

Gliding Club of Victoria Incorporated

Gliding Club of Victoria, Inc.

Purposes and Rules



Gliding Club of Victoria Incorporated

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Gliding Club of Victoria Incorporated

Associations Incorporation Act 1981

Section 5(b)

STATEMENT OF PURPOSES

1 The name of the incorporated association is: -

Gliding Club of Victoria Incorporated.

2 The incorporated association has been established for the following purposes. -

- 2.1. To be a club bringing into association persons interested in aviation in any of its forms, particularly, although not limited to, the science, art, discipline, pursuit, sport and recreation known as gliding or soaring.
- 2.2. To improve, promote and encourage aviation.
- 2.3. To buy, sell, manufacture or otherwise provide staff, consultants, aircraft, land, buildings, plant, machinery, equipment, facilities, aids, instruments, amenities, goods, services, instruction, information, assistance, entertainment, accommodation and other persons and things for any or all of the scientific, artistic, instructional, sporting, recreational, social, entertainment and other activities, interests and pursuits of the incorporated association and its members and its and their invitees, patrons, supporters and visitors.
- 2.4. To promote, conduct, control, sponsor or undertake all forms of competitions, tests, trials, record attempts, displays, exhibitions, gatherings, meetings, receptions, seminars, conferences, lectures, lessons and courses of or connected with aviation and for any such purpose to provide prizes, medals, awards, payments, fees, honoraria and other forms of recognition, reward, compensation or inducement.
- 2.5. To obtain any licence or permit appropriate for the sale or supply of spirituous liquors to members and their guests under the liquor laws in force at the time being and any other licence or permit that may be required for the sale, provision or supply of any other goods, services, entertainment or other activity.
- 2.6. To promote, assist or affiliate with or seek representation on any other corporation, association, organisation, group or club in pursuance of the purposes of the incorporated association.
- 2.7. To do all or any of the above mentioned things either alone or in conjunction with any person, corporation, association, organisation, group or club.
- 2.8. The predominate purpose of the association is to be charitable.

Gliding Club of Victoria Incorporated

ASSOCIATIONS INCORPORATION ACT 1981

Section 5(c)

RULES of GLIDING CLUB of VICTORIA INCORPORATED

1.0 NAME

- 1.1 The name of the incorporated association is **Gliding Club of Victoria Incorporated**, in these rules called "the Club".

2.0 INTERPRETATION

- 2.1 In these Rules, unless the contrary intention appears-

"Committee" means the Committee of Management of the Club

"Financial Year" means the year ending on 30 June.

"General Meeting" means a general meeting of members for which a notice in accordance with Rule 11 has been issued.

"Umbrella body" means a body such as the GFA, HGFA, SAAA, AUF or similar that has been delegated by the Civil Aviation Authority or its successor to supervise a relevant section of sports aviation.

"GFA" means the Gliding Federation of Australia or any other body that is the successor of the GFA.

"HGFA" means the Hang Gliding Federation of Australia or any other body that is the successor of the HGFA.

"AUF" means the Australian Ultralight Federation or any other body that is the successor of the AUF.

"SAAA" means the Sports Aviation Association of Australia or any other body that is the successor of the SAAA.

"VSA" means the Victorian Soaring Association or any body that is the successor of the VSA.

"Member" means a member of the Club.

"Life Member" means a member of the Club elected under Rule 39.

"Committee Member" means an Officer or an Ordinary Member of the Committee.

"Ordinary Member of the Committee " means a member of the Committee who is not an officer of the Club under Rule 21"

"The Act" means the *Associations Incorporation Act 1981*.

"The Regulations" means Regulations under the Act.

- 2.2 In these Rules, a reference to the Secretary of the Club is a reference-

2.2.1 where a person holds office under these Rules as Secretary of the Club - to that person; and

2.2.2 in any other case, to the Public Officer of the Club.

- 2.3 Words or expressions contained in these Rules shall be interpreted in accordance with the *Interpretation of Legislation Act 1984* and the Act as in force from time to time.

3.0 APPLICATION FOR MEMBERSHIP

- 3.1 A natural person who is nominated and approved for membership as provided in these Rules is eligible to be a member of the Club on payment of such fees as may be determined as payable for membership pursuant to these rules.

