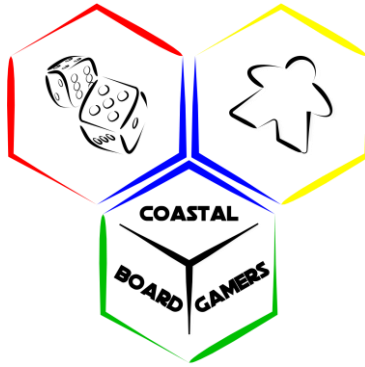




CONSTITUTION AND RULES OF ASSOCIATION

Coastal Board Gamers Inc.



Constitution and Rules of Association

This document outlines the constitution and rules of association for Coastal Board Gamers. This document is liable to be altered and superseded. Always ensure the most current document is referenced. The purpose of this document is to cover the governing requirements of all members.

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1. Name of the Association

1. The name of the Association is 'Coastal Board Gamers or 'CBG', hereafter referred to as 'the Association'.

2. Mission and aims of the Association

Building a board gaming community

1. Coastal Board Gamers exists to:
 - a. Facilitate a fun, relaxed, inclusive, and safe environment.
 - b. Teach and provide access to a variety of games.
 - c. Regularly host various events that foster and support the positive benefits of playing board games.
 - d. Promote the CBG mission via various events, media, and other formats.
 - e. Encourage communication and build relationships with other organisations.

3. Powers of the Association

1. The powers of the Association are held in the Committee, and include:
 - a. collection of money for the purpose of membership and/or the pursuit of other interests of the Association; and
 - b. acceptance of membership; and
 - c. refusal of membership; and
 - d. investment of money towards furthering the Association's goals, as determined by the Committee; and
 - e. entering into contracts the Committee deems necessary or desirable; and
 - f. opening and operation of bank accounts.
2. Any Committee Member may delegate these powers to another Member of the Association. This must be done either:
 - a. in writing, with said written request presented to the next Committee Meeting; or
 - b. orally, only if witnessed and approved by another member.

4. Membership

1. The Association is committed to providing an inclusive and welcoming environment to all Members, as well as to any person who attends any Association-sponsored event.
2. The Association shall consider all applications for membership without prejudice, and shall not discriminate on the basis of race, colour, religion or creed, gender or gender expression, age, national origin or ancestry, disability, marital status, sexual orientation, or military status and any other cause for discrimination that is outlined in the Anti-Discrimination Act 1998 (Tasmania), or in any other anti-discrimination act or law passed, or to be passed, in any jurisdiction under which the Association operates.



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3. The Association shall maintain a Register of its Members and a person may only be a Member so long as their name is entered in the Register of Members.

4. Any Committee Member may accept an application for membership, so long as they are acting in accordance with these Rules. The application must include either the appropriate joining fee, or pro rata services provided to the Association (the latter of which must be approved by the Committee).

5. Each person admitted to membership shall be:

- a. bound by this Constitution and all By-laws of the Association;
- b. liable for such fees as determined by the Association; and
- c. entitled to all advantages of membership, as set out in these Rules.

5. Membership Categories

Membership shall be available in three categories:

1. Associate Members. Any associate Member is entitled to:

- a. attend Association events at a price determined by the Association; and
- b. receive notice of and about events organized by the Association.

2. Supporting Members. Any Supporting Member is entitled to the same privileges as Associate Members, along with:

- a. discounted entry to Association events; and
- b. voting rights at Special and Annual General Meetings; and
- c. eligibility to hold any office in the Association Committee.

3. Life Members

- a. Application as a Life Member can be made at the discretion of the Committee.
- b. The Committee can grant a Life Membership, for services rendered to CBG or for other reasons, at their discretion.
- c. Any Life Member is considered a Supporting Member and receives the same privileges, along with exemption from future membership fees.

6. Membership Fees

1. The Committee shall determine all membership fee levels, and when and how Members, and their families, will incur them.



