



THE SURF CLUB

MOOLOOLABA

MOOLOOLABA SURF LIFE SAVING SUPPORTERS CLUB INC.

CONSTITUTION

March 2026

TABLE OF CONTENTS

1. NAME AND INTERPRETATION	3
2. OBJECTS	5
3. POWERS	5
4. COMPLIANCE OF ASSOCIATION AND OPERATION OF CONSTITUTION	5
5. MEMBERSHIP	7
6. MEMBERSHIP FEES.....	9
7. ADMISSION AND REJECTION OF MEMBERS	10
8. COMPLIANCE	10
9. TERMINATION OF MEMBERSHIP	10
10. REGISTER OF MEMBERS	11
11. MEMBERSHIP OF MANAGEMENT COMMITTEE	11
12. ELECTION OF THE MANAGEMENT COMMITTEE	11
13. VACANCIES ON THE MANAGEMENT COMMITTEE	12
14. REMOVAL OF MANAGEMENT COMMITTEE MEMBER	12
15. FUNCTION OF THE MANAGEMENT COMMITTEE.....	14
16. MEETING OF MANAGEMENT COMMITTEE.....	15
17. CONFLICT OF INTEREST	15
18. DELEGATION/POWERS OF MANAGEMENT COMMITTEE	16
19. ANNUAL GENERAL OR GENERAL MEETINGS.....	17
20. MINUTES OF MEETINGS	19
21. BY-LAWS	20
22. ALTERATION OF RULES	20
23. NOTICE OF MOTION	20
24. MOTIONS TO RESCIND	21
25. COMMON SEAL.....	21
26. FUNDS AND ACCOUNTS.....	21
27. DOCUMENTS	22
28. FINANCIAL YEAR	22
29. MISCELLANEOUS	22
30. DISSOLUTION	23
31. DISTRIBUTION OF SURPLUS ASSETS.....	23
32. GRIEVANCE PROCEDURE.....	23

ASSOCIATIONS INCORPORATION ACT 1981 (QLD)

CONSTITUTION OF

MOOLOOLABA SURF LIFE SAVING SUPPORTERS CLUB INC

1. NAME AND INTERPRETATION

1.1 Name and definitions

The name of the incorporated Association shall be Mooloolaba Surf Life Saving Supporters Club Incorporated (**Association**).

The following terms shall have the meanings that are set out against them respectively:

Act means The Associations Incorporation Act 1981 (Qld).

Association means the Mooloolaba Surf Life Saving Supporters Club Incorporated.

By-Laws means By-Laws created by the Association under this Constitution.

Member unless otherwise specifically described shall mean Ordinary Members, Foundation Members, Life Members, Social Members, Visitor Members and Honorary Members.

Management Committee means the Committee responsible for the control of the business and operations of the Association.

General Meeting any General Meeting including the Annual General Meeting.

Objects means the objects of the Association in Clause 2.

SLSQ means Surf Life Saving Queensland.

SLSA means Surf Life Saving Australia.

Supporters Club means The Mooloolaba Surf Life Saving Supporters Club Inc.

Surf Life Saving Club means Mooloolaba Surf Life Saving Club Inc.

Special Resolution means A resolution passed at a General Meeting by the votes of three quarters (75%) of the members who are present at the meeting and entitled to vote on the resolution.

1.2 Interpretation

In this Constitution:

- (a) a reference to a function includes a reference to a power, authority and duty;
- (b) a reference to the exercise of a function includes where the function is a power, authority or duty a reference to the exercise of the power or authority of the performance of the duty;
- (c) words importing the singular include the plural and vice versa;
- (d) words importing any gender include the other genders;
- (e) references to persons include corporations and bodies politic;
- (f) references to a person include the legal personal representatives, successors and permitted assigns of that person,
- (g) a reference to a statute, ordinance code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any legislative authority having jurisdiction).
- (h) The specification of the objects and powers of the Association in Rules 2 and 3 of this Constitution are not in any particular order and are not to be construed so as to lead to the construction that any object or power is more important than any other object or power, nor than any object or power which is specified in detail is more important than any object or power which has not been specified in detail, and no particular object or power will be limited by reference to any other and the rule of construction known as the ejusdem generis rule shall not apply.
- (i) If any provision of this Constitution or any phrase contained in it is invalid or unenforceable in any jurisdiction, the phrase or provision is to be read down for the purpose of that jurisdiction. If possible, so as to be valid and enforceable and otherwise it shall be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions of this Constitution or affecting the validity or enforceability of that provision in any other jurisdiction.

