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# VMR SOUTHPORT-SURFERS PARADISE ASSOCIATION INCORPORATED RULES

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[REFORMATED COPY]

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**VOLUNTEER MARINE RESCUE SOUTHPORT SURFERS PARADISE  
ASSOCIATION INC.  
THE RULES (Reformatted)**

**1. NAME**

1.1. The name of the Association shall be VOLUNTEER MARINE RESCUE SOUTHPORT SURFERS PARADISE ASSOCIATION INC., hereinafter referred to as the Association.

**2. OBJECTIVES** The objectives for which the Association is established are:

2.1. To save and assist in the saving of human life and property;

2.2. To establish and maintain an organization of persons and equipment available for search and rescue operations and to carry out civil search and rescue operations on land or at sea and on the Gold Coast waterways and at such places and in such manner as the Association may determine, but generally within the area bounded by the South Passage to Moreton Bay, Queensland in the North and Byron Bay, NSW in the South;

2.3. To co-operate with and assist other organizations engaged in marine rescue operations;

2.4. To undertake campaigns to educate members of the public to matters of boating safety.

**3. POWERS** The powers of the Association are:

3.1. To subscribe to, become a member of and cooperate with any other association, club or organization, whether incorporated or not, whose objects are altogether or in part similar to those of the Association shall not subscribe to or support with its funds any club, association or organization which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of rule 10.10;

3.2. In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises:

3.3. To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association: Provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such

matters as is allowed by law having regard to such trusts;

- 3.4. To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights privileges and concessions;
- 3.5. To appoint, employ, remove or suspend such managers, clerks, secretaries, servants workmen and other persons as may be necessary or convenient for the purposes of the Association;
- 3.6. To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated association or in the furtherance of its objects;
- 3.7. To construct, improve, maintain, develop, work, manage, carry out, alter or control any house, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidies, or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- 3.8. To invest and deal with the money of the Association not immediately required in such a manner as the Association may from time to time think fit;
- 3.9. To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
- 3.10. In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
- 3.11. To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay off any such securities:
- 3.12. To draw, make, accept endorse, discount execute and issue promissory notes. bills of exchange, bills of lading and other negotiable or transferable instruments:

- 3.13. In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;
- 3.14. To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property whatsoever kind sold by the Association, or any money due to the Association from purchasers and others,
- 3.15. To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Associations but subject always to the provision in Rule 3.3.
- 3.16. To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to be the funds of the Association, in the shape of donations, annual subscriptions or otherwise;
- 3.17. To print and produce newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;
- 3.18. In furtherance of the objects of the Association to amalgamate with any or more incorporated association having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of rule 10 10, and which is also a fund, authority or institution approved by the Commissioner of Taxation as a public benevolent institution for the purposes of Income Tax, Sales Tax and Fringe Benefit Tax.
- 3.19. In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- 3.20. In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- 3.21. To make donations for patriotic, charitable or community purposes;
- 3.22. Reserved.
- 3.23. To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.
- 3.24. To register the Association as a charitable organization

## 4. MEMBERSHIP

4.1. **Classes of Members** The membership of the Association shall consist of the following classes:

4.1.1. Associate Members as hereinafter defined

4.1.2. Active Members as hereinafter defined

4.1.3. Service Members as hereinafter defined

4.1.4. Life Members as hereinafter defin

4.1.5. Honorary Members as hereinafter defined

### 4.2. **Numbers**

4.2.1. The number of Associate members is unlimited.

4.2.2. The number of Active Members, Service Members, Life and Honorary members shall be such number as determined by the Management Committee from time to time.

### 4.3. **Application for Membership**

4.3.1. Application for membership, shall be made in writing, signed by the applicant and shall contain such particulars as the Committee may from time to time prescribe.

4.3.2. Upon the receipt of an application for Membership it shall be considered b

4.3.3. the Management Committee, who shall determine upon the admission or rejection of the applicant. In no case shall the Committee be required to give reason should it reject the applicant.

4.3.4. The Committee shall have the power to make by-laws regulating to all matters in connection with the election of members not otherwise provided for by these Rules provided however that the Association in General Meeting may vary or rescind any such by-laws.

### 4.4. **Associate Members**

4.4.1. All applications to the Association are to be made in the form of Associate Membership.

4.4.2. All applicants admitted to membership shall be admitted as Associate Members

4.4.3. Associate members can attend general meetings and are eligible to enroll in training programs held by the Association at time to time.