7. Rules of Membership

1. A person's membership may be terminated or altered by the Committee, due to:
 - a. a notice of resignation delivered to a Committee Member.
 - (1) If a Member resigns, they have the right to re-apply for membership.
 - b. a membership fee remains unpaid after three months.
 - (1) If a membership has lapsed due to non-payment of fees, that person has the right to re-establish membership by bringing their membership fees up-to date and providing to the Committee proof of payment.
 - c. any act that is deemed detrimental to the interests of the Association by the Committee, or any act that is in breach of the Association's Constitution or Bylaws.
 - (1) If a Member is suspended or expelled for either of these reasons, they have the right to appeal, by presenting their case to a Special General Meeting called exclusively for this purpose.
 - (2) This Special General Meeting must be held within 21 days of a request for appeal being presented to the Committee.
 - (3) Both the Committee and the expelled or suspended Member will have equal opportunity to present their case to attending Supporting Members, who may vote on the outcome.
 - (4) The decision of the Special General Meeting will be final.
 - d. the term of each membership suspension shall be determined by the Committee, and the length of suspension cannot be appealed.
2. Notification of any expulsion or suspension shall come into effect following the serving of a written notice to that Member.

8. Finances

1. All property and income of the Association shall be held and used for the benefit of the Association.
2. No part of the property or income shall be used either directly or indirectly for the personal benefit of any Member, except in good faith in the promotion of the Association's objectives.
3. All Association funds shall be deposited into the Association's accounts, held with such financial institutions as the Committee sees fit.
4. Signatory to the Association's accounts shall be any two of the Committee's Executive Members.
5. Signatory to the Association's transactions shall be the Treasurer, as well as any one other of the Committee's Executive Members.
6. Any cash received by the Association in excess of \$25 shall cause a receipt to be raised.
7. Any Committee Member may issue receipts.



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8. All money received by Committee Members on behalf of the Association shall be deposited directly into the Association's accounts or shall be given to the Treasurer within 14 days for deposit into the Association's accounts.
9. Any invoice due for payment by the Association must be passed by the Committee before payment, at the next Committee Meeting following receipt of invoice. If immediate payment is required, the necessary payment may be made and then endorsed at the following Committee Meeting.
10. The Treasurer and the President may spend up to \$100 of the Association's fund without the consent of the Committee, provided that a written record of the transaction is submitted.
11. No other Committee Member may spend more than \$25 of the Association's funds without the consent of the Committee, and a written record of the transaction shall be required.
12. The Financial Year of the Association shall commence on 1 July each year.
13. In accordance with the Amendment to the Associations Incorporation Act 1964, effective from October 2016, as an incorporated organisation with annual revenue of less than \$250,000, the Association no longer is subject to an annual financial audit and is not required to pass a special resolution for exemption from said audit.
14. Upon the event of the Association winding-up and having any surplus assets;
 - a. The surplus assets must not be distributed among the members of the association.
 - b. The surplus assets must be given to another entity—
 - i) having objects similar to the association's objects; and
 - ii) the rules of which prohibit the distribution of the entity's income and assets to its members.

9. The Committee

1. Management of the Association and its powers are vested in the Committee, which is elected by Supporting Members at each Annual General Meeting.
2. The Committee consists of a minimum of five (5) members
3. The five (5) Executive Committee positions hold responsibilities including, but not limited to, the following:
 - a. The President:
 - (1) serves as Chair of any Committee Meeting, as well as the Annual General Meeting and Special General Meetings; and
 - (2) casts a deciding vote in the event of a tie in any election.
 - b. The Vice-president:
 - (1) may serve as Acting Chair in the absence of the President; and



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(2) when serving as Acting Chair, may cast a deciding vote in the event of a tie.

c. The Treasurer:

- (1) manages all financial affairs and maintains all financial records of the Association; and
- (2) monitors and regularly reports on the Association's financial status to its Members and to the Committee; and
- (3) creates an annual budget for the Association; and
- (4) fulfils financial reporting obligations of the Association to the State.

d. The Secretary:

- (1) records, circulates and archives Meeting Minutes.

e. The Public Officer:

- (1) advises the State of any change in the Association's status; and
- (2) advertises the Annual General Meeting and any Special General Meetings to the membership; and
- (3) accepts nominations during a Committee election.

4. No person shall hold more than one Executive position (excluding e. The Public Officer) on the Committee at any one time. If a vacancy occurs, the Committee may appoint one of its regular Committee Members to the vacant Executive position until the next Annual General Meeting.

