

CONSUMER AFFAIRS VICTORIA
Associations Incorporation Reform Act 2012

CONSTITUTION and BY LAWS

For

BENALLA AEROPARK CLUB INCORPORATED
A0046596N

Incorporated in the State of Victoria under the
Associations Incorporation Reform Regulations 2012

TABLE OF PROVISIONS

<i>Regulation</i>	<i>Page</i>
PART 1—PRELIMINARY	3
1 Name	3
2 Purposes	3
3 Financial year	3
4 Definitions	3
PART 2—POWERS OF ASSOCIATION	4
5 Powers of Association	4
6 Not for profit organisation	4
PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES	4
Division 1—Membership	5
7 Minimum number of members	5
8 Who is eligible to be a member	5
9 Application for membership	5
10 Consideration of application	5
11 New membership	5
12 Annual subscription and fee on joining	5
13 General rights of members	6
14 Associate members	6
15 Rights not transferable	6
16 Ceasing membership	6
17 Resigning as a member	6
18 Register of members	7
Division 2—Disciplinary action	7
19 Grounds for taking disciplinary action	7
20 Disciplinary subcommittee	7
21 Notice to member	7
22 Decision of subcommittee	8
23 Appeal rights	8
24 Conduct of disciplinary appeal meeting	9
Division 3—Grievance procedure	9
25 Application	9
26 Parties must attempt to resolve the dispute	9
27 Appointment of mediator	9
28 Mediation process	10
29 Failure to resolve dispute by mediation	10
PART 4—GENERAL MEETINGS OF THE ASSOCIATION	10
30 Annual general meetings	10

31	Special general meetings	11
32	Special general meeting held at request of members	11
33	Notice of general meetings	11
34	Proxies	12
35	Use of technology	12
36	Quorum at general meetings	12
37	Adjournment of general meeting	13
38	Voting at general meeting	13
39	Special resolutions	14
40	Determining whether resolution carried	14
41	Minutes of general meeting	14
PART 5—COMMITTEE		15
Division 1—Powers of Committee		15
42	Role and powers	15
43	Delegation	15
Division 2—Composition of Committee and duties of members		15
44	Composition of Committee	15
45	General Duties	15
46	President and Vice-President	16
47	Secretary	16
48	Treasurer	16
Division 3—Election of Committee members and tenure of office		17
49	Who is eligible to be a Committee member	17
50	Positions to be declared vacant	17
51	Nominations	17
52	Election of President etc.	17
53	Election of ordinary members	18
54	Ballot	18
55	Term of office	19
56	Vacation of office	19
57	Filling casual vacancies	19
Division 4—Meetings of Committee		19
58	Meetings of Committee	19
59	Notice of meetings	20
60	Urgent meetings	20
61	Procedure and order of business	20
62	Use of technology	20
63	Quorum	20
64	Voting	21
65	Conflict of interest	21
66	Minutes of meeting	21
67	Leave of absence	21
PART 6—FINANCIAL MATTERS		21
68	Source of funds	22
69	Management of funds	22
70	Financial records	22
71	Financial statements	22
PART 7—GENERAL MATTERS		23
72	Common seal	23
73	Registered address	23
74	Notice requirements	23
75	Custody and inspection of books and records	23
76	Winding up and cancellation	24
77	Alteration of Rules	24

Note

The persons who from time to time are members of the Association are an incorporated association by the name given in rule 1 of these Rules.

Under section 46 of the **Associations Incorporation Reform Act 2012**, these Rules are taken to constitute the terms of a contract between the Association and its members.

PART 1—PRELIMINARY

1 Name

The name of the incorporated association is "Benalla Aeropark Club Incorporated".

Note

Under section 23 of the Act, the name of the association and its registration number must appear on all its business documents.

2 Purposes

The purposes of the association are to bring into association, members who being flying members of the Gliding Club of Victoria wish to cooperatively share in the running costs, maintenance and development of the Aeropark and its facilities. The Benalla Aeropark Club Inc. will make available to its members convenient and economical accommodation, adjacent to the airport, from which they can pursue the activity of gliding/soaring.

3 Financial year

The financial year of the Association is each period of 12 months ending on 30th June.

4 Definitions

In these Rules—

absolute majority, of the Committee, means a majority of the committee members currently holding office and entitled to vote at the time (as distinct from a majority of committee members present at a committee meeting);

associate member means a member referred to in rule 14(1);

Chairperson, of a general meeting or committee meeting, means the person chairing the meeting as required under rule 46;

Committee means the Committee having management of the business of the Association;

committee meeting means a meeting of the Committee held in accordance with these Rules;

committee member means a member of the Committee elected or appointed under Division 3 of Part 5;

disciplinary appeal meeting means a meeting of the members of the Association convened under rule 23(3);

disciplinary meeting means a meeting of the Committee convened for the purposes of rule 22;

disciplinary subcommittee means the subcommittee appointed under rule 20;

financial year means the 12 month period specified in rule 3;

general meeting means a general meeting of the members of the Association convened in accordance with Part 4 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting;

member means a member of the Association;

member entitled to vote means a member who under rule 13(2) is entitled to vote at a general meeting;

special resolution means a resolution that requires not less than three-quarters of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;

the Act means the **Associations Incorporation Reform Act 2012** and includes any regulations made under that Act;

the Registrar means the Registrar of Incorporated Associations.

PART 2—POWERS OF ASSOCIATION

5 Powers of Association

- (1) Subject to the Act, the Association has power to do all things incidental or conducive to achieve its purposes.
- (2) Without limiting subrule (1), the Association may—
 - (a) acquire, hold and dispose of real or personal property;
 - (b) open and operate accounts with financial institutions;
 - (c) invest its money in any security in which trust monies may lawfully be invested;
 - (d) raise and borrow money on any terms and in any manner as it thinks fit;
 - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
 - (f) appoint agents to transact business on its behalf;
 - (g) enter into any other contract it considers necessary or desirable.
- (3) The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

6 Not for profit organisation

- (1) The Association must not distribute any surplus, income or assets directly or indirectly to its members.
- (2) Subrule (1) does not prevent the Association from paying a member—
 - (a) reimbursement for expenses properly incurred by the member; or
 - (b) for goods or services provided by the member—

if this is done in good faith on terms no more favourable than if the member was not a member.

Note

Section 33 of the Act provides that an incorporated association must not secure pecuniary profit for its members. Section 4 of the Act sets out in more detail the circumstances under which an incorporated association is not taken to secure pecuniary profit for its members.

PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES

Division 1—Membership

7 Minimum number of members

The Association must have at least 5 members.

8 Who is eligible to be a member

Any person who supports the purposes of the Association is eligible for membership.

