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Slovenski klub T R I G L A V Sydney.

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Tel.No.604-1627

Poštni naslov Box 40 P.O. Summer Hill N.S.W. 2130

P R A V I L N I K .

Pravilnik kluba je vsebinsko razdeljen na šest glavnih točk:

Ime.

Namen.

Članstvo.

Vodstvo kluba.

Gospodarsko poslovanje kluba.

Lastnina v slučaju raspustitve.

1) Ime kluba je SLOVENSKI KLUB TRIGLAV. SYDNEY *TRIGLAV CLUB LIMITED*

2) NAMEN.

Namen kluba je *(nepolitična)* kulturno-družabna povezava Slovencev in njihovih prijateljev v Sydneyju in okolici. Klub dosega svoj *namen* z razvojem vseh področij kulturnega, športnega in družabnega življenja in to kod celota ali v obliki razdeljenih skupin in odsekov.

Dramatski krožek.

Filmski krožek.

Fotografska skupina.

Pevski zbor.

Sola za odrasle in otroke.

Tečaj angleščine.

Plesni krožek i.t.d.s čim močnejšem in čim jasnejšem *povdankom* tradicionalnih in sodobnih *oblik* družabnega življenja Slovencev ter z organiziranjem pomoči socialno ogroženim družinam-rojakom.

3) Č L A N S T V O !

Članstvo kluba sestavljajo delničarji T R I G L A V PTY.LTD.

ter osebe, ki jih na osnovi pristopne izjave sprejme odbor.

Članska doba je od 1.julija do 30.junija.

a) VRSTE ČLANSTVA!

Ustanovni člani.

Redni člani .

Izredni ali občasni člani.

Častni člani.

- a) Ustanovni člani so vsi registrirani delničarji Triglav PTY.LTD. in ali redni člani kluba s 5.letnim nepretrganim članstvom, ki so žrtvovali vsaj 250 ur prostovolnega dela za razvoj triglavske zemle. Redni člani postanejo ustanovni člani z sklepom O.Z. kluba.

Redni člani

- b) Redni člani so osebe nad 18.let starosti, ki podpišejo pristopno ^{Izjava} ~~pristopno~~ [✓]. Pristopna izjava mora imeti priporočilo vsaj dveh finančnih članov kluba, plačajo vpisnino in vsaj ~~xx~~ 30.dni po sprejemu pristanku odbora se članarino. Član kluba mora biti tudi član Comuniti centra. (Če niso sprejeti je vpisnina vrjena) Članarina mora biti plačana za pol leta če je bila oseba spejeta v klub marca ali maja meseca.

Izredni občastni člani

- c) Izredni ali občastni člani so osebe, ki žele postati član kluba le za krajšo dobo (največ dve leti) in jih sprejme odbor pod pogoji, ki ne smejo biti ugodnejši kot so za redno članstvo; ter osebe, ki imajo v klubu delnice in ~~ne~~ plačajo članarine.

Častni člani

- d) Častni člani so osebe ali organizacije, ki imajo posebne zasluge za klub, družbo ali Slovenstvo. To članstvo podeli ~~xxxxxxx~~ ^{tt} Direktorjat Triglav PTY.LTD. na predlog O.Z. kluba. Častno članstvo je omejeno na 10. živečih članov.

Opomba: Trenutni častni člani so:

1) Dobravka Tomšič-koncertna pianiska.

2) Stefan Trampuž-diplomat.

3) *J. A. Kulichill - snobar*

- a) P R E N E H A N J E C L A N S T V A .

- Članstvo ^r peneha z iztopom (pismena izjava brez utemeljitve).
b) Z izključitvijo po odboru (pismeno sporočilo o izključitvijo mora biti poslana prizadetemu članu in Triglav PTY.LTD. Izključena oseba se lahko pritoži O.Z. ki lahko sklep potrdi, ali ovrže.
c) Član, ki ne poravna letne članarine v 13.mesecih (do 1.August) je avtomatično razveljavljen vseh dolžnosti in pravic članstva. Če hoče ponovno postati član mora izpolniti pristopno izjavo z prošnjo za ponovno članstvo plačati pristopnino in članarino za leto dni naprej. Letna ~~xxxx~~ članarina je najosnovnejša obveza člana do kluba in je plačljiva do 1.augusta. Kdo članarine do tega dne ne plača je razveljavljen članstva. Višino članarine odloča občni zbor */more rebovat zmesek za TCC*

X X X

- K a z e m x x n x x z k x j u d e k e w x e l a n n x z a x a a s n o x a k x x z a x w e d m x l x

K a z e m x x n x x z k x j u d e k e w x e l a n n x z a x a a s n o x a k x x z a x w e d m x l x

- Kazenin izključitev člana za časno ali za vedno!

5)

5)

Za vsakega obiskovalca odgovarja član, kateri ga je vpsal.

1)

Pritožba proti obiskovalcu:

Član kateri pripelje obiskovalca v klub. V slučaju ta obiskovalec je v sovraštvu ali slabih razmerah z nekim finančnim članom kluba. Ta član ima pravico pritožiri se odboru kluba, kateremu razlozloži vzrok pritožbe in akovidi odbor, da je za dobrobit in za interes kluba bolše, da sa ta obiskovalec odslovi iz kluba, ga mora član kateri ga je privedel v klub zopet odvede iz klubskih prostorov.

Pravice članov.

- 1) Pravice članov so: Ustanovni in redni člani smejo voliti in biti izvoljeni v klub Triglav.
- 2) Izredni ali občastni člani smejo voliti a nemorejo biti izvoljeni v klub Triglav.
- 3) Vsi člani imajo pravico do sodelovanja pri klubskih aktivnosrih.
- 4) Imeti klubsko legitimacijo in značko.
- 5) Prejemati klubsko glasilo.
- 6) Koristiti vse ugodnosti, ki jih Triglav PTY.LTD. ali klub izposluje za svoje članstvo. (popust pri potovanjih, nakup cenejših artikeljev, prednost pri posojilu za nakup zemlje i.t.d.
- 7) Preko kluba kupiti delnice v Triglav PTY.LTD.
- 8) Pregled računov -skupinsko v dogovoru z računovodjem klub Triglav.
- 9) Da se lahko pismeno pritoži vodstvu Triglav PTY.LTD. če misli, da se mu je zgodila kriviča od strani odbora kluba ali, dajje pri klubu nekaj narobe.

Vodstvo kluba:

- 1) Vodstvo kluba predstavlja občni zbor (redni ali izredni) in odbor.
- 2) Občni zbor je najvišji organ kluba, ki daje smernice za delo, sprejema ustrezne sklepe, dopolnjuje in popravlja pravilnik, ter razrešuje in vodi člane odbora.
- 3) Redni občni zbor mora biti v juniju. Odbor ga mora razglasiti vsaj štiri tedne prej in poslati dnevni red občnega zbora in finančno stanje kluba z zaključkom 31 maja vsaj ped dni pred napovedanim občnim zborom.

- V XXXXX
- 4) Redni občni zbor je sklepčen ob napovedanem času brez oziranj na število navzočih članov.
 - 5) Občni zbor vodi predsednik kluba, če on tega ne želi izberejo navzoči vodjo občnega zbora enega odbornika kluba triglav.
 - 6) Na občnem zboru pravico do debate in glasovanja le finančni člani kluba.

Izredni občni zbor!

- 1) Izredni občni zbor lahko skličejo: Uprava Triglav PTY.LTD. Dve tretine odbora kluba 50 % finančnih članov kluba.
- 2) vodja izrednega občnega ~~kluba~~ zbora določi board of Directors Triglav PTY.LTD.

O D B O R!

- 1) Odbor kluba je izvršni organ-sestavlen iz 15 članov; 5 imenovanih od upravnega odbora družbe in 12 voljenih na občnem zboru.
- 2) Predsednik mora biti član Boarda, tajnik in blagajnik delničarja Triglav PTY.LTD.

Poslovanje!