1.3 The Constitution

The model rules under the *Associations Incorporation Act 1981 (QLD)* (Act) are expressly displaced by this Constitution.

2. OBJECTS

The Association is established solely to:

- 2.1 provide funding to the Surf Life Saving Club.
- 2.2 promote, foster, support and encourage the aims and objects of the Surf Life Saving Club and all matters pertaining to those objects.
- 2.3 be formally affiliated with the Surf Life Saving Club.
- 2.4 provide for members and for members' guests a "Licensed Club" with all the usual facilities.
- 2.5 apply for and obtain and hold a Registered Club Licence or any other licence or licences or permits under the Liquor Act of Queensland and Law of any other Act or Laws for the time being operative.
- 2.6 obtain and hold any licence or permission necessary for and to carry on the business of restaurant/cafe keepers and/or sellers of all kinds of goods, provisions, etc. used or desired by members.
- 2.7 render aid either financial or by other means to the Surf Life Saving Club which shall be affiliated with SLSA.
- 2.8 carry on all such activities as may be necessary or convenient for the purposes of the Association or any of them.
- 2.9 do all such acts, deeds, matters and things and to enter into and make such agreements as are incidental or conducive to attainment of the objects of the Association or any of them.
- 2.10 be affiliated with the Surf Life Saving Club, SLSQ and SLSA and comply with the requirements of such affiliation.

3. POWERS

The Association shall have the powers:

- 3.1 of an incorporated association under the Act; and
- 3.2 to do such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

4. COMPLIANCE OF ASSOCIATION AND OPERATION OF CONSTITUTION

4.1 Compliance of Association

The Members acknowledge and agree the Association shall:

- (a) be or remain incorporated in Queensland;
- (b) apply its property and capacity solely in pursuit of the Objects;
- (c) comply with all SLSQ rules and policies;

- (d) do all that is reasonably necessary to enable the Objects to be achieved;
- (e) affiliate and otherwise liaise with Mooloolaba Surf Life Saving Club Inc, SLSQ and SLSA in the pursuit of these Objects;
- (f) act in good faith and loyalty to ensure the maintenance and enhancement of lifesaving, its standards, quality and reputation for benefit of the Surf Life Saving Club and surf lifesaving; and
- (g) at all times act in the interests of the Surf Life Saving Club and surf lifesaving.

4.2 Operation of the Constitution

The Association and the Members acknowledge and agree:

- (a) that they are bound by this Constitution and that this Constitution, operates to create uniformity in the way in which the Objects and surf lifesaving are to be conducted, promoted, encouraged, advanced and administered throughout;
- (b) to ensure the maintenance and enhancement of surf lifesaving, its standards, quality and reputation for the benefit of the Surf Life Saving Club and surf lifesaving;
- (c) not to do or permit to be done any act or thing which might adversely affect or derogate from the standards, quality and reputation of surf lifesaving and its maintenance and enhancement;
- (d) to act in the interest of the Surf Life Saving Club;
- (e) where the Association considers or is advised that a Member has allegedly:
 - i. breached, failed, refused or neglected to comply with a provision of this Constitution, the By-Laws, or any resolution or determination of the Association; or
 - ii. acted in a manner prejudicial to the Objects and interests of the Association and/or surf lifesaving; or
 - iii. brought themselves, the Association, any surf life saving club (including the Surf Life Saving Club) or surf lifesaving into disrepute;

the Association may after allowing the Member a reasonable opportunity to explain, adjudicate and if necessary penalise the Member with such penalty as it thinks appropriate.

4.3 The Association must:

- (a) advise SLSQ as soon as practicable of any serious governance, administrative, operational or financial difficulties the Association is having;

- (b) assist SLSQ in obtaining an understanding of those issues; and
- (c) cooperate with SLSQ in addressing those issues in whatever manner SLSQ sees fit including;
 - i. the appointment of a person or entity to conduct and manage the Association's business and affairs or;
 - ii. allowing SLSQ itself to conduct all or part of the business or affairs of the Association on such terms as SLSQ considers appropriate.

