

YORKEYS KNOB BOATING CLUB
CONSTITUTION

(with all amendments as at February 2005)

RULES OF ASSOCIATION

NAME

1. The name of the incorporated association shall be **YORKEYS KNOB BOATING CLUB INCORPORATED** (IN THESE Rules called "the Association")

OBJECTS

2. The objects for which the association is established are:-
 - (1) To promote yachting and sport fishing.
 - (2) To promote goodwill and understanding amongst boat owners and other interested parties.
 - (3) To promote knowledge of boating safety in addition to those laid down by legislation.
 - (4) To assist the coastguards and other authorities and officials or otherwise in the pursuit of boating safety.
 - (5) To assist the established authorities in their efforts to protect fish and other marine life covering the Great Barrier Reef and its environment.
 - (6) To make such recommendations and submissions as it may see fit to the Government or Local Authorities concerning boating safety and marine preservation.
 - (7) To promote the activity of Sports Fishing with the guidelines and under the directions of the relevant State and Commonwealth authorities.

POWERS

2. The powers of the Association are:-
 - (1) To take over the funds and other assets and the liabilities of the present unincorporated association known as the **"YORKEYS KNOB BOATING CLUB INCORPORATED"**
 - (2) To subscribe to, become a member of and co-operate with any other association, club or organisation, 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 fund any club, association or organisation 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 or by virtue of Rule 28 (10);
 - (3) 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 Associations premises;

- (4) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements and 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 manner as is allowed by law having regard to such trusts;
- (5) 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;
- (6) 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;
- (7) 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 promotion of the incorporated association or in the furtherance of its objects;
- (8) 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 Associations interests, and to contribute to, subsidise or otherwise assist and take part in construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- (9) To invest and deal the money of the Association not immediately required in such manner as may from time to time be thought fit;
- (10) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
- (11) In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee or give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise assist any person or body corporate;

- (12) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or 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 incorporated associations property or assets present or future and to purchase, redeem or pay off any such securities;
- (13) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- (14) 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 the rights of the Association;
- (15) To take or hold mortgages, liens or charges, to secure payments of the purchase price, or any unpaid balance of the purchase price, or any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others;
- (16) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the proviso in sub-rule (4);
- (17) 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 funds of the Association, in the shape of donations, annual subscriptions or otherwise;
- (18) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;
- (19) In furtherance of the objects of the Association 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 28 (10);
- (20) 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;
- (21) In furtherance with the objects of the Association to transfer all or any part of 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;

- (22) To make donations patriotic, charitable or community purposes;
- (23) 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;
- (24) 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.

CLASSES OF MEMBERS

- 4. (1) The membership of the Association shall consist of the following classes of members:

Class O-	Ordinary member with voting rights
Class L-	Life member with voting rights
Class H-	Honorary member with no voting rights
Class G-	Gold member (20 years ordinary membership) with voting rights
Class GS-	Spouse or defacto spouse of Gold member with voting rights
Class S-	Social member with no voting rights
Class MS-	Spouse or defacto of ordinary member or social member with no voting rights
Class P-	Pensioner member with no voting rights
Class D-	Daily Member with no voting rights
Class J-	Junior member (a person under 18 years of age) with no voting rights and whose parent, relative or guardian is a member
Class R-	Reciprocal member with no voting rights, being a member of a boating, sailing, sporting or social club or association with whom the management committee has entered into reciprocal membership arrangements.
- (2) (a) All classes of members having voting rights shall have equal voting rights but such member shall only be entitled to exercise voting rights after having been such member of the association for a period of at least six (6) months;
- (b) All members, except Junior members, shall be at least 18 years of age upon becoming members of the association.
- (3) (a) any member of the association who has rendered special service to the club may be elected by the management committee to the category of life membership;
- (b) Life members will be non-subscribing members;
- (c) A certificate of Life membership signed by the Commodore and Secretary of the association will be awarded to the life member on his or her election by the management committee.

- (4) (a) Any person who has rendered special service to the association may be elected to the category of Honorary membership by the management committee;
 - (b) Honorary members will be non-subscribing members;
 - (c) A certificate of Honorary membership signed by the Commodore and Secretary of the association will be awarded to the life member on his or her election by the management committee.
- (5) The general criteria to be used by the management committee in its determination of the fitness of a person to become a member of the association shall be as follows:-
- (a) That they are in the opinion of the management committee a person of good fame and character;
 - (b) That they are in the opinion of the management committee a person who wishes to further the objects of the association;
 - (c) That they are in the opinion of the management committee a fit and proper person to be a member of the association.