- 1) Vse dele se vrši na osnovah MEMORANDUMA in sklepa upravnega odbora družbe Triglav PTY.LTD.
- 2) Nadzorstvo nad finančnim poslovanjem družbe vrši računovodja družbe.
- 3) Skrb za inventar in vzdrževanje klubskih prostorov ima odbor kluba po internem pravilniku.
- 4) Denar ki ga klub s svojim dejavnostmi pridobi se sme uporabiti le za splošen dobrobit članstva povsem pa za podporo in razvoj slovenske kulturne dejavnosti, za podporo Triglav Community Centre in finančni napredek Triglav PTY.LTD.

Raspust kluba!

- 1) V slučaju raspada kluba pride ves inventar kluba kakor tudi vse premoženje v last in posest Triglav PTY.LTD.
- 2) Za raspust kluba je potrebno dve tretine večina glasov rednega ali izrednega občnega zbora.
- 3) Ta pravilnik ni zaključen in se ~~XX~~ lahko pozneje dodajo še nova pravila in zakone.

Ta pravila stopijo v veljavo z dnem.....in so dana v podpis vsakemu članu kluba.

Podpisani potrjujem prejem pravil slovenski klub Triglav, ter se obvezujem, da jih bom z mojimi sočlani izpolnjeval po vseh potenčnostih v korist in dobrobit klubu Triglav.

Dodatek pravila 13.10.13. je bilo izvoljeno, da osebe ki so upokojene plačajo vpisnino komuniti center \$ 2.00 in Oblei legitimacije K.C. 2. to legitimacija ima prosti vstop v klub in uživajo iste pravice kakor drugi finančni členi kluba

A) OBČNI ZBOR

Občni zbor je najvišji organ kluba, ki daje smernice za delo, sprejema ustrezne sklepe, dopolnjuje in popravlja pravilnik, razrešuje in voli člane odbora.

— Redni občni zbor mora biti meseca junija, napovedan 4 tedne prej in je sklepčen ne glede na število prisotnih.

— Izredni občni zbor lahko skličejo:

1. UO Triglav-a Pty. Ltd.
2. 2/3 članov klubskega odbora,
3. 30% rednih članov kluba.
Vodje izrednih občnih zborov določi UO Triglav Pty. Ltd.

B) ODBOR

15 — Odbor kluba je izvršni organ — sestavljen iz 9 članov: 5 imenovanih od UO družbe in 4 voljenih na občnem zboru.

— Predsednik, tajnik in blagajnik morajo biti člani UO Triglav Pty. Ltd.

V — GOSPODARSKO POSLOVANJE

1. Vse delo se vrši na osnovah MEMORANDUMA in sklepov UO družbe.

2. Nadzorstvo nad administrativno-finančnim poslovanjem vrši računovodja družbe.

3. Skrb za inventar in vzdrževanje klubskih prostorov ima odbor kluba po internem pravilniku.

4. Denar, ki ga klub s svojimi dejavnostmi ustvarja, sme biti uporabljen le za splošne koristi članov, predvsem pa za subvencioniranje kulturnih dejavnosti. Ustvarjena sredstva se morajo rabiti tudi za nakup delnic v Triglav Pty. Ltd.

VI — LASTNINA V SLUČAJU RAZPUSTITVE KLUBA

V slučaju razpade, oz. pride do nepredvidenega razpusta kluba, preidejo vse nadaljnje materialne obveznosti na družbo, ki na svojem občnem zboru izglasuje ustrezne odločitve glede premoženja.

Pravilnik je postal veljaven s sklepom OZ. kluba v nedeljo 4. julija 1971.



SLOVENSKI KLUB "TRIGLAV" SYDNEY

BOX 40. P.O. SUMMER HILL, N.S.W., 2130.

PRAVILNIK

Pravilnik kluba je vsebinsko razdeljen v 6 glavnih točk:

I. IME.

II. NAMEN.

III. ČLANSTVO.

IV. VODSTVO KLUBA.

V. GOSPODARSKO POSLOVANJE.

VI. LASTNINA V SLUČAJU RAZPUSTITVE.

I — IME

Ime kluba je: SLOVENSKI
KLUB "TRIGLAV" — SYDNEY

II — NAMEN

Namen kluba je kulturno —
družabna povezava Slovencev
v Sydney-u in okolici.

1. Da razvija vsa področja kulturnega življenja v obliki krožkov in tečajev, ki bi delovali po svojih internih programih:
 - dramski krožek,
 - filmski krožek,
 - foto-amaterski krožek,
 - pevski zbor,
 - slovenska šola za otroke in odrasle,
 - tečaj angleškega jezika za novodoseljence,
 - plesni tečaj itd.
2. Da dalje razvija in goji tradicionalne oblike družabnega življenja Slovencev:
 - plesne prireditve,
 - izleti,
 - športne aktivnosti (balinanje, nogomet, odbojka, šah itd.)
3. Da organizira in nudi materialno pomoč socialno ogroženim družinam.

III — ČLANSTVO

Članstvo kluba predstavljajo vsi delničarji, družine in osebe, ki jih na osnovi pristopne izjave sprejme odbor. Članska doba se računa od začetka finančnega leta.

A) VRSTE ČLANSTVA

Klub ima redne, občasne in častne člane.

1. Redni člani so delničarji Triglav Pty. Ltd. in osebe nad 18 let starosti, ki podpišejo pristopno izjavo, plačajo ustrezno vpisnino in vsaj 30 dni po sprejemu — pristanku odbora — še članarino. (Če niso sprejeti, se upisnina vrne).
2. Občasni člani so osebe, ki žele postati člani kluba le za določeno dobo (največ 2 leti) in jih sprejme odbor po določeni pristojbini, ki jo določi občni zbor.
3. Častni člani so osebe, ki imajo posebne zasluge za klub, družbo ali za slovenstvo nasploh. To članstvo podeli UO Triglav Pty. Ltd. na predlog občnega zbora kluba.

B) PRENEHANJE ČLANSTVA

Članstvo preneha;

1. z izstopom, ko oseba s pismeno izjavo utemelji svojo odločitev,
2. z izključitvijo, ki jo izreče odbor kluba zaradi delovanja proti koristim kluba, oz. zaradi kršitve pravil.

C) DOLŽNOSTI ČLANOV

Dolžnosti članov so:

1. Izpolnjevati pravila in delovati za doseg ciljev kluba Triglav in Triglav-a Pty. Ltd.
2. Izpolnjevati naloge v okviru klubskih aktivnosti.
3. Dostojno vedenje v klubu in na klubskih prireditvah.
4. Zavestna skrb za ugled ustave.
5. Čuvati imovino kluba.
6. Redno plačevati članarino.

D) PRAVICE ČLANOV

Pravice članov so:

1. Da imajo aktivno in pasivno

volilno pravico.

2. Prost vstop v družabne prostore kluba.
3. Prost vstop na prireditve kluba — razen na prireditve s plesom.
4. Imeti klubsko značko, ki služi kot vstopnica.
5. Da skupinsko in v dogovoru z računovodjo družbe (kluba) pregledajo in dobijo informacije o finančnem stanju.
6. Da koristijo popust pri nakupu motornih vozil, pohištva itd., ki ga omogoči družba.
7. Da preko kluba kupijo delnice v Triglav Pty. Ltd.
8. Da brezplačno prejemajo klubsko glasilo — Triglav.
9. Da se zaradi kakršnihkoli nepravilnosti v klubu pritožijo (ustno ali pismeno) na UO Triglav Pty. Ltd., odbor kluba ali na občni zbor kluba.

IV — VODSTVO KLUBA

Vodstvo kluba predstavljata občni zbor (redni in izredni) in odbor.

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I. - IME

Ime kluba je: Slovenski klub "TRIGLAV" Sydney.

II. - NAMEN

Namen kluba je nepolitična, kulturno - družabna povezava Slovencev in njihovih prijateljev v Sydney-u in okolici.

