

Model Aeronautical Association of Queensland Inc

(Incorporated in Queensland)



Statement of Rules

Date approved by MAAQ Members: 25th August 2020

Secretary Signature: 

Secretary Name: Greg Petherick

Date this edition Passed by the Office of Fair Trading



<u>RULE</u>	<u>CONTENTS</u>	<u>PAGE</u>
1	INTERPRETATION	3
2	Name.....	3
3	Objects of the MAAQ.....	3
4	Powers of the MAAQ.....	4
5	Classes of Members.....	5
6	New Membership.....	6
7	Membership Fees.....	6
8	Admission and Rejection of Members	6
9	When Membership Ends.....	6
10	Appeal Against Rejection or Termination of Membership	7
11	General Meeting to Decide Appeal	7
12	Register of Members.....	7
13	Prohibition on Use of Information on Register of Members.....	7
14	Appointment or Election of Secretary	8
15	Functions of Secretary	8
16	Membership of the Management Committee	8
17	Electing the Management Committee	8
18	Resignation, Removal or Vacation of Office of a Management Committee Member	8
19	Vacancies on Management Committee	9
20	Functions of the Management Committee.....	9
21	Meetings of the Management Committee.....	9
22	Quorum for, Adjournment of, Management Committee Meeting.....	10
23	Special Meeting of Management Committee	10
24	Minutes of Management Committee Meetings	11
25	Appointment of Subcommittees	11
26	Acts not affected by defects or disqualifications.....	11
27	Resolutions of Management Committee without meeting	11
28	General Meetings.....	11
29	Annual General Meeting.....	11
30	Business to be conducted at annual general meeting.....	11
31	Notice of a General Meeting.....	12
32	Quorum for, and adjournment of, General Meeting	12
33	Procedure at a General Meeting	12
34	Voting at General Meeting	13
35	Special General Meeting.....	13
36	Proxies AND ABSENTEE VOTING.....	13
37	Minutes of ASSOCIATIONS Meetings	14
38	By-Laws.....	14
39	Alteration of Rules.....	14
40	Common Seal.....	14
41	Funds and Accounts.....	14
42	General Financial Matters.....	15
43	Documents	15
44	Financial Year.....	15
45	Distribution of Surplus Assets	15
46	Transitional Provisions	16
	END OF RULES – Edition 4.0.....	16

Document REVISIONS:

Original 1	Registered 1989.
Edition 3.1	Presented – Format change with minor clauses removed / updated – May 2019
Edition 4.0	Committee Position ammendments, inclusion of Transitional Provisions – Sep 2020



1 INTERPRETATION

1.1 In these rules:

Act means the Associations Incorporation Act 1981.

Affiliate Member means an affiliate member of the MAAQ pursuant to rule 5.

Affiliate Membership shall have a corresponding meaning.

Associate Member means an associate member of the MAAQ pursuant to Rule 5.

Associate Membership shall have a corresponding meaning.

CASA means the Civil Aviation Safety Authority

FAI means the Federation Aeronautique Internationale

MAAA means the Model Aeronautical Association of Australia Inc.

MAAQ means the Model Aeronautical Association of Queensland Inc

Member means an Affiliate Member, Associate Member, Life Member or Ordinary Member as the context requires.

Ordinary Member means an ordinary member of the MAAQ pursuant to rule 5.

Ordinary Membership shall have a corresponding meaning.

1.2 A word or expression that is not defined in these rules, but is defined in the Model Rules or the Act has, if the context permits, the meaning given by the Act.

2 NAME

The name of the incorporated Association is:

MODEL AERONAUTICAL ASSOCIATION OF QUEENSLAND INC.

3 OBJECTS OF THE MAAQ

3.1 The objects of the MAAQ are:

- (a) To promote and develop all recreational and sporting aspects of model aviation in Queensland by, in particular, the promotion, protection, organisation and encouragement in every way; the building, constructing, flying and development of model aircraft and to develop and encourage model aeronautics generally within Australia through the medium of model aeronautical clubs within Queensland or elsewhere, and through those who elect to become members of the MAAQ.
- (b) To collaborate with and encourage collaboration between the Ordinary Members of the MAAQ and their individual members.
- (c) To liaise, negotiate and co-operate with the Civil Aviation Safety Authority (CASA) and all other Government, semi-Government, non-Governmental bodies or organisations in Australia and/or overseas on behalf of the ordinary members of the MAAQ.
- (d) To control and record model aeronautical performances within the State of Queensland.
- (e) To act as promoter of State, National, International and other model aeronautical meetings, contests and exhibitions.
- (f) To apply to Model Aeronautical Association of Australia Inc (MAAA) for membership as its representative in Queensland.
- (g) To be the peak body for all model aeronautical activities in Queensland.