MEMBERSHIP

5. (1) Every person who at the date of incorporation of the Association was a member of the unincorporated association and who on or before the 31st day of December 1985 agrees in writing to become a member of the Association shall be admitted by the Management Committee to the same class of membership the Association as that member held in the unincorporated association. Every member of the Association who previously to his agreeing to become a member of the Association has paid his subscription due on the 31st day of December 1985 as a member of the unincorporated association, shall not be liable to pay any further sum by way of annual subscription to the Association for the period prior to the 31st day of December 1985.
- (2) Every application for any class of membership of the Association that carries voting rights (other than the members of the unincorporated association referred to in sub-rule (1)) shall be proposed by one member of the Association and seconded by another member. The application for membership shall be made in writing, signed by the applicant and his proposer and seconder and shall be in such form as the Management Committee from time to time prescribes.
- (3) Every applicant for membership of the Association not covered in rule
- (4) 5. (2) must complete and lodge in writing on the appropriate form their application accompanied by the prescribed fee. The issuance of an official receipt will constitute acceptance of the prescribed class of membership.

MEMBERSHIP FEES

6. (1) The membership fees for each class of membership shall be determined

and prescribed by the management committee from time to time.

- (2) All membership fees shall be due and payable by 1st July in each year other than Daily Membership which is payable on the date of receipt of membership application.
- (3) Members other than Daily Members, who have not paid their prescribed membership fees by 31st July in each year are declared non-financial members of the association.
- (4) Members other than Daily Members, who have not paid their prescribed membership fees by 31st August in each year shall automatically cease to be members of the Association without notice to them or proceedings against them.

ADMISSION AND REJECTION OF MEMBERS

7. (1) At the next meeting of the Management Committee after the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant.
- (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.
- (3) Upon the acceptance or rejection of an applicant for any class of membership the Secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

TERMINATION OF MEMBERSHIP

8. (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.
- (2) If a member:-
 - (a) is convicted of an indictable offence;
 - (b) fails to comply with any of the provisions of these Rules; or
 - (c) has membership fees in arrears for a period of two months or more; or
 - (d) conducts himself in such 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.

- (3) 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.

APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

9. (1) A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving written notification thereof, lodge with the Secretary a written notice of his intention to appeal against the decision of the Management Committee.
- (2) Upon the receipt of a notification of the 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 their or its case. The appeal shall be determined by the vote of the members present at such meeting.
- (3) 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.

REGISTER OF MEMBERS

10. (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 the membership of the Association and the dates of their admission.
- (2) Particulars shall also be entered into the Register of deaths, resignations, terminations and reinstatement~~s~~ of membership and any further particulars as the Management Committee or the members at any general meeting may require from time to time.
- (3) The register shall be open for inspection at all reasonable times by any member who previously applies to the secretary for such inspection.

MEMBERSHIP OF THE MANAGEMENT COMMITTEE

11. (1) The Management Committee of the Association shall consist of twelve (12) members, being a Commodore, a Vice Commodore, a Secretary, a Treasurer and eight other committee members, all of whom have been financial members of the Association for at least two (2) years prior to the Annual General Meeting at which they are elected and in case of the Commodore and Vice Commodore who also shall have been elected a member of the Management Committee, at each of the Annual General Meetings held in the previous two (2) calendar years.

- (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.
- (3) The election of the officers and other members of the Management Committee shall take Place in the following manner:-
- (a) 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;
 - (b) The nomination, which shall be in writing and signed by the member and his Proposer and seconder, shall be lodged with the secretary at least fourteen (14) days before the Annual General Meeting at which the election is to take place;
 - (c) A list of candidates names in alphabetical order, with the proposer and seconders names, shall be posted in a conspicuous place in the office or usual place of meeting of the Association for at least seven (7) days immediately preceding the Annual General Meeting;
 - (d) 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;
 - (e) Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.
12. Any member of the Management Committee may resign from the 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 or such member may be removed from office at a general meeting of the Association where 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.

VACANCIES ON MANAGEMENT COMMITTEE

13. (1) The Management Committee shall have power at any time to appoint a member of the Association, who has been a financial member for at least the previous two (2) years, to fill any vacancy on the Management Committee until the next Annual General Meeting; provided always that in the case of a casual vacancy in the office of the Commodore or Vice Commodore, the Management Committee shall only appoint another member of the Management Committee who was elected at the last Annual General Meeting, to fill such casual vacancy.
- (2) The continuing 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.

- (4) If a member of the Management Committee shall fail to attend a management committee meeting for three (3) meetings consecutively without first being excused by the committee, then the committee may consider whether or not to declare that committee members position vacant, and in the event that it does so a new member may be appointed as provided for sub-rule (1) hereof.

FUNCTIONS OF THE MANAGEMENT COMMITTEE

14. (1) Except as otherwise provided by these Rules and subject to the resolutions of the members of the Association carried at any general meeting of the Management Committee:-
- (a) shall have the general control and management of the administration of the affairs, property and funds of the Association; and
 - (b) shall have the authority to interpret the meanings of these Rules and any matter relating to the Association on which these Rules are silent.
- (2) The Management Committee may exercise all powers of the Association:-
- (a) to 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 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 purchase, redeem or pay off any such securities;
 - (b) to borrow money from members at a rate of interest not exceeding interest at 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 such securities; and
 - (c) to invest in such manner as the members of the Association may from time to time determine.

MEETINGS OF THE MANAGEMENT COMMITTEE

15. (1) The Management Committee shall meet at least once every calendar month to exercise its function.
- (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 being convened and the nature of the business to be transacted thereat.