Klub dosegaja svoj namen z razvojem vseh področij kulturnega, športnega in družabnega življenja in to kot celota ali v ~~skupini~~ ^{obliki} ~~apredeljenih~~ razdeljenih skupin in odsekov:

- dramski krožek,
- filmski krožek,
- fotografska skupina,
- pevski zbor,
- šola za odrasle in otroke,
- tečaj angleščine,
- plesni krožek itd...

s čim močnejšim in čim jasnejšim poudarkom tradicionalnih in sodobnih oblik družabnega življenja Slovencev ter z organiziranjem pomoči socialno ogroženim družinam - rojakom.

III. ČLANSTVO

Članstvo kluba sestavljajo delničarji "TRIGLAV" P/L ter osebe, ki jih na osnovi pristopne izjave sprejme odbor. Članska doba je od 1. julija do 30. junija.

A) Vrste članstva:

- a) - Častno ustanovni člani
- b) - Ustanovni člani
- c) - Redni člani
- d) - Izredni ali občasni člani
- e) - Častni člani

a) Častno-ustanovni člani so ustanovitelji "TRIGLAV P/L" časovno neomejeno:

- Mr. ČUJEŠ
- Mr. KOŠOROK
- Mr. PORŠEK

b) Ustanovni člani so vsi registrirani delničarji TRIGLAV P/L in ali redni člani kluba s 5 letnim nepretrganim članstvom, ki so žrtvovali vsaj 250 ur prostovoljnega dela za razvoj triglavske zemlje. Redni člani postanejo ustanovni člani s sklepom o.z. kluba.

c) Redni člani so osebe nad 18 let starosti, ki podpišejo pristopno izjavo. Pristopna izjava mora imeti priporočilo vsaj dveh finančnih članov kluba, plačajo vpisnino in vsaj trideset dni po sprejemu - pristanku odbora - še članarino. (Če niso sprejeti, je vpisnina vrnjena). Članarina mora biti plačana vsaj za pol leta, tudi če je bila oseba sprejeta v klub marca ali maja meseca.

d) Izredni ali občasni člani so osebe, ki žele postati člani kluba le za krajšo dobo (največ dve leti) in jih sprejme odbor pod pogoji, ki ne smejo biti ugodnejši kot so za redno članstvo; ter osebe, ki imajo v klubu delnice in ne plačajo članarine.

e) Častni člani so osebe ali organizacije, ki imajo posebne zasluge za klub, družbo ali za Slovenstvo. To članstvo ^{podeli} Direktorja Triglav P/L na predlog O.Z. kluba. Častno članstvo je omejeno na deset živečih članov.

Opomba! Trenutni častni člani so:

- 1.) Dobravka Tomšič - koncertna pianistka,
- 2.) Štefan Trampus - diplomat.

(5)

Odbor lahko odkloni podelitev članstva brez kakršne koli razlage oz. pojasnila.

(B) Prenehanje članstva

- Članstvo preneha:

- a) Z izstopom (pismena izjava brez utemeljitve)
- b) Z izključitvijo po odporu (Pismeno sporočilo o izključitvi mora biti poslano pricadelemu členu in Triglav P/L.) IZKLJUČENA oseba se lahko pritoži običnemu zboru, ki lahko sklep odbora potrdi ali vrže.

- Član, ki ne poravnava letne članarine v 13. mesecih (do 1. Avg.) je avtomatično razveljavljen vseh dolžnosti in pravic članstva P/L. Če hoče ponovno postati član mora izpolniti - napisati pristopno izjavo - prošnjo za ponovno članstvo.

- Letna članarina:

Letna članarina je najosnovnejša obveza člana do kluba in je plačljiva do 1. Avgusta. Kdor članarine do tega dne ne izplača je razveljavljen članstva. Višino članarine določa občini zbor.

(6)

(C) Dolžnosti članov

Dolžnosti članov so:

- a) Izpolnjevati pravila in delati za dosego ciljev kluba in Triglav R/L.
- b) Sodelovati v klubskih aktivnostih in izvrševati dodeljene naloge.
- c) Biti dostojen v klubskih prostorih in na klubskih prireditvah.
- d) Skrbeti zavestno za ugled Triglava.
- e) Paziti na postuino Triglava.
- f) Biti zvest ciljem in pravilom kluba.
- g) Redno plačevati članarino.
- h) Izpolnjevati vsa dodatna pravila oziroma predpise.
- i) Ne dovoliti, da preidejo s porne točke kluba in njegovih članov, meje klubske dejavnosti ter ~~ne~~ onesčasiti ime Slovenstva, kluba TRIGLAV.

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Pravice članov

Pravice članov so:

- a) Častno ustanovni člani,
Ustanovni člani,
Redni člani - - - - - smejo voliti in biti
voljeni v odbor kluba.
- b) Izredni ali občasni člani
Častni člani - - - - - smejo voliti a ne mo-
rejo biti voljeni v odbor kluba.
- c) Vsi člani imajo pravico do sodelovanja pri
klubskih aktivnostih.
- d) Imeti klubsko legitimacijo in značko.
- e) Prejemati klubsko glasilo.
- f) Koristiti vse ugodnosti, ki jih Triglav
T/L ali klub izpolnjuje za svoje članstvo:
 - popusti pri potovanjih.
 - nakup cenejših artiklov
 - prednost pri posejilu za nakup hiše itd.
- g) Preko kluba kupiti delnice v Triglav T/L.
- h) Prejeti računov - skupinsko v dogovoru
z računovodjo kluba.
- i) Da se lahko pisмено pritoži vodstvu Triglav
T/L, če misli da se mu je zgodela krivica od strani

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odbora kluba, ali da je pri klubu nekaj narobe.

IV. VODSTVO KLUBA

Vodstvo kluba predstavljata občni zbor (redni in izredni) in odbor.

(A) Občni zbor

Občni zbor je najvišji organ kluba, ki daje smernice za delo, sprejema ustrezne sklepe, dopolnjuje in popravlja pravilnik, razrešuje in voli člane odbora.

a) Redni občni zbor mora biti v juniju.

Odbor ga mora razglasiti vsaj štiri tedne prej in poslati članom dnevni red O.Z. in finančno stanje kluba z zaključkom 31. maja vsaj 8 dni pred napovedanjem O.Z.

- Redni O.Z. je sklepščen ob napovedanem času brez ozira na število navzočih članov.

- O.Z. vodi predsednik kluba, če on tega ne želi izberejo navzoči vodjo O.Z. (ki mora biti finančni član).

- Na O.Z. imajo pravico do debate ~~in~~ in glasovanja le finančni člani kluba.

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b) Izredni občni zbor

- lahko skličejo:
- Uprava Triglav P/L,
 - $\frac{2}{3}$ odbora kluba,
 - 30% finančnih članov kluba.

Vodjo izrednega o.z. določi Board of Directors
TRIGLAV P/L.

③

ODBOR

- Odbor kluba je izvršni organ - sestavljen iz 15 članov; 3 imenovanih od V.O. družbe in 12 voljenih na o.z.
- Predsednik (mora biti član "Boards"), tajnik in blagajnik (delničarja Triglav P/L).

(10)

V. POSLOVANJE

- a) Vse delo kluba se vrši na osnovah MEMORANDUMA in sklopa U.O. družbe, TRIGLAV P/L.
- b) Nadzorstvo nad finančnim poslovanjem družbe vrši računovodja družbe.
- c) Skrb za inventar in vzdrževanje klubskih prostorov ima odbor kluba po internem pravilniku.
- d) Denar ki ga klub s svojimi dejavnostmi pridobi, se sme uporabiti le za splošnem dobrobit članstva predvsem pa za podporo in razvoj slovenske kulturne dejavnosti, za podporo Triglav Community Centre in finančni napredek Triglav P/L.

VI. RAZPUST KLUBA

a) V slučaju razpada kluba preide ves inventar kluba, kakor tudi vse premoženje v last in posest Triglav P/L.

b) Za razpust kluba je potrebna $\frac{2}{3}$ večina glasov rednega ali izrednega o.z.

