

AUSTRALIAN CAPITAL TERRITORY
ASSOCIATIONS INCORPORATION ACT 1991
THE LEGACY CLUB OF CANBERRA INCORPORATED

CONSTITUTION, RULES AND BY-LAWS

14 May 2007 *(As Amended 2011, 2014 and 2015)*

THE LEGACY CLUB OF CANBERRA INCORPORATED
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**AUSTRALIAN CAPITAL TERRITORY
ASSOCIATIONS INCORPORATION ACT 1991**

**CONSTITUTION AND CLAUSES OF
THE LEGACY CLUB OF CANBERRA INCORPORATED**

NAME

1. The approved official title of the Association is “The Legacy Club of Canberra Incorporated” [hereinafter called “the Club”]. The general title is “Canberra Legacy”.

INTERPRETATION

2. This Constitution and these Clauses shall be construed with reference to the Associations Incorporation Act 1991. Terms used herein shall be taken as having the same meanings as they have when used in that Act and the Regulations made thereunder unless the contrary intention appears. In the interpretation of this Constitution and these Clauses, except where excluded by the context:
 - 2.1 “**By-laws**” means the By-laws of the Club made pursuant to Clauses 131-134 or as are authorised by the Constitution and these Clauses;
 - 2.2 “**deceased**” has the meaning ascribed to it in the Code;
 - 2.3 “**dependant**” has the meaning ascribed to it in the Code;
 - 2.4 “**financial year**” means that period of 12 months ending on December 31 in each year;
 - 2.5 “**Legacy Australia**” means Legacy Australia Incorporated an association duly incorporated under the laws of the State of Victoria;
 - 2.6 “**member**” means a person admitted to Legacy under the provisions of the Code;
 - 2.7 “**the Reserve**” comprises those members assigned to it by the Board.
 - 2.8 “**Standing Committee**” means a Standing Committee established pursuant to clause 100.
 - 2.9 “**the Act**” means the Associations Incorporation Act 1991 as amended
 - 2.10 “**the Board**” means the Board of Directors of the Club constituted pursuant to Clause 71;
 - 2.11 “**The Charter and Badge of Legacy**” means The Charter of Legacy set out in Appendix A and C and Annex A, B, C and D in the Constitution of Legacy Australia Incorporated;
 - 2.12 “**the Club**” means The Legacy Club of Canberra Incorporated;
 - 2.13 “**the Code**” means The Code of Legacy determined from time to time by the National Conference of Legacy Clubs of Australia;
 - 2.14 “**the Code of Conduct**” means the Code of Conduct as set out in Appendix C and Annex A, B, C, and D in the Constitution of Legacy Australia Incorporated.
 - 2.15 “**the Yass-Boorowa Group**” means the members of the Club carrying out the objectives of the Club in the Yass-Boorowa region;
 - 2.16 “**veteran**” has the meanings ascribed to it in the Code and includes Allied Veterans as defined therein;
 - 2.17 words importing the masculine gender include the feminine gender and words importing the feminine gender include the masculine gender; and
 - 2.18 words in the singular include the plural and words in the plural include the singular.
 - 2.19 “**the Territory**” means the Australian Capital Territory;

APPLICATION OF INCOME AND PROPERTY OF THE CLUB

3. The income and property of the Club whencesoever derived shall be applied solely towards the promotion of the objects of the Club as set forth herein and no part thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of

profit to the members of the Club PROVIDED THAT nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or employee of the Club or to any member thereof or any other person in return for any service actually rendered to the Club nor for goods supplied in the ordinary and usual way of business nor prevent the payment of interest at a rate not exceeding the rate charged by bankers in Canberra on overdraft accounts on money borrowed from any member of the Club or reasonable and proper rent for premises demised or let by any member of the Club.

DISTRIBUTION OF PROPERTY UPON WINDING UP

4. If, upon the winding up or dissolution of the Club, there remains, after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Club, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Club and which shall prohibit the distribution of its or their income and property amongst its or their members to an extent at least as great as is imposed on the Club under or by virtue of Clause 3 hereof, such institution or institutions to be nominated by special resolution of the Club.

OBJECTS

5. The primary objects of the Club are:
 - 5.1 to assist the dependants of deceased veterans in necessitous or deserving circumstances in such manner and to such extent as the Club may in its discretion deem necessary and desirable;
 - 5.2 to care for, safeguard and further the interests of such dependants in accordance with the Code, particularly the spirit of The Charter of Legacy, and the provisions of the "Code of Conduct";
 - 5.3 to assist any other persons in necessitous or deserving circumstances in such manner and to such extent as the Club may in its discretion deem necessary and desirable, provided such other persons are within a class of persons who may be eligible for the benefits of Legacy as provided in the Code;
 - 5.4 to promote, develop and foster loyalty to the Commonwealth of Australia and to uphold its Constitution;
 - 5.5 to promote, develop and foster a high ethical standard of citizenship and a spirit of responsibility in national affairs;
 - 5.6 to promote, foster and adhere to the Code;
 - 5.7 to maintain a non-sectarian association and in relation to party politics non-partisan; and
 - 5.8 to provide a rendezvous where members may meet regularly for the purpose of sustaining among themselves an esprit de corps in which the comradeship of the Australian Defence Force will be the background to the spirit of service in carrying out the objects of the Club.
6. The other objects of the Club are:
 - 6.1 to promote, develop, foster and support the study and acquisition, dissemination and the application of knowledge and information concerning the needs and problems of dependants of veterans and such other persons who may be eligible for the benefits of Legacy as provided in the Code;

- 6.2 to co-ordinate and correlate the efforts of organisations, companies, associations, institutions, statutory bodies and other bodies, the professions and individuals in any way concerned with the needs and problems of such dependants and such other persons;
- 6.3 to promote, develop, foster and support the establishment of advisory and other services for the benefit of such dependants and such other persons;
- 6.4 to promote, develop, foster and support the establishment of such facilities as are deemed necessary or desirable in the interests of such dependants and such other persons;
- 6.5 to conduct and maintain the facilities referred to in the immediately preceding sub-clause or to assist in their conduct and maintenance;
- 6.6 to consult and liaise with the various veteran organisations in Australia in the interest of promoting, developing, furthering and supporting the effective development, fostering and support of means of aiding and assisting such dependants and persons;
- 6.7 to maintain close co-operation and liaison with organisations of ex-service personnel in Australia in the interests of such dependants and other persons;
- 6.8 to maintain close co-operation and liaison with the Governments of Australia, their Departments and Agencies in the interests of such dependants and other persons;
- 6.9 to print, publish, acquire or dispose of books, journals, magazines, articles, reports and monographs and any other requisites and materials of every description relating to or for the purposes of the Club;
- 6.10 to affiliate with and enter into arrangements of a co-operative nature with organisations of ex-service personnel in Australia for the purposes of assisting the Club to further its objects and carry out its purposes;
- 6.11 to affiliate with and to enter into arrangements for joint action and co-operation with other organisations for the purposes of assisting the Club to further its objects and to carry out its purposes;
- 6.12 to maintain its membership of Legacy Australia Incorporated; and
- 6.13 for the purposes of furthering the objects of the Club to carry on any other activities which may seem to the Club capable of being conveniently carried on in connection therewith or which may directly or indirectly further those objects.

POWERS

7. The Club shall have the following powers:
 - 7.1 to carry out all or any of the above objects either alone or in conjunction with other bodies, authorities or persons;
 - 7.2 to act as trustee of and solicit and accept donations to a public fund or funds established and maintained exclusively for providing money for the benefit of persons referred to in Clause 5.
 - 7.3 to solicit and accept donations, bequests, legacies and all forms of gifts of property, real or personal, to assist the Club to further its objects and carry out its purposes;

