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THE MURRUMBA PISTOL CLUB Inc.



CONSTITUTION

15 August 2023

CONTENTS

1.	Introduction	3
2.	Interpretation	3
3.	Name	3
4.	Objects	3
5.	Powers	3
6.	Classes of Members	4
7.	Conditions governing each membership class:	4
8.	New Membership	5
9.	Membership Fees	5
10.	Levies	5
11.	Admission and rejection of new members	5
12.	When Membership ends	6
13.	Appeal against termination of membership	6
14.	Tribunal to decide appeal against termination of membership	6
15.	Register of members	7
16.	Prohibition on use of information on register of members	7
17.	Appointment or election of secretary	7
18.	Removal of secretary	7
19.	Membership of Management Committee	8
20.	Electing the Management Committee	10
21.	Resignation, removal or vacation of office of a Management Committee member	11
22.	Vacancies on Management Committee	11
23.	Functions of Management Committee	11
24.	Meetings of Management Committee	12
25.	Quorum for, and adjournment of, Management Committee meeting	12
26.	Special meeting of Management Committee	13
27.	Minutes of Management Committee meetings	13
28.	Appointment of subcommittees	13
29.	Acts not affected by defects or disqualifications	13
30.	Resolutions of Management Committee without meeting	14
31.	Annual General Meetings	14
32.	Business to be conducted at Annual General Meeting	14
33.	Notice of General Meeting	14
34.	Quorum for, and adjournment of, general meetings	15
35.	Procedure at General Meetings	15
36.	Voting at General Meetings	15
37.	Special general meeting	16
38.	Minutes of general meetings	16
39.	By-laws/Standing Orders	16
40.	Alteration of this Constitution	17
41.	Common seal	17
42.	Funds and accounts	17
43.	General financial matters	17
44.	Documents	18
45.	Financial year	18
46.	Distribution of surplus assets to another entity	18

1. Introduction

This Constitution provides the rules under which the Association operates. The By-laws and Range Standing Orders are sets of rules for the management of the Association. They are to be consistent with the Constitution and the Act. Together, these documents provide the rules and regulations by which the Association operates. It is each member's responsibility to read and be conversant with these rules. Digital copies will be provided to members on request. For members who do not have access to the internet, a hard copy will be provided on request.

2. Interpretation

In these rules-

- (1) *Act* means the Association Incorporation Act 1981.
- (2) *the Association* means the Association referred to in Rule 3.
- (3) *the Committee* means the Management Committee of the Association.
- (4) *general meeting* means a meeting to which all members are invited.
- (5) *member* means a member of the Association.
- (6) *special general meeting* means a general meeting other than the annual general meeting.
- (7) *special resolution* means a special resolution defined in the Act (requiring a 75% vote of members present and entitled to vote).
- (8) A word or expression that is not defined in these rules, but is defined in the Act, has, if the context permits, the meaning given by the Act.

3. Name

The name of the incorporated association is **The Murrumba Pistol Club Inc.** (hereinafter called *the Association*).

4. Objects

The objects of the Association are:

- (1) to promote competition target shooting among the Association's members to enable the members to fully participate in and enjoy the sport of target shooting;
- (2) to conform to the rules and regulations of Pistol Australia, Pistol Shooting Queensland and all other applicable international, national and state shooting associations, State and Federal Governments and the Queensland Police Service and Weapons Licensing;
- (3) to foster the spirit of sportsmanship and to encourage social interaction between the members of the Association;
- (4) to promote the responsible use of firearms and the understanding of the sport of target shooting in the community generally.

5. Powers

- (1) The Association has the powers of an individual.
- (2) The Association must exercise those powers in the best interests of the association. It may, for example:
 - (a) enter into contracts; and
 - (b) acquire, hold, deal with and dispose of property; and
 - (c) make charges for services and facilities it supplies; and
 - (d) do other things necessary to be done in carrying out its affairs

6. Classes of Members

- (1) The members of the Association shall consist of:
 - (a) Full Members
 - (b) Full Members – Partner
 - (c) Junior Members
 - (d) Associate Members
 - (e) Honorary Members
 - (f) Life Members.
- (2) There shall be no limits on the number of members in each class.

