Association shall be indemnified out of the property or assets of the Association against any liability incurred by him/her in his/her capacity as Director, officer, auditor or agent in defending any proceedings, whether civil or criminal, in which judgement is given in his/her favour or in which he/she is acquitted or in connection with any application in relation to any such proceedings in which relief is, under the Act, granted to him/her by the Court.
- 42.2 The Association shall indemnify its Directors, officers, managers and employees against all damages and costs (including legal costs) for which any such Director, officer, manager or employee may be or become liable to any third party in consequence of any act or omission except wilful misconduct:
- (a) in the case of a Director or officer, performed or made whilst acting on behalf of and with the authority, express or implied of the Association; and
 - (b) in the case of an employee, performed or made in the course of, and within the scope of his/her employment by the Association.

43. AUTHORITY TO TRADE

- 43.1 The Association is authorised to trade in accordance with the Act.

44. LIQUOR LICENCE OBLIGATIONS

- 44.1 No officer or servant of the Association can be paid by way of commission or allowance from the receipts of the Association from the sale and disposal of liquor.
- 44.2 A visitor to the Association's premises must not be supplied with liquor in those premises unless the visitor is:
- (a) a guest in the company of a Member aged not less than eighteen (18) years; or
 - (b) an authorised gaming visitor admitted in accordance with any relevant rules or By-Laws of the Association.

- 44.3 Members aged not less than eighteen (18) years may introduce visitors to the Association premises and other facilities of the Association on the following conditions being observed:
- (a) Immediately upon the arrival of the visitor at the Association premises the introducing member must enter the name of the visitor in the visitors book and pay the prescribed fee as may from time to time be determined by the Board.
 - (b) A visitor must be accompanied by the member introducing the visitor.
 - (c) No person shall be introduced as a visitor in any one (1) Financial Year on more occasions than is allowed for under the Liquor Licensing Act.
 - (d) No visitor shall be supplied with liquor in the Association premises unless in the company of a Member.
- 44.4 The Association must maintain records of guests to the Association's premises.

ANNEXURE A

JUDICIAL AND DISCIPLINE

DISCIPLINE AND JUDICIAL

Regulation 5.1 Judiciary Matters

This Annexure A sets out Regulation 5 of the SLSA Judiciary Regulations which are authorised under clauses 16, 18 and 39 of the SLSA Constitution and clause 17 of the Association Constitution.

5.1.1 Breach

Where a Member has allegedly:

- (i) Breached, failed, refused or neglected to comply with the membership directives or any resolution or determination of the Board, a State Centre, a Branch, Club or any duly authorised SLSA committee; or
- (ii) Acted in a manner unbecoming of a Member or prejudicial to the Objects and interests of SLSA and/or surf lifesaving; or
- (iii) Brought themselves, SLSA, any State Centre, Branch or Club or surf lifesaving into disrepute; or
- (iv) Competed or in any way participated in a lifesaving competition and/or used SLSA equipment contrary to **Regulation 4.3(c)** or has failed to obtain the permission of SLSA to so compete or participate in that competition or use that SLSA equipment;

the Board, a State Centre, a Branch or a Club may commence or cause to be commenced investigatory and/or disciplinary proceedings ("proceedings") against that Member, and that Member will be subject to and submits unreservedly to the jurisdiction, procedures, penalties and appeal mechanisms set out in this Annexure; providing that, the Board, State Centre, Branch or Club may commence proceedings, or investigate conduct which may warrant the commencement of proceedings by referring the matter to a Judiciary Committee.

5.1.2 Judiciary Committee

Judiciary Committees shall be convened and function as follows:

Convening of Committee

Each SLS entity (State Centre, Branch and/or Club) shall annually or as required appoint a Judiciary Committee to investigate and/or determine matters referred to it. The Board may also convene a Judiciary Committee on such terms and for such purpose(s) as is required. A member of each committee shall act as committee secretary and keep records of all investigations and decisions of that committee.

Jurisdiction

The jurisdiction of a Judiciary Committee shall be as follows:

- (i) Where a Judiciary Committee has been convened by the Board, that Judiciary Committee shall have unlimited jurisdiction in all matters referred to it throughout Australia including but not limited to referrals between State Centres or between Members from different State Centres or between a State Centre and a Member from a

different State Centre, or where a Judiciary Committee convened by another SLS entity within SLSA fails to take satisfactory action or impose a satisfactory result, or where another SLS entity within SLSA fails to take action at all and convene a Judiciary Committee where the Board considers such a Committee should have been convened.

