

**RETURNED & SERVICES LEAGUE**

**OF**

**AUSTRALIA**

***(VICTORIAN BRANCH) INC.***

**A0028777L**



"Serving Still"

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## **Branch Bylaw 10B**

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**AUTHORISED RULES FOR INCORPORATED  
SUB-BRANCHES NOT CONDUCTING GAMING**

**Volume 3**

Revised and reprinted in accordance with special resolutions carried by the State Executive at their meetings throughout the year and resolutions carried at the State Annual Conference held at Sandown Park Racecourse on 27<sup>th</sup> July 2024.

**ANZAC House, 4 Collins Street, Melbourne, Victoria, 3000**

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**\*\*\*\*\* RSL SUB-BRANCH INCORPORATED**

**RULES**

**1 NAME**

The name of the Sub-Branch shall be the \*\*\*\*\* RSL Sub-Branch Incorporated.

**2.1 STATEMENT OF PURPOSES OF THE SUB-BRANCH**

The objects for which the Sub-Branch is established are:

- (a) Provide for the sick, helpless, wounded, aged, disabled, destitute and needy among those who are serving or who have served in the Australian Defence Forces, the various British Commonwealth Defence Forces, members of allied Defence Forces and their dependents;
- (b) Perpetuate the close and kindly ties of friendship created by the mutual service in the Australian Defence Forces or in the forces of nations traditionally allied with Australia and the recollections associated with that experience;
- (c) Maintain a proper standard of dignity and honour among all past and present members of the Australian Defence Forces and set an example of public spirit and noble hearted endeavour;
- (d) Preserve the memory and records of those who suffered and died for Australia, erect monuments to their valour, provide them with suitable burial places, and establish and preserve, in their honour, the annual commemoration day known as ANZAC Day;
- (e) Encourage loyalty to Australia and secure patriotic service in the interests of Australia;
- (f) Protect the good name and preserve the interests and standing of members of the Australian Defence Forces;
- (g) Encourage a Member as a citizen, to serve Australia with that spirit of self sacrifice and loyalty with which they served as members of the Australian Defence Forces;
- (h) The promotion of a social organisation and Sub-Branch of the Branch composed of those who are serving or who have served in the Australian Defence Forces, the various British Commonwealth Defence Forces, Members of Allied Defence Forces, their dependents and such other persons who from time to time may be admitted to membership in accordance with these Rules.

- (i) To establish, maintain and conduct a Sub-Branch of a non-political and non-sectarian character and to provide, furnish, equip and maintain Sub-Branch rooms, reading rooms, recreation rooms and refreshment facilities; to establish and maintain facilities for lawful games, sporting facilities and recreation for its Members for the maintenance and improvement of friendly relationships amongst the Members and generally to afford to Members and their friends and guests all the usual privileges, advantages, conveniences and facilities of a Sub-Branch.
- (j) To provide means of social interaction between persons who are Members of the League and in particular Members of the \*\*\*\*\* RSL Sub-Branch of the Branch and their friends and guests.
- (k) To make contributions to any charitable relief benefit commemoration or memorial fund of any kind whatsoever as the Committee may deem advisable.
- (l) To further the interests of and to support the Branch.
- (m) To provide for the sick, helpless, wounded, aged, disabled, destitute and needy.

## **2.2 POWERS OF THE SUB-BRANCH**

- (a) To take over and acquire and take a transfer of all the assets and the liabilities of the present unincorporated association known as \*\*\*\*\* RSL Sub-Branch and/or \*\*\*\*\* RSL Club.
- (b) To purchase, take on lease or in exchange or otherwise to acquire any land, buildings, easements of property real or personal which may be required for the purposes of or be conveniently used in connection with any of the objects of the Sub-Branch and for the purpose of managing revenue the better to finance the operations of the Sub-Branch and the maintenance of any premises owned by it to lease, sell, demise, mortgage, give in exchange or otherwise dispose of the same or any part thereof from time to time and to grant easements in, through, over or upon any land and to acquire easements or other rights of any kind or nature over any other real or personal property provided that if the Sub-Branch takes or holds any property which is subject to any Trusts the Sub-Branch must deal with the property in such a manner as is allowed by law having regard to such Trusts.
- (c) To borrow or raise money or to secure the repayment of any debt, liability or engagement incurred, undertaken or entered into by the Sub-Branch by the issue of bonds, debentures, bills of exchange, promissory notes or other obligations or securities of the Sub-Branch or by way of overdraft or by mortgage or charge on all or any part of the property and assets of the Sub-Branch.

- (d) To encourage the fullest liaison and co-operation with other responsible persons and organisations in the community as the Committee shall decide, with particular emphasis to encouraging the use of the rooms of the Sub-Branch when such use shall be calculated to benefit the community.
- (e) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants, debentures and other negotiable or other transferable interests.
- (f) To invest and deal with the money of the Sub-Branch not immediately required upon such securities and investments and generally in such manner and in accordance with the overall policy of the League as may from time to time be determined.
- (g) To undertake and execute any trusts which may seem to the Sub-Branch conducive to any of its objects and in accordance with the overall policy of the League.
- (h) To engage, employ, dismiss and remunerate professional advisers, secretaries, accountants, managers, brokers, experts and such other persons, officers and employees as may be necessary or desirable for the purpose of carrying on the business of the Sub-Branch or furthering any or all of the objects herein set out.
- (i) To place any money or deposit with any banking or other non-banking institutions, to open accounts and to pay money into and withdraw money from such accounts or to overdraw such accounts.
- (j) To establish and maintain funds for relief, scholarships, insurance, mortuary, sickness or other benefits and/or for the assistance or advantage of members or their dependents or the dependents of deceased members contributing thereto from any of the revenues of the Sub-Branch.
- (k) To encourage the formation of a Women's Auxiliary and youth and other subsidiary associations.
- (l) With the written consent of the State Executive to enter into any arrangements with any government or authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Sub-Branch, to obtain from any such government or authority any rights, privileges, concessions, licenses, permits or registrations which the Sub-Branch may think it desirable to obtain, and to carry out, exercise and comply with any such rights, privileges, concessions or licenses;
- (m) To construct, improve, maintain, furnish, develop, work, manage, carry out, alter or control any houses, buildings, clubrooms, information bureaux, libraries, literary, social, educational and benevolent institutions, grounds, works or conveniences which

directly or indirectly advance the Sub-Branch's interests, and to contribute to, subsidise or otherwise assist and take part in the above;

- (n) With the written consent of the State Executive to take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Sub-Branch's property of whatsoever kind sold by the Sub-Branch, or any money due to the Sub-Branch from purchasers and others;
- (o) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Sub-Branch but subject to paragraph (g);
- (p) To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Sub-Branch;
- (q) To make grants, donations, gifts and give assistance to such persons, trusts, groups, associations, societies, institutions or other entities as the Sub-Branch thinks fit;
- (r) To make application pursuant to the appropriate legislation from time to time enacted and currently in force, or any re-enactment or amendment thereof, to:
  - (1) Victorian Commission for Gambling and Liquor Regulation for a Club Licence or any other licence, permit or authority issued under the Liquor Control Reform Act or any re-enactment or amendment thereof; or for any license, permit or authority issued under the Gambling Regulation Act 2003 and the renewal thereof and do all such other acts that are necessary to retain or protect any license, permit or authority.
- (s) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Sub-Branch.

### **3 ALTERATIONS OF THESE RULES**

- (a) Subject to the provisions of Rule 3(b), and (c) of these Rules, the Rules of the Sub-Branch (including the Statement of Purposes of the Sub-Branch) shall not be altered except in accordance with the Act.
- (b) The Sub-Branch shall not, without the consent in writing of the State Executive, make any new Rule, alteration or variation to the Rules of the Sub-Branch. No new Rule, alteration or variation of these Rules shall take effect unless and until the new Rule, alteration or variation has been approved in writing by the State Executive.
- (c) No new Rule, alteration or variation of these Rules shall have effect unless and until such new Rule, alteration or variation has been approved by the Registrar of Incorporated Associations.

(d) Inconsistency

If there is inconsistency between these Rules and the Branch Constitution and/or the National Constitution, the Branch Constitution and the National Constitution shall prevail to the extent that the Branch Constitution and the National Constitution do not conflict with the requirements of the Liquor Control Reform Act, and/or any other relevant Act. In the event that there is any inconsistency between the Branch Constitution and the National Constitution, then the provisions of the National Constitution shall prevail.

## 4 POLICY

The Policy of the Sub-Branch shall be national and non-sectarian and in relation to questions of party politics non-partisan.

### 5.1 DEFINITIONS AND INTERPRETATION

In these Rules -

**"Act"** means the Associations Incorporation Reform Act 2012 (Vic).

**"Affiliate/s"** means an Affiliate of the Branch admitted pursuant to the rules of the Branch, and is a member of the Sub-Branch.

**"Branch"** shall mean The Returned & Services League of Australia (Victorian Branch) Inc.

**"Branch Constitution"** means the Statement of Purposes and the Rules and Bylaws of the Branch.

**"Chief Executive Officer of the Branch"** means the person appointed from time to time under Branch Rule 9.7 (a) by the State Executive.

**"Committee" or "Sub-Branch Committee"** means the Committee of the Sub-Branch constituted under Rule 19.

**"Company Secretary"** means the person appointed from time to time under Rule 9.8 of the Rules of the Branch by the State Executive.

**"Financial Year"** means the year ending 31 December.

**"Gambling Regulation Act"** means the Gambling Regulation Act 2003 or any amendment or re-enactment thereof.

**"In Writing" and "Written"** include typing or printing, lithography, photography and other modes of representing or reproducing words and figures in visible form.

**"League"** means the Returned and Services League of Australia Limited A.C.N. 008 488 097.



**"League member"** means a Life member or a Service member of the League, and is a member of the Sub-Branch.

**"Liquor Control Reform Act"** means the Liquor Control Reform Act 1998 or any amendment or re-enactment thereof.

**"members"** shall mean all persons admitted pursuant to these Rules to any of the following classes of membership:

- Service members
- Life members
- Associate members
- Affiliate/s
- Honorary members
- and Social members

**"National Constitution"** means the National Rules and Bylaws of the League.

**"National Rules"** means the National Constitution of the League.

**"Patriotic Funds"** means those Funds described in Part 4 of the Veterans Act (Vic).

**"Regulations"** mean the Regulations under the Act.

**"State Branch Tribunal"** means the Tribunal established by the Branch under Rule 4.18 and National Bylaw 8.

**"State Executive"** means the Body constituted under Rule 7.3(a) of the Branch.

**"Sub-Branch"** shall mean the \*\*\*\*\* Sub-Branch.

**"Sub-Branch Secretary" or "Secretary of the Sub-Branch"** means the Secretary of the Sub-Branch.

**"Veterans Act"** means the Veterans Act 2005 (Vic) or any amendment or re-enactment thereof.

**"Victorian Veterans Council"** means the Council established by section 4 of the Veterans Act.

**"Victorian Veterans Fund"** means the Fund established by section 20 of the Veterans Act.

**"Victorian Commission for Gambling and Liquor Regulation"** means the Victorian Commission for Gambling and Liquor Regulation established under the Victorian Commission for Gambling and Liquor Regulation Act 2011 (Vic).

## 5.2 INTERPRETATION

In these Rules, unless the context otherwise requires:

- (a) headings, underlining and the table of contents are for convenience only and do not affect the interpretation of these Rules;
- (b) words importing the singular include the plural and vice versa;
- (c) words importing a gender include any gender;
- (d) other parts of speech and grammatical forms of a word or phrase defined in these Rules have corresponding meanings;
- (e) a reference to any thing includes a part of that thing;
- (f) a reference to these Rules includes a reference to any appendix, annexure, exhibit or schedule to these Rules;
- (g) a reference to a statute, regulation, proclamation, ordinance or bylaw includes all statutes, regulations, proclamations, ordinances or bylaws amending, consolidating or replacing it, and a reference to a statute includes all regulations, proclamations, ordinances and bylaws issued under that statute;
- (h) a reference to a document includes all amendments or supplements to, or replacements of, that document;
- (i) a covenant or agreement on the part of two or more persons binds them jointly and severally;
- (j) an expression importing a natural person includes any company, partnership, association, corporation or other body corporate and any governmental agency; and
- (k) where the day on or by which any thing is to be done is not a Business Day, that thing must be done on or by the preceding Business Day.

