

# CONSTITUTION OF WYONG RUGBY LEAGUE CLUB LIMITED

## 1. Interpretation

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1.1. In this Constitution, the following definitions apply unless the context otherwise requires:

**“Annual General Meeting”** means an annual general meeting as required by the Corporations Act.

**“Associate Member”** has the meaning set out in clause 6 of this Constitution.

**“Board”** means the board of Directors elected or appointed pursuant to this Constitution.

**“Board Charter”** means a document setting out a code of conduct for the Board that is prescribed by the Board from time to time.

**“Board Meeting”** means a meeting of the Board held in accordance with this Constitution.

**“By-Laws”** means by-laws made by the Board pursuant to clause 18.

**“Central Coast Region”** means the area in the Central Coast Council local government area.

**“Central Coast Junior Rugby League Team”** means Teams playing a Junior competition fielded by the Club that have as their home ground the ground designated by the Board as the Clubs home ground from time to time. Presently that adjoining the Clubs premises at Kanwal. For the avoidance of doubt this does not extend to teams sponsored by the Club or Teams fielded by the Club but playing in different regions, such as Woolgoolga.

**“Central Coast Senior Rugby League Team”** means Teams playing a senior competition fielded by the Club that have as their home ground the ground designated by the Board as the Clubs home ground from time to time. Presently that adjoining the Clubs premises at Kanwal. For the avoidance of doubt this does not extend to teams sponsored by the Club or Teams fielded by the Club but playing in different regions, such as Woolgoolga.

**“Club”** means Wyong Rugby League Club Limited (ACN 000 834 908).

**“Constitution”** means this Constitution, as amended from time to time.

**“Corporations Act”** means *Corporations Act 2001 (Cth)* and any amending or replacing legislation from time to time.

**“Extraordinary General Meeting”** means a General Meeting (other than an Annual General Meeting) called and held in accordance with the Corporations Act.

**“General Meeting”** means an Annual General Meeting, or an Extraordinary General Meeting.

**“Guest”** means a guest of a Member who is not entitled to become a Temporary Member.

**“Life Member”** has the meaning set out in clause 4 of this Constitution.

**“Objects”** means the objects set out in clause 2 of this Constitution.

**“Ordinary Member”** has the meaning set out in clause 5 and clause 6 of this Constitution.

**“Premises”** means any premises owned, occupied, licensed, or used by the Club from time to time.

**“Provisional Member”** has the meaning set out in clause 8 of this Constitution.

**“Registered Club”** has the meaning set out in the Registered Clubs Act.

**“Registered Clubs Accountability Code”** means the code set out in Schedule 2 of the Registered Clubs Regulation, as amended or replaced from time to time.

**“Registered Clubs Act”** means *Registered Clubs Act 1976 (NSW)*, and any amending or replacing legislation from time to time.

**“Registered Clubs Regulation”** means *Registered Clubs Regulation 2015 (NSW)*, and any amending or replacing regulations from time to time.

**“Rugby League”** means a team sport played in tackle competitions under the rules of the National Rugby League.

**“Rugby League Member”** has the meaning set out in clause 5 of this Constitution.

**“Season”** means the period each year from the date of the official commencement of training of the Rugby League teams associated with the Club until the date of the last grand final in any competition in which the Club fields Rugby League teams.

**“Simple Majority”** means a resolution that is approved by more than fifty percent (50%) of the votes cast in relation to it.

**“Special Resolution”** means a resolution that is approved by at least seventy five percent (75%) of the votes cast in relation to it.

**“Sub-Committee”** means a sub-committee that is created and regulated by the Board from time to time in accordance with clause 19 of this Constitution.

**“Temporary Member”** has the meaning set out in clause 7 of this Constitution.

**“Triennial Rule”** means the triennial rule set out in Schedule 4 of the Registered Clubs Act.

**“Venue”** means any venue operated from time to time by the Club that forms part of the Registered Club.

**“Voting Member”** means a Member who is entitled to vote on the relevant resolution.

- 1.2. In this Constitution, the following rules of interpretation apply unless the context otherwise requires:
- a. a reference to any legislation or legislative provision includes any statutory modification or re-enactment of, or legislative provision substituted for, and any subordinate legislation issued under, that legislation or legislative provision;
  - b. the singular includes the plural and vice versa;
  - c. a reference to an individual or person includes a corporation, firm partnership, joint venture, association, authority, trust, state or government and vice versa;
  - d. a reference to any gender includes all genders;
  - e. a reference to a clause or schedule is to a clause or schedule of this Constitution;
  - f. the background, schedules and description of the parties all form part of this Constitution;
  - g. a reference to any agreement or document is to that agreement or document (and, where applicable, any of its provisions) as amended, novated,

