



CONSTITUTION

WESTERN AUSTRALIAN SPEEDWAY COMMISSION INC.

West Australian Speedway Commission Inc
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Incl amendments October 2008

CONSTITUTION

Western Australian Speedway Commission Inc.

1. Name

The association is called the "Western Australian Speedway Commission Inc."

2. Interpretation

2.1 In this Constitution, unless the context otherwise requires:

Act means the Associations Incorporation Act 1987.

Affiliated Association means a person or body who affiliates with the Commission provided in Article 11.

Board means the Board of Commissioners referred to in Article 6.

Chairman means the person appointed as chairman by the Board.

Chief Executive Officer means the person appointed as such by the Board.

Club means a club, body, association or the like which is licensed to participate in any Speedway competition run under the auspices of the Commission.

Commission means the Western Australian Speedway Commission Inc.

Commissioner means a person appointed pursuant to Article 7.

Advisory Committee means a committee appointed by the Board pursuant to this Constitution.

Constitution means this Constitution.

Licensee means any individual or corporate body licensed by the Commission from time to time pursuant to Article 10.

Minister means the Minister for Sport and Recreation in the Government of the State of Western Australia or such other Minister who may be charged with similar responsibilities from time to time.

Official means an official of a Club or Association and any employee of a Club or Association in any capacity.

Member means a member of the Commission from time to time pursuant to Article 5.2.

Participant Member means a member of the Commission from time to time pursuant to Article 5.3

Rules means all rules by-laws or regulations or determinations made by the Board pursuant to this Constitution.

Secretary means the secretary appointed as such by the Board.

Special Resolution has the meaning set out in section 24 of the Act.

Sub-Licensee means any body holding a sub-licence from the Commission from time to time pursuant to Article 10.

Year means a calendar year.

2.2 Except where the contrary intention appears words defined in the Interpretation Act (WA) as from time to time amended have the same meaning in this Constitution.

3. Office and Place of Business

The office and principal place of business of the Commission will be at Unit 16B/190 Swansea Street east, Victoria Park Western Australia or at such other place as the Board may from time to time direct.

4. Objects

4.1 The objects for which the Commission is established are to develop control regulate and encourage Speedway in particular but without limiting the generality of these words for that purpose to:

- (1) develop, control, regulate and encourage Speedway competitions in the State of Western Australia with the aim of maintaining, enhancing and developing the sport of Speedway.
- (2) provide guidance planning control and leadership to the Speedway industry and for the benefit of the public and all Shareholders.
- (3) implement a speedway track licensing system for the conduct of speedway throughout Western Australia and to grant licenses to Clubs or Affiliated bodies. To conduct speedway in accordance with the category of licenses issued by the Commission for that Club or Affiliated Body's Track in accordance with the Speedway Track Licence Regulations and in consultation with the Western Australian Health Department.
- (4) specify the terms and conditions upon which licences and sub-licences be issued to Clubs as set out in the Speedway Track Licensing Regulations.
- (5) determine the terms and conditions upon which persons and organisations may conduct Speedway competitions.
- (6) frame and administer rules, regulations and by-laws relating to Speedway and to take such action as may be necessary to achieve uniformity in such rules and regulations.
- (7) raise money by subscription or otherwise from Clubs or the members thereof.
- (8) encourage principles and practices of sound financial management within the Speedway industry.
- (9) as an arbitrator of last resort to hear and determine and settle all questions and disputes on any matter relating to Speedway or between Clubs.
- (10) hear and enquire into any allegation complaint or charge which may be made or laid against any Club or member, Official of a Club involving a breach of this Constitution the rules, regulations and by-laws and to establish a judicial procedures system (including appeals) to deal with these matters.
- (11) inflict fines or other penalties (by way of suspension expulsion or otherwise) for any breach of this Constitution or the rules, regulations or by-laws on any Club, member or Official.

