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MAGNETIC ISLAND COUNTRY CLUB INCORPORATED

CONSTITUTION AND RULES

NAME

1. The name of the incorporated association shall be “**MAGNETIC ISLAND COUNTRY CLUB INC**” (in these Rules called “the Association”).

OBJECTS

2. The objects for which the Association is established are: -
 - (1) To make and maintain provisions to enable its members, guests and other approved persons to participate in all sporting activities, undertakings and pastimes, both social and/or competitive, as can be provided for on the Association's grounds and playing areas and within the Association's premises.
 - (2) To promote as many diversified forms of sport as may be satisfactorily accommodated and to encourage sportsmanship amongst the Association's members, their guests and other approved persons.
 - (3) To arrange sporting competition with any other Association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association.
 - (4) To provide food, refreshments, sporting equipment and all things incidental to the playing of sport for the members of the Association, their guests and other approved persons.
 - (5) To promote Magnetic Island either alone or jointly with any other body so interested.

POWERS

3. The powers of the Association are: -
 - (1) To take over the funds and other assets and the liabilities of the former unincorporated association known as the "MAGNETIC ISLAND COUNTRY GOLF CLUB".
 - (2) To subscribe to, become a member of and co-operate with any other association, club or organisation whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of rule 30(10).

- (3) In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises.
- (4) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association: Provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts.
- (5) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (6) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association.
- (7) To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated association or promotion of the incorporated association or in the furtherance of its objects.
- (8) To construct, improve, maintain, develop, work, manage, carry out alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
- (9) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit.
- (10) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
- (11) In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees 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.
- (12) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise or by

mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay-off any such securities.

- (13) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- (14) In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association.
- (15) 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 Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others.
- (16) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the proviso in sub-rule (4).
- (17) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise.
- (18) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects.
- (19) In furtherance of the objects of the Association to amalgamate with any one or more Incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of rule 30(10).
- (20) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property assets, liabilities and engagements or any one or more of the incorporated associations with which the Association is authorised to amalgamate.
- (21) In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate.
- (22) To make donations for patriotic, charitable or community purposes.
- (23) 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.
- (24) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

CLASSES OF MEMBERS

4. (1) The membership of the Association shall consist of the following classes of members:
 - (a) Members
 - (b) Junior members
 - (c) Family members
 - (d) Dual members
 - (e) Senior members
 - (f) Country members
 - (g) House members
 - (h) Life members
 - (i) Honorary members
 - (j) Intermediate members
- (2) Each class of membership includes both male and female members.
- (3) The number of members in each class of membership shall be unlimited.
- (4) Each member shall be entitled to any benefit or advantage from the Association for which all other members within the same class of membership are equally entitled.

MEMBERSHIP

5. (1) Every applicant for any class of membership of the Association (other than Life members and Honorary members) shall be proposed by one member of the Association and seconded by another member. The application for membership shall be made in writing, signed by the applicant, the proposer and the seconder and shall be in such form as the Management Committee from time to time prescribes.
- (2) Members shall be 18 years of age or over and shall be entitled to the full benefits and advantages of the Association and its activities and facilities.
- (3) Junior members shall be under 18 years of age and shall be entitled to the full benefits and advantages of the Association and its activities and facilities except voting rights and except where prohibited by laws pertaining to age limitations.
- (4) Family members shall be 18 years of age or over and shall be a husband and wife or a de facto related couple and their children to the age of 18 years and shall be entitled to the full benefits and advantages of the Association and its activities and facilities. Children are not entitled to vote. Children will be required to become Junior members to play competition outside this club.
- (5) Dual members shall be 18 years of age or over and shall be a husband and wife or a de facto related couple and shall be entitled to the full benefits and advantages of the Association and its activities and facilities.
- (6) Senior members shall be 60 years of age or over and must have 15 years continuous membership of the Association and shall be entitled to the full benefits and advantages of the Association and its activities and facilities.

- (7) Country members shall be 18 years of age or over and must reside more than 5 kilometres from Magnetic Island and shall be entitled to the full benefits and advantages of the Association and its activities and facilities except voting rights, the right to stand for committee and eligibility to win Closed Club Championship events.
- (8) House members shall be 18 years of age or over and shall be entitled to the full benefits and advantages of the Clubhouse only and shall not have voting rights or the right to participate in sporting events.
- (9) Life membership may be granted only by members in a general meeting. Nominations for Life membership shall be made by the Management Committee under the hand of the Secretary. Such nomination shall include a full justification and the Management Committee's recommendation for the members' consideration. Life membership shall be restricted to persons who have contributed meritorious service for a period of at least ten (10) years or who have contributed meritorious service so outstanding as to cause members to deem such service equivalent to a period of ten (10) years.

