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Constitution of the Historical Motor Cycle Club of Queensland



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1 Words and expressions to have meaning in act

1.1 A word or expression that is not defined in this document, but is defined in the *Associations Incorporation Act 1981* has, if the context permits, the meaning given by the Act.

1.1.1 Provisions of this document are referred to as rules.

2 Name of club

2.1 The name of the incorporated association is the Historical Motor Cycle Club of Queensland Inc. [**HMCCQ**] which is referred to as the club in this document.

3 Objects of the club

3.1 The objects of the club are each of the following:

3.1.1 To encourage the proper restoration, preservation, use and retention within Queensland of the classes of historic motor cycles stated in schedule 1 [**historic motor cycles**].

3.1.2 Organize, participate in and encourage the organization of rallies, exhibitions and any other events suitable for the enjoyment of and the promotion of historic motor cycles.

3.1.3 Support charitable causes.

3.1.4 Maximize club membership.

4 Powers of the club

4.1 The club has the powers of an individual.

4.1.1 The club may, for example, do any or all of the following:

- Enter into contracts.
- Acquire, hold, deal with and dispose of property.
- Make charges for services and facilities it supplies.
- Any other things necessary or convenient to be done in carrying out it's affairs and furthering the objects of the club.

4.1.2 The club may also issue secured and unsecured notes, debentures and debenture stock for the club.

5 Classes of members

5.1 The membership of the club will consist of any of the following classes of members:

- Ordinary members.
- Family members.
- Honorary life members.
- Honorary members.

Ordinary members

5.2 The number of ordinary members is unlimited.

Family members

5.3 Family membership will be an ordinary member plus any one nominated person living at the same address as that ordinary member.

5.3.1 The relevant ordinary member must apply in writing to the secretary for family membership of the nominee for family membership.

5.3.2 Family members are not entitled to receive a copy of the club journal separate from the copy sent to the relevant ordinary member.

5.3.3 Subject to clause 5.3.1, each family member has all the other rights of an ordinary member.

5.3.4 The number of family members is unlimited.

Honorary Life members

5.4 Honorary life membership can only be bestowed on a financial ordinary or family member, approved by the management committee and subsequently elected to honorary life membership by the annual general meeting of the club [**AGM**], in accordance with the following rules:

5.4.1 Each nomination for honorary life membership must be in writing and be signed by at least 5 financial ordinary or family members, none of whom is the nominee.

5.4.2 The nominee must consent to the nomination in writing.

5.4.3 Each nomination, and signed consent from the nominee, must be delivered to the management committee at least 28 days before that year's AGM.

5.4.4 The management committee may select one or more nominations for honorary life membership to be submitted for election at that year's AGM. The management committee may also reject any or all nominations in any year at its discretion.

- 5.4.5 The management committee must not approve a nomination if that approval will result in there being more than 3% of the membership consisting of honorary life members. For the purposes of this calculation, the management committee must assume the nominee will be elected at the relevant AGM.
- 5.4.6 For any nominee for honorary life membership, approved by the management committee to be subject to election vote at the AGM, 75%, or more, of the financial members present at the AGM must vote for the nominee.
- 5.4.7 An honorary life member will not have to pay any dues and levies imposed by resolution of the management committee after he or she is elected to honorary life membership. Honorary life members retain all other rights and privileges of membership of ordinary or family members.
- 5.4.8 The management committee may make bylaws that state the qualifying criteria for honorary life membership or factors to be considered by the management committee in approving a nomination for honorary life membership.
- 5.4.9 An honorary life member may also be a family member.

Honorary members

- 5.5 Honorary membership may be granted to a person who is not a member of the club, but who supports, by the performance of work or services without remuneration, the objects and activities of the club.
- 5.5.1 Honorary membership may be granted by the management committee.
- 5.5.2 Honorary membership may also be granted by the AGM voting in favour of granting honorary membership.
- 5.5.3 In either case, honorary membership may only be granted for 1 calendar year, or from AGM to AGM, whichever is the longer period. At the expiration of that period one of the following must be done:
- The honorary membership must be re-considered by the management committee and either granted for a further period or allowed to lapse.
 - The AGM may vote in favour of granting a further period of honorary membership.
- 5.5.4 The maximum number of honorary memberships that may be granted in any calendar year is 5.
- 5.5.5 Honorary members are not entitled to vote.