5. At the Committee Meeting after each Annual General Meeting the Committee Members must appoint a president, vice president, secretary, treasurer and public officer from among their number. Other committee positions should also be appointed. Subject to this Constitution, those Office Bearers hold their position until the conclusion of the election of Office Bearers at the first Committee Meeting after the next Annual General Meeting.

6. If a vacancy occurs in the regular Committee, the Committee may appoint any Association Member to fill the vacancy until the next Annual General Meeting.

7. A Committee position may become vacant if a Committee Member:

- a. resigns from office; or
- b. is no longer a Supporting Member of the Association, according to the Rules as laid out in clause 7 of this document; or
- c. fails, without leave from the committee, to attend three (3) consecutive committee meetings; or
- d. dies; or
- e. becomes bankrupt; or
- f. faces criminal charges; or



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g. fails to disclose any conflict of interest involving Association business.

8. The Committee shall:

- a. carry out the day-to-day running of the Association; and
- b. develop, review and uphold the Constitution; and
- c. execute all powers of the Association; and
- d. adjudicate on all matters brought before it that affect the Association; and
- e. make, amend and rescind rulings, policies and By-laws; and
- f. form and appoint Subcommittees as required; and
- g. retain Minutes of all proceedings at Meetings; and
- h. maintain or appoint an Agent or Agents of the Committee to manage the Association's records and archives.

9. A Member of the Committee who has a conflict of interest in any contract or arrangement considered by the Association must disclose the conflict of interest at the first possible Committee Meeting after such conflict of interest has been identified, and is not to vote as a Member of the Committee in respect of that interest.

10. A Member of the Committee holds office until the second annual general meeting from when they were elected (approximately two years) unless the member vacates the office under clause **9.7** or is removed under clause 7.

10. Committee Meetings

- 1. Committee Meetings may be called by any Committee Member, or at the request of any Member of the Association.
- 2. At least seven (7) days' notice of a Committee Meeting must be given to all Committee Members or interested Members.
- 3. Conducting Association business at a Committee Meeting requires a quorum of three (3) Committee Members.
- 4. If the President and Vice-president are unable to attend a Committee Meeting, the Committee Members present will nominate an Acting Chair.
- 5. All Committee Members have one deliberative vote each, with the President or Acting Chair able to break ties using an additional casting vote.
- 6. Committee Members may not vote by proxy.
- 7. A minimum of four (4) committee meetings will be held each year.

11. Special General Meetings

- 1. A Special General Meeting may be:
 - a. called by the Committee; or



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- b. on the written request of Supporting Members, stating the purpose of the Meeting.
2. If Supporting Members request the Meeting, the request must be endorsed by at least:
 - a. eight (8) Supporting Members; or
 - b. thirty per cent (30%) of Supporting Members, whichever number is fewer.
3. The Committee must give at least fourteen (14) days' public notice of the time, date and location of the Special General Meeting to all members.
4. The notice of the Special General Meeting will clearly state its purpose. No other business shall be dealt with at the Special General Meeting.
5. All Members are permitted to attend the Meeting. Only Supporting Members have the right to vote.
6. Quorum at the Special General Meeting shall be at least:
 - a. nine (9) Supporting Members; or
 - b. forty per cent (40%) of Supporting Members, whichever number is fewer.
7. If by thirty (30) minutes after the appointed starting time of the Special General Meeting there is no quorum, the Meeting shall adjourn to a place and time determined by those present.
8. The Committee shall notify all Members of the changes to said Meeting.
9. If quorum is not achieved at the subsequent Meeting, those Supporting Members present shall be competent to discharge the business of the Special General Meeting.

12. Annual General Meeting (AGM)

1. The Association shall hold an Annual General Meeting each year, on any day not later than three (3) months after the close of the Association's Financial Year.
2. The Committee must give at least twenty-one (21) days' public notice of the time, date and location of the Annual General Meeting to all Members.
3. The notice of the Annual General Meeting shall call for nominations for Committee elections, to be received in writing by the Public Officer at least seven (7) days before the Annual General Meeting.
4. All Members are permitted to attend the Meeting. Only Supporting Members have the right to vote.
5. Quorum at the Annual General Meeting shall be at least:
 - a. twelve (12) Supporting Members; or
 - b. thirty per cent (30%) of Supporting Members, whichever number is fewer.
6. If by thirty (30) minutes after the appointed starting time of the Annual General Meeting there is no quorum, the Meeting shall adjourn to a place and time determined by those present.



