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Bicycle Institute of Queensland Inc.

Rules of Association

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1.0 NAME

The name of the incorporated association shall be BICYCLE INSTITUTE OF QUEENSLAND Inc. (in these Rules called "BiQ").

2.0 OBJECTS

The objects for which the BiQ is established are:

- 2.1 To promote, defend and protect the rights of cyclists.
- 2.2 To promote improvement in the safety and amenity of bicycling.
- 2.3 To promote the increased use of bicycles for transport and recreation throughout Queensland.
- 2.4 To investigate and promote bicycle facility design standards throughout Australia.
- 2.5 To investigate and promote appropriate nationwide standards for bicycles and associated equipment.
- 2.6 To investigate and promote cycling education.
- 2.7 To promote the obligations and rights of bicyclists as responsible and legitimate road users.
- 2.8 To promote effective traffic law enforcement and road safety education for other road users.
- 2.9 To represent statewide and nationally the interests of members.
- 2.10 To provide a forum for exchange of information and ideas between all members.
- 2.11 To provide support to other organizations to promote, defend and protect the rights of bicyclists.
- 2.12 To provide advice and information (within the means and expertise of the BiQ) to government, or its agencies, business and other groups and individuals.
- 2.13 To provide any goods and services that members may need to further cycling safety and amenity.

3.0 POWERS

The powers of the BiQ are:

- 3.1 To take over the funds and other assets and the liabilities of the present unincorporated association known as the "Bicycle Institute of Queensland";
- 3.2 To subscribe to, become a member of and co-operate with any other association, club or organization, whether- incorporated or not, whose objects are altogether or in part similar to those of the BiQ provided that the BiQ shall not subscribe to or support with its funds any club, association or, organization which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the BiQ under or by virtue of rule 28 (10);
- 3.3 In furtherance of the objects of the BiQ to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises;
- 3.4 To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connexion with, any of the objects of the BiQ: Provided that in case the BiQ shall take or hold any property which may be subject to any trusts the BiQ shall only deal with the same in such manner as is allowed by law having regard to such trusts;
- 3.5 To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the BiQ; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;

- 3.6 To appoint, employ, remove or, suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the BiQ;
- 3.7 To remunerate any person or body corporate for services rendered, or to be rendered, and whether, by way of brokerage or, otherwise in placing or, assisting to place or, guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated association or promotion of the incorporated association or in the furtherance of its objects;
- 3.8 To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or, control thereof;
- 3.9 To invest and deal with the money of the BiQ not immediately required in such manner as may from time to time be thought fit;
- 3.10 To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
- 3.11 In furtherance of the objects of the BiQ to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
- 3.12 To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or, secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay-off any such securities;
- 3.13 To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- 3.14 In furtherance of the objects of the BiQ to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the BiQ;
- 3.15 To take or hold mortgages, liens or, charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the BiQ, or any money due to the BiQ from purchasers and others;
- 3.16 To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Associations but subject always to the proviso in sub-rule (4);
- 3.17 To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the BiQ, in the shape of donations, annual subscriptions or otherwise;
- 3.18 To print and publish any newspapers, periodicals, books or leaflets that the BiQ may think desirable for the promotion of its objects;
- 3.19 In furtherance of the objects of the BiQ to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the BiQ and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the BiQ under or, by virtue of rule 28 (10);
- 3.20 In furtherance of the objects of the BiQ to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the BiQ is authorised to amalgamate;

- 3.21 In furtherance of the objects of the BiQ to transfer all or any part of the property, assets, liabilities and engagements of the BiQ to any one or more of the incorporated associations with which the BiQ is authorised to amalgamate;
- 3.22 To make donations for patriotic, charitable or, community purposes;
- 3.23 To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the BiQ, including specifically, but without limiting to , the power to organize and conduct public bicycle rides (whether or not a fee be charged to participants in such ride) and to do all such other things as are incidental of conducive thereto.

4.0 CLASSES OF MEMBERS

- 4.1 The membership of the BiQ shall consist of ordinary members, and any of the following classes of members (all classes of members are to be unlimited in numbers):
 - 4.1.1 Corporate members;
 - 4.1.2 Family or household members;
 - 4.1.3 Discount members.
- 4.2 The number of ordinary members shall be unlimited.
- 4.3 Admission of any person or group of persons to each of the respective classes of members specified in clause 4.1.1, 4.1.2 & 4.1.3 shall be determined in such manner as the management committee deems appropriate.
- 4.4 The entitlements of various classes of members shall be:
 - 4.4.1 Corporate membership shall entitle the holder, thereof to the voting rights and privileges of one ordinary member. A corporate member, has the right to appoint a delegate as a representative of that corporation.
 - 4.4.2 Household or family membership shall entitle the persons constituting such household admitted to household membership to the voting rights and privileges of two ordinary members,
 - 4.4.3 Discount members shall have all the rights and privileges of an ordinary member. A discount member, is any person who does not receive a wage or salary for paid work. This category includes pensioners, the unemployed and those on social security.

