

# RULES

Of

# Moreton Bribie Bridge Club Inc.



These amended rules were adopted by the members of the Association on 11/2/2006

Amendments to Rules 5, 11 & 12 added subsequent to SGM on 14/2/09

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## 1 NAME

The name of the incorporated association shall be Moreton Bribie Bridge Club Inc. (in these rules called The Association).

## 2 OBJECTS

The objects for which the Association is established are:

- (1) To further the playing of and interest in Contract Bridge; to conduct Contract Bridge competitions;
- (2) To join or affiliate with any National, State or other body controlling or coordinating Contract Bridge and pay any affiliation or capitation fees to those bodies.
- (3) To provide amenities for members and encourage good fellowship among members.

## 3 POWERS

The powers of the Association are:

- (1) To subscribe to, to become a member of and cooperate with any other association, whether incorporated or not, whose objects are altogether or in part similar to those of the association, provided that 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 or property among its members to an extent at least as great as that imposed on the association under or by virtue of Rule 31(10)
- (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 visiting the Association's premises;
- (3) To buy, 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 purpose 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 manner as is allowed by law having regard to such trusts;
- (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 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;
- (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;
- (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 Association or in or about the Association, or in the furtherance of its objects
- (7) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidize or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;

- (8) To invest and deal with money of the Association not immediately required in such a manner as may from time to time be thought fit;
- (9) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
- (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;
- (11) To borrow or raise money, either alone or jointly with any other person or legal entity, in such a manner as may be thought proper, and whether upon fluctuating advance account or overdraft or otherwise to represent or to secure any monies 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 Association's property or assets present or future, and to buy, redeem or pay off any such securities;
- (12) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- (13) In furtherance of the Association's objects to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or part of the Association's property and rights;
- (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 of whatsoever kind sold by the Association, or any money due to the Association from purchasers or others;
- (15) To take any gift or property, whether subject to any special trust or not, for any one or more of the Association's objects, but subject always to sub-rule (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 the Association's funds, in the shape of donations, annual subscriptions or otherwise;
- (17) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;
- (18) In furtherance of the Association's objects to amalgamate with any one or more incorporated associations 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 31 (10);
- (19) In furtherance of the Association's objects 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 authorized to amalgamate;
- (20) In furtherance of the Association's objects 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 authorized to amalgamate;
- (21) To make donations for patriotic, charitable or community purposes;
- (22) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;
- (23) To do all such other things as are incidental or conducive to the attainment of the objects and exercise of the powers of the Association.

#### 4 MEMBERSHIP CLASSES

- (1) (a) Members' privileges and entitlements shall be subject to the provisions of these rules.
- (b) All members must be members of such Governing Bodies as required in accordance with Rule 2(2).
- (c) The number of Members shall be unlimited.
- (d) The Association's membership shall consist of the following classes of members: -
- (2) Ordinary Members.
  - (a) Shall pay the appropriate annual subscription fees to this Association.
  - (b) Shall pay Governing Body annual affiliation fees through this Association.
- (3) Alternate Members
  - (a) Shall pay Alternate Member's annual subscription fees to this Association.
  - (b) Shall pay Governing Body annual affiliation fees through their Home club.
  - (c) Shall be entitled to the full rights and privileges of Ordinary members except they shall not be eligible to become members of the Management committee.
- (4) Life Members
  - (a) In honour of special service rendered to the Association by an Ordinary Member, the Management Committee shall have the power to recommend or refuse Life Membership when requested to do so writing by two members of the Association. Such recommendation shall be submitted to the next General Meeting of the Association where a three-quarters majority of the members present and entitled to vote shall be required for the approval of such appointment.
  - (b) Members so appointed shall be exempt from the payment of annual membership fees, but shall be financial members of such governing bodies as required by these rules, having paid such fees through this Association.
  - (c) Shall be entitled to the full rights and privileges of Ordinary members.