- 3.2 A person who is not a Member of the Club at the time of the incorporation of the Club (or who was a member at that time but has ceased to be a member) shall not be admitted to membership unless nominated as provided in sub-clause 3.3 and the admission as a member is approved by the Committee.
- 3.3 A nomination of a person for membership of the Club shall be made in writing in the form set out in Appendix 1 and shall be lodged with the Secretary of the Club.
- 3.4 As soon as is practicable after the receipt of a nomination, the Secretary shall refer the nomination to the Committee.
- 3.5 Upon a nomination being referred to the Committee, the Committee shall determine whether to approve or to reject the nomination. The Committee shall not be required to give any reason for determining not to approve a nomination and without limiting the generality of the foregoing may in making its determination take into account any factor it considers relevant including but not restricted to any limit it thinks fit to place upon the total number of members or upon the number or proportion of members in differing categories.
- 3.6 Upon a nomination being approved or not approved by the Committee, the Secretary shall, with as little delay as possible, notify the nominee in writing of the Committee decision. If the nomination was approved the Secretary shall request payment within the period of 28 days after receipt of the notification of the fees payable for that membership.
- 3.7 The Secretary shall, upon payment of the amounts referred to in sub-clause 3.6 within the period referred to in that sub-clause, enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a member of the Club.
- 3.8 A right, privilege or obligation of a person by reason of membership of the Club-
- 3.8.1 is not capable of being transferred or transmitted to another person; and
- 3.8.2 terminates upon the cessation of membership whether by death or resignation or otherwise.
- 3.9 A member who has previously resigned may apply for readmission and provided the applicant is accepted by the Committee shall be required to pay the entrance fees of either clause 3.9.1 or clause 3.9.2.-
- 3.9.1 If the application for readmission is within five years of the date of resignation then the entrance fee for the readmitted member is calculated as the difference between the entrance fee applicable at time of resignation and the entrance fee applicable at the time of acceptance by the Committee for readmission. Should the entrance fee have gone down, no refund is payable by the Club.
- 3.9.2 If the application for readmission is beyond five years from the date of resignation then the entrance fee is the same as that applicable to any new member applying for membership of the same class.

4.0 ENTRANCE FEES, CHARGES AND ANNUAL SUBSCRIPTIONS

- 4.1 Subject to the directions as may be given to the Committee by the Club in general meeting, the Committee shall determine:
- 4.1.1 The entrance fee (if any), the annual subscription (if any) and the interest free deposit (if any) payable for each class of membership of the Club;
- 4.1.2 The Flying Fee and charges and all other fees, charges and amounts payable by members and others for the use and hire of the aircraft, gliders and other equipment and for all other goods, services and facilities provided by the Club;
- 4.1.3 The amount, if any, not exceeding \$ 1,000 required to be maintained to the credit of the account with the Club of each member in any class of membership.
- 4.2 In determining any of the fees, deposits, subscriptions, charges and other amounts referred to in 4. 1, the Committee may in so doing determine upon different amounts for different classes of members and also for different groups or categories of persons within each such class (for example but not limited to, students, recently admitted members, young persons, or members who have given particular services to the Club).
- 4.3 The annual subscription is payable in advance on or before 1 July in each year. The Committee may from time to time allow payment by instalments and if so these shall be paid on or in advance of the dates specified by the Committee.

- 4.4 Each member shall promptly pay to the Club any amount from time to time owing to the Club and where any member defaults in payment of any such amount for a period of more than 30 days after notice has been served upon the member specifying the amount payable then the member
 - 4.4.1 shall be deemed to have neglected or refused to comply with these Rules but without prejudice to the Club's right to recover all amounts owing by that member, and
 - 4.4.2 shall cease to have any voting rights during the period they remain in arrears.

5.0 REGISTER OF MEMBERS

- 5.1 The Secretary shall keep and maintain a register of members in which shall be entered the full name, address, telephone number, class of membership and date of entry of the name of each member and the register shall be available for inspection and copying by members upon request.

6.0 RESIGNATION OF MEMBERS

- 6.1 A member of the Club who has paid all moneys due and payable by the member to the Club may resign from the Club by giving one months notice in writing to the Secretary of their intention to resign and upon the expiration of that period of notice, the member ceases to be a member.
- 6.2 Upon the expiration of a notice given under sub-clause 6. 1, the Secretary shall make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be a member.

7.0 DISCIPLINE AND EXPULSION OF MEMBERS

- 7.1 If the Committee is of the opinion that a member has refused or neglected to comply with these Rules or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Club, then subject to these Rules, the Committee by resolution of a simple majority of all members of the Committee eligible to vote but not necessarily present may:
 - 7.1.1 expel a member from the Club;
 - 7.1.2 suspend a member from membership of the Club for a specified period; or
 - 7.1.3 fine a member an amount not exceeding \$ 100.
- 7.2 A resolution of the Committee under sub-clause 7. 1:
 - 7.2.1 shall not take effect unless the Committee, at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-clause 7.3 confirms the resolution in accordance with this clause; and
 - 7.2.2 where the member exercises a right of appeal to the Club under clause 7.3 shall not take effect unless the Club in General Meeting confirms the resolution.
- 7.3 If the Committee passes a resolution under sub-clause 7. 1, the Secretary shall, as soon as practicable. cause to be served on the member a notice in writing:
 - 7.3.1 setting out the resolution of the Committee and the grounds on which it is based;
 - 7.3.2 stating that the member may address the Committee at a meeting to be held not earlier than 14 and not more than 28 days after service of the notice;
 - stating the date, place and time of that meeting;
 - 7.3.4 informing the member that they may do one or more of the following:
 - 7.3.4.1 Attend that meeting;
 - 7.3.4.2 Give to the committee before the date of that meeting a written statement seeking the revocation of the resolution; or
 - 7.3.4.3 Not later than 24 hours before the date of the meeting lodge with the Secretary a notice to the effect that they wish to appeal to the Club in general meeting against the Resolution.
- 7.4 At the meeting of the Committee held in accordance with sub-clause 7.2, the Committee:
 - 7.4.1 shall give to the member an opportunity to be heard but not to be represented;
 - 7.4.2 shall give due consideration to any written statement submitted in accordance with 7.3.4.2 by the member; and
 - 7.4.3 shall by resolution determine whether to confirm or to revoke the resolution.