5. MEMBERSHIP

5.1 No person shall be eligible for any class of membership unless they are at least 18 years of age.

5.2 The membership of the Association shall consist of the following categories of members:

- (a) Ordinary Members;
- (b) Social Members;
- (c) Foundation Members;
- (d) Life Members;
- (e) Visitor Members;
- (f) Honorary Members.

5.3 Ordinary Members

- (a) An Ordinary Member of the Association must also be a Voting Member of the Surf Life Saving Club.
- (b) Ordinary Members have the right to vote and shall be entitled to receive notice of General Meetings and to attend and speak at General Meetings.
- (c) Ordinary Members are entitled to nominate for positions on the Management Committee.
- (d) A voting member of the Surf Life Saving Club may apply to become an Ordinary Member of the Association and that application shall be dealt with in accordance with clause 8.1.

5.4 Social Members

- (a) Social Members shall not be entitled to receive notice nor attend nor to speak nor to vote at General Meetings of the Association.
- (b) Social Members are not entitled to nominate for elections of the Management Committee.

- (c) A person may apply to become a Social Member of the Association and that application shall be dealt with in accordance with clause 8.1.

5.5 Foundation Members

Foundation Members shall be entitled to similar privileges as provided for Social Members and in addition shall have suitable visible recognition within the Association's premises. They shall be limited in number as determined by the Management Committee and shall be required to submit a once only fee of \$250.00. Foundation members shall not be eligible to attend or vote at General Meetings of the Association, nor to nominate other members and/ or to be nominated themselves for election to the Management Committee.

5.6 Life Members

- (a) Life Members may be elected from Members of the Association who have rendered special service to the Association and shall be entitled to those privileges as they enjoyed in their class of membership of the Association prior to being elected as a Life Member.
- (b) Life Membership shall be bestowed on a person:
 - i. who has been nominated as a Life Member; and
 - ii. whose nomination has been received, considered and approved by the Management Committee; and
 - iii. who is elected as a Life Member by Special Resolution at a General Meeting of Members present and entitled to vote.

5.7 Visitor Members

Visitor Membership may be granted under the following conditions:

- (a) the person shall be classified in at least one of the following categories:
 - i. overseas or interstate visitors, for a period of one day at a time only;
 - ii. intrastate visitors whose principal place of residence is located at least 15 kilometres from the Association premises, for a period of one day at a time only;
 - iii. members of other "clubs" and their guests provided that appropriate reciprocal rights are in force with those "clubs", for a period of one day at a time only;
 - iv. persons who have made application for Ordinary membership who have also paid the prescribed application fee, during the period they are awaiting a decision from the Management

Committee, for a period not exceeding 30 days from the date of receipt of such application;

v. members of other “clubs” who are either the managers or the members of a sporting team visiting the Club for the purpose of taking part in sporting competitions or social functions, for the days of the competitions or functions only.

(b) The above Visitor Members may be admitted to the Association from time to time if and as required by sections 77 and 79 of the Liquor Act 1992 (Qld) for the Visiting Member to attend the Supporters Club and for the Association to lawfully sell liquor to such persons on the licensed premises, for consumption on or off the premises.

(c) Visitor Members shall not be entitled to attend or vote at any meeting of the Association.

5.8 Honorary Membership

Honorary membership may be granted by the Management Committee at a Committee meeting and shall be recorded in the Minutes provided that privileges of honorary membership shall be as for social members. Honorary members shall not be eligible to attend or vote at General Meetings of the Association, nor to nominate other members and/ or to be nominated themselves for election to the Management Committee.

5.9 Reciprocal Rights

The secretary shall keep a register of member clubs of Clubs Queensland and of Clubs affiliated with SLSA, whose members over the age of 18 shall have reciprocal rights within the facilities of clubs throughout Queensland, and the conditions of entry upon and use of any club facilities are at the discretion of the host club.

6. MEMBERSHIP FEES

6.1 The membership fees for each category of membership shall be such sum as is determined by the Management Committee from time to time.

6.2 The membership fees for each category of membership shall be payable at such time and in such manner as the Management Committee shall from time to time determine.