4 POWERS OF THE MAAQ

4.1 The powers of the Association are:

- (a) To subscribe to, become 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, affiliated with the MAAA, 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 24 (10) of the MAAQ's Incorporation Regulations 1982.
- (b) 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.
- (c) 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 MAAQ. Provided that, in case the MAAQ shall take or hold any property which may be subject to any trusts, the MAAQ shall deal only with the same in such manner as is allowed by law having regard to such trusts.
- (d) 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 MAAQ: to obtain from such Government or Authority any rights, privileges and concessions which the MAAQ may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (e) 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 MAAQ.
- (f) 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 MAAQ, or in or about the MAAQ or promotion of the MAAQ or in the furtherance of its objects.
- (g) 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 MAAQ'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.
- (h) To take, or otherwise acquire and hold shares, debentures or other securities of any company or body corporate.
- (i) In furtherance of the objects of the MAAQ 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
- (j) 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 monies 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 MAAQ's property or assets present or future, and to purchase, redeem or pay off any such securities.
- (k) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- (l) In furtherance of the objects of the MAAQ 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 MAAQ.



- 41.1(m) 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 MAAQ's property of whatsoever kind sold by the MAAQ, or any money due to the MAAQ from purchasers and others.
- (n) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the MAAQ, but subject always to the proviso in Clause 4.1.(d).
 - (o) 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 MAAQ, in the shape of donations, annual subscriptions or otherwise.
 - (p) To print and publish any newspapers, periodicals, books or leaflets that the MAAQ may think desirable for the promotion of its objects.
 - (q) In furtherance of the objects of the MAAQ to amalgamate with any one or more incorporated associations affiliated with the MAAQ Inc. having objects altogether or in part similar to those of the MAAQ and which shall prohibit the distribution of its or their income or property among its or their members to an extent at least as great as that imposed upon the MAAQ under or by virtue of Rule 45.
 - (r) In furtherance of the objects of the MAAQ 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 MAAQ is authorised to amalgamate.
 - (s) In furtherance of the objects of the MAAQ to transfer all or any part of the property, assets, liabilities and engagements of the MAAQ to any one or more of the incorporated associations with which the MAAQ is authorised to amalgamate.
 - (t) To make donations for patriotic, charitable or community purposes.
 - (u) 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.
 - (v) The MAAQ has all the powers of a natural person.

5 CLASSES OF MEMBERS

5.1 The membership of the MAAQ shall consist of the following classes of members

- (a) Ordinary Members;
- (b) Affiliate Members,
- (c) Life Members;
- (d) Junior Members;
- (e) Honorary members;
- (f) Associate members,
- (g) Overseas Membership;

5.2 The number of Ordinary Members, Affiliate Members and Associate Members shall be unlimited.

5.3 The maximum of Life Members shall be as from time to time determined by the MAAQ in general meetings..

5.4 Ordinary Members must be a Model aeronautical club, association, group or society that has applied for and been accepted for membership of the MAAQ in accordance with these rules. Ordinary members shall have the right to appoint representatives (*being affiliate members*) to attend, speak and vote on behalf of the Ordinary Member at general and annual general meetings of the MAAQ

5.5 Affiliate member is an individual who is a member of an Ordinary Member club, association group or society. Affiliate Members shall have the right to attend and speak at general meetings of the MAAQ. Affiliate Members shall have no right to vote at general meetings of the MAAQ.

5.6 Associate Members must be a club, association or special interest group that represents the particular interests of a group of Affiliate Members (eg. scale models, aerobatics, rotary wing models, turbine models) that have applied for and been accepted for membership of the MAAQ in accordance with these rules. Associate members shall have the right to appoint representatives (*being Affiliate Members*) to attend and speak on behalf of the Associate Member at general



meetings of the MAAQ. Associate Members shall have no right to vote at a general meeting of the MAAQ.