9 Application for membership

- (1) To apply to become a member of the Association, a person must submit a written application to a committee member stating that the person—
 - (a) wishes to become a member of the Association; and
 - (b) supports the purposes of the Association; and
 - (c) agrees to comply with these Rules.
- (2) The application—
 - (a) must be signed by the applicant; and
 - (b) may be accompanied by the joining fee.

Note

The joining fee is the fee (if any) determined by the Association under rule 12(3).

10 Consideration of application

- (1) As soon as practicable after an application for membership is received, the Committee must decide by resolution whether to accept or reject the application.
- (2) The Committee must notify the applicant in writing of its decision as soon as practicable after the decision is made.
- (3) If the Committee rejects the application, it must return any money accompanying the application to the applicant.
- (4) No reason need be given for the rejection of an application.

11 New membership

- (1) If an application for membership is approved by the Committee—
 - (a) the resolution to accept the membership must be recorded in the minutes of the committee meeting; and
 - (b) the Secretary must, as soon as practicable, enter the name and address of the new member, and the date of becoming a member, in the register of members.
- (2) A person becomes a member of the Association and, subject to rule 13(2), is entitled to exercise his or her rights of membership from the date, whichever is the later, on which—
 - (a) the Committee approves the person's membership; or
 - (b) the person pays the joining fee.

12 Annual subscription and fee on joining

- (1) At each annual general meeting, the Association must determine—
 - (a) the amount of the annual subscription (if any) for the following financial year; and
 - (b) the date for payment of the annual subscription.

- (2) The Association may determine that a lower annual subscription is payable by associate members.
- (3) The Association may determine that any new member who joins after the start of a financial year must, for that financial year, pay a fee equal to—
 - (a) the full annual subscription; or
 - (b) a pro rata annual subscription based on the remaining part of the financial year; or
 - (c) a fixed amount determined from time to time by the Association.
- (4) The rights of a member (including the right to vote) who has not paid the annual subscription by the due date are suspended until the subscription is paid.

13 General rights of members

- (1) A member of the Association who is entitled to vote has the right—
 - (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
 - (b) to submit items of business for consideration at a general meeting; and
 - (c) to attend and be heard at general meetings; and
 - (d) to vote at a general meeting; and
 - (e) to have access to the minutes of general meetings and other documents of the Association as provided under rule 75; and
 - (f) to inspect the register of members.
- (2) A member is entitled to vote if—
 - (a) the member is a member other than an associate member; and
 - (b) more than 10 business days have passed since he or she became a member of the Association; and
 - (c) the member's membership rights are not suspended for any reason.

14 Associate members

- (1) Associate members of the Association include—
 - (a) any members under the age of 15 years; and
 - (b) any other category of member as determined by special resolution at a general meeting.
- (2) An associate member must not vote but may have other rights as determined by the Committee or by resolution at a general meeting.

15 Rights not transferable

The rights of a member are not transferable and end when membership ceases.

16 Ceasing membership

- (1) The membership of a person ceases on resignation, expulsion or death.
- (2) If a person ceases to be a member of the Association, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

17 Resigning as a member

- (1) A member may resign by notice in writing given to the Association.

Note

Rule 74(3) sets out how notice may be given to the association. It includes by post or by handing the notice to a member of the committee.

- (2) A member is taken to have resigned if—
 - (a) the member's annual subscription is more than 12 months in arrears; or
 - (b) where no annual subscription is payable—
 - (i) the Secretary has made a written request to the member to confirm that he or she wishes to remain a member; and
 - (ii) the member has not, within 3 months after receiving that request, confirmed in writing that he or she wishes to remain a member.

18 Register of members

- (1) The Secretary must keep and maintain a register of members that includes—
 - (a) for each current member—
 - (i) the member's name;
 - (ii) the address for notice last given by the member;
 - (iii) the date of becoming a member;
 - (iv) if the member is an associate member, a note to that effect;
 - (v) any other information determined by the Committee; and
 - (b) for each former member, the date of ceasing to be a member.
- (2) Any member may, at a reasonable time and free of charge, inspect the register of members.

Note

Under section 59 of the Act, access to the personal information of a person recorded in the register of members may be restricted in certain circumstances. Section 58 of the Act provides that it is an offence to make improper use of information about a person obtained from the Register of Members.

Division 2—Disciplinary action

19 Grounds for taking disciplinary action

The Association may take disciplinary action against a member in accordance with this Division if it is determined that the member—

- (a) has failed to comply with these Rules; or
- (b) refuses to support the purposes of the Association; or
- (c) has engaged in conduct prejudicial to the Association.

20 Disciplinary subcommittee

- (1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- (2) The members of the disciplinary subcommittee—
 - (a) may be Committee members, members of the Association or anyone else; but
 - (b) must not be biased against, or in favour of, the member concerned.

21 Notice to member

- (1) Before disciplinary action is taken against a member, the Secretary must give written notice to the member—
 - (a) stating that the Association proposes to take disciplinary action against the member; and
 - (b) stating the grounds for the proposed disciplinary action; and
 - (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the *disciplinary meeting*); and
 - (d) advising the member that he or she may do one or both of the following—
 - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
 - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
 - (e) setting out the member's appeal rights under rule 23.
- (2) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

22 Decision of subcommittee

- (1) At the disciplinary meeting, the disciplinary subcommittee must—
 - (a) give the member an opportunity to be heard; and
 - (b) consider any written statement submitted by the member.
- (2) After complying with subrule (1), the disciplinary subcommittee may—
 - (a) take no further action against the member; or
 - (b) subject to subrule (3)—
 - (i) reprimand the member; or
 - (ii) suspend the membership rights of the member for a specified period; or
 - (iii) expel the member from the Association.
- (3) The disciplinary subcommittee may not fine the member.
- (4) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

23 Appeal rights

- (1) A person whose membership rights have been suspended or who has been expelled from the Association under rule 22 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given—
 - (a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
 - (b) to the Secretary not later than 48 hours after the vote.
- (3) If a person has given notice under subrule (2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 21 days, after the notice is received.

- (4) Notice of the disciplinary appeal meeting must be given to each member of the Association who is entitled to vote as soon as practicable and must—
 - (a) specify the date, time and place of the meeting; and
 - (b) state—
 - (i) the name of the person against whom the disciplinary action has been taken; and
 - (ii) the grounds for taking that action; and
 - (iii) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

24 Conduct of disciplinary appeal meeting

- (1) At a disciplinary appeal meeting—
 - (a) no business other than the question of the appeal may be conducted; and
 - (b) the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
 - (c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (2) After complying with subrule (1), the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (3) A member may not vote by proxy at the meeting.
- (4) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

Division 3—Grievance procedure

25 Application

- (1) The grievance procedure set out in this Division applies to disputes under these Rules between—
 - (a) a member and another member;
 - (b) a member and the Committee;
 - (c) a member and the Association.
- (2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

26 Parties must attempt to resolve the dispute

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

27 Appointment of mediator

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 26, the parties must within 10 days—
 - (a) notify the Committee of the dispute; and

- (b) agree to or request the appointment of a mediator; and
 - (c) attempt in good faith to settle the dispute by mediation.
- (2) The mediator must be—
- (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement—
 - (i) if the dispute is between a member and another member—a person appointed by the Committee; or
 - (ii) if the dispute is between a member and the Committee or the Association—a person appointed or employed by the Dispute Settlement Centre of Victoria.
- (3) A mediator appointed by the Committee may be a member or former member of the Association but in any case must not be a person who—
- (a) has a personal interest in the dispute; or
 - (b) is biased in favour of or against any party.

