

**RULES OF THE DARLING DOWNS SOARING CLUB INC
AN INCORPORATED ASSOCIATION UNDER
THE ASSOCIATIONS INCORPORATION ACT 1981**

WORDS AND EXPRESSIONS TO HAVE MEANING IN ACT

1. (1) A word or expression that is not defined in these rules, but is defined in the *Associations Incorporation Act 1981* has, if context permits, the meaning given by the Act.

DEFINITIONS

- (2) In these rules –

Training Panel means the combined functions of the ‘Club Operations Panel’ and ‘Club Training Panel’ as defined in GFA MOSP – Part 2 Operations.

“GFA” means the Gliding Federation of Australia;

“GFA regulation” means any written direction relating to the operation of gliders, by whatever name called, issued by the GFA pursuant to Civil Aviation Safety Authority air navigation orders and/or GFA's powers under its constitution and includes any written direction identified by GFA as a Manual of Standard Operating Procedures.

“glider” means a heavier-than-air aircraft that is supported in flight by the dynamic reaction of the air against its lifting surfaces and whose flight does not depend principally on an engine.

“gliding” means flight by means of a glider without thrust from any means of propulsion fitted to the glider.

“gliding operations” means any activity or thing done in connection with gliding or soaring flight and includes:

- (i) launching of gliders;
- (ii) ground handling of gliders and other aircraft;
- (iii) practices aimed at preventing damage or injury to persons or property.

“sailplane” is synonymous with glider.

“soaring” means using naturally rising air currents in the atmosphere to cause a glider to gain height, the height gained can then be used to glide further and/or extend the duration of the flight.

“visitor” means a person who is not a member of the association.

NAME

2. (1) The name of the incorporated association is Darling Downs Soaring Club Inc (**“the association”**).

OBJECTS

3. (1) The objects of the association are to -
- (a) conduct gliding operations and provide and promote opportunities for members of the association and visitors to experience gliding and soaring as a sport and recreation.
 - (b) establish and promote high standards of safety in gliding and soaring including cross country soaring.
 - (c) provide training in all aspects of gliding and soaring.
 - (d) hold and promote soaring competitions and other aviation events.
 - (e) organise and promote social interaction among club members.
 - (f) provide information and advice on gliding and soaring.
 - (g) represent the views of people connected with gliding and soaring.
 - (h) provide grounds and facilities for gliding and soaring and for carrying out the objectives of the association.
 - (i) purchase, or lease any land, building, or other property for the purpose of carrying out the objectives of the association, and to sell, mortgage, exchange, or dispose of the same.

- (j) purchase, or hire aircraft, associated equipment, machinery, and all other things reasonably required to achieve the objectives of the association, and to sell, mortgage, exchange, or dispose of the same.
- (k) buy and sell all kinds of refreshments and other goods required by members and visitors to the association.
- (l) hire and employ staff and contractors and to pay them in return for services rendered to the association.
- (m) enter into any arrangements with any government or local authority or any club, company or persons which may be conducive to the objectives of the association.
- (n) associate with any other company, association or club whose objectives are similar to the objectives of the association.

POWERS

- 4. (1) The association has the powers of an individual.
- (2) The association may, for example –
 - (a) enter into contracts; and
 - (b) acquire, hold, deal with and dispose of property; and
 - (c) make charges for services and facilities it supplies; and
 - (d) do other things necessary or convenient to be done in carrying out its affairs.
- (3) The association may also issue secured and unsecured notes, debentures and debenture stock for the association
- (4) Section 3 and this section 4 and the other provisions of these rules are intended to:
 - (a) prevent the application of the doctrine of ultra vires to the powers of the association to further its objects; and
 - (b) ensure that the association is able to give effect to its objects set out in these rules without the necessity to specifically include a power.

