



# ROYAL VICTORIAN AERO CLUB

## A COMPANY LIMITED BY GUARANTEE

A.C.N. 004 128 232

### BY LAWS

AS APPROVED BY THE BOARD ON 5TH SEPTEMBER 2012.

Clause 10 revised on 29th April 2015.

#### NOTE

Members may, by special resolution of a General Meeting, set aside any By-Law. (Clause 99.3 of the Constitution)

Some relevant sections of the Constitution are also included in these by-laws for easier reference.

### MEMBERSHIP MATTERS

#### 1 RIGHTS OF MEMBERSHIP

The rights and privileges attached to the various classes of membership listed in Clause 7 of the Constitution are shown in *Appendix 1*.

#### 2 FLYING RESPONSIBILITIES

Any member who violates any rules of the Club's Operations Manual, which also provides for compliance with the rules of the regulatory bodies, may, in addition to any restrictions or requirements imposed by the Chief Pilot, also have the matter referred to the Disciplinary Tribunal by the Board.

#### 3 BALLOT PROCEDURE

(Clause 73 of the Constitution)

The ballot procedure is set out in *Appendix 2*.

#### 4 COMPLAINTS AND SUGGESTIONS

All complaints and suggestions are to be submitted to management.

In no case is a member personally to reprimand a member of the staff.

#### 5 NOTICES OR ANNOUNCEMENTS

No personal or private notices are to be displayed in the Club without the specific authorisation of management or a Board member.

#### 6 USE OF CLUB NAME OR ADDRESS NOT PERMITTED

No member shall, except with the permission of the Board of Directors, use or allow to be used the name of the Club or any initials or abbreviation thereof in any letterhead, advertisement, prospectus or business document.

No member shall, except with the permission of the Board of Directors, use or allow to be used the address of the Club or of any premises of the Club as his address or his business address or as the address of any person, persons or corporation.

#### 7 BUSINESS COMPETITOR

With regard to the definition of business competitor in Clause 2 of the Constitution, the following persons are deemed to be in the "business of hiring aircraft".

(a) Members who have their aircraft online with, or who regularly make their aircraft available to, another flying training, aerial work or charter operator on a commercial basis.

(b) Members who hire their aircraft directly to other persons on a regular commercial basis.

Members who allow other persons to use their aircraft on an irregular, private basis are not deemed to be business competitors.

#### 8 SUSPENDED AND EXPELLED MEMBERS

A member who has been suspended or has been expelled shall not be permitted to enter any premises of the Club and no member shall introduce such a person as a visitor with knowledge of such suspension or expulsion.

## CLUB HOUSE MATTERS

### 9 CLUB HOUSE HOURS

The Club licensed premises, (excluding the Bar), shall be open to members during the hours of daylight flying training and during the hours of selling liquor. The bar shall only be open during the hours of selling liquor.

### 10 BAR AND RESTAURANT OPENING HOURS

The days and hours that the bar and restaurant are open are variable from time to time, but must remain within the confines of State laws and a formal agreement between the Club and the contract caterer.

Restrictions on the days and times during which liquor may be served are contained in the Liquor Licence, which is on display in the bar.

The actual days and times of opening, as agreed between the Club and the caterer, will be displayed by way of a Notice on the Clubroom front door and elsewhere as appropriate.

The caterer's manager is the authorized representative of the Club in relation to liquor licencing and therefore has authority to administer the rules and regulations relating to the sale of liquor.

Members must vacate the premises at closing times when requested by the caterer's manager.

Behaviour of members is subject to rules contained in the Constitution and in Appendix 3 of these by-laws.

### 11 PAYMENT FOR LIQUOR AND MEALS

Members shall, before leaving the Club House, pay any charge incurred by them or their visitor.

Cheques will not be cashed by the Club in the Bar or in the Flight Operations area.

### 12 DRESS STANDARDS

Members and visitors must be suitably attired on the Club premises. A good standard of dress is expected at all times. Any person not suitably dressed can be asked to retire. A minimum of smart casual is required.

### 13 SERVING OF LIQUOR

The serving of alcohol is strictly in accordance with the Liquor Control Reform Act 1998. Practical aspects relating to the responsible serving of alcohol, visitors and minors are included in the Constitution and *Appendix 3*.

