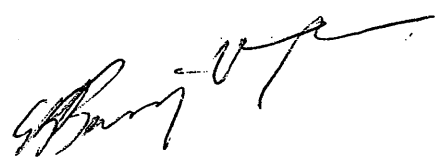


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Associations Incorporation Section.

RULES OF THE DARLING DOWNS SAILING CLUB INC.

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THE DARLING DOWNS SAILING CLUB INC.

RULES OF THE DARLING DOWNS SAILING CLUB INC.

TITLE

1. The name of the incorporated association shall be "The Darling Downs Sailing Club Inc.", hereinafter referred to as "the Club".

OBJECTS

2. The object of the Club shall be to encourage and further the sport of Sailing.

POWERS

3. The powers of the Club are:-

(a) To take over the funds and other assets and the liabilities of the present unincorporated club known as the "The Darling Downs Sailing Club";

(b) To subscribe to, become a member of and co-operate with any other association, club or organization, whether incorporated or not, whose objects are altogether or in part similar to those of the Club provided that the Club shall not subscribe to or support with its funds any club, association or 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 Club under or by virtue of rule 26 (j);

(c) In furtherance of the objects of the Club to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Club or persons frequenting the Club's premises;

(d) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, water ways, 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 Club. Provided that in case the Club shall take or hold any property which may be subject to any trusts the Club shall only deal with the same in such manner as is allowed by law having regard to such trusts;

(e) 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 Club; to obtain from any such Government or Authority any rights, privileges and concessions which the Club may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;

(f) 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 Club;

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- (g) 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 Club, or in or about the incorporated Club or promotion of the incorporated Club or in the furtherance of its objects;
- (h) 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 Club's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- (i) To invest and deal with the money of the Club not immediately required in such manner as may from time to time be thought fit;
- (j) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
- (k) In furtherance of the objects of the Club 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;
- (l) 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 Club's property or assets present or future and to purchase, redeem or pay-off any such securities;
- (m) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- (n) In furtherance of the objects of the Club 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 Club;
- (o) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Club's property of whatsoever kind sold by the Club, or any money due to the Club from purchasers and others;
- (p) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Club but subject always the proviso in sub-rule (d);

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(q) 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 Club in the shape of donations, annual subscriptions or otherwise;

(r) To print and publish any newspapers, periodicals, books or leaflets that the Club may think desirable for the promotion of its objects;

(s) In furtherance of the objects of the Club to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Club 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 Club under or by virtue of rule 26 (j);

(t) In furtherance of the objects of the Club 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 Club is authorized to amalgamate;

(u) In furtherance of the objects of the Club to transfer all or any part of the property, assets, liabilities and engagements of the Club to any one or more of the incorporated associations with which the Club is authorized to amalgamate;

(v) To make donations for patriotic, charitable or community purposes;

(w) 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;

(x) 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 Club.

CLASSES OF MEMBERS

4. The membership of the Club shall consist of Honorary Life Members, Members, Family Members, Cadets and Honorary Members except as provided in Rule 4a, the numbers of each class of membership shall be unlimited.

(a) Honorary Life Members:

The Management Committee shall have power in consideration of special services rendered to the Club by a member to nominate such member as an Honorary Life Member. Such nominations (not exceeding two in any one year) shall be submitted to the next Annual General Meeting of members and if confirmed, the nominee shall be declared an Honorary Life Member and be entitled to all the privileges of the Club without payment of any further subscription.

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(b) Members:

Members shall be persons who have passed their 18th birthday.

(c) Family Members:

A family membership shall be a basic family unit consisting of one or two persons who shall be members, and their dependant children who shall be cadets.

(d) Cadets:

Persons who have not reached their 18th birthday at the previous Annual General Meeting, desirous of acquiring a knowledge of yachting may, subject to approval by the Management Committee, be enrolled as Cadets.

(e) Honorary Members:

(i) Any member of such reciprocating Clubs as are for the purpose of this Rule recognized by the management Committee, may on production of a letter or card of introduction from such Club be admitted as an Honorary Member for a period of one month without payment of entrance fee or subscription. Such Honorary Membership may be extended for any further period not exceeding three months on payment in advance of such amount per month or part thereof as is decided by the Management Committee.