Ta pravila stopijo v veljavo z in se danna v podpis vsakemu članu kluba.

Podpisani potrjujem prejem pravil S.K. Triglav P/L. ter se obvezujem, da jih bom skupnosti v korist izpolnjeval do vseh potankosti.

Datum: _____

_____ podpis člana

_____ podpis volkovnika
(priča podpisov)

New South Wales
Companies Act, 1961
Association not for Gain
Company Limited by Guarantee

Memorandum

and

Articles of Association

of

TRIGLAV CLUB LIMITED

Solicitors:-
Vincent J. Brady, Donald & Co.
60 Hunter Street
Sydney 2000
221-2666

Norman Jay & Co., 193 Kent Street, Sydney. 27.1908.

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NEW SOUTH WALES



CORPORATE AFFAIRS COMMISSION

No. of Company

179043

Companies Act, 1961

(Section 16 (3))

Certificate of Incorporation of Proprietary Company

This is to Certify that

TRIGLAV CLUB LIMITED

is, on and from the Fifteenth day of July, 1975
incorporated under the Companies Act, 1961, that the company is a
company limited by shares and that the company is a proprietary company.

Given under the seal of the Corporate Affairs Commission at Sydney,

this Fifteenth day of

July, 1975.

F. J. O. Ryan.

Commissioner.

New South Wales
Companies Act, 1961
Association not for Gain
Company Limited by Guarantee

Memorandum of Association

of

TRIGLAV CLUB LIMITED

1. The name of Company (hereinafter called "the Club") is "TRIGLAV CLUB LIMITED".
2. The powers set forth in the Third Schedule to the Companies Act 1961 are hereby expressly excluded.
3. The objects for which the Club is established are:-
 - (a) To acquire and take over all of the assets and liabilities of the present unincorporated body known as "SLOVENIAN CLUB TRIGLAV SYDNEY" and to carry on the work of the said body.
 - (b) To provide for members and for the guests of members a Club with all the usual facilities of a Club including residential and other accommodation liquid and other refreshment libraries and provision for sporting musical and educational activities and other social amenities.
 - (c) To encourage social activities amongst members of the Slovenian community in Australia.

- (d) To assist generally in the advancement of the Slovenian community and the establishment of good relations amongst persons of Slovenian extraction and between them and persons of Australian and other nationalities.
- (e) To invest in shares of Triglav Pty. Limited for purposes of building of Club premises for its members.
- (f) To materially support Triglav Community Centre in its efforts to assist needy Australian-Slovenians in necessitous circumstances (illness old age and other misfortunes).
- (g) To purchase hire lease or otherwise acquire for the purposes of the Club any real or personal property and any rights or privileges which the Club may think necessary or convenient for the carrying out of its objects or any of them.
- (h) To give sell mortgage exchange hire lease or otherwise dispose of the property of the Club or any part or parts thereof.
- (i) To invest and deal with any of the moneys of the Club not immediately required for the purposes thereof upon such securities and in such manner as may be deemed fit and from time to time to vary and realise investments.
- (j) To make draw accept endorse discount execute and issue promissory notes bills of exchange bills of lading warrants debentures and other negotiable or transferable instruments.
- (k) To borrow money from time to time and for such purposes to give debentures liens mortgages charges or other security over the whole or any part of the property real or personal of the Club.
- (l) In furtherance of the objects of the Club to apply for and obtain and hold a Club licence or licences or certificate of registration under the Liquor Act or Laws or any other Act or Laws for the time being operative and for such purpose or purposes to appoint if necessary or

desirable a manager or managers or other officer or officers to act as Licensee or Licensees and hold the Licence or Licences on behalf of the Club.

- (m) In furtherance of the objects of the Club to obtain and hold any licence or permission necessary for and to carry on the business of restaurant keepers and/or sellers of tobacco cigars and cigarettes and of all kinds of goods provisions etcetera required used or desired by members.
- (n) To take or reject any gift of property money or goods whether subject to any special trust or not.
- (o) To erect maintain improve or alter any building or buildings for the purposes of the Club.
- (p) To indemnify any person or persons whether members of the Club or not who may or have incurred any personal liability for the benefit of the Club and for that purpose to give such person or persons mortgages charges or other security over the whole or any part of the real or personal property present or future of the Club.
- (q) To establish support or aid in the establishment and support of associations funds trusts and conveniences calculated to benefit the members of the Club or the dependants or connections of such members and to make payments toward insurance for any purpose and to subscribe or guarantee money for charitable or benevolent objects or for any exhibitions or for any public general or useful object.
- (r) To carry on all such activities as may be necessary or convenient for the purposes of the Club or any of them.
- (s) To do all such acts deeds matters and things and to enter into and make such agreements as are incidental or conducive to the objects of the Club or any of them.
- (t) To make donations for ethical and charitable purposes.

4. 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 in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to or amongst members of the Club. Provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of moneys advanced by him to the Club or otherwise owing by the Club to him or of remuneration to any officers or servants of the Club or to any members of the Club or person in return for any services actually rendered to the Club. Provided further that no member of the Board of Directors or Governing Body shall be appointed to any salaried office of the Club or any office of the Club paid by fees and that no remuneration shall be given by the Club to any member of such Board of Directors or Governing Body provided that nothing herein contained shall be construed so as to prevent the allowance of an honorarium to any such member in respect of special honorary services rendered or the repayment to any such member of out-of-pocket expenses and interest on money lent or hire of goods or rent for premises demised to the Club; PROVIDED THAT the provision last aforesaid shall not apply to any payment to any railway gas electric lighting water cable telephone company or corporation of which a member of the Board of Directors or Governing Body be a member or to any other company in which such member shall not hold more than one hundredth part of the capital and such member shall not be bound to account for any share of the profits he may receive in respect of such payment.
5. The liability of the members is limited.
6. Every member of the Club undertakes to contribute to the assets of the Club in the event of the same being wound up during the time that he is a member or within one year afterwards for the payment of the debts and liabilities of the Club contracted before the time at which he ceased to be a member and of the costs charges and expenses of winding up the Club and for the adjustment of the rights of the contributors amongst themselves such amount as may be required not exceeding five dollars.

7. If upon the winding up or dissolution of the Club there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed amongst the members of the Club but shall be given or transferred to Triglav Community Centre (registered under the provisions of the Charitable Collections Act 1934-41 certificate No. c.c.21406) or some other institution or institutions having objects similar to those of this 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 4 hereof such institution or institutions to be determined by the members at or before the time of the dissolution or in default thereof by the Chief Justice in Equity of the Supreme Court of New South Wales or such other Judge of that Court as may have or acquire jurisdiction in the matter and if and so far as effect cannot be given to the aforesaid provision then to some charitable object.
8. True accounts shall be kept of the sums of money received and expended by the Club and the matters in respect of which receipt and expenditure takes place and of the property credits and liabilities of the Club and subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Club for the time being shall be open to the inspection of the members. Once at least in every year the accounts of the Club shall be examined and the correctness of the balance sheet ascertained by one or more properly qualified Auditor or Auditors.
9. The full names addresses and occupations of the subscribers hereto are as follows:-

Names and Addresses

Occupation

STANISLAV PETKOVSEK
6/169 Croydon Avenue
Croydon Park 2133

Textile Foreman

STEFAN ZEKS
3 Market Street
Smithfield 2164

Crane Driver

FRED MAVKO
8 Hatfield Road
Canley Heights 2166

Chef Supervisor

Names and AddressesOccupation

JOZE FISER
32 Kurrara Street
Lansvale 2166

Electrician

JOZE CUJES
17 Louisa Street
Summer Hill 2130

Export Manager

EMIL KUKOVEC
32 Anderson Avenue
Mt. Pritchard 2170

Painter & Decorator

PETER KROPE
9 Riverside Road
Lansvale 2166

Toolmaker

ALOIS MOGE
Lot 1 23rd Avenue
West Hoxton 2171

Toolmaker

MARTHA SMUK
51 North Liverpool Road
Mt. Pritchard 2170

Sales Assistant

CARLO SAMSA
73 Railway Parade
Condell Park 2200

Builder

VILI TASNER
9 Riverside Road
Lansvale 2166

Turner

The subscribers are desirous of being formed into a Company in pursuance of this Memorandum of Association and respectively agree to take the number of shares in the capital of the Company set opposite their respective names in the last preceding paragraph hereof.

