

# **SYDNEY RADIO CONTROL SOCIETY INCORPORATED**



## **OFFICIAL CLUB RULES**

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**RULES**

**Incorporated under the Associations Incorporation Act, 1984**

**1 PRELIMINARY**

**1.1 INTERPRETATION**

In these rules, except in so far as the context or subject matter otherwise indicates or requires: -

"Society"	Sydney Radio Control Society Inc;
"Ordinary Member"	a member of the Committee who is not an office-bearer of the Society, as referred to in rule 3.2.2.
"Secretary"	the person holding the office under these rules as Secretary of the Society;
"Treasurer"	the person holding the office under these rules as Treasurer of the Society;
"Special General Meeting"	a General Meeting of the Society other than Annual General Meeting or Quarterly General Meeting;
"Quarterly General Meeting"	a General Meeting of the Society other than Annual General Meeting or Special General Meeting;
"The Act"	the Association Incorporation Act, 1984 or the latest legally updated version.
"The Regulation"	the Associations Incorporation Regulation, 1985 or the latest legally updated version;
"M.A.S.N.S.W."	Model Aero Sport Society of N.S.W. or any single legal successor organisation affiliated to the M.A.A.A., being the State Body controlling the Society's modeling activities.
"M.A.A.A."	The Model Aeronautical Association of Australia Incorporated being the Society's Federal Controlling Body;

**1.2 REFERENCES**

In these rules: -

(a) A reference to a function includes a reference to a power, authority and duty,

And

(b) A reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.

### **1.3 PROVISIONS**

The provisions of the Interpretation Act, 1897, apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

## **2 MEMBERSHIP**

### **2.1 MEMBERSHIP QUALIFICATIONS**

2.1.1 A person is qualified to be a member of the Society if, but only if: -

(a) The person is a person referred to in section 15(1) (a), (b) or (c) of the Act

(b) The person is a natural person who

(i) Has been nominated for membership of the Society as provided by rule 2.2

And

(ii) Has been approved for membership of the Society by the Committee of the Society.

2.1.2 (a) the number of members of the Society shall be limited to the number of members determined by the members of the Society at an Annual General Meeting

(b) The following types of membership of the Society only shall be available -

(i) Senior membership shall be available to all persons who do not qualify for junior membership.

(ii) Junior membership shall be available to all persons who at the time of joining or renewing their membership of the Society have not attained the age of eighteen (18) years or if they have turned 18 years old on or after July 1 of the current membership year. The membership year is July 1 to June 30

(iii) Pensioner membership shall be available to all persons who can produce a current Social Security pensioner card

(iv) Associate membership shall be available to all persons who are current fully financial members of any association, club or body affiliated to the M.A.A.A.

(v) Life membership shall be available to those members of the Society who in the opinion of the Society due to service to the Society are granted such membership and shall have all future membership fees of the Society, excluding fees collected on behalf of State and Federal bodies paid by the Society;

(vi) Social membership shall be available to all persons who do not wish to fly model aircraft under any circumstances from any facility provided by the Society; and do not require, for any other reason, the insurance cover or any other benefit provided by being affiliated to M.A.S.N.S.W. and M.A.A.A. through the Society.

## **2.2 APPLICATION FOR MEMBERSHIP**

2.2.1 An application for membership to the Society:

(a) Shall be made by the applicant in a documented format as determined from time to time by the committee;

And

(b) The application is accompanied by joining and membership fees and shall be lodged with the Treasurer of the Society.

2.2.2 As soon as practicable after receiving an application for membership the Treasurer shall refer the application to the Committee who shall determine whether or not to accept it.

2.2.3 An application lodged after January 1 in any year, need only be accompanied by the joining fee, half the Club's component of annual fees and the applicable M.A.A./M.A.S.N.S.W. levy.

2.2.4 If the Committee rejects the application, joining and membership fees shall be refunded to the applicant.

## **2.3 CESSATION OF MEMBERSHIP**

A person ceases to be a member of the Society if the person -

(a) Dies; or

(b) Resigns that membership; or

(c) Is expelled from the Society; or

(d) Fails to pay the annual membership fee by the due date as set by the Society; or

(e) Fails to pay by the due date any levy set by the Society from time to time.