7. Conditions governing each membership class

- (1) **Full Member:** A financial member of the Association above the age of 18 years, holding or eligible to hold a Queensland concealable firearms licence. Full members are eligible to vote at general meetings.
- (2) **Full Member - Partner:** A financial member of the Association, who is also a partner of a full member, above the age of 18 years, holding or eligible to hold a Queensland concealable firearms licence. Full Members – Partner are eligible to vote at general meetings
- (3) **Junior Member:** A financial member of the Association aged 11 years or above until the commencement of the Club year in which they turn 18 years, holding or eligible to hold a Queensland Minors Licence. Junior members are not eligible to vote at general meetings.
- (4) **Associate Member:**
 - (1) There will be three categories of Associate Membership:
 - (a) **Associate Member (Pistol)** - available to full current financial members of another Pistol Australia-affiliated club. Documentary evidence of such membership must be provided at application;
 - (b) **Associate Member (Rimfire Rifle)** - available to holders of Firearms Licence Category A/B, who also hold membership of an association registered for category A/B firearms;
 - (c) **Associate Member (Non-Shooting)** - available to interested non-licensed persons. Such persons must produce a Statement of Eligibility (Form 36) on application.
 - (2) Associate members are not eligible to vote at general meetings.
- (5) **Honorary Member:**

(Honorary Members are persons who are not shooters and who perform special services for the Club.

 - a) On recommendation to the Committee, a person may be elected as an Honorary Member at any Management Committee meeting, by a majority vote.
 - b) Honorary membership may be granted for life or for such other period as may be deemed appropriate.
 - c) Honorary members shall not be entitled to vote at general meetings.

(6) Life Member:

- (1) Life Membership is the highest honour that can be bestowed by the Association on an individual member for longstanding and valued service to the Association. It is therefore only to be awarded in exceptional circumstances.
- (2) In considering the award of Life Membership, an individual must be a full member of the club for a minimum of ten (10) years and have demonstrated exemplary, sustained and high-quality service enhancing the reputation and future of the Association, leaving a noteworthy legacy.
- (3) Length of membership of the Association alone should not constitute a valid criterion for nomination.
- (4) Nominations:
 - (a) Will be lodged with the Management Committee Secretary at least eight (8) weeks prior to the Association's AGM.
 - (b) Will be in writing.
 - (c) Must be nominated and seconded by existing Full members of the Association.
 - (d) Must articulate the reasons why Life Membership is considered appropriate and, where possible, specify examples of work or involvement which have significantly progressed the Association.
- (5) The Life Membership will be presented at the next Annual General Meeting.
- (6) The Life Member shall thereafter be entitled to all the rights and privileges of Full Membership without paying the Association's annual fees or other levies. The Life Member's annual Pistol Shooting Queensland and Pistol Australia fees will be paid by the Association for as long as that member holds a current concealable firearms licence.

8. New Membership

- (1) An application for membership must be:
 - (a) in writing on the appropriate application form;
 - (b) accompanied by the supporting documentation as determined by the Committee.
- (2) New members shall pay a Joining fee. The amount will be determined by the Committee and is payable, on approval of the application, with the first membership fee. However, at the discretion of the Committee, if the applicant is a former member the joining fee may be waived.

9. Membership Fees

The membership fee for each class of membership:

- (1) is the amount decided by the Committee from time to time; and
- (2) is payable when, and in the manner, the Committee decides.

10. Levies

- (1) The Committee must convene a general meeting of the Association should the need arise to impose a new levy.
- (2) When proposing a new levy, the Committee must state the purpose, the amount, time frame and due date for payment of the levy.
- (3) If a levy is unpaid after the due date, the Committee may declare defaulting members unfinancial.