APPLICATION OF INCOME AND ASSETS OF THE ASSOCIATION

- 5. (1) The income and property of the association whencesoever derived, shall be applied solely towards the promotion of the objects of the association as set forth in these rules; and no portion thereof shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise, to any member of the association.
- (2) Despite subsection (1) nothing herein shall prevent the payment, in good faith of remuneration or compensation to directors or servants of the association or to any member of the association in return for –
 - (a) goods supplied in the ordinary and usual way of business; or,
 - (b) reasonable and proper rent for premises demised or let by any member to the association; or,
 - (c) expenses incurred on behalf of the association; or,
 - (d) services actually rendered to the association; or,
 - (e) payment of interest at a rate not exceeding the rate for the time being fixed for the purpose of this subsection by the management committee on money borrowed from any members of the association in furthering the objects of the association.

CLASSES OF MEMBERS

- 6. (1) The membership of the association shall consist of the following classes of members –
 - (a) flying members
 - comprising: full membership
 - family membership
 - student membership
 - (b) associate members;
 - comprising: social membership

- (c) life members;
 - (d) honorary members;
 - (e) short term members.
- (2) The number of members of any class is unlimited.
 - (3) A flying member is an ordinary member of the association.

MEMBERSHIP

- 7. (1) An applicant for Flying or Associate classes of membership of the association, must be proposed by 1 member of the association (the “**proposer**”) and seconded by another member (the “**seconder**”).
- (2) An application for Flying or Associate class of membership must be –
 - (a) Made by a natural person; and
 - (b) in writing; and
 - (c) in the form decided by the management committee.
- (3) Any Flying Member of distinguished gliding or soaring achievements and who has rendered special services to the association and who is nominated by the Management Committee for election as a life member, may be elected a Life Member of the association at the Annual General Meeting immediately following the member’s nomination.
- (4) The Committee may elect Honorary Members or re-elect a person whose Honorary Membership has expired at any time.
- (5) Any person who has flown in-command of an aircraft or who desires to undertake instruction in a glider controlled by the association, and who applies to join the association as a Short Term Member of the association for a specified period not exceeding three months may be elected a Short Term Member in accordance with procedures stipulated from time to time by the Management Committee.

RESTRICTIONS ON PRIVILEGES FOR PARTICULAR CLASSES OF MEMBER

- 8. (1) Associate Members, Honorary Members or Short Term members are entitled to all privileges provided by these rules save for –
 - (a) Associate Members, Honorary Members, Short Term members or minors are not eligible to vote at general meetings;
 - (b) Associate Members, Honorary Members, Short Term members or minors are not eligible for election to the management committee;
 - (c) Associate Members are subject to the same restrictions as those that apply to visitors in respect of flying in aircraft that are controlled by the association.
 - (d) Honorary Members and Short Term Members may not appeal the termination of the member’s membership.
- (2) Despite subsection 1(b) an Associate Member may be elected or appointed the secretary of the association.

MEMBERSHIP FEES

- 9. (1) The membership fees and joining fee for the Flying, Associate and Short Term classes of membership are–
 - (a) the amounts decided by the members from time to time at a general meeting; and
 - (b) payable when, and in the way, the management committee decides.
- (2) Life Members and Honorary Members shall not be liable to pay a membership or joining fee.

ADMISSION AND REJECTION OF MEMBERS

- 10. (1) The management committee must consider an application for Flying and Associate classes of membership at the next meeting of the committee held after it receives –
 - (a) the application; and

- (b) the appropriate membership fee and joining fee has been paid to the association by the applicant.
- (2) The management committee must decide at the meeting whether to accept or reject the application.
- (3) If a majority of the management committee members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member to the class of membership applied for.
- (4) The secretary of the association must, as soon as practicable after the management committee decides to accept or reject an application, give the applicant a written notice of the decision.

WHEN MEMBERSHIP ENDS

- 11. (1) A member may resign from the association by giving a written notice of resignation to the secretary.
- (2) The resignation takes effect on –
 - (a) the day and at the time the notice is received by the secretary; or
 - (b) if a later day is stated in the notice – the later day.
- (3) The management committee may terminate a member's membership if the member –
 - (a) is convicted of an indictable offence; or
 - (b) does not comply with any of the provisions of these rules; or
 - (c) has membership fees in arrears for at least 2 months; or
 - (d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association.
- (4) Before the 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.
- (5) If, after considering all representations made by the member, the management committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.
- (6) An Honorary Member's membership expires two months after the person's election as an Honorary Member unless the member's membership is terminated earlier pursuant to subsections (1) or (3).
- (7) A Short Term Member's membership expires at the end of the term specified in the person's application for Short Term membership unless the member's membership is terminated earlier pursuant to subsections (1) or (3).

APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- 12. (1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.
- (2) A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.
- (3) If the secretary receives a notice of intention to appeal, the secretary must, within 3 months after the day of receipt, call a general meeting to decide the appeal.
- (4) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- (5) Also, the management committee and the committee members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership terminated.
- (6) An appeal must be decided by a vote of the members present at the meeting.

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

REGISTER OF MEMBERS

13. (1) The management committee must keep a register of members.
- (2) The register may be kept by use of a computer.
- (3) The register of members must include the following particulars for each member –
- (a) the full name and residential address of the member;
 - (b) the date of admission as a member;
 - (c) the date of death or resignation of the member;
 - (d) details about the termination or reinstatement of the membership;
 - (e) any other particulars the management committee or the members at a general meeting decide.
- (4) The register must be open for inspection at all reasonable times.
- (5) However, before the member may inspect the register, the member must apply to the secretary to inspect it.
- (6) If the register is kept wholly or partly by use of a computer, subsection (4) is taken to be complied with, so far as the register is kept in that way, by giving a member access to a computer terminal that they can use to inspect the register, either by viewing a screen display or by obtaining a computer print-out.

SECRETARY

14. (1) If a vacancy happens in the office of secretary, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after the vacancy happens.
- (2) The secretary must be an individual residing in Queensland, or in another State but not more than 65 km from the Queensland border, who is -
- (a) a member of the association elected by the association as secretary.
 - (b) any of the following persons appointed by the management committee –
 - (i) a member of the association's management committee;
 - (ii) a member of the association;
 - (iii) another person.
- (3) The management committee may appoint and remove the association's secretary at any time.

MEMBERSHIP OF THE MANAGEMENT COMMITTEE

15. (1) The management committee of the association consists of a president, treasurer, secretary, chief flying instructor, tugmaster, airworthiness officer, other specialist position/s (as determined by management committee) and other members the association members elect or appoint at an annual general meeting. The total number on the management committee shall be 10.
- (2) A member of the management committee, other than the secretary, must be a flying member or life member of the association.
- (3) At each annual general meeting of the association, the members of the management committee must retire from office, but subject to subsection (4) are eligible, on nomination, for re-election.
- (4) A member of the management committee shall not be eligible for re-election if -
- (a) the member is not a flying member or a life member; or
 - (b) the member has been a member of the committee for the previous five consecutive years.

- (5) The members of the management committee may elect one of their number to be vice-president for such period and to perform such duties, as the committee may from time to time decide. A vice-president must not be appointed for a period beyond the following Annual General Meeting

ELECTING THE MANAGEMENT COMMITTEE

16. (1) Save for the election of the Chief Flying Instructor whose election is provided for by section 18 or the election of a secretary whose election is provided for by section 14, a member of the management committee may only be elected as follows -
- (a) any 2 flying or life members of the association may nominate another flying or life member (the “**candidate**”) to serve as a member of the management committee;
 - (b) the nomination must be –
 - (i) in writing; and
 - (ii) signed by the candidate and the members who nominated him or her; and
 - (iii) given to the secretary at least 7 days before the annual general meeting at which the election is to be held;
 - (c) each flying or life member present at the annual general meeting may vote for any number of candidates not more than the number of vacancies
 - (d) If, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- (2) A list of the candidates’ names in alphabetical order, with the names of the members who nominated each candidate, must be posted at least 2 days immediately preceding the annual general meeting. The list may be in the form of:
- a notice in a conspicuous place in the Clubhouse or usual place of meeting of the association, or
 - an email to the membership using all of the various ‘association email forums’ available to the membership
- (3) If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- (4) The maximum term for any committee member in all positions shall be five years. A person retiring from the committee after five years of service as a committee member shall not be eligible for re-election to the committee or may not be appointed to a casual vacancy before the first Annual General Meeting of the association to be held after the date of the person’s retirement from the committee.