- (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 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 together and regulate its proceedings as it thinks fit: Provided 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) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association with which he is interested, or any other matter arising thereout, and if he does so vote his vote shall not be counted.
 - (6) Not less than fourteen (14) days notice shall be given by the secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of business to be discussed thereat.
 - (7) The Commodore shall preside as Chairman at every meeting of the Management Committee, or if there is no Commodore, or if at any meeting he is not present within ten minutes after the time appointed for holding the meeting, the Vice Commodore shall be Chairman or if the Vice Commodore 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 appointed time 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.
16. (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 the powers so delegated, conform To any regulations that may be imposed on it by the Management Committee.
- (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 number to be the Chairman of the Meeting.
 - (3) A sub-committee may meet and adjourn as it thinks is 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. 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.
18. A resolution in writing signed by all the members of the Management Committee 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 of the Management Committee.

ANNUAL GENERAL MEETINGS

19. 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.
20. (1) The Annual General Meeting shall be held within six (6) months of the close of the financial year.
- (2) The Business to be transacted at every Annual General Meeting shall be:-
- (a) the receiving of the Management Committee's report and statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Association for the preceding financial year;
 - (b) the receiving of the auditors report upon the books and accounts for the preceding financial year;
 - (c) the election of the members of the Management Committee; and
 - (d) the appointment of an auditor.
21. 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 Management Committee plus one. Such requisition shall clearly state reasons why such special general meeting is being convened and the nature of business to be transacted thereat; or
 - (c) on being given notice of an intention to appeal against a decision of the Management Committee to reject an application for membership or to terminate the membership of any person.

22. (1) 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.
- (2) No business shall be transacted at any general meeting unless a quorum of its 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.
- (3) 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 the 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.
- (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. 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.
23. (1) 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.
- (2) The manner by which such notice shall be given shall be determined by the Management Committee: 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 in writing. Notice of a general meeting shall clearly state the nature of business to be discussed thereat.
24. Unless otherwise provided by these Rules, at every general meeting:-
- (1) the Commodore shall preside as Chairman, or if there is no Commodore, 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 Commodore shall be the Chairman or if the Vice Commodore 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.

- (4) Every member present 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 no member shall be entitled to vote at any general meeting if his annual subscription is more than one month in arrears at the date of the meeting.
- (5) Voting shall be by show of hands or a division of members, unless not less than one fifth of the members present demand a ballot, in which event there shall be a secret ballot. The Chairman shall appoint two members to conduct the secret ballot in such manner as he shall determine 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) A member may vote in person or by attorney and on a show of hands every person who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote.
- (7) A member may vote by proxy only if he is in hospital, interstate, intrastate or overseas and satisfies the Secretary in a statutory declaration annexed to his proxy that he is unable to attend and vote for one of those reasons.
- (8) The instrument appointing the proxy shall be in writing, in the common form or the usual form, under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer 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. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot.
- (9) 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 following form or a form as near thereto as circumstances permit:

ASSOCIATION:

I, _____ of _____, being a member of the abovenamed Association, hereby appoint _____, or failing him, _____ of _____, as my proxy to vote for me on my behalf at the (annual) general meeting of the Association, to be held on the _____ day of _____ 19____, and at any adjournment thereof.

Signed this _____ day of _____ 19____.

Signature

This form is to be used * in favour of the resolution

* against the resolution

* Strike out whichever is not desired. (Unless otherwise instructed, the proxy may vote as he thinks fit);

- (10) 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 purposes to vote; and
- (11) 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 recording for such minutes, the minutes of every Management Committee meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Management Committee meeting 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: Provided that the minutes of any general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting or Annual General Meeting.

BY-LAWS

- 25. The Management Committee may from time to time make, amend or repeal by-laws, 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.
- 26. 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: Provided that no such amendment, rescission or addition shall be valid unless the same shall be submitted to and approved by the Chief Executive, Incorporated Associations as per Rule 5 Division 2, 48 (2) & (2A) of the Associations Incorporation Act 1981.

COMMON SEAL

- 27. 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.

FUNDS AND ACCOUNTS

- 28. (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.

- (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.
- (3) All monies shall be banked as soon as practicable after receipt thereof.
- (4) All amounts of twenty dollars or over shall be paid by cheque signed by any two of the Commodore, Secretary, Treasurer or other member authorised from time to time by the Management Committee.
- (5) Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupmen~~t~~s which may be open.
- (6) The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.
- (7) All expenditure shall be proved 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 particulars of:-
 - (a) the income and expenditure for the financial year just ended; and
 - (b) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of the year.
- (9) All such statements shall be examined by the auditor who shall present his report upon 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) The income and property of the Association whencesoever 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 monies 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 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 the premises demised or let to the Association.
- (11) The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

FINANCIAL YEAR

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

DISTRIBUTION OF SURPLUS ASSETS

31. If the Association shall be wound up in accordance with the provisions of the *Associations Incorporation 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 amongst the members of the Association but shall be given or transferred to some other institution or institutions having objects 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 is imposed on the Association under or by virtue of Rule 28(10), such institution or institutions to be determined by the members of the Association.