#### 5 MEMBERSHIP APPLICATIONS

- (1) Every applicant for membership of the Association shall be proposed and seconded by members of the Association. The application shall be in writing and signed by the applicant, the proposer and the seconder, and shall be in such form as required by the Management Committee and be accompanied by the appropriate fees.
- (2) Every applicant on admission to membership shall be deemed to have agreed to be bound by the rules and By-laws of the Association in force for the time being.
- (3) The Management Committee must ensure that, as soon as possible after a person applies to become a member of the Association, and before the Management Committee considers the person's application, the person is advised:-
  - (a) Whether or not the Association has Public Liability Insurance, and
  - (b) If the Association has Public Liability Insurance-the amount of such insurance.

#### 6 MEMBERSHIP FEES

- (1) The membership fees for each class of membership shall be such sum as the members shall from time to time determine at the Bi-Annual general meeting.
- (2) These fees are payable on the first day of January each year. If a member fails to pay the fees when due, such member shall be deemed to be unfinancial.

#### 7. MEMBERS' ADMISSION AND REJECTION.

- (1) Applications for membership, completed in the prescribed manner shall be accepted or rejected by the Management Committee at the next Management Committee meeting.

- (2) Membership applications shall be accepted by a majority vote of Management Committee members present at such meeting.
- (3) Upon the acceptance or rejection of an application for membership the Secretary shall advise the applicant in writing of such acceptance or rejection.
- (4) The Association shall not be bound to give any reason for the rejection of an application for Membership.

## 8. MEMBERSHIP TERMINATION

- (1) A member may resign from the Association 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.
- (2) If a member is convicted of an indictable offence, the Management Committee shall consider whether his/her membership shall be terminated.
- (3) The Management Committee may also suspend the membership of any person whose fees are thirty days in arrears. Any such person so suspended from membership who fails to pay his/her fees within six months of the due date shall have their membership terminated automatically, provided that before any person is suspended such person shall be given a reminder in writing which shall include reference to the provisions of this sub-rule relating to suspension, termination and late payment fees.  
A member suspended under this rule who wishes to renew his/her membership shall make a late payment fee, such fee being determined from time to time at the Bi-Annual meeting of the Association, in addition to all other fees due.

## 9. MEMBERS' CONDUCT.

- (1) Members shall at all times:
  - (a) Comply with all provisions of the Association's rules and by-laws;
  - (b) Comply with the laws of bridge set by the World Bridge Federation
  - (c) Maintain proper discipline and decorum and refrain from using obscene or abusive language and from conducting themselves in a manner considered to be injurious or prejudicial to the Association's character or interest.
- (2) The Management Committee shall deal with any misconduct of members. An ordinary member's complaint regarding misconduct of others must be in writing, addressed to the Secretary, and bear the complainant's name and signature.
- (3) The member in respect of whom the complaint has been made shall, at the Management Committee's discretion, be notified in writing by the Secretary, giving full details of the complaint. He/she shall be given the right to answer the charge by attending a meeting of the Management Committee personally to state his/her case, call evidence and question witnesses, but shall not be entitled to be represented by a solicitor, barrister or other agent.
- (4) The complainant may also personally attend the/Committee meeting to support the case and present any witnesses.
- (5) The Management Committee will inform the complainant of its decision in writing.
- (6) The Management Committee shall have the power to reprimand, demand an appropriate apology, suspend or expel any member found guilty of a misdemeanor.
- (7) A member shall not be suspended from the privileges of membership of the Association under this rule for more than six months.
- (8) A member expelled from membership under this rule shall not be eligible to apply for re-admission to the Association for one year.

- (9) Any person suspended or expelled from the Association is not permitted to play in any Association-controlled game.
- (10) Visitors must observe the rules of conduct of members, the same as if they were members of the Association. The Management Committee has the right to deny any visitor the right to play in any game controlled by the Association if the Management Committee finds such visitor guilty of any offence against this rule

## 10. RIGHT OF APPEAL

- (1) Any person shall, within twenty-eight days of receipt of written notice of a reprimand, suspension, expulsion or order to apologize, have the right of appeal to a special general meeting of the Association.
- (2) Such written notice shall inform the person of his/her right of appeal.
- (3) The appeal shall be in writing signed by the appellant.
- (4) The Secretary shall, within fourteen days after receiving an appeal, call a special general meeting in accordance with Rule 22.
- (5) The appellant shall be entitled to all Association privileges until the expiration of the twenty-eight days allowed for lodging an appeal, or-until such appeal is determined.
- (6) An appeal shall be deemed lost unless upheld by a three-quarters majority of those members present and entitled to vote at the meeting.
- (7) The appellant shall not be entitled to be represented by a solicitor, barrister or any other agent.