- supplemented or replaced from time to time;
- h. a reference to any party in this Constitution or any other document or arrangement includes that party's executors, administrators, substitutes, successors and permitted assigns;
  - i. where an expression is defined, another part of speech or grammatical form of that expression has a corresponding meaning;
  - j. a reference to a matter being written includes that matter being in any mode of representing or reproducing words, figures or symbols in written form; and
  - k. a reference to dollars or \$ is to Australian currency.
- 1.3. If any provision of this Constitution is contrary to or prohibited by the Registered Clubs Act or the Registered Clubs Regulation, then it is of no force or effect to the extent of the inconsistency.

## **2. Objects**

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- 2.1. The Objects of the Club are as follows:
- a. To promote, support, encourage and foster the sport of Rugby League and sport in general.
  - b. To establish, maintain and conduct a Registered Club, across any Venue.
  - c. To carry on businesses at any Venue for the benefit of members and their guests, including but not limited to the sale of food, alcohol and other beverages, and the provision of gambling services.
  - d. To purchase, lease, or otherwise acquire real property, and any other kind of property.
  - e. To manage, develop, improve, dispose, or otherwise deal with any property owned by, or under the control of, the Club.
  - f. To borrow, raise, or otherwise secure the payment of money in any manner, and on any terms, as the Club determines.
  - g. To invest and deal with the funds and assets of the Club in any manner, and on any terms, as the Club determines.
  - h. To amalgamate with any Registered Club, or to de-amalgamate any of its Venues, where such amalgamation or de-amalgamation is not prohibited by the Registered Clubs Act, and to do all things necessary to give effect to any amalgamation or de-amalgamation.
  - i. To support or aid in the establishment of any associations, funds, trust, or similar non-profit organisations that provide a benefit to the Central Coast Region.
  - j. To make donations for charitable purposes.
  - k. To do all things that are necessary, incidental, or conducive to these objects, and to the exercise of the powers of the Club.

## **3. Classes of Membership**

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- 3.1. Membership of the Club will consist of the following classes:
- a. Life Members;
  - b. Ordinary Members, which will consist of the following sub-classes:
    - i. Rugby League Members; and

- ii. Associate Members;
  - c. Temporary Members; and
  - d. Provisional Members.
  - e. Members of the dissolved Black Head Bowling Club Ltd
- 3.2. All Members agree to be bound by the terms of this Constitution and any By-Laws of the Club.

#### **4. Life Members**

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- 4.1. Any Rugby League Member of the Club who has rendered distinguished, exceptional, and valued service to the Club may be elected as a Life Member of the Club at any General Meeting, provided that:
- a. the election is made with the consent of at least seventy five percent (75%) of the Voting Members present;
  - b. the number of Living Life Members at the time of election does not exceed ten percent (10%) of the number of Rugby League Members on that date; and
  - c. clause 4.3 of this Constitution has been satisfied.
- 4.2. Nominations for Life Membership must be:
- a. made in the form prescribed by the Board from time to time;
  - b. signed by at least two Rugby League Members of the Club (other than the nominee); and
  - c. submitted to the Secretary of the Club.
- 4.3. A nomination for Life Membership will be considered at the first Board Meeting held after the nomination is received by the Secretary. At that Board Meeting, a resolution may be passed by seventy five percent (75%) of the Directors present and permitted to vote to refer the Life Membership nomination to the next General Meeting of the Club.
- 4.4. Life Members are not required to renew their membership, or to pay any subscription fees.

#### **5. Ordinary Members – Rugby League Members**

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- 5.1. Eligibility for Rugby League Membership of the Club is limited to persons who, at the date of their nomination, or at any time after becoming an Ordinary Associate Member satisfy one or more of the following:
- a. They are, or have been players in Central Coast Senior Rugby League teams in competitions;
  - b. They are, or have been coaches as designated by the Board for a complete season in Central Coast Senior Rugby League teams in competitions;
  - c. They have fulfilled one of the following positions in relation to a Central Coast Senior Rugby League team fielded by the Club for a period of at least three (3) complete Seasons:
    - i. selector;
    - ii. manager; or
    - iii. trainer.