## **6 SUB-BRANCH COLOURS**

The colours of the Sub-Branch shall be such as the Committee of the Sub-Branch may from time to time determine.

## **7 SUB-BRANCH STRUCTURE AND POWERS**

In addition to any new duties, functions, discretions and authorities conferred on the Sub-Branch under the National Constitution, the Branch Constitution and these Rules, the Sub-Branch is to be vested with such duties, powers, functions, discretions and authorities as the State Executive may decide.

## **8 MINIMUM MEMBERSHIP**

The minimum membership of the Sub-Branch is to be fifteen (15) Life, Service members and Affiliates, unless the State Executive approves otherwise.

## **9 AGE REQUIREMENT**

No person under the age of eighteen (18) years shall be admitted to membership of the Sub-Branch.

## **10 MEMBERSHIP**

The Sub-Branch shall comprise the following categories of membership:

Service members  
Life members  
Associate  
members Affiliates  
Honorary  
members Social  
members

### **10.1 Service members**

A person who is a Service member of the League or who has applied to be a Service member of the League may apply to be a Service member of the Sub-Branch.

- (a) It shall be a prerequisite to Service membership of the Sub-Branch that the applicant declares:
- I hereby agree if elected a member to be bound by and comply with the Rules and Bylaws of the Sub-Branch; and
  - I hereby declare that I am not a member of any other organisation whose objectives are incompatible with the objects of the League; and
  - I hereby further declare that I am prepared to swear/affirm loyalty to the Commonwealth of Australia and its Head of State and to uphold the Constitution of the Commonwealth.
- (b) Lodgement of application to be admitted as a Service member of the League and Service member of the Sub-Branch.
- (1) An application to be admitted as a Service member of the League and as a Service member of the Sub-Branch must comply with the National Constitution and the Branch Constitution and these Rules. An Applicant for Service membership of the League and Service membership of the Sub-Branch must be nominated by a person who is a Service or Life member of the Sub-Branch and seconded by a member who is also a Service or Life member of the Sub-Branch.

- (2) A person who applies to be a Service member of the League and a Service member of the Sub-Branch must lodge the application with the Secretary of the Sub-Branch in writing in the form from time to time approved. Not less than two (2) weeks shall elapse between the date of nomination and the date of election of a Service member of the League and a Service member of the Sub-Branch.
- (3) Application for membership of the League and membership of the Sub-Branch shall be accompanied by the payment of the Annual Subscription determined by the Annual Conference of the Branch and any further subscription as set by the Sub-Branch at a General Meeting and hereafter referred to in these Rules. No applicant who is admitted to membership shall be entitled to a refund of such amount, but where an applicant is not eligible under the National Constitution to be admitted, the Sub-Branch must return the Annual Subscription.
- (4) The Committee may require an applicant for membership to produce such evidence, as it thinks fit as to their qualification for membership.
- (5) If the Sub-Branch Committee resolves that an Applicant is eligible under the National Constitution to be admitted as a Service member of the League and is a fit and proper person to be admitted as a Service member of the League then the Applicant must be admitted as a Service member of the League and as a Service member of the Sub-Branch within sixty (60) days of the date the application was lodged.
- (6) If the Sub-Branch Committee resolves that an Applicant applying to be admitted as a Service member of the League and a Service member of the Sub-Branch is not eligible under the National Constitution to be admitted as a Service member of the League the Committee of the Sub-Branch must within fourteen (14) days from the resolution forward the application, supporting documentation, the annual subscription and the reasons for the resolution to the Branch and the application shall then be dealt with by the Branch under the Branch Constitution.
- (7) If the Branch resolves that the Applicant is eligible under the National Constitution to be admitted as a Service member of the League the Branch must direct the Sub-Branch to admit the applicant as a Service member of the League and thereupon the Sub-Branch must admit the Applicant as a Service member of the League and as a Service member of the Sub-Branch.
- (8) If the Branch resolves that the person applying to be admitted as a Service member of the League is not eligible under the National Constitution to be admitted the Branch must:
  - (i) Reject the application; and

- (ii) Within fourteen (14) days of the date of rejection advise the Applicant of the decision, the reasons for the decision and their right of appeal to the State Branch Tribunal
- (9) A Service or Life member of the Sub-Branch shall be entitled to one vote at the election of members of the committee of the Sub-Branch and at any meeting of the Sub-Branch in respect of any matter.

## **10.2 Life members**

- (a) A Service member of the Sub-Branch who is elected as a Life member of the League in accordance with the National Constitution and the Branch Constitution shall automatically become a Life member of the Sub-Branch.
- (b) The rights, privileges and obligations of a Service member of the Sub-Branch who becomes a Life member of the Sub-Branch under Rule 10.2(a) shall not be disturbed by their becoming a Life member of the Sub-Branch save and except that they shall not be liable to pay an Annual Subscription either to the League, the Branch or the Sub-Branch as the case may be.

## **10.3 Honorary members of a Sub-Branch**

- (a) A person is entitled to be elected as an Honorary member of the Sub-Branch (for such time as the Committee of the Sub-Branch shall determine) if they are eighteen (18) years of age or older and are:
  - (1) a Service, Life or Honorary member of the League;
  - (2) a member of an association or organisation which is a member of the British Commonwealth Ex-Services League during their presence in Victoria, but not exceeding a period of three months;
  - (3) a member of a State parliament, the parliament of the Commonwealth of Australia or a Councillor of the municipality in which the Sub-Branch is situated;
  - (4) A current serving member of the ADF, upon presentation of a Service Identification Card, such honorary membership shall operate whilst the serving member is present on the Sub-Branch premises.
  - (5) a member of a sporting, social or cultural body visiting the Sub-Branch for the day, but subject to the approval of the committee of the Sub-Branch; or
  - (6) a person who has applied in writing to become a member of the Sub-Branch shall be a temporary Honorary member of the Sub-Branch until the application to a member has been dealt with by the Committee. Such membership applications must be dealt with by the Committee in an expeditious manner.

- (b) An honorary member of the Sub-Branch is not entitled to vote:
  - (1) at the election of the members of the Committee of the Sub-Branch; or
  - (2) on any other matter.
- (c) An Honorary member shall not be required to pay an annual subscription.
- (d) A person shall not be admitted as an Honorary or Temporary member of the Sub-Branch unless the person is of a class specified in the Rules and the admission is in accordance with the Rules

### **10.3 A A Temporary Honorary Membership for Visiting League Members**

- (a) The Sub-Branch shall grant reciprocal rights to use Sub-Branch facilities as a temporary honorary member to any person who is a Service or Life member or Affiliate of the Returned & Services League of Australia. The Sub-Branch shall grant to such temporary honorary member under this rule the same price discounts as that are given at that time to similar classes of members of the Sub-Branch in relation to food, beverage, and entertainment. Such person shall be required to establish their entitlement to the right by producing a current 'RSL Card'.
- (b) This right may not be granted to a person who is at the time of the visit suspended under the Rules of the Sub-Branch from the Sub-Branch of which they are a member
- (c) This right may not be granted to a person where the Committee of the Sub-Branch has resolved not to grant the right to that person because of the prior conduct of that person.

### **10.4 Social members**

- (a) A person is eligible to be a Social member of the Sub-Branch if they:
  - (1) are not eligible to be a Service member of the League; and
  - (2) are over the age of eighteen (18) years; and
  - (3) are proposed by the President of the Sub-Branch at the request of at least two (2) Service members of the Sub-Branch and is approved at a meeting of the Committee of the Sub-Branch; and
  - (4) have signed a Social member Application Form, prescribed by the State Branch, and has lodged it with the Sub-Branch Secretary; and
  - (5) have paid the annual membership subscription, as is determined, including an amount equal to the applicable Minimum Subscription Fee as is determined from time to time by the State Executive pursuant to Branch Rule 5.19(a)

- (b) A social member of the Sub-Branch may be a member of the Committee of the Sub-Branch provided however:
  - (1) A social member of the Sub-Branch may not be elected to any Executive position (that is, President, Vice President/s, Secretary and/or Treasurer) on a Sub-Branch Committee [subject to the provisions of Rule 19(g)]. Social members may not hold more than one position on the Committee of a Sub-Branch. A social member on the Committee of a Sub-Branch may only vote on matters relating to the operation of Sub-Branch facilities available to Social members of the Sub-Branch.
- (c) Subject to the provisions of these Rules a Service member or Life member or Affiliate or social member of the Sub-Branch may nominate a social member for election to the Committee of the Sub-Branch (other than an Executive position). A social member is not entitled to vote on any matter other than in respect of the election of a social member to the Committee of the Sub-Branch.
- (d) A person is eligible to be a student social member if they are aged 18 to 26 years and attended a recognized tertiary educational institution. Student social members have the same rights and obligations as social members of the Sub-Branch as provided for in this rule. The fee for a student social member shall be \$11.00, including GST, unless otherwise decided by a General Meeting of the Sub-Branch. On attaining the age of 27 years, a student social member shall become a social member of the Sub-Branch and shall subscribe by way of membership fee the amount fixed as a social member's fee by the Sub-Branch.

#### **10.5 Associate members**

- (a) A Service member, Life member or Affiliate, who is also a member of a Sub-Branch, shall not be eligible to be a member of another Sub-Branch but may apply to be admitted as an Associate thereof. Such an application shall be lodged with the Secretary of that other Sub-Branch and if the Committee accepts their application, and they are admitted, they shall be known as an Associate of that other Sub-Branch.
- (b) An Associate member of a Sub-Branch may only remain an Associate member of the Sub-Branch if they continue to be a Service member, Life member or Affiliate.
- (c)
  - (1) A Service member, Life member or Affiliate who is also an Associate member of a Sub-Branch, shall only be entitled to hold office, vote and speak on any matter at a meeting of not more than one Sub-Branch and at the same time of

application to become an Associate member must declare which Sub-Branch they wish to hold office, vote and speak at.

- (2) The annual subscription payable by an associate of that other Sub-Branch shall be the annual subscription payable by a Service member or Affiliate, of that Sub-Branch, less capitation.
- (3) A Service member, Life member or Affiliate, to whom Rule 10.5(c)(1) applies, shall:
  - (i) elect in writing the Sub-Branch in which they wish to be eligible to hold office, vote and speak;
  - (ii) deliver such election to all the Sub-Branches of which they are a member and associate with a copy to be lodged with the Company Secretary of the Branch.
- (4) Until they have complied with Rule 10.5(c)(3) they shall only be entitled to hold office, vote and speak at the Sub-Branch of which they are a Service member, Life member or Affiliate, and such election shall not be able to be revoked during the membership year in which it is made.
- (d) The Committee of the Sub-Branch may at any time revoke the Associate membership of a person and upon such revocation being made such person shall cease to be an Associate member of the Sub-Branch.

