



## **ADOPTED RULES OF IV ACES MC INC**

### **1 Interpretation**

(1) In these rules:

*Act* means the *Associations Incorporation Act 1981*.

*Present:*

(a) at an association committee meeting, see rule 23(6); or

(b) at a general meeting, see rule 37(2).

(2) A word or expression that is not defined in these model rules, but is defined in the Act has, if the context permits, the meaning given by the Act.

(3) The four (4) 'Ace' members form the Board as well as the association committee. The title of the four (4) committee members on the association committee are the Ace of Hearts, Ace of Clubs, Ace of Diamonds and the Ace of Spades respectively.

### **2 Name**

The name of the incorporated association is *IV Aces MC Inc (the association)*.

### **3 Objects**

The objects of the association are:

- (1) Inclusive by not limited to fundraising for charity, motorcycle riding, rides and events, camaraderie, loyalty, helping and support for members and immediate family, and the better aspects of the "Rocker" culture. The incorporated club is both non-denominational and non-political; and
- (2) To operate and manage the association as a motorcycle club and therefore voting members must have a motorcycle license and/or motorcycle; and
- (3) That a serving committee member can elevate to the position of an executive committee member (an 'Ace') through being nominated by a current serving committee member. This provides a healthy transition of leadership and training for the role; and
- (4) That transition from a 'Wildcard' member to a voting member (Class 1) shall be deemed on merit by the Board.

### **4 Powers**

(1) The association has the powers of an individual.

(2) The association 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 or convenient to be done in carrying out its affairs.

## **5 Classes of members**

The membership of the association consists of three (3) classes:

- (1) The first class are 'Full Voting Members' which consists of fifty-two (52) members in total;
- (2) The second class are 'Associate Members' which will include an immediate family member or a person deemed appropriate by the Board. As Associate Member will have the same privileges of the full membership but without voting rights;
- (3) The third class are 'Wildcard' Members. The Wildcard Member must own a motorcycle and/or have a license. The privileges are similar to an Associate Member. A Wildcard can progress to a full member as in Rule 5(1) subject to a positions availability, merit and approval by at least three of the members of the Board.

## **6 New membership**

- (1) An applicant for membership of the association must be proposed by 1 member of the association (the *proposer*) and seconded by another member (the *seconder*).
- (2) An application for membership must be:
  - (a) in writing; and
  - (b) signed by the applicant and the applicants proposer and seconder; and
  - (c) in the form decided by at least three of the members of the Board.

## **7 Membership fees**

- (1) The membership fee will be reviewed at every annual general meeting and is as follows:
  - (a) a fee that is reviewed at the annual general meeting; and
  - (b) is payable when, and in the way, the association committee decides.
- (2) A member of the incorporated association who, before becoming a member, has paid the members annual subscription for membership of the unincorporated association on or before a day fixed by the association committee, is not liable to pay a further amount of annual subscription for the period before the day fixed by the association committee as the day on which the next annual subscription is payable.

## **8 Admission and rejection of new members**

- (1) The association committee must consider an application for membership at the next committee meeting held after it receives:
  - (a) the application for membership; and
  - (b) the appropriate membership fee for the application.
- (2) The association committee must ensure that, as soon as possible after the person applies to become a member of the association, and before the association committee considers the persons application, the person is advised:
  - (a) the association has public liability insurance; and
  - (b) if the association has public liability insurance - the amount of the insurance.
- (3) The association committee must decide at the meeting whether to accept or reject the application.

- (4) If a majority of the members of the association 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 association committee decides to accept or reject an application, give the applicant a written notice of the decision.
- (6) In the event that all fifty-two (52) ordinary members places are taken, the applicant will have the opportunity to become a Class 2 or Class 3 member, and his/her application will be reconsidered only in the case of a current member resigning from the association (see Rules 5(1), 5(2) and 5(3)).

## **9 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) The association committee may terminate a members membership if the member:
  - (a) is convicted of an indictable offence; or
  - (b) does not comply with any of the provisions of these rules; or
  - (c) has membership fees in arrears for at least 2 months; or
  - (d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association.
- (4) Before the association committee terminates a members membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.
- (5) If, after considering all representations made by the member, the association committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

## **10 Appeal against rejection or termination of membership**

- (1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the persons intention to appeal against the decision.
- (2) A notice of intention to appeal must be given to the secretary within one (1) month after the person receives written notice of the decision.
- (3) If the secretary receives a notice of intention to appeal, the secretary must, within one (1) month after receiving the notice, call a general meeting to decide the appeal.
- (4) If the notice of intention to appeal in Rule 10(2) is not received within one (1) month of the date on the termination letter, the right to appeal is voided and any monies returned.
- (5) The right to appeal is limited to Class 1 members only.

