

BRISBANE CATHOLIC
BUSHWALKING CLUB INC

CONSTITUTION

&

BY-LAWS

BOOKLET

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BRISBANE CATHOLIC BUSHWALKING CLUB INC

1. NAME

The name of the incorporated association shall be the "BRISBANE CATHOLIC BUSHWALKING CLUB INC." (in these Rules called "the Association").

2. OBJECTS

The objects for which the Association is established are:

- 2.01 To promote a Catholic organisation pursuing an active interest in bushwalking and associated activities.
- 2.02 To provide for the spiritual welfare of its members.
- 2.03 To foster appreciation and conservation of the Australian wilderness, flora, and fauna.
- 2.04 To encourage interaction with organisations and persons having similar interests and objectives.
- 2.05 To purchase and sell the Associations assets as required.

3. PATRON

The Patron Saint of the Association shall be Our Lady of the Way. An Annual Mass and Communion of Members shall be offered in honour of the patroness.

4. MOTTO/BADGE

- 04.01 The motto of the Association shall be "Duce Maria".
- 04.02 The badge of the Association shall be:-



BLACK & WHITE



COLOUR

5. POWERS

The powers of the Association are:

- 5.01 To take over the funds and other assets and the liabilities of the present unincorporated association known as the "Brisbane Catholic Bushwalking Club".
- 5.02 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 29.10.
- 5.03 In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises.
- 5.04 To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the

Association: Provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts.

- 5.05 To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- 5.06 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.
- 5.07 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.
- 5.08 To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
- 5.09 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.
- 5.10 To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
- 5.11 In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate.
- 5.12 To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay-off any such securities.
- 5.13 To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- 5.14 In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association.
- 5.15 To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others.
- 5.16 To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Associations but subject always to the proviso in 05.04.

- 5.17 To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise.
- 5.18 To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects.
- 5.19 In furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of rule 29.10.
- 5.20 In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate.
- 5.21 In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate.
- 5.22 To make donations for patriotic, charitable or community purposes.
- 5.23 To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

6. CLASSES OF MEMBERS

- 06.01 The membership of the Association shall consist of the following classes of members:-
 - 6.01.01 Ordinary Members - Eligibility for Ordinary Membership requires that the proposed member shall be of the Catholic Faith.
 - 6.01.02 Life Members - Life Members shall be persons who have rendered meritorious service to or on behalf of the Club. Unless circumstances are extraordinary, a minimum of five years continuous membership will be necessary for consideration.
Such membership shall only be conferred by special resolution of both the Management Committee and a General Meeting. Life Members shall be entitled to exercise all of the privileges pertaining to Ordinary Members.
 - 6.01.03 Associate Members - Eligibility for Associate Membership requires that the proposed member not be of the Catholic Faith. Associate Members shall be entitled to exercise all of the privileges pertaining an Ordinary Member with the following exceptions.
 - 06.01.03.01 Associate members shall not be entitled to vote on any matter before any meeting of the Association.
 - 06.01.03.02 Associate members shall not be eligible for nomination or election to any position on the Management Committee.
 - 6.01.04 Ordinary Country Members - Ordinary Country Membership shall available to persons eligible for Ordinary Membership of the Association who reside over 150km radius from the Brisbane G.P.O. and they shall be entitled to exercise all of the privileges pertaining to an Ordinary Member.
 - 6.01.05 Associate Country Members - Associate Country Membership shall be available to persons eligible for Associate Membership of the Association who reside over 150km radius from the Brisbane G.P.O. and they shall be entitled to exercise all of the privileges pertaining to an Associate Member.

6.01.06 Spouse Members - Spouse Membership shall be available to the spouse of an existing member of the Association. A Spouse Member shall be entitled to exercise all of the privileges pertaining to the class of membership held by their partner.