CHIEF FLYING INSTRUCTOR

17. (1) A person elected as Chief Flying Instructor under these rules is a Chief Flying Instructor for the association under GFA regulations when the person’s election as Chief Flying Instructor is ratified pursuant to GFA regulations.
- (2) A person elected as Chief Flying Instructor and ratified as the Chief Flying Instructor for the association pursuant to GFA regulations has the responsibilities, functions and powers set out in GFA regulations.

ELECTION OF THE CHIEF FLYING INSTRUCTOR

18. (1) At least 7 days before the annual general meeting at which the election of the other members of the management committee is to take place, the Training Panel must meet to elect a person as the Chief Flying Instructor.
- (2) The Training Panel must ensure that the person elected as Chief Flying Instructor satisfies the following criteria:
- (a) is a flying or life member of the association;
 - (b) has the qualifications and experience necessary to meet the requirements for a Chief Flying Instructor within the meaning of GFA regulations; and
 - (c) can be reasonably expected to have that person’s election as Chief Flying Instructor ratified under GFA regulations.

RESIGNATION OR REMOVAL FROM OFFICE OF MANAGEMENT COMMITTEE MEMBER

19. (1) A management committee member may resign from the committee by giving written notice of resignation to the secretary.
- (2) The resignation takes effect on -
 - (a) the day and time the notice is received by the secretary; or
 - (b) if a later day is stated in the notice – the later day.
- (3) A member may be removed from office at a general meeting of the association if a majority of the flying or life members present at the meeting vote in favour of removing the member.
- (4) Before a vote of flying or life members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- (5) A member has no right of appeal against the member's removal from office under this section.

VACANCIES ON MANAGEMENT COMMITTEE

20. (1) If a casual vacancy happens on the management committee, another flying or life member of the association may be appointed to fill the vacancy until the next annual general meeting, by a majority vote at the next general meeting.
- (2) The continuing members of the management committee may act despite a casual vacancy on the management committee.
- (3) However, if the number of committee members is less than the number fixed under these rules as a quorum of the management committee, the continuing members may act only to call a general meeting of the association.

FUNCTIONS OF THE MANAGEMENT COMMITTEE

21. (1) Subject to these rules or a resolution of the association members carried at a general meeting, the management committee has–
 - (a) the general control and management of the administration of the affairs, property and funds of the association; and
 - (b) authority to interpret the meaning of these rules and any matter relating to the association on which the rules are silent.
- (2) The management committee may exercise the powers of the association -
 - (a) to borrow, raise or secure the payment of amounts in a way the association members 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 association's 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 securities issued; and
 - (h) to invest in a way the members of the association may from time to time decide.
 - (i) to affiliate with the Queensland Soaring Association and GFA.
- (3) For subsection (2)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by –
 - (a) the financial institution for the association; or,
 - (b) if there is more than 1 financial institution for the association – the financial institution nominated by the association.

MEETINGS OF THE MANAGEMENT COMMITTEE

22. (1) Subject to subsections (2) to (17) inclusive, the management committee may meet and conduct its proceedings as it considers appropriate.
- (2) The management committee must meet at least every 4 months to exercise its functions.
- (3) The committee must decide how a meeting is to be called.
- (4) Notice of a meeting is to be given in a way decided by the committee.
- (5) If the secretary receives a written request signed by at least 33% of the management committee members, the secretary must call a special meeting of the committee.
- (6) A request for a special meeting must state –
 - (a) why the special meeting is being called; and
 - (b) the business to be conducted at the meeting.
- (7) At a management committee meeting, more than 50% of the members elected or appointed to the committee as at the close of the last general meeting of the members form a quorum.
- (8) A question arising at a committee meeting is to be decided by a majority vote of the committee members present at the meeting and, if the votes are equal, the president, or in his absence the chairperson, shall have a casting vote as well as a primary vote.
- (9) A management committee member 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 member's vote must not be counted.
- (10) The secretary must give each management committee member at least 14 days notice of a special meeting of the committee,
- (11) 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.
- (12) If there is no president, or the president is absent from a management committee meeting or, if the president is not present within 10 minutes after the time fixed for a management committee meeting, the members may choose 1 of their number to preside as chairperson at the meeting.
- (13) If a quorum is not present within 30 minutes after the time fixed for a management committee meeting called on the request of committee members, the meeting lapses
- (14) If a quorum is not present within 30 minutes after the time fixed for a management committee meeting called other than on the request of committee members, the meeting is to be adjourned to –
 - (c) the same day, time and place in the next week; or
 - (d) a day, time and place decided by the committee.
- (15) If, at the adjourned meeting mentioned in subsection (14), a quorum is not present within 30 minutes after the time fixed for the meeting, the meeting lapses.
- (16) Minutes shall be taken of all committee meetings, approved by the committee, endorsed by the chairperson and subsequently made available to all members.
- (17) Any member of the association may attend a meeting of the management committee with the approval of the committee but may not speak on an issue or intervene in the proceedings in any way unless first invited to do so by the chairperson at the meeting.

