

# RULES OF QUEENSLAND REINING HORSE ASSOCIATION INC.

## SECTION 1

### NAME

- 1.1 The name of the Association is the Queensland Reining Horse Association Inc. (“the Association”).

## SECTION 2

### Objects

The objects for which the Association is established are:

- 2.1 To promote and encourage the showing of reining horses.
- 2.2 The association may from time to time, take on lease, hire, rent or otherwise acquire suitable premises to conduct functions conducted by the Association.
- 2.3 To subscribe to, become a member of and co-operate with any other Organization 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 Organization which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of Rule 12.3.
- 2.4 In furtherance of the objects of the Association to buy sell and deal in all kinds of apparatus and all kinds of provisions, liquid and solid, required by the members of the Association or person frequenting the Association’s premises.
- 2.5 To enter into any arrangements with any Government or authority, supreme, municipal, local, or otherwise, that may seem incidental or conducive to the Association objects or any of them and the exercise of the powers of the Association, and 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.
- 2.6 To appoint, employ, remove, or suspend such officers, employees, contractors, and other persons as may be necessary or convenient for the purpose of the Association.
- 2.7 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.
- 2.8 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.

- 2.9 To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit.
- 2.10 To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
- 2.11 In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees of indemnities for the payment of money or performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate.
- 2.12 To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bill of lading and other negotiable or transferable instruments.
- 2.13 To print and publish any newspapers, periodicals, books, or leaflets that the Association may think desirable for the promotion of its objects.
- 2.14 In furtherance of the objects of the Association to amalgamate with any one or more companies, institutions, societies, or 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 12.3.
- 2.15 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 right of the Association.

### SECTION 3

#### Classes of Membership

- 3.1 The membership of the Association shall consist of the following classes of Members:
  - (a) Full Members.
  - (b) Youth Members.
  - (c) Non-Riding Members.
  - (d) Life Members.
- 3.2 Full Members
  - 3.2.1 Full Members are those persons 19 years & over recognized by the QRHA and having paid their dues for the current year.
  - 3.2.2 The number of Full Members shall be unlimited.
  - 3.2.3 Each Full Member shall be entitled to be nominated to the Management Committee and is entitled to 1 vote at all general meetings of Association and management meetings.
- 3.3 Youth Members
  - 3.3.1 Youth Members are those persons 18 years & under recognized by the QRHA and having paid their dues for the current year.

3.3.2 The number of Youth Members shall be unlimited.

3.3.3 Youth Members are not entitled to a vote.

#### 3.4 Non-Riding Members

3.4.1 The Non-Riding Members of the Association are those persons approved and recognized by the QRHA and paid their dues for the current year.

3.4.2 The number of Non-Riding Members shall be unlimited.

3.4.3 Non-Riding Members are not entitled to a vote.

#### 3.5 Life Members

3.5.1 Life Members are those persons 19 years & over recognized by the Q.R.H.A. and having paid their dues for Life Membership.

3.5.2 The number of Life Members shall be unlimited.

3.5.3 Each Life Member shall be entitled to be nominated to the Management Committee and is entitled to 1 vote at all general meetings of Association and management meetings.

3.5.4 Life Membership shall be for a period of twenty (20) years from the date of payment of the subscription.

### SECTION 4 Membership

#### 4.1 Applications for Membership

The application for membership of the Association shall be made in writing, signed by the applicant, and shall be in such form as the Management Committee from time to time prescribes.

#### 4.2 Membership Fees

4.2.1 The annual subscription for each class of membership shall be such sum as the Management Committee shall from time to time determine:

- (a) the amount.
- (b) the time for payment (i.e.) when it falls due.
- (c) the manner of payment (i.e., electronic).

4.2.2 Annual subscriptions are payable in advance on 1<sup>st</sup> January in each year.

SECTION 5  
Admission and Rejection of Members

5.1 Consideration of Application

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 Organization.

5.2 Majority Vote Required

An applicant must receive a majority vote of the members of the Management Committee present at the meeting at which such application is being considered to be accepted as a member to the class of membership applied for.

5.3 Notice to Applicant

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

5.4 No Reasons or Appeal

In the case of rejection of an application for membership:

- (a) The Management Committee shall not be obliged to give any reasons for such rejection; and
- (b) The applicant shall have no right of appeal against such rejection.

SECTION 6  
Termination of Membership

6.1 Resignation

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.

