



Rules of Association of Mudgeeraba Show Society Inc.

**Current as at Annual General Meeting of Members
13 October, 2014.**

**Endorsed by the Honorable the Minister for Justice and the
Attorney-General dated 25 Day of March, 2015**

(Document Number: 3588472)

**The Secretary Manager
Mudgeeraba Show Society Inc.
PO BOX 150, MUDGEERABA QLD. 4213
www.mudgeerabashow.org.au**

RULES OF ASSOCIATION.

NAME

1. The name of the incorporated association shall be the "Mudgeeraba Show Society Incorporated" (in these Rules called the "Association").

“STATEMENT OF PURPOSE”

To provide for our District an Annual Event which engenders pride and community spirit, fosters prosperity and vitality for our people and has due regard for our rich local heritage.

OBJECTS

2. The objects for which the Association is established are:-
 - (1) To encourage and develop the agricultural, horticultural and industrial industries of the district of Mudgeeraba and its environs for the advancement of the district;
 - (2) To establish relations with all District Societies and with those in sister States having a similar object in view and to affiliate with the Queensland Chamber of Agricultural Societies;
 - (3) To encourage skill in all sections of the Community by affording opportunity for participation and competition.
 - (4) To take all possible opportunities for showing old, new and useful machinery by bringing it to the notice of the general public.
 - (5) To hold exhibits in Mudgeeraba for the display of livestock, horticulture, agriculture, machinery and other produce as may be deemed desirable.
 - (6) To ensure that future generations are aware of and understand the objects of the Society. Where possible to train them in its organisation with particular reference to the relevant interests/talents of individuals
 - (7) To promote Business existing in the District and to attract suitable enterprises to the District.
 - (8) To foster the Mudgeeraba District and its people in other ways to reach full potential.
 - (9) To enhance the wider public view of the Mudgeeraba area.
3. The powers of the Association are:-
 - (1) 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 funds 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 under or by virtue of rule 27(10)

- (2) To take over the funds and other assets and the liabilities of the present unincorporated association known as the "Mudgeeraba Show Society"
- (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 Association's premises;
- (4) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association. Provided that in case the Association shall take or hold any property which may be subject to any trusts, the Association shall only deal with the same in such 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 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 houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidies or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- (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; subject where applicable to Regulation 32(14) of the Collections regulations 1975.
- (10) In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees

- or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
- (11) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or payoff any such securities;
 - (12) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bill of lading and other negotiable or transferable instruments;
 - (13) In furtherance of the objects of the association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;
 - (14) To take or hold mortgage, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others;
 - (15) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Associations but subject always to the proviso in sub-rule(4);
 - (16) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise;
 - (17) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;
 - (18) In furtherance of the 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 27(1O);
 - (19) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;
 - (20) In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to

amalgamate;

- (21) To make donations for patriotic, charitable or community purposes;
- (22) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;
- (23) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

CLASSES OF MEMBERS

4. (1) The membership of the Association shall consist of Ordinary Members, and any of the following classes of members:-

- (a) Life Members;
- (b) Associate Members;

(2) The number of ordinary members shall be unlimited. An ordinary member is a person who has attained their seventeenth birthday or is older. In the case of an annual Family Subscription, this entitles the 'Family', two (2) adult ordinary memberships – where those persons are listed individually as ordinary members of the Society in their own right; and, up to three (3) children who are, by law, attached to the immediate family unit as identified in the Family unit's membership application form, and who have not attained their seventeenth birthday. For the purposes of establishing personal identification and registration of Society membership, all children identified in a Family subscription application for membership shall be recorded and deemed to be associate members of the Society.

5. (1) Every person who at the date of incorporation of the Association was an ordinary member of the unincorporated association and who on or before the date of incorporation agrees in writing to become an ordinary member of the Association shall be admitted by the Management Committee to the same class of membership of the Association as that member held in the unincorporated association. Every ordinary member of the Association who previously to his agreeing to become a member of the Association has paid his subscription due on the first day of January, 1987, 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 1st day of January 1988.

(2) Every applicant for membership of the Association (other than the members of the unincorporated association referred to in sub rule (I) shall be proposed by any member of the Association and seconded by any other 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) Associate membership of the Society by an individual shall be considered and appointed by a decision of the Management Committee upon application.

MEMBERSHIP FEES

6. (1) The membership fees shall be such sum as the members shall from time to time at any general meeting determine.