4.4.4. Associate Members have no voting rights.

#### **4.5. Members**

- 4.5.1. Active members shall be such Associate Members who upon application to the Management Committee are accepted following consideration of the Committee to be an active member.
- 4.5.2. Active members shall be entitled to all of the privileges of the Association and may participate in all activities of the Association pertaining to their qualifications.
- 4.5.3. Active members have voting rights.

#### **4.6. Service Members**

- 4.6.1. The Management Committee may from time to time appoint non-members to be Service Members on such terms and conditions as the Management
- 4.6.2. Committee may determine this class of membership is designed to be used primarily for other associated Rescue and Government groups.
- 4.6.3. Service Members have no voting rights.

#### **4.7. Life Members**

- 4.7.1. The Management Committee shall have the power to appoint any Member to the class of Life Member in consideration of Special Services Rendered to the Association. Nominations for this class of Membership shall be submitted in writing to the Management Committee.
- 4.7.2. Appointment to this class of membership shall be a maximum of 2 per term of office of the Management Committee. The unanimous decision of the Management Committee, less any Life Member nominee, must be obtained for the position to be appointed.
- 4.7.3. The change in this class of membership shall be ratified and made effective at the next Annual General Meeting. A Life member shall be entitled to all of the privileges of the Association and their subscriptions shall be no cost to that member.
- 4.7.4. Life Members have voting rights

#### **4.8. Honorary Members**

- 4.8.1. The Management Committee shall have the power to appoint any person as an Honorary Member for such period and terms as determined by the Management Committee. This class of membership does not have voting rights.

#### **4.9. Entrance Fees and Subscription**

- 4.9.1. . The Entrance Fee for each category of membership shall be such sums as shall be determined by the Management Committee from time to time and

shall be payable at such time and in such manner as determined by the Management Committee.

4.9.2. The annual Subscription for the various Classes of membership shall be determined by the Management Committee and they shall be payable at 1st July each year or at such other time and in such manner as the Management Committee shall determine.

**4.10. Admission and Rejection of Members**

4.10.1. At the next meeting of the Management Committee after the receipt of any application and the fee applicable for, such applications shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant.

4.10.2. Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.

4.10.3. Upon the acceptance or rejection of an application for any class of membership the Secretary shall forthwith give the applicant notice of such acceptance or rejection.

**4.11. Disciplinary Action**

4.11.1. The Management Committee shall be entitled to take such disciplinary action as it determines from time to time.

**4.12. Termination of Membership**

4.12.1. A member may resign from the Association at any time by giving notice in writing to the Secretary. Such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.

4.12.2. The Management Committee may require the return of any property of the Association by any member who has resigned or whose membership is terminated.

4.12.3. If a Member:

4.12.3.1. is convicted of an indictable offence,

4.12.3.2. fails to comply with any of the provisions of these rules or by-laws,

4.12.3.3. conducts himself in a manner considered to be injurious or prejudicial to the character or interests of the Association,

the Management Committee shall consider whether his membership shall be terminated. The member concerned shall be given a full and fair opportunity of



presenting his case and if the Management Committee resolves to terminate his membership it shall instruct the Secretary to advise the member in writing accordingly.

4.12.4. If a Member has membership fees in arrears for a period greater than 90 days, the Management Committee shall consider whether that membership shall be terminated and if the Management Committee resolves to terminate that membership it shall instruct the Secretary to advise the member in writing accordingly. If the member wishes to rejoin the Association, an application for membership must be submitted. The class of membership shall be determined by the Management Committee.

4.13. ***Appeal against Rejection or Termination of Membership***

4.13.1. A person whose application for membership has been rejected or whose membership has been terminated for reasons other than fees in arrears for a period greater than 90 days, may within one month of receiving written notification thereof, lodge with the Secretary written notice of his intention to appeal against the decision of the Management Committee.

4.13.2. There is no appeal against membership termination for fees in arrears for a period greater than 90 days

4.13.3. Upon receipt of a notification of intention to appeal against rejection or termination of membership the Secretary shall convene, within three months of the date of receipt by him of such notice, a General Meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present his case and the Management Committee or those members thereof who rejected the application for membership or terminated the membership subsequently shall likewise have the opportunity of presenting it's or their case. The appeal shall be determined by the vote of the members present at such meeting.