## **11 General meeting to decide appeal**

- (1) The general meeting to decide an appeal must be held within three (3) months after the secretary receives the notice of intention to appeal.

- (2) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- (3) Also, the association committee and the members of the committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- (4) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.
- (5) If a person whose application for membership has been rejected does not appeal against the decision within one (1) month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the membership fee paid by the person.

## **12 Register of members**

- (1) The association committee must keep a register of members of the association.
- (2) The register must include the following particulars for each member:
  - (a) the full name of the member;
  - (b) the postal or residential address of the member;
  - (c) the date of admission as a member;
  - (d) the date of death or time of resignation of the member;
  - (e) details about the termination or reinstatement of membership;
  - (f) any other particulars the association committee or the members at a general meeting decide.
- (3) The register must be open for inspection by Class 1 members of the association at all reasonable times.
- (4) A member must contact the secretary to arrange an inspection of the register.
- (5) However, the association committee may, on the application of a member of the association, withhold information about the member (other than the members full name) from the register available for inspection if the association committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

## **13 Prohibition on use of information on register of members**

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

## **14 Appointment or election of secretary**

- (1) The secretary must be an individual residing in Queensland, or in another State but not

more than 65km from the Queensland border, who is:

- (a) a member of the association elected by the association as secretary; or
  - (b) any of the following persons appointed by the association committee as secretary:
    - (i) a member of the association committee;
    - (ii) another member of the association;
    - (iii) another person.
- (2) If the association has not elected an interim officer as secretary for the association before its incorporation, the members of the association committee must ensure a secretary is appointed or elected for the association within one (1) month after incorporation.
- (3) If a vacancy happens in the office of secretary, the members of the association committee must ensure a secretary is appointed or elected for the association within one (1) month after the vacancy happens.
- (4) If the association committee appoints a person mentioned in subrule (1)(b)(ii) as secretary, other than to fill a casual vacancy on the association committee, the person does not become a member of the association committee.
- (5) However, if the association committee appoints a person mentioned in subrule (1)(b)(ii) as secretary to fill a casual vacancy on the association committee, the person becomes a member of the association committee.
- (6) If the association committee appoints a person mentioned in subrule (1)(b)(iii) as secretary, the person does not become a member of the association committee.
- (7) In this rule— *casual vacancy*, on an association committee, means a vacancy that happens when an elected member of the association committee resigns, dies or otherwise stops holding office.

### **15 Removal of secretary**

- (1) The association committee of the association may at any time remove a person appointed by the committee as the secretary.
- (2) If the association committee removes a secretary who is a person mentioned in rule 14(1)(b)(i), the person remains a member of the association committee.
- (3) If the association committee removes a secretary who is a person mentioned in rule 14(1)(b)(ii) and who has been appointed to a casual vacancy on the association committee under rule 14(5), the person remains a member of the association committee.

### **16 Functions of secretary**

The secretary's functions include, but are not limited to:

- (a) calling meetings of the association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the chairman of the association; and
- (b) keeping minutes of each meeting; and
- (c) keeping copies of all correspondence and other documents relating to the association; and
- (d) maintaining the register of members of the association.

### **17 Membership of association committee**

- (1) The association committee of the association consists of a Chairman, Secretary,

Treasurer, and Event Manager elected at a general meeting.

- (2) A member of the association committee, other than a secretary appointed by the association committee under rule 14(1)(b)(iii), must be a member of the association.
- (3) At each second annual general meeting of the association, the members of the association committee must retire from office, but are eligible, on nomination, for re-election.
- (4) A member of the association may be appointed to a casual vacancy on the association committee under rule 20.

### **18 Electing the association committee**

- (1) A member of the association committee may only be elected as follows:
  - (a) any 2 members of the association may nominate another member (the *candidate*) to serve as a member of the association committee;
  - (b) the nomination must be:
    - (i) in writing; and
    - (ii) signed by the candidate and the members who nominated him or her; and
    - (iii) given to the secretary at least 14 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 association 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) The association committee must ensure that, before a candidate is elected as a member of the association 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.

### **19 Resignation, removal or vacation of office of association committee member**

- (1) A member of the association 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. See Rule 9(5) for relevant criteria.
- (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 or she should not be removed from office.
- (5) A member has no right of appeal against the members' removal from office under this rule.
- (6) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

## **20 Vacancies on association committee**

- (1) If a casual vacancy happens on the association 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 association committee may act despite a casual vacancy on the association committee.
- (3) However, if the number of committee members is less than the number fixed under rule 24(1) as a quorum of the association committee, the continuing members may act only to:
  - (a) increase the number of association committee members to the number required for a quorum; or
  - (b) call a general meeting of the association.