## **2.4 MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE**

A right, privilege or obligation, which a person has by reason of being a member of the Society -

(a) Is not capable of being transferred or transmitted to another person,

(b) Terminates upon cessation of the person's membership.

## **2.5 RESIGNATION OF MEMBERSHIP**

2.5.1 A Member of the Society is not entitled to resign that membership except in accordance with this rule.

2.5.2 A Member of the Society who has paid all amounts payable by the Member to the Society in

respect of the Member's membership may resign from membership of the Society by first giving notice in writing to the Secretary of the Member's intention to resign and, upon the expiration of the period of notice, the Member ceases to be a Member.

- 2.5.3 Where a Member of the Society ceases to be a Member pursuant to clause 2.5.2, and in every other case where a Member ceases to hold membership, the public officer shall make an appropriate entry in the register of members recording the date on which the Member ceased to be a Member.

## **2.6 REGISTER OF MEMBERS**

- 2.6.1 The Public Officer of the Society shall establish and maintain a register of members of the Society specifying the name and address of each person who is a member of the Society together with the date on which the person became a member.
- 2.6.2 The register of members shall be kept at the principal place of administration of the Society and shall be open for inspection, free of charge, by any member of the Society at any reasonable hour by appointment.

## **2.7 FEES, SUBSCRIPTIONS**

- 2.7.1 The Society Joining and Membership Fees shall be determined at the Quarterly General Meeting held after the M.A.A.A / M.A.S.N.S.W. Levy is known, prior to the Annual General Meeting.
- 2.7.2 Annual Membership Fees will be payable before 1<sup>st</sup> July in each calendar year.
- 2.7.3 In addition to any amount payable by the Member under clause 2.7.1, a Member of the society shall pay to the Society such levies as shall be determined by a Special Resolution at a General Meeting.

## **2.8 MEMBERS LIABILITIES**

The liability of a Member of the Society to contribute towards the payment of the debts and liabilities of the Society or the cost, charges and expenses of the winding up of the Society is limited to the amount, if any, unpaid by the Member in respect of membership of the Society as required by rule 2.7.

## **2.9 DISCIPLINING OF MEMBERS**

- 2.9.1 Where the Committee is of the opinion that a Member of the Society -
- (a) Has persistently refused or neglected to comply either a provision or provisions of these rules; or
  - (b) Has persistently and willfully acted in a manner prejudicial to the interests of the Society; or
  - (c) Has refused or neglected to comply with or has broken those field regulations determined by the Committee from time to time and communicated to the members of

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the Society,

The Committee may, by resolution: -

- (d) Expel the Member from the Society; or
- (e) Suspend the Member from the membership of the Society for a specific period.

2.9.2 A resolution of the Committee under the conditions of clause 2.9.1(c) shall be effective immediately upon service on the Member of verbal notification of the resolution. The Secretary shall within seven days cause a confirmation of the resolution to be served on the Member, in writing.

2.9.3 A resolution of the Committee under all sections of clause 2.9.1, other than that referred to in clause 2.9.2, is of no effect unless the Committee, at the meeting held not earlier than 14 days and not later than 28 days after the service on the Member of a notice under clause 2.9.4, confirms the resolution in accordance with this rule.

2.9.4 Where the Committee passes a resolution under clause 2.9.1, the Secretary shall, as soon as practicable, cause a notice in writing to be served on the Member -

- (a) Setting out the resolution of the Committee and the grounds on which it is based;
- (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;
- (c) Stating the date, place and time of the meeting; and
- (d) Informing the Member that the Member may do either or both of the following -
  - (i) Attend and speak at the meeting;
  - (ii) Submit to the Committee at or prior to the date of that meeting written representations relating to the resolution.

2.9.5 At the meeting of the Committee held as referred to in clause 2.9.4, the Committee shall

- (a) Give the Member an opportunity to make oral representations:
- (b) Give due consideration to any written representations submitted to the Committee at or prior to the meeting; and
- (c) By resolution determine whether to confirm or revoke the resolution.