- d. They have fulfilled one or more of the following positions in relation to Central Coast Junior Rugby League teams fielded by the Club for a period of at least three (3) complete Seasons:
    - i. president;
    - ii. vice-president;
    - iii. secretary; or
    - iv. treasurer.
- 5.2. Unless otherwise authorised by a Special Resolution of the Board, no person over the age of eighteen (18) will be eligible to play in a Senior Rugby League team for more than six (6) competition games in any one Season without becoming a Rugby League Member.

## **6. Ordinary Members – Associate Members**

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- 6.1. Eligibility for Associate Membership of the Club is limited to persons who:
- a. Are over the age of eighteen (18); and
  - b. Are not Life Members or Rugby League Members.

## **7. Temporary Members**

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- 7.1. Eligibility for Temporary Membership of the Club is limited to persons who:
- a. are over the age of eighteen (18); and
  - b. ordinarily reside outside of a five (5) kilometre radius from the Premises of the Club that they are seeking to enter.
- 7.2. Temporary Members may, at the discretion of the Club, be admitted as Temporary Members for a period of up to, but not exceeding, seven (7) consecutive days.

## **8. Provisional Members**

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- 8.1. Provisional Members are persons who:
- a. have applied for admission as an Ordinary Member of the Club;
  - b. have paid the required subscription fee; and
  - c. are awaiting a decision on the application.

## **8A. Members of the dissolved Black Head Bowling Club Ltd**

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- 8A.1 Members of the dissolved Black Head Bowling Club Ltd (“Black Head”) shall be:
- a. those members who are full members (as defined in the Registered Clubs Act) of Black Head and who are admitted to membership of the Club for the purpose of the Amalgamation between the Club and Black Head ; and
  - b. eligible to transfer to such other category of membership for which they are or become qualified under these rules but shall also be identified as Black Head member.
- 8A.2 Until a Black Head member transfers to another category of membership, that member shall be entitled to the rights and privileges and be subject to the restrictions of an Associate member under these Rules.

## **9. Membership Rights and Responsibilities**

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- 9.1. All Members are entitled to access the facilities and amenities of the Club in accordance with this Constitution and any other terms imposed by the Club from time to time.
- 9.2. The right of Ordinary Members to attend and vote at General Meetings in accordance with clauses 9.4 and 9.5 is limited to those who were approved as Ordinary Members at least six (6) months prior to the date of the General Meeting.
- 9.3. Life Members are:
  - a. Entitled to attend General Meetings;
  - b. Entitled to vote in General Meetings;
  - c. Entitled to introduce Guests to the Club; and
  - d. Entitled to be elected as Directors of the Club.
- 9.4. Ordinary Members who are within the sub-class of Rugby League Members are:
  - a. Entitled to attend General Meetings;
  - b. Entitled to vote in General Meetings;
  - c. Entitled to introduce Guests to the Club; and
  - d. Entitled to be elected as Directors of the Club, provided they have been a member of the Club for a period of at least three (3) continuous years prior to the date of election.
- 9.5. Ordinary Members who are within the sub-class of Associate Members are:
  - a. Entitled to attend General Meetings;
  - b. Entitled to vote in General Meetings in relation to the election of Directors only, and otherwise not entitled to vote in General Meetings;
  - c. Entitled to introduce Guests to the Club; and
  - d. Not entitled to be elected as Directors of the Club.
- 9.6. Temporary Members are:
  - a. Not entitled to attend General Meetings, unless specifically invited by the Board;
  - b. Not entitled to vote in General Meetings;
  - c. Not entitled to introduce Guests to the Club, other than minors in relation to whom the Temporary Member is a responsible adult and in accordance with the provisions of the Registered Clubs Act; and
  - d. Not entitled to be elected as Directors of the Club.
- 9.7. Provisional Members are:
  - a. Not entitled to attend General Meetings;
  - b. Not entitled to vote in General Meetings; and
  - c. Not entitled to be elected as Directors of the Club.
- 9.8. The Board may, from time to time, pass By-Laws in relation to additional rights and benefits of each class of membership, provided that such By-Laws do not amend any of the rights set out in this clause 9. This may include, but is not limited to, the creation of sub-classes of membership to which the additional rights and benefits may attach.