#### **10.6 Affiliate of the Branch**

- (a) No person who is eligible for Service membership of the League shall be admitted as an Affiliate.
- (b) The eligible persons who may be elected as Affiliates are those who do not qualify for Service membership and comply with the following:
  - (1) a person who is not eligible to be a Service member;
  - (2) is eighteen years of age or older and;
  - (3) a person who is any relative of a person (living or deceased) who is or was eligible to be a League member;
  - (4) for the purposes of this rule, a relative of a League member shall be any spouse, blood relative, step relative or in-law of the person who is or was eligible to be a League member (as the case may be).
  - (5) or a person who has been awarded the Certificate of Merit or a National or State Certificate of Appreciation for giving valuable service to the League;



- (6) or a person who is, or has been, a member, for at least six months, of one of the following:
- A State or Federal Police Force;
  - An Ambulance Service or Brigade;
  - A Fire Brigade or Fire Authority;
  - A State Emergency Service;
  - A Bronze Medallion member of a Surf Life Saving Club;
  - A Corrections/Prisons Officer; or
  - A member of the Commonwealth or allied Merchant Navy,
- (7) and has signed an Affiliate application form, as prescribed by the State Branch and has lodged it with the Sub-Branch Secretary.
- (c) The Affiliate application form shall be considered at a meeting of the Committee of the Sub-Branch.
- (d) An Affiliate may be a member of the Committee of the Sub-Branch, subject to the following:
- (1) a. An Affiliate, may not be elected to the positions of President or Vice President (League member), [but may be elected to the position of Vice President - Affiliate, (if such a position has been made available pursuant to Rule 19), or Secretary or Treasurer].
  - b. That an Affiliate Vice President shall have no right to succeed the President of the Sub-Branch in the event that Office becoming vacant.
- (2) An Affiliate on the Committee of a Sub-Branch may speak and vote on all matters, save and except the matters referred to in sub-rule (e).
- (e) An Affiliate may speak and vote at a meeting of the Sub-Branch on any Sub-Branch matter, including voting for all Sub-Branch Committee positions, save and except that an Affiliate may not speak or vote on any matter relating to the alteration or amendment to the National Constitution, the Branch Constitution or vote for the elections of Branch positions.
- (f) The Annual Subscription Fee payable by an Affiliate is shown in Rule 11. The effect of not paying the Annual Subscription is shown in Rule 11A.

#### **10.7 Reciprocal Rights**

- (a) The Sub-Branch shall grant reciprocal rights to use Sub-Branch facilities as a temporary honorary member to any person who is a Service member, Life member, Affiliate, or Social member of any other RSL Sub-Branch, or the HQ Unattached List, under the jurisdiction of the Victorian State Branch. The Sub-Branch shall grant to such temporary

honorary member under this rule the same price discounts as that are given at that time to similar classes of members of the Sub-Branch in relation to food, beverage and entertainment. Such person shall be required to establish their entitlement to the reciprocal rights by producing a current 'RSL Card' as issued by the State Branch.

- (b) Reciprocal rights shall not be granted to a person who is at the time of the visit suspended under the provisions of Rule 15 or Rule 15A or Rule 15B of the Rules of the Sub-Branch of which they are a member.
- (c) Reciprocal rights may not be granted to a person where the Committee of the Sub-Branch has resolved not to grant reciprocal rights to that person because of the prior conduct of that person.

#### **10.8 Provision of RSL Member Card**

- (a) The Sub-Branch shall request the Branch to issue Service members, Life members, Affiliates or Social members of the Sub-Branch a "RSL Card" in the format then used by the Branch. The Sub-Branch shall make such request to the Branch in relation to Service members, Affiliates and Social members as soon as practicable after the said members have become financial members of the Sub-Branch. The issued Card remains valid while the member remains financial and the Branch will, from time to time, re-issue the Card at their discretion. In relation to Life members the Sub-Branch shall make the request to the Branch as soon as practicable after this rule comes into effect.

### **11 SUBSCRIPTIONS AND ENTRANCE FEES**

- (a) That the minimum annual subscription payable by:
  - (1) Service members and Affiliates shall be such amount as is determined, from time to time, by the Annual State Conference of the Branch and shall be not less than the Minimum Subscription Fee referred to in Branch Rule 5.19(a) (1), and
  - (2) Social members shall be such amounts as is determined for each class of member, from time to time, by the State Executive, pursuant to Branch Rule 5.19(a)(2).

But the Sub-Branch may impose upon the members such additional amounts by way of annual subscription as is determined, from time to time, by a general meeting of the Sub-Branch.

- (3) A Service member who is still serving, whether in the regular or reserve Royal Australian Navy, Australian Army or Royal Australian Air Force, is not liable to annual subscription payments and their membership fee is waived.

- (b) The Sub-Branch must forward to its member an account for renewal of the Annual Subscription at least one month before the end of the Financial Year and the member must pay the account by the 31 January of each year.
- (c) The Sub-Branch must forward to its associate member an account for renewal of the Annual Subscription less the Minimum Subscription Fee at least one month before the end of the Financial Year and the associate member must pay the account by the 31 January.
- (d) An account forwarded under these Rules must clearly show the Annual Subscription and the Minimum Subscription Fee (if any) and may include other fees provided they are clearly marked, e.g. Administration Fee/Sporting section (or such like) Fee.
- (e) A receipt must be issued to a member of the Sub-Branch by the Sub-Branch as evidence of payment of the Annual Subscription.
- (f) A receipt must be issued to an associate member of the Sub-Branch by the Sub-Branch as evidence of payment of the Annual Subscription less the Minimum Subscription Fee.
- (g) Annual subscriptions are due and payable in advance on January 1<sup>st</sup> in each calendar year.
- (h) A member (who is not a Life member or who has paid the life subscription) shall not be exempted from the obligation to pay the annual subscription, unless the member is of a class specified in the Rules and an exemption is in accordance with the Rules.

#### **11A UNPAID ANNUAL SUBSCRIPTIONS**

- (a) A Member of the Sub-Branch (who is not a Life member or a life subscriber) who has not paid the annual subscription prescribed in these rules by 31 January in the year they fall due shall be refused entry to Licensed Sub-Branch premises and/or facilities, including sporting activities, and may be required to sign in as a visitor until such time as the said subscriptions are paid in full and details on the members RSL Card have been upgraded.
- (b) A member of the Sub-Branch who is not a Life member or a life subscriber who has not paid the annual subscription is not eligible to speak or vote at a meeting including elections and Committee or nominate for or hold any office in the Sub-Branch.
- (c) A member of the Sub-Branch who is not a Life member or a life subscriber or an Honorary member who has not paid the annual subscription shall on 1 May cease to be a member and the members name shall be removed from the Register of members. If

the member wishes to rejoin the Sub-Branch they are required to make a new application for membership.

## **12 NOTICE OF MEETINGS**

- (a) The Secretary shall at least 14 days before any Annual or Ordinary general meeting and at least 7 days before any Extra-ordinary general meeting, save and except a meeting of the nature dealt with in sub-clause (c) of this Rule, send in accordance with Rule 13 to each Member [excluding honorary and Community members] at their postal, facsimile or electronic transmission address in the Sub-Branch register a notice of such meeting stating the time and the place where it will be held and the nature of the business that will be brought forward at such meeting. In lieu of written notice to each member, that a Sub-Branch may advertise the notice of meeting not less than 3 times in the 21 day period prior to the meeting, in the "Public Notice" section of the most widely distributed newspaper in the local municipality. Except that members who have lodged valid e-mail addresses must also be e-mailed a notice in the first week of that period.

The accidental omission to give any notice as aforesaid to any member shall not invalidate any resolutions carried at an Annual, Ordinary or Extraordinary general meeting.

- (b) The nature of the business to be dealt with at such meetings and the manner in which they are to be conducted shall be in accordance with these Rules as to the conduct of particular classes of meetings.
- (c) In the case of a meeting at which a special resolution is proposed, pursuant to section 29 of the Associations Incorporations Act 1981 and where there is a statutory requirement of 21 days notice, then the Secretary shall in relation to such meeting give 21 days notice.

## **13 NOTICES - MEMBERS**

- (a) Every member shall communicate in writing to the Secretary regarding change of address. A notice, written request or any other communication under these Rules may be served on a person either personally or by sending it by post to their last known address or via email to their last known email address provided.
- (b) If a notice or communication is properly addressed, prepaid and posted, it is deemed to have been given to the addressee at the time of posting.

- (c) A notice may be served by sending to the member a copy of any magazine/newsletter published by the Sub-Branch, which contains a full copy of the relevant notice.

#### **14 REGISTER OF MEMBERS**

- (a) The Secretary of the Sub-Branch shall keep and maintain on the Sub-Branch premises a Register of all persons who are members of the Sub-Branch, which clearly indicates the category of membership to which the member has been admitted. The Register of members of a Sub-Branch must include the full name, address, qualifying service particulars (if applicable), date of entry and date of departure or death (if applicable) of each member of the Sub-Branch and the date of the latest subscription payment by each Member (if applicable).
- (b) Such Register shall be displayed in a conspicuous place on the Sub-Branch premises and shall be open at any time to inspection by a Licensing Inspector in whose Division the Sub-Branch premises are situated, any authorised member of the Police Force or any authorised officer of the Victorian Commission for Gambling and Liquor Regulation.

#### **15 SUB-BRANCH DISCIPLINARY PROCEDURE — SERVICE AND LIFE MEMBERS AND AFFILIATES**

- (a) A Service member, Life member or Affiliate of a Sub-Branch may be suspended or expelled from the membership of the Sub-Branch by the Sub-Branch Committee under the following circumstances:
  - (1) A member, who is drunk, violent or quarrelsome, must not refuse or fail to leave the premises if requested so to do by the Sub-Branch President or the senior member of the Committee present or the senior employee present;
  - (2) A Service member, Life member or Affiliate of the Sub-Branch who is requested to leave the Sub-Branch under Rule 15(a)(1) may, where suspension is necessary to maintain the proper conduct of the Sub-Branch and/or its facilities, be suspended as a result of a joint decision by the Sub- Branch President and at least one other member of the Sub-Branch Executive from all Sub-Branch facilities;
- (b) A suspension under the provisions of Rule 15(a)(2) shall not exceed 30 days.
- (c) If a Sub-Branch Committee has reason to believe that a Service member, Life member or Affiliate of the Sub-Branch may be guilty of conduct unbecoming a member, the Sub-Branch Committee may resolve to impose a penalty upon them. Any Sub-Branch

Committee member who has a material personal interest or any relationship which may lead to bias in considering whether the Sub-Branch member may be guilty of conduct unbecoming a member, must not be present while such resolution is being considered and must not have any input in the decision.

- (d) If the Committee of a Sub-Branch have reason to believe that a member may be guilty of conduct unbecoming a member it shall give not less than fourteen days notice in writing to that member of the date, time and place of its meeting at which it will consider whether or not they have been guilty of such conduct. Such notice shall be accompanied by a statement in which there shall be set out full and precise particulars of the conduct of the member which will be considered by the Committee.
- (e) Either prior to or at the meeting of the Committee the member concerned may request it to elaborate upon any of the particulars set forth in the said statement. Such a request shall be complied with by the Committee. The said member may put to the Committee at the meeting such facts as they may consider relevant and shall be given every opportunity to address it.
- (f) The Committee shall decide at the meeting whether the member has been guilty of conduct unbecoming a member. If it is satisfied they have been guilty of such conduct, it may resolve that they be placed on a warning to improve their conduct, or be reprimanded or suspended from membership of the Sub-Branch for a period not exceeding 3 months for a Service or Life member and twelve months for an Affiliate, or expulsion from the Sub-Branch for an Affiliate and a recommendation for the withdrawal of awards, save for accessing welfare or pension assistance, or it may resolve that the matter should be referred to the State Branch for its consideration. The Committee must consider any period of suspension already taken in accordance with Rule 15(b). If the Committee believes that the discipline it can impose is not sufficient the Committee may refer the matter to the State Branch Tribunal.
- (g) The substance and decision of the meeting shall be recorded in the minutes of the meeting. Written notices, submissions and other correspondence relevant to the meeting shall be certified within seven days after the meeting, by its chairman, after conferring with the other members of the Committee.
- (h) The Secretary of the Sub-Branch shall notify the member in writing of the Committee's decision and their right of appeal within fourteen days after the certification.
- (i) A member aggrieved by resolution of the Committee by which they were reprimanded or suspended from membership of the Sub-Branch for a period not exceeding 3 months for a Service or Life member and twelve months for an Affiliate or expelled from the Sub-Branch for an Affiliate, may appeal to the State Branch Tribunal by notice in writing

addressed to the Chief Executive Office of the Branch and lodged with the State Branch Tribunal.