(ii) Any visitor other than in (i), on being introduced, proposed by and vouched for by a member may be admitted as an Honorary Member for a period of one month without payment of entrance fee or subscription. Such Honorary Membership may be extended for any further period not exceeding three months on payment in advance of such amount per month or part thereof as is decided by the Management Committee.

(iii) No Honorary Member shall be permitted to hold office in, or vote at any meeting of the Club or introduce guests or visitors.

(iv) The Management Committee shall have the power to refuse or revoke the admission of any Honorary Member without assigning any reason therefor.

MEMBERSHIP

5. (a) Every person who at the date of incorporation of the Club was a member of the unincorporated club shall be admitted by the Management Committee to the same class of membership of the Club as that member held in the unincorporated club.

(b) The Management Committee shall cause a Register or roll to be kept in which shall be entered the names and addresses of all persons admitted to membership of the Club.

MEMBERSHIP FEES

6. (a) Entrance fees and annual subscriptions shall be such as shall be determined each year at the Annual General Meeting.

(b) A member who resigned his membership may at the discretion of the Management Committee be re-admitted to membership without payment of entrance fees.

(c) Cadets who have enrolled as such for one year prior to attaining the age applying to full members shall not be liable to pay any entrance fee upon election as a member.

(d) Entrance Fees and Annual Subscriptions shall be paid by all members with the exception that Family Membership shall attract only one Entrance Fee.

(e) Subscriptions other than the first subscription shall be due immediately after the Annual General Meeting each year.

(f) Members elected after 31 October in each year shall in addition to the full entrance fee be liable to pay pro rata of the full years subscription calculated from the first day of the month of their election to 30 June next.

#### ADMISSION OR REJECTION OF MEMBERS

7. (a) Every applicant for any class of membership of the Club (other than the members of the unincorporated Club referred to in sub-rule 5(a)) shall be proposed and seconded. 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. Both proposer and seconder shall be financial members of the Club of at least 12 months standing and to whom the applicant is personally known.

(b) The Honorary Secretary shall submit to the Management Committee all proposals for membership (other than as Honorary members), and the Management Committee shall investigate these proposals.

(c) Election of members to the Club shall be by ballot of the Management Committee, provided that in the case of an equal number of votes for acceptance or rejection, the application will be rejected.

(d) Upon the election of a candidate as a member, notice thereof shall forthwith be given to him by the Honorary Secretary and he shall be furnished with a copy of the Club Rules and By-laws.

(e) Applicants, after being proposed and seconded as candidates for membership, may be admitted with the sanction of not less than two members of the Management Committee as Honorary members from the date of such proposal until their application has been determined.

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(f) No persons shall be allowed to become honorary members of the Club or be relieved of payment of the regular subscription except those possessing the qualifications defined in these rules, and subject to conditions and provisions prescribed therein.

(g) If an application for membership is rejected, that applicant or any person acting on behalf of that applicant or any person acting in any other capacity shall not have right or appeal to any person, court, authority, organisation, association or body, and the Management Committee or any member of the Management Committee shall not be required to provide reasons for the decision to reject the application.

### RESIGNATIONS

8. Members may by writing addressed to the Honorary Secretary resign their membership. Resignations shall be submitted by the Honorary Secretary to the next meeting of the Management Committee but no resignations shall, unless by resolution of the Management Committee be accepted unless the member is free from all liability to the Club. Members once elected shall remain liable for all subscriptions which have accrued due before their written resignations are in the hands of the Honorary Secretary.

### EXPULSIONS

9. (a) Except as provided by sub-rules 9 (b) and 9 (c), the Club shall have power by ballot at a Special General Meeting to expel any member. Provided always that no member shall be expelled unless notice of such intended proceedings shall have been given by the Honorary Secretary to such member at least seven days clear before such meeting and unless the majority in favour of expulsion shall be at least in the proportion of two to one of those present.

