



CONSTITUTION

of the

**Southern Tablelands
Four Wheel Drive Club
Incorporated
(14 June 2022)**

Foreword

The Southern Tablelands Four Wheel Drive Club was established on 16 November 1976 and incorporated under the Associations Incorporation Ordinance 1953 as the Southern Tablelands Four Wheel Drive Club Incorporated on the 15th of August 1980 (Certificate of Incorporation A.731).

With effect 1 January 1992 the Associations Incorporation Ordinance 1953 was repealed with Legislative instruments made under this Act that were in force on 1 January 1992 and continued in force under the Associations Incorporation Act 1991.

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Part I - Preliminary

1. Definitions

- (1) In these rules:
- (a) *Note* A definition applies except so far as the contrary intention appears (see Legislation Act, s 155);
 - (b) *the Act* means the Associations Incorporation Act 1991;
 - (c) *the regulation* means the Associations Incorporation Regulation 1991;
 - (d) *the club* means the Southern Tablelands Four Wheel Drive Club Incorporated, an association incorporated under the Act. The name is often abbreviated to ST4WDC;
 - (e) *financial year* means the year ending on 30 June;
 - (f) *member* means a member, however described, of the Club;
 - (g) *ordinary committee member* means a member of the committee who is not an office-bearer of the club as mentioned in Part III - 14(2);
 - (h) *secretary* means the person holding office under these rules as secretary of the club or, if no such person holds that office, the public officer of the club;
 - (i) *in writing* means written communication including by letter, paper-based form, electronic form, fax and email.
 - (j) *notice* or *give notice* means written communication including by letter, paper-based form, electronic form, fax and email, by hand or where otherwise specified, orally.

2. Application of Legislation Act 2001

- (1) The Legislation Act 2001 applies to these rules in the same way as it would if they were an instrument made under the Act.

Part II - Membership

3. *Membership Qualifications*

- (1) A person is qualified to be a member if:
 - (a) the person is a person mentioned in the Act, section 21 (2) (a) or (b) and has not ceased to be a member of the club at any time after incorporation of the club under the Act; or
 - (b) the person:
 - (i) has applied for membership in accordance with section 4; and
 - (ii) has been approved for membership of the club by the committee of the club, and
 - (iii) has not been a lapsed member for a period in excess of 18 months

4. *Application for Membership*

- (1) The committee may refuse any application for membership.
- (2) Applications for membership of the club:
 - (a) must be made in writing in the form specified by the committee; and
 - (b) must be lodged with the secretary of the club or ordinary committee member as delegated by the committee.
- (3) As soon as is practicable after receiving an application for membership, the secretary or ordinary committee member as delegated by the committee must refer the application to the committee which must decide whether to approve or to reject the application.
- (4) If the committee decides to approve an application for membership, the secretary or ordinary committee member as delegated by the committee must as soon as practicable after that decision notify the applicant of that approval and, if not already paid, request the applicant to pay within 28 days after receipt of the notification the sum payable under these rules by a member as the joining fee and the first years annual subscription.
- (5) The secretary or ordinary committee member as delegated by the committee must, on receipt of the amounts mentioned in section 8 within the period mentioned in that section, enter the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the club.

5. *Membership Entitlements Not Transferable*

- (1) Except in the circumstances of the death of a Life Member, a right, entitlement or obligation that a person has because of being a member of the club:
 - (a) cannot be transferred or transmitted to another person; and
 - (b) terminates on cessation of the person's membership.
- (2) On the death of a Life Member the rights and entitlements of that member, excluding the title of 'Life Member' may be transferred to the surviving spouse or partner.

6. *Cessation of Membership*

- (1) A person ceases to be a member of the club if the person:
 - (a) dies or,
 - (b) resigns from membership of the club; or
 - (c) is expelled from the club; or
 - (d) fails to renew membership of the club.

7. *Resignation of Membership*

- (1) A member is not entitled to resign from membership of the club except in accordance with this section.
- (2) A member who has paid all amounts payable by the member to the club may resign from membership of the club by first giving notice (of not less than one month or, if the committee has determined a shorter period, that shorter period) in writing to the secretary, or ordinary committee member as delegated by the committee, of the member's intention to resign and, at the end of the period of notice, the member ceases to be a member.
- (3) If a person ceases to be a member, the secretary, or ordinary committee member as delegated by the committee, must make an appropriate entry in the register of members recording the date the member ceased to be a member.