- (12) grant, suspend, exclude or forfeit the rights of Members and Licensees of the Commission subject to this Constitution.
- (13) invest and deal with the money of the Commission not immediately required for any of its objects in such manner as may from time to time be thought fit.
- (14) subscribe to become a member of and amalgamate with any organisations whose objects are altogether or in part similar to those of the Commission.
- (15) purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more organisations with which the Commission is authorised to amalgamate.
- (16) transfer all or any part of the property, assets, liabilities and engagements of the Commission to any one or more organisations which the Commission is authorised to amalgamate.
- (17) buy sell and deal in all kinds of liquid and solid provisions, souvenirs and other goods in the furtherance of the objects of the Commission.
- (18) enter into any arrangement with any government authority or municipal authority that may seem conducive to any of the Commission's objects and to apply for and obtain from any such government or authority any rights, privileges or concessions which the Commission may think it desirable to obtain and to carry out exercise and comply with any such arrangements rights privileges and concessions.
- (19) appoint, employ remove or suspend such consultants, secretaries, managers, clerks, servants and other persons as may be necessary or convenient for the purposes of the Commission.
- (20) draw, accept, endorse, discount, execute and issue bills of exchange promissory notes bills of lading warrants debentures and other negotiable or transferable instruments.
- (21) layout, construct, maintain and alter any grounds or other areas for Speedway or other sports or activities necessary or convenient for the purpose of the Commission.
- (22) construct, erect, maintain and alter any buildings houses or works necessary or desirable for the purposes of the Commission and to furnish and equip the same in such manner as may be necessary or convenient for such purposes.
- (23) acquire by purchase, lease, exchange or otherwise land buildings and hereditaments of any tenure or description wherever situate and any estate or interest therein and any rights over or connected therewith.
- (24) borrow or raise money in such manner as the Board may think fit and in particular by the issue of debentures (perpetual or otherwise) and to secure the repayment of any money borrowed, raised or owing or the payment of any other money by mortgage, charge or lien upon the whole or any part of the Commission's property or assets (whether present or future) and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Commission of any obligation or liability it may undertake and to purchase, redeem or pay off any such securities.
- (25) remunerate any person or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any debentures or other securities of the Commission or in or about the organisation or the promotion of the Commission or the conduct of its business.
- (26) sell, improve, manage, let, dispose of or turn to account all or any part of the real or personal property of the Commission.

- (27) take or hold mortgages, liens and charges to secure payment of the purchase price or any unpaid balance of the purchase price of any part of the Commission's property of whatsoever kind sold by the Commission or any money due to the Commission from purchasers or others.
- (28) take any gift of property whether subject to any special trust or not for any one or more of the objects of the Commission.
- (29) take such steps by personal or written appeals public meetings or otherwise as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Commission by way of donations, annual subscriptions or otherwise.
- (30) make donations for patriotic or charitable purposes.
- (31) acquire, establish, print and publish newspapers, periodicals, books, leaflets or other literary works that the Commission may think desirable.
- (32) delegate all or any of its powers to any Advisory Committee or Advisory Committees appointed by the Commission in accordance with any direction made by the Commission.
- (33) grant leases or licences in respect of liquor and other rights at properties under the control of the Commission.
- (34) do all such acts and things as are incidental or subsidiary to all or any of the above objects.

4.2 The property and income of the Commission must be applied solely towards the promotion of the objects and purposes of the Commission and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to Members except in good faith for the promotion of those objects or purposes.

5. Membership of the Commission

5.1 There are two classes of membership of the Commission known as Members and Participant Members.

5.2 The Members of the Commission are those persons who are Commissioners from time to time.

5.3 The Participant Members of the Commission will be all those persons who are members of the following categories of Participant Membership:

- (1) Competitors;
- (2) Officials;
- (3) Clubs;
- (4) Associations;
- (5) Members of Clubs and Associations;
- (6) Promoters who are Affiliated Clubs, Associations or Corporations;
- (7) Suppliers;
- (8) Sponsors;
- (9) Supporters; and
- (10) Juniors.