11. Admission and rejection of new members

- (1) The Committee must consider an application for membership at the next committee meeting held after it receives the application for membership.
- (2) The Committee must ensure that application forms for membership advise applicants:
 - (a) whether or not the Association has public liability insurance; and
 - (b) if the Association has public liability insurance, the amount of the insurance.
- (3) The Committee must decide at the meeting whether to accept or reject the application.
- (4) If a majority of the members of the Committee present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.
- (5) The Secretary of the Association must, as soon as practicable after the Committee decides to accept or reject an application, give the applicant written notice of the decision and fees due.
- (6) The Association does not have to advise an unsuccessful applicant of the reason for the rejection of his/her application.
- (7) The decision not to accept a membership application is not open to appeal.

12. When membership ends

- (1) A member may resign from the Association by giving a written notice of resignation to the Secretary.
- (2) The resignation takes effect at:
 - (a) the time the notice is received by the secretary; or
 - (b) if a later time is stated in the notice, the later time.
- (3) Upon application, the Committee may approve a pro-rata reimbursement of the Association's membership fees.
- (4) The Committee may terminate a membership if the member:
 - (a) is convicted of an indictable offence; or
 - (b) does not comply with any of the provisions of the rules; or
 - (c) has membership fees in arrears for at least three (3) months; or
 - (d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Association.
- (5) Before the Committee terminates a membership, the Committee must give the member a full and fair opportunity to show why the membership should not be terminated.
- (6) If, after considering all representations by the member, the Committee decides to terminate the membership, the Secretary of the Committee must give the member a written notice of the decision.

13. Appeal against termination of membership

- (1) A member whose membership has been terminated may give the Secretary written notice of the person's intention to appeal against the decision.
- (2) A notice of intention to appeal must be given to the Secretary within one (1) month of the person receiving written notice of the decision.
- (3) If the Secretary receives a notice of intention to appeal, the Secretary must present this at the next Committee meeting.
- (4) The Committee must then form a Tribunal to hear the appeal. The Tribunal will consist of three (3) persons who are not current Management Committee members.

14. A tribunal meeting to decide appeal

- (1) The Tribunal hearing must be held within three (3) months of the Committee receiving the notice of intention to appeal.
- (2) The Committee will appoint three (3) persons who are not current members of the Management Committee to form the Tribunal.
- (3) At the Tribunal hearing, the appellant must be given a full and fair opportunity to show why membership should not be terminated.
- (4) The appellant may be accompanied by another full club member, without speaking rights.
- (5) At the Tribunal hearing, the Committee representative(s) must be given a full and fair opportunity to show why membership should be terminated.
- (6) An appeal must be decided by a majority vote of the Tribunal members.

15. Register of members

- (1) The 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 phone number and email address (if applicable) of the member;
 - (d) the date of admission as a member;
 - (e) the date of death or resignation of the member;
 - (f) details about the termination or reinstatement of membership;
 - (g) current firearms licence numbers;
 - (h) any other particulars the Committee or the members at a general meeting decide.
- (3) The Register must be open for inspection by members of the Association at all reasonable times.
- (4) A member must contact the Secretary to arrange an inspection of the Register. Only that member's details will be made available for perusal.

16. Prohibition on use of information on register of members

- (1) A member of the Association must not:
 - (a) use information obtained from the Association, including 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;
 - (b) disclose information obtained from the Association, including the register of members, to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Association for advertising for political, religious, charitable or commercial purposes.
- (2) Sub rule (1) does not apply if the use or disclosure of the information is approved by the Association.

17. Appointment or election of Secretary

- (1) The Secretary must be an individual residing in Queensland, who is:
 - (a) a member of the Association elected by the Association as Secretary; or
 - (b) any of the following persons appointed by the Management Committee as Secretary:
 - (i) a member of the Association's Management Committee;
 - (ii) another member of the Association.

- (2) If a vacancy happens in the office of Secretary, the members of the Management Committee must ensure a Secretary is appointed or elected for the Association to fill the casual vacancy within one (1) month of the vacancy occurring.

18. Removal of appointed Secretary

- (1) The Management Committee of the Association may at any time remove a person appointed by the committee as the Secretary.
- (2) If the Management Committee removes a Secretary who is a person mentioned in Rule 17(1)(b)(i), the person remains a member of the Management Committee.
- (3) If the Management Committee removes a Secretary who is a person mentioned in Rule 17(1)(b)(ii) and who has been appointed to a casual vacancy on the Management Committee, the person does not remain a member of the Management Committee.