Life membership shall be recognised by an appropriate presentation of a citation and/or badge and name placement on the Life Members Honour Board.

Life members shall be entitled to the full benefits and advantages of the Association and its activities and facilities.

- (10) Honorary membership may be granted by the Management Committee to persons who by their actions have caused the Club to benefit in any way whatsoever or to members of similar Associations with whom reciprocal arrangements have been struck.

Honorary membership must be for a defined period of time.

Honorary members shall be entitled to the full benefits and advantages of the Association and its activities and facilities except voting rights.

- (11) Intermediate membership is available to a person who has attained the age of 18 years and who is under the age of 24 years and can provide proof of student/apprentice status. Intermediate playing members are entitled to the full benefits and advantages of the Association and its activities however are unable to vote or hold office.

MEMBERSHIP FEES

- 6. (1) The membership fees for each class of membership shall be such sum as the Management Committee shall from time to time at any meeting so determine.
- (2) The membership fees for each class of membership shall be payable at such time and in such manner as the Management Committee shall from time to time determine.
- (3) Annual fees shall become payable on the First day of September of each year, and shall be payable within one (1) calendar months.
- (4) Life members and Honorary members shall be exempted from payment of affiliation and annual membership fees.

ADMISSION AND REJECTION OF MEMBERS

7. (1) Upon receipt of an application for membership the Secretary shall immediately record all particulars (including full name and address of nominee and time and date of receipt of nomination by the Secretary) in the Proposed Members Register.
- (2) The application for membership shall be displayed on the notice board for at least one (1) week.
- (3) At the next meeting of the Management Committee after the mandatory display period, the application for membership shall be considered by the Management Committee to determine admission or rejection of the applicant.
- (4) Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting shall be accepted into the class of membership applied for.
- (5) Each applicant, whether accepted or rejected, shall be advised in writing by the Secretary of such acceptance or rejection.
- (6) Any person who has an application for membership rejected shall not be admitted to the Clubhouse as a guest or visitor.
- (7) Any person who has an application for membership rejected shall not be eligible to re-apply for membership for a period of twelve (12) months.

SUSPENSION OR TERMINATION OF MEMBERSHIP

8. (1) A member may resign from the Association at any time by giving notice in writing to the Secretary. Such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.
- (2) If a member: -
 - (a) is 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 two (2) months or more; or
 - (d) displays conduct in a manner considered to be injurious or prejudicial to the character or interests of the Association, the Management Committee shall consider whether membership shall be suspended or terminated.
- (3) The member concerned shall be given a full and fair opportunity of presenting a case and if the Management Committee resolves to suspend or terminate membership it shall instruct the Secretary to advise the member in writing accordingly.
- (4) A member whose membership has been suspended or terminated shall not be admitted to the Clubhouse as a guest or visitor.

APPEAL AGAINST REJECTION, SUSPENSION OR TERMINATION OF MEMBERSHIP

9. (1) A person whose application for membership has been rejected or whose membership has been suspended or terminated may within one (1) month of receiving written notification thereof, lodge with the Secretary written notice of intention to appeal against the decision of the Management Committee.
- (2) Upon receipt of a notification of intention to appeal against rejection, suspension or termination of membership the Secretary shall convene, within three (3) months of the date of receipt of such notice, a general meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present a case and the Management Committee or those members thereof who rejected the application for membership or suspended or terminated the membership subsequently shall likewise have the opportunity of presenting a case. The appeal shall be determined by the vote of the members present at such meeting.

RIGHTS AND LIABILITIES ON REJECTION, SUSPENSION OR TERMINATION OF MEMBERSHIP

10. (1) A person whose application is rejected and who does not appeal against the decision of the Management Committee within the time prescribed by these Rules or so appeals but the appeal is unsuccessful shall forthwith receive a refund of any fee paid.
- (2) A member whose membership is suspended or terminated shall remain liable to the Association for all fees or other monies owing or due to the Association prior to the date of such suspension or termination, and the Association shall retain the right to recover such fees or other monies owing or due from the member, and for the purpose of such recovery these Rules shall continue to bind the member

REGISTER OF MEMBERS

11. (1) The Management Committee shall cause a Register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Association and the dates of their admission.
- (2) Particulars of deaths, resignations, terminations and reinstatements of membership and any further particulars the Management Committee or the members at any general meeting may require from time to time shall also be entered into the Register.
- (3) The Register shall be open at all reasonable times for Inspection by any member who previously applies to the Secretary for such inspection.

MANAGEMENT COMMITTEE

12. (1) Members of the Association shall at the annual general meeting or at any general meeting called for that purpose elect or appoint a Management Committee.

- (2) At the next annual general meeting of the Association all members of the Management Committee for the time being shall retire from office, but shall be eligible for re-election upon nomination.

