

STATEMENT OF PURPOSES
AND
RULES OF THE ASSOCIATION

Adopted on the 13/11/2013

East Gippsland Historical Automobile Club Inc.

STATEMENT OF PURPOSE

(1) The name of the incorporated association is

EAST GIPPSLAND HISTORICAL AUTOMOBILE CLUB Inc.

(2) To perform the following functions on a non profit, best endeavours basis:

- (a) bring together persons with a common interest in and to encourage the restoration, preservation and use of self-propelled vehicles, stationary engines, steam engines and memorabilia produced not less than twenty five years ago;**
- (b) facilitate education and training for members in the pursuit of the above;**
- (c) conduct Club activities, such as, but not exclusively, rallies, demonstrations, shows, swap meets and social events for the benefit of members and the community;**
- (d) foster goodwill and understanding between members and persons of like interest; and**
- (e) affiliate with peak bodies such as GHAC Inc.**

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East Gippsland Historical Automobile Club Inc.

1. Name

The name of the incorporated association is the
East Gippsland Historical Automobile Club Inc.
(in these Rules called "the Club").

2. Definitions

(1) In these Rules, unless the contrary intention appears-

"**Act**" means the Associations Incorporation Reform Act 2012;

"**the Club**" means the East Gippsland Historical Automobile Club Inc

"**committee**" means the committee of management of the Club;

"**financial year**" means the year ending on 30 June;

"**general meeting**" means a monthly general meeting of members convened in accordance with Rule 34.

"**GHAC**" means the Gippsland Historical Automobile Club Inc

"**member**" means a member of the Club;

"**Non executive or ordinary member of the committee**" means a member of the committee who is not an officer of the Club under Rule 15;

"**Regulations**" means regulations under the Act;

"**relevant documents**" has the same meaning as in the Act.

(2) In these Rules, a reference to the Secretary of the Club is a reference to a person holding office under these Rules.

3. Alteration of the Rules

These Rules and the statement of purposes of the Club shall not be altered except in accordance with the Act.

4. Membership, Entry Fees and Subscription

(1) *A prerequisite for membership of the Club is that the person simultaneously becomes a member of GHAC Inc.*

(2) A person who applies and is approved for membership as provided in these Rules is eligible to be a member of the Club on payment of the entrance fee and annual subscription payable as set in the Club By Laws.

- (3) A person who is not a member of the GHAC Inc at the time of the incorporation of the Club (or who was a member at that time but has ceased to be a member) shall not be admitted to membership unless-
 - (a) he or she applies for membership in accordance with sub-rule 4.(1); and
 - (b) the admission as a member is approved by the club at a monthly general meeting.
- (4) An application of a person for membership of the Club shall-
 - (a) be made in writing in the form prescribed by the committee from time to time; and
 - (b) be lodged with the Club Secretary accompanied with payment for the total of the joining fee and the first year's annual subscription.
- (5) The Club, at a monthly general meeting shall determine whether to approve or reject the application
- (6) If the Club rejects an application, the club secretary shall, as soon as practicable, notify the applicant in writing that the application has been rejected and refund the joining fee and subscription paid by the applicant. The Club is not obliged to disclose the reason/s for the rejection.
- (7) If the Club approves an application for membership, that new member's information will be recorded in the Club membership register.
- (8) The Club Secretary will forward the application and payment to the Secretary, GHAC Inc, who will notify the applicant, as soon as practicable, in writing of the approval for membership and enter the applicant's name in the register of members.
- (9) An applicant for membership becomes a member of the Club and also GHAC Inc and is entitled to exercise the rights of membership when his or her name is entered in the register of members.
- (10) A right, privilege, or obligation of a person by reason of membership of the Club-
 - (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates upon the cessation of membership whether by death or resignation or otherwise.
- (11) The joining fee is the relevant amount as determined from time to time by the Club committee.
- (12) The annual subscription is the relevant amount as determined from time to time by the Club committee and is payable on the first day of July in each year.
- (13) The rights of a member to vote who has not paid the annual subscription by the due date are suspended until the subscription is paid.