6.01.07 Honorary Members - Honorary Membership shall be granted on a per annum basis to any person who in the opinion of the Management Committee has rendered suitable service on behalf of the Association. The privileges of Honorary Members shall be limited to receiving such copies of the Association's publications as the Management Committee shall from time to time determine.

06.02 The number of members in each class shall be unlimited.

7. MEMBERSHIP

07.01 Every person who at the date of incorporation of the Association was a member of the unincorporated association and has not notified the Management Committee in writing on or before the day of incorporation that they do not wish to be a member of the incorporated association shall be admitted by the Management Committee to the same class of membership of the Association as that member held in the unincorporated association, and shall not be required to pay any further subscription until the next due date for payment of that subscription.

07.02 Every applicant for any class of membership of the Association [other than the members of the unincorporated Association referred to in 07.01] shall be proposed by one member of the Association and seconded by another member, and shall be of the age of 18 years or over.

Every applicant shall have completed the number of walks with the Association as prescribed in the By-laws. The application for new membership shall be made in writing, signed by the applicant and the proposer and seconder (both of whom shall be members of the Association) and shall be in such form as the Management Committee from time to time prescribes.

8. MEMBERSHIP FEES

08.01 The membership fees for each class of membership shall be such sum as the members shall from time to time at any **Management Committee meeting** so determine.

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

9. ADMISSION AND REJECTION OF MEMBERS

09.01 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.

09.02 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.

09.03 Upon the acceptance or rejection of an application for any class of membership the secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

10. TERMINATION/SUSPENSION OF MEMBERSHIP

10.01 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.

10.02 The Management Committee shall consider whether a member's membership shall be suspended for a time or terminated under the following circumstances:-If a Member –

10.02.01 is convicted of an indictable offence; or

10.02.02 fails to comply with any of the provisions of these Rules; or

10.02.03 has membership fees in arrears for a period of three months or more; or

10.02.04 conducts himself in a manner considered to be injurious or prejudicial to the character or interests of the Association.

10.03 Excepting memberships terminated under Section 10.02.03, the following procedure shall apply: -

10.03.01 At least one member and one member of the Management Committee shall personally and informally discuss with the member concerned, the grounds of dissatisfaction, prior to any formal action.

10.03.02 The member of the Management Committee shall report back to the Management Committee on the informal discussion, at the next meeting of the Management Committee.

10.03.03 The member concerned shall be given a full and fair opportunity of presenting his case to the Management Committee, and if the Management Committee resolves to suspend for a time or terminate his membership it shall instruct the Secretary to advise the member in writing accordingly.

11. APPEAL AGAINST REJECTION, SUSPENSION, OR TERMINATION OF MEMBERSHIP

11.01 A person whose membership has been terminated Clause 10.02.03 shall not have right of appeal against the termination.

All other persons whose application for membership has been rejected or whose membership has been suspended or terminated, may within one month of receiving written notification thereof, lodge with the Secretary written notice of his intention to appeal against the decision of the Management Committee.

11.02 Upon receipt of a notification of intention to appeal against rejection, suspension or termination of membership the secretary shall convene, within three months of the date of receipt by him of such notice, a General Meeting to determine the appeal.

At any such meeting the applicant shall be given the opportunity to fully present his case and the Management Committee or those members thereof who rejected the application for membership or suspended or terminated the membership subsequently shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of the members present at such meeting.

11.03 Where a person whose application is rejected, does not appeal against the decision of the Management Committee within the time prescribed by these Rules or so appeals but the appeal is unsuccessful, the secretary shall forthwith refund the amount of any fee paid.

12. REGISTER OF MEMBERS.

12.01 The management committee must keep a register of members of the association.

12.02 The register must include the following particulars for each member:

- the full name of the member;
- the postal or residential address of the member;
- the date of admission as a member;
- the date of death or time of resignation of the member;
- details about the termination or reinstatement of membership;
- any other particulars the management committee or the members at a general meeting decide

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

12.04 A member must contact the secretary to arrange an inspection of the register.

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

12.06 A member of the association must not-

12.06.01 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

12.06.02 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.

