

PRIMAL WOMEN'S ULTIMATE CLUB INC. CONSTITUTION



1. NAME

- 1.1 The name shall be the PRIMAL WOMEN'S ULTIAMTE CLUB INCORPORATED or INC.

2. OBJECTIVES

- 2.1 The objects of the Club will be:

- 2.1.1 To promote interest and growth in FLYING DISC play,
- 2.1.2 To actively promote a spirit of goodwill and friendship for all people involved in the activities of FLYING DISC play,
- 2.1.3 To make the community and all governments aware of the benefits of FLYING DISC play as an outdoor leisure activity and as a sport,
- 2.1.4 To do all things and acts conducive to the furtherance of the objects and interests of the Club.
- 2.1.5 To continue affiliation to the State governing body, being the Western Australian Flying Disc Association Incorporated.

- 2.2 The Club shall be a Non-Profit organisation. The property and income of the Club shall be applied towards the promotion of the objects of the Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the Club, except in good faith in the promotion of those objects.

3. MEMBERSHIP OF THE CLUB

- 3.1 Any person who is interested in FLYING DISC play shall be eligible for membership. There shall be two types of Club members, namely
- 3.1.1 **Current Members** The Executive Committee shall determine the categories of current membership, conditions of current membership, fees to be charged for each current membership category and the duration of that membership. Current members may include but are not limited to full Club members with voting rights and non-voting members (for example, junior or social members)
 - 3.1.2 **Honorary Life Members** may be granted to persons, who have reached the age of eighteen years and have rendered exceptional service to the Club. An Honorary Member shall have the rights of a Full Current Member, but shall be exempt from paying the Club's Current Membership Fees.
- 3.2 A person ceases to be a member of the Club if that person:
- 3.2.1 Dies;
 - 3.2.2 Resigns by notice in writing delivered to the Executive Committee (including electronic mail);
 - 3.2.3 Fails to satisfy the conditions of membership set by the Committee; or
 - 3.2.4 Acts against the interests of the Club, to the satisfaction of the Committee, following an inquiry process of natural justice.
- 3.3 The Executive Committee may set Club affiliation structures and fees no later than 30 days after the Annual General Meeting.
- 3.4 If the Executive Committee does not set Club affiliation structures and fees during this time, Club affiliation structures and fees shall be the same as for the previous year.
- 3.5 Register of Members:
- 3.5.1 An Executive Committee member (Registrar or Secretary) shall on behalf of the Club keep and maintain the register of members and that register shall be kept and maintained at the Registrar's place of residence or electronically.

3.5.2 The Registrar shall delete the name of any person. who ceases to be a member of the Club from the register of members

4. VOTING RIGHTS

- 4.1 Only members entitled to vote and present may cast one vote on any resolution.
- 4.2 All voting matters will be decided by simple majority of members present, except in the case of amendments to this constitution and in the case of election of office bearers where only one nomination is received and then a 75% majority is required.
- 4.3 Only Executive Committee members are entitled to vote at Executive Committee meetings.

5. QUORUM

- 5.1 A quorum of the Executive Committee will consist of not less than three or half of the members of the Executive, whichever is the greater.
- 5.2 A quorum of members will consist of not less than five members or 50% of the membership (which ever is the lesser) personally present.

6. MANAGEMENT

- 6.1 The management of the general affairs of the Club shall be in the hands of the Executive Committee who administer the powers of the Club as outlined in Section 13 of the Western Australian Clubs Incorporation Act (1987)
- 6.2 The Executive Committee shall consist of no less than four (4) and no more than seven (7) members including a President.
- 6.3 Executive Committee members shall be elected at an Annual General Meeting by Club members or appointed by the Executive Committee to fill a casual vacancy.
- 6.4 Members of the Executive Committee must be full Club members.
- 6.5 Executive Committee members shall not hold more than one position on the Executive Committee.
- 6.6 Members of the Executive Committee will act in an honorary capacity and will not receive any remuneration.
- 6.7 Executive Committee members shall hold their positions until the Annual General Meeting next following their election. A casual vacancy may exist on the Executive Committee if the committee member:
 - 6.7.1 Dies;
 - 6.7.2 Resigns with written notice submitted to the Executive Committee (including electronic mail);
 - 6.7.3 Is convicted under an Offence under the Club Incorporation Act 1987;
 - 6.7.4 Is permanently incapacitated by mental or physical ill-health; or
 - 6.7.5 Is absent from more than three consecutive Executive Committee meetings, of which they have received notice without tendering an apology to the person presiding at each of those Executive Committee meetings or otherwise fails to participate in the management of the Club to the satisfaction of the Executive Committee following and inquiry process of natural justice.
- 6.8 Executive Committee members must inform themselves of their rights and responsibilities under the Western Australian Clubs Incorporation Act (1987)
- 6.9 Executive Committee members must inform themselves of the constitution, policies and resolutions of the Club which the Executive Committee creates and maintain for the day-to-day running of the Club.
- 6.10 The Executive Committee may, at their discretion, delegate non-executive responsibilities to members acting as subcommittee members. Such positions must be conferred in writing, describing the responsibility and communicating this to the general membership. Delegated responsibility may be revoked, partly or wholly, by the Executive Committee in writing.
- 6.11 The Executive Committee shall appoint an officer/s or agent of the Management Committee to have custody of the Club's records, documents and securities.