(2) The membership fees shall be payable at such time and in such manner as the Management Committee shall from time to time determine.

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 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 received 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.

(3) Upon the acceptance or rejection of an application for membership the Secretary Manager 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 Manager. Such resignation shall take effect at the time such notice is received by the Secretary Manager unless a later date is specified in the notice when it shall take effect on that later date.

(2) If a member –

- i. is convicted of an indictable offence; or
- ii. fails to comply with any of the provisions of these rules; or
- iii. has membership fees in arrears for a period of (3) months or more; or
- iv. conducts himself in a manner considered to be injurious or prejudicial to the character or interests of the Association, the Management Committee shall consider whether his membership shall be terminated.

(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 Manager 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 Manager written notice of his intention to appeal against the decision of the Management Committee.

(2) Upon receipt of a notification of intention to appeal against rejection or termination of membership the Secretary Manager 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 its or their case. The appeal shall be determined by the vote of 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 Manager 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 membership of the Association and the date of their admission.

(2) Particulars shall also be entered in the register of deaths, resignations, terminations and reinstatements 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 Manager for such inspection. However, the register and/or individual member's details cannot be copied by, or copied for distribution to, the enquiring member or for distribution to the membership at large without the express permission of the Management Committee. The Management Committee in reaching a decision to allow distribution of an individual member's particulars must seek endorsement from the member affected.

MEMBERSHIP OF MANAGEMENT COMMITTEE

11. (1) The Management Committee of the Association shall consist of an executive of President, Vice-President, Treasurer; and also such number of other Management Committee members as specified in the By-Laws of the Association in effect at the time of the last Annual General Meeting or as modified by the members of the Association at any general meeting who may resolve to increase, appoint or reduce such number. All persons eligible for election to the Management Committee shall be members of the Association.

(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 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 shall be in writing and lodged with the Secretary Manager no less than 14 days prior to the annual general meeting on a form prescribed by the Society.
- (c) 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;
- (d) Should, at the commencement of such meeting, there be insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

(4) To be eligible to accept nomination for election to serve as an officer or other member of the Management Committee, the member must be a member in good standing; must have been an ordinary member of the Society for a minimum of three (3) consecutive years prior to the AGM at which the nomination is proposed; and, must have attended a minimum of four (4) monthly Show Coordination Meetings in the year preceding the AGM at which the nomination is proposed.

- (5)
 - (a) The Secretary Manager of the Association shall be an appointed position that is not a member of the Management Committee of the Association, does not possess voting rights at any Management Committee meeting but, is and must be an ordinary member of the Association.
 - (b) The Secretary Manager shall act as the Association's executive officer in all matters dealing with the Association's incorporation, registration and legal entity responsibilities but at all times is acting only with the authority of the Management Committee and any such delegations of power that may be bestowed or assigned by the Management Committee on behalf of the Association.
 - (c) The Secretary Manager shall be engaged by the Management Committee as a permanent part-time employee of the Association whose initial appointment and term of employment is determined by resolution of the Management Committee as the need may arise from time to time.

12. Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the Secretary Manager but such resignation shall take effect at the time such notice is received by the Secretary Manager 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 that 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 any member of the Association to fill any casual vacancy on the Management Committee until the next annual general meeting.

(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 by summoning a general meeting of the Association, but for no other purpose.

FUNCTIONS OF THE MANAGEMENT COMMITTEE

14. (1) Except as otherwise provided by these Rules and subject to resolutions of the members of the Associations carried at any general meeting 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 authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent.

(2) The Management Committee may exercise all the powers of the Association -

- (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 securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities;

and

- (c) to invest in such manner as the members of the Association may from time to time determine; and
- (d) to enter into an agreement to employ, engage, hire or contract on a permanent, part-time or casual basis any member or non-member of the association to undertake duties for or on behalf of the association.

MEETINGS OF MANAGEMENT COMMITTEE

15. (1) The Management Committee shall meet at least once every calendar month to exercise its functions.

(2) A special meeting of the Management Committee shall be convened by the Secretary Manager 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 the close of the last annual 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 that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes the Chairman shall have the casting vote.

(5) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association that they hold an interest, or any matter arising thereon, and if he does so vote his vote shall not be counted.

(6) Not less than fourteen days' notice shall be given by the Secretary Manager to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat.

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

(8) If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if conveyed upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day 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 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 Chairman of the meeting.

(3) A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meetings 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 members of the Management Committee.

