



RIDING FOR DISABLED ASSOCIATION OF QUEENSLAND INC.

Association Rules

1 Interpretation

(1) In these rules—

Act means the Associations Incorporation Act 1981.
present—

(a) at a Board of Management meeting, see rule 23(6); or

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

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

2 Name

The name of the incorporated association is:

Riding for Disabled Association of Queensland Incorporated.

3 Objects

The objects of the association are—

(1) To promote and co-ordinate the Riding for Disabled Associations within Queensland and to affiliate with such bodies as are deemed necessary.

(2) To encourage and assist affiliated bodies and others to provide Riding Therapy, Recreation, Sporting, Educational and Training Programs for Disabled Persons.

(3) To raise funds for the advancement of the Association by all available and legal means and to seek to influence governments and government instrumentalities to support and finance the activities of the Association.

(4) To establish liaison with government and all other bodies having an interest in the care and well being of disabled persons.

(5) To do such things as are incidental or conducive to the attainment of the above objects or any of them.

RDAQ is the State Administrative and Coaching Regulatory body for regional RDA centres throughout Queensland, most of which are voluntary, non-funded and non-profit community groups.

The purpose of RDAQ in Queensland is to assist the large population of people with disabilities to access the benefits that can be accrued from contact with horses, participation in horse riding and involvement in physical activity, sport and therapeutic programs.

Our Vision

Riding for Disabled is the first choice provider in sporting and therapeutic equestrian programs for volunteers and people with disabilities.

Our Mission

RDAQ enables people with varying abilities and volunteers the opportunity to experience enjoyment and achieve personal goals through participation in sporting and therapeutic equestrian programmes in a safe and supportive environment, resulting in improved quality of life.

Our Values

Community and Friendship; Honesty and Integrity; Efficiency; Equal Opportunity; Respect; Safety

Our Guiding Principles

At RDAQ we are committed to:

- ❖ **Focusing on needs** by listening to the needs of our riders, coaches, volunteers and centres.
- ❖ **Quality service support** by continually striving to improve the quality of service we deliver to our clients.
- ❖ **Skilled employees, coaches and volunteers** by attracting, developing and retaining highly skilled and dedicated people.
- ❖ **Access and equality** by ensuring that people with disabilities can access their equestrian program of choice.
- ❖ **Resource Efficiency** by using our resources efficiently to the greatest benefit of our clients.
- ❖ **Community and friendship** by fostering growth, belonging and friendship amongst our stakeholders.
- ❖ **Increased Awareness** by conducting strong PR and awareness campaigns to broaden RDA in Qld.
- ❖ **Transparency and accountability** by being open and consulting with our stakeholders at all times.
- ❖ **Participating Nationally** by maintaining close relationships with the National body and other State Members.

4 Powers

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

(2) The association may, for example—

- (a) enter into contracts; and
- (b) acquire, hold, deal with and dispose of property; and
- (c) make charges for services and facilities it supplies; and
- (d) do other things necessary or convenient to be done in carrying out its affairs.

(3) 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 28 (10);

(4) 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 person frequenting the Association's premises;

(5) 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.

(6) 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 power 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;

(7) 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;

(8) 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;

(9) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or convenience which may seem calculated directly or indirectly to advance the Association 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;

(10) 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 subject where applicable to Regulation 32 (14) of the Collections Regulations Act 1975.

(11) To take, or otherwise acquire, and hold shares, debentures or other securities of any company 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 & whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys & further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured & 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 & to purchase, redeem or pay-off any such securities;

(13) 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 & rights of the Association, including intellectual property;

(14) 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's but subject always to the proviso in sub-rule (4);

(15) 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;

(16) To print & publish any newspapers, periodicals, books or leaflets that the Association may

think desirable for the promotion of its objects;

(17) 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 & which shall prohibit the distribution of its or their income & 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 28 (10);

(18) In furtherance of the objects of the Association to purchase or otherwise acquire & undertake all or any part of the property, assets, liabilities & engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;

(19) In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities & engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;

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

(21) 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;

(22) To do all such other things as are incidental or conducive to the attainment of the objects & the exercise of the powers of the Association.

