

THE LAUNCESTON WALKING CLUB

Established 1946



CONSTITUTION

Version 6 25/4/2024

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THE LAUNCESTON WALKING CLUB INC. CONSTITUTION

Title

1. The name of the Association shall be The Launceston Walking Club Incorporated (in these rules called "the Club").

Interpretation

2. In these rules:
 - 2.1 Unless the contrary intention appears, "Committee" means the Committee as constituted in accordance with Rule 7.
 - 2.2 Expressions referring to writing shall include any way of representing text in visible form.
 - 2.3 Words or expressions shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1931.
 - 2.4 "Financial year of the Club" means the 12-month period for which accounting records are collated and audited according to Rule 13.3.
 - 2.5 "Membership financial year" means the 12-month period for which Club members are regarded as being financial members according to Rule 20.2.
3. The Office of the Association shall be at the address of the Public Officer or such other place as the Committee may determine.

Objects and Purposes of the Club

4. The objects of the Club shall be to:
 - 4.1 Encourage and to provide opportunities for the enjoyment of bushwalking and allied outdoor activities.
 - 4.2 Promote the appreciation and conservation of Tasmania's natural environment, wilderness areas, native plants and wildlife.
 - 4.3 Encourage the development of skills relevant to bushwalking and allied outdoor activities.
 - 4.4 Promote social activity among members of the Club and of like-minded people by conducting meetings and other functions

- 4.5 Be a member of the peak body “Bushwalking Tasmania” for the benefit of bushwalking interests within Tasmania.
- 4.6 Conduct activities as either the Committee or Members at a General Meeting determine necessary, to achieve objects 4.1 to 4.5 of the Club, subject to the Rules of the Club and to the provisions of relevant legislation of the State of Tasmania and the Commonwealth of Australia.

Membership

5. 5.1

- 5.1.1 The Club shall be open to such classes of membership as may be determined by a simple majority vote at a General Meeting called for that purpose, at which are present not less than 20% of those members of the Club who are entitled to vote.
- 5.1.2 Members shall pay such entrance fees and subscriptions fixed in relation to these classes of membership respectively, and shall have, or not have, full or limited power of voting or of holding office as may be determined.

5.2 Subject to the provisions of these Rules, a person shall be eligible for election to membership, provided that:

- 5.2.1 A class of membership to which the applicant may be elected has been provided and is open.
- 5.2.2 The application for membership, made in writing on the form required by the Committee, has been endorsed by two financial members from among those having the power to vote.
- 5.2.3 The prescribed entrance fee in respect of the class of membership in question has been paid in advance by the applicant.
- 5.2.4 The applicant has complied with all conditions in force in relation to the class of membership. Provided that the Committee shall have power to waive the requirement of sub-rule 5.2.3 should it so deem fit.

5.3

- 5.3.1 The application of any person being eligible for membership shall be dealt with at the first ensuing meeting of the Committee held after the receipt of such application and shall then, by a majority of those present at such meeting, be approved, rejected, or held in abeyance for such time or upon such terms as may be decided.

- 5.3.2 The Committee shall have power to reject or defer any application and shall not be required to give any reason for such action.
- 5.4 The Club, upon the recommendation of the Committee, by resolution of a General Meeting called for that purpose, may close or open the membership list for all or any classes of membership.
- 5.5 Subject to any special conditions in force in respect of any class of membership as provided in these Rules, members shall participate equally in the activities of the Club, shall enjoy the privileges of membership and shall be bound by the obligations of membership and by the Constitution and the Rules of the Club provided that at the discretion of the Committee, any member or class of member may be excluded wholly or partially from participating in any activities of the Club.
- 5.6
 - 5.6.1 Members shall pay all such fees, subscriptions, levies and other dues as may be lawfully imposed by the Club or by the Committee.
 - 5.6.2 Any person who is more than one month in arrears from the beginning of the financial year of the Club and has received notice, in writing from the Public Officer with regard to any fee, subscription, levy or other dues so lawfully imposed and which is due in respect to their membership or any activity of the Club, may, at the discretion of the Committee, be removed from the membership list and they shall, upon such resolution of the Committee, cease to be a member of the Club.
 - 5.6.3 A member who provides notice in writing to the Public Officer of their intention to resign their membership of the Club shall be removed from the membership list and cease to be a member of the Club.

Classes of Membership

6.