5. Register of Members

- (1) The Secretary shall keep and maintain a register of members containing-
 - (a) the name and address of each member; and
 - (b) the date on which each applicant's name was accepted as a member
- (2) The register is available for inspection free of charge by any member upon request to the Club Secretary.
 - (a) The committee may refuse to permit a member to inspect the records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.
- (3) A member may make a copy of entries in the register but shall only use such information in accordance with Rule 41.
- (4) Membership categories are:
 - (a) Family Membership being a natural person and his/her partner/spouse each with a vote, and any non voting dependant children.
 - (b) Single Membership being a natural person eighteen years and over who has a voting right and any non voting dependant children.
 - (c) Junior Member being a natural person twelve and under eighteen years, with no right to vote.
 - (d) Life Member being a natural person, with a voting right (including their spouse/partner) and not required to pay an annual subscription and who
 - (i) has been nominated by four members and unanimously recommended by the Club committee as a member suitable for being vested with the rights and privileges of life membership and
 - (ii) has been elected to life membership at a monthly general meeting of the Club.
 - (e) Corporate Membership is open to corporate entities having an interest in furthering the objects of the Club. Corporate membership has no voting rights.

6. Ceasing Membership

- (1) A member of the Club who has paid all moneys due and payable by a member to the Club may resign from the Club by giving one month's notice in writing to the Secretary of his or her intention to resign.

- (2) After the expiry of the period referred to in sub-rule (1)--
 - (a) the member ceases to be a member; and
 - (b) the Secretary shall record in the register of members the date on which membership ceased.

7. Discipline, Suspension and Expulsion of Members

- (1) Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Club, the committee must appoint a disciplinary sub-committee and that disciplinary sub-committee may by resolution--
 - (a) suspend that member from membership of the Club for a specified period; or
 - (b) expel that member from the Club.
- (2) The members of the disciplinary sub-committee –
 - (a) may be committee members, members of the Club or anyone else; but
 - (b) must not be biased against or in favour of the member concerned.
- (3) A resolution of the committee under sub-rule (1) does not take effect unless--
 - (a) at a disciplinary sub-committee meeting held in accordance with these rules, the committee confirms the resolution; and
 - (b) if the member exercises a right of appeal to the Club under this rule, the Club confirms the resolution in accordance with this rule.
- (4) The Club may take disciplinary action against a member in accordance with this Division if it is determined that the member –
 - (a) has failed to comply with these Rules; or
 - (b) refuses to support the purposes of the Club; or
 - (c) has engaged in conduct prejudicial to the Club.
- (5) Notice to member
 - (a) Before disciplinary action is taken against a member, the Secretary must give written notice to the member –
 - (i) stating that the Club proposes to take disciplinary action against the member; and
 - (ii) stating the grounds for the proposed disciplinary action; and

- (iii) specify the date, place and time of the meeting at which the disciplinary sub-committee intends to consider the disciplinary action (the *disciplinary meeting*); and
 - (iv) advising the member that he or she may do one or both of the following:
 - (i) attend the disciplinary meeting and address the disciplinary sub-committee at that meeting.
 - (ii) give a written statement to the disciplinary sub-committee at any time before the disciplinary meeting; and
 - (iii) setting out the member's appeal rights under Rule 9.
- (6) The notice must be given no earlier than 14 days, and no later than 28 days, before the disciplinary meeting is held.

8. Decision of disciplinary sub-committee

- (1) At the disciplinary meeting, the disciplinary sub-committee must:
- (a) give the member an opportunity to be heard; and
 - (b) consider any written statement submitted by the member.
- (2) After complying with sub rule (1), the disciplinary sub-committee may:
- (a) take no further action against the member; or
 - (b) reprimand the member; or
 - (c) suspend the membership rights of the member for a specified period; or
 - (d) expel the member from the Club.
- (3) The suspension of membership rights or the expulsion of a member by the disciplinary sub-committee under this Rule takes effect immediately after the vote is passed.

9. Appeal Rights

- (1) A person whose membership rights have been suspended or who has been expelled from the Club under Rule 8 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given:
- (a) to the disciplinary sub-committee immediately after the vote to suspend or expel the person is taken; or
 - (b) to the Secretary not later than 48 hours after the vote.

- (3) If a person has given notice under sub rule (2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 21 days after the notice is received.
- (4) Notice of the disciplinary appeal meeting must be given to each member of the Club who is entitled to vote as soon as practicable and must:
 - (a) specify the date, time and place of the meeting; and
 - (b) state:
 - (i) the name of the person against whom the disciplinary action has been taken; and
 - (ii) the grounds for taking the action; and
 - (iii) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

10. Conduct of Disciplinary Appeal Meeting

- (1) At a disciplinary appeal meeting:
 - (a) no business other than the question of the appeal may be conducted; and
 - (b) the sub-committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
 - (c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (2) After complying with sub Rule (1), the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (3) A member may not vote by proxy at the meeting.
- (4) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

11. Disputes and Mediation

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between-
 - (a) a member and another member; or
 - (b) a member and the committee; or
 - (c) a member and the Club.