6 Area representation

6.1 Each member will be associated with a club area, and represented by, an area sub-committee constituted in accordance with clause 20. The member's area will be the area nominated by the member. If the member does not nominate his or her area, that member's area will be determined by the secretary by reference to one of the following:

- The area that meets nearest to the member's address stated in the membership register.
- The area whose meetings the member regularly attends.

6.1.1 For the purposes of the club's membership register, a member may be associated with only one area.

6.1.2 Despite clause 6.1.1, a member may attend the meetings of all area sub-committees.

6.1.3 The management committee may make bylaws for the criteria for the establishment and continuation of club areas and further more there shall be no more than one area in each designated regional town of Queensland.

7 Membership applications & renewals

New membership

7.1 An applicant for membership of the club must be proposed by 1 financial member (**proposer**) and seconded by another financial member (**second**er).

7.1.1 An application for membership must comply with all of the following:

- It must be in writing.
- It must be signed by each of the applicant, the proposer and second
- It must be in a form determined by the management committee.
- Any bylaws made under clause 7.2.

Bylaws - application for, and renewal of, membership

7.2 The management committee may establish bylaws for the application for membership and the renewal of membership, including prescribing the forms to be used and the minimum information required from any applicant for the application to be valid.

8 Membership fees

8.1 Each class of member must pay membership fees in accordance with the following:

- The amount payable is that amount last decided by the members at an AGM.
- The fee is payable when, and in the way, the management committee decides.

9 Admission and rejection of members

9.1 The management committee must consider an application for membership at the next meeting of the committee held after it receives the later of the following:

- The application mentioned in clause 7.
- The appropriate membership fee for the application.

9.1.1 The management committee must decide at the meeting whether to accept or reject the application.

9.1.2 If a majority of the management committee members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member to the class of membership for which he or she applied.

9.1.3 The secretary of the club, or his or her delegate, must, as soon as practicable after the management committee decides to accept or reject an application, give the applicant a written notice of the decision.

10 When membership ends

10.1 A member may resign from the club by giving a written notice of resignation to the secretary.

10.1.1 The resignation takes effect on the later of the following:

- The day and at the time the notice is received by the secretary.
- Any later day nominated in the notice of resignation.

10.1.2 The management committee may terminate a member's membership if any of the following happens:

- The member is convicted of an indictable offence.
- The member does not comply with these rules.
- The payment of any fees payable by the members in arrears for at least 2 months.

- The member conducts himself or herself in a way considered by the management committee to be injurious or prejudicial to the character or interests of the club.
 - The member fails to comply with a resolution of the management committee that directs the member to do or refrain from doing something.
- 10.1.3 Before the management committee terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.
- 10.1.4 If, after considering all representations made by the member, the management committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

11 Appeal against rejection or termination of membership

- 11.1 A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.
- 11.1.1 A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.
- 11.1.2 If the secretary receives a notice of intention to appeal, the secretary must, within 3 months after the day of receipt, call a general meeting to decide the appeal.
- 11.1.3 At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- 11.1.4 Also, the management committee and the committee members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership should be terminated.
- 11.1.5 An appeal must be decided by a vote of the members present at the meeting.
- 11.1.6 If a person whose application has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the application fee paid by the person.

12 Register of members

Required details

- 12.1 The management committee must keep a register of members that includes the following particulars of each member:
- Full name and last known address.
 - The date of admission as a member.
 - Any other particulars the management committee or the members at an AGM decide.
- 12.1.1 The register must not contain reasons for the death, resignation, termination or re-instatement of any member or former member.
- 12.1.2 The register must be open for inspection at all reasonable times. However, before a member may inspect the register, the member must apply to the secretary to inspect it.
- 12.1.3 Each member must not use any information contained in that register for any prohibited purpose under any privacy legislation that applies to the register.

Further details may be required by management committee

- 12.2 The management committee may require that the membership register note a member's association with a special sub-committee or an area.
- 12.2.1 A member may give the secretary written notice of either of the following:
- An error in the register regarding that member's association with a sub-committee noted in the register and a request to correct that error.
 - That the member requires any details of his or her association with any sub-committee to be removed from the register.
- 12.2.2 In response to a written notice from a member under clause 12.2.1, the management committee must do the following:
- If the management committee is satisfied, if necessary after seeking further submissions from the relevant member or the sub-committee, that the details of the member's association is wrong, it must instruct the secretary to correct the error.
 - The management committee must remove details about a member's association if requested by that member to do so.