28 Mediation process

- (1) The mediator to the dispute, in conducting the mediation, must—
- (a) give each party every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
- (2) The mediator must not determine the dispute.

29 Failure to resolve dispute by mediation

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

PART 4—GENERAL MEETINGS OF THE ASSOCIATION

30 Annual general meetings

- (1) The Committee must convene an annual general meeting of the Association to be held within 5 months after the end of each financial year.
- (2) Despite subrule (1), the Association may hold its first annual general meeting at any time within 18 months after its incorporation.
- (3) The Committee may determine the date, time and place of the annual general meeting.
- (4) The ordinary business of the annual general meeting is as follows—
- (a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
 - (b) to receive and consider—
 - (i) the annual report of the Committee on the activities of the Association during the preceding financial year; and
 - (ii) the financial statements of the Association for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;

- (c) to elect the members of the Committee;
 - (d) to confirm or vary the amounts (if any) of the annual subscription and joining fee.
- (5) The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.

31 Special general meetings

- (1) Any general meeting of the Association, other than an annual general meeting or a disciplinary appeal meeting, is a special general meeting.
- (2) The Committee may convene a special general meeting whenever it thinks fit.
- (3) No business other than that set out in the notice under rule 33 may be conducted at the meeting.

Note

General business may be considered at the meeting if it is included as an item for consideration in the notice under rule 33 and the majority of members at the meeting agree.

32 Special general meeting held at request of members

- (1) The Committee must convene a special general meeting if a request to do so is made in accordance with subrule (2) by at least 10% of the total number of members.
- (2) A request for a special general meeting must—
 - (a) be in writing; and
 - (b) state the business to be considered at the meeting and any resolutions to be proposed; and
 - (c) include the names and signatures of the members requesting the meeting; and
 - (d) be given to the Secretary.
- (3) If the Committee does not convene a special general meeting within one month after the date on which the request is made, the members making the request (or any of them) may convene the special general meeting.
- (4) A special general meeting convened by members under subrule (3)—
 - (a) must be held within 3 months after the date on which the original request was made; and
 - (b) may only consider the business stated in that request.
- (5) The Association must reimburse all reasonable expenses incurred by the members convening a special general meeting under subrule (3).

33 Notice of general meetings

- (1) The Secretary (or, in the case of a special general meeting convened under rule 32(3), the members convening the meeting) must give to each member of the Association—
 - (a) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
 - (b) at least 14 days' notice of a general meeting in any other case.
- (2) The notice must—
 - (a) specify the date, time and place of the meeting; and

- (b) indicate the general nature of each item of business to be considered at the meeting; and
 - (c) if a special resolution is to be proposed—
 - (i) state in full the proposed resolution; and
 - (ii) state the intention to propose the resolution as a special resolution; and
 - (d) comply with rule 34(5).
- (3) This rule does not apply to a disciplinary appeal meeting.

Note

Rule 23(4) sets out the requirements for notice of a disciplinary appeal meeting.

34 Proxies

- (1) A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.
- (2) The appointment of a proxy must be in writing and signed by the member making the appointment.
- (3) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.
- (4) If the Committee has approved a form for the appointment of a proxy, the member may use any other form that clearly identifies the person appointed as the member's proxy and that has been signed by the member.
- (5) Notice of a general meeting given to a member under rule 33 must—
 - (a) state that the member may appoint another member as a proxy for the meeting; and
 - (b) include a copy of any form that the Committee has approved for the appointment of a proxy.
- (6) A form appointing a proxy must be given to the Chairperson of the meeting before or at the commencement of the meeting.
- (7) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Association no later than 24 hours before the commencement of the meeting.

35 Use of technology

- (1) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this Part, a member participating in a general meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

36 Quorum at general meetings

- (1) No business may be conducted at a general meeting unless a quorum of members is present.
- (2) The quorum for a general meeting is the presence (physically, by proxy or as allowed under rule 35) of 10% of the members entitled to vote.

- (3) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting—
 - (a) in the case of a meeting convened by, or at the request of, members under rule 32— the meeting must be dissolved;

Note

If a meeting convened by, or at the request of, members is dissolved under this subrule, the business that was to have been considered at the meeting is taken to have been dealt with. If members wish to have the business reconsidered at another special meeting, the members must make a new request under rule 32.

- (b) in any other case—
 - (i) the meeting must be adjourned to a date not more than 21 days after the adjournment; and
 - (ii) notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the meeting.
- (4) If a quorum is not present within 30 minutes after the time to which a general meeting has been adjourned under subrule (3)(b), the members present at the meeting (if not fewer than 3) may proceed with the business of the meeting as if a quorum were present.

37 Adjournment of general meeting

- (1) The Chairperson of a general meeting at which a quorum is present may, with the consent of a majority of members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (2) Without limiting subrule (1), a meeting may be adjourned—
 - (a) if there is insufficient time to deal with the business at hand; or
 - (b) to give the members more time to consider an item of business.

Example

The members may wish to have more time to examine the financial statements submitted by the Committee at an annual general meeting.

- (3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- (4) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 33.

38 Voting at general meeting

- (1) On any question arising at a general meeting—
 - (a) subject to subrule (3), each member who is entitled to vote has one vote; and
 - (b) members may vote personally or by proxy; and
 - (c) except in the case of a special resolution, the question must be decided on a majority of votes.
- (2) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (3) If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at that meeting may vote.

- (4) This rule does not apply to a vote at a disciplinary appeal meeting conducted under rule 24.

39 Special resolutions

A special resolution is passed if not less than three quarters of the members voting at a general meeting (whether in person or by proxy) vote in favour of the resolution.

Note

In addition to certain matters specified in the Act, a special resolution is required—

- (a) to remove a committee member from office ;
- (b) to alter these Rules, including changing the name or any of the purposes of the Association.

