



# AUSTRALIAN ALPINE CLUB FALLS CREEK

## Proposed Changes to Rules of Association - Specific changes

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An explanation and summary of the proposed changes can be found [aacfallscreek.com/news/294-notice-of-2024-annual-general-meeting.html](https://aacfallscreek.com/news/294-notice-of-2024-annual-general-meeting.html) .

The current Rules of Association can be found at [aacfallscreek.com/xDocs/rules/Rules2021.pdf](https://aacfallscreek.com/xDocs/rules/Rules2021.pdf).

Proposed changes to rules for consistency with model rules are marked in **red**. Proposed changes for other reasons points marked in **blue**. Black text denotes words in these excerpts from the Rules that are to remain unchanged.

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### A. Replace the provision for written polls at AGMs with “counting of hands” (and proxies)

Modify Rule 46 (equivalent to Model Rule 40) to replace written polls with counts.

#### **46 Determining whether resolution carried**

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- (2) If a count ~~poll (where votes are cast in writing, or electronic equivalent,)~~ is demanded by three or more members on any question—
  - (a) the **count** ~~poll~~ must be taken at the meeting in the manner determined by the Moderator of the meeting; and
  - (b) the Moderator must declare the result of the resolution on the basis of the **count** ~~poll~~.
- (3) A **count** ~~poll~~ demanded on the election of the Moderator or on a question of an adjournment must be taken immediately.
- (4) A **count** ~~poll~~ demanded on any other question must be taken before the close of the meeting at a time determined by the Moderator.

### B. Disciplinary hearings and appeals

To Rule 24 (equivalent to Model Rule 19), add breach of club policies as a grounds for disciplinary action

#### **24 Grounds for taking disciplinary action**

The Association may take disciplinary action against a member in accordance with this Division if it is determined that the member—

- (a) has failed to comply with these Rules; or
- (b) refuses to support the purposes of the Association; or
- (c) has engaged in conduct prejudicial to the Association; or

- (d) has failed to act in accordance with the Lodge Rules in force at the Association’s lodge at the time of their stay. Lodge Rules may be amended and approved by the Committee from time to time; or
- (e) has failed to adequately supervise guests of the member staying at the Lodge (whether or not the member was in attendance at the time); or
- (f) has not acted in accordance with a policy of the Association, including but not limited to, the Equal Opportunity Policy and the Privacy Policy

To Rule 27 (equivalent to Model Rule 22), clarify that recovering costs from a member is not a fine

### **27 Decision of subcommittee**

- (1) At the disciplinary meeting, the disciplinary subcommittee must—
  - (a) give the member an opportunity to be heard; and
  - (b) consider any written statement submitted by the member.
- (2) After complying with subrule (1), the disciplinary subcommittee may—
  - (a) take no further action against the member; or
  - (b) subject to subrule (3)—
    - (i) reprimand the member; or
    - (ii) suspend the membership rights of the member for a specified period; or
    - (iii) expel the member from the Association
    - (iv) seek to recover any costs incurred by the Association by reason of that member’s conduct
    - (v) place restrictions or conditions on the member’s use of the lodge for a specified period
- (3) The disciplinary subcommittee may not fine the member, **except in accordance with subrule (2) (iv)**
- (4) A member who has been suspended is not entitled to the rights and privileges of a member for the period of suspension.
- (5) The suspension of membership rights, the expulsion of a member or restriction on lodge use by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

Modify Rule 28 (equivalent to Model Rule 23) to adopt the improved model rule provisions for disciplinary appeals, in particular the make-up of the appeal subcommittee. Also acknowledge that there are disciplinary measures other than suspension or expulsion.

### **28 Appeal Rights**

- (1) A person whose membership rights have been suspended, or whose Lodge use has been restricted or who has been expelled from the Association under rule 27 may give notice to the effect that the person wishes to appeal against the suspension or expulsion.

- (2) The notice must be in writing and given—
  - (a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
  - (b) to the Secretary not later than ~~48 hours~~ 7 days after the vote.
- (3) If a person has given notice under subrule (2), the Committee must appoint at least 3 persons to an appeal subcommittee to consider the appeal.
- (4) Subject to subrule (5), the Committee may appoint any person to an appeal subcommittee.
- (5) A person must not be appointed to an appeal subcommittee if the person—
  - (a) was appointed to the disciplinary subcommittee to hear and determine the matter of the member concerned; or
  - (b) has a personal interest in the dispute; or
  - (c) is biased in favour of or against the member concerned.
- (6) The committee must convene a meeting of the appeal subcommittee (the *disciplinary appeal meeting*) as soon as practicable and no later than 21 days after the notice of the appeal is received.
- (7) Notice of the disciplinary appeal meeting must be given to each member of the ~~Association who is entitled to vote~~ appeal subcommittee and the member concerned as soon as practicable and must—
  - (a) specify the date, time and place of the meeting; and
  - (b) state—
    - (i) the name of the person against whom the disciplinary action has been taken; and
    - (ii) the grounds for taking that action; and
    - (iii) that at the disciplinary appeal meeting the appeal subcommittee members present must vote on whether the decision to suspend or expel or otherwise discipline the person should be upheld or revoked.

Modify Rule 29 (equivalent to Model Rule 24) to be to adopt the improved model rule provisions for disciplinary appeals

### **29 Conduct of disciplinary appeal meeting**

- (1) At a disciplinary appeal meeting—
  - (a) no business other than the question of the appeal may be conducted; and
  - (b) the appeal subcommittee ~~Committee~~ must state the grounds for suspending or expelling the member and the reasons for taking that action; and
  - (c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (2) After complying with subrule (1), members of the appeal subcommittee present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (3) A member may not vote by proxy at the meeting.

- (4) The decision is upheld if ~~not less than half of the members~~ a majority of the persons voting at the meeting vote in favour of the decision.

#### C. Conflict of Interest Register

Append Rule 71 (equivalent to Model Rule 65) to include a conflict of interest register, consistent with the new model rules

### 71 Conflict of Interest

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- (4) The Committee must keep a conflict of interest register.
- (5) The conflict of interest register must record the following—
- (a) the name and position of the member who has disclosed a material personal interest;
  - (b) a description of the nature and extent of that interest;
  - (c) a management plan documenting actions required to mitigate the conflict.

#### D. Expand the Purposes of the club to more explicitly cover summer sports such as cycling

Amend the opening paragraph of Rule 2 (equivalent to Model Rule 2) to include summer alpine sports

### 2 Purposes

The purposes of the association, interested in the encouragement and development of skiing and alpine sports **including summer alpine sports** are:

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#### E. Simplify wording on use of technology

Amend Rules 40 (equivalent to Model Rule 35) and 68 (equivalent to Model Rule 42) to adopt the model rule wording regarding use of technology for meetings

### 40 Use of technology (general meetings)

- (1) A general meeting may be held and members may take part ~~A member not physically present at a general meeting may be permitted to participate in the meeting~~ by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.

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### 68 Use of technology (committee meetings)

- (1) A committee meeting may be held ~~A committee member who is not physically present at a committee meeting may participate in the meeting~~ by the use of technology that allows ~~that~~ committee members ~~and the committee members present at the meeting~~ to clearly and simultaneously communicate with each other ~~participating member~~.

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