5.0 MEMBERSHIP

- 5.1 Every person who at the date of incorporation of the BiQ was a member of the unincorporated association and who on or before the date of incorporation agrees in writing to become a member of the BiQ shall be admitted by the Management Committee to the same class of membership of the BiQ as that member held in the unincorporated association, and shall not be required to pay any further subscription until the next due date for payment of that subscription. Every member, of the BiQ who previously to his agreeing to become a member of the BiQ has paid his subscription due on the first day of November, 1991, as a member of the unincorporated association, shall not be liable to pay any further sum by way of annual subscription to the BiQ for the period prior to the first day of November, 1991.
- 5.2 Every applicant for any class of membership of the BiQ (other than members of the unincorporated Association referred to in sub rule (1)) shall make application in writing in such form as the Management Committee from time to time prescribes.

6.0 MEMBERSHIP FEES

- 6.1 The membership fees for each class of membership shall be such sum as the members shall from time to time at any general meeting so determine.
- 6.2 The membership fees for each class of membership shall be payable at such time and in such manner as the Management Committee shall from time to time determine.

7.0 ADMISSION AND REJECTION OF MEMBERS

- 7.1 At the next meeting of the Management Committee after the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant.
- 7.2 Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.
- 7.3 Upon the acceptance or rejection of an application for any class of membership the secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

8.0 TERMINATION OF MEMBERSHIP

- 8.1 A member may resign from the BiQ at any time by giving notice in writing to the secretary. Such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date.
- 8.2 If a member:
 - 8.2.1 is convicted of an indictable offence; or
 - 8.2.2 fails to comply with any of the provisions of these Rules; or,
 - 8.2.3 has membership fees in arrears for a period of two months or more; or
 - 8.2.4 conducts himself in a manner considered to be injurious or prejudicial to the character or interests of the BiQ,

the Management Committee may consider whether his membership shall be terminated.

- 8.3 The member concerned shall be given a full and fair opportunity of presenting his case and if the Management Committee resolves to terminate his membership it shall instruct the secretary to advise the member in writing accordingly.

9.0 APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- 9.1 A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving written notification thereof, lodge with the secretary written notice of his intention to appeal against the decision of the Management Committee.
- 9.2 Upon receipt of a notification of intention to appeal against rejection or termination of membership the secretary shall convene, within three months of the date of receipt by him of such notice, a general meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present his case and the Management Committee or those members thereof who rejected the application for membership or terminated the membership subsequently shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of the members present at such meeting.
- 9.3 Where a person whose application is rejected, does not appeal against the decision of the Management Committee within the time prescribed by these Rules or so appeals but the appeal is unsuccessful, the secretary shall forthwith refund the amount of any fee paid.

10.0 REGISTER OF MEMBERS

- 10.1 The Management Committee shall cause a Register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the BiQ and the dates of their admission.
- 10.2 Particulars shall also be entered into the Register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Management Committee or the members at any general meeting may require from time to time.

10.3 The Register shall be open for inspection at all reasonable times by any member who previously applies to the secretary for such inspection.

11.0 MEMBERSHIP OF THE MANAGEMENT COMMITTEE

11.1 The Management Committee shall consist of the President, Vice- President, Secretary and Treasurer, all of whom shall be members of the BiQ.

11.2 At the annual general meeting of the BiQ, all the members of the Management Committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.

11.3 The election of officers of the Management Committee shall take place in the following manner:

11.3.1 Any two members of the BiQ may nominate any other member to serve as an officer of the Management Committee,

11.3.2 The nomination, which shall be in writing and signed by the member and his proposer and seconder, shall be lodged with the secretary at least fourteen days before the annual general meeting at which the election is to take place;

11.3.3 A list of the candidates' names in alphabetical order, with the proposers' and seconders' names, shall be posted in a conspicuous place in the office or usual place of meeting of the BiQ for at least seven days immediately preceding the annual general meeting;

11.3.4 Balloting lists may be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;

11.3.5 Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

12.0 RESIGNATION OF MEMBERS OF THE MANAGEMENT COMMITTEE

Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the secretary but such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date or such member may be removed from office at a general meeting of the BiQ where that member shall be given the opportunity to fully present his case. The question of removal shall be determined by the vote of the members present at such a general meeting.