- 7.4 to appoint and conduct such regional contact groups as the Club may consider necessary with such powers, functions and duties and upon such terms and conditions as the Club may determine from time to time;
- 7.5 subject to Clause 86 to purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with any of the objects of the Club PROVIDED THAT in case the Club shall take or hold any property which may be subject to any trusts, it shall only deal with the same in such manner as is allowed by law having regard to such trusts;
- 7.6 to enter into any arrangements with any government or government institution, municipal, local or other authority, company, association, institution or individual, that may seem appropriate to enable the Club to carry out its objects or any of them, to seek and obtain from any such government, government institution or authority any rights, privileges and concessions which the Club may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements rights, privileges and concessions;
- 7.7 to appoint, employ, suspend or remove such managerial, secretarial, clerical and other staff as may be necessary or convenient for the purposes of the Club;
- 7.8 to establish and support or aid in the establishment and support of superannuation and insurance schemes calculated to benefit employees or past employees of the Club or their dependants and to grant such pensions and allowances to such persons as may be deemed appropriate from time to time;
- 7.9 To invest and deal with money of the Club not immediately required in either:
- [1] investments authorised from time to time by the Trustee Act of the State of New South Wales;
 - [2] investments authorised from time to time by the Trustee Act 1925 of the State of New South Wales as applied and modified by the Trustee Act 1957 of the Australian Capital Territory; or
 - [3] the purchase of a Bill of Exchange accepted by a Bank in Australia for which that Bank accepts liability for payment on the maturity of that Bill;
- 7.10 subject to Clause 86 to borrow any moneys required for the purposes of the Club upon such security as may be determined or without security and to make, accept and endorse cheques, promissory notes, bills of exchange and other negotiable instruments;
- 7.11 subject to Clause 86 to make, draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- 7.12 subject to Clause 86 to 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 Club's property of whatsoever kind sold by the Club or any money due to the Club from purchasers and others;
- 7.13 subject to Clause 86 to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club;
- 7.14 to take any gift or property whether subject to any special trust or not, for any one or more of the objects of the Club but subject always to the proviso in sub-Clause 7.5;

- 7.15 to make such appeals as may from time to time be determined for the purpose of procuring funds for the Club;
- 7.16 to print and publish any newspapers, periodicals, books, journals, magazines, articles or leaflets that the Club may think desirable for the promotion of its objects;
- 7.17 to do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Club;
- 7.18 to make, amend and repeal By-laws.

In interpreting any of the Club's Objects or Powers set forth in Clauses 5, 6 and 7 the meaning thereof shall not be restricted by reference to any other objects or power or by the juxtaposition of two or more objects or powers.

MEMBERSHIP

8. Membership shall be subject to the following:

- 8.1 All persons who are members of the Club at the date this Constitution and these Clauses are adopted shall henceforth be known as members.
- 8.2 The Board may invite any person of good repute who is qualified for membership of a Legacy Club to become a member.
- 8.3 The procedures to be followed prior to the Board extending such an invitation to a person shall be set forth in the By-laws.
- 8.4 If a person accepts such invitation, they shall then be inducted into membership.
- 8.5 If a person, who is a member of another Legacy Club, permanently changes their residential address to an address within the sphere of activity of the Club, they may be invited by the Board to become a member when the Legacy Club of which they are a member notifies the Club of their change of address, full particulars of their Legacy service and a copy of their original nomination form.
- 8.6 If a person referred to in sub-Clause 8.5 accepts the invitation of the Board within a period of two months after the date thereof, they shall be deemed to have been admitted as a member and to be a financial member during such period as they would have been financial with the Club of which they were formerly a member.
- 8.7 [1] To be eligible for membership, registration with the Australian Capital Territory' Office of Regulatory Services under the Territory's '*Working with Vulnerable People (Background Checking) Act 2011*', or the complementary New South Wales Act as amended from time to time, is compulsory except for those members who may be exempted by the Board consequent on their not being required by Statute to be registered at any relevant time.

[2] Members inducted prior to this clause being adopted are required to be registered under the relevant Act.

[3] Members who being required by statute to be registered fail to be registered, or to maintain registration, or are refused registration, or having been registered and have their registration revoked, may have their membership dealt with by the Board pursuant to Rule 25 of the Constitution.

MEMBERSHIP PROVISIONS

9. All members shall be entitled to notice of general meetings and to attend thereat and be heard.
10. A member shall:
 - 10.1 be entitled to vote at general meetings or to appoint a member as a proxy to vote on their behalf at such meetings;
 - 10.2 be entitled to hold office as a member of the Board; and
 - 10.3 be entitled to nominate a person for election as a member of the Board or to second such a nomination.
11. Each member of the Club shall be a “Legatee” and shall normally be referred to as “Legatee” followed by their surname.
12. Persons who are members of other Legacy Clubs visiting Canberra shall be entitled to attend meetings of the Club and with the leave of the President or person presiding at the meeting be heard on any matter but shall not be entitled to vote.

RESERVE

13. The Reserve shall consist of those members assigned to it as follows:
 - 13.1 The Board may with the consent of a member assign that member to the Reserve;
 - 13.2 A member in the Reserve may at any time apply to the Board for removal from it;
 - 13.3 The clauses relating to the circumstances in which a member may be assigned to the Reserve and the procedure to be followed by the Board shall be set out in the By-laws.

SUBSCRIPTIONS

14. Upon a person being admitted as a member, the fee payable by them shall be as follows:
 - 14.1 if they are admitted during the first six months of the financial year - the annual subscription payable by members; or
 - 14.2 if they are admitted during the second six months of the financial year - one half of the annual subscription payable by members.
15. The annual subscription payable by members shall be determined from time to time by the Board.
16. Annual subscriptions shall be due and payable upon the first day of January in each year.
17. Members who have not paid their annual subscriptions shall not be eligible to:
 - 17.1 nominate a person for election as a member of the Board or to second such a nomination;
 - 17.2 be nominated for election to the Board; or
 - 17.3 vote at any general meeting or appoint a proxy to vote at such a meeting.

THE LEGACY BADGE

18. Every member of the Club shall be issued with a lapel badge which should be worn by members whenever practicable and particularly when engaged on Legacy activities.

19. The badge to be issued shall be the badge which is in common use at the date this Constitution and these Clauses are adopted by the Club.
20. A badge issued to a member shall at all times remain the property of the Club and upon their ceasing to be a member they shall return it to the Club.

LIABILITY OF MEMBERS

21. The liability of a member to contribute towards the payment of the debts and liabilities of the Club or the costs, charges or expenses of its winding up is limited to the amount, if any, unpaid by the member in respect of their membership of the Club as required by Clauses 14 - 16.

CESSATION AND SUSPENSION OF MEMBERSHIP

22. Any member desiring to resign from the Club shall give notice in writing to that effect to the Secretary.
23. No such notice shall be of any force or effect unless and until it has been accepted by the Board.
24. A person ceasing to be a member shall cease to be entitled to those rights and privileges held by reason of that membership, but shall still be liable to pay to the Club all amounts owing to it at the date of ceasing to be a member.
25. If in the opinion of the Board a member has :
 - 25.1 failed to pay their annual subscription and any other moneys due and owing to the Club by June 30 in each year and in the case of a new member within one month after induction as a member;
 - 25.2 failed to carry out their pledge of service as a Legatee;
 - 25.3 persistently and wilfully refused to comply with this Constitution and these Clauses and the By-laws made thereunder;
 - 25.4 failed to abide by the Code of Conduct;
 - 25.5 been guilty of conduct prejudicial to the interests of the Club; or
 - 25.6 been convicted of any serious criminal offence;

the Board may, subject to the provisions of this Clause, resolve to expel them from membership of the Club.

26. A resolution of the Board under Clause 25 is of no effect unless the Board at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under Clause 27 confirms the resolution in accordance with this Clause.
27. Where the Board passes a resolution under Clause 25 the Secretary shall, as soon as practicable, cause a notice in writing to be served on the member:
 - 27.1 setting out the resolution of the Board and the grounds on which it is based;
 - 27.2 stating that they may address the Board at a meeting to be held not earlier than 14 days and not later than 28 days after the service of the notice;
 - 27.3 stating the date, place and time of that meeting; and
 - 27.4 informing the member that they may do either or both of the following:

- [1] attend and speak at that meeting;
 - [2] submit to the Board at or prior to the date of that meeting written representations relating to the resolution.
28. Subject to Section 50 of the Act, at the meeting of the Board referred to in Clause 26, the Board shall:
- 28.1 give to the member mentioned in Clause 25 an opportunity to make oral representations;
 - 28.2 give due consideration to any written representations submitted to the Board by that member at or prior to the meeting; and
 - 28.3 by resolution determine whether to confirm or to revoke the resolution of the Board made under Clause 25.
29. Where the Board confirms a resolution under Clause 28 the Secretary shall within seven days thereafter by notice in writing inform the member of that confirmation and of the member's right of appeal under Clause 37.
30. A resolution confirmed by the Board under Clause 28 does not take effect:
- 30.1 until the expiration of the period within which the member is entitled to appeal against the resolution, where the right of appeal is not exercised within that period; or
 - 30.2 where within that period the member exercises their right of appeal, unless and until the Appeal Committee confirms the resolution.
31. Notwithstanding the foregoing provisions, if a member is charged before a court with any serious criminal offence, then the Board may resolve to suspend their membership of the Club until such charge has been disposed. If the charge against the member is dismissed, the suspension shall be deemed ipso facto to have been lifted but if the member be convicted then the Board may act under Clause 25.