19. Membership of Management Committee

- (1) A member of the Management Committee must be a Full Member of the Association.
- (2) At each Annual General Meeting of the Association, the members of the Management Committee must retire from office, but are eligible, upon nomination, for re-election.
- (3) A member of the Association may be appointed to a casual vacancy on the Management Committee under Rule 22.
- (4) Each position of the Management Committee holds one vote at Committee meetings.
- (5) The Management Committee of the Association shall consist of members elected to the following positions at a general or annual general meeting, or who are appointed under rule 22. The membership positions of the Management Committee are:

President
Vice-President
Secretary
Registrar
Treasurer
Match Director – ISSF/Club Captain
Match Director – Pistol Australia
Match Director – Single Action
Match Director – Benchrest
Training Officer
Providore
Works Convener
Immediate Past-President

- (6) Duties of Management Committee members may include:

a. President

- shall be the senior executive officer of the Club;
- shall preside at all meetings of the Club;
- shall be a member, ex-officio, of all regular and special committees.

b. Vice-President

- shall be responsible for developing and maintaining a three-year Work Plan;
- shall perform the duties of the President during an absence or upon request;
- shall be responsible for the role of “Complaints Officer”.

c. Secretary

- The Secretary's functions include, but are not limited to:
- calling meetings, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the Club President;
- keeping minutes of each management committee meeting; and
- keeping copies of all correspondence and other documents relating to the Club.

d. Registrar

- shall process all new members of the Club;
- shall maintain a register of members;
- shall be responsible for all matters concerning affiliation with PSQ and PA; and
- shall undertake any other duties as directed by the Committee.

e. Treasurer

- shall have custody of all securities, books and documents of a financial nature and accounting records of the Club;
- shall be responsible for the receipt of all monies paid to the Club and must issue receipts for those monies in the name of the Club;
- shall pay all monies received into such account or accounts as the Committee may, from time to time, direct;
- shall make payments from the Club funds with the authority of the Committee and in so doing ensure that all cheques/ electronic transfers are signed/authorised by one other signatory authorised by the Committee;
- shall submit to each Management Committee meeting a report, balance sheet or financial statement;
- shall submit to members at each Annual General Meeting duly audited accounts showing the financial position of the Club at the end of the immediately preceding financial year;
- shall perform such other duties as are imposed by the rules on the Treasurer.

f. Match Directors (of each discipline)

- The Match Directors for each discipline shall ensure the Club has accredited range officers, instructors and examiners in their relevant proficiencies;
- shall be responsible for the conduct of all competitions within their discipline in accordance with the official Rules of the Club;
- shall be responsible for the observance within their discipline of all safety precautions on the ranges;
- shall liaise with scorers to ensure current records of attainment are maintained; shall coach or instruct and advise Club members in the sport of target shooting relevant to their discipline; and should be suitably experienced in their field.
- Should the position of Match Director Benchrest not be filled by a Full Member, an Associate Member may be invited to fill the role but without voting rights at meetings.
- The Match Director ISSF shall hold the position of Club Captain with responsibility for liaising with all Match Directors on their roles, conduct, training and skill levels.

g. Training Officer

- The Training Officer shall assist in the induction process of new members;
- oversee the training of new members up to licence attainment;
- co-ordinate coaching/skilling as required;
- ensure the Club maintains current match rule books for each discipline.

h. Provedore

- The Provedore shall procure items for and maintain the Club canteen;
- co-ordinate catering events;
- ensure all income from the sale of canteen products is received by the Treasurer in a timely manner; and
- ensure all expenditure incurred in the operation of the canteen is receipted and reported to the Treasurer for payment, in a timely manner.

i. Works Convener

- The Works Convener will report to the Committee on current and emergent maintenance issues; and
- determine the program for working bees.

j. Immediate Past President

- Shall be able to attend Committee of Management meetings.
- Shall speak on any matters that are the business of the Committee.
- Shall be appointed for one term of twelve (12) months only.
- Shall have no rights to move, second or vote on any matters or motions presented to the Committee.