DELEGATION OF THE MANAGEMENT COMMITTEE POWERS

23. (1) The management committee may delegate the whole or part of its powers to a subcommittee consisting of the association members considered appropriate by the committee.
- (2) A subcommittee may only exercise delegated powers in the way the management committee decides.
- (3) A subcommittee may elect a chairperson of its meetings.

- (4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.
- (5) A subcommittee may meet and adjourn as it considers appropriate.
- (6) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

TRAINING PANEL

24. (1) The management committee delegates to a subcommittee called the Training Panel, each of its functions, responsibilities and powers that relate to the conduct of gliding operations, operational standards and safety, pilot training, instructor training, pilot privileges, investigation of accidents and incidents and implementation of GFA requirements.
- (2) The Training Panel shall have power to make and/or enforce regulations relating to the safety and/or conduct of any flying or soaring related activity.
- (3) The Training Panel consists of:
 - (i) the Chief Flying Instructor;
 - (ii) the Tugmaster;
 - (iii) Any flying member or life member that holds a GFA instructor rating and who accepts an invitation to join the Training Panel from the Chief Flying Instructor.
- (4) The Chief Flying Instructor may not invite a flying member or life member to join the Training Panel unless the Training Panel at an earlier meeting has resolved that the flying member or life member concerned should be invited to join the Training Panel.
- (5) Flying or life members undergoing instructor training may attend and observe at Training Panel meetings at the invitation of the Chief Flying Instructor.
- (6) The Chief Flying Instructor or delegate shall chair meetings of the Training Panel.
- (7) The Training Panel may meet and adjourn as the Chief Flying Instructor considers appropriate.
- (8) Despite subsection (7) the Chief Flying Instructor must ensure that the Training Panel meets regularly enough to keep track of training and safety within the association's flying operations.
- (9) A question arising at a Training Panel meeting is to be decided by a majority vote of the members of the Training Panel present at the meeting.
- (10) The Training Panel has the power to inquire into any matter relating to the operation of an aircraft by a member of the association.
- (11) When the Training Panel is engaged in an inquiry pursuant to subsection (10), each member of the association must truthfully and comprehensively answer any questions put to him or her and must generally cooperate and assist the Training Panel with the inquiry.
- (12) Any member who feels aggrieved at any direction or decision of the Training Panel may give the secretary written notice of the person's intention to appeal against the decision
- (13) In this section –

“regulation” means any written direction, by whatever name called, decided by the Training Panel and signed by the Chief Flying Instructor.

“enforce” includes the power to temporarily or permanently withdraw an association member's privileges for any reason including as a penalty.

APPEAL AGAINST A DECISION OR DIRECTION OF THE TRAINING PANEL

25. (1) Any member who feels aggrieved at any direction or decision of the Training Panel may give the secretary written notice of the person's intention to appeal against the direction or decision.
- (2) A notice of intention to appeal must be given to the secretary within 1 month after the Training Panel makes its direction or decision.