- 6.1 **Membership:** Shall be available to all people of age eighteen years or over. Members shall have the power to vote on any matter at a Club meeting; shall be eligible for election to any office or to membership to any committee or sub-committee or as a representative of the Club on any outside organisation and may attend all Club activities and shall enjoy every privilege available to Club members.
- 6.2 **Honorary Membership:** Honorary membership may be granted to non-members of the Club in appreciation of valuable and outstanding service

given to the Club. Such membership shall be granted for life and without payment of annual subscription and entitles the recipient to attend any General Meeting or social function held by the Club. Honorary members shall not be eligible to vote nor for election to office. Honorary membership may be granted only on a recommendation of the Committee being adopted at a General Meeting of the Club.

- 6.3 **Life Membership:** Life membership shall entitle the holder to free membership for life with all the privileges and a special medallion. Before becoming eligible for this highest Club award, the member must have served the Club with distinction for a period of at least ten years and have given excellent and outstanding service generally to the Club. Life membership may be granted only at an Annual General Meeting and only if a recommendation to the effect that such life membership be granted to the particular person is submitted to such meeting by majority decision of the Committee. To become effective, such recommendation of the Committee must be adopted at the Annual General Meeting by a majority vote of at least 75% of those members present and entitled to vote. No more than one life membership may be conferred in any one year.

Committee Members

7.

- 7.1 At each Annual General Meeting there shall be elected from the financial members of the Club, no fewer than six of the following Committee members, who shall hold office until the end of the next Annual General Meeting, and who shall constitute the Committee of the Club:

One President
One Vice-President
One Secretary
One Treasurer
One Walks Secretary
One Safety and Training Officer
One Membership Officer
Two Committee members

- 7.2 No one person shall hold more than one of these roles at the same time.

8. A person ceases to be a Committee member if the person:

8.1 Dies.

8.2 Resigns from the Committee by providing notice in writing to the Public Officer.

8.3 Fails, without leave from the Committee, to attend three consecutive

meetings of the Committee.

8.4 Ceases to be a member of the Club.

9. The Committee is responsible for the management of the Club, subject to the limitations imposed by the Associations Incorporation Act 1964 and shall exercise its powers for the benefit of the Club. In managing the Club:

9.1 Should any vacancy occur in the Committee, other than in the normal course of elections, the Committee may fill such a casual vacancy from the members of the Club, and such member shall hold office for the unexpired portion of their predecessor's term.

9.2 The Committee should meet a minimum of four times a year to conduct the business of the Club.

Sub-Committees

10. The Committee may at any time appoint or disband a sub-committee from the Club membership as it may think fit and shall prescribe the sub-committee's powers and functions.

Club Records

11. The Secretary shall ensure that minutes of all proceedings and resolutions of the Club, including all General Meetings and Committee Meetings, shall be recorded and such minutes produced at the next appropriate meeting for confirmation or correction.

Income and Property of the Club

12.

12.1 The income and property of the Club, however derived, shall be applied solely towards the promotion of the objects of the Club and no portion shall be paid or transferred directly or indirectly to any members of the Club.

12.2 Nothing in the foregoing provisions of this rule prevents the following payments in good faith to a servant or member of the Club:

12.2.1 Remuneration in return for services actually rendered to the Club by the servant or member or for goods supplied to the Club by the servant or member in the ordinary course of business.

12.2.2 Interest at a rate not exceeding the current ruling bank rates on monies lent to the Club by the servant or member.

12.2.3 A reasonable or proper sum by way of rent for premises let to the

Club by the servant or member.

Accounts and Receipts

13.

- 13.1 The Committee shall ensure true accounts are kept of the monies received and expended and the matter in respect of which the receipt or expenditure takes place.
- 13.2 The accounts shall be open to inspection by any member upon giving reasonable notice to the Treasurer.
- 13.3 The Treasurer of the Club or the Accountant appointed by the Club shall keep all general records, accounting books and records of receipts and expenditure connected with the operations and business of the Club in such form and manner as the Committee may direct and shall submit to each Annual General Meeting an audited balance sheet for the previous financial year of the Club, consisting of a summary of the assets and liabilities of the Club and a statement of profit and loss.
- 13.4 The accounts books and records referred to in sub-rule 13.3 and documents and securities shall be kept at the Club's office or at such other place as the Committee may direct.

Banking and Finance

14.

- 14.1 The Treasurer of the Club or such other person appointed by the Club shall on behalf of the Club receive all moneys paid to the Club.
- 14.2 The Committee shall open an account with a bank or financial institution in the name of the Club into which all moneys received shall be paid.
- 14.3 All payments exceeding \$100 shall be approved by the Committee and the decision recorded in the minutes.
- 14.4 No transfer of funds shall be made from the Club's bank account except for the payment of expenditure that has been authorised by the Committee.
- 14.5 All authorisations and negotiable instruments shall be signed by any two of the Chairperson of the Committee, Treasurer, Secretary or any other Committee members or in such other manner as determined by the Committee.

