

CONSTITUTION OF THE MUSTANG
OWNERS CLUB OF AUSTRALIA
(QUEENSLAND) INC.

**CONSTITUTION OF THE MUSTANG OWNERS CLUB OF
AUSTRALIA (QUEENSLAND) INC.**

Amendment List

<u>Date</u>	<u>Approval Number</u>	<u>Action/Amendment</u>
24 Oct 1986		Incorporation and Constitution Approved
3 Aug 2012	3727756	Rewrite and Approval of Revised Constitution
10 Jul 2013	3295722	Amendment to Addendum - 'Rules of Clubs'
10 Dec 2013	3824285	Amend paragraphs 11(b), 11(c), 15(a) and 15(b)
07 Jan 2016		Text Review – No further action required
27 Aug 2018	3859633	Insert New Paras 4, 11, &12 and re-number existing paragraphs.

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1. NAME

The name of the incorporated association shall be 'MUSTANG OWNERS CLUB OF AUSTRALIA (QUEENSLAND) INC.', (in these Rules called 'the Association').

2. OBJECTIVES

- (a) To provide and maintain a Club premises for Club members;
- (b) To promote, support and encourage the restoration, maintenance, improvement and display (competitive and otherwise) of Ford Mustang Motor Vehicles and interest therein and all matters pertaining thereto, including the acquisition of property for such purposes, and raising of moneys for such acquisition or the improvement of the Club's property;
- (c) To establish and maintain amenities for the benefit, social comfort and advancement of its members.

3. POWERS

- (a) To take over the funds, other assets and the liabilities of the previously unincorporated association known as the 'MUSTANG OWNERS CLUB (QLD);
- (b) To subscribe to, become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of Rule 19(j);
- (c) 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;
- (d) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, casements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association: Provided that in case the Association shall take or hold any property which may be subject to any trusts, the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts;
- (e) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association, to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;

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- (f) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and any other persons as may be necessary or convenient for the purposes of the Association;
- (g) To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the Incorporated Association, or in or about the Incorporated Association of promotion of the Incorporated Association or in the furtherance of its objects;
- (h) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- (i) To invest and deal with the money of the Association, not immediately required, in such manner as maybe from time to time be thought fit;
- (j) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
- (k) In furtherance of the objects of the Association, to lend and advance money or give credit to any person or body corporate, to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
- (l) To borrow or raise money either alone or jointly with 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 Incorporated Association's property or assets, present or future, and to purchase, redeem or pay off any such securities;
- (m) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of lading and other negotiable or transferrable instruments;
- (n) In furtherance of the Objects of the Association, to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;
- (o) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others;
- (p) To take any gift of property whether subject to any special trust or not, for any one or more of the Objects of the Association but subject always to the proviso in sub-rule 3(d);
- (q) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise;

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- (r) To use electronic media or print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its Objects;
- (s) In furtherance of the Objects of the Association, to amalgamate with any one or more Incorporated Associations having objects altogether or in part similar to those of the association and which shall prohibit the distribution of its or their income and property among its members to an extent at least as great as that imposed upon the Association under or by virtue of rule 19(j);
- (t) In furtherance of the Objects of the Association, to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the Incorporated Associations with which the Association is authorised to amalgamate;
- (u) In furtherance of the Objects of the Association, to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the Incorporated Associations with which the Association is authorised to amalgamate;
- (v) To make donations for patriotic, charitable or community purposes;
- (w) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;
- (x) 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.

4. CLASSES OF MEMBERS

- (a) The membership of the Association shall consist of three classes of members described as:
 - (i) Ordinary Members,
 - (ii) Honorary Members, and
 - (iii) Life Members
- (b) ‘Ordinary Members’ are persons who are over the age of eighteen years who are owners of a Ford Mustang motor vehicle and based on the personal information available to them have been considered and accepted for membership by a meeting of the Management Committee.
- (c) The number of Ordinary Members shall be unlimited and such membership shall be governed as prescribed in Paragraphs 5 to 10 of these Rules.