THE APPEAL COMMITTEE

32. There shall be an Appeal Committee of the Club consisting of not less than three members, none of whom may be a member of the Board or of the Membership Committee.
33. The Board shall appoint the members of the Appeal Committee and each shall hold office until the conclusion of the first meeting of the Board after each annual general meeting and shall be eligible for re-appointment.
34. A member of the Appeal Committee shall be deemed to have vacated office if they:
- 34.1 ceases to be a member;
 - 34.2 becomes a person of unsound mind or a person whose person or estate is liable to be dealt with under any law relating to mental health;
 - 34.3 becomes a member of the Board or a member of the Membership Committee; or
 - 34.4 resigns their office by notice in writing to the Board.
35. The quorum for a meeting of the Appeal Committee shall be two members.
36. The Appeal Committee shall elect its Chairman. Each member of the Committee shall have one vote at a meeting thereof but in the event of there being an equality of votes, the Chairman shall have an additional vote which may be cast by them as they see fit.

37. A member aggrieved by a resolution of the Board which has been confirmed under Clause 28 or passed pursuant to Clause 31 may appeal to the Appeal Committee within fourteen days after notice of the resolution is served upon them by lodging with the Secretary a notice to that effect.
38. Upon an appeal being lodged with the Secretary in accordance with Clause 37, the resolution of the Board passed pursuant to Clause 28, or Clause 31, as to the case may be, shall be stayed until the appeal is concluded, abandoned or discontinued.
39. Upon receipt of a notice under Clause 37, the Secretary shall forthwith notify the Chairman who shall convene a meeting of the Appeal Committee to be held within fourteen days after the Secretary received the notice or as soon as possible after that date.
40. The Secretary shall give to the member at least seven days notice in writing of the date, time and place of the meeting at which their appeal will be heard.
41. Upon the hearing of an appeal pursuant to this clause a representative of the Board and the member shall be given the opportunity to make representations in relation to the appeal orally or in writing or both.
42. Subject to the provisions of the Act, the decision of the Appeal Committee shall be final.

PATRON

43. The Club may appoint a Patron whose appointment shall be continuous until they resign from such appointment or it is otherwise terminated.

HONORARY OFFICERS

44. If in the opinion of the Board there is a need for it to invite a particular person with particular expertise to carry out a specific function or task it may invite such a person to accept an Honorary Office to carry out that function or task for such period and upon such terms and conditions as it may see fit.
45. The Board shall not issue an invitation under this Clause unless it is satisfied that no member is available to carry out the function or task referred to in Clause 44.

ANNUAL GENERAL MEETINGS

46. The Club shall in addition to any other meeting it holds, hold an annual general meeting once in each calendar year within a period of five months after the expiration of each financial year.
47. Subject to Clause 46, the annual general meeting shall be held on such date and at such place and as the Board thinks fit.
48. In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be:
 - 48.1 to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that date;
 - 48.2 to receive from the Board reports on the activities of the Club during the last preceding financial year;
 - 48.3 to elect members of the Board; and
 - 48.4 to receive and consider the following as required by Section 73 of the Act:
 - [1] the audited Statements of the Club's accounts in respect of its last financial year; and

- [2] the auditor's report to the Club in relation to the Club's accounts for that financial year;
- [3] a report signed by two members of the Board stating:
 - [a] the name of each member of the Board of the Club during the last financial year and, if different, at the date of the report;
 - [b] the principal activities of the Club during the last financial year and any significant change in the nature of those activities that occurred during that year; and
 - [c] the net profit or loss of the Club for the last financial year.

49. An annual general meeting shall be specified as such in the notice convening it.

CALLING OF GENERAL MEETINGS

50. The Board may, whenever it thinks fit, convene a general meeting of the Club.
51. The Board shall on the requisition in writing of not less than five per cent of the total number of members, convene a general meeting of the Club.
52. A requisition for a general meeting:
- 52.1 shall state the purpose or purposes of the meeting;
 - 52.2 shall be signed by the requisitionists;
 - 52.3 shall be lodged with the Secretary; and
 - 52.4 may consist of several documents in like form, each signed by one or more of the requisitionists.
53. If the Board fails to convene a general meeting within one month after the date on which the said requisition is lodged with the Secretary, any one or more of the requisitionists may convene a meeting to be held not more than three months after that date.
54. A general meeting convened pursuant to Clause 53 shall be convened as nearly as is practicable in the same manner as general meetings are convened by the Board.
55. Any reasonable expenses incurred by the requisitionists by reason of the failure of the Board to convene a general meeting shall be paid to the requisitionists by the Club.

NOTICE APPLICABLE TO ALL GENERAL MEETINGS

56. Except where the business proposed to be dealt with at a general meeting is a special resolution, the Secretary shall, at least fourteen days before the date fixed for the holding of the general meeting, cause to be sent in accordance with Clause 135, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting. In the case of the annual general meeting, such notice shall be accompanied by the documents referred to in sub-Clauses 48.2 and 48.4.
57. Where the business proposed to be dealt with at the general meeting is or includes a special resolution, the Secretary shall at least twenty one days before the date fixed for the holding of the general meeting cause notice to be sent to each member in the manner provided in Clause 56 specifying, in addition to the matter required under that Clause, the intention to propose the resolution as a special resolution.
58. No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to Clause 48.

59. A member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who shall include that notice from the member in the notice convening the meeting.

PROCEEDINGS AT GENERAL MEETINGS

60. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. Subject to the provisions of this Clause, 10 per cent in number of the members of the Club at the time when the meeting proceeds to business, present in person or by duly appointed representative and entitled to vote, shall constitute a quorum.
61. If a quorum is not present within half an hour from the time appointed for the meeting:
- 61.1 where the meeting was convened upon the requisition of members, the meeting shall be dissolved; or
- 61.2 In any other case:
- [1] the meeting stands adjourned to such day, and at such time and place, as the Board determines or, if no determination is made by it, to the same day in the next week at the same time and place; and
- [2] if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present [being not less than 10] shall constitute a quorum.
62. The President shall preside as chairman at every general meeting or in the event of their absence, or if there is no President or if they are not present within fifteen minutes of the time appointed for the holding of the meeting or declines to act, one of the Vice-Presidents shall preside as chairman of the meeting. In the event of there being no Vice-President or, if neither is present within fifteen minutes of the time appointed for the holding of the meeting or if both decline to act, the members present shall elect one of their number to chair the meeting.
63. The chairman may with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for fourteen days or more, notice of the adjourned meeting shall be given as in the case of an original meeting, but, except for notice in that case, it shall not be necessary to give any notice of adjournment or of the business to be transacted at an adjourned meeting.
64. Determination of resolutions at any general meeting shall be as follows:
- 64.1 on the show of hands unless a poll is demanded [before or on the declaration of the result of the show of hands] either by the chairman or by at least three members present in person or by proxy.
- 64.2 unless a poll is so demanded, a declaration by the chairman that a resolution has on a show of hands been carried unanimously or carried by a particular majority or lost and an entry to that effect in the book containing the minutes of proceedings of the Club shall be conclusive evidence of the fact without particulars of the number of proportion of the votes recorded in favour of or against the resolution.
- 64.3 if a poll is duly demanded it shall be taken in such manner, either at once or after an interval or adjournment or otherwise as the chairman directs, and the result of the poll shall be the resolution of the meeting at which the poll was demanded, but a poll demanded on the election of a chairman or on a question of adjournment shall be taken forthwith.

- 64.4 the demand for a poll may be withdrawn.
- 64.5 in the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
65. At a general meeting each member shall vote in person or by proxy. On a show of hands every member present in person shall have one vote. On a poll every member present in person or by proxy shall be entitled to cast one vote on their own behalf and one vote for every member they represent by proxy. There shall be no limit on the number of proxies which may be held by a member.
66. No objection shall be raised to the qualifications of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the chairman of the meeting whose decision shall be final and conclusive.
67. The instrument appointing a proxy shall be in writing or in the common or usual form under the hand of the appointer or their Attorney duly authorised. A proxy must be a member; the instrument appointing the proxy shall be deemed to confer authority to demand or join in demanding a poll and shall be in the following form or a form as near thereto as circumstances allow:

“The Legacy Club of Canberra Incorporated.

I,
of
being a member of The Legacy Club of Canberra Incorporated hereby appoint
of
as my proxy to vote for me and on my behalf at the annual general meeting/general
meeting of The Legacy Club of Canberra Incorporated to be held on the day of
2 , and at any adjournment thereof.
Signed this day of 2 .