- (2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.
- (3) The parties to the dispute shall meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (4) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties shall, within 10 days, hold a meeting in the presence of a mediator.
- (5) The mediator will be-
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement-
 - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Club; or
 - (ii) in the case of a dispute between a member and the Club, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (6) A member of the Club or a former member may be a mediator.
- (7) The mediator cannot be a member who is a party to the dispute.
- (8) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (9) The mediator, in conducting the mediation, will--
 - (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (10) The mediator will not determine the dispute.
- (11) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

12. Committee of Management

- (1) The affairs of the Club shall be managed by the Committee of Management.

- (2) The Committee--
 - (a) shall control and manage the business and affairs of the Club; and
 - (b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these Rules to be exercised by special general meetings of the members of the Club; and
 - (c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Club.
- (3) Subject to Section 23 of the Act, the Committee shall consist of--
 - (a) the officers of the Club; and
 - (b) two ordinary members, each of whom shall be elected at the annual general meeting of the Club in each year, **who will provide a means for members to have their views and interests conveyed to the Club Committee.**

13 Delegation

- (1) The committee may delegate to a member of the Committee, a sub-committee or staff, any of its powers and functions other than:
 - (a) this power of delegation; or
 - (b) a duty imposed on the Committee by the Act or any other law.
- (2) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.
- (3) The Committee may, in writing, revoke a delegation wholly or in part.
- (4) The delegates are entitled to vote as they see fit at the time of the vote.

14. Office Holders

- (1) The officers of the Club shall be a—
 - (a) President
 - (b) Vice-President;
 - (c) Secretary; and
 - (d) Treasurer .
- (2) Considering the provisions of Rule 12, so far as they are applicable and with the necessary modifications for the election of persons to any of the offices referred to in Rule 14 (1).

- (3) Each officer of the Club shall hold office until the annual general meeting next after the date of his or her election and is eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in Rule 14 (1), the committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

15. Non executive or Ordinary Members of the Committee

- (1) Subject to these Rules, each Non executive or ordinary member of the committee shall hold office until the annual general meeting next after the date of election but is eligible for re-election.
- (2) In the event of a casual vacancy occurring in the office of an Non executive or ordinary member of the committee, the committee may appoint a member of the Club to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

16. Election of Officers and Non Executive or Ordinary Members of the Committee

- (1) Nominations of candidates for election as officers of the Club or as non executive or ordinary members of the committee shall be--
 - (a) made in writing, signed by two members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) if insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.
- (2) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (3) If the number of nominations exceeds the number of vacancies to be filled, a ballot will be held.
- (4) The ballot for the election of officers and non executive or ordinary members of the committee shall be conducted at the annual general meeting in such manner as the committee may direct.

17. Vacancies

The position of an officer of the Club, or of an non executive or ordinary member of the committee, becomes vacant if the officer or member--

- (a) ceases to be a member of the Club; or
- (b) becomes an insolvent under administration within the meaning of the Corporations Law; or

- (c) resigns from office by notice in writing given to the Secretary.; or
- (d) fails to attend three consecutive meetings without notification to the Secretary of reasons for absence and such reasons are noted in the minutes.

18. Meetings of the Committee

- (1) The committee shall meet at least 3 times in each year at such place and such times as the committee may determine.
- (2) Special meetings of the committee may be convened by the President or by any 4 members of the committee.

19. Notice of Committee Meetings

- (1) Notice of each committee meeting shall be given to each member of the Committee at least 2 days before the date of the meeting.
- (2) Notice shall be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

20. Quorum for Committee Meetings

- (1) Any 4 members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- (2) In the event of a quorum not being established any urgent business may be attended to and ratified at the next general meeting.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present--
 - (a) in the case of a special meeting--the meeting lapses;
 - (b) in any other case--the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (4) The committee may act notwithstanding any vacancy on the committee.

21. Presiding at Committee Meetings

At meetings of the committee-

- (a) the President or, in the President's absence, the Vice-President presides; or
- (b) if the President and the Vice-President are absent, or are unable to preside, the members present shall choose one of their number to preside.