7.5 If notice is received under sub-clause 7.3.4.3, the Secretary shall notify the Committee and the Committee shall convene a special general meeting of the Club to be held within 28 days after the date on which the Secretary received the notice.

7.6 At a special general meeting of the Club convened under sub-clause 7.5:

7.6.1 no business other than the question of the appeal shall be transacted;

7.6.2 the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;

7.6.3 the member shall be given an opportunity to be heard personally but not to be represented.

7.6.4 the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.

7.7 If at the general meeting more than half of the number of members present at the meeting in person or by proxy vote in favour of the confirmation of the resolution, the resolution is confirmed and in any other case, the resolution is revoked.

8.0 ANNUAL GENERAL MEETING

8.1 The Club shall once per year convene an annual general meeting of its members.

8.2 The annual general meeting shall be held on such day and in such place and at such time as the Committee determines.

8.3 The annual general meeting shall be specified as such in the notice convening it.

8.4 The ordinary business of the annual general meeting shall be:

8.4.1 to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting; and

8.4.2 to receive from the Committee reports upon the transactions of the Club during the last preceding financial year; and

8.4.3 to elect officers of the Club and the ordinary members of the Committee; and

8.4.4 to receive and consider the report submitted by the Committee which shall contain at least the following items..-

8.4.4.1 The income and expenditure of the Club during its last financial year;

8.4.4.2 The assets and liabilities of the Club at the end of the last financial year.,

8.4.4.3 The Auditors report for the last financial year,

8.4.4.4 The mortgages, charges and securities of any description affecting any of the property of the Club at the end of its last financial year;

8.4.4.5 The income, expenditure, assets, liabilities, mortgages, charges and securities of any description in respect of any trust for which the Club was trustee during any period of the last financial year of the Club;

8.4.4.6 The beneficial or pecuniary interests of any Officer, Committee Member or Member involved in any transactions of the Club.

8.5 The annual general meeting may transact special business of which prior notice is given in accordance with these Rules.

8.6 The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

9.0 SPECIAL GENERAL MEETING

9.1 Any general meeting other than the annual general meeting shall be called a special general meeting.

10.0 PROCEDURE FOR CALLING A SPECIAL GENERAL MEETING

10.1 The Committee may, whenever it thinks fit, convene a special general meeting of the Club and, where, but for this sub-clause, more than 15 months would elapse between annual general meetings, shall convene a special general meeting before the expiration of that period.

- 10.2 The Committee shall, on the requisition in writing of not less than five per cent of Flying Members, convene a special general meeting of the Club.
- 10.3 The requisition for a special general meeting shall state the objects of the meeting and shall be signed by all members making the requisition and be sent to the Secretary of the Club and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- 10.4 If the Committee does not cause a special general meeting to be held within the month after the date on which the requisition is received by the Secretary of the Club, the members making the requisition, or any of them, may convene a special general meeting to be held not later than three months after that date.
- 10.5 A special general meeting convened by members in pursuance of these Rules shall be convened in a similar manner as those meetings convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Club to the persons incurring the expenses.

11.0 NOTICE OF MEETING

- 11.1 The Secretary of the Club shall, at least 14 days before the date fixed for holding a general meeting of the Club, cause to be sent to each member of the Club at the address appearing in the register of members, a notice by prepaid post stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 11.2 No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- 11.3 A member desiring to bring any business before a meeting shall give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next general meeting after receipt of the notice.
- 11.4 Where best efforts are used to contact all members, accidental omission or an inability to notify not more than 5% of the members of date, place and agenda of the meeting shall not invalidate any resolution passed at a general meeting.
- 11.5 Should the general meeting being called include any Special Resolutions for consideration by the Members then 21 days notice shall be given.

12.0 PROCEEDINGS AT MEETINGS

- 12.1 All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting with the exception of that specially referred to in these Rules as being the ordinary business of the annual general meeting shall be deemed to be special business. No special business shall be conducted unless the general nature of that business has been included in the notice of meeting.
- 12.2 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 when the meeting is considering that item.
- 12.3 15% of members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 12.4 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 next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place. If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present shall be deemed a quorum.