13 Secretary

- 13.1 Subject to clause 13.1.1, the secretary of the club will be elected at the AGM in the same way other members of the management committee are elected.
- 13.1.1 When the demands on the position of secretary justify the employment of a secretary, the management committee may determine to employ a secretary. An employed secretary need not be a member of the club. The management committee will determine the employment conditions of a paid secretary.
- 13.1.2 The management committee must ensure that the position of secretary is occupied at all times.
- 13.1.3 If a vacancy happens in the office of secretary, the members of the management committee must ensure a secretary is appointed or will be elected for the club within 1 month after the vacancy happens.
- 13.1.4 The management committee may appoint and remove an employed secretary at their discretion.
- 13.1.5 The secretary must reside in Queensland.

14 Membership of management committee

- 14.1 The management committee of the club consists of a president, vice-president, secretary, treasurer, and any other members the club members elect or appoint at an AGM.
- 14.1.1 A member of the management committee, other than an employed secretary, must be a member of the club.
- 14.1.2 At each AGM, the members of the management committee must retire from office, but are eligible, on nomination, for re-election.

15 Electing the management committee

- 15.1 A member of the management committee may only be elected as follows:
- 15.1.1 Any two members may nominate another member (**candidate**) to serve as a member of the management committee.
- 15.1.2 The nomination must comply with each of the following:
- It must be in writing.
 - It must be signed by the candidate and the members who nominated him or her.

- It must be given to the secretary before the 15th of the month before the month of the AGM at which the election is to be held. *[*note the 15th of each month is the deadline for copy to be published in the following month's club journal]*

- 15.1.3 A list of the candidate's names, in alphabetical order, with the names of the members who nominated each candidate, may be published in the club journal and must be displayed on the day of the AGM at the place at which the AGM is held.
- 15.1.4 If, at the start of the AGM, there are not enough candidates nominated, nominations may be taken from the floor of the AGM.
- 15.1.5 If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- 15.1.6 Each financial member and honorary life member entitled to vote at the AGM may vote for any of the candidates for each vacancy.

16 Resignation or removal from office of management committee member

- 16.1 A management committee member may resign from the committee by giving written notice of resignation to the secretary.
- 16.1.1 The resignation takes effect on the later of the following:
- The day and at the time the notice is received by the secretary.
 - A later day nominated in the notice.
- 16.1.2 A member may be removed from office at a general meeting of the club if a majority of the members entitled to vote at the meeting vote in favour of removing the member.
- 16.1.3 Before a vote of members is taken about removing the management committee member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- 16.1.4 A member has no right of appeal against the member's removal from office under this section.

17 Vacancies on management committee

- 17.1 If a vacancy happens on the management committee, the continuing members of the committee may appoint another member of the club to fill the vacancy until the next AGM.

- 17.1.1 The continuing members of the management committee may act despite a casual vacancy on the management committee.
- 17.1.2 However, if the number of committee members is less than the number fixed under these rules as a quorum of the management committee, the continuing members may act only to do the following:
- Increase the number of management committee members to the number required for a quorum.
 - Call a general meeting of the club.

18 Functions of management committee

General functions

- 18.1 Subject to these rules or a resolution of the club members carried at a general meeting or AGM, the management committee has the following powers and authority, limited only by the objects of the club:
- It has the general control and management of the administration of the affairs, property and funds of the club.
 - It has authority to interpret the meaning of these rules and any matter relating to the club on which the rules are silent.

Examples of power & authority

- 18.2 Subject to clause 18.2.1, the management committee may exercise the powers of the club for any of the following purposes, which are stated as examples and do not limit in any way the general power and authority of the management committee:
- Borrow, raise or secure the payment of amounts in a way the club members decide.
 - Secure the amounts borrowed or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the club in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the club's property, both present and future.
 - Purchase, redeem or pay off any securities issued.
 - Borrow amounts from members and pay interest on the amounts borrowed.
 - Mortgage or charge the whole or part of the club's property.
 - Issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the club.
 - Provide and pay off any securities issued.

- Invest in a way the members of the club may from time to time decide.
 - Engage consultants, advisers, agents and contractors.
- 18.2.1 Any rate of interest mentioned in clause 18.2 must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan or accommodation) by the bank or financial institution holding the majority of the clubs funds deposited by the treasurer.