6.3 Ordinary Members of the Association must renew their membership of the Association annually on a common date as decided upon by the Management Committee. All other Membership categories are to be renewed over a period decided upon by the Management Committee. Membership renewal is not automatic and may be rejected by the Management Committee. There is no right or expectation that membership will be renewed. There is no right of appeal where a membership application or renewal is rejected.

6.4 The membership fees paid to The Surf Club by voting members over the age of 18 years and when accepted by the Surf Club shall automatically

entitle those members to Ordinary membership of the Association should they so apply.

7. ADMISSION AND REJECTION OF MEMBERS

- 7.1 At the next meeting of the Management Committee after the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant.
- 7.2 Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.
- 7.3 When an applicant for membership has been accepted by the Management Committee the Secretary shall adjust the members register and the candidate shall become a member of the Club in the category applied for. Where an application is rejected by the Management Committee, the Secretary shall forthwith give the applicant notice in writing of such rejection, provided however that the Secretary is not required to give any reasons for the rejection.

8. COMPLIANCE

- 8.1 The Association must comply with all laws applying to liquor licensing and gaming at the Association's premises including any requirements for membership of the Association under those laws.
- 8.2 All Members must comply with all laws applying to liquor licensing and gaming at the Association's premises. Where any Member fails to comply with such laws their membership of the Association may be terminated by the Management Committee on written notice to the Member.

9. TERMINATION OF MEMBERSHIP

- 9.1 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.
- 9.2 Subject to clause 8.2, The termination of membership or the disciplining of members shall occur in accordance with the Disciplinary Procedures as determined by a Club from time to time.
- 9.3 If a member -
 - (a) is convicted of an indictable offence; or
 - (b) fails to comply with any of the provisions of the Rules; or
 - (c) conducts himself in a manner considered to be injurious or prejudicial to the character or interests of the Association

then their membership may be terminated pursuant to this clause and the By-Laws.

- 9.4 If a member has membership fees in arrears for one month or more, then their membership shall lapse.

10. REGISTER OF MEMBERS

- 10.1 The Management Committee shall keep a Register in which shall be entered the names of proposed members and the date of proposal, the names, residential addresses and occupations of all persons admitted to membership of the Association and the dates of their admission.
- 10.2 Particulars shall also be entered into the Register of deaths, resignations, termination and reinstatement of membership and any further particulars as the Management Committee or the members at any General Meeting may require from time to time.
- 10.3 The Register may be open for inspection at all reasonable times by any Member who applies in writing to the Secretary for such inspection. Such application must be made in good faith and for a proper purpose. If the Management Committee reasonably determines that an application is not made in good faith and for a proper purpose it may decline the request for inspection. There is no right of appeal where the Management Committee declines a request for inspection.

11. MEMBERSHIP OF MANAGEMENT COMMITTEE

- 11.1 The Management Committee of the Association shall consist of a:

- (a) President;
- (b) Vice-President;
- (c) Secretary;
- (d) Treasurer; and
- (e) Up to three (3) Committee Members

all of whom shall be Ordinary Members of the Association and be elected at the Annual General Meeting or any General Meeting of the Association.

12. ELECTION OF THE MANAGEMENT COMMITTEE

- 12.1 The Management Committee so elected shall serve until the conclusion of the next Annual General Meeting.
- 12.2 At the Annual General Meeting of the Association, all the members of the Management Committee for the time being shall retire from office but shall be eligible for re-election.
- 12.3 The election of members of the Management Committee shall take place in the following manner:

- (a) The nomination, which shall be in writing, in a form approved by the Management Committee, signed by two Ordinary Members as mover and seconder, and signed by the nominee to confirm their consent to the nomination, shall be lodged with the Secretary at least 28 days before the Annual General Meeting at which the election is to take place.
- (b) The Management Committee may create By-Laws to provide for a process to review nominations for Management Committee positions, and to endorse suitable nominees.
- (c) A list of the candidates' names in alphabetical order shall be posted in a conspicuous place in Association's clubhouse premises and/ or the usual place of meeting of the Association for at least fourteen (14) days immediately preceding the Annual General Meeting.
- (d) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each Ordinary Member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies.
- (e) Should at the commencement of the Annual General Meeting, there be an insufficient number of candidates nominated or equal number of candidates nominated to the available positions, those candidates must still be elected by a majority of voting Ordinary Members present at the meeting. If any position remains unfilled that position shall be deemed a casual vacancy and may be filled in accordance with this Constitution.