- 5.4** Membership of the applicable Participant Membership category is mandatory for all registered members of Speedway clubs and associations in WA and each Participant Member must pay any admission and any annual fee determined under this Constitution.
- 5.5** Participants Members are eligible for nomination as members of the Advisory Committees and as Commissioners.
- 5.6** The Commission must keep and maintain a register of Members and Participating Members in accordance with section 27 of the Act at the office of the Commission which register is to be available for inspection by Members and Participating Members and Commissioners during normal business hours but no Member or Participating Member is entitled to remove the register from the office of the Commission.
- 5.7** The Board may from time to time:
- (1) set fees payable for admission as a Member or a Participating Member;
 - (2i) set an annual fee for renewal of membership;
 - (3) determine the terms and conditions attaching to those payments including the manner and time for payment;
 - (4) determine the benefits available to Members and Participating Members.
- 5.8** A Participating Member may resign by notice in writing to the Commission which resignation takes effect from the date of receipt or such later date stated in the notice.
- 5.9** A person who ceases to be a Participating Member remains liable to the Commission for the amount of any subscription due and unpaid.

6. Commissioners

- 6.1** The business of the Commission is to be managed by a Board of Commissioners which will consist of the persons from time to time appointed pursuant to Article 6 and the Chief Executive Officer while he holds that position provided that the total number of Commissioners must not exceed 7.
- 6.2** The inaugural Board of Commissioners will be appointed by the Minister.
- 6.3** The Chief Executive Officer is a non voting member of the Commission and will be entitled to attend all meetings of the Board of Commissioners and all Advisory Committee meetings.
- 6.4** The Board will elect a Chairman from one of their members who will hold office as such until the Board resolves otherwise or he retires from such office or he ceases to be a Commissioner.
- 6.5** The Chairman will act as chairman at meetings of the Board provided that if the Chairman is not present within 10 minutes of the time appointed for holding the meeting the Commissioners present may choose one of their number to chair the meeting. The Chairman of a meeting of the Board has a deliberative vote and a casting vote.

7. Appointment Retirement and Removal of Commissioners

- 7.1** The Board will upon any vacancy occurring in the membership of the Board invite expressions of interest from persons seeking appointment as a Commissioner by advertisement in a public newspaper circulating in Western Australia and in such other ways as the Board considers appropriate.

7.2 Within 28 days of the last day specified by the Board for submissions of such expression the Board must provide recommendations to the Advisory Committees of the person or persons the Board proposes to appoint as a Commissioner. The Advisory Committees may confirm the proposed appointments, each one of which Advisory Committee is to have one vote, and in the event of such confirmation then those persons must be appointed Commissioners.

In the event that three successive recommendations do not receive the endorsement of the Advisory Committees then the Minister for Sport and Recreation will be requested to appoint such person as he considers appropriate as a Commissioner.

7.3 Each term of appointment of a Commissioner (other than in relation to the initial terms of appointment referred to in paragraph 7.1) is for a term of 3 years with a maximum of 2 terms allowable before compulsory retirement of that Commissioner for at least one 3 year term before he or she is eligible for renomination.

7.4 If the Board determines in its discretion that extraordinary circumstances so warrant, the Board may waive the provisions of Articles 7.1 and 7.4.

7.5 The appointment of a Commissioner:

- (1) may be terminated by vote of a majority of the Commissioners in office;
- (2) may be terminated by written resignation to the Board;
- (3) is terminated if for more than 6 months, the Commissioner is absent without permission of the Board, from meetings of the Board held during that period; or
- (4) is terminated in the event that the Commissioner commits an act of bankruptcy, becomes of unsound mind or is convicted of an offence against the Act or involving fraud or dishonesty.

7.7 The Board may at any time appoint any person to be a Commissioner, either to fill a casual vacancy or as an addition to the existing Commissioners, but so that the total number of Commissioners does not at any time exceed the number determined in accordance with this Constitution. In the event that a person is appointed to fill a casual vacancy that person must resign at the next Annual General Meeting of the Commission but may stand for election.