20. Electing the Management Committee

- (1) A member of the Management Committee may only be elected as follows:
 - (a) Any two (2) members of the Association may nominate another member (the candidate) to serve as a member of the Committee;
 - (b) The nomination must be:
 - (I) In writing; and
 - (II) signed by the candidate and the members who nominated him/her; and
 - (III) given to the Secretary at least twenty-one (21) days before the Annual General Meeting at which the election is to be held.
 - (c) Each member of the Association present and eligible to vote at the Annual General Meeting may vote for one (1) candidate for each vacant position on the Committee.
 - (d) If, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- (2) A person may be a candidate only if the person:
 - (a) is an adult;
 - (b) is not ineligible to be elected as a member under Section 61A of the Act; and
 - (c) is not ineligible to be elected as a member due to his/her membership class.
 - (d) has held continuous membership for 2 years. The Management Committee, at its discretion, may waive this requirement.

- (3) A list of the candidates' names, in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the Association at least fourteen (14) days immediately preceding the Annual General Meeting.
- (4) Balloting lists shall be prepared, if necessary, containing the names of the accepted candidates in alphabetical order for each position.
- (5) The Committee must ensure that, before a candidate is elected as a member of the 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 the insurance.

21. Resignation, removal or vacation of office of a Management Committee member

- (1) A member of the Management Committee may resign from the Committee by giving written notice of resignation to the Secretary.
- (2) The resignation takes effect at:
 - (a) the time the notice is received by the Secretary; or
 - (b) if a later time is stated in the notice, the later time.
- (3) A member may be removed from office at a General Meeting of the Association if a majority of the members present, and eligible to vote at the meeting, vote in favour of removing the member.
- (4) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he/she should not be removed from office.
- (5) A member has no right of appeal against the member's removal from office under this rule.
- (6) A member immediately vacates the office in the circumstances mentioned in section 64(2) of the Act.

22. Vacancies on Management Committee

- (1) If a casual vacancy happens on the Committee, the continuing members of the Committee may appoint another member of the Association to fill the vacancy until the next Annual General Meeting.
- (2) The continuing members of the Committee may act despite a casual vacancy on the Committee.
- (3) However, if the number of Committee members is less than the number fixed as a quorum of the Committee, the continuing members may act only to:
 - (a) increase the number of Committee members to the number required for a quorum; or
 - (b) call a General Meeting of the Association.

23. Functions of Management Committee

- (1) Subject to these rules or a resolution of the members of the Association carried at a General Meeting, the Committee has the general control and management of the administration of the affairs, property and funds of the Association.
- (2) The Committee of Management has authority to interpret the meaning of these rules and any matter relating to the Association on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

Note: The Act prevails if the Association's rules are inconsistent with the Act - see section 1B of the Act.

- (3) The Committee may exercise the powers of the Association:
 - (a) to borrow, raise or secure the payment of amounts in a way the members of the Association decide; and
 - (b) to secure the amounts mentioned in paragraph (a) 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
 - (c) to purchase, redeem or pay off any securities issued; and
 - (d) to borrow amounts from members and pay interest on the amounts borrowed; and
 - (e) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association; and
 - (f) to provide and pay off any securities issued; and
 - (g) to invest in a way the members of the Association may, from time to time, decide.
- (4) For Sub Rule 3.d, the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by:
 - (a) the financial institution for the Association; or
 - (b) if there is more than one financial institution for the Association, the financial institution nominated by the Committee.
- (5) The Committee must ensure that the Association complies with the provisions of the Association's lease with the Moreton Bay Regional Council.

24. Meetings of Management Committee

- (1) Subject to this rule, the Management Committee may meet and conduct its proceedings as it considers appropriate.
- (2) The Committee should meet at least ten (10) times a year to exercise its functions.
- (3) Notice of a meeting is to be given in the way decided by the Committee.
- (4) The Committee may hold meetings or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (5) A Committee member who participates in the meeting as mentioned in Sub Rule (4) is taken to be present at the meeting.
- (6) A question arising at a Committee meeting is to be decided by a majority vote of members of the Committee present at the meeting and, if the votes are equal, the question is decided in the negative.
- (7) A member of the Committee must not vote on a question about a contract or proposed contract with the Association if the member has an interest in the contract or proposed contract.
- (8) The President is to preside as Chairperson at a Committee meeting.
- (9) If there is no President or if the President is not present within ten (10) minutes after the time fixed for a Committee meeting, the members may choose one of their number to preside as Chairperson at the meeting.
- (10) To protect the confidentiality of management discussions and decisions, Ordinary Club Members shall not attend Management Committee meetings unless invited by the Management Committee to discuss specific issues.