- (ii) Where within the boundaries of a Club, the alleged offender shall be dealt with by his/her Club Judiciary Committee.
- (iii) Where within the boundaries of a Branch, the alleged offender shall be dealt with by his/her its Branch Judiciary Committee.
- (iv) Where otherwise within the boundaries of his/her State Centre, the alleged offender shall be dealt with by the State Centre Judiciary Committee.
- (v) Where the matter, in the opinion of SLSA, is better dealt with by the criminal justice system it will not be considered however SLSA may reserve its rights.

Referrals

- (a) Every referral to a Judiciary Committee shall be clear and unambiguous and shall clearly set out the matter(s) required to be investigated or determined by the Judiciary Committee.
- (b) Upon a referral to a Judiciary Committee the committee secretary shall, as soon as practicable, appoint a time and place suitable to the Judiciary Committee for the proceedings and may appoint an investigator to inquire into the referral.
- (c) A Judiciary Committee shall process any referral to it within such time as the Board, State Centre, Branch or Club directs, provided always that a concerned person may apply for an adjournment by application in writing to the committee secretary. Such application must be received at least two (2) days prior to commencement of proceedings.
- (d) A Judiciary Committee shall have power to require the attendance of any member at any proceedings before it. Notice shall be given in accordance with this Annexure.
- (e) The referring authority shall decide the quorum for a Judiciary Committee.
- (f) Should an investigator have been appointed, the chairperson of the Judiciary Committee should in conjunction with the investigator determine if the matter should proceed.

5.1.3 Procedure

Proceedings commenced under this Annexure shall be conducted as follows:

Request to Appear

- (a) Upon receipt of a referral, the Judiciary Committee shall request the party or parties concerned in the referral to appear before them. Such request shall be in writing either delivered personally or in appropriate cases by post or facsimile to the appropriate address (mail or electronic) or facsimile number of the party or parties concerned. A notice given by post shall be deemed to have been given on the second day following that on which it shall be posted. A notice given by facsimile shall be deemed to be given upon receipt of a confirmation report confirming the facsimile was received at the facsimile number to which it was sent. A notice given by email shall be deemed to be given unless an email is received in reply stating email not successfully transmitted.

Notice

- (b) Proceedings shall take place as soon as practicable. All parties concerned shall be given at least seven (7) days notice of the proceedings by the Judiciary Committee. The notice shall:
- (i) Be in writing;
 - (ii) State that the party or parties concerned are required to appear and in what capacity;
 - (iii) State the nature of the proceedings and the matters or alleged offence(s), the subject of investigation or determination, the possible penalty or penalties and the date, place and time of the hearing;
 - (iv) Be delivered in accordance with **Regulation 5.1.3(a)** above.

Appearance

(c) Persons appearing before the Judiciary Committee shall be entitled to call witnesses, but must state their case in person unless the Judiciary Committee has permitted representation through an advocate. They and their witnesses shall be given a full opportunity to be heard. In their absence, or in the absence of their witnesses, a decision may be made by default. Before making a decision in default of appearance, the Judiciary Committee must satisfy itself that the party concerned was aware of the time, date and place of hearing and had been requested to appear in accordance with clauses **5.1.3(a)** and **5.1.3(b)** above.

Procedure at Proceedings

- (i) Judiciary proceedings shall be conducted as follows.
- (ii) The Judiciary Committee chairperson shall announce the opening of the proceedings, stating the Judiciary Committee's authority, jurisdiction, composition and the nature and purpose(s) of the proceedings.
- (iii) The procedure to be followed at proceedings shall be clearly explained by the Judiciary Committee Chairperson. The Judiciary Committee chairperson shall state who is entitled to be present throughout proceedings during evidence and submissions.
- (iv) The matter(s) the subject of proceedings shall then be read to the person(s) concerned. The body or person reporting the matter(s) and the subjects of the proceeding shall be given the opportunity to report the circumstances of those matter(s). The person(s) concerned will be given the opportunity to respond to this report and present evidence/submissions as to their view of the circumstances of those matter(s). Any witnesses called by either the reporting body or the person(s) concerned will be given the opportunity to give evidence or make submissions. Witnesses may be questioned on their evidence. Evidence and/or submissions may be tendered in writing.
- (v) The Judiciary Committee will consider the evidence presented. The Judiciary Committee may adjourn the hearing if considered necessary. No other person shall be present or partake in any discussion with the Judiciary Committee at this time. If the Judiciary Committee finds an offence has not been committed or not proved it will advise the referring authority and dismiss the charge, accordingly.
- (vi) If the Judiciary Committee finds an offence has been committed or proved, it may impose, in its discretion, an appropriate penalty or penalties, or it may report its findings to the referring authority with such recommendations, as it considers appropriate. The Judiciary Committee chairperson will declare the proceedings closed.