22. Voting at Committee Meetings

- (1) Questions arising at a meeting of the committee, or at a meeting of any sub-committee

appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.

- (2) Each member present at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

23. Removal of Committee Member

- (1) The Club in general meeting may, by resolution, remove any member of the committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
- (2) A member who is the subject of a proposed resolution referred to in sub-rule (1) may make representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and may request that the representations be provided to the members of the Club.
- (3) The Secretary or the President may give a copy of the representations to each member of the Club or, if they are not so given, the member may require that they be read out at the meeting.

24. Annual General Meetings

- (1) The committee shall determine the date, time and place of the annual general meeting of the Club to be held as soon as practicable after 30th June and prior to 15th August in each calendar year.
- (2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- (3) The ordinary business of the annual general meeting shall be to-
 - (a) confirm the minutes of the previous annual general meeting and any special general meeting; and
 - (i) if the question is whether or not to confirm the minutes of a previous meeting, only members who were present at *that meeting* may vote.
 - (b) elect officers of the Club and the ordinary members of the committee; and
 - (c) receive and consider the financial statement submitted by the Club in accordance with Part 7 of the Act; and
 - (d) elect for a two year period a member who shall be the representative of the Club on the committee of GHAC taking into account the qualifications of such committee members under the Rules of Club of GHAC Inc.

Note: At the initial appointment two members shall be appointed, one member for a period of one year and another for a period of two years.

- (e) appoint Safety Officer(s) and Permit Officer(s) as appropriate.
- (4) The Annual General Meeting may conduct any special business of which notice has been given in accordance with these Rules.

25. Meetings

- (1) In addition to the Annual General Meeting, any other general meetings may be held in the same year.
- (2) The committee may, whenever it thinks fit, convene a Special General Meeting of the Club.
- (3) If more than 17 months elapses between Annual General Meetings, the committee must convene a Special General Meeting of the Club in accordance with the Act.
- (4) The committee must, on the request in writing of at least 5 members, convene a Special General Meeting of the Club.
- (5) The request for a Special General Meeting shall--
 - (a) state the objects of the meeting; and
 - (b) be signed by the members requesting the meeting; and
 - (c) be sent to the address of the Secretary.
- (6) If the committee does not cause a Special General Meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a Special General Meeting to be held not later than 3 months after that date.
- (7) If a Special General Meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the Special General Meeting will be refunded by the Club to the persons incurring the expenses.
- (8) Notices given to the Club by the members may be transmitted by post or electronically.
- (9)
 - (a) The President or in the President's absence, the Vice President shall preside as Chairperson at each meeting of the Club.
 - (b) If the President and the Vice President are absent from a meeting or unable to preside, the members must select one of their number to act as Chairperson.; or
 - (c) The committee may appoint an independent chairperson for any meeting other than a committee meeting.

26. Notice of Special General Meetings

- (1) The Secretary of the Club, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a Special General Meeting of the Club, shall

cause to be sent to each member of the Club, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.

- (2) Notice may be sent--
 - (a) by prepaid post to the address appearing in the register of members; or
 - (b) if the member requests, by facsimile transmission or electronic transmission.
- (3) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- (4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who will include that business in the notice calling the next general meeting.

27. Quorum at Special General Meetings

- (1) No item of business may be conducted at a Special General Meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- (2) Eleven members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct of the business of a Special General Meeting
- (3) If, within half an hour after the appointed time for the commencement of a special general meeting, a quorum is not present--
 - (a) in the case of a meeting convened upon the request of members, the meeting must be dissolved; and
 - (b) in any other case the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 3) shall be a quorum.

28. Presiding at Special General Meetings

- (1) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each Special General Meeting of the Club.
- (2) If the President and the Vice-President are absent from a Special General Meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.
- (3) Independent Chairperson (see Rule 36).

29. Special Resolution voting

A Special Resolution is passed if not less than three quarters of the members voting at a meeting (whether in person or by proxy) vote in favour of the resolution.

30. Adjournment of Meetings

- (1) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at the reconvened meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the reconvened meeting must be given in accordance with Rule 26.
- (4) Except as provided in sub-rule 26 (2), it is not necessary to give notice of an adjournment or of the business to be conducted at an reconvened meeting.