13.0 CHAIRPERSON OF GENERAL MEETING

- 13.1 The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Club.

- 13.2 If the President and the Vice-President are absent from a general meeting, the members present and eligible to vote shall elect one of their number to preside as Chairperson at the meeting.

14.0 ADJOURNMENT OF A GENERAL MEETING

- 14.1 The Chairperson of a general meeting at which a quorum is present may, with the consent of 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.
- 14.2 Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
- 14.3 Except as provided in 14.2, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

15.0 RESOLUTIONS OF MEETING

- 15.1 All general resolutions, except Special Resolutions, at a general meeting of the Club shall be determined by a simple majority of eligible voting members present in person or by proxy. Special Resolutions require a three quarter's majority of eligible voting members present in person or by proxy. The vote shall be determined either on a show of hands 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, carried unanimously, carried by a particular majority or lost, and an entry to that effect made in the Minute Book of the Club, is evidence of that fact. The Chairperson may elect not to record the number or proportion of the votes recorded in favour of, or against, that resolution.

16.0 VOTING RIGHTS

- 16.1 Upon any question arising at a general meeting of the Club, a member who is entitled to vote under these Rules has one vote only.
- 16.2 All votes shall be given personally or by proxy.
- 16.3 In the case of any equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

17.0 POLL AT A MEETING

- 17.1 If at a meeting a poll on any question is demanded by the Chairperson or not less than three members, it shall be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- 17.2 A poll that is demanded on the election of a Chairperson or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any question shall be taken at such time before the close of the meeting as the Chairperson may direct.

18.0 MEMBER TO BE FINANCIAL

- 18.1 A member is not entitled to vote at any general meeting unless all moneys due and payable by the member to the Club have been paid and their Annual Subscription in respect of the current financial year has been paid either in full or if by instalments is currently not in arrears for the period in which the meeting is held.

19.0 ACCEPTANCE OF PROXIES

- 19.1 Each voting member is entitled to appoint another member eligible to vote as a proxy to vote in respect of a particular resolution or resolutions and where such instrument of proxy so provides, the proxy is not entitled to vote on the resolution except as specified in the instrument. Such notice to be given to the Secretary no later than 30 minutes before the time of the meeting in which the proxy is appointed.
- 19.2 The notice appointing the proxy shall be generally in a form as set out in Appendix 2.

20.0 COMMITTEE OF MANAGEMENT

- 20.1 The affairs of the Club shall be managed by the Committee of Management as provided in Rule 22. All Members of the Committee shall be Flying Members or Life Members.
- 20.2 Subject always to such directions as may from time to time be given to the Committee by the Club in General Meeting, the Committee:
- 20.2.1 shall control and manage the business and affairs of the Club;
- 20.2.2 may, subject to these Rules, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Club; and
- 20.2.3 may by resolution delegate any of the powers and functions that may be exercised by it (other than this power of delegation) to any one or more of the members of the Club.
- 20.3 The Committee shall annually develop a budget for the financial year ahead.
- 20.4 The Committee shall ensure that no increase in debt level, which would then exceed 25% of the Club's unencumbered asset base, will occur without prior member approval being granted by a majority of eligible voting members voting at a General Meeting called to discuss such debt increase. Should such an approval be granted, it shall be ratified at each AGM until the debt is dealt with.
- 20.5 All members of the Committee of Management shall act in a voluntary capacity and shall not be entitled to any honorarium, remuneration or like payment. Out of pocket expenses incurred in promoting the aims of the Club shall be reimbursed from the assets of the Club.
- 20.6 The Committee shall ensure the accounts of the Club are audited annually by a person holding membership of the Institute of Chartered Accountants, the Australian Society of Accountants or a like body. Such Auditor is to be nominated by the Committee and ratified by voting members at a general meeting.

21.0 OFFICERS OF THE CLUB

- 21.1 The Officers of the Club shall be:
- 21.1.1 President;
- 21.1.2 Vice-President;
- 21.1.3 Treasurer; and
- 21.1.4 Secretary.
- 21.2 The election of officers shall be in accordance with Rule 23 as far as they are applicable.
- 21.3 Each Officer of the Club shall hold office until the next annual general meeting following the date of election and is eligible for re-election subject to the provisions of Rule 22.1.1.
- 21.4 In the event of a casual vacancy in any office referred to in sub-clause 21.1 the Committee may appoint one of its ordinary members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment. The vacancy which may be created for an ordinary committee member resulting from such an appointment may be filled in accordance with clause 22.3. In the event of a Presidential vacancy, the Vice-President shall assume the Presidency until the next Annual General Meeting.