- 5.7 Life Members** shall be individuals who (otherwise being eligible for Affiliate Membership) have been recognised for their contribution to the MAAQ over a substantial period and appointed as Life Members of the MAAQ by the Ordinary Members. Life Members shall have the right to attend and speak at general meetings of the MAAQ. Life Members shall have no right to vote at general meetings of the MAAQ. The process for nomination and appointment of Life Members shall be as set out in the By-Laws. No MAAQ membership fees will be payable by Life Members.

6 NEW MEMBERSHIP

- 6.1** Any potential Member applying for Ordinary Membership or Associate Membership shall:
- (a) Submit its application on such form as may be prescribed by the By-Laws; and
 - (b) Forward with its application the membership fee prescribed by the By-Laws.
- 6.2** If the Management Committee approves the application for Membership, the applicant will
- (a) Become an Ordinary or Associate member of the MAAQ.
 - (b) Be deemed together with its Affiliate Members to be bound by these rules; and
 - (a) Provide the MAAQ with a register of the names and addresses of all its Officers and Affiliate Members and notify the MAAQ of changes occurring from time to time.

7 MEMBERSHIP FEES

- (a) The membership fee for each class of membership (if any):
- (b) is the amount agreed by the Ordinary Members from time to time at a general meeting; and
- (c) is payable when, and in the way, the Management Committee decides.

8 ADMISSION AND REJECTION OF MEMBERS

- 8.1** At its next meeting, the Management Committee, after receipt of any application for membership, together with the applicable fee shall:
- (b) consider applications for Ordinary Membership and Associate Membership and determine the admission or rejection of the applicants, or
 - (c) consider nominations for Life Membership and submit a recommendation or rejection to the General Meeting for determination of the application, provided the nomination was received in time for inclusion in the Agenda of the next General Meeting.
- 8.2** Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application for Ordinary Membership or Associate Membership, shall be accepted to the class of membership applied for.
- 8.3** Upon the acceptance or rejection of the application for any class of membership, the Secretary shall give the applicant notice in writing of such acceptance or rejection.

9 WHEN MEMBERSHIP ENDS

- 9.1** A Member may resign from the MAAQ by written notice of resignation to the Secretary.
- 9.2** 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.
- 9.3** The Management Committee may terminate the membership of any member if the member
- (a) does not comply with any of the provisions of these rules; or
 - (b) has membership fees in arrears for at least 30 days (provided that not less than 10 days written notice is provided to the Member to remedy the arrears); or
 - (c) behaves considered to be injurious or prejudicial to the character or interests of the MAAQ.
- 9.4** Before the Management Committee 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.



- 9.5 If, after considering all representations made by the Member, the Management Committee decides to terminate the membership, the Secretary must give the member a written notice of the decision.

10 APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- 10.1 An applicant whose application for membership has been rejected, or a Member whose membership has been terminated, may give the MAAQ Secretary written notice of the Applicants or Member's intention to appeal against the decision.
- 10.2 A notice of intention to appeal must be given to the MAAQ Secretary within one month after the Applicant's or Member receives written notice of the decision.
- 10.3 If the Secretary receives a notice of intention to appeal, the Secretary must, within one month after receiving the notice, call a general meeting to decide the appeal.

11 GENERAL MEETING TO DECIDE APPEAL

- 11.1 The general meeting to decide an appeal must be held within 3 months after the secretary receives the notice of intention to appeal.
- 11.2 At the meeting, the Applicant or Member must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- 11.3 An appeal must be decided by a majority vote of the Ordinary Members present and eligible to vote at the meeting.
- 11.4 If an Applicant or Member whose application for membership has been rejected does not appeal against the decision within one month after receiving written notice of the decision, or the applicant or member appeals but the appeal is unsuccessful, the Secretary must, as soon as practicable, refund the membership fee paid by the applicant or member.

12 REGISTER OF MEMBERS

- 12.1 The Management Committee must keep a register of all members.
- 12.2 The register must include but not limited to, 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 resignation of the Member;
 - (e) details about the termination or reinstatement of membership; and,
 - (f) any other particulars the Management Committee or the members at a general meeting decide.
- 12.3 The register must be open for inspection by Members of the MAAQ at all reasonable times.
- 12.4 A member must contact the Secretary to arrange an inspection of the register.
- 12.5 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.