- (j) An appeal shall be lodged together with the sum of \$400 within fourteen days after the date of notification in writing and thereupon the decision of the Committee shall be stayed, (unless otherwise ordered by the State Branch Tribunal) until the appeal is concluded, abandoned or discontinued. Upon application by the member, the State Branch Tribunal may waive lodgement of whole or part of the sum of \$400 if it considers it just to do so.
- (k) An appeal lodged pursuant to this Rule shall be accompanied by a statement in writing in which the member shall set out the aspect or aspects of the decision which gave rise to the appeal, the grounds of their appeal and the facts upon which they rely. An appeal should not be treated as valid unless it complies with this Rule.
- (l) Upon receipt of an appeal the Sub-Branch shall forthwith forward it to its State Branch:
  - (1) the appeal and accompanying statement;
  - (2) the sum of \$400;
  - (3) all its papers and documents concerning the member, particularly the notice and statement;
  - (4) a copy of its minutes relating to the matter giving rise to the appeal.
- (m) A State Branch Tribunal shall hear and determine an appeal pursuant to this Rule as soon as possible after receipt by the Chief Executive Officer of the Branch of the documents.
- (n) The Sub-Branch and the member concerned shall have a right of personally attending upon hearing of the appeal or any application to lift the stay by the State Branch Tribunal having given proper notice that they wish to do so. The State Branch Tribunal may dismiss the appeal, allow the appeal or substitute its own findings and shall make its decision based on the information presented at the hearing. The decision is final.
- (o) A resolution passed pursuant to this Rule whereby a member of a Sub-Branch is suspended or expelled from membership of that Sub-Branch shall not operate to otherwise affect the membership of that member save as otherwise provided in the National Bylaws.

## **15A. DISCIPLINARY PROCEDURE — SOCIAL MEMBERS**

- (a) A Social member of a Sub-Branch may be suspended or expelled from membership of the Sub-Branch by the Sub-Branch Committee under the following circumstances:

- (b) A member, who is drunk, violent or quarrelsome, must not refuse or fail to leave the premises if requested so to do by the Sub-Branch President or the senior member of the Committee present or the senior employee present.
- (c) A Social member of the Sub-Branch who is requested to leave the Sub-Branch under Rule 15A(b) may, where suspension is necessary to maintain the proper conduct of the Sub-Branch and/or its facilities, be suspended as a result of a joint decision by the Sub-Branch President and at least one other member of the Sub-Branch Executive from all Sub-Branch facilities.
- (d) A suspension under the provisions of Rule 15A(c) shall not exceed 30 days.
- (e) If the Committee of the Sub-Branch (the "Committee") has reason to believe that a Social member of the Sub-Branch, may be guilty of conduct unbecoming a member, it shall give not less than 14 days notice in writing to that member of the date, time and place of its meeting at which it will consider whether or not they have been guilty of such conduct.
- (f) The notice referred to in Rule 15A(e) shall be accompanied by a statement in which there shall be set out full and precise particulars of the conduct of the member, which will be considered by the Committee.
- (g) Either prior to or at the meeting of the Committee the member concerned may request it to elaborate upon any of the particulars set forth in the said statement. Such a request shall be complied with by the Committee. The said member may put to the Committee at the meeting such facts as they may consider relevant and shall be given every opportunity to address it.
- (h) The Committee shall decide at the meeting whether the Social member has been guilty of conduct unbecoming a member. If it is satisfied they have been guilty of such conduct, it may resolve that they be placed on a warning to improve their conduct or be reprimanded or be suspended from membership of the Sub-Branch not to exceed a period of twelve (12) months or expulsion from the Sub-Branch. Any Sub-Branch Committee member who has a material personal interest or any relationship which may lead to bias in considering whether the Sub-Branch member may be guilty of conduct unbecoming a member, must not be present while such resolution is being considered and must not have any input in the decision.
- (i) The substance and decision of the meeting referred in Rule 15A(h) shall be recorded in the minutes of the meeting. Written notices, submissions and other correspondence relevant to the matter shall be retained in a collected form for a period of at least twelve months. The minutes shall certified within seven days after the meeting by its Chairman, after conferring with the other members of the Committee.



- (j) The Secretary of the Sub-Branch shall notify the member in writing of the Committee's decision after the certification period referred to in Rule 15A(i).
- (k) The decision of the Committee shall be final.

## **15B. DISPUTES AND MEDIATION**

- (a) That in the event of a dispute, not being a disciplinary matter, between:

- A Member and their Sub-Branch or the State Branch;
- Sub-Branches; and
- A Sub-Branch and the State Branch;

The following procedures to attempt to resolve the dispute shall apply.

- (1) That all parties to the dispute shall within 14 days after the arising of the dispute meet together and attempt to resolve the dispute.
- (2) If the parties fail to meet, or to resolve the dispute, a meeting shall take place in the presence of a mediator.
- (3) In the event of a dispute between a Member and their Sub-Branch or the State Branch the mediator shall be the relevant State Executive Liaison member appointed by the Region in which the dispute has arisen, as such other person as the State President may decide. For disputes between Sub- Branches and a Sub-Branch and the State Branch the mediator shall be a Branch Officer appointed by the State President.
- (4) The mediator shall conduct the mediation and conciliation so as to give the parties a proper opportunity to be heard and to produce written submissions if they desire and to ensure that natural justice is accorded to the parties. The mediator shall not decide the dispute.
- (5) That the parties to the dispute must in good faith attempt to resolve the dispute by mediation and conciliation.
- (6) If the mediation process is unsuccessful the State Branch Tribunal shall hear and determine the dispute.
- (7) There is a right of appeal from the determination of the State Branch Tribunal to the National Tribunal (Service member and Life member only).

## **16 CESSATION OF MEMBERSHIP**

- (a) A member of the Sub-Branch ceases being a member of the Sub-Branch in the following circumstances:
  - (1) by giving notice in writing to the Secretary of the member's resignation; or
  - (2) if the person is suspended, for the term of the suspension; or
  - (3) if the person is expelled from the Sub-Branch or the Branch.
- (b) Should a person cease to be a member in accordance with sub-rule (a):
  - (1) if the person is also a Service or Life member ceases to be a member of the League or if an Affiliate, ceases to be an Affiliate of the Branch; and
  - (2) the Secretary must record in the register of members the date on which the member ceased to be a member.
- (c) A member (who is not a Life member or who has paid any life subscription), who does not pay their Annual Subscription by 30 April, ceases to be a member of the Sub-Branch and, if the person is also a Service member ceases to be a member of the League or if an Affiliate, ceases to be an Affiliate of the Branch.
- (d) A person who ceases to be a member:
  - (1) is not entitled to a refund of the annual subscription or the life subscription;
  - (2) is liable for all amounts owing by them to the Sub-Branch or the Branch; and
  - (3) is to return the League badge to the Secretary of the Sub-Branch.
- (e) Subject to Rule 16(f), a right, privilege, or obligation of a member:
  - (1) is not capable of being transferred or transmitted to another person; and
  - (2) terminates upon the person ceasing to be a member, whether by death, resignation or otherwise.
- (f) The obligations created by Rules 16(d)(3), 18(c), 18(d) and 18(f) do not cease if the person resigns or is removed as a member.

## **17 TRANSFER OF MEMBERSHIP**

- (a) A Service or a Life member or an Affiliate, who desires to transfer their membership to another Sub-Branch, may do so provided the provisions relating to transfer of a member in the Branch Rules are complied with.
- (b) A Service or a Life member or an Affiliate, who wishes to apply for a transfer to another Sub-Branch, must inform the Sub-Branch Secretary of their intention to transfer their membership to another Sub-Branch.

- (c) The committee of the gaining Sub-Branch or the State Branch may accept or reject the transfer of a member to their Sub-Branch.
- (d) A member may not transfer between Sub-Branches more than once in a twelve month period without the written approval of the Chief Executive Officer of the Branch.

## **18 RULES CONSTITUTE TERMS OF A CONTRACT**

- (a) These Rules constitute terms of a contract between the Sub-Branch and a member. A member agrees that by virtue of their membership of the Sub-Branch to be bound by these Rules, the National Constitution and the Branch Constitution.
- (b) A member must not:
  - (1) aid, abet, procure or induce a person to breach these Rules or the National Constitution or the Branch Constitution;
  - (2) in any way, directly or indirectly, be knowingly concerned in or a party to a breach of these Rules or the National Constitution or the Branch Constitution; or
  - (3) attempt to breach these Rules or the National Constitution or the Branch Constitution.
- (c) A past member must not:
  - (1) aid, abet, procure or induce a person to breach these Rules or the National Constitution or the Branch Constitution;
  - (2) in any way, directly or indirectly, be knowingly concerned in or a party to a breach of these Rules or the National Constitution or the Branch Constitution; or
  - (3) attempt to breach these Rules or the National Constitution or the Branch Constitution.
- (d) A member must do everything in their control to ensure that these Rules and the National Constitution and the Branch Constitution are not breached by a person.
- (e) A Branch Bylaw is binding on the Sub-Branch or a member to the same effect as these Rules.
- (f) A member or a past member must not use the League name or the League badge without the prior written approval of the Branch.

## **19 SUB-BRANCH COMMITTEE**

- (a) The Sub-Branch Committee:
  - (1) is to control and manage the business and affairs of the Sub-Branch;

- (2) may exercise all such powers and functions as may be exercised by the Sub-Branch other than those powers and functions exercised by the Sub-Branch in general meeting; and
  - (3) may perform all acts and things that appear to the Sub-Branch Committee to be essential for the proper management of the business and affairs of the Sub-Branch.
- (b) The members of the Sub-Branch Committee are:
- (1) the Sub-Branch Officers elected under Rule 20;
  - (2) three or more members of the Sub-Branch elected under Rule 20;
  - (3) the persons co-opted by the Sub-Branch Committee under Rule 19(d);
  - (4) a member of the Sub-Branch appointed under Rule 19(l); and
  - (5) a person appointed under Rule 19(f).
- (c) A Sub-Branch Officer is a member of the Sub-Branch elected or appointed to one or more of the following positions:
- (1) the president;
  - (2) an immediate past president (if applicable);
  - (3) senior vice president— League member (if more than one vice president);
  - (4) vice president — Affiliate (if resolved by the Committee to have such a position);
  - (5) a secretary; and
  - (6) a treasurer.
- The above Sub-Branch Officers are the Executive of the Sub-Branch.
- (d) The Sub-Branch Committee may co-opt up to three persons but a co-opted person is not entitled to a vote on the Sub-Branch Committee.
- (e) A member of the Sub-Branch Committee must not be:
- (1) a member of the Committee of another Sub-Branch [except if appointed under Rule 19(d)]; or
  - (2) an employee of the Sub-Branch (except if appointed under Rule 19(f)).
  - (3) a member of the Sub-Branch Committee may occupy only one Committee position at the one time.