2.9.6 Where the Committee confirms a resolution under clause 2.9.5, the Secretary shall, within 7 days after that confirmation, by notice in writing inform the Member of the fact and of the Member's right of appeal under rule 2.10.

2.9.7 A resolution confirmed by the Committee under clause 2.9.5 does not take effect -

- (a) Until the expiration of the period within which the Member is entitled to appeal against the resolution where the Member does not exercise the right of appeal within that period;

or

- (b) Where within that period the Member exercises the right of appeal unless and until the Society confirms the resolution pursuant to rule 2.10.4.

## **2.10 RIGHT OF APPEAL OF DISCIPLINED MEMBER**

2.10.1 A Member may appeal to the Society in a General Meeting against a resolution of the Committee which is confirmed under rule 2.9.5, within 7 days after notice of the resolution is served on the Member by lodging with the Secretary a notice to that effect.

2.10.2 Upon receipt of a notice from a Member under clause 2.10.1, the Secretary shall notify the Committee, which shall convene a General Meeting of the Society to be held within 21 days after the date on which the Secretary received the notice.

2.10.3 At a meeting of the Society convened under clause 2.10.2,

- (a) No business other than the question of the appeal shall be transacted;
- (b) The Committee and the Member shall be given the opportunity to state their respective cases orally or in writing, or both; and
- (c) The members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

2.10.4 If at the General Meeting the Society passes a Special Resolution in favour of the confirmation of the resolution, the resolution is confirmed.

2.10.5 The cost of all appeals shall be borne by the appellant.

- (a) A Member wishing to exercise the Member's right of appeal against a resolution of the Committee which is confirmed under rule 2.9.5, shall lodge with the Secretary at the time of lodging the Member's notice of appeal a deposit of monies equal in value to the cost of convening a General Meeting of the Society to determine such appeal before any appeal may proceed;
- (b) If the Member's appeal is upheld the deposit lodged under clause 2.10.5(a) shall be refunded to the Member in full however, if the appeal is rejected then such deposit shall be forfeited and shall be used to defray the costs of the appeal.

## **3 THE COMMITTEE**

### **3.1 POWERS OF THE COMMITTEE**

3.1.1 The Committee shall be called the committee of management of the Society and, subject to the Act, the Regulation and these rules and to any resolution passed by the Society at a General Meeting -

3.1.2 Shall control and manage the affairs of the Society.

3.1.3 May exercise all such functions as may be exercised by the Society other than those

functions that are required by these rules to be exercised by a General Meeting of Members of the Society- and

- 3.1.4 All acts resulting in significant or major changes to the Society's operations shall be ratified by Special Resolution at a General Meeting prior to initiating such acts.

### **3.2 CONSTITUTION OF MEMBERSHIP**

- 3.2.1 Subject in the case of the first members of the Committee to section 21 of the Act, the Committee shall consist of -

- (a) The office bearers of the Society; and
- (b) 2 Ordinary Members

Each of whom shall be elected at the Annual General Meeting of the Society pursuant to rule 3.3.

- 3.2.2 The office bearers of the Society shall be

- (a) **The President;**
- (b) **The Vice President;**
- (c) **The Secretary**
- (d) **The Treasurer who shall be the Public Officer;**
- (e) **The Newsletter Editor,**

- 3.2.3 Each member of the Committee shall, subject to these rules, hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.

- 3.2.4 In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of the Society to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

### **3.3 ELECTION OF MEMBERS**

- 3.3.1 Nominations of candidates for election as office - bearers of the Society or as Ordinary Members of the Committee -

- (a) Shall be made in writing, signed by 2 members of the Society and accompanied by the written consent of the candidate which may be endorsed on the form of nomination, and
- (b) Shall be delivered to the Secretary of the Society not less than 28 days before the date fixed for holding the Annual General Meeting at which the election is to take place.
- (c) Shall not be eligible to be received from Associate Members or Social Members of the

Society.

- 3.3.2 If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- 3.3.3 If insufficient further nominations are received any vacant positions remaining on the Committee shall be deemed to be casual vacancies.
- 3.3.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed elected.
- 3.3.5 If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- 3.3.6 The ballot for the election of office-bearers and Ordinary Members of the Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.