- (3) If the secretary receives a notice of intention to appeal, the secretary must, within 3 months after the day of receipt, call a meeting of the management committee to decide the appeal.
- (4) At the meeting, the applicant must be given a full and fair opportunity to show why the Training Panel direction or decision should not be implemented.
- (5) Also, the Chief Flying Instructor must be given an opportunity to show why the appeal should be dismissed in the presence of the aggrieved member.
- (6) An appeal must be decided by a vote of the members of the management committee present at the meeting.
- (7) Despite subsection (6) or anything else in these rules, the Chief Flying Instructor must not take part in the management committee's deliberations or decision on the appeal by voting or in any other way.
- (8) Despite subsection (6) or anything else in these rules, the management committee may not replace a regulation, direction or decision of the Training Panel with its own regulation, direction or decision for a matter relating to functions, powers or responsibilities delegated to the Training Panel but the management committee may direct the Training Panel to review its original regulation, direction or decision.

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.
- (2) Subsection (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.

RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING

27. (1) A written resolution signed by each member of the management committee for the time being entitled to receive notice of a committee meeting is valid and effectual as if it had been passed at a committee meeting that was properly called and held.
- (2) A resolution mentioned in subsection (1) may consist of several documents in like form, each signed by 1 or more members of the committee, or email.

PATRON

28. (1) If the management committee is unanimous in its opinion that:
 - (a) a person is an eminent member of the association or an eminent person ordinarily resident on the Darling Downs; and,
 - (b) the person is otherwise suitable to be a patron of the association; and,
 - (c) the person considered suitable to be a patron agrees in writing; the management committee may appoint such person to be a patron of the association.
- (2) The role of the patron is –
 - (a) to act as a figurehead of the association by adding integrity, exposure, profile and influential support;
 - (b) to be a role model and champion of the association;
 - (c) to assist in the development and strengthening of the membership of the association;
 - (d) to assume such other responsibilities as might be agreed between the patron and the management committee from time to time.
- (3) A patron need not be a member of the association;
- (4) A patron may resign at any time by giving notice in writing to the secretary;
- (5) The management committee may remove the patron at any time by giving notice in writing to the patron at the patron's last known address.

- (6) A patron is not an officer of the association unless the patron is also a member of the management committee.

ANNUAL GENERAL MEETINGS

29. (1) Each annual general meeting must be held –
- (a) at least once each year; and
 - (b) within 6 months after the end of the association's previous financial year.

BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING

30. (1) The following business must be conducted at each annual general meeting –
- (a) receiving the statement of income and expenditure, assets, liabilities and mortgages, charges and securities affecting the property of the association for the last financial year;
 - (b) receiving the auditor's report on the financial affairs of the association for the last financial year;
 - (c) presenting the audited statement to the meeting for adoption;
 - (d) electing members of the management committee;
 - (e) appointing an auditor.

SPECIAL GENERAL MEETING

31. (1) The secretary may only call a special general meeting by giving each member 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 flying or life members of the association presently on the management committee; or
 - (ii) at least the number of flying or life members of the association equal to double the number of flying or life members of the association presently on the management committee plus one flying or life member; or
 - (c) being given a written notice of an intention to appeal against the decision of the management committee –
 - (i) to reject an application for membership; or
 - (ii) to terminate a person's membership.
- (2) A request mentioned in subsection (1)(b) must state –
- (a) why the special meeting is being called; and
 - (b) the business to be conducted at the meeting.

NOTICE OF GENERAL MEETING

32. (1) The secretary may call a general meeting of the association.
- (2) The secretary must give at least 14 days notice of the meeting to each association member.
- (3) The management committee may decide the way in which the notice must be given.
- (4) 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 rejection or termination of the member's membership by the management committee; or
 - (b) a meeting called to hear and decide a proposed special resolution of the association.
- (5) A notice of a general meeting must state the business to be conducted at the meeting.

QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING

33. (1) Subject to subsection (5), at a general meeting the number of flying or life members equal to double the number of flying or life members of the association presently on the management committee plus one flying or life member form a quorum.