- (f) The Sub-Branch Committee may resolve to appoint a Secretary on such terms and conditions as the Sub-Branch Committee from time to time determines, notwithstanding anything to the contrary contained in these Rules.
  - (1) A person so appointed must agree to be bound by these Rules, the Branch Constitution and the National Constitution before such appointment is confirmed.
  - (2) A person so appointed shall be entitled to retain their position as Secretary until the Sub-Branch Committee resolve otherwise.
- (g) A person appointed under Rule 19(f) shall not have the right to vote as a member of the Sub-Branch Committee, notwithstanding anything to the contrary contained in these Rules.
- (h) The Sub-Branch at its annual general meeting must appoint an auditor (if required in accordance with the Act) who must be a member of the Institute of Chartered Accountants or the Australian Society of Certified Practising Accountants or any body described in section 1280 of the Corporations Law and must be registered under section 1280 of the Corporations Law unless the State Executive approves otherwise.
- (i) A person ceases to be the immediate past president of the Sub-Branch after the annual general meeting of the Sub-Branch next following their retirement as the president, or upon the earlier retirement of their successor.
- (j) If the president of the Sub-Branch is absent or their office otherwise becomes vacant, the senior vice president (League member) assumes the office of the president. Save and except that prior to the senior vice president or the vice president or any other person (as the case may be) assuming the office of president they must provide to the Sub-Branch Secretary documentary proof of their service record and medal entitlement and until they have done so they cannot occupy the office of President.
- (k) If the Senior Vice President (League member) of the Sub-Branch, is absent or their office otherwise becomes vacant, the Vice President assumes the office of Senior Vice President (League). If a vice president (League member) of the Sub-Branch is absent or their office otherwise becomes vacant, the senior member (League) of the Sub-Branch Committee (by votes polled) assumes the office of a vice president. Save and except that prior to assuming the office of vice president they must provide to the Sub-Branch Secretary documentary proof of their service record and medal entitlement and until they has done so they cannot occupy the office of vice president.
- (l) If there is a vacancy other than the president or vice president (League member), the Sub-Branch Committee may appoint a member of the Sub-Branch to fill the vacancy.
- (m) The office of a member of the Sub-Branch Committee becomes vacant if they:

- (1) cease to be a member or Affiliate, of the Sub-Branch;
  - (2) become of unsound mind or a person who is, or whose estate is, liable to be dealt with under the law relating to mental health;
  - (3) become a bankrupt or insolvent or makes an arrangement or composition with their creditors;
  - (4) are convicted of a serious criminal offence and the Sub-Branch Committee does not within one month of that conviction resolve to confirm the appointment or election to the office of a member of the Sub-Branch Committee;
  - (5) resign by notice in writing to the Sub-Branch Committee;
  - (6) are absent for three consecutive meetings of the Sub-Branch Committee unless the Sub-Branch Committee resolves otherwise;
  - (7) move their principal place of residence outside Victoria, or if they are a member of a Sub-Branch which has members from both sides of the Victorian border, they move their principal place of residence outside Victoria and the bordering State;
  - (8) become an employee of the Sub-Branch [except if appointed under Rule 19(f)];
  - (9) is unable to be insured by the Sub-Branch with officers indemnity insurance for any reason; or
  - (10) are suspended or expelled from membership.
- (n) The secretary of the Sub-Branch must notify the Company Secretary of a change in the members of the Sub-Branch Committee within fourteen days of a change.
- (o) At the first meeting of a newly constituted Sub-Branch Committee, the Sub-Branch Committee must appoint, from within the Sub-Branch Committee or from the members of the Sub-Branch a person to one or more of the following positions:
- (1) a memorial custodian for the care of any local public memorial;
  - (2) a membership recruitment officer;
  - (3) a publicity officer;
  - (4) a welfare officer; and
  - (5) an appeals officer.
- (p) The responsibilities and obligations of the President of the Sub-Branch shall include:
- (1) shall be a member, ex-officio, of all Sub-Committees appointed or elected;
  - (2) when present shall preside at all General and Sub-Branch Committee meetings;

- (3) may call meetings of the various Sub-Committees as and when they consider the occasion requires;
  - (4) the Sub-Branch President shall at the meetings of the Sub-Branch, or of a Committee or Sub-Committee of the Sub-Branch, possess a vote and where voting is equal upon a question shall be entitled, when in the Chair, to a further or casting vote;
  - (5) ensure that the Sub-Branch discharges its responsibilities, in relation to the Objects of the League, particularly welfare, charitable and commemorative roles; and
  - (6) comply with all obligations and responsibilities required under the Act.
- (q) The duties of a treasurer of the Sub-Branch are, amongst other things to:
- (1) supervise the receipt and expenditure of all monies;
  - (2) examine regularly the bank or pass book, pay in slips, accounts, cash and other books of the Sub-Branch, and see that such documents, accounts, and books are properly kept, and that financial transactions of the Sub-Branch are conducted in a regular manner;
  - (3) prepare a report for the Sub-Branch Committee meeting in each month, showing the financial position of the Sub-Branch as disclosed by the documents, accounts, and books made available by the secretary;
  - (4) examine all accounts submitted for payment by the secretary, and certify to the correctness of the account for presentation to the committee where necessary;
  - (5) keep proper accounts by a method appropriate to the size of the Sub-Branch and to record all financial transactions;
  - (6) in conjunction with the auditor (if applicable) decide upon the system to be adopted by the secretary in the keeping of all books relating to the financial transactions of the Sub-Branch;
  - (7) preside over any Finance Committee that may be appointed, and advise the Sub-Branch Committee upon its financial position and transactions;
  - (8) be a signatory to cheques, or electronic funds transfer documents, drawn upon the accounts of the Sub-Branch;
  - (9) cause to be prepared for audit (if required in accordance with the Act) and submit audited (if applicable) report and accounts to the annual general meeting of the Sub-Branch, an annual Statement of receipts and expenditure, together with a

- balance sheet showing the assets and liabilities of the Sub-Branch at the balance date;
- (10) send audited (if required in accordance with the Act) financial Statements to the Branch by 30 April each year;
  - (11) if applicable, attend upon the auditor when required and explain anything the auditor may require respecting the accounts;
  - (12) prepare a monthly list of disbursements, and obtain approval of the Sub- Branch Committee at meeting for payment, except in a matter of urgency or necessity, and then by consultation with the secretary or the president to pre- pay such account and then have such payment endorsed by the Sub-Branch Committee at its next meeting;
  - (13) comply with all obligations and responsibilities required under the Act;
  - (14) receive all monies paid to or received by the Sub-Branch and issue receipts for those monies in the name of the Sub-Branch;
  - (15) ensure that all monies received are paid into the account of the Sub-Branch within five working days after receipt;
  - (16) make any payments authorized by the Committee or by General Meeting of the Sub-Branch from the Sub-Branch's funds;
  - (17) ensure cheques are signed by at least two Committee members;
  - (18) ensure that the financial records of the Sub-Branch are kept in accordance with the Act;
  - (19) coordinate and prepare the financial statements of the Sub-Branch and have them certified by the Committee prior to the submission to the Annual General Meeting of the Sub-Branch; and
  - (20) ensure that at least one other Committee member has access to the accounts and financial records of the Sub-Branch.
- (r) The duties of a secretary of the Sub-Branch are, amongst other things to:
- (1) attend all meetings of the Sub-Branch;
  - (2) record or cause to be recorded accurate minutes of the proceedings of meetings;
  - (3) when required, furnish the Sub-Branch, the Chief Executive Officer or their representative, with information from Sub-Branch records.
  - (4) prepare and sign all notices and other documents required by the Rules of the Branch or by the Bylaws and directions of the Sub-Branch;



- (5) give up to the president or to the Sub-Branch Committee, or to any authorised committee, when requested so to do, all documents, monies, property belonging to the Sub-Branch, and upon the Sub-Branch becoming defunct, and upon request, give up to the Chief Executive Officer or their representative, to hold on behalf of veterans' interests in the district, all documents, monies, property in their possession belonging to the late Sub- Branch, and deliver such documents, monies and property to the president, the Sub-Branch Committee, or to the Chief Executive Officer within twenty- four hours of receiving a notice so to do;
  - (6) prepare all returns and Statements required by the Branch, and forward same to the Company Secretary forthwith;
  - (7) at the commencement of each Sub-Branch meeting draw the chairperson's attention to the presence of any person not entitled to be present, and advise them of the requirement of a quorum;
  - (8) under the direction of the president or the Sub-Branch Committee, conduct all correspondence of the Sub-Branch;
  - (9) perform such other duties as the Sub-Branch Committee may from time to time require;
  - (10) be a signatory to cheques, or electronic funds transfer documents, drawn upon the accounts of the Sub-Branch;
  - (11) be the First Secretary for the purposes of the Act;
  - (12) keep custody of the common seal if applicable;
  - (13) comply with all obligations and responsibilities required under the Act;
  - (14) maintain the register of members in accordance with the Act;
  - (15) keep custody of all books, documents and securities of the Sub-Branch in accordance with the Act; and
  - (16) as required by the Act, provide members with access to the register of members, the minutes of General Meetings and other books and documents.
- (s) A paid employee of the Sub-Branch being a member of the Sub-Branch [except if appointed under Rule 19(f)] shall not be elected to, or after becoming a paid employee as aforesaid shall not remain on, the Committee of the Sub-Branch
- (t) That where a staff member of the Sub-Branch resigns, or is terminated for any reason, except if appointed under Rule 19(f), that staff member shall not be eligible to hold a position on the Committee of the Sub-Branch for a period of two years from the date of resignation or termination, save and except that this rule can be waived in relation to a

particular person who has previously been a staff member by the passing of a resolution by the Sub-Branch in General Meeting with such resolution receiving a vote of at least 75% of the members present and voting at the said meeting.

- (u) A social member of the Sub-Branch may not be elected to any executive position (that is, president, vice president/s, secretary and/or treasurer) on the Sub-Branch Committee (subject to the provisions of Rule 19(f)). Social members may not hold more than one position on the Committee of the Sub-Branch. A social member on the Committee of a Sub-Branch may only vote on matters relating to the operation of Sub-Branch facilities available to members of the Sub-Branch.
- (v)
  - (1) A member of the Sub-Branch Committee who has a financial or material interest in a contract or arrangement made or proposed to be made with the Sub-Branch must disclose this interest at the first Committee meeting at which the contract or arrangement is first considered.
  - (2) A member of the Sub-Branch Committee is not entitled to vote in respect of any contract or arrangement with the Sub-Branch in which the member has a financial or material interest and if the member does vote, the vote is not to be counted.
  - (3) A member of a Sub-Branch or the State Branch must not, whilst holding any Office in a Sub-Branch or the State Branch, provide a service for a fee or reward or advantage to any member of a Sub-Branch or the State Branch, for which a facility or service is provided for or available from a Sub-Branch or the State Branch for no fee.
- (w) The Sub-Branch Committee must meet at least four times in each year at the dates, times and places determined by the Sub-Branch Committee. The Committee must ensure that minutes are taken and kept of each Committee meeting. The minutes must record;
  - (1) members in attendance at the meeting;
  - (2) the business considered at the meeting;
  - (3) any resolution on which a vote is taken and the result of that vote;
  - (4) any material personal interest disclosed; and
  - (5) an action item list or table.
- (x) A meeting of the Sub-Branch Committee must be held in camera unless the Committee resolves otherwise.

- (y) The Sub-Branch Committee shall be responsible for deciding prices chargeable to the Members in the administration of the Sub-Branch and giving therein the necessary notices to members.
- (z) A vote of a member of the Committee is to be given personally.
- (aa)
  - (1) The Sub-Branch Committee shall appoint a House & Finance Sub-Committee from amongst the members of the Sub-Branch Committee.
  - (2) The Sub-Branch Committee shall have power to appoint from among the members such other Sub-Committees for such purposes it shall deem necessary and shall have full power to delegate thereto such power, as it deems appropriate.
  - (3) All Sub-Committees shall report in writing upon their proceedings at the next meeting of the Sub-Branch Committee. All such Sub-Committees shall be subordinate to the Sub-Branch Committee, which may allot, vary or amend the duties of such Sub-Committees. Each Sub-Committee shall appoint a Convenor, who shall convene meetings as may be directed by the Sub-Branch Committee or the president of the Sub-Branch. Each Sub-Committee shall keep a minute book containing a true record of all proceedings.
- (bb) The Sub-Branch Committee may act notwithstanding any vacancy on the Sub- Branch Committee.
- (cc)
  - (1) Any five members of the Sub-Branch Committee shall constitute a quorum for the transaction of the business of a meeting of the Sub-Branch Committee.
  - (2) No business shall be transacted at a Sub-Branch Committee meeting unless a quorum is present and if within half an hour of the time appointed for a Sub-Branch Committee meeting a quorum is not present the Sub-Branch Committee meeting shall stand adjourned to the same place and at the same hour of the same day in the following week.
- (dd) The position held by members of the Sub-Branch Committee elected or appointed under rule 19(b) are honorary positions, [except if appointed under rule 19(f)].
- (ee) The Sub-Branch Committee shall undertake such training, in relation to its responsibilities and duties, including Sub-Branch corporate governance, financial management matters, and their responsibility under the Liquor Control Reform Act and the Gambling Act, and as shall be directed by the State Executive from time to time.