40 Determining whether resolution carried

- (1) Subject to subsection (2), the Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been—
- (a) carried; or
 - (b) carried unanimously; or
 - (c) carried by a particular majority; or
 - (d) lost—
- and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.
- (2) If a poll (where votes are cast in writing) is demanded by three or more members on any question—
- (a) the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
 - (b) the Chairperson must declare the result of the resolution on the basis of the poll.
- (3) A poll demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.
- (4) A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

41 Minutes of general meeting

- (1) The Committee must ensure that minutes are taken and kept of each general meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (3) In addition, the minutes of each annual general meeting must include—
- (a) the names of the members attending the meeting; and
 - (b) proxy forms given to the Chairperson of the meeting under rule 34(6); and
 - (c) the financial statements submitted to the members in accordance with rule 30(4)(b)(ii); and
 - (d) the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
 - (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

PART 5—COMMITTEE

Division 1—Powers of Committee

42 Role and powers

- (1) The business of the Association must be managed by or under the direction of a Committee.
- (2) The Committee may exercise all the powers of the Association except those powers that these Rules or the Act require to be exercised by general meetings of the members of the Association.
- (3) The Committee may—
 - (a) appoint and remove staff;
 - (b) establish subcommittees consisting of members with terms of reference it considers appropriate.

43 Delegation

- (1) The Committee may delegate to a member of the Committee, a subcommittee or staff, any of its powers and functions other than—
 - (a) this power of delegation; or
 - (b) a duty imposed on the Committee by the Act or any other law.
- (2) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.
- (3) The Committee may, in writing, revoke a delegation wholly or in part.

Division 2—Composition of Committee and duties of members

44 Composition of Committee

The Committee consists of—

- (a) a President; and
- (b) a Vice-President; and
- (c) a Secretary; and
- (d) a Treasurer; and
- (e) ordinary members (if any) elected under rule 53.

45 General Duties

- (1) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act.
 - (2) The Committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these Rules.
 - (3) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
 - (4) Committee members must exercise their powers and discharge their duties—
 - (a) in good faith in the best interests of the Association; and
 - (b) for a proper purpose.
-

- (5) Committee members and former committee members must not make improper use of—
- (a) their position; or
 - (b) information acquired by virtue of holding their position—
- so as to gain an advantage for themselves or any other person or to cause detriment to the Association.

Note

See also Division 3 of Part 6 of the Act which sets out the general duties of the office holders of an incorporated association.

- (6) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting.

46 President and Vice-President

- (1) Subject to subrule (2), the President or, in the President's absence, the Vice-President is the Chairperson for any general meetings and for any committee meetings.
- (2) If the President and the Vice-President are both absent, or are unable to preside, the Chairperson of the meeting must be—
 - (a) in the case of a general meeting—a member elected by the other members present; or
 - (b) in the case of a committee meeting—a committee member elected by the other committee members present.

47 Secretary

- (1) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.

Example

Under the Act, the secretary of an incorporated association is responsible for lodging documents of the association with the Registrar.

- (2) The Secretary must—
 - (a) maintain the register of members in accordance with rule 18; and
 - (b) keep custody of the common seal (if any) of the Association and, except for the financial records referred to in rule 70(3), all books, documents and securities of the Association in accordance with rules 72 and 75; and
 - (c) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
 - (d) perform any other duty or function imposed on the Secretary by these Rules.
- (3) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

48 Treasurer

- (1) The Treasurer must—
 - (a) receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association; and
 - (b) ensure that all moneys received are paid into the account of the Association within 5 working days after receipt; and
 - (c) make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds; and

- (d) ensure cheques are signed by at least 2 committee members.
- (2) The Treasurer must—
 - (a) ensure that the financial records of the Association are kept in accordance with the Act; and
 - (b) coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual general meeting of the Association.
- (3) The Treasurer must ensure that at least one other committee member has access to the accounts and financial records of the Association.

Division 3—Election of Committee members and tenure of office

49 Who is eligible to be a Committee member

A member is eligible to be elected or appointed as a committee member if the member—

- (a) is 18 years or over; and
- (b) is entitled to vote at a general meeting.

50 Positions to be declared vacant

- (1) This rule applies to—
 - (a) the first annual general meeting of the Association after its incorporation; or
 - (b) any subsequent annual general meeting of the Association, after the annual report and financial statements of the Association have been received.
- (2) The Chairperson of the meeting must declare all positions on the Committee vacant and hold elections for those positions in accordance with rules 51 to 54.

51 Nominations

- (1) Prior to the election of each position, the Chairperson of the meeting must call for nominations to fill that position.
- (2) An eligible member of the Association may—
 - (a) nominate himself or herself; or
 - (b) with the member's consent, be nominated by another member.
- (3) A member who is nominated for a position and fails to be elected to that position may be nominated for any other position for which an election is yet to be held.

52 Election of President etc.

- (1) At the annual general meeting, separate elections must be held for each of the following positions—
 - (a) President;
 - (b) Vice-President;
 - (c) Secretary;
 - (d) Treasurer.
- (2) If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.
- (3) If more than one member is nominated, a ballot must be held in accordance with rule 54.

- (4) On his or her election, the new President may take over as Chairperson of the meeting.

53 Election of ordinary members

- (1) The annual general meeting must by resolution decide the number of ordinary members of the Committee (if any) it wishes to hold office for the next year.
- (2) A single election may be held to fill all of those positions.
- (3) If the number of members nominated for the position of ordinary committee member is less than or equal to the number to be elected, the Chairperson of the meeting must declare each of those members to be elected to the position.
- (4) If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with rule 54.

54 Ballot

- (1) If a ballot is required for the election for a position, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the ballot.
- (2) The returning officer must not be a member nominated for the position.
- (3) Before the ballot is taken, each candidate may make a short speech in support of his or her election.
- (4) The election must be by secret ballot.
- (5) The returning officer must give a blank piece of paper to—
 - (a) each member present in person; and
 - (b) each proxy appointed by a member.

Example

If a member has been appointed the proxy of 5 other members, the member must be given 6 ballot papers—one for the member and one each for the other members.

- (6) If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.
- (7) If the ballot is for more than one position—
 - (a) the voter must write on the ballot paper the name of each candidate for whom they wish to vote;
 - (b) the voter must not write the names of more candidates than the number to be elected.
- (8) Ballot papers that do not comply with subrule (7)(b) are not to be counted.
- (9) Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.
- (10) The returning officer must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
- (11) If the returning officer is unable to declare the result of an election under subrule (10) because 2 or more candidates received the same number of votes, the returning officer must—
 - (a) conduct a further election for the position in accordance with subrules (4) to (10) to decide which of those candidates is to be elected; or
 - (b) with the agreement of those candidates, decide by lot which of them is to be elected.

Examples

The choice of candidate may be decided by the toss of a coin, drawing straws or drawing a name out of a hat.