6.2 Failure to Pay Subscription

If a Member:

- (a) has subscriptions in arrears for a period of two (2) months or more; and
- (b) fails to pay the subscription within a reasonable time after notice of default from the Secretary or Treasurer.

the Management Committee may resolve to withdraw all privileges of membership and remove the name of the Member from the register of members provided that the Management Committee may in its discretion upon application by the Member and payment of all arrears restore the name of the Member to the register of members.

### 6.3 Expulsion

If a Member:

- (a) willfully refuses or neglects to comply with any of the provisions of these Rules; or
- (b) is guilty of any conduct, which in the opinion of the Management Committee is unbecoming of the Member or prejudicial to the interest of the Association.

the Management Committee may expel the Member and remove its name from the register of members.

### 6.4 Notice of Proposed Expulsion

Before resolving to expel a Member the Management Committee they should be given the opportunity to show why their membership should not be terminated. The Management Committee must give written notice to the Member which notice shall:

- (a) specify the date of the Management Committee meeting at which the resolution for expulsion of the Member is to be considered (being a date not less than one (1) week following the giving of such notice).
- (b) specify particulars of the conduct complained of; and
- (c) inform the Member that it is entitled to present oral or written evidence or arguments to the Management Committee at the meeting.

### 6.5 Member may require General Meeting.

A Member may by written notice lodged with the Secretary not less than twenty-four (24) hours prior to the time specified for holding the meeting at which the resolution for its expulsion is to be considered by the Management Committee elect to have the question of its expulsion dealt with by the Association in general meeting in which case an extraordinary general meeting of the Association shall be called for the purpose and if at that meeting a resolution for the expulsion of the Member be passed by majority of three quarters of those Delegates present and voting (such vote to be taken by ballot) the Member shall be expelled and its name removed from the register of members.

### 6.6 No Appeal Against Expulsion

No appeal shall lie against the decision of the Management Committee or the Association (as the case may be) pursuant of this Rule.

## SECTION 7 Register of Members

### 7.1 Register to be Kept

The Management Committee shall cause a register to be kept in which shall be entered the names and addresses and type of membership of all Members admitted to membership of the Association and the dates of their admission.

## 7.2 Further Particulars

Particulars shall also be entered into the register of resignations, terminations and reinstatements of membership and any further particulars as the Management Committee or Members at a general meeting may require from time to time.

## 7.3 Inspection of Register

The register shall be open for inspection at all reasonable times for any Member who previously applies in writing to the Secretary for such inspection.

# SECTION 8 Management Committee

## 8.1 Composition of Committee

The Association is managed by the Management Committee consisting of:

- (a) the Office Bearers; and
- (b) any other members the association members elect or appoint at a general meeting.

## 8.2 Powers and Duties of Management Committee

The general control and management of the administration of the affairs, property, and funds of the Association.

The Management Committee may:

- (a) pay all expenses incurred in promoting the Association and may exercise all such powers of the Association as are not, by these Rules, required to be exercised by the Association in general meeting, subject, nevertheless, to any of these Rules, and to such by-laws, being not inconsistent with these Rules, as may be promulgated from time to time.
- (b) exercise all of the powers of the Association to borrow money and to mortgage or charge its property or any part thereof and to issue securities whether outright or as security for any debt, liability, or obligation of the Association.

## 8.3 Meeting of Management Committee

- (a) The Management Committee:
  - (i) must meet:
    - (a) at least once in every four (4) calendar months; (see Associations Incorporations Act 1981)
    - (b) upon a requisition to the Secretary by any two (2) members of the Management Committee; and

- (ii) may otherwise meet, adjourn, and otherwise regulate its proceedings as it thinks fit always having regard to (i) (a) above.
- (b) A Management Committee meeting may be held as a telephone conference. The procedure for such a Management Committee meeting is the same as for a normal Management Committee meeting except that it is not necessary for the participants to be present in the same room.
- (c) Fourteen (14) days notice at the least (exclusive of the day on which the notice is served or deemed to be served, but inclusive of the day for which the notice is given) specifying the place, the day and the hour of the meeting and in the case of special business the general nature of that business shall be given of all Management Committee meetings to all Management Committee members.

#### 8.4 Chairman of Management Committee Meeting

- (a) the President of the Association shall preside as Chairman at every meeting of the Management Committee.
- (b) If there is no President or if the President of the Association is not present at any meeting within twenty (20) minutes after the time appointed for holding the meeting, the members of the Management Committee present shall elect one of their number to preside as Chairman at the meeting.