8. Duties and Powers of the Board of Commissioners

8.1 The management and control of the affairs of the Commission are vested in the Board which, without limiting the generality of this statement has the following powers and duties:

- (1) to grant licences and permits to conduct competitions in Western Australia subject to the Constitution and the rules and/or regulations and/or by-laws upon such terms and conditions as the Board decides and to impose such requirements upon or attach such conditions to the licences and permits as it considers desirable and to give directions to a Licensee as to the conduct of the competition.
- (2) to appoint dismiss and fix the salary and terms and conditions of employment of such employees as the Board may from time to time determine and to delegate to any person so appointed any of its powers or duties.
- (3) to appoint Advisory Committees composed of such persons as the Board may think fit to investigate any matter in any way relating to the affairs of the Commission or to perform such duties as the Board may determine and the Board may regulate the proceedings of all such Advisory Committees.
- (4) to ensure that minutes are kept of all meetings of the Board and of such other meetings as the Board may from time to time determine.

- (5) to keep a correct account of all moneys and other assets belonging to the Commission; to ensure that all moneys received by the Commission are banked in a bank approved by the Board; and to authorise persons to sign cheques on any such bank account and endorse cheques and other documents on behalf of the Commission.
- (6) to maintain proper books of account for the Commission and balance them for the purposes of annual audit and otherwise as decided by the Board and to prepare and submit annual accounts to auditors appointed by the Board.
- (7) to invest moneys of the Commission not immediately required for the purposes thereof in any form of investment thought appropriate by the Board and from time to time to vary or realise such investments.
- (8) to sell any real or personal property of the Commission whether for cash or on terms and by action or by private contract; to exchange any real or personal property of the Commission for any other property and to buy or take on exchange or otherwise acquire any real or personal property for the Commission and do any such thing on such terms and conditions as the Board thinks fit.
- (9) to alter, amend, renovate, demolish, rebuild or otherwise deal with any real or personal property of the Commission on such terms and conditions as the Board thinks fit.
- (10) to borrow money for the Commission and give security therefore by mortgage or charge over any property of the Commission.
- (11) to make and give receipts releases and other discharges for money payable to the Commission or any other claims or demands of the Commission.
- (12) to institute conduct defend compound or abandon any legal proceedings by or against the Commission or against any other person to refer any claims or demands by or against the Commission to arbitration and observe and perform the awards.
- (13) to enter into all such negotiations and contracts and rescind and vary all such contracts and execute and do all such acts deeds and things as the Board may consider desirable for the proper performance of their duties.
- (14) to convene meetings of the Board when thought fit.
- (15) to do all such acts and things and exercise all such powers as are incidental to or expedient for the fulfilment and implementation of the objects of the Commission or as the Board otherwise considers desirable.

8.2 The Board may determine whether and to what extent, and at what time and places and under what conditions, the accounting records and other documents of the Commission or any of them will be open to the inspection of Participating Members. A Participating Member other than a Commissioner is not entitled to inspect any document of the Commission except as provided by law or authorised by the Board or by the Commission.

8.3 The Board is to cause the Commission to keep and maintain and provide for the use of Members and Participating Members:

- (1) copies of this Constitution and any rules or bylaws as required by section 28;
- (2) a record of all office holders as required by section 29, of the Act

9. Proceedings of the Board

- 9.1** The Board will meet at such times and places as it from time to time determines but it must meet at least once in every two calendar months period and whenever a meeting is specially convened in accordance with this Constitution and the Commissioners may adjourn and otherwise regulate their meetings as they think fit.
- 9.2** Except as otherwise provided in this Constitution questions arising at any meeting will be decided by a majority of votes and a determination by a majority of the Board is for all purposes deemed to be a determination of the Board .
- 9.3** A Commissioner may not vote in respect of any contract or proposed contract with the Commission in which he is interested or on any matter arising there from and if he does so vote his vote is not counted.
- 9.4** A quorum at a meeting of the Board is at least 4 Commissioners.
- 9.5** The continuing Commissioners may act notwithstanding any vacancy or vacancies in their membership even if the remaining members may be less than that required under Article 9.4.
- 9.6** A resolution in writing signed by a majority of the then Commissioners will be as valid and effectual as if it had been passed at a meeting of the Board duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more Commissioners.