8. *Fee, Subscriptions etc*

- (1) The fee to join the club is \$1 or, if any other amount has been determined by resolution of the club, that other amount.
- (2) The annual membership fee of the club is \$2 or, if any other amount has been

determined by resolution of the club, that other amount.

- (3) The annual membership fee is payable before:
 - (a) 1 January each year for those members who joined prior to 1 January 2019;
or
 - (b) the yearly anniversary of the date on which the membership was approved for those members joining on or after 1 January 2019.
- (4) Changes to the fee structure and fee amounts shall be reviewed by the committee annually and any motion to vary the fee structure or fee amount shall be decided by a 60% majority vote of the committee before any recommendation is made to the members at a subsequent general meeting.
- (5) Changes to the fee structure or fee amount shall be decided by a 60% majority of members voting at a general meeting no later than three months prior to the new fees coming into effect.

9. *Members' Liabilities*

- (1) The liability of a member to contribute towards the payment of the debts and liabilities of the club or the costs, charges and expenses of the winding up of the club is limited to the amount (if any) unpaid by the member in relation to membership of the club as required by section 8.

10. *Dispute Resolution*

- (1) Members are free to raise complaints or grievances and have them resolved in a manner that is fair, sensitive and prompt.
- (2) Complaints or grievances will be managed in accordance with the relevant Policies and Procedures of the Club. The relevant Policies and Procedures will ensure that the rules of Natural Justice will be applied:
 - (a) the Hearing Rule,
 - (b) the No Bias Rule, and
 - (c) the Evidence Rule

11. *Disciplining of Members*

- (1) If the committee is of the opinion that a member:

- (a) has persistently refused or neglected to comply with a provision of these rules; or
- (b) has persistently or wilfully acted in a manner prejudicial to the interests of the club or its members; or
- (c) is the subject of a complaint and the complaint is supported by findings of the Committee or the General Membership (in cases where the complaint is against the majority or whole of the Committee);

the committee (or membership in the case of the Committee) may, by resolution:

- (i) Provide formal correspondence to the member(s) advising that they are on notice and further breaches under sections (1)(a), (b) or (c) will result in more severe disciplinary action; or
 - (ii) suspend the member(s) from the rights and entitlements of membership of the club for a specified period that the committee may decide; or
 - (iii) expel the member(s) from the club
- (2) A resolution of the General Membership against the Committee has no effect unless the resolution is confirmed in accordance with these procedures governing Removal of Committee Members and/or conduct of General Meetings.
- (3) A resolution of the committee under subsection (1) is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subsection (4), confirms the resolution in accordance with this section.
- (4) If the committee passes a resolution under subsection (1), the secretary must, as soon as practicable, serve a written notice on the member:
- (a) setting out the resolution of the committee and the grounds on which it is based; and
 - (b) stating that the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice; and
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that the member may do either or both of the following:
 - (i) attend and speak at that meeting;
 - (ii) submit to the committee at or before the date of that meeting written representations relating to the resolution.
- (5) Subject to the Act, section 50, at a meeting of the committee mentioned in subsection (2), the committee must:

- (a) give to the member mentioned in subsection (1) an opportunity to make oral representations; and
 - (b) give due consideration to any written representations submitted to the committee by that member at or before the meeting; and
 - (c) by resolution decide whether to confirm or to revoke the resolution of the committee made under subsection (1).
- (6) If the committee confirms a resolution under subsection (5), the secretary must, within seven days after that confirmation, by written notice inform the member of that confirmation and of the member's right of appeal under section 12.
- (7) A resolution confirmed by the committee under subsection (5) does not take effect:
- (a) until the end of the period within which the member is entitled to appeal against the resolution if the member does not exercise the right of appeal within that period; or
 - (b) if within that period the member exercises the right of appeal, unless and until the club confirms the resolution in accordance with section 12(4).