+ this form is to be used * in favour of / against the Resolution.

Signature of Member

*Strike out whichever is not desired
+ to be inserted if desired. Unless otherwise instructed the proxy may vote as they think fit.
NB a proxy must be a member.”

68. The instrument appointing a proxy and the Power of Attorney or other authority, if any, under which it is signed shall be deposited with the Secretary at the Registered Office of the Club not less than six hours before the time for holding the general meeting or adjourned general meeting at which the person named in the instrument proposed to vote or in the case of a poll not less than six hours before the time appointed for the taking of the poll and, in default, the instrument of proxy shall not be treated as valid.
69. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or unsoundness of mind of the principal or revocation of the instrument or of the authority under which the instrument was executed if no intimation in writing of such death unsoundness of mind or revocation has been received by the Secretary before the commencement of the general meeting or adjourned general meeting at which the instrument is used.

THE BOARD OF DIRECTORS

70. The Committee of the Club within the meaning of the Act shall for the purposes of this Constitution and these Clauses be known as the Board of Directors [“the Board”].
71. the Board shall be composed of the following:
- 71.1 the President;
 - 71.2 two Vice-Presidents;
 - 71.3 the Immediate Past President;
 - 71.4 the Chairmen of each of the Standing Committees of the Board;
 - 71.5 the Secretary;
 - 71.6 the Treasurer; and
 - 71.7 two additional elected members, one of whom may be elected from amongst the members of the Yass/Boorowa Group of the Club.
72. The person retiring from office as President shall be known as the Immediate Past President and they shall hold office in that capacity until retirement of the newly elected President.
73. Each member of the Board shall hold office until the conclusion of the annual general meeting following upon their election and each shall be eligible for re-election.
74. The Board shall have power at any time and from time to time to appoint a member to hold office as a member of the Board to fill a casual vacancy. Any person so appointed shall hold office only until the person in whose stead they were appointed would have vacated office.
75. The Club in general meeting may by ordinary resolution subject to Section 50 of the Act remove any member of the Board from office and may by ordinary resolution appoint another member in their stead. Any person so appointed shall hold office only until the person in whose stead they were appointed would have vacated office and shall then be eligible for re-election.
76. A member of the Board shall be deemed to have vacated their office if they:
- 76.1 become prohibited from acting as a member of the Board by virtue of Section 63[1] of the Act;
 - 76.2 become an insolvent under administration within the meaning of the Corporations Law;
 - 76.3 cease to be a member;
 - 76.4 become a person whose person or estate is liable to be dealt with under any law relating to mental health or he becomes physically incapacitated;
 - 76.5 resign their office by notice in writing to the Board;
 - 76.6 are absent without permission of the Board from three consecutive meetings thereof;
 - 76.7 are removed from office pursuant to Clause 75; or
 - 76.8 have a direct or indirect pecuniary interest in any contract or proposed contract to which the Club is or may be a party and fails to declare the nature of that interest as required by Section 65[1] of the Act.

ALTERNATE OR SUBSTITUTE MEMBERS OF THE BOARD

77. Any member of the Board [except the Immediate Past President] may with the approval of the Board, appoint another member to be their alternate or substitute member of the Board during such period as they think fit.
78. Any person who holds office as an alternate or substitute member of the Board shall be entitled to receive notice of meetings of the Board and to attend and vote thereat and to exercise all the powers of the appointor in their place.
79. The appointment of an alternate or substitute member of the Board may be terminated at any time by the appointor notwithstanding that the period of appointment of the alternate or substitute member of the Board has not expired and terminates in any event if the appointor vacates office as a member of the Board.
80. Any appointment or removal under this Clause shall be affected by notice in writing under the hand of the member of the Board making the same addressed to the Secretary.
81. The provisions of Clause 76 apply in the case of an alternate or substitute member of the Board *mutatis mutandis*.

ELECTION OF THE BOARD

82. The election of the members of the Board shall take place at each annual general meeting.
83. If for any office no nomination is received or if insufficient nominations are received, the vacancy shall be deemed to be a casual vacancy and may be filled by the Board pursuant to Clause 74. Any person appointed by the Board pursuant to this Clause shall hold office only until the conclusion of the annual general meeting following upon the appointment.
84. The By-laws may make provision for the following:
 - 84.1 the mode in which nominations for election to office on the Board shall be made;
 - 84.2 the closing of such nominations;
 - 84.3 the manner of conducting elections and the determination of the result thereof;
 - 84.4 any other necessary matters relating to such nominations and elections.

POWERS AND DUTIES OF THE BOARD

85. The business of the Club shall be managed by and vested in the Board which may exercise subject to this Clause all such powers of the Club as are not required by the Act or this Constitution and these Clauses to be exercised by the Club in general meeting.
86. The Board may not:
 - 86.1 encumber any of the assets of the Club in any way whatsoever;
 - 86.2 enter into any contract involving the expenditure of more than \$50,000;
 - 86.3 commence any project or undertaking involving the expenditure of more than that amount; or
 - 86.4 dispose of any property of the Club valued at more than that amountwithout the prior approval of the Club in general meeting.

87. The Board may engage all such officers and employees as it may consider necessary and shall regulate their duties and fix their salaries and in so doing shall not be bound by Clause 86.
88. The Board shall cause minutes to be made:
- 88.1 of all appointments of officers;
 - 88.2 of the names of members of the Board present at all general meetings and all meetings of the Board; and
 - 88.3 of all proceedings of general meetings and of meetings of the Board.
89. The minutes referred to in the immediately preceding Clause shall be signed by the chairman of the meeting at which the proceedings took place or by the chairman of the next succeeding meeting and shall then be entered in the minute book.
90. The Board may invite other members of the Club, including the chairman/representative of any 'other Committee' formed under Clause 107, to attend Board Meetings.

PROCEEDINGS OF THE BOARD

91. The Board shall meet at such times and places as may be determined from time to time by it and in the absence of any such determination at such times and places as the Secretary on the instructions of the President or on the requisition of a member of the Board shall notify to members thereof.
92. Every member of the Board shall have one vote but in the event of there being an equality of votes the President or the person presiding at that meeting shall in addition have a casting vote.
93. Not less than seven days notice shall be given to every member of the Board of any meeting thereof specifying the time, place and general nature of the business of such meeting but where the President considers an emergency exists they may take such steps as they consider necessary to notify members of the Board of the proposed meeting, notwithstanding that seven days notice shall not have been given.
94. A member of the Board who is not within a hundred kilometre radius calculated from the General Post Office, Canberra, shall not be entitled to receive notice of a meeting of the Board nor need the President give them any notification pursuant to Clause 93.
95. A quorum for a meeting of the Board shall be one half in number of the members thereof for the time being or the closest whole number above that fraction.
96. The Board may act, notwithstanding any vacancy in its body, but if and so long as its number is reduced below eight the Board may act for the purpose of :
- 96.1 dealing with business of an urgent nature;
 - 96.2 filling a casual vacancy; or
 - 96.3 summoning a general meeting of the Club,
- but for no other purpose.
97. At every meeting of the Board, the President shall preside unless they are unwilling to act or is absent, in which case one of the Vice-Presidents shall preside. If no Vice-President is willing to act or both are absent then, after ten minutes have elapsed after the time appointed for the meeting, the members of the Board present, provided they constitute a quorum, may elect one of their number as chairman of that meeting.

98. All acts done by any meeting of the members of the Board or by any person acting as a member thereof shall, notwithstanding that it be afterwards discovered there was some defect in the appointment of any such members or person acting as aforesaid or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Board.
99. A resolution in writing signed by all the members of the Board for the time being entitled to receive notice of a meeting of the Board, shall be as valid and effectual as if it has 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 members thereof.

STANDING COMMITTEES OF THE BOARD

100. There shall be the following Standing Committees of the Board:
 - 100.1 the Welfare Committee;
 - 100.2 the Junior Welfare Committee;
 - 100.3 the Membership Committee;
 - 100.4 the Finance Committee;
 - 100.5 the Fund Raising Committee, and
 - 100.6 the Planning Committee.
101. The Chairman of each Committee is elected by the Club at each annual general meeting but the remaining members of each Standing Committee shall be determined by the Board.
102. The powers, duties, functions and responsibilities delegated by the Board to each Standing Committee shall be set forth in the By-laws but may be supplemented by written directions issued by the Board from time to time.
103. The Chairman of each Standing Committee shall:
 - 103.1 preside at meetings of the Committee;
 - 103.2 report to the Board on the activities of the Committee; and
 - 103.2 be responsible for giving effect to any decisions affecting the Committee.
104. If the number of members of a Standing Committee is not more than ten, the quorum for a meeting thereof shall be one half in number of the members for the time being or the closest whole number above that fraction. If the number of members of such a Committee exceeds ten, then the quorum for a meeting thereof shall be five.
105. The President shall be ex-officio a member of all Standing Committees.
106. The clauses relating to the conduct of meetings of Standing Committees are the same as the clauses relating to the conduct of meetings of the Board mutatis mutandis.