10. Licences

- 10.1** The Board may issue or grant licences in Western Australia to any affiliated club, association, corporation, body or individual, which makes application to the Commission upon such terms and subject to such provisions and conditions as the Board thinks fit. If an applicant is granted a licence, the licensee will be bound by and conform to this Constitution and the rules, regulations and by-laws and to such other directions or requirements as the Board may give or determine. Each and every licensee must apply for a permit, Under 10.2, before conducting any speedway event or meeting.
- 10.2** The Board in their absolute discretion may, upon receiving an application from a Licensee issue or grant a permit to that Licensee, to conduct a Speedway meeting/competition/race or event, on such terms and conditions as the Board may see fit.

11. Affiliated and Other Associations

- 11.1** Any speedway, individual, club, association or body or the like wishing to affiliate with the Commission may make application to the Secretary and must pay such fee as the Board may prescribe from time to time. If required by the Commission a fresh application must be made and a fee paid each year.
- 11.2** All applications made pursuant to Rule 11.1 must be in writing signed by the individual concerned a duly authorised person on behalf of the applicant and must contain the following particulars:-
- (1) the name of the applicant.
 - (2) the names of the clubs associated with and or the members of the applicant.
 - (3) such other information as the Board may require.
- 11.3** Any applicant for affiliation under this Constitution must satisfy the Board that the applicant is regularly constituted.

11.4 Any application made pursuant to this Article will be considered at the next meeting of the Board and if the Board so resolve the applicant becomes an Affiliated Association. Each Affiliated Association and all clubs and/or members controlled by each Affiliated Association are bound by and comply with this Constitution and the rules, regulations and by-laws. The Chief Executive Officer may grant temporary affiliation for the period from the application to the next Board meeting.

11.5 The Board may from time to time by resolution enter into any contract or other arrangement with any Affiliated Association or other association formed for the purpose of conducting or encouraging Speedway and may by resolution cancel or determine any such contract agreement or other arrangement.

12. Advisory Committees

12.1 Advisory Committees may be appointed by the Board to advise the Board on specific technical, operational and regulatory needs of Speedway.

The following Advisory Committees may be appointed:

- (1) Sport Development Advisory Committee;
- (2) Safety and Regulations Advisory Committee; and
- (3) Regional Interests Advisory Committee.

12.2 The specific responsibilities of each Advisory Committee are prescribed in the Business Plan of the Western Australian Speedway Commission as amended from time to time.

12.3 Each Advisory Committee must:

- (1) provide strategic and policy advice to the Board on matters related to the particular Advisory Committee's role;
- (2) provide opinions to the Board, upon request, which may assist the Board resolve disputes that are within its jurisdiction;
- (3) provide a two way communication channel for Speedway associations, clubs, competitors, promoters, spectators, regulators and other interested parties to participate in the development of strategic improvement projects;
- (4) produce an Annual Report to the Board, outlining its activities in the past year and its proposed activities for the ensuing 2 years, which will be made available to the public once approved by the Board; and
- (5) participate in the appointment of new Commissioners to the Board.

12.4 Each Advisory Committee may:

- (1) co-opt people to form Project Task Groups to work on specific projects; and
- (2) propose changes in policy to the Board, formulate opinions and report to the Board in the area related to the Committee's specific charter.

12.5 Each Advisory committee will be comprised of a maximum of 12 members at least 3 of whom may be persons who are not directly involved in speedway activities but who have specific skills that are required in order for the Advisory Committee to carry out its duties effectively.

12.6 The Chief Executive Officer will be a non voting member of each Advisory Committee. The Chief Executive Officer is not eligible for election as Chairman of an Advisory Committee.