- (2) No business may be conducted at a general meeting unless a quorum of members is present when the meeting proceeds to business.
- (3) If a quorum is not present 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.
- (4) If a quorum is not present within 30 minutes after the time for a general meeting called other than on the request of members of the management committee or the association, the meeting is to be adjourned to –
 - (a) the same day, time and place in the next week; or
 - (b) a day, time and place decided by the management committee.
- (5) If, at an adjourned meeting, a quorum under subsection (1) is not present within 30 minutes after the time fixed for the meeting, the flying and life members present form a quorum.
- (6) The chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (7) If a meeting is adjourned under subsection (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (8) The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- (9) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.
- (10) In this rule –

“member” includes a person attending as a proxy or Postal vote.

PROCEDURE AT GENERAL MEETING

34. (1) Subject to these rules, at each general meeting –
 - (a) the president or, if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting, the members present must elect a committee member to be the chairperson of the meeting; and
 - (b) if every committee member is absent from the meeting, the flying and life members present must elect one of their number to be the chairperson of the meeting; and
 - (c) the chairperson must conduct the meeting in a proper and orderly way; and
 - (d) each question, matter or resolution must be decided by a majority of votes of the flying and life members present; and
 - (e) each flying or life member present and entitled to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote; and
 - (f) a flying 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; and
 - (g) voting may be show of hands or a division of flying and life members, unless at least 20% of the flying and life members present demand a secret ballot; and
 - (h) if a secret ballot is held, the chairperson must appoint 2 flying or life members to conduct the secret ballot in the way the chairperson decides; and
 - (i) 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; and
 - (j) a flying or life member may vote in person or by proxy or by attorney or by postal (where provided for in (s)) and –
 - (i) on a show of hands, each person present who is a flying or life member or a representative of a member has 1 vote; and
 - (ii) in a secret ballot, each flying or life member present in person or by proxy or by attorney or other properly authorised representative has 1 vote; and
 - (k) an instrument appointing a proxy must be in writing, be in the following or similar form, and signed by the appointer or the appointer's attorney properly authorised in writing-

DDSC Inc

I, of, being a flying or life member of the association appoint of, as my proxy to vote for me on my behalf at the (annual) general meeting of the association, to be held on the day of, 20.. , and at any adjournment of the meeting.

Signed this day of, 20.....

Signature

Using this form, the proxy may vote as the proxy considers appropriate/verbally instructed.

; and

- (l) a proxy may be a member of the association or another person; and
- (m) no person shall hold more than one proxy; and
- (n) the instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot; and
- (o) if a member wants a proxy to vote for or against a resolution, the instrument appointing a proxy must be in the following or like form –

DDSC Inc

I, of, being a flying or life member of the association appoint of, as my proxy to vote for me on my behalf at the (annual) general meeting of the association, to be held on the day of, 20.. , and at any adjournment of the meeting.

Signed this day of, 20.....

Signature

This form is to be used *in favour of/against the resolution -.[Strike out whichever is not wanted] [List relevant resolutions – generate new form of same format if necessary]

- 1) *in favour of/against _____
- 2) *in favour of/against _____
- 3) *in favour of/against _____

;and

- (p) each instrument appointing a proxy must be given to the secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote; and
- (q) the secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting and general meeting are entered in a minute book; and
- (r) the secretary must ensure the minute book for each general meeting is open for inspection at all reasonable times by any financial member who previously applies to the secretary for the inspection.
- (s) Postal voting shall be permitted if ballot papers are issued with the Notice of General Meeting (or soon thereafter) and the following is strictly followed:-
 - (i) The flying or life member is otherwise eligible to vote; and

- (ii) the instructions provided with the postal ballot are strictly followed, including the method of delivery, place of delivery, delivery closing date, packaging, etc; and
 - (iii) any votes received that aren't fully compliant with the above shall be deemed invalid
- (2) To ensure the accuracy if the minutes recorded under subsection (1)(q) –
 - (a) the minute 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; and
 - (b) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
 - (c) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.

BY-LAWS

- 35. (1) The management committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association.
- (2) A by-law may be set aside by a vote of members at a general meeting of the association.