OTHER COMMITTEES OF THE BOARD

107. The Board may delegate any of its powers [other than powers already delegated by it to any Standing Committee] to such other committees as it thinks fit from time to time.
108. The powers and duties delegated to such a committee shall be upon such terms and conditions as the Board may determine including the fixing of a quorum for a meeting thereof.

109. The President shall be ex-officio a member of any such committee.
110. The clauses relating to the conduct of meetings of such committees are the same as the clauses relating to the conduct of meetings of the Board mutatis mutandis.

OTHER OFFICE BEARERS NOT BEING MEMBERS OF THE BOARD

111. The Board shall appoint a member resident in the Territory as its Public Officer.
112. The office of Public Officer shall become vacant upon the happening of any of the events referred to in Section 64 of the Act.
113. When a vacancy occurs in the office of Public Officer, the Board shall within fourteen days thereafter appoint another qualified member to fill the vacancy.
114. The Board may also appoint such other Office Bearers from time to time as it thinks necessary and desirable and determine their functions and duties.
115. Each Office Bearer referred to in Clause 114 shall hold office during the pleasure of the Board.

PROVISIONS RELATING TO THE SECRETARY AND THE TREASURER

116. The duties, functions and responsibilities of the Secretary and the Treasurer shall be set forth in the By-laws. Such By-laws may be supplemented by written directions issued by the Board from time to time.
117. Such duties, functions and responsibilities are in addition to those set forth in the Act and which are applicable to all members of the Board.

ACCOUNTS

118. The Club shall cause proper accounts to be kept with respect to :
- 118.1 all sums of money received and expended by the Club and the manner in respect of which the receipt and expenditure takes place;
 - 118.2 all sales and purchases of real and personal property by the Club; and
 - 118.3 the assets and liabilities of the Club.
119. Such accounts shall be kept in the manner required by Section 71[b] of the Act.
120. Such accounts together with the other books, documents and records of the Club shall be kept at the registered office of the Club and shall be open to inspection by members at any reasonable hour.
121. The Board shall from time to time in accordance with the provisions of Section 72 of the Act cause to be prepared and laid before the Club in general meeting such income and expenditure accounts, balance sheets and reports as are required thereby.

FUNDS OF THE CLUB

122. The funds of the Club shall be derived from members' subscriptions, appeals, functions, donations and the like together with interest received from its investments. Subject to Section 114 of the Act, the Board may determine other sources from which funds may be derived.
123. The management of the funds of the Club shall, subject to the Act, to Clause 86 and to any decision by the Club in general meeting, be vested in the Board. Such funds may only be used for the purposes set forth in Clause 3.

124. For amounts greater than \$10,000, payment of accounts of the Club may only be authorized by and two of the following:

- 124.1 the President;
- 124.2 the Vice-Presidents;
- 124.3 the Secretary;
- 124.4 the Treasurer; and
- 124.5 the Chairman of the Finance Committee.

124A. For amounts up to \$10,000, payment of accounts of the Club may only be authorized by any two of the following:

- 124A.1 the President;
- 124A.2 the Vice-Presidents;
- 124A.3 the Secretary;
- 124A.4 the Treasurer;
- 124A.5 the Chairman of the Finance Committee; and
- 124A.6 the Finance Officer.

125. Any instructions to be given by the Club to any of its Bankers shall be signed by any two of the persons referred to in Clause 124 and if it is not so signed, the instructions shall not be treated as valid.

126. Cheques drawn on the bank accounts of the Yass/Boorowa Group of the Club shall be signed by any two of the following Office Bearers of that Group:

- 126.1 the Chairman;
- 126.2 the Vice-Chairman;
- 126.3 the Secretary; and
- 126.4 the Treasurer.

Any instructions to be given to the Banker of that Group shall be signed by any two of those Office Bearers and if it is not so signed shall not be treated as valid.

127. Receipts shall be issued by the Club in respect of funds received by it if requested. Such funds shall be banked in the Club's bank accounts as soon as practicable after receipt.

AUDITOR

128. In accordance with the provisions of the Act, one or more Auditors of the Club shall be appointed.

COMMON SEAL

129. The Board shall provide for the safe custody of the common seal of the Club.

130. The common seal shall not be affixed to an instrument except by the authority of a resolution of the Board or of a Committee of the Board authorised by the Board in that behalf. Every instrument to which the common seal is affixed shall be signed by a member of the Board and shall be countersigned by another member thereof or by some other person appointed by the Board for the purpose.

BY-LAWS

131. The Board shall have power from time to time to make such By-laws as are in its opinion necessary and desirable for the proper control, administration and management of the Club's affairs, operations, finances, interests, effects and property and to amend and repeal from time to time such By-laws.
132. Notwithstanding Clause 131, the Club in general meeting may also amend or repeal any By-law made by the Board.
133. A By-law shall:
- 133.1 be subject to this Constitution and these Clauses;
 - 133.2 be not inconsistent with any provision contained in the said Constitution and these Clauses; and
 - 133.3 when in force, be binding on all members and shall have the same effect as this Constitution and these Clauses.
134. In the interpretation of any By-law, except where excluded by the context, words and phrases have the same meanings where used in this Constitution and these Clauses.

NOTICES

135. The Club may give notice of a meeting to a member:
- 135.1 personally;
 - 135.2 by sending it by post to the address of the member in the Register of Members or the alternative address [if any] nominated by the member; or
 - 135.3 by sending it to the fax number or electronic address [if any] nominated by the member.
136. A notice of meeting sent by post is taken to be given two days after it is posted. A notice of meeting sent by fax, or other electronic means is taken to be given on the business day after it is sent.
137. Notice of every general meeting shall be given in any manner hereinbefore authorised to every member and to the Auditor for the time being of the Club. No other person shall be entitled to receive notice of a general meeting.

AMENDMENT OF THIS CONSTITUTION AND THESE CLAUSES

138. This Constitution and these Clauses may only be altered in accordance with the provisions of Division 4 of the Act.

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THE LEGACY CLUB OF CANBERRA INCORPORATED

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THE LEGACY CLUB OF CANBERRA INCORPORATED

BY-LAW NO 1

PROCEDURE TO BE FOLLOWED PRIOR TO THE INDUCTION OF A NEW MEMBER

1. A member may nominate and another second the nomination that a person [“the nominee”] who is qualified for membership be admitted as a member.
2. A member may neither nominate nor second a nomination of a person for membership unless they have been a member of a Legacy Club for at least twelve months subject to Clause 6.
3. The nomination of a person as a member shall be on a form approved by the Board and that form will contain the following declaration to be signed by the nominee upon induction:
 - 3.1 “I will perform to the best of my ability such service in the Club and in the Legacy movement as may be required of me;
 - 3.2 “I acknowledge that the badge which will be issued to me upon my induction into membership will remain the property of the Club or of any other Legacy Club in Australia to which I may be transferred; and
 - 3.3 “I undertake upon ceasing to be a member of the Club or of any other Legacy Club to return my badge to the Secretary of the Club of which I was previously a member.”
4. The form shall be signed by both the nominator and the seconder who shall declare that the nominee is personally known to both of them, that they believe them to be imbued with the spirit of service and the ideals for which the Club was founded and that they are willing and able to render service in its work, or the form shall contain the details of two referees.
5. The form referred to above, duly completed and signed by both the nominator and seconder or with the details of two referees, shall be placed on the notice board for a period of not less than 14 days and Members of the Club may lodge an objection to the nomination in writing to the Chairman, Membership Committee during this period.
6. The Membership Committee shall carry out the necessary investigations to ascertain the suitability of a nominee for membership and its report will be provided to the Members (at least two) of the Membership Committee who will formally interview the nominee and, after this interview, Members who have interviewed the nominee may nominate and second the membership application if the nominee is not known to any member of Canberra Legacy provided that they are satisfied that the referees referred to in Clause 4 are suitable.
7. The Members who interview the nominee shall recommend to the Chairman, Membership Committee, whether or not the nominee should be inducted into Canberra Legacy and the Chairman, as the Delegate of the Board, may approve the nomination for membership.