## **19A DUTIES OF THE SUB-BRANCH COMMITTEE**

- (a) The members of the Sub-Branch Committee must not knowingly or recklessly make improper use of information acquired by virtue of holding that office:
  - (1) to gain advantage for themselves or any other person; or
  - (2) to cause detriment to the Sub-Branch.
- (b) The members of the Sub-Branch Committee must not knowingly or recklessly make improper use of that office:
  - (1) to gain advantage for themselves or any other person; or
  - (2) to cause detriment to the Sub-Branch.
- (c) The members of the Sub-Branch Committee must exercise their powers and discharge their duties with the degree of care and diligence that a reasonable person would if that person:
  - (1) were an officeholder of the Sub-Branch in the circumstances applying at the time of the exercise of the power or the discharge of the duty; and
  - (2) occupied the office held by, and had the same responsibilities within the Sub-Branch as, the officeholder.
- (d) The members of the Sub-Branch Committee must make any decision to take or not take action in respect of a matter relevant to the operations of the Sub-Branch:
  - (1) in good faith for a proper purpose; and
  - (2) without a material personal interest in the subject matter; and
  - (3) after informing themselves about the subject matter to the extent that it is believed appropriate; and
  - (4) in the rational belief that the best interests of the Sub-Branch have been considered.
- (e) The members of the Sub-Branch Committee must exercise their powers and discharge their duties:
  - (1) in good faith and in the best interest of the Sub-Branch; and
  - (2) for a proper purpose.

**20 ELECTIONS OF THE SUB-BRANCH COMMITTEE (SEE BRANCH BYLAW  
23 FOR VOTING DETAIL)**

(a)

- (1) Positions on the Sub-Branch Committee become vacant at the Annual General Meeting of the Sub-Branch as provided for in Rule 20(a)(2), except any person appointed by the Sub-Branch Committee under Rule 19(f) who shall be entitled to retain their position until the Sub-Branch Committee resolve otherwise.
- (2) That the members of the Sub-Branch Committee shall be elected for a term of two years, save and except that, a Sub-Branch by resolution of the members, may apply to the State Executive for authority to continue one year terms of office, for all Committee positions.
  - a. Persons co-opted under Rule 19(d) shall be appointed for a term not exceeding the term of office for the Committee as provided for in Rule 20(a)(2).
  - b. If a casual vacancy occurs in any committee position the person appointed to fill that position shall hold that office for the term set down for the particular office or position.
- (3) The members of the Sub-Branch Committee shall be elected for a term as provided for in Rule 20(a)(2) by members of a class of membership that constitutes not less than 60% of the total membership of the Sub-Branch, [excluding temporary or honorary members and persons who are members by reason only of reciprocal arrangements with another club or persons whose rights as members are limited to rights as social members (hereinafter in this sub-clause (a) referred to as "the excluded members")]. In the event that the number of members of the Sub-Branch entitled to vote for the election of the Sub-Branch Committee is below 60% of the total membership of the Sub-Branch (excluding the excluded members) then all Associate members of the Sub-Branch (excluding the excluded members) shall be entitled to vote for the election of the Sub-Branch Committee.

(b)

- (1) At least six (6) weeks prior to the date of the proposed Sub-Branch Annual General Meeting, the Committee of the Sub-Branch may resolve to select from the Service and Life Members and Affiliates of the Sub-Branch or from other persons who shall within one (1) month of the nomination and prior to the Annual General Meeting become members of the Sub-Branch in the class of

Service Member or Affiliate, up to three (3) persons who at the time of the selection shall not be members of the Committee, to serve on the incoming Committee of the Sub-Branch to be installed after the Annual General Meeting.

- (2) The outgoing Committee shall designate the positions that the selected persons shall hold on the Committee being any of the Secretary, Treasurer, or Committee member.
  - (3) Subject to the consent in writing of each of the selected persons, the Sub-Branch Committee shall nominate and recommend to the Annual General Meeting that the selected persons be elected to the incoming Committee and to the position on the Committee or as office bearer as decided by the outgoing Sub-Branch Committee. There shall, at the Annual General Meeting, be no other election for such Sub-Branch Committee positions.
  - (4) In the event of the Annual General Meeting not electing a person that has been nominated by the Sub-Branch Committee pursuant to this clause, the Sub-Branch Committee shall be able to fill that vacancy as a casual vacancy pursuant to clause 19(l) of these Rules. The person so appointed shall hold office until the next Annual General Meeting; save that a person during that year has nominated to the Annual General Meeting for appointment pursuant to this Rule and not elected by the Annual General Meeting shall not be eligible to be appointed to the casual vacancy.
  - (5) Further to the above, the Committee may resolve to recommend any of the selected person(s) to the Annual General Meeting in subsequent years, but in each year after the first term the Committee must advise the Members of their intention to do so, prior to the date of the closure of nominations for the particular office for Committee. This advice will indicate that if there are other eligible Members who wish to nominate for that Sub-Branch Committee position, and have the skills to fill that position, then a ballot for that position will be conducted. In the absence of any other such eligible and suitable candidates, the Committee nominee shall be duly elected vide Rule 20(j).
- (c) Subject to Rule 20(b), the Sub-Branch Committee must, at least six weeks prior to its annual general meeting determine the manner in which an election (and if necessary, the conduct of a ballot) is to be held.
  - (d) Subject to clauses 20(e), 20(p)(4) and 10.6(d)(1), a Service member, Life member or an Affiliate, of the Sub-Branch, may nominate or be nominated for one or more positions on the Sub-Branch Committee.

- (e) A Life, Service or Affiliate member who has been suspended by or from:
- (1) the Sub-Branch or the League by the Sub-Branch Committee or the State Branch or National Tribunal; or
  - (2) the Sub-Branch by the Sub-Branch management under the provisions of the Liquor Licensing Act and Regulations,
- since the previous Sub-Branch AGM shall not be eligible to nominate for the Sub-Branch Committee for a period of 12 months following the completion of the suspension.
- (f) That a member nominating for Sub-Branch Officer (Executive) of a Licensed Sub-Branch, holding a license pursuant to the provisions of the Liquor Control Reform Act, must have served at least 1 year on a Sub-Branch Committee at any time within the past five years, save and except:
- (1) that at the request of the Sub-Branch Committee, the State Executive may waive this rule in relation to a particular person where it has been shown to be in the best interests of the Sub-Branch to do so;
  - (2) persons nominated pursuant to Rule 20(b).
- (g) If the number of nominations for a position on the Sub-Branch Committee exceeds the number to be elected to that position, there is to be an election by secret ballot or a show of hands, as decided by the Sub-Branch Committee under Rule 20(c).
- (h) If a member is elected to a position on the Sub-Branch Committee, any other nominations the member has, lapses.
- (i)
- (1) For the purposes of conducting the ballot, a returning officer and not less than two scrutineers are to be appointed by the Sub-Branch Committee from among the Service or Life members or Affiliates.
  - (2) The ballot shall be conducted in the following descending order:  
President;  
Senior Vice President - League member  
[if more than one vice president];  
Vice President - League member;  
Vice President - Affiliate;  
Secretary [except if appointed by the Sub-Branch  
Committee under Rule 19(f)];  
Treasurer;

Committeeman [the senior of whom shall be the member polling the most votes, or if no vote is necessary, then a method as determined by the meeting]

- (3) If there is a tied vote, the name drawn from a hat by the returning officer in the presence of the scrutineers, is the person elected.
  - (4) If for any reason, the Sub-Branch Committee resolves that they are unable to appoint a returning officer then they shall apply in writing to the State Executive for a League member to be appointed. The State Executive will then appoint a League member to be the returning officer.
  - (5) The returning officer of the Sub-Branch must not be an employee of the Sub-Branch or a candidate for Committee or office.
- (j) If the number of nominations for a position on the Sub-Branch Committee does not exceed the number to be elected to that position, the nominees are duly elected to the position.
  - (k) The secretary of the Sub-Branch must notify the Company Secretary within fourteen days of the meeting that appointed or elected the Sub-Branch Committee the members of that Sub-Branch Committee.
  - (l) Subject to the provisions of these Rules a Social member may be elected to the Committee of the Sub-Branch but not an executive position. A Service member, Life member, Affiliate or social member of a Sub-Branch may nominate a social member for election to the Sub-Branch Committee other than an executive position.
  - (m) A social member of the Sub-Branch is not entitled to vote on any matter other than in respect of the election of a social member to the Committee of the Sub-Branch.
  - (n) Canvassing is not permitted for any elected position in the Sub-Branch, subject to Branch Rule 4.9.
  - (o)
    - (1) Any officer or member of the Committee of the Sub-Branch may be deposed upon a resolution carried at a specially summoned General Meeting of the Sub-Branch convened by the president for the expressed purpose of considering the deposition, and of which at least fourteen (14) days notice shall be given to all members (excluding honorary members) of the Sub-Branch at the address shown in the Sub-Branch register. The notice is to state the time and place of such meeting and the nature of the business to be transacted at that meeting.



- (2) The meeting deposing the officer or member of the Committee shall forthwith proceed to elect a member to fill the vacancy created. Such casual vacancy shall hold office until the next Annual General Meeting.

(p)

- (1) At the meeting referred to in Rule 20(b) the Committee shall determine whether the elections are to be formal nominations or nominations from the floor at the Annual General Meeting
- (2) Nominations, whether formal or from the floor, of persons who are not Life members or life subscribers, who have not paid the annual subscriptions for the current year, must be rejected [see Rule 11A(b)].
- (3) Formal nominations shall be in accordance with the following Rules 20(p)(4) to 20(p)(8).
- (4) Nominations for Committee shall be in writing, contain the name and address of the nominated member, be signed by at least two (2) members entitled to vote and shall be delivered to the returning officer at least fourteen (14) days before the date fixed for the Annual General Meeting, or the date of the election (ballot) if held separately, and shall be posted on the notice board by noon on the day following receipt of each such nomination.
- (5) The name of any person proposed for election as a member of the Sub-Branch Committee shall be displayed in a conspicuous place in the Sub-Branch premises for not less than one (1) week before the date of the election.
- (6) The nomination form for election and the record of the Sub-Branch Officers and Committee shall be in accordance with Branch requirements.
- (7) Any withdrawal of a nomination by a candidate shall be in writing and submitted to the returning officer and shall be posted on the notice board by the returning officer at the earliest opportunity.
- (8) Notwithstanding other provisions in these Rules, a candidate for the office of Sub-Branch President or Senior Vice President (League member) or Vice President (League member) must provide to the Sub-Branch Secretary and the Returning Officer documentary proof of their service record and medal entitlement and until they have done so the Returning Officer must reject the nomination. If after the date and time of the close of nominations the required proof has not been provided then the nomination lapses.

## **21 MEETINGS OF THE SUB-BRANCH**

The Committee must ensure that minutes are taken and kept of each meeting of the Sub- Branch. The minutes must record:

- (a) the name of the members in attendance at the meeting,
- (b) the business considered at the meeting,
- (c) any resolution on which a vote is taken and the result of that vote,
- (d) the financial statements submitted to the members including the certification that the financial statements are true and fair, and
- (e) if applicable, any auditor's accounts and auditor's report.

### **21A ANNUAL GENERAL MEETING**

- (a) The Sub-Branch must hold an Annual General Meeting (AGM), which is the governing body of the Sub-Branch, before the end of April each year on such date, time and place as the Committee of the Sub-Branch shall determine. Notice of the annual general meeting is to be provided to all members (excluding honorary members) of the Sub-Branch in accordance with Rule 12.
- (b) At the annual general meeting of the Sub-Branch:
  - (1) the president of the Sub-Branch must present their report on the Sub-Branch for the preceding year.
  - (2) the treasurer of the Sub-Branch must submit the audited (if required in accordance with the Act) financial statements of the Sub-Branch, in accordance with Part 7 of the Act, for the preceding year.
  - (3) the Sub-Branch Committee are to be elected or the returning officer declare the results of an election previously conducted in a manner determined by the Sub-Branch under the provision of Rule 20(b).
  - (4) the auditor (if applicable) of the Sub-Branch is to be appointed.
  - (5) other business of which notice has been given or which the chairperson deems important is to be dealt with.
  - (6) the returning officer of the Sub-Branch must not be a candidate for office or Committee for which an election is necessary.
- (c)
  - (1) Until otherwise determined by the Sub-Branch, the quorum for the annual general meeting shall comprise those Service and Life members and Affiliates present at

the appointed time for any meeting, subject to the proviso that the number of Service and Life members (who are not Sub-Branch officers or Committee persons) present exceeds the number of Sub-Branch officers and Committee members present.