## **10. Application for Ordinary Membership**

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- 10.1. A person may apply for Ordinary Membership by properly completing and submitting the application form required by the Club.
- 10.2. The required application form, and the subscription fee payable at the time of application, may be determined by the Board from time to time.
- 10.3. Different application forms may be required for different sub-classes of Ordinary Membership.
- 10.4. An application for Ordinary Membership, of any sub-class, must be considered at the first Board Meeting that occurs after:
  - a. The name and address of the applicant has been displayed in a conspicuous place on the Premises of the Club for at least one (1) week; and
  - b. Two (2) weeks have elapsed between the submission of the application for Ordinary Membership, and the Board Meeting.
- 10.5. Applications for Ordinary Membership must only be accepted if it is approved by a Special Resolution at that Board Meeting.
- 10.6. If an application for Ordinary Membership is not approved in accordance with clause 10.4, the Board is not required to provide reasons.
- 10.7. The membership fees payable by Ordinary Members are payable upon renewal of membership. The term of membership and the amount of the membership fee may be determined by the Board in their sole discretion, provided that they exceed the minimum amount prescribed by the Registered Clubs Act.

## **11. Register of Members**

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- 11.1. The Club must keep a register of Members in accordance with section 31 of the Registered Clubs Act.

## **12. Club Employees**

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- 12.1. An employee of the Club must not vote at any meeting of the Club, or at any election of Directors of the Club, or hold office as a Director of the Club.
- 12.2. For the avoidance of doubt, a person who receives payment in exchange for playing sport as a representative of the Club, and who is not otherwise subject to a separate employment contract with the Club, is not an employee for the purposes of this clause 12.
- 12.3. This clause 12 does not limit the requirements of the Registered Clubs Act.

## **13. Suspension and Termination of Membership**

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- 13.1. Subject to the provisions of this clause 13, the Club is entitled to suspend or terminate the membership of any Member of the Club who engages in conduct, while at any Premises of the Club or while representing the Club, who:
  - a. Brings the Club into disrepute;
  - b. Acts in a manner which is prejudicial to the Club;
  - c. Engages in conduct that is unbecoming of a Member whilst on Club Premises or whilst representing the Club, including but not limited to intoxication, possess or use of prohibited drugs, violence, verbal abuse or indecency;
  - d. Breaches any laws, or may cause the Club to breach any laws if the conduct is not prevented by the Club;
  - e. Causes harm, or the risk of harm, to the Club, the Club's employees, or other

Members of the Club;

- f. Is contrary to this Constitution, or any By-Laws of the Club; or
  - g. Is otherwise determined to be grounds for suspension or termination by the Board, acting reasonably.
- 13.2. The Board will nominate a disciplinary committee for each of the Venues, having regard to the size of each Venue.
- 13.3. A senior manager of the Club may immediately suspend the membership of a Member for up to six (6) weeks, if that Member has engaged in conduct set out in clause 13.1.
- 13.4. Suspensions of more than six (6) weeks, and termination of membership, will be determined by the disciplinary committee for the Venue where the conduct set out in clause 13.1 took place.
- 13.5. Disciplinary committees and the Board must act in accordance with the principles of natural justice as far as reasonably possible.
- 13.6. The Board may make By-Laws from time to time regarding the suspension and termination of membership, and any disciplinary or appeal process to be complied with.
- 13.7. Any Member who has not renewed their membership within one (1) month of their membership falling due will be deemed to have terminated their membership. They will be removed from the Club register and will cease to enjoy any benefits of membership unless and until they make a successful application for new membership.

#### **14. Election of Directors**

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- 14.1. The Board will consist of nine (9) elected Directors, who are elected in accordance with the Triennial Rule.
- 14.2. Following the election of Directors, each Annual General Meeting will then vote on which of the Directors will fill the following roles:
- a. Chairperson; and
  - b. Two (2) Vice Chairpersons.
- 14.3. If a Director ceases to hold office before the end of their elected term for any reason, then the Board may appoint a person to fill that casual vacancy, provided that:
- a. The person appointed to fill the casual vacancy is entitled to be elected as a Director of the Club; and
  - b. They will be entitled to hold office until the first Annual General Meeting of the Club following their appointment, at which time they will be eligible for election as a Director.
- 14.4. Any casual vacancies in the Board will be filled by a Director who is elected at the first General Meeting following the vacancy.
- 14.5. If:
- a. a casual vacancy is filled at the Annual General Meeting; and
  - b. the number of nominees for election exceeds the number of Director positions to be filled;
- then the Director filling the casual vacancy position will be the person who was elected as Director with the least number of votes.