(vii) If a decision cannot be given immediately after proceedings, the relevant party or parties must be advised of the time and place at which the decision will be given. The decision, any penalty, the reasons for the decision and notice of the person's appeal rights shall be given in writing and signed by the Judiciary Committee chairperson. A referring authority must advise persons found guilty of an offence under this Annexure of their rights of appeal.

(viii) Every decision of a Judiciary Committee appointed by the Board, a State Centre, a Branch or a Club under this Annexure A shall be conveyed in writing to the parties concerned, and where an Individual Member, to that Individual Member's Club, Branch (where relevant) and State Centre. It shall be incumbent on such Club to give effect to the decision immediately and to notify the referring authority that such has been done. The referring authority may deal with an Affiliated Club failing to give immediate effect to such decision at that authority's discretion.

5.1.4 Penalties

(a) Penalties which may be imposed include:

- (i) A reprimand;
- (ii) Suspension of such activities, on such terms and for such period as the Judiciary Committee thinks fit;
- (iii) Exclusion from a particular activity, event or events;
- (iv) Expulsion;
- (v) Fines, imposed in such manner and in such amount as the Judiciary Committee thinks fit;
- (vi) Such combination of any of the above penalties as the Judiciary Committee thinks fit;
- (vii) Additional Service, requiring the Member to undertake an activity based penalty, imposed in such manner as the Judiciary Committee deems fit.

(b) During proceedings the subject(s) of the proceedings may be suspended, on such terms and for such period as the relevant referring authority thinks fit, and shall remain under suspension unless the relevant referring authority decides otherwise.

5.1.5 Reporting

(a) Unless the decision of a Judiciary Committee is unanimous, a separate report may be made to the referring authority by the minority. The decision of the majority however, shall be deemed to be the decision of the Judiciary Committee. Where voting is equal, the Judiciary Committee chairperson may exercise a casting vote.

(b) A decision of a Judiciary Committee cannot be altered by the referring authority.

5.1.6 Effect of Penalty

(a) Where an Affiliated Club is suspended under this Annexure, its membership of, and representation rights and privileges in, SLSA shall be forfeited during the period of such suspension. Officers of SLSA who may be members of a suspended Affiliated Club shall not be

affected by such suspension nor shall a suspension, absolve the Club from any beach patrol responsibilities.

(b) Where an Individual Member is suspended under this Annexure, all rights and privileges of that Member shall be forfeited, either partially or completely, during the period of suspension. In the case of complete suspension, a member shall also forfeit all Affiliated Club rights during the currency of the suspension. Partial suspension shall prevent a Member's participation in inter-Club, Branch, State Centre or SLSA activities, but shall not interfere with his rights as a member of an Affiliated Club or his beach patrol responsibilities.

(c) Where an Affiliated Club or Individual Member is expelled under this Annexure, its or his membership of, and representation rights and privileges in, SLSA shall be forfeited immediately and membership shall cease. No monies will be refunded to expelled or suspended Members. The provisions of clauses 17 and 18 of the SLSA Constitution shall apply.

Regulation 5.2 Appeals

(a) SLSA shall appoint or recognise a panel of persons ("SLS Appeals Panel") from whom SLS Appeals Tribunals shall be appointed as required. The SLS Appeals Panel shall comprise persons appointed by SLSA and/or each State Centre.

(b) A Member who or which has received a penalty or an adverse finding from a Judiciary Committee under **Regulation 5.1** or a Carnival Disciplinary Committee under **Regulation 5.3** may, within 14 days from the date of receiving the determination in writing, appeal to the SLS Appeals Tribunal. For the avoidance of doubt there is only one appeal from a Judiciary Committee regardless of whether that Judiciary Committee was appointed by the Board or by a Club, Branch or State Centre.

(c) Appeals under this clause will be determined in accordance with this Regulation.

(d) An appeal must be lodged in writing with the relevant State Centre. The appeal must set out the:

- (i) ground(s) on which the appeal is made; and
- (ii) reasons or circumstances supporting the alleged ground(s) of appeal; and
- (iii) must be accompanied by a non refundable appeal fee of \$500.