Subrule 12.06.01 does not apply if the use or disclosure of the information is approved by the association.

13. MEMBERSHIP OF MANAGEMENT COMMITTEE

13.01 The Management Committee of the Association shall consist of a

- i. President,
- ii. Secretary,
- iii. Treasurer,
- iv. Editor,
- v. Outings
- vi. Secretary,
- vii. Social Secretary,
- viii. Vice-President,
- ix. General Committee Member and
- x. Membership Officer,

all of whom shall be members of the Association.

13.02 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 upon nomination for re-election.

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

13.03.01 Any two members of the Association shall be at liberty to nominate any other member to serve as an officer or other member of the Management Committee;

13.03.02 The nomination, which shall be

- in writing and signed by the member and his proposer and seconder, **or**
- in emails, one each from the member and his proposer and seconder

shall be lodged with the secretary at least **ten** days before the Annual General Meeting at which the election is to take place;

13.03.03 A list of the candidates' names in alphabetical order, with the proposers' and seconders' names, shall be

- published in the Association's Circular,
- posted in a conspicuous place on the website of the Association, and
- emailed (where possible) to all members of the Association,

for at least seven days immediately preceding the Annual General Meeting.

13.03.04 Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;

13.03.05 Should, at the commencement of such meeting, there be no nominations for a particular position, nominations may be taken from the floor of the meeting.

13.03.06 All voting for Management Committee positions shall be by means of secret ballot.

14. RESIGNATION/REMOVAL OF MANAGEMENT COMMITTEE MEMBER

14.01 Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the secretary but such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date.

14.02 Any member of the Management Committee may be removed from office at a General Meeting of the Association where that member shall be given the opportunity to fully present his case. The question of removal shall be determined by the vote of the members present at such a General Meeting.

15. VACANCIES ON MANAGEMENT COMMITTEE

15.01 The General Meeting shall have power at any time to elect any member of the Association to fill any casual vacancy on the Management Committee until the next Annual General Meeting.

15.02 The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of summoning a General Meeting of the Association, but for no other purpose.

16. FUNCTIONS OF THE MANAGEMENT COMMITTEE

16.01 Except as otherwise provided by these Rules and subject to resolutions of the members of the Association carried at any General Meeting, the Management Committee

16.01.01 shall have the general control and management of the administration of the affairs, property and funds of the Association; and

16.01.02 shall have authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent.

16.02 The Management Committee may exercise all the powers of the Association

16.02.01 to borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities;

16.02.02 to borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities; and

16.02.03 to invest in such manner as the members of the Association may from time to time determine.

17. MEETINGS OF MANAGEMENT COMMITTEE

- 17.01 The Management Committee shall meet at least once every two calendar months to exercise its functions.
- 17.02 A special meeting of the Management Committee shall be convened by the secretary on the requisition in writing signed by not less than one-third of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- 17.03 At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee as at the close of the last General Meeting of the members, shall constitute a quorum. (a simple majority of the number elected to the committee ie 3
- 17.04 Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit: Provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
- 17.05 A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which he is interested, or any matter arising thereout, and if he does so vote his vote shall not be counted.
- 17.06 Not less than fourteen days notice shall be given by the secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat.
- 17.07 The President shall preside as Chairman at every meeting of the Management Committee, or if there is no President, or if at any meeting he is not present within fifteen minutes after the time appointed for holding the meeting, the Vice President shall be Chairman or if the Vice President is not present at the meeting then the members may choose one of their number to be Chairman of the meeting.
- 17.08 If within an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within an hour from the time appointed for the meeting, the meeting shall lapse.