## **21 Functions of association committee**

- (1) Subject to these rules or a resolution of the members of the association carried at a general meeting, the association committee has the general control and administration of the affairs, property and funds of the association.
- (2) The association committee has authority to interpret the meaning of these rules and any matter relating to the association on which the rules are silent.
- (3) The association 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, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the associations property, both present and future; 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 mortgage or charge the whole or part of its property; and
  - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association; and
  - (g) to provide and pay off any securities issued; and
  - (h) to invest in a way the members of the association may from time to time decide.
- (4) For subrule (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 (1) financial institution for the association - the financial institution nominated by the association committee.

## **22 Meetings of association committee**

- (1) Subject to this rule, the association committee may meet and conduct its proceedings as it considers appropriate.
- (2) The association committee must meet at least once every three (3) months to exercise its functions.
- (3) The association committee must decide how a meeting is to be called.

- (4) Notice of a meeting is to be given in the way decided by the association committee.
- (5) The association 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.
- (6) A committee member who participates in the meeting as mentioned in subrule (5) is taken to be present at the meeting.
- (7) 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.
- (8) A member of the association 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 and, if the member does vote, the members vote must not be counted.
- (9) The Chairman (Ace of Hearts) is to preside as chairperson at an association committee meeting.
- (10) If there is no chairman or if the chairman is not present within 10 minutes after the time fixed for an association committee meeting, the members may choose one (1) of their number to preside as chairperson at the meeting.

### **23 Quorum for, and adjournment of, association committee meeting**

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

### **24 Special meeting of association committee**

- (1) If the secretary receives a written request signed by at least 50% of the members of the association committee, the secretary must call a special meeting of the association committee by giving each member of the association committee notice of the meeting within 14 days after the secretary receives the request.
- (2) If the secretary is unable or unwilling to call the special meeting, the chairman 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 association committee must be held within 14 days after notice

of the meeting is given to the members of the association committee.

## **25 Minutes of association committee meetings**

- (1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each association committee meeting are entered in a minute book.
- (2) To ensure the accuracy of the minutes, the minutes of each association committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next association committee meeting, verifying their accuracy.

## **26 Appointment of subcommittees**

- (1) The association committee may appoint a subcommittee consisting of members of the association considered appropriate by the committee to help with the conduct of the associations operations.
- (2) A member of the subcommittee who is not a member of the association committee is not entitled to vote at an association committee meeting.
- (3) A subcommittee may elect a chairperson of its meetings.
- (4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose one (1) of their number to be chairperson of the meeting.
- (5) A subcommittee may meet and adjourn as it considers appropriate.
- (6) A question arising at a subcommittee 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.

## **27 Acts not affected by defects or disqualifications**

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

## **28 Resolutions of association committee without meeting**

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

## **29 First annual general meeting**

The first annual general meeting must be held within six (6) months after the end date of the association's first reportable financial year, which will be 30<sup>th</sup> June 2015.

### **30 Subsequent annual general meetings**

Each subsequent annual general meeting must be held:

- (a) at least once each year; and
- (b) within six (6) months after the end date of the association's reportable financial year.

### **31 Notice of general meeting**

- (1) The secretary may call a general meeting of the association.
- (2) The secretary must give at least 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 chairman must call the meeting.
- (4) The association 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) a meeting called to hear and decide the appeal of a person against the association committee's decision:
    - (i) to reject the person's application for membership of the association; or
    - (ii) to terminate the person's membership of the association;
  - (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.

### **32 Quorum for, and adjournment of, general meeting**

- (1) The quorum for a general meeting is at least the number of members elected or appointed to the association committee at the close of the association's last general meeting plus 1.
- (2) However, if all members of the association are members of the association committee, the quorum is the total number of members less 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 30 minutes after the time fixed for a general meeting called on the request of members of the association committee or the association, the meeting lapses.
- (5) If there is no quorum within 30 minutes after the time fixed for a general meeting called other than on the request of members of the association committee or the association—
  - (a) the meeting is to be adjourned for at least 7 days; and
  - (b) the association 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 subrule (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.

### **33 Procedure at general meeting**

- (1) A member may take part and vote in a general meeting in person, by proxy, by attorney or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (2) A member who participates in a meeting as mentioned in subrule (1) is taken to be present at the meeting.
- (3) At each general meeting—
  - (a) the chairman is to preside as chairperson; and
  - (b) if there is no chairman or if the chairman is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 of their number to be chairperson of the meeting; and
  - (c) the chairperson must conduct the meeting in a proper and orderly way.