THE LEGACY CLUB OF CANBERRA INCORPORATED

BY-LAW NO 2

PROVISIONS RELATING TO THE RESERVE

1. No member may apply to the Board to be assigned to the Reserve.
2. If in the opinion of the Board, the special circumstances of a particular case justify it, it may on its own initiative by unanimous resolution assign a member to the Reserve subject to sub-Rule 13.1 of the Constitution and Rules.
3. Upon the Secretary receiving a notice of resignation pursuant to Rule 22 of the Constitution and Rules, he/she shall forthwith forward it to the Chairman of the Membership Committee for consideration, consultation with the Chairman of the Welfare Committee and report to the Board.
4. The Membership Committee may recommend to the Board that acceptance of the notice referred to in paragraph 3 be deferred.
5. The Membership Committee may not so recommend to the Board unless:
 - 5.1 the Member referred to in the notice has actively served the Legacy movement; and
 - 5.2 the members of the Membership Committee present at a meeting when the notice was considered were unanimous in their recommendation.
6. If the Board accepts the recommendation of the Membership Committee, it may thereupon subject to sub-Rule 13.1 of the Constitution and Rules assign the member to the Reserve.
7. Assignments to the Reserve which have been made for reasons other than age, infirmity or prolonged illness, shall be reviewed by the Membership Committee by October 31 each year.
8. If such review discloses, in the opinion of the Membership Committee, that the reasons for a particular assignment to the Reserve no longer exist, the member concerned may be requested by that Committee to apply to the Board for removal from the Reserve.
9. If the member referred to in paragraph 8 does not make the application to the Board within one month after the date of the request by the Membership Committee and they had previously resigned via paragraphs 3 and 4, the Board may resolve to accept the resignation and thereupon the member concerned shall cease to be a member.

THE LEGACY CLUB OF CANBERRA INCORPORATED

BY-LAW NO 3

PROVISIONS RELATING TO THE ELECTION OF THE BOARD OF DIRECTORS

1. The attention of all members is drawn to Rules 10 and 17 of the Constitution and Rules which respectively deal with the entitlement of members to vote at general meetings, to hold office as Board members, to nominate or second persons for election to the Board and the consequences of being unfinancial by the last day of February each year.
2. Nominations for election to the Board shall be called for by a notice to members in the "Canberra Legacy Bulletin" each year. Such notice shall also specify the time and date upon which nominations close.
3. The Board each year shall determine the time at which and date upon which nominations close.
4. All nominations shall be in writing, signed by a member as nominator and another as seconder. The consent of the nominee to his nomination shall be endorsed by him on his nomination.
5. A nomination for election shall specify the office for which the nominee is a candidate.
6. All nominations shall be lodged at the Registered Office of the Club by the date and time specified in the "Canberra Legacy Bulletin" otherwise they shall not be treated as valid.
7. The Secretary shall examine each nomination and any which do not comply with this By-law shall be disregarded.
8. The members shall be notified with the notice convening the annual general meeting of all the members who have been nominated and the office to which they are seeking election.
9. The election of members of the Board shall take place at each annual general meeting.
10. Before proceeding to the election of the Board, the annual general meeting shall elect a member as Returning Officer for that meeting.
11. The election of the Board shall be conducted by secret ballot under the supervision of the Returning Officer.
12. If only one member is nominated for election to any one of the positions on the Board, they shall be declared elected.
13. If two or more members are nominated for election to any one of such positions, the member receiving the majority of the votes cast shall be declared elected. If however there be an equality of votes cast for two or more candidates, the member to be elected shall be determined by lot conducted by the Returning Officer.

THE LEGACY CLUB OF CANBERRA INCORPORATED

BY-LAW NO 4

THE POWERS AND RESPONSIBILITIES OF STANDING COMMITTEES

The powers and responsibilities relating to each Standing Committee set forth hereunder are to be regarded as an outline only. The Board may, without amending this By-law, specify in writing details of any additional powers, responsibilities, duties or functions delegated to each Committee.

1. **The Welfare Committee**

This Committee shall conduct the welfare activities of the Club and in particular shall allocate advisers to families, receive reports from advisers, grant financial and other assistance pertaining to family welfare. In addition this Committee shall be responsible for making recommendations to the Board concerning future expenditure on assistance to aged persons, monitoring government Policy thereon and management of admissions to aged persons accommodation.

2. **The Junior Welfare Committee**

This Committee shall be responsible for the general welfare of boys and girls under Legacy care including developing their sense of citizenship thus ensuring successful integration into the community; may organise classes, holiday camps, sports, games and hobbies, etc, may co-operate with the YMCA, YWCA and other associations and Clubs in regard to facilities made available to Junior Legatees by these associations and Clubs; shall keep proper records and rolls; shall maintain any necessary liaison with advisers and with the relevant sub-committees of the Welfare Committee and shall report to the Board on these matters and on the progress and welfare of Junior Legatees generally.

3. **The Membership Committee**

This Committee shall interview all nominees for membership of the Club and make recommendations to the Board upon all proposals for membership and shall submit to the Board recommendations as to termination of membership for any reason and assignment of members to the Reserve and shall in general keep the Board informed on all membership matters.

4. **The Finance Committee**

The Finance Committee is responsible for the management of the Club's financial affairs, pursuant to the provisions of the Club Constitution.

5. **The Fund Raising Committee**

This Committee shall be responsible for raising funds to finance the Club's welfare activities.

THE LEGACY CLUB OF CANBERRA INCORPORATED

BY-LAW NO 5

REGISTERS TO BE KEPT BY THE CLUB

1. The following Registers shall be kept by the Club:
 - 1.1 Register of Directors;
 - 1.2 Register of Members;
 - 1.3 Register of Insurances;
 - 1.4 Register of Assets;
 - 1.5 Register of Assets on Loan;
 - 1.6 Register of use of Common Seal; and
 - 1.7 Register of Loans [Money].
2. The Register of Directors shall contain:
 - 2.1 the name of the Club;
 - 2.2 the full name and residential address of each Director;
 - 2.3 the occupation of each Director and his telephone number;
 - 2.4 the date on which each Director became a Director; and
 - 2.5 the date on which each Director ceased to be a Director.
3. The Register of Members shall be kept to comply with Section 67 of the Act and shall contain the particulars prescribed by Regulation 10 of the Associations Incorporation Regulations together with the telephone number of each member. The Register will also note those members assigned to the Reserve.
4. The Register of Insurances shall contain with respect to each insurance policy effected by the Club:
 - 4.1 the name, address and telephone number of the company with which the policy was effected;
 - 4.2 a precise description of the cover included in the policy and the amounts of the sum assured;
 - 4.3 the date to which the policy is effective; and
 - 4.4 the premium paid thereon including stamp duty.
5. The Register of Assets of the Club shall be kept under the direction of the Secretary to list all buildings, fittings, furniture, equipment and other items owned by the Club. These items are to be subject to stocktake annually in conjunction with the changes in the Board.

6. The Register of Assets on Loan shall be kept by the Welfare Committee and it is intended that only assets of the Club loaned by the Welfare Committee to persons receiving the benefits of Legacy shall be recorded therein. This Register shall contain:

- 6.1 the name, address and telephone number of the person to whom the asset was loaned;
- 6.2 the date of the loan;
- 6.3 terms and conditions [if any] of the loan;
- 6.4 description of the asset loaned including identification markings; and
- 6.5 value of asset at date it was loaned.

7. The Register of the Use of the Common Seal shall be in the following form:

No	Date of Use	Date of Board Approval	Signed by	Name of other Party	Description of Document	Particulars

8. The Register of Loans [Money] shall be kept by the Welfare Committee and shall contain the following information:

- 8.1 name and address of person to whom loan is made;
- 8.2 particulars of Club reference to file;
- 8.3 amount of loan;
- 8.4 date loan approved;
- 8.5 date loan made;
- 8.6 security [if any] for repayment including any registered number;
- 8.7 conditions of loan;
- 8.8 repayment details; and
- 8.9 date loan repaid in full.

THE LEGACY CLUB OF CANBERRA INCORPORATED

BY-LAW NO 6

RESPONSIBILITIES OF THE SECRETARY AND THE TREASURER

The Secretary

- 1 The Secretary is responsible for the day-to-day administrative management of the Club and the supervision of employed staff members.

The Treasurer

2. The Treasurer is responsible for monitoring the Club's accounting practices and provide accounting advice to the Finance Committee.