55 Term of office

- (1) Subject to subrule (3) and rule 56, a committee member holds office until the positions of the Committee are declared vacant at the next annual general meeting.
- (2) A committee member may be re-elected.
- (3) A general meeting of the Association may—
 - (a) by special resolution remove a committee member from office; and
 - (b) elect an eligible member of the Association to fill the vacant position in accordance with this Division.
- (4) A member who is the subject of a proposed special resolution under subrule (3)(a) may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (5) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting at which the special resolution is to be proposed.

56 Vacation of office

- (1) A committee member may resign from the Committee by written notice addressed to the Committee.
- (2) A person ceases to be a committee member if he or she—
 - (a) ceases to be a member of the Association; or
 - (b) fails to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence under rule 67; or
 - (c) otherwise ceases to be a committee member by operation of section 78 of the Act.

Note

A Committee member may not hold the office of secretary if they do not reside in Australia.

57 Filling casual vacancies

- (1) The Committee may appoint an eligible member of the Association to fill a position on the Committee that—
 - (a) has become vacant under rule 56; or
 - (b) was not filled by election at the last annual general meeting.
- (2) If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.
- (3) Rule 55 applies to any committee member appointed by the Committee under subrule (1) or (2).
- (4) The Committee may continue to act despite any vacancy in its membership.

Division 4—Meetings of Committee

58 Meetings of Committee

- (1) The Committee must meet at least 4 times in each year at the dates, times and places determined by the Committee.

- (2) The date, time and place of the first committee meeting must be determined by the members of the Committee as soon as practicable after the annual general meeting of the Association at which the members of the Committee were elected.
- (3) Special committee meetings may be convened by the President or by any 4 members of the Committee.

59 Notice of meetings

- (1) Notice of each committee meeting must be given to each committee member no later than 7 days before the date of the meeting.
- (2) Notice may be given of more than one committee meeting at the same time.
- (3) The notice must state the date, time and place of the meeting.
- (4) If a special committee meeting is convened, the notice must include the general nature of the business to be conducted.
- (5) The only business that may be conducted at the meeting is the business for which the meeting is convened.

60 Urgent meetings

- (1) In cases of urgency, a meeting can be held without notice being given in accordance with rule 59 provided that as much notice as practicable is given to each committee member by the quickest means practicable.
- (2) Any resolution made at the meeting must be passed by an absolute majority of the Committee.
- (3) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

61 Procedure and order of business

- (1) The procedure to be followed at a meeting of a Committee must be determined from time to time by the Committee.
- (2) The order of business may be determined by the members present at the meeting.

62 Use of technology

- (1) A committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology that allows that committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this Part, a committee member participating in a committee meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

63 Quorum

- (1) No business may be conducted at a Committee meeting unless a quorum is present.
- (2) The quorum for a committee meeting is the presence (in person or as allowed under rule 62) of a majority of the committee members holding office.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting—
 - (a) in the case of a special meeting—the meeting lapses;

- (b) in any other case—the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 59.

64 Voting

- (1) On any question arising at a committee meeting, each committee member present at the meeting has one vote.
- (2) A motion is carried if a majority of committee members present at the meeting vote in favour of the motion.
- (3) Subrule (2) does not apply to any motion or question which is required by these Rules to be passed by an absolute majority of the Committee.
- (4) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (5) Voting by proxy is not permitted.

65 Conflict of interest

- (1) A committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee.
- (2) The member—
 - (a) must not be present while the matter is being considered at the meeting; and
 - (b) must not vote on the matter.

Note

Under section 81(3) of the Act, if there are insufficient committee members to form a quorum because a member who has a material personal interest is disqualified from voting on a matter, a general meeting may be called to deal with the matter.

- (3) This rule does not apply to a material personal interest—
 - (a) that exists only because the member belongs to a class of persons for whose benefit the Association is established; or
 - (b) that the member has in common with all, or a substantial proportion of, the members of the Association.

66 Minutes of meeting

- (1) The Committee must ensure that minutes are taken and kept of each committee meeting.
- (2) The minutes must record the following—
 - (a) the names of the members in attendance at the meeting;
 - (b) the business considered at the meeting;
 - (c) any resolution on which a vote is taken and the result of the vote;
 - (d) any material personal interest disclosed under rule 65.

67 Leave of absence

- (1) The Committee may grant a committee member leave of absence from committee meetings for a period not exceeding 3 months.
- (2) The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the committee member to seek the leave in advance.

PART 6—FINANCIAL MATTERS

68 Source of funds

The funds of the Association may be derived from joining fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the Committee.

69 Management of funds

- (1) The Association must open an account with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.
- (2) Subject to any restrictions imposed by a general meeting of the Association, the Committee may approve expenditure on behalf of the Association.
- (3) The Committee may authorise the Treasurer to expend funds on behalf of the Association (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 committee members.
- (5) All funds of the Association must be deposited into the financial account of the Association no later than 5 working days after receipt.
- (6) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

70 Financial records

- (1) The Association must keep financial records that—
 - (a) correctly record and explain its transactions, financial position and performance; and
 - (b) enable financial statements to be prepared as required by the Act.
- (2) The Association must retain the financial records for 7 years after the transactions covered by the records are completed.
- (3) The Treasurer must keep in his or her custody, or under his or her control—
 - (a) the financial records for the current financial year; and
 - (b) any other financial records as authorised by the Committee.

71 Financial statements

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Association are met.
- (2) Without limiting subrule (1), those requirements include—
 - (a) the preparation of the financial statements;
 - (b) if required, the review or auditing of the financial statements;
 - (c) the certification of the financial statements by the Committee;
 - (d) the submission of the financial statements to the annual general meeting of the Association;
 - (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

PART 7—GENERAL MATTERS

72 Common seal

- (1) The Association may have a common seal.
- (2) If the Association has a common seal—
 - (a) the name of the Association must appear in legible characters on the common seal;
 - (b) a document may only be sealed with the common seal by the authority of the Committee and the sealing must be witnessed by the signatures of two committee members;
 - (c) the common seal must be kept in the custody of the Secretary.

73 Registered address

The registered address of the Association is—

- (a) the address determined from time to time by resolution of the Committee; or
- (b) if the Committee has not determined an address to be the registered address—
the postal address of the Secretary.

74 Notice requirements

- (1) Any notice required to be given to a member or a committee member under these Rules may be given—
 - (a) by handing the notice to the member personally; or
 - (b) by sending it by post to the member at the address recorded for the member on the register of members; or
 - (c) by email or facsimile transmission.
- (2) Subrule (1) does not apply to notice given under rule 60.
- (3) Any notice required to be given to the Association or the Committee may be given—
 - (a) by handing the notice to a member of the Committee; or
 - (b) by sending the notice by post to the registered address; or
 - (c) by leaving the notice at the registered address; or
 - (d) if the Committee determines that it is appropriate in the circumstances—
 - (i) by email to the email address of the Association or the Secretary; or
 - (ii) by facsimile transmission to the facsimile number of the Association.