18. SUB-COMMITTEES

- 18.01 The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the Association as the Management Committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee. The President and Secretary shall automatically be members of any sub-committee.
- 18.02 The President shall preside as Chairman at every meeting of any sub-committee, or if there is no President, or if at any meeting he is not present within fifteen minutes after the time appointed for holding the meeting, then the members may choose one of their number to be Chairman of the meeting.
- 18.03 A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.

19. DEFECT IN MANAGEMENT COMMITTEE APPOINTMENTS

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.

20. RESOLUTIONS IN WRITING BY MANAGEMENT COMMITTEE

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 all of the members of the Management Committee.

21. ANNUAL GENERAL MEETINGS

21.01 The Annual General Meeting shall be held within three months of the close of the financial year.

21.02 The business to be transacted at every Annual General Meeting shall be –

1. the receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the association for the preceding financial year;
2. the receiving of the auditor's report upon the books and accounts for the preceding financial year;
3. the election of members of the Management Committee; and
4. the appointment of an auditor.

22. SPECIAL GENERAL MEETING

The secretary shall convene a special General Meeting –

1. when directed to do so by the Management Committee; or
2. on the requisition in writing signed by not less than one-third of the members presently on the Management Committee or not less than the number of ordinary members of the Association which equals double the number of members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such special General Meeting is being convened and the nature of the business to be transacted thereat; or
3. on being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to suspend or terminate the membership of any person (Excepting memberships terminated under Section 10.02.03).

23. GENERAL MEETING QUORUM

23.01 At any General Meeting the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.

23.02 No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of this rule "member" includes a person attending as a proxy or as representing a corporation which is a member.

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

23.04 The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be 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 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

24. GENERAL MEETING

24.01 The secretary shall convene all General Meetings of the Association by giving not less than 14 days notice of any such meeting to the members of the Association.

24.02 The manner by which such notice shall be given shall be determined by the Management Committee: Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his membership by the Management Committee, shall be

- posted in a conspicuous place on the website of the Association and
- emailed (where possible) to all members of the Association,

Notice of a General Meeting shall clearly state the nature of the business to be discussed thereat.

25. STANDING ORDERS

Unless otherwise provided by these Rules, the following Standing Orders shall apply at every meeting.

25.01 Chairman

25.01.01 The President shall preside as Chairman, or if there is no President, or if he is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be the Chairman or if the Vice-President is not present or is unwilling to act then the members present shall elect one of their number to be Chairman of the meeting.

25.01.02 The Chairman shall maintain order and conduct the meeting in a proper and orderly manner.

25.01.03 All questions of rules of debate and conduct of business shall be decided by the Chairman, provided that such decisions are not in conflict with these Rules.

25.02 Voting

25.02.01 Every question, matter or resolution shall be decided by a majority of votes of the members present.

25.02.02 Every member present shall be entitled to one vote and in the case of an equality of votes the Chairman shall have a second or casting vote.

25.02.03 No member shall be entitled to vote at any General Meeting if his annual subscription is more than two months in arrears at the date of the meeting.

25.02.04 Voting shall be by show of hands or a division of members, unless not less than one fifth of the members present demand a ballot, in which event there shall be a secret ballot. The Chairman shall appoint two members to conduct the secret ballot in such manner as he shall determine and the result of the ballot as declared by the Chairman shall be deemed to be the resolution of the meeting of which the ballot was demanded;

25.03 Proxies

25.03.01 A member may vote in person or by proxy and on a show of hands every person present who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or other duly authorised representative shall have one vote.

25.03.02 The instrument appointing a proxy shall be in writing, in such form as the Management Committee from time to time prescribe, under the hand of the appointor duly authorised in writing. A proxy must be a member of the Association. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot;

25.03.03 The instrument appointing a proxy shall be deposited with the secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote.

25.04 Minutes

25.04.01 The secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and General Meeting to be entered in a book.

25.04.02 The record of the minutes shall be open for inspection at all reasonable times by any financial member who previously applies to the secretary for that inspection.