19 Meetings of management committee

General rules for management committee

- 19.1 Subject to all of the following clauses of this rule, the management committee may meet and conduct its proceedings, as it considers appropriate.
- 19.1.1 The management committee must meet at least once every month to exercise its functions.
- 19.1.2 The committee must decide how a meeting is to be called.
- 19.1.3 Notice of a meeting must be given in the way decided by the committee.
- 19.1.4 Members of the management committee may not attend by proxy or attorney.

Special management committee meetings

- 19.2 If the secretary receives a written request signed by at least 33% of the management committee members, the secretary must call a special meeting of the committee.
- 19.2.1 A request for a special meeting made under clause 19.2 must state both the following:
- Why the special meeting is being called.
 - The business to be conducted at the meeting.
- 19.2.2 The secretary must give each management committee member at least 14 days notice of a special meeting of the committee and must convene the special meeting no later than 30 days after the secretary receives the request mentioned in clause 19.2.
- 19.2.3 A notice of a special meeting must state each of the following:
- The date, time and place of the meeting.
 - The business to be conducted at the meeting.

Chair

- 19.3 The president or, if there is no president or if the president is not present within 10 minutes after the time fixed for a management committee meeting, the vice-president is to preside as chairperson at the meeting.
- 19.3.1 If the president and the vice-president are absent from a management committee meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

Quorum & majority

- 19.4 At a management committee meeting, more than 50% of the members elected or appointed to the committee as at the close of the last general meeting of the members form a quorum.
- 19.4.1 A question arising at a committee meeting is to be decided by a majority vote of committee members actually present at the meeting.
- 19.4.2 If the votes are equal, the question is decided in the negative.

No quorum

- 19.5 If a quorum is not present within 30 minutes after the time fixed for a management committee meeting called on the request of committee members, the meeting lapses.
- 19.5.1 If a quorum is not present within 30 minutes after the time fixed for a management committee meeting called other than on the request of committee members, the meeting is to be adjourned to a date, time and place decided by the committee.
- 19.5.2 If, at the adjourned meeting mentioned in clause 19.5.1, a quorum is not present within 30 minutes after the time fixed for the meeting, the meeting lapses.

Conflicts

- 19.6 A management committee member must not vote on a question about a contract or proposed contract with the club if the member has an interest in the contract or proposed contract, and if the member does vote the member's vote must not be counted.

20 Delegation of management committee powers

Types of sub-committees

- 20.1 The management committee may appoint sub-committees for the following purposes:
- 20.1.1 Special sub-committees, in accordance with clause 20.3, including but not limited to, the following purposes:
- To represent special interests within the objects of the club.

- To advance or manage special projects.
- To investigate any matter delegated by the management committee.

20.1.2 Area sub-committees, in accordance with clause 20.3, to represent members who are associated with particular districts or regions within Queensland as stated in clause 6.

Area subcommittees are limited

20.2 The management committee may establish only 1 area subcommittee in any town or district outside Brisbane.

20.2.1 The purpose of this provision is to ensure that area subcommittees are not competing for HMCCQ members in the same or similar area, district or region.

Membership of sub-committees

20.3 The management committee may delegate the whole or part of its powers to a sub-committee consisting of the club members considered appropriate by the committee.

20.3.1 Before appointing the members of any sub-committee, the management committee must take into account any vote taken, or submissions made by, members who identify themselves as interested in the work of the sub-committee or as associated with an existing sub-committee.

20.3.2 A sub-committee may only exercise delegated powers in the way the management committee decides.

Rules for sub-committee meetings

20.4 The following rules apply to all subcommittee meetings

20.4.1 A sub-committee may elect a chairperson of its meetings.

20.4.2 If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the sub-committee members present may choose 1 of their number to be chairperson of the meeting.

20.4.3 A sub-committee may meet and adjourn, as it considers appropriate.

20.4.4 A question arising at a sub-committee meeting is to be decided by a majority vote of the sub-committee members present at the meeting and, if the votes are equal, the question is decided in the negative.

20.4.5 Members of any sub- committee may not attend by proxy but a corporate member may attend by attorney.

Area subcommittee financial statement

20.5 The area subcommittee member responsible for the finances of the area subcommittee must, each month, provide the management committee treasurer with

a written detailed financial statement of the financial affairs of the area subcommittee and its activities.

21 Branches

21.1 The management committee may, at any time, put a resolution to a general meeting proposing the incorporation of a branch of the club under the *Associations Incorporations Act 1981*. The management committee may put the resolution of its own volition or as a consequence of submissions made to it by any member of the club.