Signatures of Subscribers	No. of Shares	Witness to All Signatures and Addresses
STANISLAV PETKOVSEK		A. PUKL
STEFAN ZEKS		86 Denmon Rd.,
FRIDERIK MAVKO		Georges Hall
JOZE FISER		
JOZE CUJES		
EMIL KUKOVEC		
PETER KROPE		
ALOIS MOGE		
MARTHA SMUK		
CARLO SAMSA		
VILI TASNER		

DATED this 16th day of November 1974.

New South Wales
Companies Act, 1961
Association not for Gain
Company Limited by Guarantee

Articles of Association

of

TRIGLAV CLUB LIMITED

DEFINITIONS

1. In these Articles unless there be something in the subject or context inconsistent therewith:-

"The Act" means the Companies Act of N.S.W. 1961 as amended from time to time.

"The Annual General Meeting" means the General Meeting held each year as required by the Act and these Articles.

"Board" means the members for the time being of the Board of Directors as constituted in accordance with these Articles.

"The By-Laws" means the By-Laws of the Club for the time being in force.

"The Club" means the abovenamed Company.

"Executive" means the President Vice President and Treasurer.

"Notice Board" means the Board or Boards provided in the Club premises on which notices for the information of members are posted.

"Member" means any person who has been duly accepted as such by the Board in accordance with these Articles and who has paid to the Club all current entrance fees subscriptions charges and other fees.

"Month" means calendar month.

"The Office" means the Registered Office for the time being of the Club.

"The Register" means the Register of Members kept pursuant to the Act.

"In writing" or "written" include printing lithography and other modes of reproducing or representing words in a visible form.

"Secretary" includes Secretary/Manager.

"T.C.C." means TRIGLAV COMMUNITY CENTRE.

"Unincorporated Club" means Slovenian Club Triglav Sydney.

Words importing the singular number only include the plural and vice versa.

Words importing the masculine gender include the feminine gender.

2. The regulations contained in Table "A" of the Fourth Schedule to the Act are excluded and shall not apply to the Club except insofar as they are repeated or contained in these Articles.

**MEMBERSHIP
(Number)**

3. (a) For the purposes of registration but not by way of limitation the number of members of the Club is declared not to exceed Five hundred (500) but the Board may from time to time register an increase or decrease of members.
- (b) A subscriber to the Memorandum of Association shall be a member of the Club and any person who shall be admitted as a member in accordance with the Articles shall become and be a member of the Club.

**MEMBERSHIP
(First Members)**

4. The first members of the Club shall be:-

The subscribers to the Memorandum of Association and these Articles.

**MEMBERSHIP
(Classification)**

5. The Membership of the Club shall be divided into the following classes:-

- | | | | |
|-----|------------------------|---|---------------|
| (a) | Foundation Members |) | |
| (b) | Ordinary Members |) | which classes |
| (c) | Associate Members |) | include First |
| (d) | Honorary Life Members) | | Members. |

**MEMBERSHIP
(Eligibility)**

6. (a) No person under the age of eighteen (18) years shall be admitted as a member of the Club.
- (b) No person under the age of twenty-one (21) years shall be admitted as a member of the Club unless the members

proposing and seconding the admission of such member have attained the age of twenty-one (21) years.

7. (a) Foundation Members shall be:-

Those persons who at the date of incorporation of the Club were the holders of at least one hundred (100) fully paid shares in Triglav Pty. Limited and who shall have made application for membership of the Club in accordance with the Articles of Association and have been duly admitted. Foundation Members shall have all the rights and privileges of ordinary members.

(b) Ordinary Members shall be:-

(i) Those persons who are of Slovenian extract or related to persons of Slovenian extraction and who shall have made application for membership of the Club in accordance with the Articles of Association and have been duly admitted.

(ii) Such other persons as may be determined by the Board from time to time and who shall have made application for membership of the Club in accordance with the Articles of Association and have been duly admitted.

(c) Associate Members shall be:-

Any person other than those possessing qualifications referred to in Article 7(a) & (b)(i) & (ii) and who shall have made application for membership of the Club in accordance with the Articles of Association and have been duly admitted.

(d) Honorary Life Membership may be conferred upon a Foundation or Ordinary Member who has rendered outstanding service to the Club or to the unincorporated club. To be eligible for Honorary Life Membership a member must be nominated by one Ordinary Member and seconded by another. The nomination shall then be forwarded to the

Board of the Club for approval. If such nomination is approved by the Board the nomination shall be then referred to the next general meeting of the Club and if such nomination is approved at such General Meeting the person nominated shall be an Honorary Life Member and such Honorary Life Member shall have all the rights and privileges of an Ordinary Member.

Not more than one Foundation or Ordinary Member shall be made an Honorary Life Member in any one financial year. Notwithstanding anything hereinbefore contained all persons who at the date of incorporation of the Club were Honorary Life Members of the unincorporated club shall upon becoming members of the Club be deemed to be Honorary Life Members of the Club.

MEMBERSHIP

(Admission of Other than First Members)

8. (a) Candidates for membership of the Club shall be proposed by one member and seconded by another member of the Club. Every nomination shall be made in writing and shall give the full name and the address of the candidate and the names of his proposer and seconder and shall be in such form as the Board shall from time to time require.
- (b) The application for membership may be accompanied by the amount of any entrance fee and subscription.
- (c) Particulars of the nomination for membership shall be posted on the Notice Board in a conspicuous place in the Club premises and shall remain posted for at least fourteen (14) days prior to the date of the meeting of the Board at which the application is to be considered.
- (d) An interval of at least fourteen (14) days shall elapse between the date of application and date of election of all candidates.
- (e) The election of members shall be by the Board at a meeting or meetings duly convened. The Secretary of

the Club shall keep a record of the names of the members of the Board present and voting at such meetings and the names of the members elected.

- (f) The Board may reject any application for membership without assigning any reason for such rejection. The Secretary shall return to such rejected candidates the amount of entrance fee and subscription lodged with the application.
- 9. On the election of a member the Secretary shall give to such member notice of his election and shall issue with such notice an account for the entrance fees and subscriptions if same have not already been paid and such account shall specify the due date of payment.
- 10. Every person elected to membership and informed of his election as directed by the foregoing Article shall be deemed to agree to pay the Entrance Fee and Annual Subscription and other fees and charges as prescribed in the Memorandum and Articles of Association of the Club and to be bound by the Memorandum and Articles of Association of the Club and by the Club's By-Laws from time to time in force and the payment of the said Entrance Fee or part thereof and/or the said Subscription or part thereof shall be conclusive evidence of such agreement.
- 11. Every person elected to membership shall be required to pay within one month of the date of notice of election the fees and/or subscription specified in the account rendered to him with the notice of election failing which payment the election may be declared null and void.

CESSATION OF MEMBERSHIP

- 12. A member at any time by giving notice in writing to the Secretary may resign his membership of the Club but shall continue liable for any entrance fee or annual subscription and all arrears due and unpaid at the date of his resignation and for any sum not exceeding Five Dollars (\$5.00) as a member of the Club under Clause 6 of the Memorandum of Association of the Club.