12. *Right of Appeal of Disciplined Member*

- (1) A member may appeal to the club in a general meeting against a resolution of the committee that is confirmed under section 11(5), within seven days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) On receipt of a notice under subsection (1), the secretary must notify the committee which must call a general meeting of the club to be held within 21 days after the date when the secretary received the notice or as soon as possible after that date.
- (3) Subject to the Act, section 50, at a general meeting of the club called under subsection (2):
- (a) no business other than the question of the appeal may be transacted; and
 - (b) the committee and the member must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - (c) the members present must vote by secret ballot on the question of whether the resolution made under section 11(5) should be confirmed or revoked.
- (4) If the meeting passes a special resolution (See Part VI - 39) in favour of the confirmation of the resolution made under section 11(5), that resolution is confirmed.

Part III - Committee

13. Powers of Committee

- (1) The committee, subject to the Act, the regulation, these rules, and to any resolution passed by the club in a general meeting:
 - (a) controls and manages the affairs of the club; and
 - (b) may exercise all functions that may be exercised by the club other than those functions that are required by these rules to be exercised by the club in a general meeting; and
 - (c) subject to the Act, has power to perform all acts and do all things that appear to the committee to be necessary or desirable for the proper management of the affairs of the club.

14. Constitution and Membership

- (1) The committee consists of:
 - (a) the office-bearers of the club; and
 - (b) at least three ordinary committee members; each of whom must be elected under Section 15 or appointed in accordance with subsection (5).
- (2) The office-bearers of the club are:
 - (a) the president; and
 - (b) the vice-president; and
 - (c) the treasurer; and
 - (d) the secretary.
- (3) To be appointed to a position as a member of the committee a member must be at least 18 years of age.
- (4) Each member of the committee holds office, subject to these rules, until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
- (5) If there is a vacancy in the membership of the committee, the committee may appoint a member of the club to fill the vacancy and the member so appointed holds office, subject to these rules, until the conclusion of the next annual general meeting after the date of the appointment.
- (6) An office-bearer of the club and the spouse/partner or child of that member may not

occupy a position as office-bearers of the club at the same time.

15. Election of Committee Members

- (1) Nominations of candidates for election as office-bearers of the club or as ordinary committee members:
 - (a) must be made in writing, on a nomination form approved by the committee, signed by two financial members of the club and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
 - (b) must include a declaration (which may be endorsed on the nomination form) made by the nominee that in the past five years, they have not:
 - (i) been convicted of an indictable offence in the promotion, formation or management of a body corporate; or
 - (ii) been convicted of an offence involving fraud or dishonesty punishable by imprisonment of three months or more; or
 - (iii) been bankrupt or personally insolvent within the meaning of the Corporations Act;and
 - (c) must be given to the secretary of the club not less than ten days before the date fixed for the annual general meeting at which the election is to take place; and
 - (d) may only be accepted from current financial members of the club.
- (2) If there is only one nomination received for a committee position the person nominated shall be deemed to be elected.
- (3) If there is more than one nomination received for a committee position, a ballot must be held.
- (4) If insufficient nominations are received to fill all the vacant positions on the committee then further nominations shall be received at the annual general meeting.
- (5) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be vacancies.
- (6) The ballot for the election of office-bearers and ordinary committee members must be conducted at the annual general meeting in the way the committee may direct.
- (7) A person is not eligible to simultaneously hold more than one position on the committee.

16. Secretary

- (1) The secretary of the club must, as soon as practicable after being appointed as secretary, notify the club of his or her address.
- (2) The secretary must keep minutes of:
 - (a) all elections and appointments of office-bearers and ordinary committee members; and
 - (b) the names of members of the committee present at a committee meeting; and
 - (c) all proceedings at committee meetings; and
 - (d) all proceedings at any general meeting, including the annual general meeting, where a resolution is made.
- (3) Minutes of proceedings at a meeting must be approved as a true and proper record of proceedings at the following meeting.

17. Treasurer

- (1) The treasurer of the club must:
 - (a) collect and receive all amounts owing to the club and make all payments authorised by the club; and
 - (b) keep correct accounts and books showing the financial affairs of the club with full details of all receipts and expenditure connected with the activities of the club according to standard accounting practice.

