

WIDE BAY

COMBINE

INCORPORATED

CONSTITUTION

1 NAME OF ASSOCIATION

The club shall be called "Wide Bay Combine Inc." Also known as WBC Inc

2 OBJECTIVES

The objects of the association are—

to promote the hobby of breeding, the transportation of and engage in the friendly competition of Racing Pigeons and to organise racing competitions within the region.

To be open to all persons wanting to fly or race pigeons living within the Wide Bay Local Government Area (LGA), which encompasses Bundaberg to the north, Gympie to the south, Tin Can Bay to the east and Eidsvold to the west.

To foster an inclusive and diverse Club with a positive and safe environment for members, affiliates, visitors and their families.

3 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 conducting its affairs.

(3) The association may take over the funds and other assets and liabilities of the present unincorporated association known as the '[to be completed]' (the unincorporated association).

(4) The association may also issue secured and unsecured notes, debentures and debenture stock for the association.

4 CLASSES OF MEMBERSHIP

The membership of the club shall consist of -

ordinary membership . 1 vote per person

junior members (under 18 yrs. of age. 0 vote

partnership members. 1 vote

family membership. 1 vote

New applicants for membership of the club shall be proposed by one member of the club and seconded by another member. Both proposer and seconder must be a financial member for two years or more. The application for membership is to be made on the form provided and signed by proposer and seconder. The applicant must also sign the application and is bound by its content. The application is tabled at a monthly meeting and will be voted on at the next monthly meeting by members present. The secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

5 MEMBERSHIP FEES

The membership fees shall be set at the Annual General Meeting.

The membership fees are to be paid at the Annual General Meeting or within one month thereof.

6 MEMBERSHIPS

Membership shall comprise of Bona Fide Members.

In the event of a member becoming liable for outstanding contributions, levies, fees etc, he/she shall forfeit all rights and privileges until such outstanding dues have been paid.

7 NEW MEMBERS

On the election of a new member the secretary shall thereupon furnish such member with a copy of the constitution, code of conduct, rules and any other relevant documentation with all amendments to date of election.

8 PRIVILEGES OF MEMBERSHIP

Each member shall be entitled to all the services of the club and shall have the power personally to attend all club meetings.

Only bona fide flying members for the current racing season shall be entitled to vote on matters dealing with the conduct of the racing season. Each member shall be entitled to take part in all flying contests held under the auspices of the club, subject to the payment of such entrance fees as may be imposed by the club. A bona fide flying member is one who has a (genuine) intention of taking an active part in the racing season.

PARTNERSHIP RACING (e.g. husband/wife). A race loft is entitled to only one vote. But if the partnership pays two membership fees, then either partner can vote at a meeting. Before two memberships can be paid, both parties must be accepted as club members.

9 TERMINATION OF MEMBERSHIP

(1) A member may resign from the association at any time by giving notice in writing to the secretary.

(a) Such resignation shall take effect at the time notice in writing is received by the secretary unless a later date is specified on the notice when it shall take effect on that later date.

(2) A member may be terminated from the association if they are —

(a) convicted of an indictable offence, or

(b) fails to comply with any of the provisions of these rules, or

(c) has membership fees in arrears for a period of 2 months, or

(d) conducts himself/herself in a manner considered to be injurious or prejudicial to the character or interests of the club.

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 within 1 month of receiving written notification thereof, lodge with the secretary written notice of the person's intention to appeal against the decision of the club members.
- (2) Upon receipt of a notification of intention to appeal against rejection or termination of membership the secretary shall convene, within 3 months of the date of receipt by the secretary of such notice, a general meeting to determine the appeal.
- (3) The appeal shall be determined by the vote of the members present, either in person or via video or telephone conferencing at such meeting.
- (4) When a person whose application is rejected or whose membership is terminated, does not appeal against the decision within the time prescribed by these rules or so appeals but the appeal is unsuccessful, the secretary shall forthwith refund the amount of any fee paid on request.

11 REGISTER OF MEMBERS

- (1) A register of members is to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the club and the dates of their admission.
- (2) Particulars shall also be entered in the register of deaths, resignations, terminations and reinstatements of membership and any further particulars the club may require from time to time.
- (3) The registrar shall be open for inspection at all reasonable times by any member who previously applies to the secretary for such inspection.

12 MANAGEMENT

The management of the club shall be vested in a committee elected at the Annual General Meeting of the club or as soon as possible. Such committee shall comprise of President, Vice-President, Secretary and Treasurer.

The management committee will be elected annually.

If a member of the management committee resigns, to be replaced as soon as possible.

The manner of removal to be the same as disqualification and appeal. Casual vacancies to be decided at a general meeting of members.