ANNUAL GENERAL MEETING

19. (1) The annual general meeting shall be held no later than the 31st day in October each year.

(2) The business to be transacted at every annual general meeting shall be:-

- (a) the receiving of the Management Committee Office Bearer's reports, including the appointment of Life Members and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Association for the preceding financial year;
- (b) the receiving of the auditor's report upon the books and accounts for the preceding financial year;
- (c) the election of members of the Management Committee; and
- (d) the appointment of an Auditor.
- (e) confirmation of the re-appointment of Society Patron/s

SPECIAL GENERAL MEETING

20. The Secretary Manager 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 the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat; or
 - (c) on being given notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person.

GENERAL MEETING - PROCEDURES

21. (1) At any general meeting the number of members required to constitute a quorum shall be the number of members on the Management Committee plus one.

(2) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. 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 from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the appointed time 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 an 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.

22. (1) The Secretary Manager 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 the business to be discussed thereat.

23. Unless otherwise provided by these rules, at every general meeting,

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

(2) the Chairman shall maintain order and conduct the meeting in a proper and orderly manner;

(3) every question, matter or resolution shall be decided by a majority of votes of the members present;

(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 that no member shall be entitled to vote at any general meeting if his annual subscription is more than three months 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 proxy or by attorney and on a show of hands every person present 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) the instrument appointing a proxy shall be in writing, in the common or 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;

(8) where it is desired to afford members an opportunity of voting for or against a resolution or motions the instrument appointing a proxy for that resolution or motion shall be in the following form or a form as near thereto as circumstances permit:-

**MEMBER'S PROXY FORM
MUDGEERABA SHOW SOCIETY INC.**

I, _____ of _____, being a member of the above named Association, hereby appoint; _____ of, _____ or failing him, _____ of, _____ as my proxy to vote for me on my behalf in the matter of:

_____, or on any and all matters, before the (annual) General Meeting of the Association, to be held on the:

_____ day of _____, 20

and at any adjournment thereof.

SIGNED this _____ day of _____, 20

Signature.

This form is to be used *** in favour of/ *against** the resolution, or if so indicated, shall allow the proxy to vote on all matters presented to the meeting.

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

(9) The instrument appointing a proxy shall be deposited with the Secretary Manager prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposed to vote; and

10) The Secretary Manager 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 to for 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.

BY-LAWS

24. 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. Refer to Appendix 'A' attached to these rules for the by-laws in force at the time of endorsement of these Rules of Association, or its amendments, as registered from time to time.

ALTERATION OF RULES

25. 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 have been previously submitted to and approved by the Honourable the Minister for Justice and Attorney- General.

COMMON SEAL

26. 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 Manager 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

27. (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 moneys shall be banked as soon as practicable after receipt thereof.

(4) All amounts of one hundred dollars (\$100) or over shall be paid by use of a Society cheque or by Electronic Fund Transfer from a Society bank account. If paid by cheque, it must be signed by any two of the President, Secretary Manager, Treasurer or any other member of the Management Committee authorised to do so by the Management Committee from time to time. If paid by EFT, the transaction must be authorised by coded entry by any two of the President, Secretary Manager, Treasurer or any other member of the management committee authorised to do so by the Management Committee from time to time.

(5) A cheque shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupments 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 approved or ratified at a Management Committee meeting.

(8) As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing particulars of -

- (a) the income and expenditure for the financial year just ended;
- (b) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.

(9) All such statements shall be examined by the auditor who shall present his report upon such audit to the Secretary Manager 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 where-so-ever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Association provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in receipt of moneys advanced by him to the Association or otherwise owing by the Association to him or, of remuneration to any officers or servants of the Association or to any member of the Association or other person in return for any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.

DOCUMENTS

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

FINANCIAL YEAR

29. The financial year of the Association shall close on 31st day in August in each year.

DISSOLUTION

30. (1) The Association shall be dissolved,
The organisation shall be dissolved:

(a) if the membership is less than three persons; or

(b) if a resolution to that effect is carried by a vote of three-fourths majority of the financial members present at a general meeting convened to consider the question.

(2) The property and other assets of the organisation remaining after the payment of all expenses and other liabilities shall be handed over to some other organisation or organisations (having similar objects or in part similar objects) gifts to which are allowable deductions under the provisions of Section 78 (1)(a) the Income Tax Assessment Act as the majority of members present at such general meeting, by resolution, may decide.