THE LEGACY CLUB OF CANBERRA INCORPORATED

BY-LAW NO 7

MANAGEMENT OF FUNDS BY THE YASS/BOOROWA GROUP

1. The Board delegates to the Yass-Boorowa Group of the Club [“the Group”] the authority to deal with and manage funds raised or otherwise received by the Group subject to the following:
 - 1.1 The Group through its committee has the same powers as that of the Board of Canberra Legacy specified in Rules 85 to 90 of the Constitution of Canberra Legacy.
 - 1.2 The Group will in particular note and abide by Rules 3, 86, 112, 118, 126 and 127 of the Constitution of Canberra Legacy.
 - 1.3 Any proposed investment will be in accordance with Rule 7.9[1] of the Constitution of Canberra Legacy in an investment authorised from time to time by the Trustee Act of New South Wales.
 - 1.4 In addition to meeting all the requirements of the Constitution of Canberra Legacy, any proposed investment where the deposit is not guaranteed by the Reserve Bank of Australia must be supported by a motion passed in favour of the investment by the Group at one of its monthly meetings.
 - 1.5 Interest received from the Group’s investments will remain within the funds of the Group.
 - 1.6 Any proposal for capital expenditure exceeding \$5,000 exclusive of GST is to be referred for approval to the Board.
 - 1.7 The Group’s Treasurer will maintain a register of all bank accounts and investments of the Group including opening balances, interest rates and current balances, and will make this available to the Board on its request.
 - 1.8 The Group will provide a copy of its financial statements to the Board each month.
 - 1.9 Nothing in this By-Law shall be construed as preventing or limiting the Board from exercising its rights and obligations in respect of funds managed by the Group.

THE LEGACY CLUB OF CANBERRA INCORPORATED

BY-LAW NO 8

PRIVACY POLICY

INTRODUCTION AND POLICY STATEMENT

1. The Legacy Club of Canberra Incorporated (herein after called Canberra Legacy) recognises that personal privacy and the integrity of records is important, and respects the rights of individuals to access and control their personal information provided to Canberra Legacy.
2. Canberra Legacy acknowledges the Australian Privacy Principles (APPs) contained in the *Privacy Act 1988* (Cth) and the *Privacy Amendment (Enhancing Privacy Protection) Act 2012* (Cth) and will comply with the Privacy Principles (PPs) contained in the *Health Records (Privacy and Access) Act 1997 as amended (ACT)* and the *Health Records and Information Privacy Act 2002 (NSW)* where applicable.

OUR COMMITMENT

3. Canberra Legacy recognises that personal privacy is important. We are committed to supporting privacy and forms used by Canberra Legacy will carry advice of this commitment.

COLLECTION

4. Our main purposes for collecting personal information are to facilitate registration of Legacy Widows, applications for War Widow's Pensions, membership of a Laurel Club, or related services, and to update our records. Information is also collected in relation to membership of Canberra Legacy.
5. At or before the time we collect personal information we will take reasonable steps to explain why we are collecting that information, to whom else we might disclose that information and any consequences of not providing it to us.

USE AND DISCLOSURE

6. We are subject to certain legislative and regulatory requirements that necessitate us obtaining and holding information that identifies individuals personally and/or contains information about them. In addition, our ability to provide comprehensive advice is dependent on us obtaining certain personal information, including:
 - 6.1 personal details including full name, address and contact details of widow(er)s and family members, deceased members and of applicants for membership of Legacy;
 - 6.2 details of a deceased partner's service record and history;
 - 6.3 details of a deceased partner's medical history;
 - 6.4 details of personal physical and financial circumstances;
 - 6.5 information about employment history, employment circumstances, family structure, commitments and pension or eligibility for special assistance; and
 - 6.6 any other relevant information to enable Canberra Legacy to complete applications to gain financial or other support for its beneficiaries

7. Without prior consent, we will not use the personal information collected for other than the primary purposes of obtaining it.
8. As we operate throughout Australia, and in the United Kingdom, some of these uses and disclosures will occur outside Canberra, usually to assist or facilitate the transfer of a widow or Legatee to another location and/or obtain benefits.
9. Canberra Legacy may use the personal information collected from you for the purpose of providing you with information of Club events, activities, meetings of the Club, Bulletin and Newsletters, and material such as articles that may be of interest to you.
10. By contacting us by any of the methods detailed in this policy statement, requests may be made not to receive such information and we will give effect to them. Requests should be processed within two weeks.

DATA QUALITY

11. Pursuant to the Charter of Legacy and the requirements placed upon us by Government, we are required to collect sufficient information to ensure appropriate advice can be given in respect of applications for Pensions and appropriate recommendations can be made.
12. We will always try to ensure that personal information is accurate, complete and up to date.

DATA SECURITY

13. We retain personal information only of use in meeting Legacy's obligations.
14. We take reasonable steps to protect this information from misuse and loss and from unauthorised access, modification or disclosure.

OPENNESS

15. We may use and disclose personal information for the purposes for which it was provided, or secondary purposes in circumstances where such use or disclosure could reasonably be expected.
16. We may disclose personal information to third parties or external contractors carrying out functions and duties for and on behalf of Canberra Legacy.
17. The information we collect may also be disclosed to third parties if the disclosure is required by or permitted by law.

ACCESS AND CORRECTION

18. Individuals may access their personal information that we hold and request corrections. This right of access is subject to some exceptions allowed by law.
19. We will decide whether or not to provide access to personal information which would reveal any confidential process or the detail of any in-house evaluative decision making process, but may instead provide the result of the process or an explanation of that result.
20. In the event that access to some information is denied, we will provide an explanation for that refusal.

IDENTIFIERS

21. In some circumstances we are required to collect government identifiers, for example, Tax File Numbers. We will not use or disclose such information, other than when required to do so by law, or when consented to by the individual concerned, or investigating a claim for pension or benefits.

ANONYMITY

22. Individuals may deal with us anonymously where it is lawful, practicable and reasonable to do so.

SENSITIVE INFORMATION

23. Without personal consent we will not collect sensitive personal information. Exceptions to this include where the information is required by law, or for the establishment, exercise or defence of a legal or otherwise, claim.

PRIVACY COMPLAINTS

24. Any complaints about any breach or potential breach of this Privacy Policy should be made to us by any of the contact methods contained in this policy statement, requesting that it be directed to the Privacy Officer, who has been appointed by the Board to oversee such matters. Complaints will be considered within seven days and responded to accordingly. We will use our best endeavours to resolve any complaint satisfactorily. However, if still concerned with our response, individuals can refer the Complaint to the Office of the Privacy Commissioner who may investigate it further.

STORAGE, SECURITY & DESTRUCTION OF HEALTH INFORMATION RECORDS

25. Canberra Legacy will take reasonable steps to ensure that personal health information records are protected from loss, unauthorized access, modification or disclosure or other misuse. Canberra Legacy will make very endeavour to return personal health records to the widow's family. If records are retained and, pursuant to the *Health Records (Privacy and Access) Act 1997 as amended (ACT)*, unless an electronic copy of the record has been generated, Canberra Legacy will not destroy personal health information records for an adult individual until at least 7 years after the record was made and for a minor individual until such time that the individual turns 25 years old. A register will also be kept for at least 7 years of records that have been destroyed or transferred to another entity

CONTACT DETAILS

Privacy Officer
Canberra Legacy
PO Box 333
DEAKIN WEST ACT 2600
Telephone : (02) 6285 1800
Facsimile : (02) 6285 2349
Email : executive@canberralegacy.com.au

THE LEGACY CLUB OF CANBERRA INCORPORATED
BY-LAW NO. 9
WORKPLACE HEALTH AND SAFETY (WH&S) POLICY

Goals

1. This policy:
 - a. reflects Canberra Legacy Board's commitment to comply with the statutory provisions of the *Work Safety Act 2011* (ACT) and associated regulations,
 - b. shows the commitment of Canberra Legacy's Board, Legatees and staff to health and safety in this workplace;
 - c. aims to remove or reduce the risks to the health, safety and welfare of all Volunteers, Staff, contractors and visitors to this workplace, and anyone else who may be affected by our business operations; and
 - d. aims to ensure all work activities are done safely.

Responsibilities

2. The Board of Canberra Legacy is responsible for providing and maintaining:
 - a. a safe working environment,
 - b. safe systems of work,
 - c. plant and substances in safe condition,
 - d. facilities for the welfare of all workers and volunteers,
 - e. facilities for the welfare and safety of Legacy Widows, their dependants, carers and other visitors using the building,
 - f. information, instruction, training and supervision needed to make sure that all workers and volunteers are safe from injury and risks to their health, and
 - g. equipment and training to cater for an aged constituency (first aid equipment including a defibrillator).
3. All Legatees, Staff, Widows and occasional users of the building are responsible for:
 - a. ensuring their own personal health and safety, and that of others in the workplace, and
 - b. complying with any reasonable directions (such as safe work procedures, wearing personal protective equipment) given by management that relates to health and safety.