5. MEMBERSHIP

- (a) Every application for membership shall be made in writing using an approved application form, signed by the Applicant and shall be in such form as the Management Committee from time to time prescribes;
- (b) The named spouse/partner on an accepted joining member’s application form, or on a current membership renewal form shall be recognised as ‘Ordinary Members’ under the Association’s Constitution with full voting privileges.

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6. MEMBERSHIP FEES

- (a) The membership fees shall be such sum as the members shall from time to time at any general meeting so determine;
- (b) The membership fees shall be payable at such time and in such manner as the Management Committee shall from time to time determine;

7. ADMISSION AND REJECTION OF MEMBERS

- (a) At the next meeting of the Management Committee after the receipt of any application and the fee applicable for membership, such application shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the application;
- (b) Any applicant who received a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a 'Ordinary Member';
- (c) Upon the acceptance or rejection of an application for membership, the Secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

8. TERMINATION OF MEMBERSHIP

- (a) A member may resign from the Association at any time by giving notice in writing to the Secretary. Such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date;
- (b) If a member:
 - (i) Is convicted of an indictable offence; or
 - (ii) Fails to comply with any of the provisions of these rules; or
 - (iii) Has membership fees in arrears for a period of two months or more; or
 - (iv) Conducts him/herself in a manner considered to be injurious or prejudicial to the character or interests of the Association, the Management Committee shall consider whether his/her membership shall be terminated;
- (c) A person whose membership is being terminated shall be given a full and fair opportunity of presenting his/her case for retention and if the Management Committee resolves to terminate the membership, it will instruct the Secretary to advise the member in writing accordingly.

9. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- (a) A person whose application for membership has been rejected or whose membership has been terminated may, within one month of receiving written notification thereof, lodge with the Secretary written notice of his/her intention to appeal against the decision of the Management Committee;
- (b) Upon receipt of a notification of intention to appeal against rejection or termination of membership, the Secretary shall convene, within three months of the date of receipt of such notice, a general meeting to determine the appeal.

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

- (c) Where a person whose application is rejected, does not appeal against the decision of the Management Committee within the time prescribed by these rules or so appeals but the appeal is unsuccessful, the Secretary shall forthwith refund the amount of any fee paid.

10. REGISTER OF MEMBERS

- (a) The Management Committee shall cause a register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Association and their dates of admission;
- (b) Particulars shall also be entered into the register of deaths, registrations, terminations and reinstatements of membership and any further particulars as the Management Committee or the members at any general meeting may require from time to time;
- (c) The Register shall be open for inspection at all reasonable times by any member who previously applies to the Secretary for such inspection.

11. HONORARY MEMBERS

- (a) 'Honorary Members' are those who no longer satisfy the criteria of Ordinary Member but have provided significant contribution to the Club and continue to do so.
- (b) Number of Honorary Members. The number of Honorary Members will be limited to no more than 15.
- (c) Nominations for Honorary Membership. Every nomination must be made in writing to the Secretary of the Club and signed by both the Nominator and the Nominee. Such nominations may only be made by a current financial Ordinary Member.
- (d) Membership Limitations. Honorary Members are required to conform to all normal rules of the Club. Additionally, in accordance with the Queensland Liquor Act 1992 and the Association Incorporation Act 1981, Honorary Members are not eligible to serve in a Management Committee role however they may hold lesser appointments but are not allowed Voting Rights at meetings. Honorary Members will not be required to pay Membership Fees.
- (e) Approval Process. Nominations received by the Secretary are to be vetted for suitability at a meeting of the Management Committee. Nominations considered suitable are then presented at a General Meeting and 'Approval' based on a majority vote by the members present. Nominees, whether successful or not, are to be notified in writing by the Secretary.

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Successful nominations should normally be based on a nominee having contributed significantly to the club over a period of years, including having served in club appointments. Other approval criteria may include individuals who have assisted the club by providing sponsorships and consideration may be given to Ordinary Members who for reasons of age or ill health can no longer satisfy the requirements of that Class of Member.