13. VACANCIES ON THE MANAGEMENT COMMITTEE

- 13.1 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. 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.
- 13.2 The Management Committee has power at any time to appoint an Ordinary Member of the Association to fill any casual vacancy on the Management Committee for the remainder of the term of the vacant position.
- 13.3 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 under this Constitution 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 no other purpose.

14. REMOVAL OF MANAGEMENT COMMITTEE MEMBER

- 14.1 Reasons for removal of a Management Committee Member:

In addition to the circumstances in which the office of a Management Committee Member becomes vacant by virtue of the Act, the office of a Management Committee Member becomes vacant if the Management Committee Member:

- (a) dies;
- (b) becomes bankrupt or makes any arrangement or composition with his creditors generally;
- (c) becomes of unsound mind or a person whose person or estate is liable to be dealt with in anyway under the law relating to mental health;
- (d) resigns his office in writing to the Association;
- (e) is absent without the consent of the Management Committee from meetings of the Management Committee held during a period of 6 months;
- (f) without the prior consent or later ratification of the Members in General Meeting holds any office of profit under the Association;
- (g) is directly or indirectly interested in any contract or proposed contract with the Association and fails to declare the nature of his interest;
- (h) is removed by Resolution;
- (i) has been expelled or suspended from membership (without further recourse under this Constitution or the SLSQ Constitution);
- (j) would otherwise be prohibited from being a director of a corporation under the Corporations Act 2001 (Cth);
- (k) Assessed by the Office of Liquor and Gaming regulation (OLGR) as not a suitable person to be party to liquor and gaming licences held by the Association.

14.2 Removal by Resolution

- (a) Any member who is eligible to vote at a General Meeting of the Association (in this Rule 14, called the "Proposer") shall be entitled to propose a resolution to remove a member of the Management Committee from office provided that such a proposal is supported and signed by at least 30 Members who are eligible to vote at a General Meeting of the Association, in which case such resolution shall be put to a General Meeting or Special General Meeting of the Association for decision in accordance with this Rule 14.
- (b) A resolution to remove a member of the Management Committee shall require -more than 50% of the votes of members present and eligible to vote at the General Meeting.

- (c) The Proposer must provide to the Secretary a written notice of the proposal and a written resolution ("Removal Resolution") signed by a least 30 Members who are eligible to vote at a General Meeting of the Association together with written reasons for it and any evidence the Proposer intends to rely on to support the removal of the Management Committee member.
- (d) Within 14 days of receiving a compliant notice, Removal Resolution, and written reasons in accordance with clause 14(c), the Secretary must call a General Meeting to determine the Removal Resolution by giving 28 days' notice to the member of the Management Committee who is the subject of the proposal and to those members who are entitled to attend the meeting. The Secretary shall provide copies of the Removal Resolution as part of the notice of meeting.
- (e) Before giving notice under clause 14(d), the Secretary shall provide the member of the Management Committee who is the subject of the proposal with a copy of the notice, resolution, written reasons, and any evidence lodged by the Proposer in accordance with clause 14(c)
- (f) At the General Meeting at which any Removal Resolution is considered the Proposer shall be entitled to make representations and present any evidence already provided to the Secretary. The member of the Management Committee who is the subject of the resolution shall then be entitled to make representations and present any evidence in their defence.
- (g) The Proposer shall not be entitled to introduce new allegations or evidence at the meeting.
- (h) If either or both of the Proposer or the member of the Management Committee who is the subject of the resolution fails to attend the meeting at which the Removal Resolution is to be considered, then the meeting will consider the Removal Resolution and make a decision in their absence.
- (i) The Secretary shall by written notice to the member of the Management Committee who is the subject of the Removal Resolution, notify them of the outcome of the meeting within 14 days of the decision.

15. FUNCTION OF THE MANAGEMENT COMMITTEE

Subject to the Act and this Constitution the Management Committee has:

- 15.1 the general control and management of the administration of the affairs, property and funds of the Association; and
- 15.2 authority to interpret the meaning of this Constitution and any matter relating to the Association on which this Constitution are silent.