25.04.03 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 Chairman of that meeting or the Chairman of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every General Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General Meeting: Provided that the minutes of any Annual General Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General Meeting or Annual General Meeting.

26. BY-LAWS

The Management Committee may from time to time make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the Association

but any by-law may be set aside by a General Meeting of members.

27. ALTERATION OF RULES

27.01 Subject to the provisions of the Associations Incorporation Act 1981, these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any General Meeting: Provided that no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the Director-General, Department of Justice, Brisbane.

27.02 Such alterations to the Rules shall be first proposed at a General Meeting and seconded by at least 5 members.

27.03 The proposed alterations must be submitted in writing and signed by the mover and seconders.

27.04 The proposed alterations to the Rules shall be

- printed in the next issue of the Association's Circular,
- posted in a conspicuous place on the website of the Association, and
- emailed (where possible) to all members of the Association.

27.05 The printing of the proposed alteration to the Rules shall contain:-

27.05.01 The Motion.

27.05.02 The name of the mover and those of the seconders.

27.05.03 The mover of the motion has the right to include a short, unedited article explaining the motion and the need for the alteration.

27.05.04 The Management Committee shall discuss the proposed alteration, and under its own name, shall include a short comment on the motion.

27.06 The proposed alteration shall be put at the General Meeting which is at least two weeks after the posting of the Association's Circular containing the motion.

27.07 The alteration (if carried) must be printed in the next issue of the Association's Circular.

27.08 When the Director-General, Department of Justice, Brisbane replies to the Association concerning the requested rule changes, the reply received must be in the next issue of the Association's Circular, and the changes reflected in the rules published on the Association's website.

28. COMMON SEAL

The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

29. FUNDS AND ACCOUNTS

29.01 The funds of the Association shall be deposited in the name of the Association in such bank or permanent building society as the Management Committee may from time to time direct.

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

29.03 All moneys shall be deposited as soon as practicable after receipt thereof.

29.04 A payment by the association of \$100 or more must be made by cheque or electronic funds transfer. 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 management committee to sign cheques issued by the association.

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

- 29.05 Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupment which may be open.
- 29.06 The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.
- 29.07 All expenditure shall be approved or ratified at a Management Committee meeting.
- 29.08 As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing the following particulars.
 - 29.08.01 The income and expenditure for the financial year just ended.
 - 29.08.02 The assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.
- 29.09 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.
- 29.10 The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.

30. DOCUMENTS

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

31. FINANCIAL YEAR

The financial year of the Association shall close on the thirty-first of December in each year.

32. DISTRIBUTION OF SURPLUS ASSETS

If the Association shall be wound up in accordance with the provisions of the Associations incorporation Act 1981, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of rule 29.10, such institution or institutions to be determined by the members of the Association.

BRISBANE CATHOLIC BUSHWALKING CLUB INC BY-LAWS

BY-LAWS

BY-LAW 01. GENERAL MEETINGS

- 01.01 The General Meeting of the Club shall be held on
-- the third Monday of the month in February, May, August and November.
-- at the venue published in the Club magazine.
- 01.02 General meetings are open to visitors.

BY-LAW 02. ANNUAL GENERAL MEETING

The Annual General Meeting of the Club shall be held on the third Monday in February at the same location as the February General Meeting.

BY-LAW 03. MANAGEMENT COMMITTEE MEETINGS

- 03.01 The Management Committee shall meet on the first Monday of the month or at such time as shall from time to time be determined by the Management Committee, pursuant to clause 17.01 of the rules.
- 03.02 The Management Committee shall meet in such place as shall from time to time be determined by the President and/or the Management Committee.
- 03.03 Observers may attend a Management Committee meeting provided that a majority of Committee members agree to the observers presence at the meeting.

BY-LAW 04. FORM OF PROXY

The form of Proxy shall be that given in Appendix 1.

BY-LAW 05. SPECIAL RESOLUTION

A special resolution is that defined in the Associations Incorporation Act or Regulations - currently requiring a three-quarter majority.