13 PROHIBITION ON USE OF INFORMATION ON REGISTER OF MEMBERS

- 13.1 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.
- 13.2 Subrule 13.1 doesn't apply if the use or disclosure of information is approved by the association.



14 APPOINTMENT OR ELECTION OF SECRETARY

- 14.1** The Secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border.
- 14.2** The Secretary is a member of the Management Committee and must be elected by the Members at the Annual General Meeting of the MAAQ (if a vacancy happens in the office of Secretary, the members of the Management Committee must ensure a Secretary is appointed).
- 14.3** In this rule: casual vacancy, on Management Committee, means a vacancy happens when an elected member of the Management Committee resigns, or, stops holding office.

15 FUNCTIONS OF SECRETARY

- 15.1** The Secretary's functions include, but are not limited to:
- (a) calling meetings of the MAAQ, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the President;
 - (b) keeping minutes of each meeting;
 - (c) keeping copies of all correspondence and other documents relating to the association;
 - (d) maintaining the register of Members; and
 - (e) Any actions required by the Management Committee and By-Laws.

16 MEMBERSHIP OF THE MANAGEMENT COMMITTEE

- 16.1** The Management Committee of the MAAQ shall consist of a President, Vice-President, Secretary, Treasurer, Development Officer and Public Relations Officer (PRO).
- 16.2** A member of the Management Committee must be an Affiliate Member or a Life Member.
- 16.3** At each annual general meeting of the MAAQ, the members of the Management Committee must retire from office, but are eligible, on nomination, for re-election.
- 16.4** An affiliate member of the MAAQ may be appointed to a casual vacancy on the Management Committee under rule 19.

17 ELECTING THE MANAGEMENT COMMITTEE

- 17.1** The election of officers and other members of the Management Committee shall take place in the following manner:
- (a) Any Ordinary Member may nominate an Affiliate Member or Life Member to serve as an officer or other member of the Management Committee.
 - (b) The nomination, must be presented on the appropriate nomination form and shall be lodged with the Secretary not less than twenty-eight (28) days prior to the Annual General Meeting, or any appropriate meeting at which the election is to take place.
 - (c) A list of all nominations shall be prepared and circulated to all Ordinary members at least fourteen (14) days prior to the Annual General Meeting.
 - (d) Should, at the commencement of such meeting there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.
 - (e) The election of members of the Management Committee shall be decided by a simple majority of votes cast. Such votes may be by proxy on the designated form or by personal representation at the meeting. In the event that there is only one (1) nomination for any position, the nomination must be passed by a majority vote.
 - (f) If the nomination fails to obtain sufficient votes, the action reverts to clause 19.

18 RESIGNATION, REMOVAL OR VACATION OF OFFICE OF A MANAGEMENT COMMITTEE MEMBER

- 18.1** A member of the Management Committee may resign from the committee by giving written notice of resignation to the Secretary.
- 18.2** 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.



- 18.3** A committee 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.
- 18.4** Before a vote of members is taken about removing the committee 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.
- 18.5** A member has no right of appeal against the members removal from office under this rule.
- 18.6** A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

19 VACANCIES ON MANAGEMENT COMMITTEE

- 19.1** If a casual vacancy happens on the Management Committee, the continuing members of the committee may appoint another affiliate member of the association to fill the vacancy until the next annual general meeting.
- 19.2** The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.
- 19.3** However, if the number of committee members is less than the number fixed under rule 20.1 as a quorum of the Management Committee, the continuing members may act only to—
- (a) increase the number of Management Committee members to the number required for a quorum; **or**
 - (b) call a general meeting of the association.

20 FUNCTIONS OF THE MANAGEMENT COMMITTEE

- 20.1** Subject to these rules or a resolution of the members of the MAAQ carried at a general meeting, the Management Committee has the general control and management of the administration of the affairs, property and funds of the MAAQ.
- 20.2** The Management Committee has authority to interpret the meaning of these rules and any matter relating to the MAAQ 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 associations rules are inconsistent with the Act—
see section 1B of the Act.

- 20.3** The Management Committee 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.

21 MEETINGS OF THE MANAGEMENT COMMITTEE

- 21.1** Subject to this rule, the Management Committee may meet and conduct its proceedings as it considers appropriate.