18. Vacancies

- (1) For these rules, a vacancy in the office of a member of the committee happens if the member:
 - (a) dies; or
 - (b) ceases to be a member of the club; or
 - (c) resigns the office; or
 - (d) is removed from office under section 19 (Removal of committee members); or
 - (e) is removed from office under section 20(10) (vote of no confidence); or
 - (f) becomes bankrupt or personally insolvent; or
 - (g) suffers from mental or physical incapacity; or

- (h) is disqualified from office under the Act, section 63 (1); or
- (i) is subject to a disqualification order under the Act, section 63A; or
- (j) is absent without the consent of the committee from three consecutive meetings of the committee.

19. Removal of Committee Members

- (1) The club in a general meeting may, by special resolution, remove any member of the committee from the office of member of the committee before the end of the member's term of office.

20. Committee Meetings and Quorum

- (1) The committee must meet at least once in each two months at the place and time that the committee may decide.
- (2) Additional meetings of the committee may be called by the president or any four members of the committee.
- (3) Notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or any other period that may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subsection (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business may be transacted at the meeting, except business that the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any five members of the committee, including at least one office-bearer, constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business may be transacted by the committee unless a quorum is present and, if within half an hour after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to another date and time as determined by the committee and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at a location determined by the committee.
- (7) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting is dissolved.

- (8) At meetings of the committee:
- (a) the president or, in the absence of the president, the vice-president presides;
or
 - (b) if the president and the vice-president are absent, one of the remaining members of the committee may be chosen by the members present to preside.
- (9) Members of the club who are not committee members may attend committee meetings as observers however they may take no part in proceedings unless invited by the presiding officer and do not have a vote. The presiding officer may ask such observers to excuse themselves for the duration of discussion on specific agenda items.
- (10) A committee motion of no confidence in any committee member must be decided by a 60% majority vote of members present.
- (a) If the motion of no confidence is passed, the committee member must retire immediately from the committee and the position becomes vacant.
 - (b) A member who has been the subject of a vote of no confidence has the same right of appeal to a general meeting as for a disciplined member as described in Part II - 12, with the same administrative process to apply.

21. *Disclosure of Committee Members' Interests*

- (1) Committee members must disclose to the committee any direct or indirect financial interest that they may have in a matter that the club is or may be a party to. If any committee members have such an interest or stands to make a financial or other gain or loss from any decision or action taken by the club, they may not take part in any decision making by the committee, as determined by the presiding officer, in regard to the matter in which they have such an interest.
- (2) Conflict of interest may also arise if a relative, friend or associate of the committee member stands to make a financial or other gain or loss from any decision or action taken by the club.
- (3) If a committee member fails to disclose a conflict of interest in a committee decision that member may be liable to the club for any direct or indirect profit, or any damage or loss by the club incurred as a result of the failure to disclose.

22. *Delegation by Committee to Subcommittee*

- (1) The committee may, in writing, delegate to one or more subcommittees (consisting of the member or members of the club that the committee considers appropriate) the exercise of the functions of the committee that are specified in the instrument, other

than:

- (a) this power of delegation; and
 - (b) a function that is a function imposed on the committee by the Act, by any other Territory law, or by resolution of the club in a general meeting.
- (2) A function, the exercise of which has been delegated to a subcommittee under this section may, while the delegation remains unrevoked, be exercised from time to time by the subcommittee in accordance with the terms of the delegation.
 - (3) A delegation under this section may be made subject to any conditions or limitations about the exercise of any function, or about time or circumstances that may be specified in the instrument of delegation.
 - (4) Despite any delegation under this section, the committee may continue to exercise any function delegated.
 - (5) Any act or thing done or suffered by a subcommittee acting in the exercise of a delegation under this section has the same force and effect as it would have if it had been done or suffered by the committee.
 - (6) The committee may, in writing, revoke wholly or in part any delegation under this section.
 - (7) The committee may include as an adviser to a sub-committee, any person it thinks fit whether or not the person is a member of the club, but such person is not entitled to vote.
 - (8) A subcommittee may meet and adjourn as it considers appropriate.

23. *Voting and Decisions*

- (1) Questions arising at a meeting of the committee or of any subcommittee appointed by the committee are decided by a simple majority of the votes of members of the committee or subcommittee present at the meeting, except where a larger majority is required as specified elsewhere in this constitution.
- (2) Each member present at a meeting of the committee or of any subcommittee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.