7. FINANCIAL

- 7.1 All funds of the Club shall be deposited into the Club's accounts at such bank or recognised financial institution as the Executive Committee may determine.
- 7.2 The funds of the Club together with its income and any property will be under the sole management control of the Executive Committee.
- 7.3 The Executive Committee will cause proper books, of accounts to be maintained, recording a true account of the financial transactions of the Club and of all receipts and expenditure and the assets and liabilities of the Club.
- 7.4 The accounts of the Club will be maintained to enable an annual audit.
- 7.5 The accounts of the Club will be closed annually.
- 7.6 The inventory and financial statements will be presented at the Annual General Meeting.
- 7.7 The signatories to the Club's account/s will be the Treasurer and at least two (2) from the remaining Executive Committee.

8. MEETINGS

- 8.1 The Annual General Meeting
 - 8.1.1 The Annual General Meeting of the Club must be held within four (4) calendar months of the end of the Club's financial year.
 - 8.1.2 The order in which business is to be transacted at an AGM is:
 - Opening
 - Apologies
 - Confirmation of Minutes of previous Annual General Meeting
 - The reports of the Executive Committee;
 - Consideration of the accounts and inventory of the Club;
 - The election of the incoming Executive Committee
 - Any other business requiring consideration by the Club
- 8.2 Nominations for positions on the Executive Committee must be received in writing (including electronic mail) five (5) days in advance of the Annual General Meeting. Members who nominate for Executive Committee positions must be in attendance at the AGM.
 - 8.2.1 If written nominations are not received or a majority vote as defined by Section 4.2 is not attained, nominations from the floor may be gathered by the chairperson until no vacancies on the intended Executive Committee exist.
 - 8.2.2 Only financial members of the Club will be entitled to vote at the meetings of the Club.
 - 8.2.3 The Executive Committee shall meet regularly with at least six (6) meetings per calendar year.
 - 8.2.4 Financial members of the Club are entitled to attend meetings of the Executive Committee upon the Executive Committee's prior notification and approval.
 - 8.2.5 The Executive Committee shall give at least fourteen (14) days notice of the date of the Annual General Meeting to members.
- 8.3 General Meetings
 - 8.3.1 General Meetings may be called by the Management Committee or at the request of the President and Secretary or on the written request of three (3) members of the Club.
 - 8.3.2 The Secretary shall give at least seven (7) days notice, in writing, of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.
 - 8.3.3 The Quorum as defined by Section 5 is required.

9 AMENDMENTS TO THIS CONSTITUTION

- 9.3 Any amendments to this constitution shall be made at the Annual General Meeting or any General Meeting called for the expressed purpose.
- 9.4 Proposed alterations or amendments must be received in writing, including electronic mail, seven (7) days prior to the General Meeting.
- 9.5 A quorum and 75% majority of all votes is required to amend the constitution.

10 COMMON SEAL OF CLUB

- 10.1 The Club shall have a common seal on which its corporate name shall appear in legible characters.
- 10.2 The common seal of the Club shall not be used without the express authority of the Executive Committee and every use of that common seal shall be recorded in the Club's records.
- 10.3 The affixing of the common seal of the Club shall be witnessed by any two of the Executive Committee, including one of the President, Vice President and Secretary.
- 10.4 The common seal of the Club shall be kept in the custody of the Secretary or of such other person as the Executive Committee from time to time decides.

11 INSPECTION OF RECORDS

- 11.1 Any member may at any reasonable time inspect without charge the books, documents, records and securities of the Club.

12 DISSOLUTION

- 12.1 The Club may be dissolved or wound up by a resolution of any ordinary or special general meeting called for such purpose.
- 12.2 If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.