BY-LAW 06. NON-CLUB ACTIVITIES

Any person wishing to announce publicise or report on any activity not previously approved by the Management Committee, at or in any meeting, activity or publication of the Association must first obtain the approval of the Management Committee or in the case of meetings, the chair person.

BY-LAW 07. PETTY CASH

The Treasurer if desired, shall keep an amount of petty cash on hand, not exceeding twenty dollars.

BY-LAW 08. PUBLICATION

- 08.01 The name of the Association's circular shall be "JILALAN".
- 08.02 The circular shall be published on a monthly basis for distribution to all members.
- 08.03 It will be the responsibility of the Editor to circularise the Association's programme as well as other items that may be of interest to members.

BY-LAW 09. MEMBERSHIP APPLICATION/RENEWAL

(Under Rule 07)

The form for a new membership application and membership renewal shall be that as approved from time to time by the Management Committee.

- 09.01 Ordinary membership subscription shall consist of two portions as follows
- 09.01.01 Membership subscription .

09.01.02 Magazine subscription portion

09.02 All membership subscriptions for new members shall be determined to the nearest whole dollar.

09.03 Membership subscription (new members only) shall be progressively decreased as follows

January to February	Full fees
March to April	80% of Full Fee
May to June	60% of Full Fee
July to August	50% of Full Fee
September to October	30% of Full Fee
November to December	20% of Full Fee

January to February	Full fees
March to April	80% of Full Fee
May to June	60% of Full Fee
July to August	50% of Full Fee
September to October	30% of Full Fee
November to December	20% of Full Fee

09.04 Household membership subscription shall consist of one membership portion per person eligible for ordinary membership.

BY-LAW 10. NUMBER OF WALKS REQUIRED

(Under Rule 07.02)

The number of walks required prior to acceptance of membership shall be a maximum of three.

BY-LAW 11. SIGNATORIES TO ACCOUNTS

(Under Rule 29.04)

The Management Committee authorizes the persons occupying the following Management Committee Positions to be additional signatories to the Association's Cheque Account(s):-

Vice President,
Outing's Secretary,
Social Secretary,
Membership Officer,
Training Officer, and
Editor,

provided that at least one signatory to such cheques shall be one of the persons authorized under Rule 29.04.

BY-LAW 12. PAYMENT OF FEES

(Under Rule 08.02)

Membership fees shall be paid in cash, by cheque, or other negotiable instrument, either in person to the Treasurer or by mail to the Association's address. The Association shall not be liable for any loss of fees sent via post.

BY-LAW 13. COPIES OF RULES/BYLAWS

A copy of the Association's current Rules and By-laws shall be presented to every new member as soon as practical after acceptance of their application.

BY-LAW 14. ACTIVITY LEADER

14.01 Leaders of Association activities shall be Members of the Association, appointed by the Management Committee, subject to a General Meeting's right to set-aside such approval.

14.02 The Leader of any Association activity shall be considered to have been appointed under clause 05.06 of the Rules as the endorsed Manager of that particular event.

- 14.03 The Leader shall only be entitled to receive remuneration for actual expenses incurred in staging the activity.
- 14.04 The appointment of the Leader shall cease upon completion of said activity.
- 14.05 The leader of any Association activity shall have the right to refuse to accept the nomination of any person whom he believes is incapable of completing or unsuitable for the proposed activity. Provided always that any Member of the Association so refused shall have the right of appeal to the Management Committee, or failing that, to a General Meeting.
- 14.06 The leader of each Association activity shall complete such records on the prescribed forms, giving the required information and including such details as may be required (eg. on walks - details of the route followed etc.) including the names of those who attended, and shall forward such reports, along with any monies received to the Treasurer.
- 14.07 Programs of activities as arranged by the Management Committee through leaders must be adhered to. Any unauthorised departure there from must be reported by the leader to the Management Committee.