- 1 Except as otherwise provided by these rules and subject to resolutions of the members of the association 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 those 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, and
 - (b) to invest in such manner as the members of the association may from time to time determine.
- 3 A member of the management committee may resign from the committee by giving written notice of resignation to the secretary. 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.
- 4 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
- 5 Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he/ she should not be removed from office.
- 6 If a member of the management committee does not attend 3 consecutive meetings, without due cause, then he/she may be removed from office.
- 7 A member has no right of appeal against the members removal from office under this rule.
- 8 A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act

13 MEETINGS OF MANAGEMENT COMMITTEE

- (1) The management committee shall meet at least once in every four months, and as often as the committee sees fit, as well as the annual general meeting. The meeting will look at correspondence, financial statements and any other matters affecting the club. All of this will then be taken to the general meeting for members to vote on and ratify.
- (2) A special meeting of the committee shall be convened by the secretary on the requisition in writing signed by not less than one-third of the members of the committee or a special meeting may also be convened by no less than five members making requisition to the secretary in writing, which requisition shall clearly state the reasons meeting is being convened and the nature of business to be transacted. No business other than that stated in the requisition shall be discussed and a majority of the members present shall decide the matter at issue.
- (3) Quorum of the committee be three. But if there is a secretary/treasurer another member will have to be elected at the annual general meeting.
- (4) Not less than 14 days' notice, shall be given by the secretary to members of any special meeting.

14 GENERAL MEETINGS

- (a) At any general meeting, the number of members required to constitute a quorum shall be double the number of members on the management plus one.
- (b) No business shall be transacted at any general meeting unless a quorum of members is present.
- (c) If within half an hour from time appointed for the commencement of the general meeting a quorum is not present, the meeting 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 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 the quorum.
- (d) General meetings will be held at least once in every four months, and as often as the committee sees fit. The meeting dates to be decided by the committee with members to be notified.
- (e) Notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of the member's membership by the management committee shall be given in writing.
- (f) The president shall preside as chairman, or if there is no president, or if the president is not present within 15 minutes after the time appointed for the holding of the meeting or is unwilling to act, the vice-president shall be the chairperson or if the vice-president is not present or is unwilling to act then the members present shall elect one of their members to be chairperson of the meeting.
- (g) The chairperson shall maintain order and conduct the meeting in a proper and orderly manner.
- (h) Every question, matter or resolution shall be decided by a majority of votes of the members that are either present in person or via video/telephone conferencing.
- (i) Every member present shall be entitled to one vote and in the case of an equality of votes the chairperson shall have a casting or second vote.
- (j) However, no member shall be entitled to vote at any general meeting if he or she is not a financial member of the club.
- (k) Voting. If a member is unable to attend the meeting in person due to health, wellbeing, family or other commitments, work commitments or for geographical reasons but wishes to vote, the Club shall make video/telephone conferencing available. Voting shall be by show of hands or Yes or No or, if members prefer, by a secret ballot.
- (l) The chairperson shall appoint 2 members to conduct the secret ballot in such manner as the chairperson shall determine and the result of the ballot as declared by the chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded.
- (m) There will be no proxy votes.
- (n) 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.

- (o) For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every management committee and general meeting shall be signed and dated by the chairperson of that meeting or the chairperson of the next succeeding meeting verifying their accuracy and stamped with the Incorporations Common Seal.

However, the minutes of any annual general meeting shall be signed by the chairperson of that meeting or the chairperson of the next succeeding general meeting or annual general meeting.

15 ANNUAL MEETING

The annual general meeting shall be held within 2 months of the close of the financial year. The close of the financial year will be December 31 of each year.

The business to be transacted at every annual general meeting shall be —

- (a) The receiving of the management committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting property of the club for the preceding financial year.
The election of members of the management committee.
- (b) Changes to the constitution.
- (c) Setting of annual subscription fees.
- (d) Other business for annual general meeting of small incorporated associations. This rule applies if the association is a small incorporated association to which sections 59A and 59AB of the Act apply. The following business must be conducted at each annual general meeting of the association— (i) receiving the association's financial statement, and verification statement, for the last reportable financial year; (ii) presenting the financial statement and verification statement to the meeting for adoption.

16 COMMON SEAL

- (1) The management committee shall provide for a common seal and for its safe keeping.
- (2) 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.

17 FUNDS AND ACCOUNTS

- 1. The funds of the club must be kept in the name of a financial institution decided by the members of the club.
- 2. Proper books and records 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 or the like nature.
- 3. All monies shall be deposited as soon as practicable after receipt thereof.
- 4. All amounts of \$50 or over shall be paid by cheque signed by any two of the president, secretary, treasurer or other member, authorised from time to time by the management committee.

5. Cheques shall be crossed "not negotiable" except those in payment for wages, allowances or petty cash recoupments which may be open.
6. The members shall determine the amount of petty cash which shall be kept on the system.
7. All expenditure shall be approved or satisfied at a management committee meeting and general meeting.
8. As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing the particulars of:
 - (a) The income and expenditure for the financial year just ended, and
 - (b) The assets and liabilities and of all mortgages, charges and securities affecting the property of the club at the close of the year.
9. 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 the member to the club or otherwise owing by the club to the member 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 of 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.

18 DOCUMENTS

The management committee shall provide for the safe custody of books, documents, instruments of title and securities of the association.

19 DISTRIBUTION OF SURPLUS ASSETS

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 members of the club, but shall be handed over to another association with the same goals and objectives to be determined by existing members at or before the time of dissolution. Members making this decision must have been financial for at least 2 years.