

## 24. BOARD OF DIRECTORS

24.1 Until the Annual General Meeting in 2016 and subject to Rules 24.4, 24.5, 24.6 and 27.7 the Board shall consist of eleven (11) directors who shall comprise:

- (a) a President, two (2) Vice Presidents, a Captain, a Vice Captain, a Finance Director, all of whom must be either Senior Active members, Senior Active Non-Competitive members, Life Subscriber members or Life members of the Club; and
- (b) five (5) Ordinary Board members of whom one (1) must be a Social member, no more than one (1) may be an Associate member and at least three (3) must be either Senior Active members, Senior Active Non-Competitive members, Life Subscriber members or Life members of the Club.

24.1A. As and from the Annual General Meeting in 2016 and subject to Rules 24.4, 24.5, 24.6 and 27.7 the Board shall consist of nine (9) directors who shall comprise:

- (a) a President, two (2) Vice Presidents, a Captain, a Vice Captain, a Finance Director, all of whom must be either Senior Active members, Senior Active Non-Competitive members, Life Subscriber members or Life members of the Club; and
- (b) three (3) Ordinary Board members of whom one (1) must be a Social member, no more than one (1) may be an Associate member and at least one (1) must be either a Senior Active member, a Senior Active Non-Competitive member, a Life Subscriber member or a Life member of the Club.

24.2 The Board shall be elected annually at the Annual General Meeting in accordance with this Constitution.

24.3 The members of the Board shall hold office until the conclusion of the next Annual General Meeting after that at which they were elected when they shall retire but shall be eligible for re-election.

24.4 Only members who have been financial members of the Club for a period of at least two (2) years in a category of membership which is eligible to be elected to the Board at the time of their nomination for election shall be eligible for election to the Board.

24.5 A member who:

- (a) is an employee; or
- (b) is currently under suspension pursuant to Rules 20.1; or
- (c) is not a Financial member

shall not be eligible to stand for or be elected or appointed to the Board.

24.6 A member is ineligible to be nominated for election to the Board if that member:

- (a) has been cited to appear before the Board or the Board's duly constituted disciplinary committee on any charge and has been found guilty of such charge within the period of two (2) years immediately prior to the date determined for the next Annual General Meeting; or
- (b) has at any time been convicted of an indictable offence; or

- (c) is a former employee of the Club whose services were terminated by the Club for misconduct.
- (d) was an employee of the Club within the period of twelve (12) months prior to nomination.

24.7 Any person who is elected or appointed to the Board, must, unless exempted, complete such mandatory training requirements for directors as required by the Regulations made under the Registered Clubs Act.

## **25. ELECTION OF BOARD**

25.1 The election of the Board shall be conducted in the following manner:

- (a) The Board shall appoint a Returning Officer and at least two scrutineers to take charge of the ballot. A candidate for any position shall not be appointed as the Returning Officer or as a scrutineer.
- (b) Notice of the date and time of the last day for receiving nominations for office in accordance with paragraph (c) of this Rule 25.1, shall be prominently posted on the Club Notice Board at least fourteen (14) days prior to the date fixed for the close of nominations and shall remain on the Club Notice Board until nominations close.
- (c) Nominations for election to the positions of President, two (2) Vice Presidents, Captain, Vice Captain, and Finance Director shall be made in writing signed by two (2) Senior Active members, Senior Active Non-Competitive members, Life Subscriber members or Life members of the Club and signed by the nominee and be delivered to the Secretary at least twenty eight (28) days before the date of the Annual General Meeting. The proposer, seconder and nominee shall be Financial members of the Club at the time the Nomination Form is signed. The Secretary shall forthwith post notification of such nomination on the Club Notice Board.
- (d) Nominations for election to each of the four (4) Ordinary Board member positions shall be made in writing signed by two members of the class of membership eligible to be elected to that position and signed by the nominee and delivered to the Secretary at least twenty eight (28) days before the date of the Annual General Meeting. The proposer, seconder and nominee shall be Financial members of the Club at the time the Nomination Form is signed. The Secretary shall forthwith post notification of such nominations on the Club Notice Board.
- (e) A nomination can be withdrawn at any time prior to the closing of nominations.
- (f) An eligible member may be nominated for more than one office.
- (g) If the full number of candidates for the various positions on the Board is not nominated then, subject to Rule 24, those candidates who are nominated shall be declared elected to the relevant positions. Any remaining vacancies shall be declared casual vacancies and be filled by the Board in accordance with Rule 32.2.
- (h) If there be only the requisite number nominated for the various positions those candidates shall, subject to Rule 24, be declared duly elected.

- (i) If there be more than the required number nominated for any position an election by secret ballot shall take place in respect of that position.
- (j) If a member who has been nominated for more than one office is elected to a senior office, the member shall be eliminated from the election for the junior office. For the purposes of this Rule 25.1 the order of seniority of shall be:
  - (i) Firstly - President
  - (ii) Secondly - Vice Presidents
  - (iii) Thirdly - Captain
  - (iv) Fourthly - Vice Captain
  - (v) Fifthly - Finance Director
  - (vi) Sixthly - Ordinary Board members
- (k) The Returning Officer shall supervise the preparation of ballot papers.
- (l) The order in which names appear on the ballot paper shall be determined by lot.
- (m) The ballot shall be conducted at the Annual General Meeting.
- (n) The Returning Officer shall supervise the issue of ballot papers.
- (o) Members shall record their vote in such manner as may be prescribed by the Board from time to time. Failure to comply with those requirements shall render the vote invalid.
- (p) The Returning Officer shall supervise the examination of ballot papers.
- (q) The decision of the Returning Officer as to the formality or informality of any vote shall be final.
- (r) The Returning Officer shall supervise the counting of votes.
- (s) In the event of an equality of votes, the Chairman shall have a casting vote so as to ensure the election of the necessary number to fill the vacancy.
- (t) The Returning Officer shall report the result of the ballot to the meeting.
- (u) If the Returning Officer is not present, a scrutineer shall perform the duties of the Returning Officer set out in this Rule 25.1.
- (v) The Board may, at any time, engage the services of a professional electoral consultant or company to perform, or assist in performing, any or all of the duties of the Returning Officer or scrutineers set out in this Rule 25.1.
- (w) If at the close of the Annual General Meeting any vacancies remain on the Board, such vacancies shall be casual vacancies and may be filled in accordance with Rule 32.2.

25.2 The Board shall have the power to make by-laws regulating all matters in connection with the election of the Board that are not inconsistent with Rule 25.1.