### 14 PROOF OF MEMBERSHIP

Members must be prepared to produce proof of membership on request by a board member, duty officer or management when availing themselves of Club privileges.

### 15 MISCONDUCT

Misconduct procedures and penalties are referred to in Clauses 24 to 27 of the Constitution.

Members and their visitors are expected to maintain good behaviour in the Club.

Profound swearing, bitter arguments, confrontations, harassment, bullying, and drunken behaviour are not permitted on Club premises.

Members or visitors violating this By-Law shall leave the premises immediately upon being asked to do so by a Board member, duty officer, licensee or management, and may be further disciplined in accordance with the Constitution.

An allegation of misconduct by a member will be dealt with either by the Board or the Disciplinary Tribunal as described in Clauses 24 to 27 of the Constitution.

Procedures relating to the operation of the Disciplinary Tribunal are set out in *Appendix 4*.

### 16 DAMAGE TO CLUB PROPERTY

Any member breaking or otherwise damaging property of the Club may be called upon to repair or pay for such damage. Wilful damage or destruction will be dealt with under the disciplinary rules.

### 17 TOUTING

No member shall, on the Club premises, tout for business in competition with the Club.

### 18 GAMES

Games for money are prohibited.

### 19 BETTING

Betting on the Club premises is prohibited. (Refer Clause 112.3 of the Constitution)

### 20 MEMBERS' PROPERTY

The Club accepts no responsibility for the property of members or visitors left in the Club premises.

### 21 GRATUITIES

No gratuities are to be given to members of the Club staff in cash or kind.

### 22 ANIMALS IN THE CLUB HOUSE

Except as allowed by law, animals are not permitted in the Club House or Club Bar.

## 23 RAFFLES

Raffles may be conducted in the Bar and elsewhere on the Club premises in accordance with regulated procedures. These procedures are available from management. The Club is registered with the Victorian Commission for Gambling Regulation. The registration number is 45936.

## APPENDIX 1

### RIGHTS OF MEMBERSHIP

(Clause 7 of the Constitution)

The following rights and privileges attach to the various classes of membership.

### THE RIGHTS AND PRIVILEGES

**Voting Rights** means that members with this privilege have the right to vote at general meetings of the Club and to stand for election to the Board of Directors.

**Flying Rights** means that members with this privilege have the right to fly Club operated aircraft, subject to operational approval.

**Discount Rights** means that members with this privilege have the right to discounts, under certain conditions, as approved and published by the Board from time to time.

**Bar Rights** means that members with this privilege have the right to enter and use the bar facilities. They also qualify to receive any discounts on liquor prices that might be offered to members from time to time.

**Social Rights** means members with this privilege have the right to participate in all social events run by the Club.

### WHO MAY USE THE RIGHTS AND PRIVILEGES

**Flying Members** have the following rights and privileges: Voting Rights, Flying Rights, Discount Rights, Bar Rights, Social Rights

**Life Members** have the following rights and privileges: Voting Rights, Flying Rights, Discount Rights, Bar Rights, Social Rights

**Honorary Life Members** have the following rights and privileges: Voting Rights, Flying Rights, Discount Rights, Bar Rights, Social Rights

**Country Members** have the following rights and privileges: Flying Rights, Bar Rights, Social Rights

**Provisional Flying Members** have the following rights and privileges: Flying Rights, Discount Rights, Bar Rights, Social Rights