(b) Any member whose subscription is in arrears for one month from the date of the Annual General Meeting and who shall have been sent one month's notice in writing requiring payment of same may at the discretion of the Management Committee be excluded from the privileges of the Club until the same shall have been paid, or may be struck off the roll of members, whereupon he shall cease to be a member and his rights to enjoy and participate in the privileges of the Club shall be absolutely forfeited.

(c) Any member not paying within 60 days any levy imposed upon members will be, at the discretion of the Management Committee, struck off the roll as unfinancial.

(d) At a Special General Meeting called for the purposes of Rule 9(a), the member and any other member shall have under the control of the Chairman the opportunity to speak for or against and to vote on a motion to expel the member, but the member or any person acting on behalf of that member or any person acting in any other capacity shall have no other right of appeal to any person, court, authority, organisation, association, or body in the matter of the expulsion of the member.

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(e) No member shall have right of appeal against any action taken by the Management Committee pursuant to Rules 9(b) and 9(c).

(f) Nothing in these Rules shall prevent a member who has been expelled or struck off the roll of members from submitting a fresh application for membership in accordance with Rule 7(a).

### SUSPENSION

10. (a) Any member whose conduct, dress or behaviour is undesirable or offensive may be suspended by any two members of the Management Committee, for any period up to the next meeting of the Management Committee. The Management Committee shall consider the reports and recommendations of the suspending officers and subject to Clause 9 of these Rules make such decisions as it deems fit.

(b) A member under suspension shall forfeit all rights and privileges of a member and unless otherwise specifically provided shall be debarred from entry to the Club's premises and use of its amenities, either as a member or a guest of a member.

(c) In all cases of emergency suspension, the Honorary Secretary shall be notified immediately and it shall be his duty to notify promptly the President or a member of the Management Committee, which shall meet as early as convenient to hear and determine the matter.

### COMMITTEES

11. There shall be two Committees, viz: the Management Committee and the Sailing Committee, and such other committees as may be added at an Annual General Meeting or general meeting.

(a) The Management Committee shall consist of Commodore, President, Vice-President, Secretary and Treasurer, plus two others, all of whom shall be members of the Club. Further, if a retiring President is not re-elected to that Office such retiring President shall also be a member of the Management Committee for a period of twelve months following his retirement from the Office of President. The title of such retiring President shall be 'Immediate Past President'. The President shall be Chairman of the Management Committee.

(b) The Sailing Committee shall consist of Commodore, Honorary Secretary and five other members. The Commodore shall be Chairman of the Sailing Committee.

(c) Members of the Management Committee may be eligible for election as members of the Sailing Committee and or all other committees.

### ELECTION OF OFFICERS AND COMMITTEE MEMBERS

12. (a) At the Annual General Meeting of the Club, the members of all committees for the time being shall retire from office, but shall be eligible upon nomination for re-election.



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(b) The election of officers and other committee members shall take place in the following manner:-

(i) Any two members of the Club shall be at liberty to nominate any other member to serve as an officer or other member of the Management Committee, the Sailing Committee or any other committee.

(ii) The nomination, which shall be in writing and signed by the member and his proposer and seconder, shall be lodged with the Secretary at least seven days before the Annual General Meeting at which the election is to take place.

(iii) Completed nominations shall be made available on request for perusal by club members.

(iv) In the event of there being insufficient candidates nominated for election for any position, but only in that event, nominations may be made at the Annual General Meeting. Should there be only one nomination for any office the member so nominated shall be declared duly elected to that office.

(v) Should the number of written nominations conforming with Clause 12 (b)(ii) for any office or Committee position be fewer than the number of positions, those nominated shall be duly elected. Nominations from the floor shall then be taken and a ballot held to fill the office for the remaining positions on that Committee.

(vi) If there is more than one nomination for any office or if there be more than the requisite number nominated for any Committee an election by secret ballot shall take place from the candidates so nominated for the respective offices and/or Committees at the Annual General Meeting in such manner as the Management Committee shall decide.

(vii) In the event of a tied vote for any position the President retiring at that Annual General Meeting shall have a casting vote. If the retiring President is absent from this meeting, or is a candidate for the position being contested, the person holding the next most senior position of the retiring Management Committee and who is present shall have a casting vote. Except for this condition no person shall vote twice in any one election.