16. MEETING OF MANAGEMENT COMMITTEE

- 16.1 The Management Committee shall meet at least once every two (2) calendar months to exercise its function.
- 16.2 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. Such requisition shall clearly state the reasons why such meeting is being convened and the nature of the business to be transacted at the meeting.
- 16.3 At every meeting of the Management Committee a majority of Management Committee members shall constitute a quorum.
- 16.4 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, if voting is equal, the question shall be deemed to be decided in the negative.
- 16.5 A member of the Management Committee must not vote in respect of any matter in which they have a material personal interest. If the Management Committee member does so vote his vote shall not be counted.
- 16.6 Unless all Management Committee members agree to shorter notice, not less than fourteen (14) clear days notice, in writing, shall be given by the Secretary to members of the Management Committee of any meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed at the meeting.
- 16.7 The President shall chair every meeting of the Management Committee. If he/she is not present within ten minutes after the time appointed for holding the meeting, the Vice-President shall chair. If the Vice-President is also not present the members present will choose one of their number to chair the meeting.

17. CONFLICT OF INTEREST

- 17.1 A member of the Management Committee shall declare any material personal interest they have or may have in any matter and shall absent themselves from discussions of such matter and shall not be entitled to vote in respect of such matter. In the event of uncertainty as to whether it is necessary for a member of the Management Committee to absent them from discussion or refrain from voting, the issue should be immediately determined by vote of the Management Committee, or if this is not possible, the matter shall be adjourned or deferred. All disclosed interests must be recorded and submitted to the Annual General Meeting in accordance with the Act.
- 17.2 Notice that a Management Committee member is to be regarded as having a material personal interest in a matter being considered is sufficient declaration for such Management Committee member and the said matter. After such general notice it is not necessary for such

Management Committee member to give a special notice relating to the said matter.

- 17.3 A general notice that a Management Committee member is a member of any specified firm or company and is to be regarded as interested in all transactions with that firm or company is sufficient declaration under this Rule 17 for such Management Committee member and the said transactions. After such general notice it is not necessary for such Management Committee member to give a special notice relating to any particular transaction with that firm or company.
- 17.4 The nature of the financial interest of such Management Committee member must be declared by the Management Committee member at the meeting of the Management Committee at which the contract or arrangement is first taken into consideration if the interest then exists, or in any other case at the first meeting of the Management Committee after the acquisition of the interest.
- 17.5 Any declaration made or any notice given by a Management Committee member under this Rule 17 must be recorded in the minutes of the relevant meeting.
- 17.6 A Management Committee member is disqualified from:
- (a) holding any place of profit or position of employment in the Association, or in any company or incorporated association in which the Association is a shareholder or otherwise interested; or
 - (b) contracting with the Association either as vendor, purchaser or otherwise,
- except with express resolution of approval of the Management Committee.
- 17.7 Any contract or arrangement in which any Management Committee member is in any way interested which is entered into by or on behalf of the Association without the approval of the Management Committee, will be voided for such reason.
- 17.8 A Management Committee member, notwithstanding the interest, may be counted in the quorum present at any meeting but cannot vote in respect of any contract or arrangement in which the Management Committee member is interested. If the Management Committee member votes, the vote shall not be counted.

18. DELEGATION/POWERS OF MANAGEMENT COMMITTEE

- 18.1 The Management Committee may delegate any of its power to a sub-committee consisting of such persons as the Management Committee thinks fit. Any sub-committee so formed shall, in the exercise of the powers so delegated, conform to any directions that are imposed on it by the Management Committee:
- (a) A sub-committee will meet regularly in the course of its duties and will provide monthly written reports on the sub-committee's activities to the Management Committee.

- (b) A sub-committee will elect a chair of and for its meetings.
 - (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 if votes are equal, the question shall be deemed to be decided in the negative.
- 18.2 All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.
- 18.3 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.