- 12.7** The Board will appoint the Chairman of each Advisory Committee and must call for nominations for each Committee vacancy annually. Each appointment is for a 2 year term and no person is eligible to serve for that 3 terms without a break of at least one term.
- 12.8** A person may serve on more than one Advisory Committee at a time
- 12.9** *Clause deleted at the Annual General Meeting held on 31 October, 2005.*
- 12.10** Subject to this Constitution and or the rules, and/or regulations and by-laws an Advisory Committee appointed by the Board may determine its own procedure. If at any meeting the chairman is not present within 10 minutes after the time appointed for holding the meeting, the members of the committee present may choose one of their number to be chairman of the meeting.
- 12.11** An Advisory Committee may meet and adjourn as it thinks proper. Questions arising at any meeting will be determined by a majority of votes of the members of the Advisory Committee present and in the case of an equality of votes the motion fails.
- 12.12** Casual Vacancies in Advisory Committee

A casual vacancy occurs in the office of an Advisory Committee Member and that office becomes vacant if the Committee Member

- (i) dies
- (ii) resigns by notice in writing delivered to the Chairperson
- (iii) if convicted of an offence under the Act
- (iv) may be terminated by a vote of a majority of the Commissioner's in office if found to be guilty of not acting in the best interests of the Association
- (v) is absent from more than
 - a. 3 consecutive Advisory Committee Meetings; or
 - b. 3 Advisory Committee Meetings in the same financial year without tendering an apology

13. Validation

All acts done by a meeting of the Board or of an Advisory Committee or by any person acting on behalf of the Board will notwithstanding any defect in the constitution of the meeting or the appointment of any person acting as aforesaid be valid if ratified by the Board.

14. Chief Executive Officer

- 14.1** The Board may appoint a Chief Executive Officer of the Commission for such period and on such terms as they think fit and subject to the terms of any agreement entered into in any particular case the Board may revoke any such appointment.
- 14.2** The Chief Executive Officer will receive notice of and be required to attend all meetings of the Board and to attend meetings of Advisory Committees as directed by the Board.
- 14.3** The duties of the Chief Executive Officer are to generally supervise the day to day running of the Commission and of Speedway in Western Australia on behalf of the Board and to comply with all directives from time to time given to him/her by the Board. In addition the Chief Executive Officer will be responsible to the Board for the proper performance of their duties by all employees of the Commission and for advice to the Board as to the best means of administering and promoting the affairs of the Commission.
- 14.4** The Chief Executive Officer can not be a Commissioner while he holds the office of Chief Executive Officer.

15. Secretary and other Officers

The Board may appoint a Secretary and other officers of the Commission who will carry out such duties as are specified by this Constitution or determined by the Board or the Chief Executive Officer. In the performance of their duties such persons will be under the control of the Chief Executive Officer.

16. Annual General Meetings of the Commission

- 16.1** A meeting of all Members and Participant Members called the Annual General Meeting must be held not later than 30 October in each year.
- 16.2** At least 21 days notice in writing of an Annual General Meeting must be given to each Member and Participant Member by posting the notice convening the meeting and any accompanying documents to the address of each member recorded in the register of members kept under Article 5.6.
- 16.3** The Commission must present to the Annual General Meeting its report for the financial year of the Commission ending on the previous 30 June incorporating the audited accounts and balance sheet of the Commission copies of which must be provided to all Members with the notice of meeting .
- 16.4** The Annual General Meeting will also consider any business of which a Member has given not less than 14 days notice in writing to the Commission
- 16.5** No business may be transacted at any Annual General Meeting or other general meeting unless a quorum of Members and Participating Members is present. A quorum is five Members entitled to vote and five Participating Members entitled to vote.

If a quorum is not present within half an hour from the time appointed for the meeting:

- (1) if the meeting was convened upon the requisition of Members or Participating Members the meeting is dissolved; or
- (2) in any other case:
 - (a) the meeting stands adjourned to such day, and at such time and place, as the Board determines or, if no determination is made by the Board, to the same day in the next week at the same time and place; and
 - (b) if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the meeting is dissolved.

17. Other Meetings

The Board may at any time convene a meeting of Members and Participant Members, upon such terms and conditions as it determines desirable.