## 11. REGISTER OF MEMBERS

- (1) The Management Committee must keep a register of members of the Association.
- (2) The register must include the following particulars for each member:-
  - (a) The full name of the member;
  - (b) The postal or residential address of the member;
  - (c) The date of admission as a member;
  - (d) The date of death or resignation of a member;
  - (e) Details about the termination or reinstatement of a member;
  - (f) Any other particulars the Management Committee or the members at a General Meeting decide.
- (3) It shall be the duty of the secretary to maintain the register of members of the association.
- (4) The register must be open for inspection by members of the Association at all reasonable times.
- (5) A member must contact the secretary to arrange an inspection of the register.
- (6) However, the Management Committee may, on the application of a member of the Association, withhold information about the member (other than the member's full name) from the register available for inspection if the management committee has reasonable grounds for believing that the disclosure of other information would put the member at risk of harm.
- (7) (a) A member of the Association must not-
  - (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
  - (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.

(b) Subrule 7 (a) does not apply if the use or disclosure of the information is approved by the Association.

## 12 MANAGEMENT COMMITTEE MEMBERSHIP

- (1) The Association's Management Committee shall consist of President, Vice-President, Secretary, Treasurer, and three Committee Members.
- (2) At the Association's Annual General Meeting all members of the Management Committee shall retire from office, but shall be eligible for re-election, except no member can hold the position of President longer than three consecutive years.
- (3) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Associations Incorporation Act 1981.
- (4) The election of the Management Committee shall take place as follows:
  - (a) Any two Members of the Association may nominate any other Ordinary or Life member to serve on the Management Committee provided however that a person may be a candidate only if the person-
    - (1) Is an adult; and
    - (2) Is not ineligible to be elected as a member under Section 61 A of the Associations Act 1981.
  - (b) No candidate is eligible for election as a member of the Management Committee unless he/she, the proposer and seconder are financial from the date of nomination to the date of election inclusive.
  - (c) Nominations shall be writing and signed by the candidate, proposer and seconder and shall be lodged with the Secretary not less than fourteen (14) days before the date of the Annual General Meeting. The Secretary shall post all valid nominations to the notice board on receipt.
  - (d) A list of the candidates' names, in alphabetical order, shall be placed on the notice board not less than seven (7) days before the date of the Annual General Meeting.
  - (e) Should the number of candidates exceed the number of vacancies the Secretary shall prepare ballot slips containing the candidates' names in alphabetical order. Members present at the Annual General Meeting shall vote for a number of candidates not exceeding the number of vacancies.
  - (f) Should, at the start of such meeting, there be an insufficient number of candidates nominated, then those nominated shall be declared elected and nominations taken from the floor to fill the remaining vacancies.
  - (g) If any vote is necessary for a position on the Management Committee the Chairman of the meeting shall appoint two tellers, being members who are not standing for election. The tellers shall then conduct a secret ballot.
  - (h) The candidate obtaining the highest number of votes shall be declared elected. In the case of a tie a further secret ballot shall be held between the nominees with an equal number of votes.
  - (i) The tellers shall advise the Chairman of the names(s) of the person(s) elected and after the declaration of the election results, burn or otherwise destroy the ballot papers forthwith.
- (5) The Management Committee must ensure that, before a candidate is elected as a member of the Management Committee, the candidate is advised:-
  - (a) Whether or not the Association has public liability insurance; and
  - (b) If the Association has Public liability insurance-the amount of such insurance.