- 21.2** The Management Committee must meet at least once every three months or as near as possible to exercise its functions.
- 21.3** The Management Committee must decide how a meeting is to be called.
- 21.4** Notice of a meeting is to be given in the way decided by the Management Committee.
- 21.5** The Management Committee 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.
- 21.6** A committee member who participates in the meeting as mentioned in subrule 21.5 is taken to be present at the meeting.
- 21.7** A question arising at a management 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.
- 21.8** A member of the Management Committee 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.
- 21.9** The President is to preside as chairperson at a Management Committee meeting.
- 21.10** If there is no President or if the President is not present within 10 minutes after the time fixed for a Management Committee meeting, the members may choose one of their number to preside as chairperson at the meeting.

22 QUORUM FOR, ADJOURNMENT OF, MANAGEMENT COMMITTEE MEETING

- 22.1** At a Management Committee meeting, more than 50% of the members elected to the committee as at the close of the last General Meeting form a quorum.
- 22.2** If there is no quorum within 30 minutes after the time fixed for a Management Committee 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 Management Committee who are present are to decide the day, time and place to reconvene the adjourned meeting.
- 22.3** If, at a reconvened Committee meeting mentioned in subrule 22.2, there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

23 SPECIAL MEETING OF MANAGEMENT COMMITTEE

- 23.1** If the Secretary receives a written request signed by at least 33% of the members of the Management Committee, 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.
- 23.2** If the Secretary cannot or is unwilling to call a special meeting, the President must call the meeting.
- 23.3** 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.
- 23.4** 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.
- 23.5** A special meeting of the Management Committee must be held within 14 days after notice of the meeting is given to the members of the Management Committee.



24 MINUTES OF MANAGEMENT COMMITTEE MEETINGS

- 24.1** The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Management Committee meeting are entered in a minute book or electronic filing system.
- 24.2** To ensure the accuracy of the minutes, the minutes of each Management Committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next Management Committee meeting, verifying their accuracy.

25 APPOINTMENT OF SUBCOMMITTEES

- 25.1** The Management Committee may appoint a subcommittee consisting of members of the association and others considered appropriate by the committee to help with the conduct of the associations operations.

26 ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

- 26.1** An act performed by the Management Committee, a subcommittee or a person acting as a member of the Management Committee is taken to have been validly performed.
- 26.2** Sub-rule 26.1 applies even if the act was performed when:
- (a) there was a defect in the appointment of a member of the Management Committee, subcommittee or person acting as a member of the Management Committee; or
 - (b) a Management Committee member, subcommittee member or person acting as a member of the Management Committee was disqualified from being a member of the association.

27 RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING

- 27.1** A written resolution signed by 51% members of the Management Committee is as valid and effectual as if it had been passed at a Management Committee meeting that was properly called and held.
- 27.2** A resolution mentioned in sub-rule 27.1 may consist of several documents in like form, each signed by one or more members of the committee.

28 GENERAL MEETINGS

- 28.1** The first General Meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the Association, and at such place as the Management Committee may determine.
- 28.2** Not less than four (4) General Meetings shall be convened during each financial year, that is, the year commencing 1st July and finishing on 30th June of each succeeding year.

29 ANNUAL GENERAL MEETING

- 29.1** Each annual general meeting must be held—
- (a) at least once each year; and
 - (b) within three months after the end date of the association's reportable financial year.
- (c) At an annual general meeting, each question, matter or resolution, must be decided by a majority of 51% votes of the members present.
- (d) Rules change resolutions shall require a majority of 75% of those members present.

30 BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING

- (a) The business to be transacted at every Annual General Meeting shall be: The receiving of the Management Committee's report and, as a minimum Financial
- (b) Statements required by the Associations Incorporation Act and/ or the Association's By-Laws.
- (c) The receiving of the Auditor's report upon the books and accounts for the preceding financial year.
- (d) The election of members of the Management Committee.
- (e) The appointment of an auditor.
- (f) Any resolutions or business prescribed on the agenda.
- (g) At an annual general meeting, each question, matter or resolution, must be decided by a majority of 51% votes of the members present.