13.0 VACANCIES ON MANAGEMENT COMMITTEE

13.1 The Management Committee shall have power at any time to appoint any member of the BiQ to fill any casual vacancy on the Management Committee until the next annual general meeting,

13.2 The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a general meeting of the Association, but for no other purpose.

14.0 FUNCTIONS OF THE MANAGEMENT COMMITTEE

14.1 Except as otherwise provided by these Rules and subject to resolutions of the members of the BiQ carried at any general meeting the Management Committee:

14.1.1 shall have the general control and management of the administration of the affairs, property and funds of the BiQ; and

- 14.1.2 shall have authority to interpret the meaning of these Rules and any matter relating to the BiQ on which these Rules are silent.
- 14.2 The Management Committee may exercise all the powers of the BiQ:
 - 14.2.1 to borrow or raise or secure the payment of money in such manner as the members of the BiQ may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other, engagement incurred or to be entered into by the BiQ in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or, pay off any such securities;
 - 14.2.2 to borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long, and to mortgage or charge its property or, any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the BiQ, and to provide and pay off any such securities; and
 - 14.2.3 to invest in such manner as the members of the BiQ may from time to time determine.

15.0 MEETINGS OF MANAGEMENT COMMITTEE

- 15.1 The Management Committee shall meet at least once every calendar month to exercise its functions.
- 15.2 A special meeting of the Management Committee shall be convened by the secretary on the requisition in writing signed by not less than one-third of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- 15.3 At every meeting of the Management Committee a simple majority of a number, equal to the number of members elected, shall constitute a quorum.
- 15.4 Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit: Provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.
- 15.5 A member of the Management Committee shall not vote in respect of any contract or proposed contract with the BiQ in which he is interested, or any matter arising thereout, and if he does so vote his vote shall not be counted.
- 15.6 Not less than fourteen days notice shall be given by the secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat.
- 15.7 The President shall preside as Chairman at every meeting of the Management Committee, or if there is no President, or if at any meeting he is not present within ten minutes after the time appointed for holding the meeting, the Vice-President shall be Chairman or if the Vice-President is not present at the meeting then the members may choose one of their number to be Chairman of the meeting.
- 15.8 If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

16.0 DELEGATION BY THE MANAGEMENT COMMITTEE

- 16.1 The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the BiQ as the Management Committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee.
- 16.2 A sub-committee may elect a Chairman of its meetings, if no such Chairman is elected, or if at any meeting the Chairman is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their number to be Chairman of the meeting.
- 16.3 A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.

17.0 ACTS OF THE MANAGEMENT COMMITTEE

All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.

18.0 WRITTEN RESOLUTIONS OF THE MANAGEMENT COMMITTEE

A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

19.0 FIRST GENERAL MEETING

The first general meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the BiQ, and at such place as the Management Committee may determine.

20.0 ANNUAL GENERAL MEETINGS

- 20.1 The annual general meeting shall be held within three months of the close of the financial year.
- 20.2 The business to be transacted at every annual general meeting shall be:
- 20.2.1 the receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the BiQ for the preceding financial year;
 - 20.2.2 the receiving of the auditor's report upon the books and accounts for the preceding financial year;
 - 20.2.3 the election of members of the Management Committee; and
 - 20.2.4 the appointment of an auditor.

21.0 SPECIAL GENERAL MEETINGS

- 21.1 The secretary shall convene a special general meeting
- 21.1.1 when directed to do so by the Management Committee; or
 - 21.1.2 on the requisition in writing signed by not less than one third of the members presently on the Management Committee or not less than the number of ordinary members of the BiQ which equals double the number of members presently on the Management Committee plus one. Such requisition shall clearly state the reasons

why such special general meeting is being convened and the nature of the business to be transacted thereat; or

- 21.1.2 on being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person.