### **3.4 SECRETARY, TREASURER, NEWSLETTER EDITOR**

- 3.4.1 The Secretary of the Society, as Secretary shall, as soon as practicable after being appointed as Secretary, lodge notice with the Society of his or her address.
- 3.4.2 It is the duty of the Secretary to keep minutes of -
  - (a) All appointments of office - bearers and members of the Committee
  - (c) The names of members present at a Committee Meeting or a General Meeting; and
  - (c) All proceedings at Committee Meetings and General Meetings.
- 3.4.3 Minutes of proceedings at a meeting shall be signed by the Chairperson of the meeting or by the Chairperson of the next succeeding meeting.
- 3.4.4 It is the duty of Treasurer of the Society, to ensure that -
  - (a) All money due to the Society is collected and received and that all payments authorised by the Society are made; and
  - (b) Correct books and accounts are kept showing the financial affairs of the Society including full details of all receipts and expenditure connected with the activities of the Society; and
  - (c) All requirements of The Department of Fair Trading are complied with: and
  - (d) All information and affiliation fees required by M.A.S.N.S.W. and M.A.A.A. are forwarded as required.
- 3.4.5 The Newsletter Editor shall be responsible for ensuring that the information, determined by the Committee to be included in the Society's Newsletter, be collated and published to the time scales required.

### **3.5 PUBLIC OFFICER**

The Treasurer of the Society shall be the Public Officer.

### **3.6 CASUAL VACANCIES**

For the purpose of these rules, a casual vacancy in the office of a member of the Committee occurs if the member -

- (a) Dies;
- (b) Ceases to be member of the Society;
- (c) Becomes an insolvent under administration within the meaning of the Companies (New South Wales) Code.
- (d) Resigns office by notice in writing given to the Secretary.
- (e) Is removed from office under rule 3.7.
- (f) Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
- (g) Is absent without consent of the Committee from all meetings of the Committee held during a period of 6 months.

### **3.7 REMOVAL OF A COMMITTEE MEMBER**

3.7.1 The Society in a General Meeting may by Special Resolution remove any member of Committee from office before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

3.7.2 Where a member of the Committee to whom a proposed Special Resolution referred to in clause 3.7.1 relates makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to the members of the Society, the Secretary may send a copy of the representations to each member of the Society or, if they are not so sent, the member is entitled to require that the representations be read out at the meeting at which the Special Resolution is considered.

### **3.8 MEETINGS AND QUORUM**

3.8.1 The Committee shall meet at least 5 times in each period of 12 months at such place and time as the Committee may determine.

3.8.2 Additional meetings of the Committee may be convened by the President or by any member of the Committee.

3.8.3 Oral or written notice of a meeting of the Committee shall be given by the Secretary to each

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member of the Committee at least 48 hours (or such period as may be unanimously agreed upon by the members of the Committee) before the time appointed for holding the meeting.

- 3.8.4 Notice of a meeting given under clause 3.8.3 shall specify the general nature of the business to be transacted at the meeting and no other business other than the business specified should be transacted at the meeting, except business, which the Committee members at the meeting unanimously agree to treat as urgent business.
- 3.8.5 Any 4 members of the Committee constitute a quorum for the transaction of business of a meeting of the Committee.
- 3.8.6 No business shall be transacted by the Committee unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and the same hour of the same day in the following week.
- 3.8.7 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- 3.8.8 At the meeting of the Committee -
- (a) The President or, in the President's absence, the Vice President shall preside; or
  - (b) If the President and the Vice President are absent or unwilling to act such one of the remaining members of the Committee as may be chosen by the members present at the meeting may preside.

### **3.9 DELEGATION BY COMMITTEE TO SUB-COMMITTEE**

- 3.9.1 The Committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the Society as the Committee thinks fit) the exercise of such of the functions of the Committee as are specified in the instrument, other than
- (a) This power of delegation; and
  - (b) A function, which is a duty, imposed on the Committee by the Act or by any other law.
- 3.9.2 A function, the exercise of which has been delegated to a sub-committee under this rule, may, while the delegation remains un-revoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- 3.9.3 A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- 3.9.4 Notwithstanding any delegation under this rule, the Committee may continue to exercise any function delegated.
- 3.9.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.
- 3.9.6 The Committee may, by instrument in writing, revoke wholly or in part any delegation under

this rule.