ALTERATION OF RULES

- 36. (1) Subject to the *Associations Incorporation Act 1981*, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- (2) However an amendment, repeal or addition is valid only if it is registered by the chief executive.

COMMON SEAL

- 37. (1) The management committee must ensure the association has a common seal.
- (2) The common seal must be -
 - (a) kept securely by the management committee; and
 - (b) used only under the authority of the management committee.
- (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 appointed by the management committee.

FUNDS AND ACCOUNTS

- 38. (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.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- (3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- (4) If an amount of \$100 or more is paid by cheque or by electronic funds transfer, the cheque must be signed by any two of the following, or the electronic transfer must be electronically authorised according to the processes approved by the relevant financial institution by any two of the following –
 - (a) the president;
 - (b) the secretary;
 - (c) the treasurer;
 - (d) another member authorised by the management committee for the purpose.

- (5) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'.
- (6) A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.
- (7) All expenditure must be approved or ratified at a management committee meeting.
- (8) The treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared –
 - (a) the income and expenditure for the financial year just ended;
 - (b) the association's assets and liabilities at the close of the year;
 - (c) the mortgages, charges and securities affecting the property of the association at the close of the year.
- (9) The auditor must examine the statement prepared under subsection (8) and present a report about it to the secretary before the next annual general meeting following the financial year for which the audit was made.
- (10) The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.

DOCUMENTS

39. (1) The management committee must ensure the safe custody of books, documents, instruments of title and securities of the association.

FINANCIAL YEAR

40. (1) The financial year of the association closes on 30 June in each year.

DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY

41. (1) This section applies if the association -
 - (a) is wound up under part 10 of the Act; and
 - (b) it has surplus assets.
- (2) The surplus assets must not be distributed among the association members.
- (3) The surplus assets must be given to another entity –
 - (a) having objects similar to the association's objects; and
 - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
- (4) In this section –
"surplus assets" has the meaning given by section 92(3) of the Act.

COMPLIANCE WITH GFA REGULATIONS

42. (1) The management committee shall cause the association to comply with each relevant regulation of the Queensland Soaring Association and The Gliding Federation of Australia the time being in force.
- (2) Each member of the association must cooperate with the management committee and provide any reasonable assistance requested by the management committee in implementing subsection (1).

TRESSPASSING ONTO ADJOINING PROPERTY

43. (1) Entering any of the adjoining creeks or dams is strictly prohibited, without the property owners' permission. All members and visitors shall remain on the property of the Association, and shall not enter the adjoining properties (not owned by the Association) unless:
 - (a) prior permanent arrangements have been made for flight exercises, such as outlanding practice; or
 - (b) emergency landing due to weather constraints or accident; or

- (c) permission to enter from the property owner has been requested and is granted.
- (2) Any event that required access to an adjoining property shall be immediately documented with full details of why and how the above was followed, including the time/date/content of all conversations, and sent to the Secretary at secretary@ddsc.org.au, who will notify the landowner.
 - (3) If an aircraft comes to rest on adjacent property not owned by the Association (ie outside the airfield), and permission has not been granted, the aircraft shall not be moved until (1) above is complied with, unless operationally essential.
 - (4) Any member not complying with (1) may be called before the Management Committee to show cause why their membership privileges should not be suspended or terminated.
 - (5) Trespass signage will be maintained on appropriate fencing by the club in conjunction with adjoining landowners to ensure land boundary conditions are clearly marked.

NEIGHBOURHOOD CONSULTATION

- 44 (1) Darling Downs Soaring Club will ensure its neighbours are informed and consulted of significant activities considered greater than normal Club operations such as competitions and large-scale regattas.

DDSC Policy

- 45 (1) To ensure DDSC policy is introduced, maintained and disseminated with the best interests of the DDSC membership:
- (a) these policies shall be contained within one document and maintained by the Secretary using generally accepted document control processes,
 - (b) these policies shall be disseminated to all members and visitors via the DDSC website, welcome letters and similar, and
 - (c) all policy shall only be modified, deleted or added to by a resolution carried at a general meeting (including a AGM). That is the whole revised policy document would accompany with any Notice of Meeting for consideration (adaption or rejection) at the meeting.