19. ANNUAL GENERAL OR GENERAL MEETINGS

- 19.1 The first General Meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the Association, and at such place as the Management Committee may determine. Subsequently a minimum of 1 General Meeting shall be conducted within 6 months of the preceding Annual General Meeting. Further General Meetings may be held as determined by the Management Committee. All Ordinary members are permitted to attend and vote at any General Meeting of the Association.
- 19.2 An Annual General Meeting shall be held in accordance with the Act. The business to be transacted at the Annual General Meeting shall be:
- (a) receiving 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 the Auditor's Report upon the books and accounts for the preceding financial year;
 - (c) the motion for affiliation with Mooloolaba Surf Life Saving Club Inc;
 - (d) the motion for affiliation with SLSQ and SLSA;
 - (e) election of members of the Management Committee; and
 - (f) appointment of an Auditor.
- 19.3 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 Ordinary Members equal to twice the number of current Management Committee Members plus one (1) member. Such requisition shall clearly state the reasons such Special General Meeting is being convened and the nature of the business to be transacted at that meeting.
- (c) At any General Meeting the number of Ordinary Members required to constitute a quorum shall be such number of Ordinary Members over the age of 18 years of age that equate to twice the number of current Management Committee Members plus one (1) Member.
- (d) No business shall be transacted at any General Meeting unless a quorum of Ordinary Members is present at the time when the meeting proceeds to business.
- (e) 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 Ordinary Members, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the appointed time for the meeting, the Ordinary Members present shall be a quorum.
- (f) The Chairman may, with the consent of any meeting 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 (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.

19.4 The Secretary shall convene all General Meetings of the Association by giving not less than 28 days preliminary notice of any such meeting to Ordinary Members. Any Notices of Motion and Agenda to be given to members not less than 14 days prior to any such meeting.

19.5 The manner by which such notice shall be given shall be determined by the Management Committee from time to time provided that notice of any meeting is given in writing. Notice of a General Meeting shall clearly state the nature of the business to be discussed at the meeting.

- (a) Unless otherwise provided by this Constitution, at every General Meeting:
- (b) The President shall preside as chair, or if there is no President or Vice-President, or if they are both not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling

to act, then the Members present shall elect one of their number to chair the meeting.

- (c) The chair shall maintain order and conduct the meeting in a proper and orderly manner.
- (d) Every question, matter or resolution shall be decided by a majority of votes of Ordinary Members present.
- (e) Every Ordinary Member present shall be entitled to one vote and if voting is equal the motion is lost. No Ordinary Member is entitled to vote at any General Meeting if his annual subscription is more than one month in arrears at the date of the meeting.
- (f) At any meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by:
 - i. the chairperson; or
 - ii. a simple majority of Members.
- (g) If a poll is duly demanded under clause 19.5(f), it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the chairperson directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded.
- (h) Proxy voting shall not be permitted at any General Meeting.
- (i) Unless otherwise determined by the Management Committee there shall be no postal or electronic voting. If the Management Committee determines that a matter be decided by postal or electronic vote it shall also determine the process by which such vote is undertaken.

20. MINUTES OF MEETINGS

- 20.1 The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and Annual General Meeting, Special General Meeting and General Meeting to be entered in minute books.
- 20.2 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 Chair of that meeting or the Chair of the next succeeding meeting verifying their accuracy.
- 20.3 Similarly, the minutes of every General Meeting shall be signed by the Chair of that meeting or the Chair of the next succeeding General Meeting. The minutes of Annual and General Meetings shall be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection.

20.4 Members have no entitlement to access the minutes of Management Committee meetings but may request access to such minutes of Management Committee Meetings. Upon receiving such a request, (which must be made in good faith and for a proper purpose) the Management Committee may, at its absolute discretion, permit or refuse the request.

21. BY-LAWS

21.1 The Management Committee may from time to time make, amend, interpret or repeal By-Laws, not inconsistent with this Constitution, for the internal management of the Association. Any By-Laws made are binding on Members.

21.2 Amendments, alterations, new interpretations, or other changes to By-Laws shall be advised to Members of the Association by means of notices approved and issued by the Management Committee.

22. ALTERATION OF RULES

22.1 Subject to the Act, this Constitution may be amended, rescinded or added to, from time to time by a special resolution carried at any General Meeting.

22.2 Notice of the proposed alteration shall be given in the manner provided for Notices of Motion but shall specifically state that it is a notice of proposal to alter the Constitution, either by amending or repealing an existing provision thereof or by adding a new provision.

23. NOTICE OF MOTION

23.1 Notices of any motion intended to be moved at an Annual General Meeting, General Meeting or Special General Meeting of the Association, shall be given in writing signed by the mover and seconder (who must be Ordinary Members to which the Notice of Motion will be referred) to the Secretary at least twenty one (21) clear days prior to the date of such meeting and may be included in the business paper on the notice calling such meeting.