### 13 MANAGEMENT COMMITTEE VACANCIES.

- (1) (a) 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. 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.  
(b) A member may be removed from office at a special general meeting of the Association by the affirmative vote of three quarters of those members present and entitled to vote at that meeting, where that member shall be given the opportunity to personally present his/her case.
- (2) The Management Committee may declare the position held by any member of that Committee vacant if the member fails to attend three consecutive Committee meetings without having, prior to the meeting, tendered an apology with reasons acceptable to the Management Committee.
- (3) The Management Committee shall have power at any time to appoint any member of the Association to fill any casual vacancy on the Management Committee until the next Annual General Meeting of the Association.
- (4) The continuing members of the Management Committee may act notwithstanding any casual vacancy on 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(s) may act for the purpose of increasing the number of Management Committee members to that number, or for summoning a general meeting of the Association, but for no other purpose.

### 14. MANAGEMENT COMMITTEE FUNCTIONS

- (1) Except as otherwise provided by these rules and subject to Special Resolutions of the Association members carried at any general meeting (Rule 25) , such Special Resolutions being a resolution arising out of a Notice of Motion(due notice of which was given in accordance with Rule 19) , the Management Committee shall,
  - (a) Have the general control and management of the administration of the Association's affairs, property and funds, and of the conduct of the game of bridge;
  - (b) Transact and authorize expenditure, provided that the Management Committee is not empowered to authorize any single item of expenditure in excess of two thousand five hundred dollars without prior approval of a general meeting of the Association; and
  - (c) Have authority to interpret the meaning of these rules and any matter relating to the Association on which these rules are silent.
- (2) The Management Committee may exercise all the powers of the Association to:
  - (a) Borrow or raise or secure the payment of money in such manner as the Association members may think fit, and secure the same or the 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, charged upon all or any of the Association's property, both present and future, and to buy, redeem or pay off any such securities;
  - (b) Borrow money from members at a rate of interest not exceeding interest at 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 securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities; and
  - (c) Invest in such manner as the Management Committee may from time to time determine.

## 15. MANAGEMENT COMMITTEE MEETINGS

- (1) The Management Committee shall meet at least once every calendar month to exercise its functions.
- (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 Management Committee members, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- (3) At every Management Committee meeting a simple majority of 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.
- (4) Subject as previously provided in this rule, the Management Committee may meet and regulate its proceedings as it thinks fit, provided that questions arising at any Management Committee meeting 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) A Management Committee member shall not vote in respect of any contract or proposed contract with the Association in which he/she is interested, or any matter arising therefrom, and if he/she does so vote his/her vote shall not be counted.
- (6) Not less than one day's notice shall be given by the Secretary to Management Committee members of any special Management Committee meeting. Such notice shall clearly state the nature of the business to be discussed thereat.
- (7) The President shall preside as Chairman at every Management Committee meeting, or if there is no President, or if at any meeting he/she is not present within ten minutes after the time appointed for holding the meeting, the Vice-President shall be the 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.
- (8) If within half an hour from the time appointed for the start of a Management Committee meeting a quorum is not present, the meeting, if convened upon the Management Committee's requisition, 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 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.

## 16. SUB-COMMITTEES

- (1) The Management Committee may delegate any of its powers to a 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 powers so delegated conform to any regulations that may be imposed on it by the Management Committee.
- (2) The President shall be an ex-officio member of all sub-committees.
- (3) 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 number to be chairman of the meeting.
- (4) 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 an equality of votes, the question shall be deemed to be decided in the negative.

## 17. VALIDITY OF ACTIVITIES

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

## 18. MANAGEMENT COMMITTEE RESOLUTIONS

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

## 19. NOTICE OF MEETINGS

The Secretary shall convene all General Meetings of the Association as follows:-.