Part IV - General Meetings

24. Annual General Meetings - holding of

- (1) The club must, at least once in each calendar year and within five months after the end of each financial year of the club, call an annual general meeting of its members.
- (2) The annual general meeting shall be in addition to any other general meeting that may be held in the same year.
- (3) Subsection (1) has effect subject to the powers of the registrar-general under the Act, section 120 in relation to extensions of time.

25. Annual General Meetings - calling of and business at

- (1) The annual general meeting of the club must, subject to the Act, be called on the date and at the place and time that the committee considers appropriate.
- (2) In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting is:
 - (a) to confirm the minutes of the last annual general meeting; and
 - (b) to receive from the committee reports on the activities of the club during the last financial year; and
 - (c) to elect members of the committee, including office-bearers; and
 - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members under the Act, section 73 (1); and
 - (e) to appoint the auditor and determine his or her remuneration.
- (3) An annual general meeting must be specified as such in the notice calling it in accordance with section 27 (General meetings - notice).
- (4) An annual general meeting must be conducted in accordance with the provisions of this part.

26. General Meetings - calling of

- (1) The committee may, whenever it considers appropriate, call a general meeting of the club. General meetings must be called at least once in every three month period.
- (2) The committee must, on the receipt of a request in writing of not less than 5% of the

total number of members, call a general meeting of the club.

- (3) A requisition of members for a general meeting:
 - (a) must state the purpose or purposes of the meeting; and
 - (b) must be signed by the members making the requisition; and
 - (c) must be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) On receipt of a request in accordance with subsection (2), the committee must within one month, issue a notice for a general meeting to be conducted within two months of the receipt of the request
- (5) If the committee fails to call a general meeting within one month after the date when a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may call a general meeting to be held not later than three months after that date.
- (6) A general meeting called by a member or members mentioned in (5) must be called as early as is practicable in the same way as general meetings are called by the committee.

27. General Meetings - Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the club, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give notice to each member at the member's relevant address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the club (See rule Part VI - 39), the secretary must, at least 21 days before the date fixed for the holding of the general meeting, give notice to each member in the way provided in subsection (1) specifying, in addition to the matter required under that subsection, the intention to propose the resolution as a special resolution.
- (3) A member desiring to bring any business before a general meeting must give written notice of that business to the secretary who must include that business in the next notice calling a general meeting issued after receipt of the notice from the member.

28. General Meetings - Procedure and Quorum

- (1) No item of business may be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Ten members present in person (who are entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within 30 minutes after the appointed time for the start of a general meeting a quorum is not present, the meeting if called on the requisition of members is dissolved and in any other case stands adjourned to another date and time as determined by the committee and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at a location determined by the committee.
- (4) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, the members present (being not less than three) constitute a quorum.

29. General Meetings - Presiding Member

- (1) The president, or in the absence of the president, the vice-president, presides at each general meeting of the club.
- (2) If the president and the vice-president are absent from a general meeting, the members present must elect one of their number to preside at the meeting.

30. General Meetings - Adjournment

- (1) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in subsections (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

31. Making of Decisions

- (1) A question arising at a general meeting of the club is to be decided on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minutes of the meeting, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the club, a poll may be demanded by the person presiding or by not less than three members present in person at the meeting. Proxy voting is not permitted.
- (3) If the poll is demanded at a general meeting, the poll must be taken:
 - (a) immediately if the poll relates to the election of the person to preside at the meeting or to the question of an adjournment; or
 - (b) in any other case, in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.
 - (c) Questions decided by poll in a general meeting are decided by a simple majority of the votes of members present at the meeting, except where a larger majority is required as specified elsewhere in this constitution.

32. Voting

- (1) Subject to subsection (3), on any question arising at a general meeting of the club a member has one vote only.
- (2) All votes must be given personally.
- (3) If the votes on a question at a general meeting are equal, the person presiding is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at any general meeting of the club unless all money due and payable by the member to the club has been paid at least 10 days before the general meeting at which the vote is taken.

Part V - Financial

33. Funds Source

- (1) The funds of the club must be derived from membership fees, donations and by such

promotions and activities the committee decides, subject to section 114 of the Act and any resolution passed by the club in a general meeting

- (2) All money received by the club must be deposited as soon as practicable and without deduction to the credit of the club's bank account.
- (3) The club must, as soon as practicable after receiving any money, issue an appropriate receipt.