#### 8.5 Quorum at Management Committee Meetings

- (a) The quorum at a meeting of the Management Committee is a simple majority of the members of the Management Committee.
- (b) The continuing members of the Management Committee may act notwithstanding any vacancy in the Management Committee but if and so long as their number is reduced below the number fixed by or pursuant of 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.

#### 8.6 Decisions of Management Committee Meetings

All decisions at meetings of the Management Committee are made by simple majority of votes cast by all members of the Management Committee except where these Rules specifically provide otherwise. All members of the Management Committee are entitled to one vote at all meetings of the Management Committee. The Chairman of the meeting shall have a second or casting vote.

## 8.7 Conflict of Interest

A member of the Management Committee who has any direct or indirect interest in any present or anticipated contract agreement arrangement with the Association must declare that interest at the first meeting of the Management Committee after becoming aware of the interest or the contract agreement or arrangement and must not vote in respect of the matter. If that person does vote in those circumstances that vote must not be counted.

## 8.8 Flying Resolution

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

## 8.9 Delegation to Sub-Committee

- (a) The Management Committee may delegate any of its powers to a sub committee consisting of such members of the Management Committee as the Management Committee thinks fit and any other delegate or Accredited Judges as dually appointed or elected by the Management Committee.
- (b) Any sub-committee so formed must in the exercise of the powers delegated to it conform to any conditions or limitations that may be imposed on it by the Management Committee as part of the delegation.
- (c) 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 twenty (20) minutes after the time appointed for holding the meeting, the members of the sub-committee present may choose one of their number to be chairman of the meeting.
- (d) 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. In the case of a tied vote the chairman of the meeting does not have a casting vote. A tied vote is deemed to maintain an existing position in relation to the matter under discussion.

## 8.10 Acts of Management Committee and Sub Committee

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 foresaid, 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.



### 8.11 Office Bearers

(a) The Office Bearers of the Association shall be:

- (i) President.
- (ii) Vice President.
- (iii) Secretary.
- (iv) Treasurer.

Provided that there shall always be at least three persons on the Executive Committee.

(b) A person may hold more than one Office Bearer position for such period, as the Management Committee may deem necessary.

### 8.12 Tenure of Management Committee

At the annual general meeting of the Association all the Office Bearers for the time being shall retire from office but, subject to rule, shall be eligible upon nomination for re-election. The Office Bearers and other members of the Management Committee take office at the conclusion of the annual meeting at which they are elected and subject to these Rules hold office until the conclusion of the annual meeting in the following year.

### 8.13 Election of Management Committee

The election of Management Committee shall take place in the following manner:

- (a) any two (2) Members shall be at liberty to nominate and second any person to serve on the Management Committee.
- (b) the nomination, which shall be in writing and signed by the nominee, the proposer and the 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 candidate's names in alphabetical order with the proposer's and seconder's names shall be posted to all Members at least seven (7) days immediately preceding the annual general meeting.
- (c) balloting lists shall be prepared containing the names of the candidates in alphabetical order and each Member shall be entitled to vote for any number of such candidates not exceeding the number of vacancies.
- (d) 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

### 8.14 Filling of Casual Vacancies – Office Bearers

The Management Committee shall have power at any time to appoint any person to fill any casual vacancy in the Office Bearers until the next annual general meeting. The Association may by ordinary resolution remove any Office Bearer before the expiration of his period of office and may by ordinary

resolution appoint another person in his stead. The person so appointed shall hold office only until the next following annual general meeting of the Association.

#### 8.15 Vacancies

The office of a member of the Management Committee shall become vacant if the member:

- (a) becomes bankrupt or makes any arrangement or composition with his creditors generally.
- (b) becomes of unsound mind or a person whose estate is liable to be dealt with in any way under the law relating to mental health.
- (c) dies.
- (d) resigns by notice in writing to the Association.
- (e) is absent from three (3) consecutive meetings of the Management Committee without having applied for an been granted by the Management Committee leave of absence extending to any such meeting.
- (f) is directly or indirectly interested in any contract or proposed contract with the Association provided however that the office of a member of the Management Committee shall not be vacated by reason of his being a member of any corporation, society or association which has entered into or proposed to enter into a contract with the Association if such corporation, society or association is among the class of companies referred to in *Rule 14.3* and if he shall have declared the nature of his interest to the members of the Management Committee.