**Junior Flying Members** have the following rights and privileges: Flying Rights, Discount Rights, Social Rights

**Observer Members** have the following rights and privileges: Bar Rights, Social Rights

**Honorary Members** have the following rights and privileges: Flying Rights, Bar Rights, Social Rights

**Temporary Members** have the following rights and privileges: Flying Rights, Bar Rights, Social Rights

**Affiliate Members** have the following rights and privileges: Bar Rights, Social Rights

## APPENDIX 2

### POSTAL BALLOT PROCEDURE

Clause 73 of the Constitution

- 1 The Returning Officer, appointed by the Board, controls the ballot at all stages.
- 2 A ballot paper is prepared with the names of all candidates in an order determined by lot.
- 3 Retiring candidates re-nominating are **NOT** to be marked with an asterisk or by any other means.
- 4 Blank ballot papers are initialled by the returning officer (or a person delegated by the returning officer) before dispatch.
- 5 Members may vote for any number of candidates up to the number of vacancies, but not for more than the number of vacancies. In the latter case, the ballot paper is invalid and no votes will be counted.
- 6 Only those returned ballot papers with the returning officer's initial (or the returning officer's delegate's initial) will be counted.
- 7 The voting member will be supplied with
  - (a) A voting instruction sheet
  - (b) A blank initialled ballot paper
  - (c) An unmarked envelope, called the inner envelope, into which the completed ballot paper will be placed by the voter, and then sealed.
  - (d) A return addressed envelope, called the outer envelope, upon which the member's name and membership number is to be endorsed by the voting member.
- 8 Voting ends at 12 noon on the day of the Annual General Meeting.
- 9 The returned voting envelopes are to be placed in a secure, locked receptacle as and when received. This receptacle is not to be opened until after the above date and time and then only by or in the presence of the returning officer.
- 10 The outer envelope is to be checked against the register of voting members for validity. Any envelopes that cannot be identified or are otherwise invalid shall be discarded.
- 11 The inner envelopes shall then be extracted, placed in a separate receptacle and shuffled.
- 12 The inner envelopes shall then be opened. The ballot papers shall be checked for validity, that is that the number of votes cast does not exceed the number of candidates to be elected. Any invalid votes shall be discarded.
- 13 The number of votes for each candidate shall be counted.
- 14 The candidates shall be ranked by number of votes received.
- 15 The returning officer shall determine according to the Constitution who has been elected and advise the President or such person who is presiding at the Annual General Meeting.

## APPENDIX 3

### LIQUOR LICENCE MATTERS

Clause 112 of the Constitution

#### SERVING OF LIQUOR

- 1 No liquor will be served after closing hours, but liquor already purchased may be consumed in the Club House for up to 30 minutes after closing.
  - 2 Neither the Club, nor Club members, nor staff, nor the licensee shall give, sell, deliver or supply any intoxicating liquor;
    - (a) to any person under the age of 18 years, unless that person is with a parent or guardian AND having a meal.
    - (b) to any person who is drunk or intoxicated.
- Note (i) The Liquor Licensing Authority describes an intoxicated person as one whose speech, balance, co-ordination or behaviour is noticeably affected by alcohol. Such persons may remain on the premises, but must not be served more alcohol.*
- Note (ii) The Liquor Licensing Authority describes a drunken person as one who is intoxicated to the point where they have lost control of their faculties or behaviour. Such persons must not enter or remain on the premises.*
- 3 No person under the age of 18 years is permitted to supply liquor, except in circumstances set out in the Act.
  - 4 No member or visitor is permitted to bring liquor on to the Club premises.
  - 5 The Club's licence allows takeaway alcohol to be supplied to Club members only, not to visitors or guests.

#### VISITORS

- 6 A visitor shall not be supplied with liquor in the Club premises unless the visitor is a guest in the company of a member.
 

*Refer Clause 112.7 of the Constitution and Schedule 1 of the Liquor Control Reform Act.*
- 7 Any member introducing a visitor shall see that the visitor's name is recorded in the register provided for that purpose.
 

*Refer Clause 112.8 of the Constitution.*
- 8 A visitor shall only be allowed to remain in the Club rooms while in the company of a member.
- 9 Members shall be held responsible for the conduct of their visitors.
- 10 Should the Board of Directors or Secretary or Licencee so decide, they may refuse to admit any person as a visitor to the Club.

## MINORS IN THE CLUB ROOMS AND CLUB BAR

- 11 Persons under the age of 18 years are permitted in the Club Rooms and Club Bar provided;
- (a) they are accompanied by and are under control of a responsible adult at all times; and
  - (b) they maintain good behaviour and good conduct at all times; and
  - (c) they only remain while the responsible adult is present; and
  - (d) they do not purchase, receive, possess or consume liquor, unless as part of a meal, and the person is accompanied by his or her spouse, being a person of or over the age of 18 years, or his or her parent or guardian.

*(The relevant section of the Liquor Control Reform Act is s123.)*

*Note (i) A responsible adult is described by the Liquor Licensing Authority as a person who is over 18 years of age and who is;*

- (a) *the younger person's parent, step parent, guardian or grandparent; or*
- (b) *the younger person's spouse; or*
- (c) *a person who is acting in place of a parent and who could reasonably be expected to exercise responsible supervision of the younger person.*

## APPENDIX 4

### DISCIPLINARY TRIBUNAL BY-LAW

Clause 25.7 of the Constitution.