34. Funds Management

- (1) Subject to any resolution passed by the club in a general meeting, the funds of the club must be used for the objects of the club in the way that the committee decides.
- (2) All cheques, drafts, bills of exchange, promissory notes, electronic transactions and other negotiable instruments must be authorised by any two members of the committee, being members of the committee authorised to do so by the committee.

35. Auditor

- (1) Subject to section 74 of the Act, at each Annual General Meeting of the Club, the members present shall appoint a person who is not a member as the Auditor of the Club.
- (2) A person so appointed shall perform the role of auditor until the Annual General Meeting next after that at which he/she is appointed and is eligible for re-appointment.
- (3) If an appointment is not made at an Annual General Meeting the committee shall appoint an Auditor of the Club for the then current financial year of the Club.
- (4) If a casual vacancy occurs during the course of the financial year of the Club, then, subject to section 74 of the Act, the committee may appoint a person as the Auditor and the person so appointed shall perform the role of auditor until the next Annual General Meeting.

36. Preparation and Audit of Accounts

- (1) The committee of the Club shall cause a statement of the Club's financial accounts to be prepared in accordance with section 72 of the Act.
- (2) In accordance with section 74 of the Act, the statement of the Club's financial accounts shall be audited.
- (3) The Auditor shall certify as to the correctness of the accounts of the Club and shall

prepare a report to be presented by the committee at the Annual General Meeting.

Part VI - Miscellaneous

37. *Objects and Purposes of the Club*

- (1) To encourage and promote amongst its members and amongst the public generally:
 - (a) the sport of recreational four wheel driving in all types of terrain and conditions; and
 - (b) the development of four wheel driving skills and techniques; and
 - (c) the responsible use of four wheel drive vehicles; and
 - (d) a responsible attitude towards the conservation and enjoyment of the natural environment; and
 - (e) the acquisition and improvement of four wheel driving training skills.
- (2) To improve the four wheel driving abilities of members and others and to encourage them to participate in four wheel driving activities.
- (3) To provide equipment and facilities for the club members in relation to the activities of the club.
- (4) To promote, organise, coordinate and conduct, either alone or jointly with any other persons, organisations, or clubs, four wheel drive training courses, four wheel driving events, meetings and conferences.
- (5) To afford a means of recording the four wheel driving experiences of members and others and to publish and promote information on matters of interest in relation to four wheel driving to members, and to distribute the same for payment or gratuitously.
- (6) The purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property that is necessary or convenient for any of the objects or purposes of the Club,
- (7) The buying, selling, and supplying of, and dealing in, goods of all kinds as necessary or convenient for any of the objects or purposes of the Club.
- (8) The construction, maintenance, and alteration of building or works necessary or convenient for any of the objects or purposes of the Club.
- (9) The accepting of any gift, whether subject to a special trust or not, for any one or more of the objects or purposes of the Club.

- (10) Subject to section 114 of the Act, the taking of such steps from time to time as the committee or the members in a general meeting may deem reasonably expedient for the purpose of procuring contributions to the funds of the Club, whether by way of donations, subscriptions, or otherwise.
- (11) The borrowing and raising of money for any of the purposes of the Club in such manner and on such terms as the committee may think fit or as may be approved or directed by resolution passed at a general meeting; and securing the repayment of money so raised or borrowed or the payment of a debt or liability of the Club by giving mortgages, charges or securities upon or over all or any of the real or personal property of the Club.
- (12) Subject to the provision of the Trustee Act 1957, the investment of any moneys of the Club not immediately required for any of the objects or purposes of the Club in such manner as the committee may from time to time determine.
- (13) The making of gifts, subscriptions, or donations to any of the funds, authorities, or institutions to which the paragraph 78(1)(a) of the Income Tax Assessment Act 1936 of the Commonwealth relates.
- (14) The establishment or support or aiding in the establishment or support, of any other associations formed for any of the basic objects of the Club, and
- (15) To do all such other lawful things as are conducive to promoting the foregoing objects and furthering the interests of the Club.

38. *Alteration of Objects and Rules*

- (1) Neither the objects of the club mentioned in the Act, section 29, nor these rules, may be altered except in accordance with the Act.