4.13.4. Where a person, whose application is rejected, does not appeal against the decision of the Management Committee within the time prescribed by these rules or so appeals but the appeal is unsuccessful. the Secretary shall forthwith refund the amount of any fee paid.

4.14. ***Register of Members***

4.14.1. The Management Committee shall cause a Register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Association and the dates of their admission.

4.14.2. Particulars shall also be entered in the Register of Deaths, Resignations, Terminations and Reinstatement of membership and any further particulars as the Management Committee or the members at any general meeting may require from time to time.

4.14.3. The Register shall be open for inspection at all reasonable times by any

member who previously applies in writing to the secretary for such inspection.

4.14.4. Prohibition on the use of information on registered members. A member must not:

4.14.4.1. use information obtained from the register of members of the association to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes; or

4.14.4.2. disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes.

4.14.5. Paragraph 4.14.4.1 and 2 do not apply if the Management Committee approves the use or disclosure of the information.

4.14.6. The Management Committee must take all reasonable action to ensure the security of member's information from physical and electronic invasion and/or unauthorized disclosure.

## **5. MANAGEMENT COMMITTEE**

### **5.1. Membership of Management Committee**

5.1.1. The Management Committee of the Association shall consist of a President, Vice-President, Secretary, Treasurer, all of whom shall be Active or Life members of the Association, and such number of other Active or Life members of the Association at any General Meeting may from time to time elect or appoint.

5.1.2. At the Annual General Meeting of the Association, all the members of the Management Committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.

5.1.3. The election of Officers and other members of the Management Committee shall take place in the following manner:

5.1.3.1. Any two members of the Association shall be at liberty to nominate any other member to serve as an Officer or other member of the Management Committee.

5.1.3.2. The nomination, which shall be in writing and signed by the member and his proposed and seconded, shall be lodged with the Secretary at least fourteen days before the Annual General Meeting at which the election is to take place.

5.1.3.3. A list of Candidates' names in alphabetical order, with the proposer's name and seconder's names shall be posted in a conspicuous place in the office or usual place of meeting of the Association for at least seven days immediately preceding the Annual

General Meeting.

5.1.3.4. Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;

5.1.3.5. Should, at the commencement of each meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting;

## **5.2. Resignation from Management Committee**

5.2.1. Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the Secretary, but such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.

## **5.3. Vacancies on the Management Committee**

5.3.1. The Management Committee shall have the power at any time to appoint any member of the Association to fill any casual vacancy for a maximum of 60 days on the Management Committee until a Special General meeting can be called and nominations be accepted. Nominations procedure shall be consistent with the procedures in Section (5.1.3). These rules are to be interpreted to read Special General Meeting where indicated as Annual General Meeting for the purposes of this section. This clause applies to all positions on the Management Committee with the exclusion of the Secretary.

5.3.2. If a vacancy happens in the office of Secretary the members of the Management Committee must appoint or elect a Secretary for the Association within 14 days after the vacancy happens.

5.3.3. Members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a General Meeting of the Association, but for no other purpose.

## **5.4. Functions of the Management Committee**

5.4.1. Except as otherwise provided by these rules and subject to resolutions of the members of the Association carried at any General Meeting the Management Committee:

5.4.1.1. Shall have the general control and management of the administration of the affairs, property and funds of the Association; and

- 5.4.1.2. Shall have the authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent.
- 5.4.1.3. May exercise all the powers of the Association.
- 5.4.1.4. May borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charge upon all or any of the Associations' property, both present and future, and to purchase, redeem or pay off any such securities;
- 5.4.1.5. May borrow money from members at a rate of interest not exceeding the rate for the time being charged by Bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long, and to mortgage or charge its property or any part thereof and to issue debentures and other security for any debt, liability or obligation of the Association, and to provide and pay off any such securities; and
- 5.4.1.6. May invest in such manner as the members of the Association may from time to time determine.

#### **5.5. Meeting of the Management Committee**

- 5.5.1. The Management Committee shall meet at least once every calendar month to exercise its functions.
- 5.5.2. A special meeting of the Management Committee shall be convened by the Secretary on the requisition in writing signed by not less than one third of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is convened and the nature of the business to be transacted thereat. Not less than 7 days' notice shall be given by the Secretary to the Management Committee of any such special meeting
- 5.5.3. At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee as at the close of the last general meeting of the members, shall constitute a quorum
- 5.5.4. Subject as previously provided in this Rule. the Management Committee may meet together and regulate its proceedings as it thinks fit provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
  - 5.5.4.1. Members of the Management Committee may take part in Management Committee meetings by using any technology that reasonably allows members to hear and take part in discussions as they

happen — for example of use of technology: teleconferencing.