3.9.7 A sub-committee may meet and adjourn as it thinks proper.

### **3.10 VOTING AND DECISIONS**

3.10.1 Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined by a majority of the votes of the members of the Committee or the sub-committee present at the meeting.

3.10.2 Each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

3.10.3 Subject to rule 3.8.5, the Committee may act notwithstanding any vacancy on the Committee.

3.10.4 Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-committee appointed by the Committee, is valid and effectual notwithstanding any defect that afterwards be discovered in the appointment or qualification of any member of the Committee or sub-committee.

## **4 GENERAL MEETINGS**

### **4.1 ANNUAL GENERAL MEETINGS – HOLDING OF**

4.1.1 With the exception of the first Annual Meeting of the Society, the Society shall, at least once in the each calendar year and within the period of 2 months after the expiration of each financial year of the Society, convene an Annual General Meeting of its members.

4.1.2 The Society shall hold its first Annual General Meeting

(a) Within the period of 18 months after its incorporation under the Act: and

(b) Within the period of 2 months after the expiration of the first financial year of the Society.

4.1.3 Clauses 4.1.1 and 4.1.2 have effect subject to any extension or permission granted by the Commission under the section 26(3) of the Act.

### **4.2 ANNUAL GENERAL MEETINGS - CALLING OF AND BUSINESS**

4.2.1 The Annual General Meeting of the Society shall, subject to the Act, to rule 4.1, be convened on such date and at such time as the Committee thinks fit.

4.2.2 In addition to any other business, which may be transacted at an Annual General Meeting, the business of an Annual General Meeting shall be

(a) To confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting.

(b) To receive from the Committee reports upon activities of the Society during the last

preceding financial year: -

- (c) To elect office-bearers and Ordinary Members of the Committee; and
- (d) To receive and consider the statement, which is, required to be submitted to members pursuant to section 26(6) of the Act.

4.2.3 An Annual General Meeting shall be specified as such in the notice convening it.

#### **4.3 QUARTERLY GENERAL MEETING - HOLDING OF**

4.3.1 In addition to the Annual General Meetings of the Society, the Committee shall convene three Quarterly General Meetings.

4.3.2 The Quarterly General Meeting shall be convened on such a date and at such place and time as the Committee thinks fit.

#### **4.4 QUARTERLY GENERAL MEETINGS - CALLING OF AND BUSINESS**

4.4.1 In addition to any other business which may be transacted at a Quarterly General Meeting, the business of a Quarterly General Meeting shall be: -

- (a) To confirm the minutes of the last preceding Annual General Meeting or Quarterly General Meeting and any Special General Meeting held since that meeting.
- (b) To receive from the Committee reports upon the activities of the Society since those meetings referred to in clause 4.4.1(a); and
- (c) To receive and consider such matters of Society business as may be desired by the members of the Society.

4.4.2 A Quarterly General Meeting shall be specified as such in the notice convening it.

#### **4.5 SPECIAL GENERAL MEETINGS – CALLING OF**

4.5.1 The Committee may, whenever it thinks fit, convene a Special General Meeting of the Society.

4.5.2 The Committee shall, on the requisition in writing of not less than 5 per cent of the total number of members, convene a Special General Meeting of the Society.

4.5.3 A requisition of members for a Special General Meeting -

- (a) Shall state the purpose or purposes of the meeting.
- (b) Shall be signed by each of the members making the requisitions.
- (c) Shall 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 make the requisition.

- 4.5.4 If the Committee fails to convene a Special General Meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the Secretary, any one or more of the members who made the requisition may convene a Special General Meeting to be held not later than 3 months after that date.
- 4.5.5 A Special General Meeting convened by a member or members as referred to in clause 4.5.4 shall be convened as nearly as is practicable in the same manner as General Meetings are convened by the Committee and any member who thereby incurs expense is entitled to be reimbursed by the Society for any expense incurred.