Auditor

15.

- 15.1 At each Annual General Meeting of the Club the members present shall appoint a person as the auditor of the Club.
- 15.2 A person so appointed shall hold office until the next Annual General Meeting after that at which they are appointed and is eligible for re-appointment.
- 15.3 If an appointment is not made at an Annual General Meeting the Committee shall appoint an auditor of the Club for the then current financial year of the Club.
- 15.4 If a casual vacancy occurs in the office of auditor during the course of a financial year of the Club the Committee may appoint a person as the auditor and the person so appointed shall hold office until the next succeeding Annual General Meeting.
- 15.5 The auditor may only be removed from office by a special resolution.

Audit and Accounts

16.

- 16.1 At least once in each financial year of the Club the accounts of the Club shall be examined by the auditor.
- 16.2 The auditor shall certify as to the correctness of the accounts of the Club and shall report thereon to the members present at the Annual General Meeting.
- 16.3 In the report and in certifying to the accounts the auditor shall state:
 - 16.3.1 Whether the auditor has obtained all the information required.
 - 16.3.2 Whether in the auditor's opinion the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Club according to the information at the auditor's disposal and the explanations given to the auditor and as shown by the book of the Club.
 - 16.3.3 Whether the rules relating to the administration of the funds of the Club have been observed.
- 16.4 The Public Officer of the Club shall cause to be delivered to the auditor a list of all the accounts books and records of the Club.
- 16.5

16.6 The auditor:

16.6.1 Has the right of access to the accounts books, records, vouchers and documents of the Club.

16.6.2 May require from the servants of the Club such information and explanation as may be necessary for the performance of the duties as auditor.

16.6.3 May, after consultation with the Committee, employ persons to assist in the compilation or investigation of the accounts of the Club.

16.6.4 May in relation to the accounts of the Club examine any member of the Committee or any servants of the Club.

16.7 **Exemptions under the Act:** For any financial year of the Club that the Association is exempt from the requirement to be audited by virtue of section 24(1B) or (1C) of the Associations Incorporation Act 1964:

16.7.1 An auditor is not required to be appointed for that financial year under rule 15 unless the Association elects to have the financial affairs of the Association for that financial year audited in accordance with the Act and these rules.

16.7.2 If an auditor is not appointed for a financial year by virtue of sub-rule 16.6.1 the Association shall appoint a suitably experienced past Treasurer of the Club who is willing to conduct the audit, or appoint a suitably experienced Club member or other person with a strong bookkeeping or accounting background to conduct the audit in an honorary capacity, provided that person or those persons are not members of the Committee.

General Meetings

17. Three kinds of general meetings of members may be held as herein provided and such meetings are herein generally referred to as "General Meetings", and particularly, as "Annual General Meetings", "Ordinary General Meetings", and "Special General Meetings".

18.

18.1 A minimum of seven days' written notice of a General Meeting shall be provided by the Secretary or the President.

18.2 All notices of General Meetings shall state the time and place of the meeting and shall state the nature of any business of which special notice should be given.

- 18.3 Special notice shall be given on any matter which affects the general policy of the Club.
- 18.4 Ordinary General Meetings shall be called by direction of a General Meeting or by the resolution of the Committee or may be called at any time by arrangement between the President and the Secretary.
- 18.5 A Special General Meeting shall be called by either the resolution of the Committee or for the purpose of dealing with the business set out in a written request signed by at least 10 financial members and delivered to the Secretary or President.
- 19. The Chairperson at each General Meeting shall be the President unless the meeting resolves to elect another eligible member to the chair and such Chairperson shall have a casting as well as a deliberative vote.
- 20.
 - 20.1 At all General Meetings all financial members of all classes shall be entitled to move or second any motion or amendment, to be heard in relation thereto and, with the exception of honorary members, shall have the right to vote.
 - 20.2 At all General Meetings only those members who have paid their subscriptions for the current membership financial year shall be deemed to be "financial members".
 - 20.3 At all General Meetings voting by proxy shall not be allowed.
- 21. At all General Meetings, motions without notice may be brought forward by any financial members except in one of the following situations:
 - 21.1 Notice of such motion is required by this Constitution.
 - 21.2 The motion affects the general policy of the Club.
 - 21.3 The motion is of such nature as, in the opinion of the Chairperson alone, or a majority of those members present and entitled to vote on such matter, to render the giving of notice desirable in the interests of the Club.
- 22. At all General Meetings at least five financial members or 10% of the total number of financial members entitled to vote, whichever is the greatest, shall form a quorum.