21.1.1 The management committee may only propose a branch to conduct activities not possible under these rules and the club's current relevant risk management policies and policies of insurance.

21.1.2 Any resolution put under this clause must clearly state each of the following:

- The objects to be pursued by the proposed branch.
- The proposed rules under which the branch will operate.
- The proposed insurance and risk management arrangements both in respect of the branch's proposed activities and in respect of the responsibilities and potential liabilities between the club and the proposed branch.
- The funding and financial arrangements for the proposed branch.
- The members who will be responsible for managing the incorporation of the proposed branch.

22 Acts not affected by defects or disqualifications

22.1 An act performed by the management committee, a sub-committee or a person acting as a member of the management committee is taken to have been validly performed.

22.1.1 Clause 22.1 applies even if the act was performed under either of the following circumstances:

- There was a defect in the appointment of a member of the management committee, sub-committee or person acting as a member of the management committee.
- A management committee member, sub-committee member or person acting as a member of the management committee was disqualified from being a member.

23 Resolutions of management committee without meeting

23.1 A written resolution signed by each member of the management committee for the time being entitled to receive notice of a committee meeting is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.

23.1.1 A resolution mentioned in clause 23.1 may consist of several documents in like form, each signed by 1 or more members of the committee.

24 Annual general meetings

24.1 Each annual general meeting must be held in accordance with both of the following rules:

- At least once each calendar year.
- Within 6 months after the end of the club's previous financial year.

25 Business to be conducted at annual general meeting

25.1 The following business must be conducted at each annual general meeting:

- Receiving the statement of income and expenditure, assets, liabilities and mortgages, charges and securities affecting the property of the club for the last financial year.
- Receiving the auditor's report on the financial affairs of the club for the last financial year.
- Presenting the audited statement to the meeting for adoption.
- Electing members of the management committee.
- Appointing an auditor.
- Setting annual club subscriptions.
- Electing any honorary life member under clause 5.4.

26 Special general meetings

Reason for special general meeting

26.1 These rules can only be changed by a special resolution passed at a special general meeting.

26.1.1 A special general meeting may be held in conjunction with a general meeting or an AGM.

Procedure for a special general meeting

26.2 The secretary may only call a special general meeting by giving the members notice of the meeting in the club's journal next published after the latest of the following:

- Receipt of a management committee direction to call the meeting.
- Receipt of a written request signed by any of the following groups:
 - Not less than 33% of the members of the current management committee.
 - Not less than 5% of the total number of members who are entitled under these rules to vote at general meetings.

26.2.1 A request mentioned in clause 26.2 must state both of the following:

- The reason for calling the special general meeting.
- The business to be conducted at the meeting.

26.2.2 A request mentioned in clause 26.2 must be received by the secretary by the 15th of the month before the month in which the special general meeting is proposed to be held. [**note the 15th of each month is the deadline for copy to be published in the following month's club journal*].

26.2.3 A special general meeting must not be held before 14 calendar days after the last day on which the relevant club journal is posted to members and no later than 60 days after the secretary receives the request mentioned in clause 26.2.

Special majority

26.3 At least 75% of members entitled to vote at a special general meeting must support a resolution put to the meeting for that resolution to be passed.

27 General meetings

Reasons for a general meeting

27.1 A general meeting may be called by the secretary for either of the following reasons:

- To deal with an appeal under clause 11.
- To deal with any other issue in respect of which the management committee has directed the secretary to call a general meeting.

27.1.1 The management committee must give reasonable consideration to any request from a member or members for the secretary to call a general meeting.

Procedure for a general meeting

- 27.2 The secretary must give written notice of the meeting to members in an edition of the club's journal posted at least 14 calendar days before the proposed day for the general meeting.
- 27.2.1 A notice of a general meeting must state the business to be conducted at the meeting.
- 27.2.2 A general meeting may be held in conjunction with either or both of an AGM or special general meeting.

28 Quorum for, and adjournment of, general meetings and area meetings

Quorum

- 28.1 Subject to clause 28.1.1, a quorum for a general meeting is the number of members equal to double the number of members of the club then currently on the management committee plus 1.
- 28.1.1 If a quorum is not present within 30 minutes after the time fixed for a general meeting in the notice given by the secretary, the meeting is to be adjourned to a date, time and place decided by the management committee.
- 28.1.2 If, at a general meeting is adjourned under clause 28.1.1, a quorum under clause 26.1 is not present within 30 minutes after the time fixed for the reconvened meeting, the members present form a quorum.
- 28.1.3 No business may be conducted at a general meeting unless a quorum of members is present when the meeting proceeds to business.
- 28.1.4 'Members' for the purposes of a quorum include proxies and representatives of a corporation that is a member.