31 NOTICE OF A GENERAL MEETING

- 31.1** The Management Committee may call a general meeting of the association.
- 31.2** The Secretary must give at least 14 days notice of the meeting to each Ordinary member.
- 31.3** If the Secretary is unable/unwilling to call a meeting, the President must call the meeting.
- 31.4** The Management Committee may decide the way in which the notice must be given.
- 31.5** However, notice of the following meetings must be given in writing:
- (a) A meeting called to hear and decide the appeal of a member against the Management Committee's decision:
 - (b) to reject the member's application for membership of the association; or
 - (c) to terminate the member's membership of the association; a meeting called to hear and decide a proposed special resolution of the association.
- 31.6** A notice of a general meeting must state the business to be conducted at the meeting.

32 QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING

- 32.1** The quorum for a General Meeting is at least 20% of the financial Ordinary Members. The quorum shall include proxies submitted within these rules and By-Laws.
- 32.2** No business may be conducted at a General Meeting unless there is a quorum of members when the meeting proceeds to business.
- 32.3** If there is no quorum within 30 minutes after the time fixed for a General Meeting called on the request of members of the Management Committee or the association, the meeting lapses.
- 32.4** 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 Management Committee or the association:
- (a) the meeting is to be adjourned for at least 7 days; and
 - (b) the Management Committee is to decide the day, time and place to reconvene the adjourned meeting.
- 32.5** If there is no quorum within 30 minutes after the time fixed for a reconvened General Meeting, the meeting lapses.
- 32.6** 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.
- 32.7** If a meeting is adjourned under subrule 32.6, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- 32.8** 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.
- 32.9** 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.

33 PROCEDURE AT A GENERAL MEETING

- 33.1** An ordinary member's representative may take part and vote in a general meeting in person, by attorney or by proxy, as per the Bylaws.
- 33.2** A member's representative who participates in a meeting as mentioned in subrule 33.1 is taken to be present at the meeting.
- 33.3** 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 the remaining members of the management committee to be Chairperson of the meeting; and
 - (c) the Chairperson must conduct the meeting in a proper and orderly way.



34 VOTING AT GENERAL MEETING

- 34.1** At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of 51% votes of the financial ordinary members present.
- 34.2** Each Ordinary member present and eligible to vote is entitled to one vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- 34.3** An Ordinary 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.
- 34.4** The method of voting is to be decided by the Management Committee.
- 34.5** However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- 34.6** If a secret ballot is held, the chairperson must appoint two members to conduct the secret ballot in the way the chairperson decides.
- 34.7** 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.

35 SPECIAL GENERAL MEETING

- 35.1** The Secretary must call a special general meeting by giving each ordinary member of the association notice of the meeting within 14 days after:
- (a) being directed to call the meeting by the Management Committee; or
 - (b) being given a written request signed by:
 - i. at least 33% of the Management Committee 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 Management Committee when the request is signed plus 1; or
 - (c) In the case of an appeal from an Ordinary member (club) has given written notice signed by the President of the Ordinary member, of an intention to appeal against the decision of the Management Committee to:
 - i. reject an application for membership; or
 - ii. terminate a person's membership.
 - (d) In the case of an appeal from an Affiliate Member of an Ordinary Member (club) the Affiliate Member has given written notice of an intention to appeal against the decision of the Management Committee to:
 - i. reject his application for membership; or,
 - ii. terminate his membership.
- 35.2** A request mentioned in subrule 35.1(b) must state:
- (a) why the special general meeting is being called; and
 - (b) the business to be conducted at the meeting.
- 35.3** A special general meeting must be held within 3 months after the secretary—
- (a) is directed to call the meeting by the Management Committee; or
 - (b) is given the written request mentioned in subrule 35.1(b); or
 - (c) is given the written notice of an intention to appeal mentioned in subrule 35.1(c) or 35.1(d).
- 38.4** If the secretary is unable/unwilling to call special meeting, the President must call the meeting.
- 38.5** At a special general meeting, each question, matter or resolution, must be decided by a majority of 51% votes of the members present.
- ### **36 PROXIES AND ABSENTEE VOTING**
- 36.1** An Ordinary member may vote in person or by proxy or by attorney. On a show of hands, or by secret ballot, a person representing by proxy an Ordinary member shall have one vote as per described on the appropriate form.