39. *Special Resolution*

- (1) The Act requires that the following may only occur as a result of the passing of a special resolution:
 - (a) altering the club's constitution, objects or purposes; or
 - (b) changing the name of the club; or
 - (c) amalgamating with another association; or
 - (d) winding up the club.

- (2) A special resolution must be passed at a general meeting of the club. At least 21 days notice of the meeting must be given to all members, together with a notice of intention to propose the resolution as a special resolution. At the general meeting, the special resolution must be passed by at least 75% of those entitled to vote who are in attendance at the meeting.
- (3) A special resolution may also be called for by other sections in this constitution [see Part II - 12(4), Part III - 19(1) and Part III - 20(10)(b)].

40. Common Seal

- (1) The common seal of the club must be kept in the custody of the secretary.
- (2) The common seal must not be attached to any instrument except by the authority of the committee and the attaching of the common seal must be attested by the signatures of two office-bearers of the committee.

41. Custody of Books

- (1) Subject to the Act, the regulation and these rules, the secretary must keep in his or her custody or under his or her control all records, books, and other documents relating to the club.

42. Inspection of Books

- (1) The records, books and other documents of the club must be open to inspection at a place in the ACT, free of charge, by a member of the club at any reasonable hour agreeable to both parties.

43. Service of Notice

- (1) For these rules, the club may serve a notice on a member by sending it by email, by facsimile, by hand, or by post to the member at the member's relevant address shown in the register of members.
- (2) **Note:** For how documents may be served, see the Legislation Act, pt 19.5.

44. Not-for-Profit

- (1) The assets and income of the club shall be applied solely in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the organisation except as bona fide compensation for services rendered

or expenses incurred on behalf of the club.

45. *Surplus Property*

- (1) In the event of the dissolution or winding up of the club, the club must at the earliest possible time pass a special resolution nominating:
 - (a) another association for the Act, section 92 (1) (a); or
 - (b) a fund, authority or institution for the Act, section 92 (1) (b)in which it is to vest its surplus property.
- (2) An association nominated under subsection (1)(a) must fulfil the requirements specified in the Act, section 92 (2).

46. *Public Officer*

- (1) The committee shall appoint a member, residing in the Australian Capital Territory, to be the public officer of the club in accordance with the Act.

Record of Amendments

1	17 February 1998	Revised constitution approved by the club committee
2	10 March 1998	Revised constitution approved at Special General Meeting by membership of club.
3	13 March 2007	Revised constitution to provide for 'Competition Member' and other minor changes for consistency approved by AGM
4	24 July 2008	Clarification of Family Member as set out in 6.4, approved at Special General Meeting 8 July 2008
5	5 July 2010	Reformatted for application to new Web Site
6	13 May 2012	Segmented into separate web site modules
7	9 October 2012	Revised constitution approved at Special General Meeting.
8	12 March 2013	Minor changes required by the Office of Regulatory Services. Approved at Special General Meeting
9	13 September 2016	Complete revision to more closely follow the 'model rules' contained at Schedule 1 to the <i>Associations Incorporation Regulation (1991)</i> .
10	9 October 2018	Special resolution changes. Include new Not for Profit clause, Section 43; renumber Surplus Property from Section 43 to Section 44 (minor amendments to wording); Renumbered Section 44 Public Officer to Section 45.
11	25 July 2019	Special resolution changes. Changes were to alter the Club's financial year based membership period, includes; Part II Membership; Section 8 Fee, Subscriptions etc.; Paragraph (3) <i>and</i> Part II Membership; Section 8 Fee, Subscriptions etc.; Paragraph (5)
12	14 June 2022	Special resolution changes. Part I, 1. Preliminary, 1, Definitions, (1) (e) - change the Club's financial year to end on 30 June. Part II, Membership, Section 3. Membership Qualifications - Paragraph (1) (b) inclusion of sub-sub-paragraph (iii) to specify timeframe for lapsed members returning. Part II, Membership, Section 5. Membership Entitlements Not Transferrable. Addition of paragraph (2) to update life member rights and entitlements transferring to their spouse or partner on the death of a life member. Part II, Membership – inclusion of new section 10. Dispute Resolution and renumbering of all subsequent sections. Part II, Membership, renumbered Section 11, Disciplining of Members-updates to requirements for procedures and processes applying to the disciplining of members.