75 Custody and inspection of books and records

- (1) Members may on request inspect free of charge—
 - (a) the register of members;
 - (b) the minutes of general meetings;
 - (c) subject to subrule (2), the financial records, books, securities and any other relevant document of the Association, including minutes of Committee meetings.

Note

See note following rule 18 for details of access to the register of members.

- (2) The Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.
- (3) The Committee must on request make copies of these rules available to members and applicants for membership free of charge.
- (4) Subject to subrule (2), a member may make a copy of any of the other records of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.
- (5) For purposes of this rule—

relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following—

- (a) its membership records;
- (b) its financial statements;
- (c) its financial records;
- (d) records and documents relating to transactions, dealings, business or property of the Association.

76 Winding up and cancellation

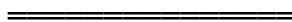
- (1) The Association may be wound up voluntarily by special resolution.
- (2) In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association must not be distributed to any members or former members of the Association.
- (3) Subject to the Act and any court order made under section 133 of the Act, the surplus assets must be given to a body that has similar purposes to the Association and which is not carried on for the profit or gain of its individual members.
- (4) The body to which the surplus assets are to be given must be decided by special resolution.

77 Alteration of Rules

These Rules may only be altered by special resolution of a general meeting of the Association.

Note

An alteration of these Rules does not take effect unless or until it is approved by the Registrar. If these Rules (other than rule 1, 2 or 3) are altered, the Association is taken to have adopted its own rules, not the model rules.



Benalla Aeropark Club Inc (“Aeropark”): Club Rules & By Laws (“By Laws”)

1.Preamble

These by laws have been established to ensure the Aeropark and its users understand and comply with the requirements of the lease of the Aeropark site from the landowners, Benalla Rural City Council and the obligations on the Aeropark to preserve the huts listed by Heritage Victoria which form part of the accommodation within the park. They have been developed to ensure the Gliding Club of Victoria is able to continue to provide convenient low-cost accommodation to club members and to advance the sport of gliding in Benalla into the future.

2.Definitions

- a.**Access Checklist:** an on-line document which allows a person to occupy a site in the Aeropark, with their guests, under specified terms and conditions. The Access Checklist can be completed on-line and must be renewed annually at the time of payment of the Facilities Fee.
- b.**Access Extension:** an exception to the access requirements extended to GCV Life Members and Social Members under certain conditions.
- c.**Affiliated group:** an incorporated entity linked to the Aeropark through a written bilateral agreement between the entity and the Aeropark and approved by BRCC. The Balloon Association of Victoria is the only affiliated group recognised by the Aeropark.
- d.**Affiliation fee:** an annual sum agreed between the affiliated group and the Aeropark to contribute to the costs of the Aeropark on an equitable basis for all GCV and BAV members.
- e.**Aeropark land:** the land specified by BRCC in relevant plans and documents as leased to the Aeropark.
- f.**Aeropark lease:** The Lease agreement between the Benalla Rural City Council and the Aeropark Club Incorporated dated XXX
- g.**Aeropark members:** Persons who are current Flying Members of the GCV with full GFA membership, have paid the current Aeropark membership fee, or have been otherwise approved for access and membership by the Committee under the terms and conditions of these By Laws.
- h.**BAV:** Balloon Association of Victoria. Incorporated in Victoria Registration Number: XXX and is affiliated to the Aeropark under a separate bilateral agreement dated XXX.
- i.**BRCC:** Benalla Rural City Council.
- j.**By Laws:** the rules and regulations established by the Committee for the efficient operation of the Aeropark within the requirements of the lease. (ie this document).
- k.**Condition Assessment:** an appraisal of the condition of a hut, cabin or caravan undertaken against documented condition standards as set by the Committee and undertaken by members of the Committee or their appointees.
- l.**Constitution:** the Constitution of the Aeropark as amended April 2018 in line with the Incorporated Associations Act in Victoria.
- m.**GCV:** Gliding Club of Victoria.
- n.**GFA:** Gliding Federation of Australia.
- o.**Guest:** friends or family of a Member invited to make use of a Unit under specified conditions.
- p.**Heritage Hut:** building which has been listed by Heritage Victoria and over which Heritage Victoria has statutory powers over the use, maintenance or modification.
- q.**Improvement Notice:** written notification to a member from the Committee outlining items requiring repair or other remedial action within a specified time frame.

- r. **Member**: individual person who has been approved by the Committee for membership, meets the occupancy requirements for the Aeropark specified in the by laws and has paid the required membership fee for the current year.
- s. **Notice to Vacate**: a written document that notifies a person that they must vacate a site after a specified time limit and outlines the reasons for the notification.
- t. **Temporary Access**: permission to occupy a site on a temporary basis under specified terms and conditions.
- u. **Unit**: a caravan or cabin site, including the caravan or cabin located on the site, or the heritage listed accommodation hut.
- v. **Site**: caravan or cabin site within the Aeropark.

3. Rules and By Laws

- a. All members of Aeropark and BAV and their **guests** and **Temporary Access** holders expressly agree to abide by the terms of:
 - (i) The **Constitution** of Aeropark; and
 - (ii) These By Laws; and
 - (iii) The 2018 Lease to Aeropark from Benalla Rural City Council of the area of land on which Aeropark is situated, as amended from time to time.
- b. The Committee will manage the affairs of the Aeropark in accordance with the provisions of the Constitution, respecting the rights of members and the processes in the Constitution allowing for resolution of disputes and redress of grievances between members and the Committee.
- c. The Aeropark occupies BRCC land on the terms and conditions set out in the lease. BRCC acknowledges that these By Laws provide for the management of the Aeropark by the Committee in accordance with the requirements of the lease and will not be amended without reference to BRCC.
- d. Serious or repeated infringements of these By Laws can result in the Member's Access to occupy being temporarily suspended or cancelled by Committee or such other reasonable action as is considered appropriate under the Constitution.

4. Membership

- a. Members of the Aeropark shall at all times be active Flying Members of Gliding Club of Victoria Inc. and the Gliding Federation of Australia, except as provided in 4 (b) below.
- b. Where a person has been an existing Aeropark member for more than 8 years and their active involvement in gliding ceases due to age or ill health they can request from the Aeropark Committee an **Access Extension** to enable them to continue to enjoy GCV involvement, provided they maintain GCV Social Membership or have GCV Life Membership. Access under an extension is provided on a case by case basis at the discretion of the Aeropark Committee and is not available to new members or members who wish to suspend GCV membership for a period of time.
- c. Proposed new members must complete a Membership Application and have a nominator and seconder from the Committee.
- d. The Balloon Association of Victoria Inc (**BAV**) worked jointly with the Gliding Club of Victoria to establish the Aeropark. This is recognised in the BAV exercising the rights as an Affiliated Group within the Aeropark on the terms and conditions as set out in the written agreement between Aeropark and BAV dated xxxxxxxx 2018. The agreement extends the rights of Aeropark membership to current BAV members.

e.All members must provide a current email address for the servicing of invoices, notices and information to members. Where a member does not have a current email address they must specify the email address of a relative, friend or neighbour who can pass on messages to the member.