(e) In this Annexure A the "relevant body" and "relevant State Centre" are those in which the appellant (whether Individual Member or Club or Branch or State Centre) is located.

(f) Nothing in this Regulation prevents the withdrawal of an appeal at any time in writing to the relevant State Centre. If the appellant seeks to withdraw an appeal after an appeal hearing has commenced the appeal may only be withdrawn with the consent of the relevant appeal panel chairperson. Once an appeal is withdrawn a new appeal in respect of the same matter cannot be lodged.

(g) On receipt of an appeal in accordance with this Regulation, the relevant State Centre must as soon as practicable convene an SLS Appeals Tribunal and forward the appeal documents to the nominated chairperson of the convened Tribunal.

(h) An SLS Appeals Tribunal shall be constituted by up to three persons (but a minimum of two) available to hear the appeal from members of the SLS Appeals Panel, which must include the following:

- (i) up to two persons with a thorough knowledge of surf lifesaving; and
- (ii) a barrister or solicitor who will chair the Appeals Tribunal.

No member of the SLS Appeals Tribunal may be a party to or directly interested in the matter under consideration.

(i) The SLS Appeals Tribunal has complete jurisdiction and discretion to re hear the matter in its entirety.

(j) The chairperson of an appointed SLS Appeals Tribunal shall, as soon as practical after receiving the appeal documents under **Regulation 5.2(g)**, investigate and consider the matter and determine whether the:

- (i) appeal should be dismissed, because in its determination, the matter is trifling in nature or has no merit; or
- (ii) appeal warrants further review and determination in accordance with this Annexure.

(k) If the SLS Appeals Tribunal determines the matter warrants further review under **Regulation 5.2(j)(ii)**, it shall as soon as practicable, having regard to timing, serve a notice in writing on all relevant parties:

- (i) stating that the parties may address the SLS Appeal Tribunal at a hearing to be held as soon as practicable, being not earlier than 4 days from the date of the notice;
- (ii) stating the date, place and time of that hearing; and
- (iii) informing the parties that they may do any one or more of the following:
 1. attend that meeting (either personally or by their representative who subject to **Regulation 5.2(m)** may not be legally trained or qualified) and bring such witnesses as they wish to rely upon in respect of the matter the subject of appeal; and/or
 2. give the SLS Appeal Tribunal, no later than 24 hours before the time of that meeting, a further written statement setting out relevant information surrounding the appeal.

(l) The SLS Appeal Tribunal may conduct a hearing convened in accordance with **Regulation 5.2(k)** (or any adjournment) in such manner as it sees fit, but shall:

- (i) give to all relevant parties and their witnesses every opportunity to be heard;
- (ii) give due consideration to any written statements received from any relevant party;
- (iii) allow relevant parties to be present along with their adult representative; and may request or require such parties or other witness to attend the hearing or provide such evidence as is available to enable the SLS Appeals Tribunal to properly consider the matter.

(m) Persons appearing before the SLS Appeals Tribunal are not entitled as of right to:

- (i) Legal representation before the SLS Appeals Tribunal. Subject to paragraph (ii) below the Appeal Tribunal may grant a right to legal representation to a party where that

party has made written application to the SLS Appeals Tribunal for such representation. Such application must be received by the chairperson of the SLS Appeals Tribunal within 7 days from the date of the notice served under **Regulation 5.2(k)**.

(ii) Legal representation will only be permitted by the SLS Appeals Tribunal where the party seeking legal representation can demonstrate to the SLS Appeals Tribunal that the matter is serious, complex or the consequences for that party proceeding without legal representation are significant from a livelihood or business perspective. The onus is on the party seeking legal representation to prove that such representation should be permitted.

(iii) The SLS Appeals Tribunal may refuse or grant such application in its absolute discretion. The SLS Appeals Tribunal's decision in respect to legal representation is final and there is no appeal from such decision.

(n) Following consideration of all information which the SLS Appeals Tribunal considers relevant and which is available, the SLS Appeals Tribunal shall arrive at a finding. The SLS Appeals Tribunal can impose new penalties or vary an existing penalty. A decision of the SLS Appeals Tribunal may be by a majority decision. A decision of the SLS Appeals Tribunal is final.

(o) The SLS Appeals Tribunal shall notify all relevant parties, including SLISA and the relevant State Centre of its decision as soon as practicable.

(p) An SLS Appeals Tribunal has no power to award costs. That is, each party will be responsible for their own costs of the appeal.