31. Proxies

- (1) Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Association no later than 24 hours before the commencement of the meeting.
 - (a) a member not physically present at a meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other; and
 - (b) for the purpose of this Part, a member participating in a meeting as permitted under sub rule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.
- (3) Any notice appointing the proxy shall be in the format as set out from time to time by the Committee (Appendix 2)

32. Voting at Meetings

- (1) Upon any question arising at a meeting of the Club, a member has one vote only.
- (2) All votes must be given personally or by proxy (if allowed at that meeting).
- (3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at any meeting unless all moneys due and payable by the member to the Club have been paid.

33. Poll at Meetings

- (1) If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

34. Manner of Determining whether the Resolution is carried

If a question arising at a meeting of the Club is determined on a show of hands-

- (a) a declaration by the Chairperson that a resolution has been-
 - (i) carried; or
 - (ii) carried unanimously; or
 - (iii) carried by a particular majority; or
 - (iv) lost; and
- (b) an entry to that effect in the minute book of the Club is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (c) a special resolution is passed at a meeting if more than seventy five percent of the members present and entitled to vote, vote in favour of the resolution and any other additional requirements of the rules of the Club to a special resolution have been met.

35. Monthly General Meetings

Monthly General Meetings shall be determined by the membership with a minimum of six per annum. Notice of meetings will be circulated through the GHAC Inc. Newsletter or as per Clause 25(8).

36. Minutes of Meetings

The Secretary of the Club shall keep minutes of the resolutions and proceedings of each meeting, together with a record of the names of persons present at the meeting.

37. Independent Chairperson

The Committee may appoint an independent chairperson for any meeting other than a committee meeting.

38. Funds

- (1) The Treasurer of the Club shall-
 - (a) collect and receive all moneys due to the Club and make all payments authorised by the Club;
 - (b) keep correct accounts and books showing the financial affairs of the Club with full details of all receipts and expenditure connected with the activities of the Club;
 - (c) Provide the Secretary with a copy of the Annual Financial Statements.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the committee.

The funds of the Club shall be derived from joining fees, annual subscriptions, donations, corporate sponsorship and such other sources as the committee determines.

39. Seal

- (1) The common seal of the Club shall be kept in the custody of the Secretary.
- (2) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures either of two members of the committee or, of one member of the committee.

40. Notice to Members

Except for the requirement in rule 16, any notice that is required to be given to a member, by on behalf of the Club, under these Rules may be given by-

- (a) delivering the notice to the member personally; or
- (b) sending it by prepaid post addressed to the member at that member's address shown in the register of members eg the GHAC Newsletter; or
- (c) facsimile transmission, if the member has requested that the notice be given to him or her in this manner; or
- (d) electronic transmission, if the member has requested that the notice be given to him or her in this manner.

41. Custody and Inspection of Books and Records

- (1) Except as otherwise provided in these Rules, the Secretary will keep in his or her custody or under his or her control all books, documents and securities of the Club.
- (2) All accounts, books, securities and any other relevant documents of the Club must be available for inspection free of charge by any member upon request.
- (3) A member may make a copy of any accounts, books, securities and any other relevant

documents of the Club at their own expense.

- (4) The committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interest of the Association.

42. Non Profit

The assets and income of the Club shall be applied solely in furtherance of its objectives and no portion shall be distributed directly or indirectly to individual members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.

43 Winding Up and Cancellation

- (1) The Association may be wound up voluntarily by special resolution.
- (2) In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association must not be distributed to any members or former members of the Association.
- (3) Subject to the Act and any court order made under Section 133 of the Act, the surplus assets must be given to a body that has similar purposes to the Association and which is not carried on for the profit or gain of its individual members.
- (4) The body to which the surplus assets are to be given must be decided by special resolution.

44. Privacy

Any personal information provided by members will be recorded centrally by GHAC with the consent of such member and may be used in the distribution of approved publications, and the promotion or enhancement of the activities of the Club.

45. By-Laws

By-laws and regulations for the proper management and control of the Club may be made, altered and/or repealed by the Committee so long as such by-laws are not inconsistent with these Rules of the Club.

46. Insurance

The Committee shall facilitate insurance by GHAC to cover such risks and liabilities incurred by the Club and members severally, as may be considered prudent, and taking into account the nature and type of risks of the Club and its members and the nature and type of insurance available to the Club. Information of potential risk and liability will be made available to GHAC annually upon request.

47. Alteration of Rules

These Rules may only be altered by special resolution at a special general meeting of the Association.