5. Access

- a. The Aeropark Committee reserves the right to restrict access to the accommodation within the Aeropark to persons who meet the requirements of the By Laws.
- b. A person residing in a Unit in Aeropark must have completed a current Access Checklist each year (with their annual Membership Fee). This confirms that they meet the criteria for occupancy. Access will be issued by the Committee to a Member for a 12-month period (1 November to 31 October) on payment of the annual Membership Fee, provided the Member has:
 - i. A current membership of the Gliding Federation of Australia (**GFA**), and
 - ii. A current Flying Membership of **GCV**, or
 - iii. An access extension has been granted to a GCV Life or Social Member
- c. Purchase of a Unit does not, in itself, entitle the purchaser to enjoy the rights of occupancy of the Unit unless they have completed an Access Checklist.
- d. Members cannot live in the Aeropark as permanent residents. A member must retain another principal place of residence ie they cannot live in the Aeropark as their sole or principal place of residence. This is a condition of the lease of the Aeropark land from Benalla Council.
- e. If a Member no longer meets the conditions for access they will not be allowed to make use of the land within the Aeropark and may be instructed to vacate the unit or remove their belongings, including caravans or cabins, as specified below (Section 9 Termination).
- f. Guests: A Member of the Aeropark or BAV may provide accommodation to friends or family within the Aeropark provided the Member is occupying the unit while the guest is in attendance. Members are expressly forbidden from sub-letting their unit or allowing it to be occupied whilst the member is not also occupying the unit.
- g. Persons occupying the units of the BAV must be current financial members of the BAV, or their guests. The sub-letting of the BAV hut to non-BAV members or persons not directly involved in ballooning is not permitted under the terms and conditions of the lease of the land from BRCC.

6. Temporary access

- a. GCV can issue temporary access to persons to occupy the nine (9) GCV-controlled Huts and/or the four (4) temporary camp sites under the following conditions:
 - i. Current full or temporary Flying Membership of GCV and of GFA by that person; and
 - ii. That person is actively engaged in gliding activities, including administration, training, maintenance or glider flights or operations; and
 - iii. Those persons' names and contact details are recorded in a register maintained by GCV which is to be made available on request to the Aeropark as required.
 - iv. GCV Life or Social members involved in social or other activities at the club.
 - b. As set out in the agreement with the Aeropark, BAV can issue temporary access to BAV Members, and their guests, to use the BAV Unit under the following conditions:
 - i. Current full membership by that person of BAV; and
 - ii. That person is actively engaged in the ballooning activities of BAV, including administration, training, maintenance or balloon flights; and
 - iii. Those persons' names and contact details are recorded in a register maintained by BAV which is to be made available on request to the Aeropark as required.
 - c. BAV and GCV can extend reciprocal access to members where their accommodation is available. BAV members can be accommodated in available GCV units during their peak winter season, and GCV members can be accommodated in the BAV hut during the summer gliding peak season. The terms, conditions and charges are set by the respective clubs for their accommodation.
-

Fees:

- d. The Aeropark Committee will set the following fees at the Annual General Meeting for the following year:
 - i. The annual Membership Fee for Members of Aeropark
 - ii. Camping fees for temporary sites
 - iii. Affiliation Fee for Affiliated Groups
- e. Invoices for Membership and Affiliation Fees will be issued by email to a designated email address of the member.
- f. Fees are payable by EFT to a nominated Aeropark bank account and will be acknowledged by emailed receipt.

7. Occupancy:

- a. Aeropark facilitates a number of low-cost accommodation options at Benalla Airport for Members. Accommodation Units include the following types:
 - i. A room in a Heritage listed building (**Hut**);
 - ii. A site suitable for a caravan, motorhome or other mobile dwelling (**Caravan Site**);
 - iii. A site for a semi-permanent on-site self-contained cabin (**Cabin Site**).
- b. It is a condition of the Lease of the Aeropark Land from BRCC that occupants must be GCV Flying Members actively involved in gliding, or Life or Social GCV members granted access extension. Use of a Unit is limited to the personal use by Members and their guests.
- c. Acquisition by a person of a Unit from a current Member does NOT automatically make that person a Member of the Aeropark nor entitle a person to make use of the Aeropark's facilities.
- d. A person residing in a Unit in the Aeropark must have completed an Access Checklist.
- e. Access is not transferable. A member may allow their guests to occupy the Unit only whilst the member is in residence. The BRCC Lease expressly forbids the sub-letting of Units to any person.
- f. A Unit can be jointly occupied by two Members provided they both meet the requirements for access and each Member pays the full annual Membership Fee. Both members individually can exercise full membership rights.
- g. GCV can issue temporary access to persons to occupy the nine (9) GCV-controlled Huts and/or the four (4) temporary camp sites under the conditions outlined above.
- h. BAV can issue temporary access to persons to use the BAV Heritage listed building under the conditions outlined above.
- i. Accommodation in the Aeropark is intended for members engaged in gliding related activities and not as alternative low-cost housing for permanent retirees or persons working in Benalla or surrounding districts. Members must have another principal place of residence other than the Aeropark. Unless otherwise specifically approved by the Aeropark Committee for individuals providing services in-kind to the Aeropark, no Member can reside in a Unit continuously for more than twenty (20) weeks. The Member must reside elsewhere than Aeropark continuously for at least one (1) week for the occupancy period to reset. The residency period automatically resets when the Member resides away from the Aeropark for at least 1 full week (ie 7 days and nights).

8.Termination

- a. Where a Member cannot meet the requirements for access to a Unit and, when requested, fails to remedy the situation within sixty (60) days, they can be issued by Committee with a **Notice to Vacate**. A Notice to Vacate will be issued for reasons specified in the By Laws and in a manner allowed for by the Aeropark Constitution.
- b. If a Notice to Vacate is not complied with within the specified period, the Unit will be relinquished to the control of Committee. In this event the Committee can take appropriate steps to resume control of the Unit such as changing locks and removing remaining property for storage off-site at the relevant owner's expense. In the case of a Cabin, it can be removed within ninety (90) days and stored off-site at the owner's expense. Abandoned property including caravans, vehicles or personal effects left in the Aeropark after they have been required to be removed will be dealt with in line with the recommended procedures for abandoned goods set out by Consumer Affairs Victoria.