22.0 GENERAL MEETINGS

- 22.1 At any general meeting the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.
- 22.2 No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of this rule "member" includes a person attending as a proxy or as representing a corporation which is a member.
- 22.3 If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or the BiQ, shall lapse. In any other, case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.
- 22.4 The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

23.0 NOTICE OF GENERAL MEETINGS

- 23.1 The secretary shall convene all general meetings of the BiQ by giving not less than 7 days notice of any such meeting to the members of the BiQ.
- 23.2 The manner by which such notice shall be given shall be determined by the Management Committee: Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his membership by the Management Committee, shall be given in writing. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

24.0 CHAIR AND VOTING OF GENERAL MEETINGS

Unless otherwise provided by these Rules, at every general meeting:

- 24.1 the President shall preside as Chairman, or if there is no President, or if he is not present within fifteen minutes after, the time appointed for the holding of the meeting or, is unwilling to act, the Vice-President shall be the Chairman or if the Vice-President is not present or is unwilling to act then the members present shall elect one of their number to be Chairman of the meeting;
- 24.2 the Chairman shall maintain order and conduct the meeting in a proper and orderly manner;
- 24.3 every question, matter or resolution shall be decided by a majority of votes of the members present;
- 24.4 every member present shall be entitled to one vote and in the case of an equality of votes the Chairman shall not have a second or, casting vote and the resolution shall be cast in the negative. Provided that no member shall be entitled to vote at any general meeting if his annual subscription is more than one month in arrears at the date of the meeting;
- 24.5 voting shall be by show of hands or a division of members, unless not less than one fifth of the members present demand a ballot, in which event there shall be a secret ballot. The

Chairman shall appoint two members to conduct the secret ballot in such manner, as he shall determine and the result of the ballot as declared by the Chairman shall be deemed to be the resolution of the meeting of which the ballot was demanded;

- 24.6 a member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or, a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote;
- 24.7 the instrument appointing a proxy shall be in writing, in the common or usual form, under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy may but need not be a member of the Association. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot;
- 24.8 where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit: Association

I, _____ of, _____, being a member of the abovenamed Association, hereby appoint _____ of _____, or failing him, _____ of _____ as my proxy to vote for me on my behalf at the (annual) general meeting of the BiQ, to be held on the _____ day of _____ 19xx, and at any adjournment thereof.

Signed this _____ day of _____, 19xx. Signature

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

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

- 24.9 the instrument appointing a proxy shall be deposited with the secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and
- 24.10 the secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member, who previously applies to the secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the Chairman of that meeting or, the Chairman of the next succeeding general meeting: Provided that the minutes of any annual general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting or annual general meeting.

25.0 BY-LAWS

The Management Committee may from time to time make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the BiQ and any by-law may be set aside by a general meeting of members.

26.0 ALTERATION OF RULES

Subject to the provisions of the Associations incorporation Act 1981, these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting:

Provided that no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the Director-General and the Department of Justice, Brisbane.

27.0 COMMON SEAL

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

28.0 FUNDS AND ACCOUNTS

- 28.1 The funds of the Association shall be deposited in the name of the BiQ in such bank or permanent building society as the Management Committee may from time to time direct.
- 28.2 Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the BiQ and the particulars usually shown in books of a like nature.
- 28.3 All moneys shall be deposited as soon as practicable after receipt thereof.
- 28.4 All amounts of one hundred dollars or over shall be paid by cheque signed by any two of the president, secretary, treasurer or other member, authorised from time to time by the Management Committee.
- 28.5 Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupment which may be open.
- 28.6 The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.
- 28.7 All expenditure shall be approved or ratified at a Management Committee meeting.
- 28.8 As soon as practicable after the end of each financial year, the treasurer shall cause to be prepared a statement containing particulars of:
 - 28.8.1 the income and expenditure for the financial year just ended; and
 - 28.8.2 the assets and liabilities and of all mortgages, charges and securities affecting the property of the BiQ at the close of that year.
- 28.9 All such statements shall be examined by the auditor who shall present his report upon such audit to the secretary prior to the holding of the annual general meeting next following the financial Year in respect of which such audit was made.
- 28.10 The income and property of the Association whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or, indirectly by way of dividend, bonus or otherwise by way of profit to or, amongst the members of the BiQ provided that nothing herein contained shall prevent the payment in good faith of interest to any such member, in respect of moneys advanced by him to the BiQ or otherwise owing by the BiQ to him or of remuneration to any officers or servants of the BiQ or to any member of the BiQ or other person in return for any services actually rendered to the BiQ provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the BiQ or reasonable and proper rent for premises demised or let to the BiQ.

29.0 DOCUMENTS

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

30.0 FINANCIAL YEAR

The financial year of the BiQ shall close on the 31st December in each year.

31.0 DISTRIBUTION OF SURPLUS ASSETS

If the BiQ shall be wound up in accordance with the provisions of the Associations incorporation Act 1981, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the BiQ, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the BiQ, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the BiQ under or by virtue of rule 28 .10, such institution or institutions to be determined by the members of the BiQ.