- (f) Annual Review. All Honorary Members positions are to be reviewed annually as an Item of Business following the election of the new committee at the Annual General Meeting. Notwithstanding the annual review, an Honorary Member can have such membership terminated at any time should the Management Committee deem that some action or activity reflects negatively on the club. When a membership is terminated during the review process the member is to be notified in writing by the Secretary.
- (g) Member Register. Honorary Members will retain their same Member Number in the Member Register; however, it is to be suffixed with the letter 'H'.
- (h) Right of Appeal. An Honorary Member or Applicant does not have the right of appeal for rejection of an application or termination of Member status.

12. LIFE MEMBERS

- (a) Life Member Eligibility. Any current Member of the Club may be elevated to or offered Life Member status by the Management Committee at any time and ratified by a $\frac{3}{4}$ majority vote at a General Meeting, provided that member meets the following criteria:
 - (i) They are classified as Founding Members of the Mustang Owners Club and they contributed to the establishment of the Club during its inaugural year of operation from 4 March 1980 to 4 March 1981, or
 - (ii) They have served a minimum of 30 Years continuous membership, which has included a minimum of 3 Terms of Office on the Management Committee. A 'Term of Office' is defined as 12 Calendar Months, the period between elections at the Annual General Meetings, or
 - (iii) They have served a minimum of 30 Years continuous membership including a minimum of 5 Terms of Office in an elected Non-Management Committee role. Consideration may also be given to such members who have contributed significantly to the planning, co-ordination and conduct of major events, e.g., State or National Concours.
- (b) Life Members have equal rights and obligations as they apply to Ordinary Members', however they are not required to pay Membership Fees.
- (c) Life Members retain their same Member Number in the Member Register; however, it is to be suffixed with the letter 'L'.

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13. MEMBERSHIP OF THE MANAGEMENT COMMITTEE

- (a) The Management Committee of the Association shall consist of a President, Vice-President, Secretary, Treasurer, all of whom shall be members of the Association, and such number of other members as the members of the Association at any general meeting may from time to time elect;
- (b) At the Annual General Meeting held in September each year, all the members of the Management Committee for the time being shall retire from office, but shall be eligible upon nomination for re-election to any position on the Management Committee at this meeting or at a meeting called for this purpose at any time;
- (c) At the Annual General Meeting, all nominations for the Management Committee positions are to be considered, however in the event that a member is elected into a position, that does not preclude a member's spouse/partner, if also nominated, from being appointed into any of the remaining positions on the Management Committee;
- (d) A member elected to the Management Committee shall not be elected to perform the functions of any other position on the Management Committee but may, if nominated, perform the functions of any other position elected for the purpose of supporting the operation and functions of the association, at the same time;
- (e) The election of officers and other members of the Management Committee shall take place in the following manner:
 - (i) Any two members of the Association shall be at liberty to nominate any other member to serve as an officer or other member of the Management Committee;
 - (ii) The nomination, which shall be in writing and signed by the member and his/her proposer and seconder, shall be lodged with the Secretary at least fourteen days before the general meeting at which the election is to take place;
 - (iii) A list of the candidates' names in alphabetical order, with the proposers' and seconders' names, shall be posted in a conspicuous place in the office or usual place of the Association for at least seven days immediately preceding the general meeting;
 - (iv) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;
 - (v) 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;
- (f) Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the Secretary, but such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date, or such member may be removed from

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office at a general meeting of the Association where that member shall be given the opportunity to fully present his/her case. The question of removal shall be determined by the vote of the members present at such a general meeting.

14. VACANCIES ON THE MANAGEMENT COMMITTEE

- (a) In the event there is a casual vacancy on the Management Committee, the Committee may request the nomination and appointment of any member of the Association to fill the vacancy until the next general meeting after the end of the financial year;
- (b) The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these rules as defined in rule 14(c) as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a general meeting of the Association, but for no other purpose.

15. FUNCTIONS OF THE MANAGEMENT COMMITTEE

- (a) Except as otherwise provided by these Rules and subject to resolutions of the members of the Association carried at any general meeting, the Management Committee:
 - (i) Shall have the general control and management of the administration of the affairs, property and funds of the Association; and
 - (ii) Shall have authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent;
- (b) The Management Committee may exercise all the powers of the Association:
 - (i) to borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities; and
 - (ii) to borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association and to provide and pay off any such securities; and
 - (iii) to invest in such manner as the members of the Association may from time to time determine.