- 14.6. If:
- a. a casual vacancy is filled at the Annual General Meeting; and
  - b. the number of nominees for election is equal to the number of Director positions to be filled;

then the Director filling the casual vacancy position will be determined by random selection at the first Board Meeting following the election. The method of random selection will be determined by the Chairperson of the Board Meeting, unless otherwise prescribed in the By-Laws.

## **15. Powers, Duties, and Interests of Directors**

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- 15.1. The Board of Directors is responsible for exercising all powers of the Club permitted by law.
- 15.2. Each Director must comply with sections 180 to 183 of the Corporations Act.
- 15.3. A Director may:
  - a. hold any office or place of profit or employment other than that of the Company's auditor or any director or employee of the auditor, or an employee of the Club;
  - b. be a member of any corporation (including the Club) or partnership other than the Club's auditor;
  - c. be a creditor of any corporation (including the Club) or partnership; and
  - d. enter into any agreement with the Club that is permitted by law.
- 15.4. Each Director must comply with section 191 of the Corporations Act in relation to the disclosure of material personal interests.
- 15.5. The Company cannot avoid an agreement with a third party merely because a Director:
  - a. fails to make a disclosure of an interest; or
  - b. is present at, or counted in the quorum for, a Board Meeting that considers, votes on, or participates in the execution of, that agreement.
- 15.6. Without limiting their rights and obligations at law, the Board of Directors are responsible for:
  - a. Providing leadership to the Club to ensure that it achieves continuing prosperity while acting in the best interests of the Club and its stakeholders as a whole;
  - b. Establishing the Club's purpose, values, and strategies;
  - c. Determining the appropriate culture for the Club, and modelling behaviours that both reflect and promulgate that culture;
  - d. Monitoring the management and performance of the Club;
  - e. Identifying, and monitoring the management of, corporate risks;
  - f. Ensuring that the Club complies with all internal and externally imposed compliance requirements;
  - g. Establishing and maintaining effective relationships with stakeholders;
  - h. Ensuring that internal processes and procedures are in place to provide effective controls, and to provide the basis for management reporting to the Board; and

- i. Encouraging an appropriate and diverse mix of potential future directors through interaction with key stakeholders.
- 15.7. If the Board has enacted a Board Charter, then all Directors must comply with that Board Charter.
- 15.8. If the Board has not enacted a Board Charter, then the Model Board Charter issued by ClubsNSW from time to time will be deemed to apply, and all Directors must comply with the Model Board Charter.
- 15.9. The Board must ensure that the Club complies with the Registered Clubs Accountability Code.
- 15.10. The Board will cause minutes to be made:
  - a. of the names of members of the Board present at all Board Meetings and General Meetings;
  - b. of all resolutions and proceedings at all Board Meetings and General Meetings;
  - c. as otherwise determined by a Simple Majority of the Board as being required, or in accordance with good commercial practice; and
  - d. as otherwise required by law.
- 15.11. Minutes required by clause 15.10 must be signed by the chairperson of the meeting, or by the chairperson of the subsequent similar meeting.

## **16. Board Meetings**

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- 16.1. The Board must meet at least as often as determined by the Board in accordance with the Corporations Act and the Registered Clubs Act.
- 16.2. Meetings may be attended in person, or by any electronic method that allows all participants to hear and be heard.
- 16.3. The Chairperson of the Club will also be the Chairperson for Board Meetings. If the Chairperson is not present at a Board Meeting, then one of the Vice-Chairpersons will be selected as Chairperson for that Board Meeting by way of a coin toss.
- 16.4. Proxy voting is not permitted at Board Meetings.
- 16.5. Minutes of all Board Meetings, and records of all resolutions of Board Meetings, must be properly kept in accordance with the Registered Clubs Act and the Corporations Act.
- 16.6. The Directors must use their best endeavours to agree when Board Meetings will be held.
- 16.7. If the Directors cannot reach an agreement pursuant to clause 16.6, section 248C of the Corporations Act will apply.
- 16.8. Quorum for a Board Meeting will be five (5) Directors.
- 16.9. Each Director must attend at least 75% of the Board Meetings in each year that they are a Director. Board Meetings are not included in this requirement where:
  - a. The Director is absent on holidays for no more than 25% of that years Board Meetings and has provided reasonable prior notice to the Board; or
  - b. Significant personal circumstances have arisen that reasonably prevent attendance or participation in Board Meetings, including serious illness, or the serious illness or death of a Director's immediate family member.
- 16.10. In the event of a deadlock on a resolution at a Board Meeting, the Chairperson will have the casting vote.