5 Classes of members

(1) The membership of the association consists of ordinary members, and any of the following classes of members—

a. Full Members

Subject to this Constitution any person, who is not less than 18 years of age, and is interested in riding for the disabled, and furthering the objectives of the Association shall be eligible to become an full member of the Association, on payment of their annual subscription for the current financial year, and to exercise a vote.

b. Body Members

Any Riding for the Disabled Group in Queensland with compatible aims and objects shall be eligible to become a Body Member of the Association upon payment or tender to the Association of the annual subscription for the current financial year. Each Body Member shall be eligible to nominate one delegate to represent their Group at all general meetings and to exercise their vote

c. Honorary Life Members

Any person deemed by the Committee to have given exceptional service to the Association in pursuance of its objects shall be elected an Honorary Member on a Life Basis

After such appointment, no further fees shall be payable by such member who shall thereafter enjoy all the privileges, benefits and advantages of any other member of the Association, including voting rights at General or Management Committee meetings of the Association

d. Associate Members

Subject to this Constitution any person who is interested in riding for the disabled, and furthering the objects of the Association shall be eligible to become an associate member of the Association on the following basis:

- 1. Any member registered as a riding member with RDAA through a centre affiliated with Queensland RDA**
- 2. Any parent, carer, support worker or family member of riding members who qualify under clause d)1.**
- 3. Any Coach registered with RDAA through a centre affiliated with Queensland RDA**
- 4. Any volunteer who is registered with a centre affiliated with Queensland RDA**
- 5. Any person who supports the association and is interested in riding for the disabled, and furthering the objectives of the Association shall be eligible**

- (2) The number of Full members is unlimited.
- (3) The number of Associate members is unlimited.
- (4) Only those members aged 18 years and above, who have paid their annual subscription for the current financial year shall be eligible to vote at meetings and to hold office
- (5) Note also that individuals must consent to membership; they cannot automatically become members upon becoming a member of a Centre. Within the state of Queensland.

The decision of the Association Committee shall be final and binding on every affiliated Centre on all questions concerning eligibility.

A Member ceases to be entitled to any of the rights or privileges of membership if the annual subscription and/or the Rider Registration fees of a Member remains unpaid for two months after it becomes payable and a notice of default is given to the Member pursuant to a resolution of the Association.

However, the rights or privileges of membership may be reinstated on payment of all arrears if the Association thinks fit to do so

The Directors have to give reasons for recommending the removal of any Member from the Register.

6 New membership

- (1) An applicant for membership of the association must be proposed by 1 member of the association (**the proposer**) and seconded by another member (**the seconder**).
- (2) An application for membership must be—
 - (a) in writing; and
 - (b) signed by the applicant and the applicants proposer and seconder; and

(c) in the form decided by the Board of Management.

7 Membership fees

(1) The membership fee for each ordinary membership and for each other class of membership (if any)—

(a) is the amount decided by the Board of Management (appointed by the members) from time to time at a general meeting; and

(b) is payable when, and in the way, the Board of Management decides.

8 Admission and rejection of new members

(1) The Board of Management must consider an application for membership at the next committee meeting held after it receives—

(a) the application for membership; and

(b) the appropriate membership fee for the application.

(2) The Board of Management must ensure that, as soon as possible after the person applies become a member of the association, and before the Board of Management considers the person application, the person is advised—

(a) whether or not the association has public liability insurance; and

(b) if the association has public liability insurance—the amount of the insurance.

(3) The Board of Management must decide at the meeting whether to accept or reject the application.

(4) If a majority of the members of the Board of Management present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.

(5) The secretary of the association must, as soon as practicable after the Board of Management decides to accept or reject an application, give the applicant a written notice of the decision.

9 When membership ends

(1) A member may resign from the association by giving a written notice of resignation to the secretary.

(2) The resignation takes effect at—

(a) the time the notice is received by the secretary; or

(b) if a later time is stated in the notice—the later time.

(3) The Board of Management may terminate a members membership if the member—

(a) is convicted of an indictable offence; or

(b) does not comply with any of the provisions of these rules; or

(c) has membership fees in arrears for at least 2 months; or

(d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association.

(4) Before the Board of Management terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.

(5) If, after considering all representations made by the member, the Board of Management decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

10 Appeal against rejection or termination of membership

(1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.

(2) A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.

(3) If the secretary receives a notice of intention to appeal, the secretary must, within 1 month after receiving the notice, call a general meeting to decide the appeal.

11 General meeting to decide appeal

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

(2) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.

(3) Also, the Board of Management and the members of the committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.

(4) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.

(5) If a person whose application for membership has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the membership fee paid by the person.

12 Register of members

(1) The Board of Management must keep a register of members of the association.