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16. MEETINGS OF THE MANAGEMENT COMMITTEE

- (a) The Management Committee shall meet at least once every calendar month to exercise its functions;
- (b) A special meeting of the Management Committee shall be convened by the Secretary on the requisition in writing signed by not less than one third of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat;
- (c) At every meeting of the Management Committee, a simple majority of a number equal to at least 75% of the number of members elected and/or appointed to the Management Committee as at the close of the last general meeting of the members, shall constitute a quorum;
- (d) Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit, provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative;
- (e) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which he is interested, or any matter arising thereout, and if he does so vote his vote shall not be counted;
- (f) Not less than fourteen days' notice shall be given by the Secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat;
- (g) The President shall preside as Chairperson at every meeting of the Management Committee, or if there is no President, or if at any meeting he is not present within ten minutes after the time appointed for holding the meeting, the Vice-President shall be Chairperson or if the Vice-President is not present at the meeting then the members may choose one of their number to be Chairperson of the meeting;
- (h) If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse;
- (i) The Management Committee may delegate any of its powers to a Sub-Committee consisting of such members of the Association as the Management Committee thinks fit. Any Sub-Committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee;
- (j) A Sub-Committee may elect a Chairperson of its meetings. If no such Chairperson is elected, or if at any meeting the Chairperson is not present

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within ten minutes after the time appointed for holding the meeting, the members present may choose one of the number to be the Chairperson of the meeting;

- (k) A Sub-Committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative;
- (l) All acts done by any meeting of the Management Committee or of a Sub-Committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management committee;
- (m) A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

17. ANNUAL GENERAL OR GENERAL MEETINGS

- (a) The Association is to convene a General Meeting at least once every calendar month for the purpose of conducting routine Association business activities unless otherwise agreed by the majority vote of members attending a general meeting at which there is a quorum. Appointment of elected officers to perform the functions of the Management Committee is to be conducted at the Association's Annual General Meeting held in September each year;
- (b) The Annual General Meeting shall be held in September each year and the business to be transacted at every Annual General meeting shall be:
 - (i) The receiving of the Management Committee's report and the statement of income and mortgages, charges and securities affecting the property of the Association for the preceding Financial Year;
 - (ii) The receiving of the Auditor's report upon the books and accounts for the preceding Financial Year;
- (c) The Secretary will convene a Special General Meeting:
 - (i) When directed to do so by the Management Committee; or
 - (ii) on the requisition in writing signed by not less than one third of the members presently on the Management Committee or not less than the number of ordinary members of the Association which equals double the number of members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such Special general meeting is being convened and the nature of the business to be transacted thereat; or

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- (iii) On being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an Application for Membership or to terminate the membership of a person;
- (d) At any General Meeting:
 - (i) The number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one;
 - (ii) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purpose of this rule, 'member' includes a person attending as a proxy or as representing a corporation as a member;
 - (iii) If within half an hour of the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum;
 - (iv) The Chairperson may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting;
 - (v) The Secretary shall convene all General Meetings of the Association by giving not less than fourteen days' notice of any such meeting to the members of the Association;
 - (vi) The manner by which such notice shall be given shall be determined by the Management Committee. Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his membership by the Management Committee, such notice shall be given in writing. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat;
- (e) Unless otherwise provided by these rules:
 - (i) The President shall preside as Chairperson, or if there is no President, or if he is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be the Chairperson or if the Vice-President is not present or is unwilling to act, then the members present shall elect one of their number to be the Chairperson of the meeting;
 - (ii) The Chairperson shall maintain order and conduct the meeting in a proper and orderly manner;