## **17. General Meetings**

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- 17.1. An Annual General Meeting must be held by 30 November each year unless otherwise extended by legislation.
- 17.2. The Board may, by simple resolution, convene Extraordinary General Meetings at any time, or upon request by Members in accordance with the Registered Clubs Act or the Corporations Act.
- 17.3. The Board may, by simple resolution, decide that a General Meeting may be held partially or wholly by way of any electronic means that allows all participants the opportunity to reasonably participate in that General Meeting.
- 17.4. At least twenty one (21) days' notice of General Meetings must be given, including but not limited to:
  - a. the place, date and time of the General Meeting;
  - b. the nature of the business to be raised and voted on at the General Meeting.
- 17.5. Proxy voting is not permitted at General Meetings.
- 17.6. Quorum for a General Meeting will be twenty (20) Rugby League Members.
- 17.7. If a quorum is not present within 30 minutes after the time for which a meeting of members is called:
  - a. the General Meeting is adjourned to the day, time and place that the Board decides and notifies to members, or if no decision is notified before then, to the same time on the same day in the next week at the same place; and
  - b. if a quorum is not present at the adjourned General Meeting, the General Meeting is dissolved.
- 17.8. The rules and procedures to be followed in General Meetings will be determined by the Board from time to time.

## **18. By-Laws**

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- 18.1. The Board may make, repeal, and replace By-Laws from time to time in relation to:
  - a. any matters permitted by this Constitution;
  - b. the general management, control, and trading activities of the Club;
  - c. the control and management of Premises of the Club;
  - d. the management and control of play and dress on the playing fields;
  - e. the upkeep and control of the playing fields;
  - f. the control and management of all competitions;
  - g. the conduct of members;
  - h. disciplinary matters;
  - i. the rights, privileges and restrictions attaching to the various classes and designations of members, provided that the provisions of this Constitution are not altered;
  - j. all requirements relating to the transfer of members from one class of membership to another;
  - k. the relationship between the members and the Club's employees;
  - l. any sub-clubs that are formed within the Club for the purpose of sporting competitions or other organised activities;

- m. the regulation of Sub-Committees; and
  - n. generally all such matters as are commonly the subject matter of the Club rules or by-laws, or which are not reserved for decision by the Club in general meeting.
- 18.2. The introduction, amendment, or replacement of By-Laws will be effective and binding on the Club and its Members from the date that is seven (7) days after notice has been provided on the Club's website.

## **19. Sub-Committees**

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- 19.1. The Board may create Sub-Committees from time to time, and regulate the Sub-Committees in accordance with any By-Laws that are in place.
- 19.2. Unless otherwise resolved by the Board, having regard to a Sub-Committee's nature and size, Sub-Committees:
- a. must include at least one (1) Director, appointed and replaced by the Board by Simple Majority, who will report on the meetings and activities of the Sub-Committee at each Board Meeting;
  - b. must meet as reasonably determined by the chairperson of each Sub-Committee, unless otherwise directed by the Board in the relevant By-Laws; and
  - c. do not have the power to bind, or purport to bind, the Club to any contractual obligations.

## **20. Income and Property**

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- 20.1. The profits and other income of the Club must only be applied to the promotion of the purposes and Objects of the Club, and must not be paid to or distributed among the Members of the Club.
- 20.2. For the avoidance of doubt, clause 20.1 is not intended to limit payments of reasonable and proper remuneration to employees of the Club, or in exchange for goods and services rendered to the Club, where such payments are made in accordance with the Registered Clubs Act.

## **21. Accounts and Audit**

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- 21.1. The Club must comply with the reporting requirements required by the Registered Clubs Act, the Corporations Act, and good commercial practice.
- 21.2. The accounts and reports of the Club must be audited annually in accordance with the requirements of the Corporations Act, and any other applicable legislation.

## **22. Indemnity**

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- 22.1. Every person who is, or has been, an officer of the Club may, if determined by Special Resolution of the Board, be indemnified out of the property of the Club and to the maximum extent permitted by law, against any liability arising from their position of officer, provided that such liability does not arise out of conduct involving lack of good faith.
- 22.2. The Club may pay a premium for a contract insuring a person who is or has been an officer of the Club against liability incurred by that person as an officer, provided that the payment of the premium and the insurance contract are not prohibited by the Corporations Act.

## **Club Colours**

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- 22.3. The predominant Central Coast Senior Rugby League Team and Central Coast Junior Rugby League Team sporting colours of the Club will be green and gold.