13. If any member shall refuse or neglect to comply with the provisions of the Memorandum and Articles of Association By-Laws Rules or Regulations of the Club or if any member shall in the opinion of the Board be guilty of conduct deemed by the Board to be unbecoming of a member or prejudicial to the interest of the Club such member may be suspended or expelled by resolution of the Board and such resolution need not state the grounds facts or opinions upon which it is based PROVIDED

- (a) That at least seven (7) days before the meeting at which such resolution is passed the member concerned shall have been notified in writing of the intended resolution and requested to be present at the meeting and that he shall at such meeting and before such resolution is moved have had an opportunity of giving in writing or orally any explanation or defence he may think fit.
- (b) The meeting shall be held within one (1) month of the date of the alleged offence or the date on which the charge is laid.
- (c) That any resolution under this Article requires for its passing the affirmative vote of not less than two-thirds of the members of the Board present at such meeting and the decision of the Board shall be final.
- (d) Any member notified or any member proposed to be notified in accordance with Clause (a) above may immediately be suspended from all privileges of the Club until such time as the meeting is held.

14. Should a member incur any debt to the Club or to the Club's staff or servants or persons under contract to the Club and fail to discharge such debt upon request in writing by the Secretary he may by resolution of a meeting of the Board be suspended or expelled from membership provided that before so resolving the Board shall give the member concerned due notice of its intention to take such course but the provisions of Article 13 shall not apply.

15. Any member eligible for foundation or ordinary membership of the Club who shall fail to pay to the T.C.C. his subscription or any fees due to the T.C.C. within two months after same shall fall due and payable may at the discretion of the Board have his name removed from the register and shall thereupon cease to be a member. Any member whose name shall have been so removed from the Register may at the discretion of the Board be re-admitted as a Foundation or Ordinary Member on payment by him of all subscriptions and fees due to the T.C.C. and upon making application for membership in the manner laid down in these Articles.
16. Every person ceasing to be a member of the Club whether by retirement expulsion death neglecting to pay the entrance fee or subscription or otherwise shall forfeit ipso facto all rights as a member of the Club but shall remain liable for any moneys due or payable under the provisions of Clause 6 of the Memorandum of Association.

ADDRESS OF MEMBERS

17. Every member shall on becoming a member furnish to the Secretary particulars of his address and occupation if those particulars have not already been stated on the nomination for membership and shall notify the Secretary in writing of any subsequent change of address. The address so given shall be deemed to be the member's registered address for the purpose of the issue of notices.

REGISTER OF MEMBERS AND HONORARY MEMBERS

18. (a) The Secretary shall keep in the Club's premises a Register of members setting forth the name in full occupation and address of each member and setting out the date of the latest payment by each member of his subscription.
- (b) The Secretary shall keep on the Club premises a Register in which he shall enter or cause to be entered the names and addresses of all persons (not being persons whose names and other particulars have been entered in

the Register kept pursuant to Clause (a) of this Article) who are admitted as Honorary or Temporary Members of the Club for a limited period and the dates upon which such period commences and terminates.

VOTES OF MEMBERS

19. (a) Every financial member when eligible to vote shall both on a show of hands and on the taking of a poll have one vote.
- (b) No member of the Club who is also a servant of the Club shall be eligible to vote at any meeting of the Club.
20. No member other than an Honorary Life Member shall be entitled to be present or vote at any meeting of the Club or to be elected to any office unless he shall have paid all instalments of entrance fee and annual subscriptions and all other moneys due to the Club at the time of such meeting.

HONORARY MEMBERS

21. The following may at the discretion of the Board be admitted as Honorary Members of the Club:-
- (a) The Patron or Patrons for the time being of the Club provided that this number shall not exceed six (6).
- (b) Any prominent citizen visiting the Club for a special occasion or a special function.
- (c) Overseas country or interstate visitors for the duration of such visit or one month whichever should first expire.
- (d) Members of other clubs visiting Triglav Club Limited for the purpose of taking part in a competition of darts indoor bowls billiards and snooker or other competition for the duration of such competition only.

22. Honorary Members and Honorary Life Members only shall be relieved of any obligation or liability with respect to the payments of entrance fees and/or subscriptions.

**ENTRANCE FEE AND SUBSCRIPTION
(First Members)**

23. Entrance Fee or Subscription for first members up until the first day of July 1974 shall be such amount as is fixed by the first Board of Directors.

ENTRANCE FEE AND SUBSCRIPTION

24. (a) The Entrance Fees Annual Subscriptions and other annual fees or charges payable by any class of members the amount thereof and the time and manner of payment thereof and all other matters pertaining thereto not by these Articles specially provided for shall be such as shall from time to time be prescribed by the Board provided that the Annual Subscriptions shall not be less than Two dollars (\$2.00).
- (b) All Annual Subscriptions shall be paid annually in advance.
25. The Annual Subscription shall fall due on the first day of July in each year. If any fee or subscription or call or any instalment thereof shall remain unpaid for a period of one month after it becomes due the member concerned shall be notified by the Secretary in writing of the default. If such subscription still remains unpaid for a further period of two (2) months the member's name shall be removed from the Register.
26. The Board may at any time suspend the payment of Entrance Fees either generally or in respect to individual cases and shall have discretionary power to fix and determine or waive the Entrance Fee chargeable to any member under any special circumstances that may arise.

MANAGEMENT
(Board of Directors)

27. The business and affairs of the Club and the custody and control of its funds shall be managed by the Board of Directors consisting of eleven Directors which Board shall be elected annually by the general body of members. The Board shall consist of a President a Vice President Honorary Treasurer Honorary Secretary and seven (7) other Foundation or Ordinary Members.
28. Foundation or Ordinary Members only shall be entitled to take part in the management of the Club and to stand for or be elected to any office on the Board of Directors.
29. No member of the Club who is also a servant of the Club shall be eligible to be a member of or be elected to the Board of the Club.

FIRST BOARD OF DIRECTORS

30. (a) The first Board of Directors shall be the signatories to the Memorandum of Association and these Articles and the first Board of Directors shall hold office until the first Annual General Meeting of the Club.
- (b) The first Board of Directors while in existence shall exercise all the powers and functions conferred by these Articles on the Board of Directors. The first Board of Directors may elect such officers as it considers necessary and may fill any vacancy that may occur in the Board of Directors.

BOARD OF DIRECTORS
(Election of other than first
Board of Directors)

31. The Board of Directors shall be elected annually by the general body of members from persons nominated as hereinafter provided:-

- (1) Not less than fourteen (14) days before the day fixed for the Annual General Meeting nominations for the offices of Directors shall be delivered to the Secretary.
 - (2) Out of the persons nominated the general body of members shall elect the Directors for a period of twelve (12) months next ensuing.
32. (a) Nominations for election of the Directors shall be made in writing and signed by two Ordinary Members of the Club and by the nominee who shall also signify his consent to the nomination.
- (b) The Secretary shall immediately after closing of nominations post the names of the candidates and their proposers on the Notice Board.
- (c) If the full number of candidates for the positions of Directors is not nominated as prescribed additional nominations may with the consent of the nominee or nominees be made at the meeting. If there be more than the required number nominated an election by ballot shall take place but if there be only the requisite number nominated the Returning Officer shall declare those nominated duly elected.
- (d) No person currently under suspension by the Board in accordance with these Articles shall be eligible to nominate stand for or be elected to the Board of the Club.
33. An election by ballot of the members of the Board of Directors shall be conducted in such manner as may be determined by the Board of Directors.

CASUAL VACANCIES IN THE BOARD OF DIRECTORS

34. Any casual vacancy or vacancies which may occur in the Board of Directors may be filled by the Directors and any person

or persons appointed shall hold office until the next Annual General Meeting when he or they shall retire but shall be eligible for re-election.

VACANCIES IN BOARD OF DIRECTORS

35. (a) If any Director shall die or shall fail to attend a regular Board Meeting for three consecutive meetings without leave of absence or if he shall resign or if he shall become bankrupt or of unsound mind his office shall be declared vacant by the Board and he shall ipso facto cease to be a Director and the Board may appoint a successor to hold office until the next election by the Annual General Meeting and until such appointment is made the continuing Directors may act notwithstanding such vacancy.
- (b) The Club may by special resolution carried at an extraordinary general meeting remove any Director or all the Directors before the expiration of his or their period of office and appoint another or other Director or Directors as the case may be in his or their place. The person or persons so appointed shall hold office during such time only as the Director or Directors removed would have held office if he or they had not been so removed.