(2) The register must include the following particulars for each member—

- (a) the full name of the member;
- (b) the postal or residential address of the member;
- (c) the date of admission as a member;
- (d) the date of death or time of resignation of the member;
- (e) details about the termination or reinstatement of membership;
- (f) any other particulars the Board of Management or the members at a general meeting decide.

(3) The register must be open for inspection by members of the association at all reasonable times.

(4) A member must contact the secretary to arrange an inspection of the register.

(5) However, the Board of Management may, on the application of a member of the association, withhold information about the member (other than the member's full name) from the register available for inspection if the Board of Management has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

13 Prohibition on use of information on register of members

(1) A member of the association must not—

- (a) use information obtained from the register of members of the association to contact, or send material to, another member of the association for the purpose of advertising for

political, religious, charitable or commercial purposes; or
(b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes.

(2) Subrule (1) does not apply if the use or disclosure of the information is approved by the association.

14 Appointment or election of secretary

(1) The secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is—

- (a) a member of the association elected by the association as secretary; or
- (b) any of the following persons appointed by the Board of Management as secretary—
 - (i) a member of the associations Board of Management;
 - (ii) another member of the association;
 - (iii) another person.

(2) If a vacancy happens in the office of secretary, the members of the Board of Management must ensure a secretary is appointed or elected for the association within 1 month after the vacancy happens.

(3) If the Board of Management appoints a person mentioned in subrule (1)(b)(ii) as secretary, other than to fill a casual vacancy on the Board of Management, the person does not become a member of the Board of Management.

(4) However, if the Board of Management appoints a person mentioned in subrule (1)(b)(ii) as secretary to fill a casual vacancy on the Board of Management, the person becomes a member of the Board of Management.

(5) If the Board of Management appoints a person mentioned in subrule (1)(b)(iii) as secretary, the person does not become a member of the Board of Management.

(6) In this rule— casual vacancy, on a Board of Management, means a vacancy that happens when an elected member of the Board of Management resigns, dies or otherwise stops holding office.

15 Removal of secretary

(1) The Board of Management of the association may at any time remove a person appointed by the committee as the secretary.

(2) If the Board of Management removes a secretary who is a person mentioned in rule 15(1)(b)(i), the person remains a member of the Board of Management.

(3) If the Board of Management removes a secretary who is a person mentioned in rule 15(1)(b)(ii) and who has been appointed to a casual vacancy on the Board of Management under rule 15(5), the person remains a member of the Board of Management.

16 Functions of secretary

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

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

17 Membership of Board of Management

- (1) The Board of Management of the association consists of a president, treasurer, and any other members the association members elect at a general meeting.
- (2) A member of the Board of Management, other than a secretary appointed by the Board of Management under rule 15(1)(b)(iii), must be a member of the association.
- (3) At each annual general meeting of the association, 50% of the members of the Board of Management must retire from office, but are eligible, on nomination, for re-election i.e. service period of 2 years initially
- (4) A member of the association may be appointed to a casual vacancy on the Board of Management under rule 21.

18 Electing the Board of Management

- (1) A member of the Board of Management may only be elected as follows—
 - (a) any 2 members of the association may nominate another member (the candidate) to serve as a member of the Board of Management;
 - (b) the nomination must be—
 - (i) in writing; and
 - (ii) signed by the candidate and the members who nominated him or her; and
 - (iii) given to the secretary at least 14 days before the annual general meeting at which the election is to be held;
 - (c) each member of the association present and eligible to vote at the annual general meeting may vote for 1 candidate for each vacant position on the Board of Management;
 - (d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- (2) A person may be a candidate only if the person—
 - (a) is an adult; and
 - (b) is not ineligible to be elected as a member under section 61A of the Act.
- (3) A list of the candidates names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the association for at least 7 days immediately preceding the annual general meeting.
- (4) If required by the Board of Management, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- (5) The Board of Management must ensure that, before a candidate is elected as a member of the Board of Management, the candidate is advised—
 - (a) whether or not the association has public liability insurance; and
 - (b) if the association has public liability insurance—the amount of the insurance.

19 Resignation, removal or vacation of office of Board of Board of Management member

- (1) A member of the Board of Management may resign from the committee by giving written notice of resignation to the secretary.
- (2) The resignation takes effect at—
 - (a) the time the notice is received by the secretary; or
 - (b) if a later time is stated in the notice—the later time.