FUNCTIONS OF THE MANAGEMENT COMMITTEE

13. (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 shall have:
- (a) the general control and management of the administration of the affairs, property and funds of the Association; and
 - (b) authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent.
- (2) The Management Committee may exercise all the powers of the Association to:-
- (a) borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase redeem or pay off any such securities;
 - (b) borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane for overdrawn accounts and money lent, whether the term of the loan be short or long, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities; and
 - (c) invest in such manner as the members of the Association may from time to time determine.
- (3) The Management Committee may grant leave of absence for any specified period of time to any member of the Committee. During such leave of absence such member shall be deemed not to be a member of the Committee for the purpose of notices or voting.

MEMBERSHIP OF MANAGEMENT COMMITTEE

14. (1) The Management Committee of the Association shall consist of a President, Vice-President, Secretary, Treasurer, all of whom shall be members of the Association, and other members not exceeding nine (9) as the members of the Association at any general meeting may from time to time elect or appoint.

- (2) The membership of the Management Committee shall, insofar as is possible, be representative of all sporting activities, undertakings and pastimes conducted by the Association.
- (3) A member who is a candidate for election to the Management Committee must be qualified by entitlement to vote at a general meeting.
- (4) A member who is or becomes a full-time paid employee of the Association shall not be eligible to become or to remain a member of the Management Committee.

ELECTION OF MANAGEMENT COMMITTEE

15. The election of officers and other members of the Management Committee shall take place in the following manner: -

- (1) Any two members of the Association shall be at liberty to nominate any other member to serve as an officer or other member of the Management Committee;
- (2) The nomination, which shall be in writing and signed by the member and the proposer and seconder shall be lodged with the Secretary at least fourteen (14) days before the annual general meeting at which the election is to take place;
- (3) A list of the candidates' names in alphabetical order, with the proposers' and seconders' names, shall be posted in a conspicuous place in the office or usual place of meeting of the Association for at least seven (7) days immediately preceding the annual general meeting;
- (4) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;
- (5) Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

RESIGNATION OR REMOVAL FROM MANAGEMENT COMMITTEE

16. (1) Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the Secretary but such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.
- (2) Any member who is absent from three consecutive Management Committee meetings without leave of absence being granted by the Management Committee shall cease to be a member of the Management Committee: Provided that after the member has failed to attend two consecutive meetings without leave of absence, notice shall be given to the member that should the member not attend the next meeting then this rule shall be invoked.
- (3) Any member may be removed from office at a general meeting of the Association where that Member shall be given the opportunity to fully present a case. The

question of removal shall be determined by the vote of the members present at such general meeting.

VACANCIES ON MANAGEMENT COMMITTEE

17. (1) The Management Committee shall have power at any time to appoint any member of the Association to fill any casual vacancy on the Management Committee until the next annual general meeting. The appointee must be qualified by entitlement to vote at a general meeting.
- (2) The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a general meeting of the Association, but for no other purpose.

MEETINGS OF MANAGEMENT COMMITTEE

18. (1) The Management Committee shall meet at least once every calendar month to exercise its functions.
- 2) A special meeting of the Management Committee shall be convened by the Secretary on the requisition in writing signed by not less than one-third of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- (3) At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee at the close of the last general meeting of the members, shall constitute a quorum.
- (4) Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit: Provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of an equality of votes, the Chairperson shall have a .second or casting vote.
- (5) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which that member is interested, or any matter arising thereout, and if that member does so vote the vote shall not be counted.
- (6) Not less than seven (7) days notice shall be given by the Secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat: Provided that in the case of an emergency the President may call an urgent meeting when seven (7) days notice is not practical.
- (7) The President shall chair every meeting of the Management Committee or if there is no President, or if at any meeting the President is not present within ten minutes after

the time appointed for holding the meeting, the Vice-President shall chair the meeting or if the Vice-President is not present at the meeting then the members may choose one of their number to chair the meeting.

- (8) If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

SUB – COMMITTEES

19. (1) The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the Association and such other persons as the Management Committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee
- (2) A sub-committee may elect a member to chair its meetings. If no such member is elected, or if at any meeting the member is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their number to chair the meeting.
- (3) 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 Chairperson shall have a second or casting vote.
- (4) The President, Secretary and Treasurer shall be ex-officio members of all sub-committees.
- (5) Each sub-committee will present a report on its activities to each monthly Management Committee meeting.