(viii) Immediately following the voting in each ballot the result will be announced, and the officer/s and/or committee members gaining the most votes shall be declared elected to hold office from that time until the election at the next following Annual General Meeting, or until their successor/s assume office.

RESIGNATION/REMOVAL OF MEMBER OF MANAGEMENT COMMITTEE

- 12A. Any member of the Management Committee or other committee may resign from membership of the Management Committee or that other committee at any time by giving notice in writing to the secretary but such resignation shall take effect at the time such notice is received by the secretary

## THE DARLING DOWNS SAILING CLUB

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 Club 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.

### FUNCTIONS OF THE MANAGEMENT COMMITTEE

13. Except as otherwise provided by these Rules and subject to resolutions 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 Club, and shall have authority to exercise any and all powers of the Club;
  - (b) Shall have the authority to interpret the meaning of these Rules and any matter relating to the Club on which these Rules are silent;
  - (c) May elect any properly qualified member of the Club to fill any casual vacancy that occurs in any office or on any committee until the next Annual General Meeting;
  - (d) May from time to time make such by-laws and/or regulations not inconsistent with these Rules as they may think advisable and may amend or repeal such by-laws and/or regulations;
  - (e) May appoint sub-committees from among the members for such special purposes as it may think fit; (The action of any sub-committee shall be submitted for the approval or otherwise of the Management Committee.)
  - (f) May appoint delegates to the Queensland Yachting Association annually;
  - (g) May appoint any member or members to act on the Sailing Committee for the consideration of a protest or disputed question in which any member or members thereof is or are ineligible to take part by reason of being an interested party;
  - (h) Shall exhaustively enquire into all applications for membership of the Club.

### FUNCTIONS OF THE SAILING COMMITTEE

14. (a) It shall be the duty of the Sailing Committee to frame a programme of sailing races for the season, to recommend to the Management Committee the number and values of prizes to be competed for, to confer with and advise the Officer of the Day appointed for each race day when called upon by that person and to carry out and perform such other duties and functions as are imposed upon them by these Rules or by the members at a general meeting. The committee may appoint one of their number or any other member of the Club as handicapper to determine and to amend sailing handicaps subject to ratification by the Sailing Committee. Further the committee may appoint one of their number or any other member of the Club as Measurer.

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- (b) The Sailing Committee shall submit monthly reports of the results of the racing during the racing season to the Management Committee.

ALL COMMITTEES

15. (a) The Commodore, President and Vice-President are ex-officio members of all committees and may attend their meetings.
- (b) Each Committee may, subject to the approval of the Management Committee, co-opt any member or members to assist them in their deliberations and activities.

MEETINGS OF MANAGEMENT COMMITTEE

16. (a) The Management Committee shall meet at least once every calendar month to exercise its functions.
- (b) A special meeting of the Management Committee shall be convened by the secretary on the requisition in writing signed by not less than three 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.
- (c) At every meeting of the Management Committee four shall constitute a quorum.
- (d) 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 question shall be deemed to be decided in the negative.
- (e) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Club in which he is interested, or any matter arising therefrom, and if he does so vote his vote shall not be counted.
- (f) Not less than three days notice shall be given by the secretary to members of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat.
- (g) 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 fifteen 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.
- (h) 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 convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day

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in the next week at the same time and place, or to 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. If this adjourned meeting should lapse, a further meeting may be called after notice is given as provided by Rule 16 (f), and if within half an hour from the time appointed for the commencement of this meeting a quorum is not present, those members who are present shall constitute a quorum for the purpose of Rule 13 (c), but for no other purpose.

17. (a) The Management Committee may delegate any of its powers, except the power to delegate, to a sub-committee consisting of such members of the Club as the Management Committee think 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.
- (b) 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.
- (c) 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 and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.
18. All acts of 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 aforesaid, or that the members of 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.
19. 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.

GENERAL MEETINGS

20. (a) The Annual General Meeting shall be held at such time and place as the Management Committee shall determine within two months of the close of the Club's financial year.