### **34 Voting at general meeting**

- (1) At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.
- (2) Each member present and eligible to vote is entitled to 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 association 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 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.

### **35 Special general meeting**

- (1) The secretary must call a special general meeting by giving each member of the association notice of the meeting within 14 days after:
  - (a) being directed to call the meeting by the association committee; or
  - (b) being given a written request signed by:
    - (i) at least 50% of the number of members of the association committee when the request is signed; or
    - (ii) at least the number of Class 1 members of the association equal to double the number of members of the association on the association committee when the request is signed plus 1; or
  - (c) being given a written notice of an intention to appeal against the decision of the association committee:
    - (i) to reject an application for membership; or
    - (ii) to terminate a person's membership.
- (2) A request mentioned in subrule (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 3 months after the secretary:
  - (a) is directed to call the meeting by the association committee; or
  - (b) is given the written request mentioned in subrule (1)(b); or
  - (c) is given the written notice of an intention to appeal mentioned in subrule (1)(c).
- (4) If the secretary is unable or unwilling to call the special meeting, the chairman must call the meeting.

### 36 Proxies

- (1) An instrument appointing a proxy must be in writing and be in the following or similar Form:

IV Aces MC Inc  
 I, \_\_\_\_\_ of \_\_\_\_\_, \_\_\_\_\_ being a member of the association, appoint  
 \_\_\_\_\_ of \_\_\_\_\_,  
 as my proxy to vote for me on my behalf at the (annual) general meeting of the association, to be held on  
 the \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_  
 and at any adjournment of the meeting.  
 Signed this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_ .  
 \_\_\_\_\_  
 Signature

- (2) The instrument appointing a proxy must:
  - (a) if the appointor is an individual - be signed by the appointor or the appointor's attorney properly authorised in writing; or
  - (b) if the appointor is a corporation:
    - (i) be under seal; or
    - (ii) be signed by a properly authorised officer or attorney of the corporation.
- (3) A proxy may be a member of the association or another person.
- (4) The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
- (5) Each instrument appointing a proxy must be given to the secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
- (6) Unless otherwise instructed by the appointor, the proxy may vote as the proxy considers appropriate.
- (7) If a member wants a proxy to vote for or against a resolution, the instrument appointing the proxy must be in the following or similar form:

IV Aces MC Inc:  
 I, \_\_\_\_\_ of \_\_\_\_\_, \_\_\_\_\_ being a member of the association,  
 appoint \_\_\_\_\_ of \_\_\_\_\_,  
 as my proxy to vote for me on my  
 behalf at the (annual) general meeting of the association, to be held on the \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_  
 and at any adjournment of the meeting.  
 Signed this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_ .  
 \_\_\_\_\_  
 Signature

This form is to be used \*in favour of/\*against [*strike out whichever is not wanted*] the following

resolutions:

*[List relevant resolutions]*

### **37 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 meeting or annual general meeting, verifying their accuracy.
- (3) If asked by a member of the association, the secretary must, within 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.
- (4) The association may require the member to pay the reasonable costs of providing copies of the minutes.

### **38 By-laws**

- (1) The association committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal association of the association.
- (2) A by-law may be set aside by a vote of members at a general meeting of the association.

### **39 Alteration of rules**

- (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.

### **40 Common seal**

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

### **41 Funds and accounts**

- (1) The funds of the association must be kept in an account in the name of the association in a financial institution decided by the association 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) If a payment of \$100 or more is made by cheque, the cheque must be signed by any 2 of the following:
  - (a) the chairman;
  - (b) the secretary;
  - (c) the treasurer;
  - (d) any 1 of 3 other members of the association who have been authorised by the association committee to sign cheques issued by the association.
- (6) However, 1 of the persons who signs the cheque must be the chairman, the secretary or the treasurer.
- (7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- (8) A petty cash account must be kept on the imprest system, and the association committee must decide the amount of petty cash to be kept in the account.
- (9) All expenditure must be approved or ratified at an association committee meeting.

#### **42 General financial matters**

- (1) On behalf of the association committee, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- (2) The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.

#### **43 Documents**

The association committee must ensure the safe custody of books, documents, instruments of title and securities of the association.

#### **44 Financial year**

The end date of the association's financial year is 30<sup>th</sup> June in each year.

#### **45 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 given to another entity—
  - (a) having objects similar to the association's objects; and
  - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
- (4) In this rule— *surplus assets* see section 92(3) of the Act.