- (2) If within half an hour after the appointed time for the commencement of the annual general meeting a quorum is not present, the chairperson must adjourn the annual general meeting to a date not less than twenty one (21) days from the original meeting and to a time and place as the chairperson decides and if at the adjourned meeting the quorum is not present within half an hour after the appointed time for the commencement of the annual general meeting the Service and Life members present are the quorum.
- (3) The Sub-Branch Secretary must give written notice to all members (excluding honorary members) of the Sub-Branch of the adjourned annual general meeting at least fourteen (14) days before the adjourned annual general meeting.

(d)

- (1) The president of the Sub-Branch is to be the chairperson of the annual general meeting but if the Sub-Branch president is not present within fifteen
- (2) (15) minutes after the time appointed for the commencement of the annual General meeting, or is unwilling or unable to act as the chairperson, the Sub-Branch senior vice-president, is to be the chairperson of the annual general meeting.
- (3) If the Sub-Branch senior vice president is not present within fifteen (15) minutes after the time appointed for the commencement of the annual general meeting, or is unwilling or unable to act as the chairperson of the annual general meeting, the Service and Life members of the Sub-Branch present shall elect one of their number to preside as chairperson of the meeting.

(e)

- (1) The only business to be transacted at the annual general meeting is that included on the agenda, unless the chairperson decides that it is in the interests of the Sub-Branch that business not included on the agenda be transacted.
- (2) The annual general meeting shall determine if an honorarium is to be paid in the following financial year to Sub-Branch officers and if so the amount to be paid.

(f) A quorum must be present at the annual general meeting before any business is to be transacted except for the election of a chairperson and the adjournment of the annual general meeting under Rule 21A(c)(2).

- (g) A question arising at the annual general meeting is to be decided by a majority unless otherwise required by the Act, the National Constitution or the Branch Constitution or these Rules.
- (h) Save for the election of the Sub-Branch Committee which shall be conducted in accordance with Rule 20(b) and 20(f), a question arising at an annual general meeting is to be determined on a show of hands and unless before or on the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect is made in the minute book, that entry is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (i) At an annual general meeting of the Sub-Branch a member of the Sub-Branch entitled to vote under these Rules has one vote only. A member of the Sub-Branch entitled to vote at an annual general meeting may only vote in person, by postal or absentee voting, as determined by the Committee under Rule 20(b). Proxy voting is not permitted.
- (j) In the case of an equality of voting on a question, the chairperson is entitled to exercise a casting vote.
- (k) A poll at an annual general meeting may be demanded by no less than five members of the Sub-Branch entitled to vote at the annual general meeting.
- (l) If a poll on any question is demanded, it is to be taken at that meeting in such manner as the chairperson directs and the resolution of the poll is to be deemed to be a resolution of the annual general meeting on that question.
- (m) If a poll is demanded on the election of a chairperson or on a question of an adjournment under Rule 21A(c)(2) it is to be taken immediately.
- (n) A poll that is demanded on any other question is to be taken at such time before the close of the annual general meeting as the chairperson directs.
- (o) Subject to Rule 11A(b), a member of the Sub-Branch is not entitled to vote at the annual general meeting unless all moneys due and payable by the member to the Sub-Branch have been paid.

## **21B ORDINARY GENERAL MEETINGS**

- (a) The Sub-Branch Committee shall, subject to Rule 12, convene not less than one ordinary general meeting (OGM) of the members [excluding honorary members] of the Sub-Branch between Annual General Meetings.

- (b) One such ordinary general meeting shall be held within sixty days immediately preceding the Annual Conference under the Branch Constitution to:
- (1) Determine the votes of the Sub-Branch for Branch Officers.
  - (2) Instruct the Sub-Branch delegates to the Annual Conference on how to vote on matters listed in the Agenda for the Annual Conference.
- (c)
- (1) Until otherwise determined by the Sub-Branch, the quorum for an ordinary general meeting shall comprise those Service and Life members and Affiliates present at the appointed time for any meeting, subject to the proviso that the number of Service and Life members (who are not Sub-Branch Officers or Committee persons) present exceeds the number of Sub-Branch Officers and Committee members present.
  - (2) If within half an hour after the appointed time for the commencement of the ordinary general meeting a quorum is not present, the chairperson must adjourn the ordinary general meeting to a date not less than twenty one (21) days from the original meeting and to a time and place as the chairperson decides and if at the adjourned meeting the quorum is not present within half an hour after the appointed time for the commencement of the ordinary general meeting the Service and Life members present are the quorum.
  - (3) The Sub-Branch Secretary must give written notice to all members of the Sub-Branch of the adjourned ordinary general meeting at least fourteen (14) days before the adjourned ordinary general meeting.
- (d)
- (1) The president of the Sub-Branch is to be the chairperson of the ordinary general meeting but if the Sub-Branch President is not present within fifteen (15) minutes after the time appointed for the commencement of the ordinary general meeting, or is unwilling or unable to act as the chairperson, the Sub-Branch senior vice-president, is to be the chairperson of the ordinary general meeting.
  - (2) If the Sub-Branch senior vice president is not present within fifteen (15) minutes after the time appointed for the commencement of the ordinary general meeting, or is unwilling or unable to act as the chairperson of the ordinary general meeting, the Service and Life members of the Sub-Branch present shall elect one of their number to preside as chairperson of the meeting.

- (e) The only business to be transacted at the ordinary general meeting is that included on the agenda, unless the meeting resolves that it is in the interest of the Sub-Branch that the business not included on the agenda be transacted.
- (f) A quorum must be present at an ordinary general meeting before any business is to be transacted except for the election of a chairperson and the adjournment of the ordinary general meeting under Rule 21B(c)(2).
- (g) A question arising at the ordinary general meeting is to be decided by a majority unless otherwise required by the Act, the National Constitution or the Branch Constitution or these Rules.
- (h) A question arising at an ordinary general meeting is to be determined on a show of hands and unless before or on the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect is made in the minute book, that entry is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (i) At an ordinary general meeting of the Sub-Branch a member of the Sub-Branch entitled to vote under these Rules has one vote only. A member of the Sub-Branch entitled to vote at an ordinary general meeting may only vote in person. Proxy voting is not permitted.
- (j) In the case of an equality of voting on a question, the chairperson is entitled to exercise a casting vote.
- (k) A poll at an ordinary general meeting may be demanded by no less than five members of the Sub-Branch entitled to vote at the ordinary general meeting.
- (l) If a poll on any question is demanded, it is to be taken at that meeting in such manner as the chairperson directs and the resolution of the poll is to be deemed to be a resolution of the ordinary general meeting on that question.
- (m) If a poll is demanded on the election of a chairperson or on a question of an adjournment under Rule 21B(c)(2) it is to be taken immediately.
- (n) A poll that is demanded on any other question is to be taken at such time before the close of the ordinary general meeting as the chairperson directs.
- (o) Subject to Rule 11A(b), a member of the Sub-Branch is not entitled to vote at an ordinary general meeting unless all moneys due and payable by the member to the Sub-Branch have been paid.

## **21C EXTRAORDINARY GENERAL MEETINGS**

- (a) Subject to the provisions of Rule 21C(t), the Sub-Branch Committee must, on the written request of ten per cent of the Service and Life members of the Sub-Branch, convene an extraordinary general meeting.
- (b) The request under Rule 21C(a) must state the business for which the extraordinary general meeting is required.
- (c) The extraordinary general meeting shall be called within thirty days from the receipt of the request, such meeting to be held within forty-nine days of the date of the receipt of the request.
- (d) If the Sub-Branch Committee does not convene an extraordinary general meeting pursuant to Rule 21C(a) in the time required under Rule 21C(c), the extraordinary general meeting may be convened by the members who had made the request under Rule 21C(a).
- (e) The Sub-Branch Committee or, if proceeding under Rule 21C(d), the requesting members, must serve on the members (excluding honorary members) of the Sub-Branch a notice of the extraordinary general meeting together with details of the business to be transacted at least seven (7) days before the extraordinary general meeting.
- (f)
  - (1) Except for a meeting convened under Rule 21C(t), the quorum for an extraordinary general meeting shall comprise those Service and Life members and Affiliates present at the appointed time for the meeting, subject to the proviso that the number of Service and Life members (who are not Sub-Branch officers or Committee persons) present exceeds the number of Sub-Branch officers and Committee members present.
  - (2) If within half an hour after the appointed time for the commencement of the extraordinary general meeting a quorum is not present the meeting, if convened upon the requisition of members, shall be dissolved.
  - (3) If within half an hour after the appointed time for the commencement of the extraordinary general meeting a quorum is not present the meeting, if convened by the State Executive, shall be adjourned by the chairperson to a date not less than twenty-one days from the original meeting and to a time and place as the chairperson decides and if at the adjourned meeting the quorum is not present within half an hour after the appointed time for the commencement of the

Extraordinary general meeting the Service and Life members present are the quorum.

- (4) The Secretary of the Sub-Branch must give written notice to all members (excluding Community and honorary members) of the Sub-Branch of the adjourned extraordinary general meeting at least seven days before the adjourned extraordinary general meeting.
- (g) Subject to Rule 21C(v) hereof:
- (1) The president of the Sub-Branch is to be the chairperson of the extraordinary general meeting but if the Sub-Branch president is not present within fifteen minutes after the time appointed for the commencement of the extraordinary general meeting, or is unwilling or unable to act as the chairperson, the Sub-Branch senior vice-president, is to be the chairperson of the extraordinary general meeting.
  - (2) If the Sub-Branch senior vice president is not present within fifteen minutes after the time appointed for the commencement of the extraordinary general meeting, or is unwilling or unable to act as the chairperson of the extraordinary general meeting, the Service and Life members of the Sub- Branch present shall elect one of their number to preside as chairperson of the meeting.
- (h) The only business to be transacted at the extraordinary general meeting is that included on the agenda.
- (i) A quorum must be present at the extraordinary general meeting before any business is to be transacted except for the election of a chairperson and the adjournment of the extraordinary general meeting under Rule 21C(f)(3).
- (j) A question arising at the extraordinary general meeting is to be decided by a majority unless otherwise required by the Act, the National Constitution or the Branch Constitution or these Rules.
- (k) A question arising at an extraordinary general meeting is to be determined on a show of hands and unless before or on the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost and an entry to that effect is made in the minute book, that entry is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (l) At an extraordinary general meeting of the Sub-Branch a member of the Sub-Branch entitled to vote under these Rules has one vote only. A member of the Sub-Branch



entitled to vote at an extraordinary general meeting may only vote in person. Proxy voting is not permitted.

- (m) Except for an extraordinary general meeting convened under Rule 21C(t), in the case of an equality of votes the chairperson of the meeting is entitled to exercise a casting vote.
- (n) A poll at an extraordinary general meeting may be demanded by no less than five members of the Sub-Branch entitled to vote at the extraordinary general meeting.
- (o) If a poll on any question is demanded, it is to be taken at that meeting in such manner as the chairperson directs and the resolution of the poll is to be deemed to be a resolution of the extraordinary general meeting on that question.
- (p) If a poll is demanded on the election of a chairperson or on a question of an adjournment under Rule 21C(f)(3) it is to be taken immediately.
- (q) A poll that is demanded on any other question is to be taken at such time before the close of the extraordinary general meeting as the chairperson directs.
- (r) Subject to Rule 11A(b), a member of the Sub-Branch is not entitled to vote at an extraordinary general meeting unless all moneys due and payable by the member to the Sub-Branch have been paid.
- (s) Unless called by the State Executive under Rule 21C(t), there shall only be one extraordinary general meeting of the Sub-Branch in any one calendar year. Should circumstances prevail that members require an additional extraordinary general meeting, the request referred to in Rule 21C(a) shall be directed to the Chief Executive Officer who shall refer the matter to the State Branch Tribunal, which shall provide a written report and recommendation to the State Executive within forty-nine days of receipt of the request.
- (t) The State Executive may:
  - (1) convene an extraordinary general meeting of a Sub-Branch, either as a result of the deliberations of the State Branch Tribunal under Rule 21C(s) or of its own volition; and
  - (2) determine the quorum of the extraordinary general meeting.
- (u) When the State Executive convenes an extraordinary general meeting of the Sub-Branch the State Executive shall appoint a person to chair the meeting.
- (v) The State Executive must serve a notice on the members (excluding honorary members) of the Sub-Branch of the extraordinary general meeting convened under Rule

21C(t) together with the business to be transacted at least seven (7) days before the extraordinary general meeting.