VALIDITY

20. (1) All acts done by any meeting of the Management Committee or of a subcommittee or by any person acting as a member at the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.
- (2) A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

ANNUAL GENERAL OR GENERAL MEETINGS

21. (1) The annual general meeting shall be held within three (3) months of the close of the financial year.
- (2) The business to be transacted at every annual general meeting shall be the:-
- (a) 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 association for the preceding financial year;
 - (b) receiving of the auditor's report upon the books and accounts for the preceding financial year;
 - (c) resolution of Notices of Motion;
 - (d) election of members of the Management Committee;
 - (e) appointment of an auditor; and
 - (f) relevant general business
22. The Secretary shall convene a special general meeting: -
- (a) when directed to do so by the Management Committee; or
 - (b) on the requisition in writing signed by not less than one-third of the on the members presently on the Management Committee or not less than the number of ordinary members of the Association which equals double the number members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat; or
 - (c) on being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to suspend or terminate the membership of any person.
23. (1) At any general meeting the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.
- (2) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of this rule "member" includes a person attending as a proxy or as representing a corporation which is a member.
- (3) If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present the meeting, if convened upon the requisition of members of the Management Committee or the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present

within half an hour from the time appointed for the meeting, the members present shall be a quorum.

- (4) The Chairperson 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 translated at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
24.
 - (1) The Secretary shall convene all general meetings of the Association by giving not less than fourteen (14) days notice of any such meeting to the members of the Association
 - (2) The manner by which such notice shall be given shall be determined by the Management Committee: Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection, suspension or termination of membership by the Management Committee, shall be given in writing. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.
25. Unless otherwise provided by these Rules, at every general meeting: -
 - (1) the President shall chair the meeting, or if there is no President, or if the President 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 chair the meeting or if the Vice-President is not present or is unwilling to act then the members present shall elect one of their number to chair the meeting: Provided that the President shall vacate the chair during the election for the position of President if that member is a candidate.
 - (2) the Chairperson shall maintain order and conduct the meeting in a proper and orderly manner.
 - (3) every question, matter or resolution shall be decided by a majority of votes of the members present and that decision shall be binding upon and obeyed by the Management Committee, all sub-committees and all members.
 - (4) every member present shall be entitled to one vote and in the case of an equality of votes the Chairperson shall have a second or casting vote: Provided that no member shall be entitled to vote at any general meeting if that member's annual subscription is in arrears at the date of the meeting.
 - (5) voting shall be by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which event there shall be a secret ballot. The Chairperson shall appoint two (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.

- (6) a member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote.
- (7) the instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointor or attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy must be a member of the Association. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot.
- (8) where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit:

Magnetic Island Country Club Incorporated:

I, of,
being a member of the above named Association, hereby appoint

.....
of or alternatively,
..... 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 thereof.

Signed this day of , 20....

Signature

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

*Strike out whichever is not desired (unless otherwise instructed, the proxy
may vote accordingly).

- 9) the instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote.

MINUTES

26. 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 Chairperson of that meeting or the Chairperson of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting: Provided that 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.

BY-LAWS

27. The Management Committee may from time to time make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the Association and any by-law may be set aside by a general meeting of members.

ALTERATION OF RULES

28. 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 and the Licensing Commission.

COMMON SEAL

29. 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

30. (1) The funds of the Association shall be deposited in the name of the Association in such banks or permanent building societies as the Management Committee may from time to time direct,
- (2) Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.
- (3) All moneys shall be deposited as soon as practicable after receipt thereof.
- (4) All amounts of one hundred (100) dollars 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 of wages, allowances or petty cash recoupment which may be open.
- (6) The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.
- (7) All expenditure shall be approved or ratified at a Management Committee meeting: Provided that for any expenditure in excess of \$500.00, prior Management Committee approval shall be obtained: Provided further that the Management Committee may from time to time approve in advance the payment of accounts for regular commitments as they fall due.

- (8) As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared a statement containing particulars of:
- (a) the income and expenditure for the financial year just ended; and
 - (b) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.
- (9) All such statements shall be examined by the Auditor who shall present a 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.
- (10) The income and property of the Association 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 Association provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of moneys advanced by that member to the Association or otherwise owing by the Association to that member or of remuneration to any officers or servants of the Association or to any member of the Association or other person in return for any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.

CAPITAL EXPENDITURE

31. The maximum amount of Capital Expenditure which may be incurred by the Management Committee without prior approval by the annual general meeting or by a special general meeting of members shall be determined by By-law.

The said By-law may be amended only by the annual general meeting or by a special general meeting of members.

DOCUMENTS

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

FINANCIAL YEAR

33. The financial year of the Association shall close on the Thirty-first day of August in each year.

DISTRIBUTION OF SURPLUS ASSETS

34. If the Association 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 Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of rule 30(10), such institution or institutions to be determined by the members of the Association.

HEADINGS

35. The headings appearing centred above these rules in bolder type have been inserted for reference purposes only and have no effect on the interpretation of these rules.