- (1) Preliminary Notice of Meeting. The Secretary shall post such notices on the Association's Notice Board not less than twenty eight (28) days before the date of the General meeting and shall invite notices of motion for inclusion on the formal Notice of meeting. Such Notices of Motion shall be delivered to the Secretary not less than twenty one days before the date of the General Meeting.
- (2) Notice of Meeting, Annual and Biannual General Meetings. This notice shall be posted to the Association's notice board not less than fourteen days before the date of the General Meeting and shall advise the date, time and venue of the meeting and shall set forth the Meeting Agenda and the nature of business to be discussed thereat, including Notices of Motion lodged with the Secretary in accordance with 19(1).
- (3) Special General Meetings. This notice shall be posted to the Association's notice board not less than fourteen days before the date of the meeting advising the date, time and venue for the meeting and shall set forth the Agenda and the nature of business to be discussed thereat. (That business being the only business to be discussed.)
- (4) Posting of such notices on the Association's Notice Board shall be deemed to be due notice to members of such meeting.

## 20 ANNUAL GENERAL MEETING

- (1) The Annual General Meeting shall be held in February.
- (2) The business to be transacted at every Annual General Meeting shall be to:
  - (a) Read the notice convening the meeting;
  - (b) Confirm the minutes of the previous General Meeting and/or Special General Meeting(s);
  - (c) Receive the President's report;
  - (d) Receive the Treasurer's report, including the Statement of Income and Expenditure and Balance sheet for the preceding financial year
  - (e) Receive the auditor's report upon the books and accounts for the preceding financial year;
  - (f) Elect members of the Management Committee;
  - (g) Appoint an auditor;
  - (h) Consider Notices of Motion given in accordance with Rule 19; and
  - (i) Conduct general business.

## 21 BI ANNUAL GENERAL MEETING.

- (1) The Biannual General Meeting shall be held in August.
- (2) The business to be transacted shall be to:
  - (a) Read the notice convening the meeting;
  - (b) Confirm the minutes of the previous Annual General Meeting or Special General Meeting(s);
  - (c) Receive the President's report;
  - (d) Receive the Treasurer's report;
  - (e) Set annual subscription/*fees* for the next financial year;
  - (f) Consider any Notices of Motion given in accordance with Rule 19; and
  - (g) Conduct general business.

## 22 SPECIAL GENERAL MEETINGS

- (1) The Secretary shall convene a Special General Meeting:
  - (a) When directed to do so by the Management Committee; or
  - (b) 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 Committee plus one. Such requisition shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat; or
  - (c) On being given notice in writing of a member's intention to appeal against the decision of the Management Committee to terminate his/her membership or to reprimand, demand an appropriate apology from, suspend or expel any member.
- (2) A special general meeting shall only consider the matter(s) for which notice has been given.
- (3) The meeting shall be called within fourteen days after receipt of the requisition to do so.
- (4) If the Management Committee does not within fourteen days of the receipt of such request call a special general meeting, the signatories of the request may themselves convene such a meeting.

## 23 QUORUM

- (1) At an Annual, Special or Biannual 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.
- (2) 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
- (3) If within half an hour from the time appointed for the start of a general 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, 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.
- (4) 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 adjournment 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 the original meeting.

- (5) Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting

#### 24. CONDUCT OF MEETINGS

Unless otherwise provided by these rules, at every General meeting:

- (1) The President shall preside as Chairman, or if there is no President, or if he/she 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 number to be Chairman of the meeting;
- (2) The Chairman shall maintain order and conduct the meeting in a proper and orderly manner;
- (3) Every question, matter or resolution shall be decided by a majority of votes of the members present; except that the chairman may rule that the question or resolution to be discussed is of sufficient importance to be treated as a Special Resolution and dealt with in accordance with Rule 25.
- (4) Every member present shall be entitled to one vote, and in the case of an equality of votes the status quo shall apply;
- (5) Voting shall be by show of hands or a division of members, unless not less than one-fifth of the member's present demand a ballot, in which case there shall be a secret ballot. The Chairman shall appoint two tellers to conduct the secret ballot and the result of the ballot as declared by the Chairman shall be deemed to be the resolution of the meeting at which the ballot was demanded;
- (6) The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairman of that meeting or the Chairman of the Management Committee verifying their accuracy. Similarly, the minutes of every General meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting.

#### 25. SPECIAL RESOLUTIONS

Suspension and/or termination of membership, alterations to these rules, dissolution of the Association, and such other matters that members may resolve by a simple majority vote at a general meeting to be special resolutions, shall be resolved by the affirmative vote of at least three-quarters of the members present and entitled to vote at the meeting.