- (w) At the Sub-Branch extraordinary general meeting, however convened, a State officer, the Chief Executive Officer or representative appointed by resolution of the State Executive, shall have the right to attend and speak at the meeting.

## **22 SUSPENSION OR DISSOLUTION OF THE SUB-BRANCH**

- (a) If the Sub-Branch contravenes or fails to observe or perform any of the provisions of the National Constitution, fails to be bound by or promote the standing policy of the League or has been guilty of conduct prejudicial to the interests of the League, the Branch may deal with the matter in accordance with National Bylaw 8.
- (b) The provisions contained in National Bylaw 8 apply, mutatis mutandis, if the Sub- Branch contravenes or fails to observe or perform any of the provisions of these Rules or has been guilty of conduct prejudicial to the interest of the Branch.
- (c) If the charter of the Sub-Branch is suspended, the State Executive is to control the affairs of the Sub-Branch.
- (d) If the Sub-Branch is dissolved, wound up or its charter is withdrawn by the Branch, the Sub-Branch property shall be dealt with in accordance with Rule 35(e).

## **23 SIGNING OF CHEQUES & ELECTRONIC FUNDS TRANSFER**

- (a) A cheque, or an Electronic Funds transfer, drawn on an account of the Sub-Branch is to be signed by any two executive members of the Committee; duly minuted as signatories by the Sub-Branch Committee. The Committee may also resolve to nominate the Manager (if appointed) to be a signatory, provided that where accounts are administered under the Veterans Act 2005 (VIC) the signatories must comply with the Act.

The procedure for urgent electronic funds transfers where no signatories are available shall be determined by the Sub-Branch Committee. All Electronic Funds transfers are to be presented by the Treasurer at the next Sub-Branch Committee Meeting.

## **24 SUB-BRANCH BOOKS**

- (a) Except as otherwise provided in these Rules, the secretary or the secretary/treasurer of the Sub-Branch is to keep in their custody or under their control all the books, accounts,

minutes books, statutory registers kept under any law (if any), records and securities maintained by the Sub-Branch.

- (b) The Sub-Branch must, if required by the Branch, produce for inspection all books, accounts, minutes books, statutory registers kept under any law (if any), records and securities and supply such returns and other information as the Branch may from time to time require.
- (c) Subject to the Act, any member may have access to the minutes of General Meetings and the register of members. A member must not make improper use of information about a person obtained from the register of members and access to personal information of a person recorded in the register of members may be restricted by the Committee.
- (d) Those funds generated by, or for a Sub-Committee of the Sub-Branch, a Sporting Section or a Subsidiary Association or Section (as defined in Branch Rules Part 16), remain under the control of the President and members of the Sub-Branch Committee.

## **25 ACCOUNTS OF THE SUB-BRANCH**

The audited (if applicable) accounts of the Sub-Branch must be provided to the Branch by 30 April each year.

## **26 MONEY RECEIVED**

All money raised, collected or otherwise received by any person or persons where the name of the Sub-Branch is used or inferred must be paid into the Sub-Branch bank account and a receipt issued.

## **27 COMMUNICATIONS WITH GOVERNMENTS, THE LEAGUE AND BRANCHES**

A League matter raised by the Sub-Branch or a member of the Sub-Branch for the attention of any Government of the Commonwealth, State or Territory, the League or any of its Officers or the Branch or any other State Branch, must be directed through the Chief Executive Officer, unless otherwise approved in writing by the State Executive.

## **28 NO AMALGAMATION**

The Sub-Branch must not amalgamate with any other body, including another Sub-Branch, without the prior written approval of the State Executive.

## **29 SALE OF REAL SUB-BRANCH PROPERTY AND CREATION OF SECURITY INTERESTS**

- (a) The Sub-Branch is not authorised and must not supply or offer to supply or permit a person to supply or offer to supply Sub-Branch real property without the prior written authorisation of the State Executive.
- (b) The Sub-Branch is not authorised and must not lease or offer to lease or permit a person to lease or offer to lease Sub-Branch real property with an option to supply or acquire the Sub-Branch property without the prior written authorisation of the State Executive.
- (c) The Sub-Branch is not authorised and must not create any security interest whatsoever or permit a person to create any security interest whatsoever over Sub-Branch property without the prior written authorisation of the State Executive.
- (d) The request for authorisation under Rule 29(a), (b) or (c) must include details of the Sub-Branch property and evidence of the Market Value and/or Market Rental of the Sub-Branch property.
- (e) A Sub-Branch is not authorised and must not raise a secured loan from any source without the prior written authorisation of the State Executive, which shall not be unreasonably withheld.

## **30 SUB-BRANCH MILITARY MEMORABILIA**

A Sub-Branch must not dispose of any military and historical memorabilia it has in its possession or power without the prior written approval of the State Executive.

## **31 APPOINTMENT OF A NOMINEE**

The Nominee (being a nominee appointed under Section 54 of the Liquor Control Reform Act) shall have power to appoint Sub-Branch stewards and any further bar staff as required and arrange salaries and duties and conditions of employment. All instructions relative to the sale of liquor and staff shall be given by the Nominee. Any other bar staff shall receive instructions from the Nominee.

In the absence of the secretary, any nominee, senior Steward, officers or a committee member from the Sub-Branch, the steward on duty will be in charge of the discipline of the Sub-Branch.

## **32 BYLAWS**

- (a) The Sub-Branch may draw up Sub-Branch Bylaws for its administrative activities. The Sub-Branch Bylaws must not be inconsistent with the National Constitution, the Branch

Constitution or these Rules. Insofar as the Sub-Branch Bylaws are inconsistent with the National Constitution or the Branch Constitution or these Rules they are invalid.

- (b) The Sub-Branch Bylaws are to be submitted to the Branch for approval and are not operative until approved in writing by the State Executive.

### **33 LICENSING REQUIREMENTS (ADDITIONAL)**

- (a) No liquor shall be sold or supplied to any person unless it is in accordance with applicable laws (including but not limited to *Liquor Control Reform Act 1998* and/or other Statute and/or Regulation) and as provided by By-Law 33(f).
- (b) A visitor shall not be supplied with liquor in the Sub-Branch premises unless the visitor is:
  - (1) a guest in the company of a member of the Club; or
  - (2) at a particular function or occasion in respect of which a limited licence has been granted under the provisions of Section 26 of the Liquor Control Reform Act.
- (c) No person under eighteen (18) years of age shall be employed in the Sub-Branch.
- (d) No payment or part payment of any Secretary, Manager or other Officer or Servant of the Sub-Branch shall be made by way of commission or allowance from or upon the receipts of the Sub-Branch for the sale and disposal of liquor.
- (e) No liquor shall be sold or supplied for consumption elsewhere than on the Sub- Branch premises unless the licence under the Liquor Control Reform Act authorises the sale of liquor for consumption off the Sub-Branch premises. Any liquor so sold must be removed from the premises of the Sub-Branch by the Member purchasing same.
- (f) No member, visitor shall be served with liquor except in accordance with the Club Licence held by the Sub-Branch under the Liquor Control Act or in accordance with any Extended Hours Permit held in conjunction therewith.
- (g) No member or other person shall on the Sub-Branch premises bet or offer to bet, whether by way of gaming, wagering, cards or dice, or on the result of any race, game, sport or exercise, or in any other manner whatsoever, nor commit any other breach of the Gambling Regulation Act 2003 (Vic), unless so authorised by a Statute or Regulation.
- (h) No person shall receive a greater profit, benefit or advantage from the Sub-Branch than that received by every Member thereof other than a remuneration or honorarium as approved by the Members for work done by the Secretary, Treasurer or other Officer of the Sub-Branch or salary or wages paid to employees.

- (i) The Sub-Branch may, with the authority of the Committee make application from time to time:
  - (1) for a Limited Licence to authorise the sale and disposal of liquor on occasions or in locations not authorised by the Club Licence;
  - (2) for an Extended Hours Permit to authorise the sale and disposal of liquor within the premises of the Sub-Branch at times to which the hours authorised by the Club Licence do not ordinarily extend.
- (j) Notwithstanding any provisions to the contrary contained in these Rules while and as long as the Sub-Branch is the holder of a Club Licence under the Liquor Control Reform Act:
  - (1) the facilities of the Sub-Branch shall be provided and maintained from the joint funds of the Sub-Branch; and
  - (2) except as otherwise permitted under the Liquor Control Reform Act no person shall be entitled to receive nor shall receive a greater profit, benefit or advantage from the Sub-Branch than that to which any member is entitled or receives.
  - (3) The Secretary of the Sub-Branch shall keep a record of members of the Sub-Branch voting at an election of members of the Sub-Branch.

### **34 VISITORS**

- (a) The names of all Visitors, and the names of members introducing them, shall be recorded in a book kept for that purpose.
- (b) Visitors' names and addresses shall be entered in the Visitors Book, which shall be signed by the member introducing the Visitors. Visitors may only remain in the Sub-Branch during the pleasure and presence of the member introducing them and must not be supplied with liquor in the Sub-Branch premises unless the guest is in the company of a member of the Sub-Branch and were admitted to the Sub-Branch premises, in accordance with the provisions of these Rules.
- (c) The number of Visitors allowable per member shall not exceed three (3) per visit, or such other number as shall be fixed by the Committee from time to time, except when with the consent of the Committee a special function is held at which one (1) or a small number of members is or are the host.
  - (1) Any member may object to the presence of any visitor and in such case the visitor must immediately retire from the premises of the Sub-Branch.

- (2) The same visitor may not be admitted to the Sub-Branch on more than twelve (12) occasions in the one calendar year, but this restriction shall not apply to the partner, son or daughter and fiancée of a member.
- (d) Members introducing Visitors are held responsible for their good conduct and also any debts contracted by them to the Sub-Branch.
- (e) Visitors may be allowed to take part in games conducted at the premises of the Sub-Branch but not to the exclusion of members of the Sub-Branch and any such Visitors if requested by an Officer or Official of the Sub-Branch to vacate the premises shall do so immediately.

### **35 APPLICATION AND DISPOSAL OF ASSETS**

- (a) The income and property of the Sub-Branch is to be used and applied solely in promotion of its purposes and the exercise of its powers.
- (b) Subject to Rules 35(c) and (d), the income and property of the Sub-Branch is not to be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to a member.
- (c) The Sub-Branch may pay, in good faith, interest to a Member in respect of money advanced by the member to the Branch or otherwise owing by the Sub-Branch to the member or of remuneration to a Sub-Branch Officer or an employee of the Sub-Branch or for services rendered to the Sub-Branch by a member.
- (d) The Sub-Branch may pay or repay a Member for out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Sub-Branch from a member or reasonable and proper rent for premises demised or let to the Sub- Branch from a member.
- (e) In the event of the Sub-Branch being wound up and there remains after the satisfaction of all of its liabilities any property or money, it shall not be paid to or distributed to the members of the Sub-Branch, but shall be transferred or paid to the Branch to be applied by the Branch in fulfilment of the objects of the Branch.

### **36 CONSENT OF THE MINISTER**

The consent of the Minister is required before any alteration is made to Rule 35(e), which would permit a distribution on winding-up for a purpose other than a charitable purpose.

**37 COMMON SEAL**

- (a) The common seal of the Sub-Branch shall be kept in the custody of the Secretary of the Sub-Branch if applicable.
- (b) The common seal shall not be affixed to any instrument except by the authority of the Committee of the Sub-Branch and the affixing of the common seal shall be attested by any two Sub-Branch Officers if applicable.

**38 SOURCES OF FUNDS OF THE SUB-BRANCH**

The funds of the Sub-Branch shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Sub-Branch Committee determines.