Annual General Meeting

- 23. The Annual General Meeting shall be held during the period 1 September to 31 October in each year, and the financial year of the Club shall commence on the first day of September.
- 24. The business of each Annual General Meeting shall be set forth in the notice calling such meeting and shall comprise:
 - 24.1 The confirmation of the minutes of the previous Annual General Meeting.
 - 24.2 The receipt and adoption of the Annual Report and financial statement for the past year.
 - 24.3 The election of officers for the ensuing year.
 - 24.4 The appointment of an auditor for the ensuing year.
 - 24.5 The determination of entrance fees and annual subscriptions for the ensuing year.
 - 24.6 Any other business.
- 25. The Public Officer shall record the minutes of the Annual General Meeting.

Committee Meetings

- 26.
 - 26.1 Meetings of the Committee shall be called by resolution of a General Meeting or a Committee Meeting, or at the written request of any three members of the Committee delivered to the Secretary, or at any time, by the President alone.
 - 26.2 Notice calling any Committee Meeting shall be given in writing to all members of the Committee at least seven clear days before the date of the meeting.
 - 26.3 The Chairperson at each Committee Meeting shall be the President, unless the meeting resolves to elect another eligible member to the chair, and such Chairperson shall have a casting as well as a deliberative vote.
 - 26.4 Voting by proxy shall not be allowed.
 - 26.5 Motions without notice may be presented at Committee Meetings unless the Committee so directs or the President so decides.

- 26.6 At all Committee Meetings a simple majority of the elected Committee shall constitute a quorum and no business shall be transacted in the absence of a quorum.
- 26.7 Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee, shall be determined by a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.

Constitution

- 27. The Constitution of the Club shall be neither repealed nor altered without the concurrence of a three quarters majority at a General Meeting called for the purpose at which are present not less than 20% of those members of the Club who are entitled to vote and such General Meeting shall be called upon written notice, stating the proposal in detail and given to all members at least seven clear days before the date of such meeting, by any reasonable form of notification.

Dissolution

- 28. In the event of the Club being wound up any remaining assets shall not be paid to or distributed among members of the Club, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Club. This is to be determined by members of the Club at or before the time of dissolution, according to section 33 of the Associations Incorporation Act 1964.

Seal

- 29.
 - 29.1 The Seal of the Club shall be in the form of a rubber stamp inscribed with the name of the Club encircling the word "Seal".
 - 29.2 The Seal of the Club shall not be affixed to any instrument except by the authority of the Committee and affixing, thereof shall be attested by the signature of the President, or in their absence one other Committee member.
 - 29.3 The Seal shall remain in the custody of the Public Officer.

Disputes and Mediation

- 30. Disputes within the Club shall be settled using the following grievance procedure:
 - 30.1 The grievance procedure set out in this rule applies to disputes under these rules between:

- 30.1.1 A member and another member; or
- 30.1.2 A member and the Club.
- 30.1.3 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all the parties.
- 30.2 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend the meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- 30.3 The mediator must be:
 - 30.3.1 A person chosen by agreement between the parties; or
 - 30.3.2 In the absence of agreement, a person appointed by the Committee of the Club.
- 30.4 A member of the Club may be a mediator.
- 30.5 The mediator cannot be a member who is party to the dispute.
- 30.6 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 30.7 The mediation must be confidential and without prejudice.
- 30.8 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Commercial Arbitration Act 2011, or otherwise at law, or by the application of rule 31 as appropriate.

Suspension or Expulsion

- 31. A member may be suspended or expelled from the Club according to the following process:
 - 31.1 The Committee may call a meeting to consider suspension or expulsion of any member of the Club whose conduct remains, in the opinion of the Committee, prejudicial to the interests of the Club. Any action shall be decided by a majority vote of the Committee members present.
 - 31.2 The member whom it is proposed to suspend or expel may attend this meeting for the purpose of being heard.
 - 31.3 The following notification and appeal process shall be followed:

- 31.3.1 Any member who is suspended or expelled shall be notified in writing of the decision by the Committee within seven days.
- 31.3.2 There shall be a right of appeal against a decision to suspend or expel a member.
- 31.3.3 Any request for an appeal must be in writing to the President or Secretary within 14 days of notification of the decision.
- 31.3.4 A Special General Meeting shall be called within 30 days of receipt of the written request.
- 31.3.5 The Special General Meeting shall hear the member's appeal and may confirm, vary or reverse the Committee decision.