23.2 The meeting may, by ordinary resolution, grant the mover and seconder leave to alter their motion, in a minor way without altering the intention of the motion. No major amendment to the motion will be accepted.

23.3 A motion of which due notice has been given, if unsuccessful, cannot be resubmitted, nor may any other motion having a similar effect be moved at the next meeting of the Association or within six (6) months from the date of its rejection, unless approved by the Management Committee.

24. MOTIONS TO RESCIND

- 24.1 A motion to rescind any motion carried at a meeting of the Association may be considered at the next General Meeting of the Association or where necessary a special General Meeting may be called.
- 24.2 A motion to rescind any motion carried at a Management Committee Meeting may be considered at the next meeting of the Management Committee.

25. COMMON SEAL

- 25.1 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 any two (2) members of the Management Committee, one of whom shall be - the President, Secretary or Treasurer of the Association.
- 25.2 The Association may execute a document without using a common seal if the document is signed by:
- (a) Any two of the Management Committee members; or
 - (b) Any one member of the Management Committee and another person approved by the Management Committee.

26. FUNDS AND ACCOUNTS

The funds of the Association shall be banked in the name of the Association in such bank as the Management Committee may from time to time determine, and when practical a monthly donation of funds to the Surf Life Saving Club shall be effected. The following provisions shall be required:

- 26.1 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.
- 26.2 All monies shall be banked as soon as practicable after receipt.
- 26.3 All amounts of fifty dollars or over shall be paid by electronic transfer or by cheque signed by any two of the Chair, Secretary, Treasurer or other member authorised from time to time by the Management Committee, except for gaming payments which shall be governed by and comply with any and all gaming regulations.
- 26.4 Cheques shall be crossed "Not Negotiable" except those in payment of wages, allowances or petty cash recoupment which may be open.
- 26.5 The Management Committee shall determine the amount of petty cash which shall be kept on the Imprest system.

- 26.7 All the expenditure shall be approved or ratified at a Management Committee meeting.
- 26.8 As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared a statement containing particulars of the:
- (a) income and expenditure for the financial year just ended; and
 - (b) assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.
- 26.9 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.
- 26.10 All income and property of the Association from wherever derived shall be used and applied solely in promotion of the Objects and in the exercise of its powers as set out in this Constitution. No portion of that income and property 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. Nothing herein contained shall prevent the payment in good faith of interest to any such Member in respect of monies advanced by him to the Association or otherwise owing by the Association to him or of remuneration to any officers or servants of the Association or to any Member of the Association or other person in return for any services actually rendered to the Association. Further 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.
- 26.11 No Member is or shall be entitled to any benefit or advantage from the Association which is not shared equally by every Member.

27. DOCUMENTS

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

28. FINANCIAL YEAR

The financial year of the Association shall close on 30 April in each year.

29. MISCELLANEOUS

- 29.1 No liquor shall be sold or supplied to any person under eighteen years of age and no such person shall have or consume any liquor upon the Association's premises.
- 29.2 No person other than the Association or its members shall directly or indirectly derive any profit or advantage from the fact that the Association is or may be registered in accordance with the provision of the relevant Government Act as amended from time to time.

29.3 No payment shall be made to an officer or employee of the Association of an amount by way of commission or allowance calculated by reference to the quantity of liquor sold or supplied by the Association or the receipts of the Association for such liquor.

30. DISSOLUTION

The Association shall be dissolved only with the consent of a Special Resolution of Members at a Special General Meeting called for that purpose, notice of which must be posted to Officers and members at least twenty-eight (28) days prior to the meeting.

31. DISTRIBUTION OF SURPLUS ASSETS

If the Association is wound up in accordance with the Act, and there remains, after satisfaction of all its debts and liabilities any property, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to Mooloolaba Surf Life Saving Club Inc. or if that Club has ceased to exist, to SLSQ.

32. GRIEVANCE PROCEDURE

32.1 The Management Committee shall make disciplinary By-Laws to establish a grievance procedure for dealing with any dispute under these Rules between:

- (a) a member and another member; or
- (b) a member and the Management Committee; or
- (c) a member and the Association.