#### 8.16 Filling of Vacancies

A vacancy on the Management Committee arising pursuant to Rule 8.15 shall be filled:

- (a) By the continuing members of the committee who may appoint another member of the association to fill the vacancy until the next annual general meeting.

### SECTION 9

#### General Meeting of the Association

##### 9.1 First Meeting

The first general meeting of the Association shall be held at such time, not being less than one (1) month or more than three (3) months after the incorporation of the Association and at such place as the Management Committee may determine.

##### 9.2 Annual General Meeting

- (a) Annual General Meetings of the Association shall be held in accordance with the Act and this Constitution and on a date and time and at a venue to be determined by the Board.

- (b) All General Meetings other than the Annual General Meeting shall be Special General Meetings and shall be held in accordance with this Constitution.
- (c) An Annual General Meeting of the Association shall be held once each year within six (6) months of the close of the financial year. All other meetings other than the Annual General Meeting shall be called Management or General meetings.
- (d) At least twenty-one (21) days' notice of an Annual General Meeting shall be given to those Members entitled to receive notice, together with:
  - (i) the agenda for the meeting.
  - (ii) any notice of motion received from Members entitled to vote.
- (e) The business to be transacted at every Annual General Meeting of the Association shall be:
  - (i) the receiving of the Management Committee's report and the statement of income and expenditure, assets, liabilities and mortgages, charges, and securities affecting the property of the Association for the preceding financial year.
  - (ii) the receiving of the Auditor's report upon the books and account for the preceding financial year.
  - (iii) the election of the members of the Management Committee; and
  - (iv) the appointment of an Audit

### 9.3 Special General Meetings

Members representing at least three quarter of the Membership may whenever they Think fit request the Secretary to convene a Special General Meeting and a Special General Meeting shall be convened on such requisition or in default may be convened by such requisitionists. The Secretary may also call a special general meeting after being directed to call the meeting by the management committee.

### 9.4 Notice

Fourteen (14) days notice at the least (exclusive of the day which the notice is served or deemed to have been served, but inclusive of the day for which the notice is given) for a Special General Meeting specifying the place, the day, and the hour of the meeting and in the case of special business the general nature of that business shall be given of all General meetings of the Association to all Members as are entitled to receive such notice from the Association.

### 9.5 Business

All business shall be special that is transacted at a Special General Meeting, and also all that is transacted at an Annual General Meeting, with the exception of the consideration of the accounts, balance sheets, and the report of the committee and Auditors, the election of office Bearers and other members of the Management Committee in the place of those retiring and the appointment and fixing of the remuneration of the Auditors.

#### 9.6 Quorum

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. Save as herein otherwise provided, the members presently on the Management Committee plus one present person or by proxy shall form a quorum.

#### 9.7 Absence of a Quorum

If within an hour from the time appointed from the meeting a quorum is not present, the meeting if convened upon the requisition of members of the Management Committee, shall be dissolved. In any other case it shall stand adjourned to such other day and at such other time and place as the Chairman shall determine, and if at the adjourned meeting a quorum is not present within an hour from the time appointed for the meeting, the Members present (being not less than four) shall be a quorum.

#### 9.8 Chairman

The Chairman shall preside at every Management/General meeting of the Association, or if there is no Chairman, or if he is not present within thirty (30) minutes after the time appointed for holding of the meeting or is unwilling to act, the Members present shall elect one of their number to be chairman of the meeting.

#### 9.9 Adjournment

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 (30) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

#### 9.10 Voting

At any Management or General meeting, a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of a show of hands) demanded by:

- (a) Chairman; or
- (b) at least three (3) Members present in person or by proxy.

Unless a poll is so demanded a declaration by the Chairman that a resolution has on a show of hands been carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Association shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution. The demand for a poll may be withdrawn.

#### 9.11 Poll

If a poll is duly demanded it shall be taken in such a manner and either at once or after an interval or adjournment or other wise as the Chairman directs, and the result of the poll shall be the resolution of the meeting at which the poll was demanded but a poll demanded on the election of a chairman or on a question of adjournment shall be taken forthwith.

#### 9.12 Decisions

Unless otherwise provided by these Rules, all decision are made by simply majority of votes cast. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall have a second or casting vote.

#### 9.13 Vote

A Member may vote in person or by proxy. All Members of the Management Committee are entitled to one vote.

#### 9.14 Proxy Instrument

The instrument appointing a proxy shall be in writing (in common or usual form) under the hand of the appointor or of his attorney duly authorized in writing. A proxy may, but need not, be a Member. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

#### 9.15 Form of Proxy

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:

QUEENSLAND REINING HORSE ASSOCIATION INC.