- 36.2** The instrument appointing a proxy shall be presented to the secretary by using the form described in the By-Laws.
- 36.3** The proxy form must be within the hands of the secretary 24 hrs prior to the time and date set for that meeting

37 MINUTES OF ASSOCIATIONS MEETINGS

- 37.1** The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and proceedings of each general, special and management meetings are entered in a minute book or electronic filing system.
- 37.2** To ensure the accuracy of the minutes:
- (a) the minutes of each general, special and management meeting must be confirmed 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 once passed by the meeting by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general, special or annual general meeting, confirming their accuracy.
- 37.3** If asked by a member of the association, the secretary must, within 28 days after the request is made:
- (a) make the minutes for a particular General Meeting available for inspection by the member at a mutually agreed time and place; and,
 - (b) after inspection, give the member a copy of the minutes of the General Meeting if requested.
 - (c) A copy of the General Meeting minutes shall be sent to each ordinary member in a reasonable time prior to the next meeting.
- 37.4** Members shall have no right to access the minutes of any Management Committee Meeting. However, the Management Committee may at its sole discretion provide access to a Member if requested.

38 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 and any By-Law may be set aside by a General Meeting of members.

39 ALTERATION OF RULES

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 a 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 Office of Fair Trading Queensland.

40 COMMON SEAL

- 40.1** The Management Committee must ensure the association has a common seal.
- 40.2** The common seal must be:
- (a) kept securely by the Management Committee; and
 - (b) used only under the authority of the Management Committee.
- 40.3** Each instrument to which the seal is attached must be signed by a member of the Management Committee and countersigned by:
- (a) the secretary; or
 - (b) another member of the Management Committee; or
 - (c) someone authorised by the Management Committee.

41 FUNDS AND ACCOUNTS

- 41.1** The funds of the association must be kept in an account in the name of the association in a financial institution decided by the Management Committee.



- 41.2** Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- 41.3** All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 41.4** A payment by the association must be made by cheque, electronic funds transfer or approved credit card and as per the By-laws.
- 41.5** If a payment of the amount nominated in the By-Laws or more is made by cheque or electronic funds transfer, the cheque or transfer must be signed / approved by any 2 of the following:
- (a) the President;
 - (b) the Secretary;
 - (c) the Treasurer;
 - (d) any 1 of 3 other affiliate members of the association who have been authorised by the Management Committee to sign cheques issued by the MAAQ.
- 41.6** However, one of the persons who signs the cheque must be the President, or Secretary or the Treasurer.
- 41.7** All expenditure must be approved or ratified at a Management Committee meeting.
- 41.8** As soon as practicable after the end of each financial year, the Treasurer shall cause to be prepared as a minimum, Financial Statements in compliance with the requirements of the Associations Incorporation Act and the MAAQ Inc By-Laws.
- (a) The income and expenditure for the financial year just ended, and
 - (b) The assets and liabilities and of all the mortgages, charges and securities affecting the property of the Association at the close of that year.
- 41.9** All such statements shall be examined by the Auditor who shall present his report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.

42 GENERAL FINANCIAL MATTERS

- 42.1** On behalf of the Management Committee, 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.
- 42.2** The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.

43 DOCUMENTS

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

44 FINANCIAL YEAR

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

45 DISTRIBUTION OF SURPLUS ASSETS

- 45.1** This rule applies if the association:
- (a) is wound-up under part 10 of the Act; and
 - (b) has surplus assets.
- 45.2** The surplus assets must not be distributed among the members of the association.
- 45.3** 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.
- 45.4** In this rule: surplus assets, see section 92(3) of the Act.



46 TRANSITIONAL PROVISIONS

- (a) This Statement of Rules shall be effective upon registration by the Chief Executive of the office of Fair Trading (Qld) in accordance with section 48(4) of the Associations Incorporation Act.
- (b) Each person elected to the office of Free Flight Administrator, Control Line Administrator, Newsletter Editor and State Flying Instructor (if any) at the 2020 Annual General Meeting of the MAAQ shall cease to be a member of the Management Committee upon the registration of this Statement of Rules in accordance with paragraph (a) above.
- (c) The person elected to the office of Radio Control Administrator (if any) at the 2020 Annual General Meeting of the MAAQ will be deemed to have been elected to the role of Development Officer.
- (d) The quorum for meetings of the Management Committee shall be four (4).
- (e) This rule 46 shall cease to have any effect from the date of the 2021 Annual General Meeting of the MAAQ.

END OF RULES – EDITION 4.0