9.Transfer of sites:

- a. The Aeropark Committee has a waiting list of persons interested in becoming members. Members wishing to sell their site must advise the Committee so that the next person on the waiting list can have first right of refusal. A Member may only sell a Unit to another current Aeropark Member or to a person eligible to access the Aeropark. Irrespective of any undertakings or payments between Members, access to accommodation in the Aeropark will only be issued provided the proposed new member meets the requirements and has had their Membership application proposed and seconded by the Committee.
- b. The Aeropark Committee will facilitate the advertising and sale of Units to prospective Aeropark members.
- c. Existing Caravans offered for sale or Caravans not previously on site must meet the Aeropark's **Condition Assessment** requirements. If a caravan offered for sale does not meet the requirements of a Condition Assessment it must be removed or repaired by the owner prior to the sale of the site.

10.Condition of Huts, Cabins and Caravans:

- a. All Caravans proposed to be brought into Aeropark must have a satisfactory Condition Assessment and be pre-approved by Committee before they are established on site. Caravans that are damaged or in poor condition will not be accepted.
- b. Units must be kept in a clean and habitable condition at all times. Units must be watertight, without broken or cracked windows or window frames and have a secure, lockable door.
- c. Caravans must have couplings, brakes, wheels and inflated tyres in good working order and must be capable of being moved if required. Caravans can be sited on suitable stands or jacks provided they can be readily removed if required. Any significant external modifications to Caravans (such as the installation of overhead awnings) can only be carried out with the express prior agreement of the Committee.
- d. Cooking in Huts is not permitted. The BAV Hut has a properly configured kitchen area in which cooking is permitted.
- e. The Committee will publish a **Condition Assessment** checklist of minimum conditions for Units. If requested, caravans, cabins and huts are to be made available for inspection each year by the Committee. Where a Caravan, Cabin or Hut does not meet the minimum Condition Assessment requirements, an **Improvement Notice** will be issued by Committee to the Member for the

matters to be addressed by the Member within ninety (90) days. After ninety (90) days, if the Improvement Notice has not been complied with, then in the absence of extenuating circumstances agreed to by Committee, the Member's access will be withdrawn, a Notice to Vacate will be deemed to have been issued to the Member and the offending items or Caravan will be removed, and any associated costs charged to the owner.

11.Sites:

- a.Sites must be kept tidy at all times. No sheds, permanent annexes, lock up boxes or sundry items can be stored around or underneath Units.
- b.Clear access must be maintained by Members on and around Sites. The restricting of access between Sites with ropes, logs or barriers of any description is not allowed.
- c.Shade structures, children's play equipment and the like are allowed on a Site only whilst the Site is occupied, and such items must be removed or stored within Units when they are unoccupied. Sites must be kept uncluttered to allow easy access for lawn mowing.
- a.BBQs and garden furniture must be positioned to permit easy lawn mower access, or the Member accepts responsibility to maintain the lawn around their Site. A failure to do so will result in the issue of an Improvement Notice to the Member.
- b.Trees and shrubs are not to be pruned or removed without prior approval of Committee.
- c.No clothes lines are permitted on Sites as clothes lines are provided by Aeropark.
- d.Connection of sullage, mains water and 15-amp electrical connections to Cabins and Caravans must be made in a safe and acceptable manner and not cause nuisance to other Members.
- e.Washing machines and electric hot water services must not be installed in Caravans.
- f.Trenching around Caravans and Cabins is not permitted.
- g.No child under the age of 12 years is to be left unattended or unsupervised in the Aeropark.
- h.Pets are to be supervised and controlled by their owners and not cause a nuisance to other Members. If complaints are received by Committee, pet owners may be barred from bringing their pets into the Aeropark.

12.Vehicles

- a.Motor vehicles within the Aeropark must be registered and roadworthy and must not be driven by unlicensed persons. Mechanical repairs to vehicles are not permitted on site.
- b.Most Aeropark units are designed to provide parking for one registered vehicle. As in most caravan parks, guest vehicle parking is limited. Any additional guest vehicles on or adjacent to your unit must not block the access roads or inconvenience other users.
- c.No vehicles (including cars, motorbikes, scooters, etc) are to be used in Aeropark which cause excessive noise or interference to other Members and their guests.
- d.Trailers are not to be stored within the Aeropark. Members must make use of other storage available within the airfield precinct or elsewhere.
- e.The speed limit in Aeropark is strictly 5km (walking pace only).

13. Utilities:

- a. Electricity: All Caravan and Cabin Sites have been provided with a 15amp supply by Aeropark and attention must be paid by Members to the connection of heavy load appliances. In this regard, before purchasing or installing any new air conditioners Members must consult with Committee regarding any detailed installation requirements reasonably considered necessary. All new air conditioners require the prior written approval of Committee. It is the Member's responsibility to ensure that all extension leads, plugs and sockets must be in good condition and are rated at 15 amps. No appliance or equipment other than that approved by the relevant supply authority shall be connected to the supply. Electrical leads must be at least 2.1m above the ground and double adaptors or power packs etc are not to be used outdoors.
- b. Water: All Caravan and Cabin Sites have been provided with a mains water connection supply by Aeropark. It is the Member's responsibility to ensure that all extension hoses are in good condition and do not impede or restrict the mowing of lawns around Sites or anywhere in Aeropark.
- c. Gas: All Caravans and Cabins installed on Sites in Aeropark must comply with the Dangerous Goods Act. Gas bottles larger than 9kg may not be installed on or in Caravans. When Sites are unoccupied it is the responsibility of Members to ensure the gas has been turned off. Balloonists will ensure that gas bottles and equipment are stored and used in accordance with the appropriate safety standards when on site.
- d. Fires: Open fires and wood BBQ's are not permitted in the Aeropark. Fire regulations do not allow the storing of flammable liquids in any type of container on or near Huts or Sites. Gas BBQ's cannot be used on total fire ban days. Members accept responsibility to make themselves aware of the fire safety rules and procedures of the Aeropark and to ensure the Aeropark meets all fire safety standards and requirements in accordance with the Lease from BRCC.
- e. Rubbish: Rubbish bins are provided by the Aeropark on the site for BRCC collection. Members are requested to comply with all directions from BRCC regarding garbage including wrapping all garbage and placing it in the appropriate bin provided. Members must dispose of all large items and excess garbage themselves. Rubbish must not be left on or around Sites or Huts or externally to any Cabin or Caravan. Members accept responsibility to make themselves aware of Aeropark's responsibilities under the Lease to meet the environmental standards and requirements required by BRCC.

14. Insurance:

- a. Members as owners are responsible for any and all insurance of their private possessions situated on Aeropark Land including Caravans, Cabins, vehicles and contents thereof.
- b. Apart from any statutory obligations, the Aeropark and the Aeropark Committee explicitly deny any liability for any loss or damage incurred to personal property located on Aeropark Land of for any deaths or injuries or consequential losses howsoever arising on Aeropark Land.