BOARD OF DIRECTORS (Act Of)

36. All acts done at any Board Meeting or by any person acting as a Director shall notwithstanding that it shall afterwards be discovered that there was some defect in the appointment of such Director or Directors 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 Director.

BOARD OF DIRECTORS (Services Voluntary)

37. Subject to the provisions of Clause 4 of the Memorandum no Director shall receive any remuneration for his services in his capacity as a Director.

BOARD OF DIRECTORS
(Powers and Duties)

38. The business and general affairs of the Club shall be under the management of the Board of Directors which shall have full control of the property of the Club and absolute authority subject to the Memorandum of Association regarding its disposition and in the conduct and administration of all the affairs and business of the Club including the rights and privileges of members in respect of the Club except insofar as is otherwise expressly provided by these Articles. In particular but without derogating from the general powers hereinbefore conferred the Board shall have power from time to time:--
- (a) To appoint from among its members or members of the Club Sub-Committees for any purpose whatsoever which from time to time it may think desirable and to delegate to any such sub-committee such powers as it may think fit. Unless otherwise specified in the minutes of the Directors appointing the sub-committee the quorum of all sub-committees shall consist of a majority of the members of such sub-committee.
 - (b) To make such By-Laws Rules or Regulations not inconsistent with the Memorandum and Articles of Association of the Club as in the opinion of the Board are necessary or desirable for the proper control administration and management of the Club's finances affairs interests effects and property and for the convenience comfort and well being of the members of the Club and to amend or rescind from time to time any such By-Laws Rules and Regulations.
 - (c) To enforce the observance of all By-Laws Rules and Regulations by suspension from enjoyment of Club privileges or any of them.
 - (d) To appoint any delegate or delegates to represent the Club for any purpose with such powers as may be thought fit.
 - (e) To engage appoint control remove discharge suspend

and dismiss such managers secretaries officers representatives agents and servants or other employees as it may from time to time think fit and to determine the duties pay salary emoluments or other remuneration but no payment or part payment of any secretary manager or other officer or servant of the Club shall be made by way of commission or allowance from or upon the receipts of the Club for liquor supplied.

- (f) To purchase or otherwise acquire for the Club any property rights or privileges which the Club is authorised to acquire at such price and generally on such terms and conditions as it shall think fit.
- (g) To secure the fulfilment of any contracts or engagements entered into by the Club by mortgaging or charging all or any of the property of the Club as may be thought fit.
- (h) To institute conduct defend compound or abandon any legal proceedings by or against the Club or its officers or otherwise concerning the affairs of the Club and also to compound or allow time for payment and satisfaction of any debts due to and any claim or demands by or against the Club.
- (i) To determine who shall be entitled to sign or endorse on the Club's behalf contracts receipts acceptances cheques bills of exchange promissory notes and other documents or instruments.
- (j) To invest and deal with any of the moneys of the Club not immediately required for the purposes of the Club upon such securities and in such manner as the Board may think fit and from time to time vary or realize such investments.
- (k) From time to time at its discretion to borrow or secure the payment of any sum or sums of money for the purposes of the Club and to raise or secure the payment of such sum or sums in such manner and upon such terms and conditions in all respects as it shall think fit and

in particular by the issue of debentures or debenture stocks perpetual or otherwise and whether charged upon all or any of the Club's property both present and future or not. Any debentures or other securities may be issued with any special rights and privileges which the Board may think proper to confer on the holders.

- (l) To sell exchange or otherwise dispose of any furniture fittings equipment plant or other goods or chattels belonging to the Club and to let any property of the Club with the sanction of a general meeting of the Club to lease demise exchange or sell all or any of the lands and buildings or other property or rights to which the Club may be entitled from time to time PROVIDED THAT the power to lease let or demise shall not be exercised with respect to any part of the Club's premises which may be registered under the provisions of the Liquor Act 1912 as amended without the consent of the Licensing Court being obtained.
- (m) To fix the maximum number of each class of members who may be admitted to the Club.
- (n) To fine caution or suspend for such period as it thinks fit any member who shall wilfully infringe any provision of the Memorandum or Articles of Association or of the By-Laws Rules or Regulations of the Club or who shall in the opinion of the Directors be guilty either in or out of the Club premises of conduct unbecoming of a member or prejudicial to the interests of the Club.
- (o) To impose any restrictions or limitations on the rights and privileges of members honorary members and visitors relating to the use by them of the Club premises and/or amenity or facility therein contained or relating to their conduct behaviour clothing and dress whilst on the said premises.
- (p) To recommend the amount of honorarium payable to any member of the Board under Clause 4 of the Memorandum and subject to approval by a General Meeting to pay such honorarium.

- (q) To repay actual out-of-pocket expenses incurred by any member of the Board.

- 39. Any By-Law Rule or Regulation made under these Articles shall come into force and be duly operative upon the posting of an appropriate notice containing such By-Law Rule or Regulation on the Notice Board.

BOARD OF DIRECTORS (Meeting)

- 40. (a) The Board shall meet at least once in every month for the transaction of business. The names of all members of the Board present and voting and minutes of all resolutions or proceedings of the Board shall be entered in a book provided for the purpose. The quorum of the Board shall be eight members of the Board.
- (b) The President of the Club shall if present preside at all meetings of the Board in his absence a Vice President shall preside and in the event of both President and Vice President being absent the meeting shall elect a member of the Board to be Chairman of the Meeting. The President or Chairman of such meeting shall have a deliberative vote only.

GENERAL MEETING (Annual)

- 41. The Annual General Meeting of the Club shall be held if practicable in the month of September in each year at such time and place as may be prescribed by the Board. At least fourteen days' written notice of all meetings shall be given to each member of the Club entitled to attend such meeting.

GENERAL MEETING (Extraordinary General Meetings)

- 42. All General Meetings other than the Annual General Meeting shall be called Extraordinary General Meetings.

43. An Extraordinary General Meeting may be called on any date by the President or the Board and shall be called by the Secretary upon receipt by him of a requisition which need not be in one document signed by not less than thirty Ordinary Members stating the business to be considered. The date of such meeting shall be within thirty days of receipt of the requisition and if the meeting be not so called the requisitionists or a majority of them may themselves call the meeting and for that purpose shall have access to the Register of members and any other records necessary for the purpose of calling meetings of members.

GENERAL MEETING (Notice of)

44. (a) Every notice convening a General Meeting shall be in writing and shall specify the place the day and the hour of the meeting and such information concerning the business proposed to be transacted as is required to be given by these Articles or the Act.
- (b) The period of notice in respect of General Meetings shall be as follows:--
- (i) Fourteen (14) days in respect of annual general meetings and such extraordinary general meetings as are convened for the purpose other than those requiring the passage of a special resolution.
 - (ii) Twenty-one (21) clear days in respect of extraordinary general meetings convened for the purpose of passing a special resolution.

GENERAL MEETING (Quorum)

45. At an annual or extraordinary general meeting called by the President or the Board twenty (20) Ordinary Members present and entitled to vote shall be a quorum and at an extraordinary general meeting called on or by the requisition of members thirty five (35) Ordinary Members present and entitled to vote shall constitute a quorum. If a quorum be not

present within fifteen minutes of the time fixed for an annual or extraordinary general meeting the meeting if convened on or by the requisition of members shall be dissolved; if convened by the President or by the authority of the Board it shall be adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within fifteen minutes from the time appointed for the meeting the members present shall be a quorum.

ANNUAL GENERAL MEETING (Business)

46. The business of the Annual General Meeting shall be as follows:--
- (a) To confirm the Minutes of the previous Annual General Meeting.
 - (b) To receive and consider the reports of the Board.
 - (c) To receive and consider the Balance Sheet Income and Expenditure Account and the report of the Auditor.
 - (d) To elect the Board for the ensuing year.
 - (e) To appoint an auditor or auditors.
 - (f) To deal with any business of which due notice has been given.
 - (g) To deal with any other business that the meeting may approve of which due notice has not been given.
 - (h) All business and notices of motion to be dealt with at the Annual General Meeting shall be handed to the Secretary at least twenty-eight (28) days prior to the date of such meeting.