- 1 The Secretary of the Company is responsible for
  - (a) ascertaining the most recent Past President available to choose the members of the Tribunal;
  - (b) assisting that Past President in communicating with other Past Presidents and former directors, honorary life members or life members, if necessary, to ascertain their availability;
  - (c) convening the Disciplinary Tribunal; and
  - (d) appointing the Secretary of the Tribunal, who must have an understanding of procedural fairness.
- 2 The Disciplinary Tribunal must elect a Chair from its membership.
- 3 The Secretary of the Company must provide in writing to the Disciplinary Tribunal and the member the reasons why the Board has formed an opinion that a matter should be referred to the Disciplinary Tribunal.
 

*See Clause 24 of the Constitution.*
- 4 The Secretary of the Disciplinary Tribunal may not be a member of the Board, the Secretary of the Company, or a member of the Senior Management team of the company.
- 5 The Secretary of the Disciplinary Tribunal must:
  - (a) advise the Tribunal on matters relating to procedure, in particular procedural fairness;
  - (b) ensure complete and accurate records of proceedings are kept;
  - (c) ensure the member is properly advised, in a timely manner, of requirements to appear before the Tribunal, and the subject matter of the proceedings;
  - (d) ensure the member is advised of progress of the matter.
- 6 The proceedings of the Disciplinary Tribunal should be conducted with as little formality as proper consideration of the matter permits.
- 7 The member is entitled to make submissions to the Disciplinary Tribunal either in person or in writing, or both.
- 8 The member has the right to be accompanied by a person who is not a lawyer, to assist the member in presenting the member's response to the allegation of misconduct.
- 9 The Disciplinary Tribunal is not bound by rules of evidence but may inform itself in any way it thinks fit.
- 10 The Disciplinary Tribunal is bound by the rules of procedural fairness.

*Note (i) The following is a quote on "Procedural Fairness" Further detail is available on web sites.*

*“Except in rare circumstances where procedural fairness is excluded by statute, if you are making a decision which will affect the rights, interests or legitimate expectations of a person, you must comply with the rules of procedural fairness. In other words, you must ensure:*

***you allow the individual a fair hearing** (or verify that the individual has been granted a fair hearing) that is neither too early or too late in the decisionmaking process; and*

***you are unbiased.** This includes ensuring that from an onlooker's perspective there is no reasonable perception of bias. For example, personal, financial or family relationships, evidence of a closed mind or participation in another role in the decision-making process (such as accuser or judge) can all give rise to a reasonable perception of bias. If this is the case, it is best to remove yourself from the process and ensure an independent person assumes the role of decision-maker”.*

- 11 The Tribunal must determine whether or not they unanimously believe that the allegations are proved to their reasonable satisfaction.  
*See Clause 25.9 of the Constitution*
- 12 The procedure of a Tribunal is otherwise in its discretion.
- 13 At the conclusion of the procedure the members of the Tribunal must report to the Board and the member in writing, signed by all of them, that
  - (a) they unanimously believe that the allegations are proved to their reasonable satisfaction and recommend a penalty as specified in Clause 25.10 of the Constitution; or
  - (b) the members of the Tribunal are not unanimous in their opinion. They are therefore not empowered to make a recommendation, and regard the matter as concluded; or
  - (c) the Tribunal is not empowered to make a recommendation, and regards the matter as concluded; or
  - (d) the Tribunal unanimously believes the allegations are not proved, and regards the matter as concluded.
- 14 The Secretary of the Disciplinary Tribunal must ensure that all documents relating to the matter are placed in a sealed container and stored in a secure facility under the control of the Secretary of the Company.
- 15 In regard to clause 24.2 of the Constitution, the following is specific clarification of the meaning of “at least three quarters”.
  - (a) If 5 members are present, 4 must be in favour.
  - (b) If 6 members are present, 5 must be in favour.
  - (c) If 7 members are present, 6 must be in favour.
  - (d) If 8 members are present, 6 must be in favour.
  - (e) If 9 members are present, 7 must be in favour.