BY-LAW 15. NOMINATIONS FOR ACTIVITIES

- 15.01 Nominations should be made to the Leader or to the Outings/Social Secretary only if the leader cannot be contacted.
- 15.02 Nominations should be made by the Monday prior to the activity so that transport etc. can be arranged.

BY-LAW 16. ACTIVITIES TRANSPORT

- 16.01 All activities depart from the Catholic Centre, unless otherwise notified.
- 16.02 The Outings/Social Secretary in conjunction with the Leader arranges transport.
- 16.03 Members/Visitors are responsible for their own travel to and from the Catholic Center or designated point of departure.
- 16.04 Members and visitors who do not wish to travel by the officially organised transport may do so only with the express approval of the leader of the activity. Such private travellers are totally responsible for their own transport, to and from the proposed activity, and will be charged a fee to cover administration and organisational costs. Nomination preference will be given to those travelling via official transport, and such private attendees may be liable to organise their own permits, own bookings, etc.
- 16.05 Persons who volunteer to drive their own vehicle on behalf of the Association, shall not be charged the transportation component of *the* cost of said activity, unless otherwise decided by the Management Committee.

BY-LAW 17. EQUIPMENT FOR WALKS

The minimum equipment for a walk shall be:-

1. A first aid kit,
2. a torch,
3. a parka/ raincoat and
4. at least 2 litres of water.

The leader may require additional equipment to be carried.

Any person not carrying the required equipment may be refused participation in any Association activity.

BY-LAW 18. EQUIPMENT HIRE

18.01 The Association shall allow certain of its equipment to be hired by newer members and visitors participating in official activities.

18.02 The cost of hire, deposit and late return fee shall be that determined from time to time by the Management Committee.

18.03 Borrowers are responsible for collecting and returning equipment, as well as making good any loss or damage over and above normal wear and tear.

18.04 Equipment is not available for hire for non-association activities without the express approval of Management Committee.

BY-LAW 19. EMERGENCY OFFICER SYSTEM

The Emergency Officer system is designed to co-ordinate the departure and return of members, on walks. It provides the central point of contact for a walk from departure to return.

19.01 Before a walk leaves Brisbane, the leader should contact the Emergency Officer appointed for that walk.

19.02 Members/Visitors who have nominated for a trip and at the last minute find that they are unable to attend or are going to be delayed must contact the Emergency Officer. Note that the Emergency Officer should only be contacted when it is too late to phone the leader, or he cannot be contacted.

19.03 Before leaving home, members and visitors must ensure that family/relatives/flat mates know their destination and the phone number of the Emergency Officer.

19.04 If any delays/difficulties occur during a walk, the Leader will contact the Emergency Officer (or a Committee Contact). After 9 pm on the expected day of return, family/relatives/flat mates may contact the Emergency Officer for details.

BY-LAW 20. SUB-COMMITTEES

(Under Rule 18.01)

The Association shall have two standing sub-committees

19.01 Outings Sub-Committee

19.02 Socials Sub-Committee

These sub-committee shall consist of

- the Management Committee, as well as
- any other interested members of the Association.

Their meetings shall be called by the Outings/Social Secretary, and

their function shall be to assist the respective secretary in the preparation of the Associations Calendar.

All sub-committees shall report their deliberations to the Management Committee for approval.

BY-LAW 21. NON PAYMENT OF MEMBERSHIP FEES

Suspension under Rule 10.02.02 shall apply for a period of 12 months. Should any member wish to reinstate their membership of the Association during that period, they must first pay all outstanding membership fees. After that period has elapsed, their membership will be considered terminated.

BY-LAW 22. NUMBER OF WALKERS

By Law 22 - The generally accepted minimum number on an Association walk is 4 people. In some circumstances the leader may receive permission from the Outings Secretary to have fewer than 4 on a walk. In this situation the intending participants of the walk should be advised prior to the walk.