22.0 MEMBERS OF COMMITTEE OF MANAGEMENT

- 22.1 Subject to section 23 of the Act, the Committee shall consist of;
- 22.1.1 the President, Vice President, Treasurer and Secretary as Officers of the Club; each of whom shall be elected at the annual general meeting of the Club each year, for a maximum term of four consecutive years after which a period of at least one year must elapse before that Member may hold any position as an office bearer of the Club; and
- 22.1.2 five additional members, each of whom shall be elected at the annual general meeting of the Club each year.
- 22.2 Each ordinary member of the Committee shall, subject to these Rules, hold office until the annual general meeting next after the date of election but is eligible for re-election subject to the term provisions of 22.1.
- 22.3 In the event of a casual vacancy occurring of an ordinary member of the Committee, the Committee may appoint a Flying or Life Member eligible under Rules 20.1 and 22.1 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.

23.0 ELECTION OF OFFICERS AND VACANCY

- 23.1 Nominations for candidates for officers of the Club or for ordinary members of the Committee shall be called by the Secretary at least 28 days prior to any election for these positions. Nominations by candidates intending to contest any elections:
- 23.1.1 shall be made in writing, signed by two Members of the Club with current voting rights and accompanied by the written consent of the candidate, who shall be either a Flying or Life member. The nomination may be endorsed on the form of nomination generally as set out in Appendix 3; and
- 23.1.2 shall be delivered to the Secretary of the Club not less than 14 days before the date fixed for the holding of the annual general meeting.
- 23.2 Unless specified to the contrary by a candidate in a nomination:
- 23.2.1 a nomination for the office of President shall be effective also as a nomination for election to the office of Vice President, Treasurer or Secretary or as an ordinary committee member..
- 23.2.2 a nomination for the office of Vice President shall be effective also as a nomination for election to the office of Treasurer or Secretary or as an ordinary committee member;
- 23.2.3 a nomination for the office of Treasurer shall be effective also as a nomination for election as an ordinary committee member;
- 23.2.4 a nomination for the office of Secretary shall be effective also as a nomination for election as an ordinary committee member.
- 23.3 The election of officers and ordinary members of the Committee shall be conducted at the Annual General Meeting and there shall be a separate election for each office. Those elections are to be conducted, unless the meeting resolves otherwise, in the sequence in which the officers are listed in Rule 2 1. Following those elections there shall be a further simultaneous election of the ordinary members of the Committee. All elections for committee or office bearer positions shall be scrutinised by at least two members.
- 23.4 Where there is more than one nomination for any office or where the number of nominations for the election of ordinary members of the Committee exceeds the number of vacancies to be filled, a ballot shall be held.
- 23.5 When a person is elected as an officer and is a nominee for any other office or for an ordinary member of the Committee, that further nomination shall lapse.
- 23.6 Where insufficient nominations are received for the election of all officers or the election of all the ordinary members of the Committee, all candidates nominated shall be determined to be elected and further nominations shall be received from those present at the annual general meeting.
- 23.7 Where in the case of the election of each officer only one nomination is received, the person nominated shall be deemed to be elected and where in the case of the election of the ordinary members of the Committee the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 23.8 The ballot for the election of officers 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.
- 23.9 In the event the Club elects a new President, the immediate past President shall be able to attend and address meetings for the next six months but shall not be entitled to vote at such Committee meetings.

24.0 VACANCY OF COMMITTEE MEMBER

- 24.1 For the purposes of these Rules, the office of an Officer of the Club or of an Ordinary Member of the Committee becomes vacant if the officer or member:
- 24.1.1 ceases to be a member of the Club; or
- 24.1.2 becomes an insolvent under administration within the meaning of the Corporations Law; or
- 24.1.3 resigns from office by notice in writing given to the Secretary; or
- 24.1.4 dies or becomes of unsound mind or becomes otherwise incapable of acting; or
- 24.1.5 is absent from three consecutive meetings of the committee without leave of absence; or
- 24.1.6 is convicted of a criminal offence; or
- 24.1.7 ceases to be a Flying Member (unless is a Life Flying Member).