5.5.4.2. A member, who participated in a meeting under paragraph 5.5.4.1, is taken to be present at the meeting.

5.5.5. A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which the member is interested, or any matter arising thereof, and if he does so vote his vote shall not be counted.

5.5.6. The President shall preside as Chairman at every meeting of the Management Committee, or if there is no President, or if at any meeting he is not present within ten minutes after the time appointed for holding the meeting, the Vice President shall be Chairman, or if the Vice President is not present at the meeting then the members may choose one of their number to be Chairman of the meeting.

5.5.7. If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

5.5.8. The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee Meeting to be entered into a book or folder to be opened for inspection at all reasonable times by any financial member who previously applies to the Secretary in writing for that inspection.

5.5.9. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee must be signed by the Chairman of that meeting or the Chairman of the next succeeding Management Committee meeting verifying their accuracy.

## **5.6. *Management Sub Committee***

5.6.1. The Management Committee may delegate any of its powers to sub-committee consisting of such members of the Association as the Management Committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee.

5.6.2. A sub-committee may elect a Chairman of its meetings. If no such Chairman is elected, or if at any meeting the Chairman is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their numbers to be Chairman of the meeting.

5.6.3. A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of equality of votes the question shall be deemed to be decided in the negative.

5.7. All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.

5.8. A resolution in writing signed by all the members of the Management Committee

5.8.1. for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form. each signed by one or more members of the Management Committee.

**5.9. *Termination of Management Committee Membership***

5.9.1. A member of the Management Committee may be removed from office at a General Meeting of the Association where the reasons for termination shall be clearly stated, and the member shall be given the opportunity to fully present his case. The question of removal shall be determined by the vote of the members present at such a General Meeting.

**6. ANNUAL GENERAL OR GENERAL MEETING**

6.1. The first general meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the Association, and at such place as the Management Committee may determine.

6.2. ***Timing.*** The Annual General Meeting shall be held within three months of the close of the financial year.

6.3. ***Business.*** The business to be transacted at every Annual General Meeting must include:

6.3.1. The receiving of the Management Committee's report and the statement of Income and Expenditure, Assets and Liabilities and Mortgages, charges and securities affecting the property of the Association for the preceding financial year.

6.3.2. The receiving of the Auditor's Report upon the books and accounts for the preceding financial year;

6.3.3. The election of members of the Management Committee; and

6.3.4. The appointment of an Auditor

6.3.5. Such other business of which prior notice has been given to the Members in a manner determined by the Management Committee.

6.4. **Special General Meeting.** The Secretary shall convene a special general meeting:

6.4.1. When directed to do so by Management the Committee; or

6.4.2. On the requisition in writing signed by not less than one third of the members presently on the Management Committee or not less than the number of ordinary members of the Association which equals double the number of members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such special general meetings being convened and the nature of business to be transacted thereat; or

6.4.3. On being given notice in writing of intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate membership in accordance with the Membership Termination section of these Rules.

6.5. **Quorum.** At any general meeting the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.

6.5.1. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of this Rule "member" includes a person attending as a proxy or as representing a corporation which is a member.

6.5.2. If within half an hour of the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.

6.5.3. The Chairman, may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjourned took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

6.5.4. Save as aforesaid it shall not be necessary to give any notice of an

adjournment or of the business to be transacted at an adjournment meeting.

6.6. **Notice.** The Secretary shall convene all general meetings of the Association by giving not less than 14 days' notice of any such meeting to the members of the Association.

6.6.1. The manner by which such notice shall be determined by the Management Committee:

6.6.2. Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his membership by the Management Committee, shall be given clearly in writing.

6.6.3. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

6.7. **Procedures (Including Proxy Voting).** Unless otherwise provided by these Rules, at every general meeting:

6.7.1. The President shall preside as Chairman, or if there is no President, or if he is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be the Chairman or if the Vice-President is not present or is unwilling to act then the members present shall elect one of their numbers to be Chairman of the meeting;

6.7.2. The Chairman shall maintain order and conduct the meeting in a proper and orderly manner;

6.7.3. Every question, matter or resolution shall be decided by a majority of votes of the members present;

6.7.4. A member who is entitled to vote may vote in person or by proxy or by attorney. Every member present, or who is represented at the meeting, who is entitled to vote shall be entitled to one vote and in the case of an equality of votes the Chairman shall have a second or casting vote: Provided that no member shall be entitled to vote at any general meeting if his annual subscription is in arrears at the date of the meeting.