25. Quorum for, and adjournment of, Management Committee meeting

- (1) At a Management Committee meeting, more than 50% of the members elected to the committee as at the close of the last general meeting, form a quorum.
- (2) If there is no quorum within 30 minutes after the time fixed for a Committee meeting called on the request of members of the committee, the meeting lapses.
- (3) If there is no quorum within 30 minutes after the time fixed for a Committee meeting called other than on the request of the members of the committee:
 - (a) the meeting is to be adjourned for at least one (1) day; and
 - (b) the members of the Committee who are present are to decide the day, time and place of the adjourned meeting.
- (4) If, at an adjourned meeting mentioned in Sub Rule (3), there is no quorum within thirty (30) minutes after the time fixed for the meeting, the meeting lapses.

26. Special meeting of Management Committee

- (1) If the Secretary receives a written request signed by at least one-third of the members of the Committee, the Secretary must call a Special Meeting of the Committee by giving each member of the Committee notice of the meeting within fourteen (14) days after the Secretary receives the request.
- (2) If the Secretary is unable or unwilling to call the Special Meeting, the President must call the meeting.
- (3) A request for a Special Meeting must state:
 - (a) why the Special Meeting is called; and
 - (b) the business to be conducted at the meeting.
- (4) A notice of a Special Meeting must state:
 - (a) the day, time and place of the meeting; and
 - (b) the business to be conducted at the meeting.
- (5) A Special Meeting of the Committee must be held within fourteen (14) days after notice of the meeting is given to the members of the Committee.

27. Minutes of Management Committee meetings

- (1) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Committee meeting are entered in a minute book.
- (2) To ensure the accuracy of the minutes, the minutes of each Committee meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next Committee meeting, verifying their accuracy.
- (3) The minutes of Committee meetings are accessible to all club members upon written request; however, the Committee may determine that sections of these minutes be redacted for the best interests of the Association.

28. Appointment of sub-committees

- (1) The Management Committee may appoint a sub-committee consisting of members of the Association considered appropriate by the Committee to help with the conduct of the Association's operations.
- (2) A member of the sub-committee who is not a member of the Management Committee is not entitled to vote at a Management Committee meeting.
- (3) A sub-committee may elect a chairperson of its meetings.

- (4) If a Chairperson is not elected, or if the Chairperson is not present within ten (10) minutes after the time fixed for a meeting, the members present may choose one of their number to be Chairperson of the meeting.
- (5) A sub-committee may meet and adjourn as it considers appropriate.
- (6) A question arising at a sub-committee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

29. Acts not affected by defects or disqualifications

- (1) An act performed by the Committee, a sub-committee or a person acting as a member of the Committee is taken to have been validly performed.
- (2) Sub Rule (1) applies even if the act was performed when:
 - (a) there was a defect in the appointment of a member of the Committee, sub-committee or person acting as a member of the Committee; or
 - (b) a Committee member, sub-committee member or person acting as a member of the Committee was disqualified from being a member.

30. Resolutions of Management Committee without meeting

- (1) A written resolution signed by each member of the Committee is as valid and effectual as if it had been passed at a Committee meeting that was properly called and held.
- (2) A resolution mentioned in Sub Rule (1) may consist of several documents in like form, each signed by one or more members of the committee.

31. Annual General Meetings

- (1) Each Annual General Meeting (AGM) must be held:
 - (a) at least once each year; and
 - (b) within sixty (60) days after the end date of the Association's reportable financial year.
- (2) A reminder will be sent to members at least thirty (30) days immediately preceding the AGM advising:
 - (a) the date, time and location of the AGM.
 - (b) the closing date for Notices of Motion and Special Resolutions which will be 21 days prior to the AGM.
 - (c) the closing date for nominations for positions on the Management Committee, which will be 21 days prior to the AGM.