25.0 PROCEEDINGS OF COMMITTEE

- 25.1 The Committee shall meet at least once in each month at such place and such times as the Committee may determine. The date, place and time of these meetings shall be posted on the Club's notice board in sufficient time to give 7 days advance notice of meeting. At each meeting the Committee will consider all significant correspondence received and any financial accounts presented by the Treasurer. Members may attend such meetings as observers except during the period that the Committee decides to exclude visitors while confidential or sensitive matters are discussed.
- 25.2 Special meetings of the Committee may be convened by the President or by any three members of the Committee.
- 25.3 Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
- 25.4 Any five members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 25.5 No business shall be transacted 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 shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses. If at any adjourned committee meeting a quorum is not present within half an hour of the appointed time the business of the meeting may proceed.
- 25.6 At meetings of the Committee:
- 25.6.1 the President or in the President's absence the Vice-President shall preside; or
- 25.6.2 if the President and the Vice-President are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.
- 25.7 Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken during the meeting in such manner as the person presiding at the meeting may determine.
- 25.8 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 and, in the event of any equality of votes on any question, the person presiding may exercise a second or casting vote provided that casting vote is used to maintain the status quo.
- 25.9 Written notice of each committee meeting shall be served on each member of the Committee by delivering it to the member at a reasonable time before the meeting or by sending it by pre-paid post addressed to the usual or last known place of abode at least two business days before the date of the meeting.
- 25.10 Subject to a quorum being present the Committee may act notwithstanding any vacancy on the Committee.
- 25.11 Any committee member or office bearer who has a conflict of interest on any item on the agenda of that committee meeting shall declare his conflict of interest to the Chairman at the commencement of the meeting. No committee member or office bearer shall vote on any matter where they have a conflict of interest and shall leave the room during any debate or vote on that issue. If a quorum was present before they left the room the quorum shall be deemed to remain during the consideration of that issue.
- 25.12 A resolution in writing, signed by all members of the Committee for the time being in Australia (not being fewer than a quorum for a meeting of the Committee) shall be as valid and effectual as if it had been passed at a meeting of the Committee duly called and constituted and any such resolution may consist of several documents in like form each signed by one or more of the members of the Committee.
- 26.0 SECRETARY**
- 26.1 The Secretary of the Club shall keep minutes of the resolutions and proceedings of each general meeting and each committee meeting in books provided for that purpose together with a record of the names of persons present at committee meetings.

26.2 In the absence of the Secretary the other committee members and office bearers present shall elect one of their number as secretary for that meeting who shall be responsible for taking minutes.

27.0 TREASURER

27.1 The Treasurer of the Club:

27.1.1 shall collect and receive all moneys due to the Club and make all payments authorised by the Club; and

27.1.2 shall 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, and

27.1.3 shall present a financial report to the Committee. The frequency of the financial report and the level of detail contained therein shall be as reasonably requested by the Committee.

27.2 The Treasurer shall provide such other reports as the other members of the Committee may reasonably request.

27.3 The Treasurer shall prepare annual accounts including profit and loss accounts, balance sheet and statement of cash flow in accordance with Australian Accounting Standards for presentation to the members at the annual general meeting.

28.0 REMOVAL OF COMMITTEE MEMBER

28.1 The Club in general meeting may by special resolution remove any Officer or any Ordinary Member of the Committee before the expiration of the member's term of office and appoint another member in their stead.

28.2 Where the member referred to in sub-clause 28.1 makes representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and requests that this be circulated to the members of the Club, the Secretary or the President may send a copy of the representations to each member of the Club, or, if they are not so sent, the member may require that they be read out at the meeting.

29.0 CHEQUES

29.1 All cheques, bills of exchange, promissory notes and other negotiable instruments shall be signed by at least two members of the Committee and only after approval by resolution of the committee.

30.0 SEAL

30.1 The Common Seal of the Club shall be kept in the custody of the Secretary and shall not be affixed to any document without at least two committee member signatures, one of which shall be that of an office bearer of the Club. The Common Seal shall not be used unless authorised by the Committee.

30.2 A seal register shall be kept by the Secretary recording all instances of the use of the Club seal and the signatories to that use.

31.0 ALTERATION OF RULES AND STATEMENT OF PURPOSES

31.1 These Rules and the Statement of Purposes of the Club shall not be altered except in accordance with the Act.

32.0 NOTICES

32.1 A notice may be served by or on behalf of the Club upon any member either personally or by sending it by post to the member at the address shown in the Register of Members.

32.2 Where a document is properly addressed, prepaid and posted to a person as a letter, the document shall unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

32.3 In accordance with Section 48 of the Act, a document may be served on the Club by addressing it to the Gliding Club of Victoria Incorporated and leaving it at, or by sending it by post to, the Secretary, Gliding Club of Victoria Inc., State Gliding Centre, Benalla Aerodrome, Benalla, Victoria, 3672.

33.0 WINDING UP OR CANCELLATION

33.1 The incorporated association shall be and remain a non-profit organisation. The assets and income of the Club shall be applied solely in furtherance of its above mentioned objectives 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.

33.2 If upon winding up or dissolution of the Club there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed among the members of the Club but shall be given or transferred to some other association or associations which have objects similar to the objects of the Club and which shall prohibit the distribution of its assets and income to its members.

33.3 In the event of the cancellation of the incorporation of the Club, the assets of the Club shall be disposed of in accordance with the Act.

34.0 CUSTODY OF RECORDS

34.1 Except as otherwise provided in these Rules, the Secretary shall keep custody of or supervise control of all books, documents and securities of the Club.

34.2 All accounts, books, documents and securities of the Club shall be available for inspection and copying by any member of the Club upon prior written request.

35.0 FUNDS

35.1 The funds of the Club shall be derived from entrance fees, annual subscriptions, donations and business conducted under a trading name and such other sources as the Committee determines.