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(b) The business to be transacted at every Annual General Meeting shall be:-

(i) the receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Club for the preceding financial year;

(ii) the receiving of the auditor's report upon the books and accounts for the preceding financial year;

(iii) the election of members of the Management Committee;

(iv) the election of members of the Sailing Committee;

(v) the appointment of an auditor;

(vi) the setting of membership fees, joining fees, boat registration fees, race fees and affiliation fees for the new club year just starting;

(vii) any other business.

(c) The number of members to form a quorum at an Annual General Meeting shall be ten.

21. (a) The secretary shall convene a Special General Meeting:-

(i) when directed to do so by the President; or

(ii) on the requisition in writing signed by not less than three members presently on the Management Committee or not less than nine members of the Club. 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.

(b) The secretary shall convene all Special General Meetings of the Club by giving not less than fourteen days notice of such Special General Meeting to the members of the Club entitled to vote. The manner by which such notice shall be given shall be determined by the Management Committee provided that the notice, whether written or not, convening the meeting shall state clearly the reasons why the Special General Meeting is being convened and the nature of the business to be discussed.

(c) The number of members to form a quorum at a Special General Meeting shall be eight.

22. (a) No business shall be transacted at any general meeting whether an Annual General Meeting or a Special General Meeting unless a quorum of members is present at the time when the meeting proceeds to business.

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(b) 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 Club, shall lapse. In any other case it shall stand adjourned to such other day and at such time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.

(c) The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of the original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

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

(a) 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;

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

(c) every question, matter or resolution except in relation to a levy as provided by Rule 3 (g) and except in relation to expulsion as provided in Rule 9 (a), shall be decided by a majority of votes of the members present;

(d) 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 one month in arrears at the date of the meeting;

(e) 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;

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(f) the secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee Meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the secretary for that inspection. For the purposes of ensuring the accuracy of 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 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.

ALTERATION OF RULES

24. 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 under Secretary, Department of Justice, Brisbane.

COMMON SEAL

25. The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

FUNDS AND ACCOUNTS

26. (a) The funds of the Club shall be banked in the name of the Club in such bank, or banks, as the Management Committee may from time to time direct.
- (b) 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 Club and the particulars usually shown in books of like nature.
- (c) All moneys shall be banked as soon as practicable after receipt thereof.
- (d) All amounts of twenty dollars or over shall be paid by cheque signed by any two of the President, Vice-President, Secretary, Treasurer or other member authorized from time to time by the Management Committee.
- (e) Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupments which may be open.

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(f) The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.

(g) All expenditure shall be approved or ratified at a Management Committee meeting.

(h) 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 Club's financial year just ended; and

(ii) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Club at the close of the year.

(i) 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.

(j) The income and property of the Club whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Club provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of moneys advanced by him to the Club or otherwise owing by the Club to him or of remuneration to any officers or servants of the Club or to any member of the Club or other person in return for any services actually rendered to the Club provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member for out-of-pocket expenses, money lent, reasonable and proper charges for goods hired by the Club, or reasonable and proper rent for premises demised or let to the Club.

DOCUMENTS

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

FINANCIAL YEAR

28. The financial year of the Club shall close on 31st May in each year.

DISTRIBUTION OF SURPLUS ASSETS

29. If the Club shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Club, but shall be



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given or transferred to some other institution or institutions having objects similar to the objects of the Club, 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 Club under or by virtue of rule 26 (j), such institution or institutions to be determined by the members of the Club.