18. Voting at meetings of Commission

- 18.1** Each Member and Participating Member has one vote at a meeting of members of the Commission.
- 18.2** A member who is a body corporate may appoint in writing a natural person, whether or not that person is a member of the Commission to represent it at any meeting of members of the Commission. Any appointment under this article must be lodged with the Commission not less than 48 hours before the time of the meeting.
- 18.3** Any person appointed under Article 18.2 is deemed for all purposes to be a member and may vote on behalf of the member that appointed him.

19. Auditors

At their first meeting in each calendar year the Board must appoint an auditor or auditors at such remuneration (to be paid from Commission funds) as the Board determines. The auditors must examine the books, accounts, receipts and other financial records of the Commission and of each Licensee for the year in which they are appointed and compare the same with the annual accounts submitted by the Board. The auditors must not later than 31 October in the year following that in which they were appointed, prepare and send to the Board a report as to the accuracy of the accounts and the financial position of the Commission. The auditors must upon finding any deficiency in money or goods report the same immediately to the Board.

20. Finance

- 20.1 All fines or other penalties imposed under or pursuant this Constitution or the Rules will be paid into the funds of the Commission.
- 20.2 The financial year of the Commission commences on 1 July and ends on 30 June.
- 20.3 All revenue received by the Commission must be paid into the funds of the Commission and must be allocated in the manner determined by the Board.

21 Default

While any moneys payable by a Participating Member to the Commission are overdue, that Participating Member will not be entitled to exercise any rights granted under this Constitution or the rules, regulations and by-laws unless the Board resolves otherwise.

22 Notices

Any notice to be given for the purposes of this Constitution or the Rules may be given by post or facsimile and if so given will be deemed to have been received by the addressees in the ordinary course of post or in the case of facsimile on the day following its transmission.

23 Seal

The Board is to provide for the safe custody of the seal, which may only be used by authority of the Board, or of a committee of the Board authorised by the Board in that behalf, and every instrument to which the seal is affixed must be signed by a Commissioner and countersigned by the Chief Executive Officer or by a second Commissioner or by some other person appointed by the Board for the purpose.

24 Review and Amendment of this Constitution

- 24.1 The Board, a Member or a Participating Member may from time to time propose to amend this Constitution by alteration addition or rescision.
- 24.2 The Board must give to the Members and Participant Members at least 21 days notice of a proposal to make any amendment together with a copy of the proposed amendment and any such amendment must be confirmed by a Special Resolution of Members and Participant Members present and voting at the meeting at which the proposal is put.
- 24.3 This Constitution and the rules, regulations and by-laws bind every Member and Participant Member and the Commission to the same extent as if they had signed and sealed this Constitution and the Rules and agreed to be bound by all the provisions thereof.

25 Distribution of surplus property on winding up of the Commission

If, on the winding up of the Commission any property of the Commission remains after satisfaction of the debts and liabilities of the Commission and the costs, charges, and expenses of that winding up, that property in the discretion of the Board, will be distributed:

- (1) to another incorporated association having objects similar to those of the Commission; or
- (2) for charitable purposes.

26 Rules, Regulations and By-Laws

The Board may from time to time make the rules, regulations and by-laws and amend or vary such rules, regulations and by-laws as they think fit and all such rules, regulations and by-laws bind Members and Participant Members and their respective Officials, committee members, members and competitors provided that in the event of inconsistency between such Rules and this Constitution the provisions of this Constitution will prevail.

27 Inspection of Records etc of Association

A Member may at any reasonable time inspect, without charge, the Records and documents and Securities of the Association

28 Register of Members of Association

- (1) The Executive Officer, on behalf of the Association, must comply with section 27 of the Act by keeping and maintaining
In an up to date condition a register of the Members of the Association and their postal or physical addresses and, upon the request of a member of the Association, shall make the register available for the viewing of but shall have no right to remove the register for that purpose
- (2) The register must be so kept and maintained at the Association's place of business, or at such other place as the Commissioners decide

29 Custody of Records

Custody of all books, documents, records and securities of a financial nature and accounting records of the Association must be kept and maintained by the Executive Officer at the Association's place of business, or at such other place as the Commissioners decide