35A Trading

35A.1 The Club is authorised to trade under Section 51 of the Association Incorporations Act 1981.

36.0 MEMBERSHIP

36.1 The classes of membership within the Club are:

Flying Members; (voting)

Life Members; (voting)

Social Members; (non-voting)

Temporary Members (non-voting)

Junior Members (non-voting)

36.2 Each class of membership shall confer different rights and impose different obligations upon the members falling within that class as provided by or pursuant to these Rules.

36.3 While the Club holds a club licence under the Liquor Control Act 1987 of Victoria to serve liquor it shall ensure that no non-voting member is admitted to the Club if the admission of that person were to cause the percentage of voting members to fall below 60% of the then total number of members of all classes excepting Temporary members .

37.0 FLYING MEMBERS

37.1 A Flying Member shall be not less than that age as determined by the GFA as being the minimum age for which a person may pilot a glider solo and shall be entitled to receive instruction and fly those aircraft for which the member has been endorsed by the Club at Flying Member rates.

37.2 Shall be required to pay any levy, charge, fee, subscription or other impost applicable to that category of Flying Member to which they have been admitted as determined by the Committee from time to time.

37.3 Shall be entitled to attend and to speak and to vote at any meeting of the Club.

37.4 Shall be entitled to stand for election to the Committee and accept any appointment as a member of the Committee.

- 39.2.2 if following that admission the then number of Life Members of the Club, “, other than those Life Members appointed under the former Gliding Club of Victoria Limited, would amount to not more than 10% of the then number of Flying Members of the Club;
- 39.2.3 no more than four other people have been nominated for and admitted to Life Membership of the Club in the past four years.
- 39.3 Each Life Member shall be exempted from paying such annual ordinary membership subscriptions as is payable by each Flying Member. If the Life Member desires to fly solo then the Life Member must hold current umbrella body membership.
- 39.3.1 To fly at Flying Member rates, the Life Member must have paid all relevant flying subscriptions or similar charges as may be levied on Flying Members from time to time by the Committee.
- 39.3.2 A Life Member who has not paid the fees and charges of 39.3. 1 may fly at Visiting Member rates or at such other rate as the Committee may determine from time to time for Life Members.

In all other respects a Life Member shall be subject to all the obligations and entitled to all the rights of a Flying Member.

40.0 TEMPORARY MEMBERS

- 40.1 The Committee may:
 - 40.1.1 designate any one or more classes of Temporary Membership of the Club that may be granted to any person over the age of 16 years who is a visitor wishing temporarily to use any of the flying, instructional, social and other facilities of the Club;
 - 40.1.2 determine the maximum period or periods for and the conditions to be imposed upon and the fees and other charges payable for each class of Temporary Membership
 - 40.1.3 determine the means by which and the person or persons who may grant Temporary Membership of the Club and in that case Rule 3 shall not apply to admission to Temporary Membership of the Club.
- 40.2 A person who is admitted to Temporary Membership of the Club shall:
 - 40.2.1 comply with the conditions for Temporary Membership determined upon by the Committee.
 - 40.2.1 not be entitled to fly solo or to receive flying instruction unless he is a member of the appropriate umbrella body;
 - 40.2.2 not be entitled to attend any meeting of the Club;
 - 40.2.3 not be entitled to any share or interest in the assets of the Club,
 - 40.2.4 not be entitled to stand for election or to accept appointment as an Officer or Ordinary Member of the Committee,
 - 40.2.5 not be entitled to nominate or second any person as a visitor to or guest of the Club;
 - 40.2.6 save as otherwise provided for in these Rules or determined upon by the Committee be entitled to any of the rights of a Member of the Club.

41.0 UMBRELLA BODY MEMBERSHIP

- 41.1 Each Flying Member, Life Member or Temporary Member shall be a member of the relevant umbrella body before and during any period of solo flight.

42.0 INDEMNITY

- 42.1 Every person who is a Committee Member, Member or employee of the Club shall be indemnified by the Club against (and it shall be the duty of the Committee out of the funds of the Club to pay) all costs losses and expenses which any such person may incur or become liable to by reason of any contract entered into or act or thing done by that person in any way in the discharge of that persons duties within the Club including travelling expenses. Such indemnity is granted only while the person is complying with the laws of Australia and is not acting in a dishonest, deceptive or fraudulent manner.
- 42.2 Every person who is an Officer, Committee Member, Member, Agent or employee of the Club shall be indemnified out of the property of the Club against any liability incurred by that person in defending any proceedings whether civil or criminal in which judgment is given in his favour or in which he is acquitted or in connection with any application under the Act in which relief is granted to that person by the court in respect of any negligence default breach of duty or breach of trust.