4. We require visitors and contractors to:
 - a. familiarise themselves with this policy and health and safety instructions applicable to Legacy House,
 - b. take responsibility for their own and others personal safety, and
 - c. seek advice from the management on health and safety issues as required.

Objectives

5. Canberra Legacy will continue to improve work place health and safety through:
 - a. quarterly WH&S Committee meetings,
 - b. regular reviews of the workplace environment and compliance documentation, and
 - c. maintaining an ongoing WH&S training program.

**THE LEGACY CLUB OF CANBERRA INCORATED
BY-LAW NO. 10**

TRAINING AND DEVELOPMENT POLICY

1. INTRODUCTION

- 1.1 The Board of Canberra Legacy is committed to providing the relevant training and development to all volunteers and employees.
- 1.2 Canberra Legacy provides opportunities to Legatees and Staff to ensure that their skills are keeping pace with changes in Legacy's mission in the spirit of the Legacy Code of Conduct (Legacy Australia Incorporated By-Laws).

2. SCOPE

- 2.1 The training and Development Policy will encompass, but not necessarily limited to, the following elements:
 - a. Orientation and other in-house training programs,
 - b. Ex Service Organisations' (ESO) Training Information Program (TIP),
 - c. Australian Scholarships Foundation for Directors (Australian Institute of Company Directors Not-for-Profit Sector),
 - d. Mentoring of Legatees, and
 - e. Other external training opportunities.

3. RESPONSIBILITIES

- 3.1 The Chair of the Membership Committee is responsible coordinating and implementing Orientation Training and the Mentoring Program,
- 3.2 The Secretary/Training Officer, is responsible for coordinating and registering Legatees and staff for TIP and other professional training, and
- 3.3 Individuals are to attend nominated courses, provide feedback and apply new learning to the workplace.

4. TYPES OF TRAINING AND DEVELOPMENT

- 4.1 The following training opportunities are available to all Legatees and Staff:
 - a. Orientation Training. Orientation training for all newly inducted Legatees covers Canberra Legacy's business and administrative processes and will be conducted on an as required basis.
 - b. Mentoring. Experienced Legatees assist new Legatees to settle in to and help them become familiar with their duties by mentoring them for the first six months after their induction.
 - c. TIP Courses. Legatees and staff involved in processing pension applications are to attend the appropriate TIP Pensions Courses before acting for any

claimant in accordance with the Legacy Code of Conduct. All legatees and staff are to endeavour to attend a Welfare course within the first year of joining the Club. Opportunities for attendance at other TIP courses will be promulgated by the Secretary/Training Officer. Welfare refresher courses are held every three years.

- d. Australian Scholarships Foundation (Australian Institute of Company Directors Not-for-Profit Sector). The Australian Institute of Company Directors runs courses for Directors in the Not-for-Profit sector on an annual basis. Legatees holding the position of President or Vice-President are encouraged to apply for a Scholarship on the Foundation's website.
- e. External Training. External courses include all courses not provided under the TIP Program, such as First Aid, computer courses and other courses relevant to Legacy, as agreed by the Board, that will enhance the skills and knowledge of Legatees and Staff.

5. APPLICATIONS FOR TRAINING

- 5.1 Training/Course applications for TIP and other external training are to be submitted to Secretary/Training Officer by email or letter.
- 5.2 Applications for external courses, such as First Aid, computer courses and other courses that will enhance the skills and knowledge of Legatees and staff are encouraged. External Courses which incur a cost that was not budgeted for will be considered by the Board on a case by case basis.
- 5.2 New members will be invited by the Membership Committee to attend Orientation training. Legatees interested in mentoring new members should contact the Chairman Membership Committee.

6. FUNDING

- 6.3 The Secretary/Training Officer is responsible for TIP and other training budget and is to submit a bid each year for funding.
- 6.4 Funding for Orientation training is to be included in the Membership Committee budget bid.

7. POST-TRAINING EVALUATION

- 7.1 Legatees and Staff who attend training courses may be requested to provide feedback to the Secretary/Training Officer or Membership Committee as appropriate.

8. REVIEW

- 8.1 The Policy should be reviewed every 3 years to ensure it remains relevant to the needs and goals of Canberra Legacy, Legatees and Staff. The Planning Committee has responsibility for reviewing this Policy.

THE LEGACY CLUB OF CANBERRA INCORPORATED

BY-LAW NO. 11

CANBERRA LEGACY - TRAVEL EXPENSES POLICY

Purpose

1. This Travel Expenses Policy provides guidelines for Members and Staff of The Legacy Club of Canberra Incorporated (Canberra Legacy) for the booking of and reimbursing of travel and accommodation expenses for official Legacy business.

Definitions

2. **Canberra Legacy Member:** All active members of Canberra Legacy who are required by the Board to travel on Club business.

3. **Legacy Australia Incorporated (LA Inc.) Director:** A member of Canberra Legacy appointed by the Board to represent the Club as a Director on the Board of LA Inc.

4. **Canberra Legacy Staff:** Employees required by the Board to travel on Club business.

Responsibility

5. Members are to use Canberra Legacy resources in an efficient, effective, economical and ethical manner that is not inconsistent with Legacy's Code of Conduct. Value for money is the overarching consideration.

6. Members and Staff are to book their own travel and accommodation when travelling on approved Club business and arrange payment/reimbursement for travel, accommodation and meals through the Finance Officer.

7. All travel related costs for the Director appointed to LA Inc. will be met by LA Inc. The Director is to make his/her own travel arrangements using the LA Inc. Travel Expense guidelines.

Travel

8. The following guidelines are to be followed:

- a. Travel economy class where applicable.
- b. Use public transport where practicable.
- c. Taxis may be used for short journeys if public transport is not available.
- d. Private vehicles may be used where public transport is not practical and available or if it is more cost effective.

Meals

9. Out of pocket expenses for meals may be claimed where appropriate and where receipts are provided. Expenditure for alcohol will not normally be reimbursed.

Accommodation

10. Members and Staff should plan to complete their travel in one day. Where this is impractical an appropriate standard of accommodation will be approved.

Claims for Travel Expenses

11. Payment and reimbursement for travel is to be approved by the Secretary. All bookings and reimbursements are not to exceed the DVA promulgated rates for accommodation, meals and use of private vehicles.

THE LEGACY CLUB OF CANBERRA INCORPORATED

BY-LAW NO. 12

LEGACY COMPUTER SYSTEM SECURITY POLICY

Introduction

1. The Legacy Computer 'System' is provided for use by Legatees and Legacy employees for the efficient management and conduct of Canberra Legacy Club business.
2. The computer 'System' includes Workstations (desk top computers, screens, keyboards, mice and approved software as installed by Canberra Legacy), approved printers and server.

Authorised Users/Passwords

3. 'Authorised' Users are Legatees and employees who have approved access to the System. New users will be issued a login and temporary password which is to be changed immediately.
4. Personal passwords must contain upper and lower case characters and numerals. At no time should member's passwords be given out to others.
5. The Executive Office is to maintain a register of all User passwords. The register is to be kept in a safe.

Changes to the System

6. The 'System' hardware and software are configured to meet the business needs of Canberra Legacy. Any proposed changes to the System are to be submitted to the IT Committee.
7. The following actions are not to be carried out without approval from the IT Committee:
 - a. **Hardware**
 - i. Moving any 'System' hardware from installed locations.
 - b. **Software**
 - i. Installing software from external media.
 - ii. Downloading software from the internet.

Accessing the Network from Personal/Home Devices/Computers

8. Approved users may 'login' to Canberra Legacy's Network from smart phones or other devices and home computers. It is the responsibility of users to ensure that their computers/devices have up-to-date anti-virus software, up to date web browsers and that their passwords are protected.

Database

9. Salesforce is the Club's authorised database for recording information on beneficiaries, Legatees, employees, and donors.

Responsibilities

10. The IT Committee is responsible for the management and security of the System, including user authorisation.
11. Trained Legatees and employees, authorised by the Executive Officer, are responsible for entering new records and maintaining current records.

12. The Executive Officer is responsible for the accuracy of information in Salesforce and for maintaining a list of Legatees and employees authorised to insert or amend Salesforce records.

Privacy

13. Personal Information obtained and recorded by Canberra Legacy is protected under the Club's Privacy Policy (By-Law 8). Authorised users (Legatees and employees) are responsible for the security of the information they have access to. Any breaches of the Privacy Policy are to be reported immediately to the Secretary.