6.7.5. Election of Committee members will be by way of secret ballot, such a ballot shall be conducted in accordance with the Associations by laws. All other voting shall be by a show of hands or a division of members, unless not less than one fifth of the members present demand a ballot.

6.7.6. The instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointee or of his attorney duly authorised in writing or, if the appointee is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy may but need not be a member of the Association.

6.7.7. The instrument appointing a proxy shall be deemed to confer the authority to demand or join in demanding a secret ballot;



- 6.7.8. Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the form at Attachment 1 to The Rules or a form as near thereto as circumstances permit;
- 6.7.9. The instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote.
- 6.7.10. The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of General Meeting to be entered into a book or folder to be opened for inspection at all reasonable times by any financial member who previously applies to the Secretary in writing for that inspection.
- 6.7.11. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every General Meeting must be signed by the Chairman of that meeting or the Chairman of the next succeeding General meeting verifying their accuracy.
- 6.7.12. Provided that the minutes of any annual general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting or annual general meeting.

## **7. BY-LAWS**

- 7.1. The Management Committee may from time to time make, amend or repeal Bylaws, not inconsistent with these Rules, for the internal management of the Association and any By-law may be set aside by a general meeting of members.

## **8. ALTERATION OF RULES**

- 8.1. Subject to the provisions of the "Associations Incorporation Act 1981", these rules may be amended, rescinded or added to from time to time by a "special resolution" carried at any general meeting. "Special Resolution" as defined by the "Associations Incorporation Act 1981, Sections 2 and 3" means a resolution passed at a general meeting of the association by the votes of 3/4 of the members who are present and entitled to vote on the resolution.
- 8.2. However an amendment, recession or addition is be valid only if it is registered by the Chief Executive as provided for in the "Associations Incorporation Act 1981, Section 48".

## **9. COMMON SEAL**

- 9.1. The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the

Secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

## 10. FUNDS AND ACCOUNTS

- 10.1. The funds of the Association shall be banked in the name of the Association in such bank as the Management Committee may from time to time direct.
- 10.2. Proper books and accounts shall be kept and maintained either in written or printed form in the English Language showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.
- 10.3. All moneys shall be banked as soon as practicable after receipt thereof.
- 10.4. All amounts over one hundred dollars shall be paid by cheque or electronic means authorized by any two of the President, Secretary, Treasurer or other member authorised from time to time by the Management Committee.  
(Note:Amended Auth Dept Justice&Attorney-General 12Nov13)
- 10.5. Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupment which may be open.
- 10.6. The Management Committee shall determine the amount of petty cash which shall be kept on the impress system.
- 10.7. All expenditure shall be approved or ratified at a Management Committee meeting.
- 10.8. As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared a Statement containing particulars of:
  - 10.8.1. The income and expenditure for the financial year just ended; and
  - 10.8.2. The assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.
- 10.9. All such statements shall be examined by the Auditor who shall present his report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.
- 10.10. The income and property of the Association when ever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to or amongst the members of the Association 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 Association or otherwise owing by the Association to him or of remuneration to any officers or servants of the Association or to any member of the Association or other person in return for any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or replacement to any member of out of pocket expenses, money

lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.

10.11. Since the Association is a Level 1 Incorporated Association (Refer Inc. Assoc. Act 1981 Div2 S58) the Management Committee is to ensure that the terms of the Queensland Incorporated Association Act 1981 et el S59, in particular, Subsections (3), (4) and (5), are fulfilled.

## **11. DOCUMENTS**

11.1. The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

## **12. FINANCIAL YEAR**

12.1. The financial year of the Association shall close on the 30th June in each year

## **13. DISTRIBUTION OF SURPLUS ASSETS**

13.1. If the Association shall be wound up in accordance with the provisions of the "Associations Incorporation's Act 1981", and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of Rule 10.10, such institution or institutions to be determined by the members of the Association, and which is also a fund, authority or institution approved by the Commissioner of Taxation as a public benevolent institution for the purposes of Income Tax, Sales Tax and Fringe Benefit Tax.