- (3) A member may be removed from office at a general meeting of the association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
- (4) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- (5) A member has no right of appeal against the members removal from office under this rule.
- (6) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

20 Vacancies on the Board of Management

- (1) If a casual vacancy happens on the Board of Management, the continuing members of the committee may appoint another member of the association to fill the vacancy until the next annual general meeting.
- (2) The continuing members of the Board of Management may act despite a casual vacancy on the Board of Management.
- (3) However, if the number of committee members is less than the number fixed under rule 24(1) as a quorum of the Board of Management, the continuing members may act only to—
- (a) increase the number of Board of Management members to the number required for a quorum; or
 - (b) call a general meeting of the association.

21 Functions of Board of Management

(1) Subject to these rules or a resolution of the members of the association carried at a general meeting, the Board of Management has the general control and management of the administration of the affairs, property and funds of the association.

(2) The Board of Management has authority to interpret the meaning of these rules and any matter relating to the association on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

Note—

The Act prevails if the association's rules are inconsistent with the Act—see section 1B of the Act.

- (3) The Board of Management may exercise the powers of the association—
- (a) to borrow, raise or secure the payment of amounts in a way the members of the association decide; and
 - (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the associations property, both present and future; and
 - (c) to purchase, redeem or pay off any securities issued; and
 - (d) to borrow amounts from members and pay interest on the amounts borrowed; and
 - (e) to mortgage or charge the whole or part of its property; and
 - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association; and
 - (g) to provide and pay off any securities issued; and
 - (h) to invest in a way the members of the association may from time to time decide.

(4) For subrule (3)(d), the rate of interest must not be more than the current rate being

charged

for overdrawn accounts on money lent (regardless of the term of the loan) by—

- (a) the financial institution for the association; or
- (b) if there is more than 1 financial institution for the association—the financial institution nominated by the Board of Management.

22 Meetings of Board of Management

(1) Subject to this rule, the Board of Management may meet and conduct its proceedings as it considers appropriate.

(2) The Board of Management must meet at least once every 3 months to exercise its functions.

(3) The Board of Management must decide how a meeting is to be called.

(4) Notice of a meeting is to be given in the way decided by the Board of Management.

(5) The Board of Management may hold meetings, or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.

(6) A committee member who participates in the meeting as mentioned in subrule (5) is taken to be present at the meeting.

(7) A question arising at a committee meeting is to be decided by a majority vote of members of the committee present at the meeting and, if the votes are equal, the question is decided in the negative.

(8) A member of the Board of Management must not vote on a question about a contract or proposed contract with the association if the member has an interest in the contract or proposed contract and, if the member does vote, the members vote must not be counted.

(9) The president is to preside as chairperson at a Board of Management meeting.

(10) If there is no president or if the president is not present within 10 minutes after the time fixed for a Board of Management meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

23 Quorum for, and adjournment of, Board of Management meeting

(1) At a Board of Management meeting, more than 50% of the members elected to the committee as at the close of the last general meeting of the members form a quorum.

(2) If there is no quorum within 30 minutes after the time fixed for a Board of Management meeting called on the request of members of the committee, the meeting lapses.

(3) If there is no quorum within 30 minutes after the time fixed for a Board of Management meeting called other than on the request of the members of the committee—

- (a) the meeting is to be adjourned for at least 1 day; and
- (b) the members of the Board of Management who are present are to decide the day, time and place of the adjourned meeting.

(4) If, at an adjourned meeting mentioned in subrule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

24 Special meeting of Board of Management

(1) If the secretary receives a written request signed by at least 33% of the members of the Board of Management, the secretary must call a special meeting of the committee by giving each

member of the committee notice of the meeting within 14 days after the secretary receives the request.

(2) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

(3) A request for a special meeting must state—
(a) why the special meeting is called; and
(b) the business to be conducted at the meeting.

(4) A notice of a special meeting must state—
(a) the day, time and place of the meeting; and
(b) the business to be conducted at the meeting.

(5) A special meeting of the Board of Management must be held within 14 days after notice of the meeting is given to the members of the Board of Management.

25 Minutes of Board of Management meetings

(1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Board of Management meeting are entered in a minute book.

(2) To ensure the accuracy of the minutes, the minutes of each Board of Management meeting must be signed by the chairperson of the meeting, or the chairperson of the next Board of Management meeting, verifying their accuracy.

26 Appointment of subcommittees

(1) The Board of Management may appoint a subcommittee consisting of members of the association considered appropriate by the committee to help with the conduct of the associations operations.

(2) A member of the subcommittee who is not a member of the Board of Management is not entitled to vote at a Board of Management meeting.

(3) A subcommittee may elect a chairperson of its meetings.