#### 26. SPECIAL LEVIES

The Association may at any time strike a special levy on all members by a special resolution at an Annual, Biannual or Special General Meeting of the Association. No levy shall be payable unless it is passed by not less than a three-quarters majority of the members present and entitled to vote at the meeting. A notice, advising that the levy has been struck and the amount thereof, shall be placed on the notice board within two days following the meeting. Each member who has not paid the levy within fourteen days shall be advised of the levy in writing. If a member fails to pay the levy within one calendar month of the day following the posting of the letter of advice, he/she shall be deemed to be unfinancial.

## 27. INDEMNITY OF MEMBERS

In the event of any proceedings being taken against a member or members of the Association, in respect of anything done by such member(s) in the proper performance of duties, or by the direction or with the authority of the Association, the Association shall indemnify such member(s) for any costs or damages resulting from such proceedings.

## 28. BY-LAWS

The Management Committee may from time to time make, amend or repeal By-laws, not inconsistent with these rules, for the Association's internal management. Any By-law may be set aside by simple majority vote at a general meeting of members.

## 29. ALTERATION OF RULES

Subject to the provisions of the current Associations Incorporation Act these rules may be amended, rescinded or added to from time to time by a special resolution as defined by Rule 25, carried at any General Meeting. However, no such amendment, rescission or addition shall be valid unless approved by the appropriate Queensland Government Department as required by the Act.

## 30. COMMON SEAL

The Management Committee shall provide for a common seal and for its safe custody. The common seal shall only be used with the Management Committee's authority. Every instrument to which the seal is affixed shall be signed by a Management Committee member and countersigned by the Secretary or by a second Management Committee member or by some other person appointed by the Management Committee for that purpose.

## 31. FUNDS AND ACCOUNTS

- (1) The Association's funds shall be deposited in the Association's name in such financial institutions as the Committee may from time to time direct.
- (2) Proper books and accounts shall be kept and maintained either in written or printed form in the English language, showing correctly the Association's financial affairs and the particulars usually shown in books of a like nature.
- (3) All moneys shall be deposited as soon as practicable after receipt thereof.
- (4) All amounts of one hundred dollars or over shall be paid by cheque signed by any two of the President, Secretary or Treasurer or by Bank transfer authorized with separate passwords by any two of President, Secretary or Treasurer.
- (5) The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.
- (6) Cheques shall be crossed 'not negotiable' except those in payment of wages, allowances or petty cash recoupments which may be open.
- (7) All expenditure shall be approved or ratified at a Management Committee meeting
- (8) As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared a statement containing the particulars of -
  - (a) the income and expenditure for the financial year just ended; and
  - (b) the assets, liabilities, mortgages, charges and securities affecting the Association's property at the close of that year.
- (9) All such statements shall be examined by the auditor who shall present his/her report upon such audit to the Secretary before the holding of the annual general meeting next following the financial year in respect of which such audit was made.
- (10) The income and property of the Association irrespective of its source shall be used and applied solely in the 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 among the Association's members, provided that nothing herein contained shall prevent the payment of interest in good faith to any such member in respect of moneys advanced by him/her to the Association or otherwise owing by the Association to him/her, or of remuneration to any officers or servants of the Association, or to any member of the Association, or to any 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 repayment 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 devised or let to the Association.

### 32. DOCUMENTS

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

### 33. FINANCIAL YEAR

The Association's financial year shall close on 31 December each year.

### 34. DISTRIBUTION OF SURPLUS ASSETS

If the Association shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981-1990, or any additions or amendments thereto, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the Association's members but shall be given or transferred to some other institutions having objects similar to those of the Association, and which shall prohibit the distribution of its or their income among its or their members to an extent at least as great as is imposed on the Association under or by virtue of rule 31(10), such institutions to be determined by the Association's members.

(These amended rules were adopted by the members of the Association on 11/2/2006)

(Amendments to Rules 5, 11 & 12 added subsequent to SGM on 14/2/09)