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- (iii) Every question, matter or resolution shall be decided by a majority of votes of the members present;
- (iv) Every member present shall be entitled to one vote and in the case of an equality of votes the Chairperson shall have a second or casting vote. Provided that no member shall be entitled to vote at any general meeting if his/her annual subscription is more than one month in arrears at the date of the meeting;
- (v) Voting shall be by a show of hands or a division of members, unless not less than one fifth of the members present demand a ballot, in which event there shall be a secret ballot. The Chairperson shall appoint two members to conduct the secret ballot in such manner as he shall determine, and the result of the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded;
- (vi) A member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote;
- (vii) The instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointer or of his/her attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy may but need not be a member of the Association. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot;
- (viii) Where it is desired to afford members an opportunity of voting for or against a resolution, the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit:

ASSOCIATION: _____

I, _____
of _____, being a member of the
above named Association, hereby appoint _____
of _____, or failing him/her,
_____ 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 the adjournment thereof.

Signed this _____ day of _____, 20____

Signature _____

This form is to be used *in favour of / *against the resolution.

* strike out whichever is not desired. (Unless otherwise instructed, the proxy may vote as he/she thinks fit.);

- (ix) The instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote;

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- (x) The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the Minutes of every Management Committee meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding Management Committee meeting verifying their accuracy;
- (xi) Similarly, the minutes of every general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting: Provided that, the minutes of any general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting or annual general meeting.

18. 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.

19. 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 any general meeting. Provided however, that no such amendment, rescission or addition shall be valid unless the same shall have been previously approved and registered by the Registration Services, Office of Fair Trading, Brisbane.

20. COMMON SEAL

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

21. FUNDS AND ACCOUNTS

- (a) The funds of the Association shall be banked in the name of the Association in such financial institution as the Management Committee may from time to time direct;
- (b) Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the affairs of the Association and the particulars usually shown in books of a like nature;
- (c) The moneys shall be banked as soon as practicable after receipt thereof;

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- (d) All amounts of twenty dollars or over shall be paid by cheque signed by any two of the President, Vice-President, Secretary, Treasurer or other members authorised from time to time by the Management Committee;
- (e) Cheques shall be crossed “not negotiable” except those in payment of wages, allowances or petty cash recouplements which may be open;
- (f) The Management Committee shall determine the amount of petty cash which shall be kept on a ‘Imprest’ system;
- (g) All expenditure shall be approved or ratified at a Management Committee meeting;
- (h) As soon as practicable after the end of each financial year, the Treasurer shall cause to be prepared a statement containing particulars of:
 - (i) The income and expenditure for the financial year just ended; and
 - (ii) The assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year;
- (i) 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;
- (j) The income and property of the Association whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Association provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of monies advanced by him to the Association or otherwise owing by the Association to him or of remuneration to any officers or servants of the Association or to any member of the Association or other person in return for any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.

22. DOCUMENTS

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

23. FINANCIAL YEAR

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

24. DISTRIBUTION OF SURPLUS ASSETS

If the Association shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981, and there remains, after satisfaction of all its

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debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of rule 19(j), such institution or institutions to be determined by the members of the Association.

References:

- a. Associations Incorporation Act 1981
- b. Queensland Liquor Act 1992
- c. Constitution of the Mustang Owners Club of Australia (Queensland) Inc., dated 2002
- d. Constitution of the Mustang Owners Club of Australia (Queensland) Inc., dated 3 August 2012

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Addendum

SCHEDULE RULES OF CLUBS - (Current as at 16 March 2018)

Ref: Qld Liquor Act 1992

Rules of a club-

- (a) must provide that a person cannot be admitted as a member unless the person makes written application for membership and the application is approved at a meeting of the Club's Management Committee; and
- (b) must provide that the members of the Club entitled to vote at any meeting of the Club do not include temporary or honorary members or minors; and
- (c) must provide that the Club's Management Committee must be elected by the voting members of the Club at a General Meeting of the Club for a period of at least one year; and
- (d) must provide that the Management Committee of the Club must present to each Annual General Meeting of the Club:
 - (i) a written report of the Club's operation throughout the year; and
 - (ii) an audited statement of the Club's financial position; and
- (e) must be consistent with the Club being a non-proprietary club; and
- (f) must provide that the club's secretary must keep on the club premises a list of reciprocal clubs.