#### **4.6 NOTICE**

- 4.6.1 Except where the nature of that business proposed to be dealt with at a General Meeting requires a Special Resolution of the Society, the Secretary shall, at least 14 days before the date fixed for the holding of the General Meeting cause to be sent by prepaid post to each members 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.
- 4.6.2 Where the nature of the business proposed to be dealt with at a General Meeting requires a Special Resolution of the Society, the Secretary shall, at least 21 days before the date fixed for holding of the General Meeting, cause notice to be sent to each member in the manner provided in clause 4.6.1 specifying, in addition to the matter required in clause 4.6.1, the intention to propose the resolution as a Special Resolution.
- 4.6.3 No business other than that specified in the notice convening a General Meeting shall be transacted at the meeting except, in the cases of an Annual General Meeting and a Quarterly General Meeting, business which may be transacted pursuant to rules 4.2.2 and 4.4.1.
- 4.6.4 A member desiring to bring any business before a General Meeting may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a General Meeting given after receipt of the notice from the member.

#### **4.7 PROCEDURE**

- 4.7.1 No item of business shall 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.
- 4.7.2 Five members present in person (being members under these rules entitled to vote at a General Meeting) constitute a quorum for the transaction of the business of a General Meeting.
- 4.7.3 If within half an hour after the appointed time for the commencement of a General Meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the time 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 the same place.
- 4.7.4 If at the adjournment meeting a quorum is not present within half hour after the time appointed for the commencement of the meeting, the members present (being not less than

3) shall constitute a quorum.

4.7.5 Recognised rules of meeting procedures as set out in the book "Mr. Chairman", by Marjorie Puregger, shall be used, where appropriate, in conjunction with these Rules.

#### **4.8 PRESIDING MEMBER**

4.8.1 The President or, in the President's absence, the Vice President, shall preside as Chairperson at each General Meeting of the Society.

4.8.2 If the President and Vice President are absent from a General Meeting or unwilling to act, the members present shall elect one of their numbers to preside as Chairperson at the meeting.

#### **4.9 ADJOURNMENT**

4.9.1 The Chairperson of 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

4.9.2 Where a General Meeting is adjourned for 14 days or more, the Secretary shall give written or oral notice of the adjourned meeting to each member of the Society stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

4.9.3 Except as provided in clauses 4.9.1 and 4.9.2, 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.

#### **4.10 MAKING OF DECISIONS**

4.10.1 A question arising at a General Meeting of the Society shall be determined 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 Chairperson 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 minute book of the Society, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

4.10.2 At a General Meeting of the Society, a poll may be demanded by the Chairperson or by not less than 3 members present in person or by proxy at the meeting.

4.10.3 Where a poll is demanded at a General Meeting, the poll shall be taken -

(a) Immediately in the case of a poll which relates to the election of the Chairperson of the meeting or to the question of an adjournment; or

(b) In any other case, in such manner and at such time before the close of the meeting as the Chairperson directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

#### **4.11 SPECIAL RESOLUTION FOR MATTERS OF VITAL IMPORTANCE**

4.11.1 A resolution of the Society is a Special Resolution if -

- (a) It is passed by a majority which comprises not less than three-quarters of such members of the association as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which not less than 21 days written notice specifying the intention to propose the resolution as a Special Resolution as given in accordance with these rules; or
- (b) Where it is made to appear to the Commission that it is not possible or practicable for the resolution to be passed in a manner specified in paragraph 4.11.1(a) the resolution is passed in a manner specified by the Commission.
- (b) Any rescission motion must be submitted as a Special Resolution as per rule 4.11.1(a).

#### **4.12 VOTING**

- 4.12.1 Upon any question arising at a General Meeting of the Society a member has one vote only.
- 4.12.2 All votes shall be given personally or by proxy but no member may hold more than 5 proxies.
- 4.12.3 In the case of an equality of votes on a question at a General Meeting, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- 4.12.4 A member or proxy is not entitled to vote at any General Meeting of the Society unless all money due and payable by the member or proxy to the Society has been paid, other than the amount of the annual subscription payable in respect of the then current year.
- 4.12.5 Associate Members or Social Members of the Society are not entitled to vote at any General Meeting.

#### **4.13 APPOINTMENT OF PROXIES**

- 4.13.1 Each member shall be entitled to appoint another member as proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- 4.13.2 The notice appointing the proxy shall be in the form set out in Appendix 1 of these rules.