Adjournment of a general meeting by consent

- 28.2 The chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- 28.2.1 If a meeting is adjourned under clause 28.2, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- 28.2.2 The secretary is not required to give the members notice of an adjournment under clause 28.2.1 or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- 28.2.3 If a meeting is adjourned for at least 30 days under clause 28.2.1, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

29 Procedure for meetings

29.1 At each meeting of the club [ie excluding management committee meetings dealt with under rule 19], the following rules apply.

Chair

29.2 In the case of any general meeting of members and for management committee meetings, the president or, if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the vice-president is to preside as chairperson.

29.2.1 If the vice-president is absent or unwilling to act as chairperson, the members present must elect 1 of their number to be chairperson of the meeting.

29.2.2 In the case of meetings of sub-committees, the committee chairperson or, if there is no committee chairperson or if the committee chairperson is not present within 15 minutes after the time fixed for the meeting, the members present must elect 1 of their number to be chairperson of the meeting.

29.2.3 The chairperson must conduct the meeting in a proper and orderly way.

Voting

29.3 Each question, matter, resolution or election must be decided by a majority of votes of the members present.

29.3.1 Each member entitled to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.

29.3.2 A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.

29.3.3 Voting may be by a show of hands or a division of members, unless at least 20% of the members present demand a secret ballot.

29.3.4 If a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides.

29.3.5 The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held; and

29.3.6 A member may vote in person or by proxy or by attorney.

29.3.7 On a show of hands, each person present who is a member or a representative of a member has 1 vote.

29.3.8 On a secret ballot, each member present in person or by proxy or by attorney or other properly authorized representative has 1 vote.

Proxies

29.4 An instrument appointing a proxy must be in writing and either of the following applies:

- If the appointor is an individual, signed by the appointor or the appointors attorney properly authorized in writing.
- If the appointor is a corporation either under seal or signed by a properly authorized officer or attorney of the corporation.

29.4.1 A proxy may be a member of the club or another person.

29.4.2 The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.

29.4.3 If someone wants to give a member an opportunity to vote for or against a resolution, the instrument appointing a proxy must be in the form stated in schedule 2.

29.4.4 Each instrument appointing a proxy must be given to the secretary more than 48 hours before the time appointed for the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.

Record of meeting

29.5 The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting and general meeting are entered in a minute book.

29.5.1 The secretary must also ensure the minute book for each general meeting is open for inspection at all reasonable times by any financial member who previously applies to the secretary for the inspection.

29.5.2 To ensure the accuracy of the minutes recorded under clause 29.5, each of the following applies:

- The minutes of each management committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next management committee meeting, verifying their accuracy.
- The minutes of each special general meeting or general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy.
- The minutes of each AGM must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the club that is a general meeting or annual general meeting, verifying their accuracy.

30 By-laws

30.1 The management committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the club.

30.1.1 A by-law may be set aside by a vote of members at a general meeting of the club.

31 Alteration of rules

31.1 Subject to the *Associations Incorporations Act 1981*, these rules may be amended, repealed or added to by a special resolution carried at a general meeting or special general meeting.

31.1.1 However an amendment, repeal or addition is valid only if it is registered by the chief executive of the Office of Fair Trading under section 48 of the *Associations Incorporations Act 1981*.

32 Common seal

32.1 The management committee must ensure the club has a common seal.

32.1.1 The common seal must be kept securely by the management committee and used only under the authority of the management committee.

32.1.2 Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by one of the following:

- The secretary.
- Another member of the management committee.
- Someone appointed by the management committee.

33 Funds and accounts

33.1 The funds of the club must be kept in accounts in the name of the club in a financial institution approved by the management committee. This includes funds managed or controlled by sub-committees appointed under these rules.

33.1.1 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the club.

33.1.2 All amounts must be deposited in the appropriate financial institution account as soon as practicable after receipt.

33.1.3 All cheques must be signed by any 2 of the following:

- The president.