(4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.

(5) A subcommittee may meet and adjourn as it considers appropriate.

(6) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

27 Acts not affected by defects or disqualifications

(1) An act performed by the Board of Management, a subcommittee or a person acting as a member of the Board of Management is taken to have been validly performed.

(2) Subrule (1) applies even if the act was performed when—
(a) there was a defect in the appointment of a member of the Board of Management, subcommittee or person acting as a member of the Board of Management; or
(b) a Board of Management member, subcommittee member or person acting as a member of the Board of Management was disqualified from being a member.

28 Resolutions of Board of Management without meeting

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

29 First annual general meeting

The first annual general meeting must be held within 6 months after the end date of the association's first reportable financial year.

30 Subsequent annual general meetings

Each subsequent annual general meeting must be held—

- (a) at least once each year; and
- (b) within 3 months after the end date of the association's reportable financial year.

31 Business to be conducted at annual general meeting of level 1 incorporated associations and particular level 2 and 3 incorporated associations

- (1) This rule applies only if the association is—
 - (a) a level 1 incorporated association; or
 - (b) a level 2 incorporated association to which section 59 of the Act applies; or
 - (c) a level 3 incorporated association to which section 59 of the Act applies.
- (2) The following business must be conducted at each annual general meeting of the association—
 - (a) receiving the association's financial statement, and audit report, for the last reportable financial year;
 - (b) presenting the financial statement and audit report to the meeting for adoption;
 - (c) electing members of the Board of Management;
 - (d) for a level 1 incorporated association—appointing an auditor or an accountant for the present financial year;
 - (e) for a level 2 incorporated association, or a level 3 incorporated association, to which section 59 of the Act applies—appointing an auditor, an accountant or an approved person for the present financial year.

32 Business to be conducted at annual general meeting of level 2 incorporated associations

- (1) This rule applies only if the association is a level 2 incorporated association to which section 59A of the Act applies.
- (2) The following business must be conducted at each annual general meeting of the association—
 - (a) receiving the association's financial statement, and signed statement, for the last reportable financial year;
 - (b) presenting the financial statement and signed statement to the meeting for adoption;
 - (c) electing members of the Board of Management;
 - (d) appointing an auditor, an accountant or an approved person for the present financial year.

33 Business to be conducted at annual general meeting of level 3 incorporated associations

- (1) This rule applies only if the association is a level 3 incorporated association to which section 59B of the Act applies.
- (2) The following business must be conducted at each annual general meeting of the

association—

- (a) receiving the association's financial statement, and signed statement, for the last reportable financial year;
- (b) presenting the financial statement and signed statement to the meeting for adoption;
- (c) electing members of the Board of Management.

34 Notice of general meeting

- (1) The secretary may call a general meeting of the association.
- (2) The secretary must give at least 14 days notice of the meeting to each member of the association.
- (3) If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
- (4) The Board of Management may decide the way in which the notice must be given.
- (5) However, notice of the following meetings must be given in writing—
 - (a) a meeting called to hear and decide the appeal of a person against the Board of Management's decision—
 - (i) to reject the person's application for membership of the association; or
 - (ii) to terminate the person's membership of the association;
 - (b) a meeting called to hear and decide a proposed special resolution of the association.
- (6) A notice of a general meeting must state the business to be conducted at the meeting.

35 Quorum for, and adjournment of, general meeting

- (1) The quorum for a general meeting is at least the number of members elected or appointed to the Board of Management at the close of the association's last general meeting plus 1.
- (2) However, if all members of the association are members of the Board of Management, the quorum is the total number of members less 1.
- (3) No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- (4) If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the Board of Management or the association, the meeting lapses.
- (5) If there is no quorum within 30 minutes after the time fixed for a general meeting called other than on the request of members of the Board of Management or the association—
 - (a) the meeting is to be adjourned for at least 7 days; and
 - (b) the Board of Management is to decide the day, time and place of the adjourned meeting.
- (6) The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (7) If a meeting is adjourned under subrule (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (8) The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- (9) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

36 Procedure at general meeting

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

37 Voting at general meeting

- (1) At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.
- (2) Each member present and eligible to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- (3) A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.
- (4) The method of voting is to be decided by the Board of Management.
- (5) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- (6) If a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides.
- (7) The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

38 Special general meeting

- (1) The secretary must call a special general meeting by giving each member of the association notice of the meeting within 14 days after—
 - (a) being directed to call the meeting by the Board of Management; or
 - (b) being given a written request signed by—
 - (i) at least 33% of the number of members of the Board of Management when the request is signed; or
 - (ii) at least the number of ordinary members of the association equal to double the number of members of the association on the Board of Management when the request is signed plus 1; or
 - (c) being given a written notice of an intention to appeal against the decision of the Board of Management—
 - (i) to reject an application for membership; or
 - (ii) to terminate a person's membership.
- (2) A request mentioned in subrule (1)(b) must state—
 - (a) why the special general meeting is being called; and
 - (b) the business to be conducted at the meeting.