I  
of  
being a Members of the above-named Association hereby appoint  
of  
or failing him, of as my proxy to vote for me on my  
behalf at the (annual or special, as the case may be) committee meeting of the  
Association to be held on the  
day of 20 , and at any adjournment thereof.

This form is to be used \* in favour of / \*against the resolution.

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

#### 9.16 Deposit of Proxy

The instrument appointing a proxy shall be deposited with the Secretary of the Association, prior to commencement of the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, prior to the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.

## 9.17 Proxy Vote

A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or unsoundness of mind of the principal or revocation of the instrument or of the authority under which the instrument was executed if no intimation in writing of such death or unsoundness of mind or revocation as aforesaid has been received by the Secretary before the commencement of the meeting or adjourned meeting at which the instrument is used.

## SECTION 10 Secretary' Responsibilities

- 10.1 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 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 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 annual general meeting shall be signed by the chairman of that meeting or the chairman of the next succeeding general meeting or annual general meeting.

## SECTION 11 By-Laws

- 11.1 The Management Committee may from time to time make, amend, or repeal by-laws, not inconsistent with these Rules for the better management of the affairs of the Association.

## SECTION 12 Funds and Accounts

### 12.1 General

- (a) True accounts shall be kept of the sums of money received and expended by the Association and the matter in respect of which such receipt and expenditure take place, and of the property, credits, and liabilities of the Association and subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulation of the Association for the time being in force, shall be open to the inspection of the Members.
- (b) All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for money paid to the Association, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be by any two (2) of the following association members – (a) president; (b) the secretary; (c) the treasurer; (d) another member authorized by the management committee for the purpose.

- (c) The Management Committee shall cause proper accounting and other records to be kept and shall distribute copies of every profit and loss account and balance sheet (including every document required by law to be attached thereto) accompanied by a copy of the Auditors report thereon provided, however, that the Management Committee shall cause to be made out and laid before each Annual General Meeting a balance sheet and profit and loss account made up to a date not more than three months before the date of the meeting.
- (d) The Management Committee shall from time to time determine at what times and places and under what conditions or regulations, the accounting and other records of the Association shall be open to the inspection of Members, and no Member (not being a member of the Management Committee) shall have the right of inspecting any account or book or paper of the Association except as conferred by or authorized by the Management Committee or by the Association in general meeting.
- (e) As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared a statement containing particulars of:
  - (i) the income and expenditure for the financial year just ended; and
  - (ii) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.
- (e) All such statements shall be examined by the Auditor who shall present his report upon such audit to the Secretary prior to the holding of the annual general meeting next following the financial year in respect of which such audit was made.

## 12.2 Financial Year

The financial year of the Association shall close on 30<sup>th</sup> September in each year.

## 12.3 Application of Income and Property

The income and property of the Association, whencesoever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in these Rules and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the Members of the Association. Provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of the Association or to any Member of the Association, in return for any services actually rendered to the Association, nor prevent the payment of interest at a rate not exceeding interest at the rate of the time being charged by bankers in Brisbane for overdrawn accounts on money lent, or reasonable or proper rent for premises demised or let by any Member to the Association; but so that no member of the council of management or governing body of the Association shall be appointed to any salaried office of the Association, or any office of the Association paid by fees, and that no remuneration or other benefit in money or money's worth shall be given by the Association to any Members of such council or governing body except repayment of our-of-pocket expenses and interest

at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Association. Provided that the provision last aforesaid shall not apply to any payment to any company or which a Member of the Council of Management or governing body may be a member and in which such a member shall not hold more than one-hundredth part of the capital, and such member shall not be bound to account for any share or profits he may receive in respect of such payment.

#### 12.4 Distribution of Surplus Assets

If the Association shall be wound up in accordance with the provisions of the *Associations Incorporations Act 1981* and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of Rule 12.3 and which is a fund, authority or institution approved by the Commissioner of Taxation as a fund, authority or institution which is exempt under Section 23 of the Income Tax Assessment Act 1936 as amended such institution or institutions to be determined by the Members of the Association at or before the time of dissolution.

### SECTION 13 Miscellaneous

#### 13.1 Alteration of Rules

- (1) Subject to the *Association Incorporation Act 1981*, 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.

#### 13.2 Common Seal

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.

#### 13.3 Custody of Documents

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