43.0 LIQUOR LICENCE

- 43.1 During the period the Club remains licensed under the Liquor Control Act 1987 or amendment or re-enactment thereof, all of Rule 43 shall apply.
- 43.2 No payment or part payment shall be made to any Secretary, Manager or other officer or servant of the Club by way of commission or allowance from or upon the receipts of the Club for liquor supplied.
- 43.3 A visitor shall not be supplied with liquor in the Club premises unless in the company of a member.
- 43.4 No person shall be allowed to become Temporary Members of the Club or be relieved of the payment of the regular subscriptions except those possessing the qualification defined in these Rules and subject to the conditions and regulations prescribed therein.
- 43.5 No liquor shall be sold or supplied to any person under eighteen (18) years of age except where such person is accompanied by a spouse over the age of 18, or a parent or guardian and the liquor is supplied for consumption as part of a meal supplied on the Club premises.
- 43.6 No more than one hundred and seventy seven (177) persons, being the number the licensed premises can adequately accommodate, shall be permitted on the licensed premises at any one time.
- 43.7 The Secretary shall within fourteen (14) days from making any amendment or alteration to these Rules give to the Chief Executive Officer of the Liquor Licensing Commission a certified copy of every such amendment or alteration.
- 43.8 The name and address of every visitor and the name of the Member by whom introduced shall be entered into a visitors book to be kept for the purpose under the control and custody of the Secretary or such other person as shall be nominated by the Club.
- 43.9.1 The Secretary shall cause to be kept on the Club premises a register of members setting forth the full names and addresses of all members showing the date of the latest payment by each member of their subscription. Such register shall be open to inspection at any time by an authorised Licensing inspector, any member of the Police Force or any Supervisor of Licensed Premises.
- 43.10 A person shall not be admitted as an honorary or temporary member of the Club or be exempted from the obligation to pay the ordinary subscription for membership of the Club unless the person is of a class specified in the rules and the admission or exemption is in accordance with the rules.

44.0 Conflict of Rules

- 44.1 Where any Rule herein conflicts with any Rule of the GFA, the GFA Rule will prevail.

Gliding Club of Victoria Incorporated

Appendix 1

Application for membership

GLIDING CLUB OF VICTORIA Inc.

I,..... (Full name)

..

of(Address)

..... (Postcode).....

Phone (AH)((BH)

..... (Occupation)

desire to become a **Flying, Social or Temporary** member (circle as appropriate) of the **GLIDING CLUB OF VICTORIA** Incorporated. In the event of my admission as a member, I agree to be bound by the Rule of the Club for the time being in force.

..... Date.....
(Signature of Applicant)

Signature of Guardian if Applicant is under 18.....

If you are already a flying member of another gliding club, please insert that club name here

.....

Proposer and Seconder. (Not needed for Temporary Membership)

I,
being a current Flying or Life Member of the Club, nominate the applicant, who is personally known to me for membership of the Club.

. Signature of Member.....Date.....

I,
being a current Flying or Life Member of the Club, second the nomination of the applicant, who is personally known to me, for membership of the Club.

Signature of Member.....Date.....

Appendix 2

Appointment of Proxy

GLIDING CLUB of VICTORIA Inc.

I..... (Full name)

of(Address)

..... (Postcode).....

being an eligible voting member of the **GLIDING CLUB of VICTORIA Inc.** appoint

(Name of proxy)..... of

.....(Address)

being an eligible voting member of the Gliding Club of Victoria Inc. or the Chairman of the Meeting as my proxy to vote for me on my behalf at the meeting of the Club to be held on 2... and at any adjournment of that meeting.

Ordinary Business

To receive the Accounts and Reports: FOR or AGAINST (delete as appropriate)

Election of Committee

I direct that my proxy vote for the following candidates (insert names)

President.....

Vice President

Treasurer.....

Secretary

Ordinary Members of the Committee

1.....

2.....

3.....

4.....

5.....

Special Business

My proxy is authorised to vote FOR or AGAINST (delete as appropriate) the special resolutions (insert details below)

Sign and date here Signature of member.....Date.....

Appendix 3

Committee Nomination Form

GLIDING CLUB of VICTORIA Inc.

I.....(full name)

being a voting member of the GLIDING CLUB of VICTORIA, Inc. accept nomination for election to the Committee of Management position detailed below of the GLIDING CLUB of VICTORIA Inc.

Signature of Candidate:.....Date.....

Proposer. I,.....

being a voting member of the Gliding Club of Victoria Inc., nominate the above applicant, who is personally known to me for election to the position(s) indicated below of the committee of the Club.

Signature.....Date.....

Seconder. I,

being a voting member of the Gliding Club of Victoria Inc., second the nomination of the above applicant, who is personally known to me for election to the office of the committee of the Club.

Signature.....Date.....

- Position sought President
- Vice President
- Treasurer
- Secretary

Ordinary Member of the Committee

Tick all positions that apply. A ballot will be called in the order above and a candidate who is not successful for one position will automatically be included in the ballot for the next position indicated with a mark in the box. Return this form to the Secretary at least 28 days prior to an Annual General Meeting.