REGISTRATION OF YACHTS

30. (a) Each and every year every yacht belonging to a member or members of the Club shall upon application of the owner or owners and upon compliance with Sub-Rules 30 (b,c,d,f,g) and subject to Rule 31 be registered on the "Yacht Register" of the Club.
- (b) Every application must be in writing and shall state the name, rig, dimensions, and sail plan of such yacht and the distinguishing flag of the owner or owners, and such other particulars as the Sailing Committee shall from time to time prescribe.
- (c) Applications shall be lodged with the Secretary and be submitted by him to the Sailing Committee for its consideration.
- (d) Yachts receiving the approval of the Sailing Committee shall be registered in a book which shall be kept for the purpose and called the "Yacht Register". Such register shall contain the particulars described in 30 (b) above.
- (e) In case of any alteration in any of the particulars required to be shown in the Yacht Register, owners shall notify the same to the secretary forthwith.
- (f) Yachts belonging to members while on loan or hire to non-members shall not be entitled to the Club's privileges or to fly the Club's Burgee or Ensign, and every member so letting his yacht shall remove all her papers, books and flags.
- (g) A boat registration fee determined each year at the Annual General Meeting shall apply to all yachts belonging to members of the Club with the following exceptions:-
- (i) Only one registration shall apply to Family Membership.
  - (ii) Cadets shall not be required to pay a Registration Fee.
- (h) Yachts not registered shall not be entitled to Club's privileges i.e. cannot sail or partake of any sailing activity on tenure controlled by the Club.
31. No vessel used as a working boat or which shall habitually be let or hired to non-members or which shall, in the opinion of the Sailing Committee be otherwise unfit or undesirable, shall be placed on the Club's Yacht Register, and no yacht belonging to more than one owner shall be placed upon the Club's Yacht Register or admitted into the Club unless each and every owner of such yacht be a member of the Club. Other than on open days and by express invitation, no yacht shall be allowed to race with the Club unless skippered by a Member or Cadet of the Club.

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### CLUB COLOURS AND BADGES

32. (a) The Club flags shall be the Red Ensign and the Club Burge, which shall be a pennant of a design and size to be chosen.
- (b) The Commodore's flag shall be the Club Burgee swallow-tailed.
- (c) The Club's badge shall be a design as may be decided at a general meeting.

### CLUB UNIFORMS

33. Club uniforms shall be of such design as may be decided at a general meeting.

### HONORARY MEASURER'S DUTIES

34. It shall be the duty of the Honorary Measurer to measure yachts of which he shall be notified by the Honorary Secretary. He shall base his measurements upon the racing rules and furnish a certificate of measurement to the owner and a copy of same to the Honorary Secretary. All expenses attendant upon measurement are to be paid by the owner to the Club.

### AFFILIATED ASSOCIATIONS

35. (a) An Affiliated Association is any Sailing Club, Squadron or Association which is separately controlled and whose aims and objects are similar to those of the Club and which may wish to pursue these aims on any property which is owned or leased by the Club.
- (b) Any such association wishing to apply for affiliation shall do so in writing and such affiliation shall be investigated by the Management Committee.
- (c) On acceptance of the application by the Management Committee, the name of such association shall be displayed on the Club's notice board at least one week before their election and not less than two weeks shall elapse between the application and election of such associations.
- (d) Every such election shall be by ballot of the Management Committee simple majority to decide as provided in Rule 16(d).
- (e) The members of such affiliated associations shall be required to observe a standard of conduct, dress and behaviour which is required of any other member of the Club whilst such association is on any property which is owned or leased by the Club, or whilst using any equipment which is owned by the Club.

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(f) Members of such affiliated associations shall be eligible to compete for trophies when approved by the Sailing Committee and upon payment of the same fee as paid by any other member of the Club competing for the same trophy.

(g) Such affiliated associations shall pay to the Club an Annual Affiliation Fee as approved by the members of the Club at the Annual General Meeting and payment of this affiliation fee shall entitle members of such associations to the use of the facilities of the Club at such times and places as agreed to by the association and the Management Committee of the Club.

(h) Such affiliated associations may elect two delegates who are entitled to attend Club meetings. Such delegates shall have no voting rights at the Club meetings except that they may vote on matters that are of mutual interest to the affiliated association that they represent and to the Club.

(i) Failure of the members of an affiliated association to observe standards of conduct, dress or behaviour which is in the opinion of the Management Committee of the Club to be desirable or necessary whilst on any property which is owned or leased by the Club, shall be sufficient cause to suspend the affiliation until such time as the association is able to satisfy the Management Committee that it is able to observe the standard of conduct, dress and behaviour required.

APPEALS

36. Members shall be held to consent to and be bound by these Rules and the by-laws of the Club and shall not be entitled to appeal to any court or authority because of anything done under the provisions of the said Rules and by-laws.