32. Business to be conducted at Annual General Meeting

- (1) The following business must be conducted at each Annual General Meeting of the Association:
 - (a) Receiving the Association's financial statement and audit report, for the last reportable financial year;
 - (b) presenting the financial statement and audit report to the meeting for adoption;
 - (c) electing members of the Management Committee;
 - (d) appointing an auditor or an accountant for the present financial year.
- (2) The agenda for the Annual General Meeting shall include but not be limited to:
 - (a) Opening the meeting
 - (b) Apologies
 - (c) Minutes of the previous Annual General Meeting
 - (d) President's Report

- (e) Treasurer's Report
- (f) Election of Officers
- (g) General Business (e.g. Notices of Motion)
- (h) Appointment of Auditor
- (i) Confirmation of Patron

33. Notice of General Meeting

- (1) The Secretary may call a General Meeting of the Association.
- (2) The Secretary must give at least fourteen (14) days' notice of the meeting to each member of the Association.
- (3) If the Secretary is unable or unwilling to call the meeting, the President must call the meeting.
- (4) The Committee may decide the way in which the notice must be given.
- (5) However, notice of the following meetings must be given in writing:
 - (a) an Annual General Meeting; and
 - (b) a meeting called to hear and decide a proposed Special Resolution of the Association.
- (6) A notice of a general meeting must state the business to be conducted at the meeting and if an election of officers is to be held, a list of all nominees and their nominators and seconders shall be included.

34. Quorum for, and adjournment of, general meetings

- (1) The quorum for a General Meeting is the number of members elected or appointed to the Management Committee at the close of the Association's last General Meeting plus one (1).
- (2) However, if all members of the Association are members of the Committee, the quorum is the total number of members less one (1).
- (3) No business may be conducted at a General Meeting unless there is a quorum of members when the meeting proceeds to business.
- (4) If there is no quorum within thirty (30) minutes after the time fixed for a general meeting called on the request of members of the Committee or the Association, the meeting lapses.
- (5) If there is no quorum within thirty (30) minutes after the time fixed for a general meeting called other than on the request of members of the Committee or the Association:
 - (a) the meeting is to be adjourned for at least seven (7) days; and
 - (b) the Committee is to decide the day, time and place of the adjourned meeting.
- (6) The Chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (7) If a meeting is adjourned under Sub Rule 6, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (8) The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least thirty (30) days.
- (9) If a meeting is adjourned for at least thirty (30) days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

35. Procedure at General Meetings

- (1) An eligible member may take part and vote in a general meeting in person. The Association does not permit proxy voting.
- (2) At each general meeting:
 - (a) the President is to preside as Chairperson;

- (b) if there is no President or if the President is not present within fifteen (15) minutes after the time fixed for the meeting, or is unwilling to act, the members present must elect one of their number to be Chairperson of the meeting;
- (c) the Chairperson must conduct the meeting in a proper and orderly way.

36. Voting at General Meetings

- (1) At a General Meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of members present and eligible to vote.
- (2) Each member present and eligible to vote is entitled to one (1) vote only and, if the votes are equal, the Chairperson has a casting vote as well as a primary vote.
- (3) A member is not entitled to vote at a General Meeting if the member's annual subscription is in arrears at the date of the meeting.
- (4) The method of voting is to be decided by the Committee.
- (5) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- (6) If a secret ballot is held, the Chairperson must appoint two (2) members to conduct the secret ballot in the way the Chairperson decides.
- (7) The result of a secret ballot as declared by the Chairperson is taken to be a resolution of the meeting at which the ballot was held.