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7. The Committee shall notify all Members of the changes to said Meeting.
8. If quorum is still not achieved at the subsequent Meeting, those Supporting Members present shall be competent to discharge the business of the Annual General Meeting.
9. The Agenda for the Annual General Meeting shall contain these items of business:
 - a. Opening of Meeting
 - b. Apologies
 - c. Confirmation of Minutes from the previous Annual General Meeting
 - d. Presentation of President's Annual Report
 - e. Adoption of Annual Report
 - f. Presentation of Treasurer's Annual Financial Statement and Budget
 - g. Approval of Annual Financial Statement and Budget
 - h. Election of new Committee
 - i. Any Notices of Motion
 - j. General Business
 - k. Closure
10. No other business shall be dealt with at the Annual General Meeting.

13. Elections

1. All nominations for election to the Committee must be submitted to the Public Officer a minimum of seven (7) days before the appointed day for the Annual General Meeting.
2. Only Supporting Members with a minimum of one (1) year as part of the association are eligible for election to the Committee.
3. A Supporting Member must be nominated for a role on the Committee by a Supporting Member and seconded by another Supporting Member.
4. Members serving on the previous year's Committee are eligible for re-election.
5. Only Supporting Members have the right to vote.
6. Voting is done by secret ballot.
7. If a Supporting Member is unable to attend a meeting, an absentee vote can be arranged by approaching the Committee and said vote must be submitted to the Public Officer in advance of said meeting in writing.

14. Risk Management

1. Risk management is a key governance and management function. The Association is proactive in its approach to risk management, balances the cost of managing risk with anticipated benefits, and undertakes contingency planning in the event that critical risks are realised.



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2. The Association has the primary duty to ensure the health and safety of volunteers and all other attendees at any Association event.
3. A duty to ensure health and safety requires the Association to manage risks:
 - a. by eliminating health and safety risks so far as is reasonably practicable; and
 - b. if it is not reasonably practicable to eliminate the risks, by minimising those risks so far as is reasonably practicable.
4. Deciding what is 'reasonably practicable' to protect people from harm requires weighing up certain matters, including the likelihood of a hazard or risk occurring and the degree of harm that would result, and then making a judgement about what is reasonable in the circumstances.
5. Effective risk management involves:
 - a. a commitment to health and safety from the Officers of the Association; and
 - b. the involvement and cooperation of Members of the Association.
6. As far as is reasonably practicable, persons are not put at risk from involvement with the Association.
7. The Association is protected from adverse incidents, reduces its exposures to loss, and mitigates and controls loss should it occur.
8. The Association has ongoing, unimpeded capacity to fulfil its mission, perform its key functions, meet its objectives and support its Members.



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Revision History

27/08/2023 Version 1.4

Replaced old clause 2

2. Mission and aims of the Association

To play all types of board games and have fun together.

1. Coastal Board Gamers exists to:
 - a. Facilitate a fun, relaxed and inclusive environment, where regular events of various kinds are held to enjoy board gaming across the north west coast of Tasmania.
 - b. Enable access to a variety of games
 - c. Promote the CBG mission via social media, print media, special events and other formats.
 - d. Encourage communication and involvement with similar organisations and work together forming mutual relationships to Promote the CBG mission.

With new clause 2

2. Mission and aims of the Association

Building a board gaming community

1. Coastal Board Gamers exists to:
 - a. Facilitate a fun, relaxed, inclusive, and safe environment.
 - b. Teach and provide access to a variety of games.
 - c. Regularly host various events that foster and support the positive benefits of playing board games.
 - d. Promote the CBG mission via various events, media, and other formats.
 - e. Encourage communication and build relationships with other organisations.

27/08/2022 Version 1.3

Added clause 9.9

9. A Member of the Committee holds office until the second annual general meeting from when they were elected (approximately two years) unless the member vacates the office under clause 9.6 or is removed under clause 7.