**ANNUAL GENERAL MEETING
(Proceedings)**

47. The President shall if present be entitled to preside at all general meetings of the Club. In the event of the President being absent a Vice President shall preside and in the event of the President and Vice President being absent the Board shall elect a member of the Board to be Chairman of the Meeting.
48. Every question or motion submitted to a General Meeting of the Club shall be decided in the first instance by a show of hands and in the case of equality of votes the Chairman shall both on a show of hands and on a poll have a casting vote in addition to the vote to which he is entitled as a member.
49. At any general meeting unless a poll is demanded by the Chairman or by at least five members present and entitled to vote at the Meeting a declaration by the Chairman that a resolution has been carried or carried by a particular majority or lost or not carried by a particular majority and an entry to that effect in the book of proceedings of the Club shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.
50. If a poll is demanded as aforesaid it shall be taken in such manner and at such time and place as the Chairman of the Meeting directs and either at once or after an interval or adjournment or otherwise and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand of a poll may be withdrawn. In case of any dispute as to the admission or rejection of a vote the Chairman shall determine the same and such determination made in good faith be final and conclusive.
51. The Chairman of a general meeting may with the consent of the meeting adjourn the same from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

52. The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded. No poll shall be demanded on the election of a Chairman of a meeting and a poll demanded on a question of adjournment shall be taken at the meeting without adjournment.
53. Any general meeting at which a quorum is present may be adjourned by resolution as the meeting may determine and no notice of such adjournment need be given.

GENERAL MEETING (Minutes)

54. The Board shall cause minutes to be kept by the Secretary in books provided for the purpose:-
- (a) Of all appointments of officers made by the Club in general meeting or by the Board.
 - (b) Of the names of the Directors present and voting at each meeting of the Board.
 - (c) Of the number of members present and voting at general meetings of the Club.
 - (d) Of all resolutions and proceedings at all meetings of the Club.

FINANCIAL YEAR

55. The financial year of the Club shall commence on the first day of July and end on the last day of June each year.

ACCOUNTS AND AUDIT

56. The Board shall cause correct accounts and books to be kept showing the financial affairs of the Club and the particulars usually shown in books of account of a like nature and showing in particular and without limiting the generality hereof:-

- (a) All sums of money received and expended by the Club and the matters in respect of which the receipt and expenditure takes place.
 - (b) All sales and purchases of goods by the Club.
 - (c) The assets credits and liabilities of the Club.
57. The books of account shall be kept at the registered office of the Club or at such other place as the Board thinks fit and shall always be open to the inspection of the Directors.
58. (a) The Board shall comply with the provisions of Section 162 of the Act and once every year cause to be prepared a Balance Sheet as at the end of the Club's financial year and an Income and Expenditure Account made up to the end of the financial year which Balance Sheet and Income and Expenditure Account shall together with the report of the Board and the Auditor's report be laid before the Annual General Meeting of the Club as provided for in Article 46 of these Articles.
- (b) The report of the Board referred to in the foregoing Clause (a) shall include statements showing:-
- (i) The amount (if any) written off for depreciation.
 - (ii) The amount if any which the Board proposes to transfer to the Reserve Fund or Funds of the Club.
 - (iii) The number of members of each class registered in the register of members at the date of the preparation of the report.
 - (iv) The names of Directors.
- (c) A copy of the Balance Sheet Auditor's Report and Income and Expenditure Account accompanied by a copy

of the Report of the Board shall be posted to every Ordinary Member at least fourteen (14) days before the date of the General Meeting at which the said accounts and reports are to be presented.

AUDITORS

59. Auditors shall be appointed and their duties regulated in accordance with the provisions of Sections One hundred and sixty-five (165) One hundred and sixty-six (166) and One hundred and sixty-seven (167) of the Act.

SEAL

60. The Directors shall provide for the safe custody of the seal and the seal shall never be used except by the authority of the Board previously given and in the presence of two (2) Directors at the least who shall sign every instrument to which such seal is affixed and every such instrument to which the seal is affixed shall be countersigned by the Secretary or some other person appointed by the Board.

VISITORS

61. Visitors shall not be admitted in the Club unless accompanied by a member. No visitor shall be supplied with liquor on Club premises unless on invitation and in company of a member.

SUPPLY OF LIQUOR AND USE OF POKER MACHINES

62. (a) No person under the age of eighteen (18) years shall be sold or supplied with liquor and no person under the age of twenty-one (21) years shall be permitted to use operate or play poker machines.
- (b) The provisions of Article 62 (a) shall not apply so as to prevent a person under twenty-one years of age and who has attained the age of eighteen years and has served outside Australia as a member of the Armed

Forces of the Commonwealth from using or operating or being allowed to use or operate poker machines in the Club premises.

NOTICES

63. A notice may be given by the Club to any member either personally or by sending it by post to him to his registered address or if he has no registered address within the State of New South Wales to the address if any within the said State supplied by him to the Club for the giving of notices to him.

Where a notice is sent by post service of the notice shall be deemed to be effected by properly addressing prepaying and posting the notice and shall be deemed to have been effected in the case of a notice convening a meeting on the day following that on which the same shall have been posted and in any other case at the time at which the notice would have been delivered in the ordinary course of post.

If a member has no registered address within the State of New South Wales and has not supplied to the Club an address within the said State for the giving of notices to him a notice posted up on the Notice Board shall be deemed to be well served on such member at the expiration of twenty-four (24) hours after it is so posted up.

INDEMNITY

64. Every Director and every member of any Sub-Committee constituted under Article 38 and the Secretary and other officers of the Club and any person (whether an officer of the Club or not) employed by the Club as Auditor shall be indemnified out of the funds of the Club against a liability incurred by him as such Director or member of a Sub-Committee or as Secretary Officer or Auditor in defending any proceedings whether civil or criminal in which judgment is given in his favour or in which he is acquitted or in connection with any application under Section 365 of the Act in which relief is granted to him by the Court or in which he has been authorised to defend by the Board.

MISCELLANEOUS

65. Any heading attached to any of these Articles shall not affect the Memorandum of Association or these Articles.
66. No person other than the Club or its members shall directly or indirectly derive any profit or advantage from the fact that the Club is or may be registered in accordance with the provisions of Part X of the Liquor Act 1912 or under the Gaming and Betting (Poker Machines) Act 1956 or from any added value which may accrue because of such registration to the land upon which the Club's premises are situated.
67. The power to lease contained in the Memorandum of Association and in these Articles shall not be exercised in respect of any part or parts of the premises of the Club which may be the subject of a Certificate of Registration granted under the provisions of the Liquor Act 1912 as amended without the consent of the Licensing Court being first obtained.

AMENDMENTS TO MEMORANDUM AND ARTICLES OF ASSOCIATION

68. The Memorandum of Association and these Articles may be altered or amended at an Annual General Meeting or Extraordinary General Meeting of which due notice has been given to members of the Club. The majority required for passing of a resolution relating to such alterations or amendments to the Memorandum of Association or these Articles shall be seventy-five (75) per cent of the Foundation or Ordinary Members present and voting at the said meeting. Only Foundation or Ordinary members shall be entitled to vote on any resolution relating to alterations or amendments to the Memorandum of Association or these Articles.

WE, the several persons whose names are subscribed
being subscribers to the Memorandum of Association
hereby agree to the foregoing Articles of Association.

Signatures of Subscribers	Witness to All Signatures and Addresses
STANISLAV PETKOVSEK	A. PUKL
STEFAN ZEKS	86 Denmon Rd., Georges Hall
FRIDERIK MAVKO	
JOZE FISER	
JOZE CUJES	
EMIL KUKOVEC	
PETER KROPE	
ALOIS MOGE	
MARTHA SMUK	
CARLO SAMSA	
VILI TASNER	

DATED this 16th day of November, 1974.