37. Special General Meeting

- (1) The Secretary must call a Special General Meeting by giving each member of the Association notice of the meeting within fourteen (14) days after:
 - (a) being directed to call the meeting by the Management Committee; or
 - (b) being given a written request signed by:
 - (i) at least 33% of the number of members of the Management Committee when the request is signed; or
 - (ii) at least the number of ordinary members of the Association equal to double the number of members of the Association on the Management Committee when the request is signed, plus one (1)
- (2) A request mentioned in Sub Rule (1)(b) must state:
 - (a) why the Special General Meeting is being called; and
 - (b) the business to be conducted at the meeting.
- (3) A Special General Meeting must be held within three (3) months after the secretary:
 - (a) is directed to call the meeting by the Management Committee; or
 - (b) is given the written request mentioned in Sub Rule (1)(b).
- (4) If the Secretary is unable or unwilling to call the Special Meeting, the President must call the meeting

38. Minutes of general meetings

- (1) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each General Meeting, are entered in a minute book.
- (2) To ensure the accuracy of the minutes:
 - (a) the minutes of each General Meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next General Meeting, verifying their accuracy; and
 - (b) the minutes of each Annual General Meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next meeting of the Association that is a General or Annual General Meeting, verifying their accuracy.

- (3) If asked by a member of the Association, the Secretary must, within twenty-eight (28) days after the request is made:
 - (a) make the minute book for a particular General Meeting available for inspection by the member at a mutually agreed time and place; and
 - (b) give the member copies of the minutes of the meeting.
 - (c) the Association may require the member to pay the reasonable costs of providing copies of the minutes.

39. By-laws/Range Standing Orders

- (1) The By-laws and Range Standing Orders are sets of rules for the management of the Association. They are to be consistent with the Constitution and the Act. Together with the Constitution, they provide the rules and regulations under which the Association operates.
- (2) The Committee may make, amend or repeal By-laws and Range Standing Orders to be consistent with the rules of this document, for the internal management of the Association.
- (3) A by-law may be set aside by a vote of members at a General Meeting of the Association.

40. Alteration of this Constitution

- (1) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a General Meeting.
- (2) However, an amendment, repeal or addition is valid only if it is registered by the Chief Executive at the Office of Fair Trade.

41. Common Seal

- (1) The Committee must ensure the Association has a Common Seal.
- (2) The Common Seal must be:
 - (a) kept securely by the Committee; and
 - (b) used only under the authority of the Committee.
- (3) Each instrument to which the Seal is attached must be signed by a member of the Committee and countersigned by:
 - (a) the Secretary; or
 - (b) another member of the Committee; or
 - (c) someone authorised by the Committee.

42. Funds and accounts

- (1) The funds of the Association must be kept in an account or accounts in the name of the Association in a financial institution decided by the Committee.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.
- (3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- (4) A payment by the Association of \$100 or more must be made by cheque or electronic funds transfer.
- (5) When a payment is made by cheque, the cheque must be signed by any two of the following:
 - (a) the President;
 - (b) the Secretary;
 - (c) the Treasurer;

- (d) any one of three other members of the Association who have been authorised by the Committee to sign cheques issued by the Association.
- (6) However, one of the persons who signs the cheque must be the President, Secretary or Treasurer.
- (7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed “not negotiable”.
- (8) When a payment is made by electronic funds transfer, the transfer must be made by the President, Secretary or Treasurer and authorised by any other of the persons noted in Sub Rule (5).
- (9) A petty cash account may be kept on the imprest system, and the Committee must decide the amount of petty cash to be kept in the account.
- (10) All expenditure must be approved or ratified at a Committee meeting.

43. General financial matters

- (1) On behalf of the Committee, the Treasurer must, as soon as practicable after the end date of each financial year, ensure an audited financial statement for its last reportable financial year is prepared, audited and presented at the Annual General Meeting.
- (2) The income and property of the Association must be used solely in promoting the Association's objectives and exercising the Association's powers.

44. Documents

The Committee must ensure the safe custody of books, documents, digitally-held data, the Common Seal, instruments of title and securities of the Association.

45. Financial year

The end date of the Association's financial year is 30th June in each year.

46. Distribution of surplus assets to another entity

- (1) This rule applies if the Association:
 - (a) is wound-up under part 10 of the Act; and
 - (b) has surplus assets.
- (2) The surplus assets must not be distributed among the members of the Association.
- (3) The surplus assets must be distributed in accordance with Section 92 of the Act.