- The secretary.
 - The treasurer.
 - Other members authorised by the management committee for the purpose.
- 33.1.4 Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- 33.1.5 A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.
- 33.1.6 All expenditure must be approved or ratified by the management committee meeting. This approval may be given generally as a delegated power under clause 20.
- 33.1.7 The treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared:
- The income and expenditure for the financial year just ended.
 - The clubs assets and liabilities at the close of the year.
 - The mortgages, charges and securities affecting the property of the club at the close of the year.
- 33.1.8 The auditor must examine the statement prepared under clause 33.1.7 and present a report about it to the secretary before the next annual general meeting following the financial year for which the audit was made.
- 33.1.9 The income and property of the club must be used solely in promoting the club's objects and exercising the club's powers.

34 Documents

- 34.1 The management committee must ensure the safe custody of books, documents, instruments of title and securities of the club.

35 Financial year

- 35.1 The financial year of the club closes on 31 December in each year.

36 Distribution of surplus assets to another entity

- 36.1 This section applies if the club either of the following applies:

- The club is wound-up under part 10 of the *Associations Incorporations Act 1981*.
 - The club has surplus assets.
- 36.1.1 The surplus assets must not be distributed among the club members.
- 36.1.2 The surplus assets must be given to another entity to which each of the following applies:
- An entity having objects similar to the club's objects.
 - An entity whose rules prohibit the distribution of the entity's income and assets to its members.

Schedule 1

Classes of Historic Motor Cycles – clause 3.1.1

The following are the classes of self-propelled historic motor cycles, the restoration, retention and use of, are to be encouraged as an object of the club:

Class	Definition
Veteran	A motor cycle constructed up to and including 31 December 1918
Vintage	A motor cycle constructed between and including 1 January 1919 and 31 December 1930.
Post-vintage	A motor cycle constructed between and including 1 January 1931 and 31 December 1945
Post-war	A motor cycle constructed between and including 1 January 1946 and 31 December 1960
Historic	<p>Until 31 December 2010, an historic motor cycle is one constructed between and including 1 January 1961 and 31 December 1980</p> <p>On 1 January 2011 and after, an historic motor cycle is one constructed between and including 1 January 1961 and 31 December of the year 30 years before the then current year.</p>

Schedule 2

Proxy form – clause 29.4

Historical Motor Cycle Club of Queensland Inc [HMCCQ].

I, _____

of _____,

being a member of the HMCCQ, appoint _____ as my proxy,

to vote for me on my behalf at the (annual) general meeting of the HMCCQ, to be held on the.....day of.....20..... and at any adjournment of the meeting.

Signed this.....day of 20.....

.....

Signature

This proxy is to be used as follows:

Resolution	Proxy vote
	*For / Against
	*For / Against
	*For / Against
	*For / Against

*Strike out whichever is not wanted. (Unless otherwise instructed, the proxy may vote as the proxy considers appropriate.); and

Schedule 3

Designated regional towns for actual or potential area subcommittees

HISTORICAL MOTOR CYCLE CLUB QLD

Incorporated



REGISTER OF AMENDMENTS TO THE CONSTITUTION

Clause No	Description	Date created	Comments
5.3	Clause to be amended to read: - “Family membership will be an ordinary member plus any <u>two</u> nominated persons living at the same address as that ordinary member.” (Previously it was one nominated person.)	9/6/2012	

HISTORICAL MOTOR CYCLE CLUB QLD

Incorporated



REGISTER OF BY LAWS

No	Description	Date created	Date rescinded	Comments
1	A member wishing to nominate a proxy to vote on their behalf at any club meeting convened by the HMCCQ Management Committee must personally send their individual proxy form to the Club Secretary via the club's official mailing address. Proxies must be in the hands of the Secretary more than 48 hours before the time appointed for the start of the meeting. (as introduced at AGM 25 March 2006).	17/11/2011		Previous by-law considered still relevant
2	A Quorum for an Area Meeting: Four members present at an Area Meeting shall constitute a quorum.	17/11/2011		Previous by-law considered still relevant
3	The Management Committee shall consist of: President Vice-President Secretary Treasurer Membership Secretary	17/11/2011		Previous by-law considered still relevant
4	All Other By-Laws are repealed	17/11/2011		
5	With reference to Schedule 1 of the Club Constitution, the Historic Class will be subdivided into decades that will be known as Historic 60s, Historic 70s, Historic 80s, etc. i.e. Historic 60s is a motor cycle constructed between and including 1 January 1961 and 31 December 1969. Historic 70s is a motorcycle constructed between and including 1 January 1970 and 31 December 1979; and so on.	15/1/2013		