- (3) A special general meeting must be held within 3 months after the secretary—
- (a) is directed to call the meeting by the Board of Management; or
 - (b) is given the written request mentioned in subrule (1)(b); or
 - (c) is given the written notice of an intention to appeal mentioned in subrule (1)(c).
- (4) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

39 Proxies

(1) An instrument appointing a proxy must be in writing and be in the following or similar form—

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

- (2) The instrument appointing a proxy must—
- (a) if the appointor is an individual—be signed by the appointor or the appointor's attorney properly authorised in writing; or
 - (b) if the appointor is a corporation—
 - (i) be under seal; or
 - (ii) be signed by a properly authorised officer or attorney of the corporation.

(3) A proxy may be a member of the association or another person.

(4) The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.

(5) Each instrument appointing a proxy must be given to the secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.

(6) Unless otherwise instructed by the appointor, the proxy may vote as the proxy considers appropriate.

(7) If a member wants a proxy to vote for or against a resolution, the instrument appointing the proxy must be in the following or similar form—

[Name of association]:
 I, of , Being a member of the association, appoint
 of
 as my proxy to vote for me on my behalf at the (annual) general meeting of the association, to be held on the
 day of 20 and at any adjournment of the meeting.
 Signed this day of 20 Signature
 This form is to be used *in favour of/*against [strike out whichever is not wanted] the following resolutions—
 [List relevant resolutions]

40 Minutes of general meetings

(1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book.

(2) To ensure the accuracy of the minutes—

- (a) the minutes of each general meeting must be signed by the chairperson of the meeting,

or the chairperson of the next general meeting, verifying their accuracy; and
(b) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.

(3) If asked by a member of the association, the secretary must, within 28 days after the request is made—

(a) make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and

(b) give the member copies of the minutes of the meeting.

(4) The association may require the member to pay the reasonable costs of providing copies of the minutes.

41 By-laws

(1) The Board of Management may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association.

(2) A by-law may be set aside by a vote of members at a general meeting of the association.

42 Alteration of rules

(1) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.

(2) However an amendment, repeal or addition is valid only if it is registered by the chief executive.

43 Common seal

(1) The Board of Management must ensure the association has a common seal.

(2) The common seal must be—

(a) kept securely by the Board of Management; and

(b) used only under the authority of the Board of Management.

(3) Each instrument to which the seal is attached must be signed by a member of the Board of Management and countersigned by—

(a) the secretary; or

(b) another member of the Board of Management; or

(c) someone authorised by the Board of Management.

44 Funds and accounts

(1) The funds of the association must be kept in an account in the name of the association in a financial institution decided by the Board of Management.

(2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.

(3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.

(4) A payment by the association of \$100 or more must be made by cheque or electronic funds transfer.

(5) If a payment of \$100 or more is made by cheque, the cheque must be signed by any 2 of

the following—

- (a) the president;
- (b) the secretary;
- (c) the treasurer;
- (d) any 1 of 3 other members of the association who have been authorised by the Board of Management to sign cheques issued by the association.

(6) However, 1 of the persons who signs the cheque must be the president, the secretary or the treasurer.

(7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.

(8) A petty cash account must be kept on the imprest system, and the Board of Management must decide the amount of petty cash to be kept in the account.

(9) All expenditure must be approved or ratified at a Board of Management meeting.

45 General financial matters

(1) On behalf of the Board of Management, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.

(2) The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.

46 Documents

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

47 Financial year

The end date of the association's financial year is 30th June each year.

48 Distribution of surplus assets to another entity

(1) This rule applies if the association—

- (a) is wound-up under part 10 of the Act; and
- (b) has surplus assets.

(2) The surplus assets must not be distributed among the members of the association.

(3) The surplus assets must be given to another entity—

- (a) having objects similar to the association's objects; and
- (b) the rules of which prohibit the distribution of the entity's income and assets to its members.

(4) In this rule— surplus assets see section 92(3) of the Act.