Document Version History

Version Number	Issue Date	Author / Reviewer	Description of Changes
1	26/10/2008	R. Annis	Transcribed from original paper-based version to computer. Designed new club logo featured on p1.
2	14/11/2017	M. Pryor	- Updated logo. - Added 4.1.5 that refers to membership of Bushwalking Tasmania as a club object. - Removed 3.1 that refers to subscriptions payable by 1 December. - Removed 3.2 "Unfinancial members shall not be entitled to receive Club Publications". - Removed label 3.3 "Concessions". - Changed 3.3.3 to include full time students and to change the subscription from 75% to 50% of the annual fee. - Added (the new) 3.3.5 that refers to Associate Members. - Changed 3.3.6 (previously 3.3.5) to refer specifically to visitor subscriptions. - Removed 3.4 that refers to members joining after 1 September of any year. - Updated the list of officers through to Nov 2017.
3	22/05/2020	B. O'Byrne / G. Hayhurst	- Changes as per SGM 16/08/2017: - Removed 17.5 Except as provided in sub-rule (3) of this rule the auditor may only be removed from office by special resolution (and relabelled 17.6 to 17.5). - Added 18A Exemptions under the Act that refers to the option of the appointment of someone with suitable skills to conduct the annual audit in an honorary capacity. - Amended 18.5.3 to include the need to consult with the Executive members prior to employing persons to assist in the compilation or investigation of Club accounts. - Updated By-Laws 3 Subscription, 14 George Perrin Photographic Competition and 15 Michael Higgins Photographic Competition. - Updated the list of officers through to Nov 2019.
4	15/09/2020	G. Hayhurst	- Changes as per SGM 02/09/2020: - Changed rule 6 such that the size of the Executive Committee be reduced by removing the following roles: Assistant Secretary, Social Secretary, Transport Officer, "Do You Know Tasmania" Chairperson and Publications Editor. - In rule 13 replaced "Assistant Secretary" with "Secretary". - In rule 19 removed references to "Assistant Secretary" but added "or a person appointed to act as Secretary in their absence". - In rule 28.6: reduced the quorum for all Executive Meetings from "seven" to "six". - In rule 26 moved the AGM forward by replacing "during the latter half of the month of October or the first half of the month of November in each year" with "during the period from 1 September to 31 October in each year". - Removed rule 27.3 "The appointment of a patron for the ensuing year" and renumbered 27.4 to 27.7 accordingly. - In rules 6, 15.2.2, 16.1, 16.2, 16.4, 16.6, 19, 21.1, 21.4, 21.5 & 28.1) renamed "Honorary Secretary" as "Secretary" and "Honorary Treasurer" as "Treasurer". - In rules 18A.1.2, 19, 21.1, 21.4, 21.5, 22 & 28.1 capitalised the following Executive Committee roles where this hadn't been done: President, Secretary, Vice-President & Treasurer. - Updated By-Laws 9 Transport Levy Concessions and 12.5 Private Vehicle Allowance (to align with the statement on the program).
4.4	24/12/2020	Constitution Revision Sub-Committee (G. Hayhurst, S. Johnson, K. Levet, B. O'Byrne, D. Scott, P. Stackhouse)	Complete review and update of all rules within the Constitution with the aim of producing a document that is simpler, shorter, easier to read and understand, better reflects current, accepted practices than the previous version and complies with the key changes made to the <i>Associations Incorporation (Model Rules) Regulations 2017</i> .
4.5	08/05/2021	K. Peek	Changed rule 5.6.2 so that three months in arrears for fees is replaced by one month and the wording "struck off" (the membership list) is replaced by "removed from".
4.6	18/05/2021	G. Hayhurst	- In rule 5.6.2 replaced "or 14 days after the member" with "and" so that this rule now states "Any person who is more than one month in arrears from the beginning of the financial year of the Club and has received notice, in writing from the Public Officer..." - In rule 5.6.3 replaced "struck off" with "removed from". - In rule 30.9 replaced "Act" with "Commercial Arbitration Act 2011" as, unlike the case in Western Australia, this is the relevant Act, not the Associations Incorporation Act 1964. - In rule 7.1 added the words "no fewer than six of the following Committee members" - Removed rule 7.3 which states that the Committee shall consist of no less than six members of the Club.

Document Version History

5.0	26/01/2022	K.Peek	Updated Rules to incorporate Club's policies.
6.0	25/04/2024	K. Peek	Additional by-law 2.8, Previous members, whose membership has lapsed for more than 24 months, may apply to rejoin the Club after completing one trip.
		L Loone	1/7/2026 Constitution and Rules document separated out into four standalone documents for ease and transparency when updating: Constitution; By-Laws; Office Bearers; Important Dates. No changes were made to Constitution, version remains 6.0.