### **5 MISCELLANEOUS**

#### **5.1 INSURANCE**

- 5.1.1 The Society shall effect and maintain insurance to Section 44 of the Act.
- 5.1.2 In addition to the insurance required under clause 5.1.1, the Society may effect and maintain other insurance.

#### **5.2 FUNDS – SOURCE**

- 5.2.1 The funds of the Society shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the Society in General

Meetings, such other sources as the Committee determines.

5.2.2 All money received by the Society shall be deposited as soon as practicable and without deduction to the credit of the Society's bank account.

5.2.3 The Society, shall as soon a practicable after receiving any cash, or when requested by the payee, issue an appropriate receipt.

### **5.3 FUNDS MANAGEMENT**

5.3.1 Subject to any Special Resolution passed by the Society in General Meetings, the funds of the Society shall be used in pursuance of the objects of the Society in such manner as the Committee determines.

5.3.2 All cheques, electronic payments, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two members of the Committee or employees of the Society, being members or employees authorised to do so by the Committee.

5.3.3 The Committee shall present at the Annual General Meeting a Profit and Loss Statement and Balance Sheet for the preceding financial year, audited by a person, who may be a member of the society, but who is independent of the committee. The financial year of the society shall be from 1<sup>st</sup> July to 30<sup>th</sup> June.

### **5.4 ALTERATION OF OBJECTS AND RULES**

The statement of objects and these rules may be altered, rescinded or added to only by a Special Resolution of the Society.

### **5.5 COMMON SEAL**

5.5.1 The common seal of the Society shall be kept in the custody of the Public Officer.

5.5.2 The common seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal shall be attested by the signatures either of 2 members of the Committee or by 1 member of the Committee and by the Public Officer or Secretary.

### **5.6 CUSTODY OF BOOKS, ETC.**

Except as otherwise provided by these rules, the Public Officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the Society.

### **5.7 INSPECTION OF BOOKS, ETC.**

The records, books and other documents of the Society shall be open to inspection, free of charge, by a member of the Society at any reasonable hour by appointment.

### **5.8 SERVICE OF NOTICES**

5.8.1 For the purpose of these rules, a notice may be served by or on behalf of the Society upon any member either personally or by sending it by post to the members at the member's address shown in the register of members.

5.8.2 Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed to have served on the person at the time at which the letter would have been delivered in the ordinary course of post.

## **5.9 PAYMENT OF OFFICE BEARERS AND MEMBERS**

5.9.1 A member of the Committee shall not be appointed to any salaried office of the Society or any office of the Society paid by fees, and no remuneration or other benefit in money or money's worth shall be given by the Society to any member of the Committee except -

- (a) Repayment of out-of-pocket expenses;
- (b) Interest at a rate not exceeding interest at the rate for the time being which is or would be charged by the Society's bankers for money lent to the Society; and
- (c) Reasonable and proper rent for premises let to the Society.
- (d) Where such benefit is authorised by Special Resolution of the Society

5.9.2 Without affecting the operation of rule 3.6, and unless authorized by rule 5.9.1(d), the office of a member of the Committee shall become vacant if -

- (a) The member holds an office of profit in the Society.
- (c) The member is directly or indirectly interested in any contract or proposed contract with the Society.

SYDNEY RADIO CONTROL SOCIETY  
INCORPORATED  
FORM OF APPOINTMENT OF PROXY

I,.....  
(Full name)

of,.....  
(Address)

Being a member of Sydney Radio Control Society Inc. MAAA No:.....

Hereby appoint.....  
(Full name of proxy)

of.....  
(Address)

Being a member of that incorporated Society, as my proxy to vote for me on behalf at the General Meeting of the Society (Annual General Meeting or Special General Meeting, as the case may be) to be

Held on the .....day of ..... 20..... And at any adjournment of that meeting.

\* My proxy is authorised to vote in **favour of / against** (delete as appropriate) the resolution (insert details).

*\*To be inserted if desired.*

Signature of member appointing proxy..... Date.....

NOTE: A proxy vote may not be given to a person who is not a member of the Society.