



# The Constitution of the Canberra Model Railway Club Incorporated

(Incorporation Certificate Number A00758)  
(Incorporated in the Australian Capital Territory in 1980)

### AMENDMENT STATUS

DATE	PART	EFFECT
15 August 2012		Original
17 August 2016	Part 9 - Funds	Introduced authorisation for electronic funds transfer
August 2018	All parts	Revision of membership categories, Management Committee composition, quorum requirements, voting rights, and Club Objects and Purposes.

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## Part 1: Preliminary

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### 1.1 Definitions

In these rules, a definition applies except so far as the contrary intention appears.

“*assets*” will mean all equipment, tools, layouts, rolling-stock and IT and electrical equipment owned by CMRCI.

“*Club*” means the Canberra Model Railway Club Incorporated.

“*CMRCI*” means the Canberra Model Railway Club Incorporated.

“*committee member*” means a member of the Management Committee of the CMRCI as set out within this document (see Part 6).

“*exhibition manager*” means a person appointed consequential to a Management Committee decision, who will organise a specifically nominated model train exhibition; the risk for which, or profits from which, will be respectively borne or accepted by the CMRCI solely.

“*financial year*” means the year ending 30 June.

“*management committee*” has the meaning described in Part 6 of this Constitution.

“*meeting*” means an assembly of club members who participate either in person or by use of any technology assisted means.

“*member*” means a club member, however described, of the CMRCI

“*property*” means all assets owned and monies held by CMRCI.

“*the Act*” means the *Associations Incorporation Act 1991*.

“*the Regulation*” means the *Associations Incorporation Regulation 1991*.

## **1.2 Application of Legislation.**

The *Legislation Act 2001* applies to these rules in the same way as it would if they were an instrument made under the Act.

## **1.3 Name**

The name of the Association will be known as the Canberra Model Railway Club Incorporated, to be abbreviated as CMRCI in this Constitution.

## **1.4 Objects**

As a community-based, not-for-profit organisation, the Objects and Purposes of the CMRCI are:

- (a) to foster and promote the hobby of model railways;
- (b) to use peer education to foster in Club members model railway knowledge and skills;
- (c) to promote the hobby through organisation of, or participation in, model railway exhibitions and skill learning activities related to the construction of railway models and layouts; and other aspects of the hobby run on a not-for-profit basis; and
- (d) to participate in other community service events at such time as the Management Committee determines.

# **Part 2: Membership**

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## **2.1 Membership Categories**

The membership categories of CMRCI are:

- a. voting members, who are either:
  - i. general members, or
  - ii. life members
- b. non-voting members, who are either:
  - i. corresponding members, or
  - ii. associate members.

### **2.1.1 General Members**

A person is eligible to become a member if they are aged 18 years or more, subscribe to the objects of the Club, and pay any prescribed fees. Members must comply with the eligibility criteria as determined and promulgated by the Management Committee.



General members will:

- a. be bound by the constitution and the related policies, procedures and guidelines of CMRCI;
- b. at all times, act for and on behalf of the interests of CMRCI and their fellow members; and
- c. be entitled to attend, debate and vote at all General Meetings.

### **2.1.2 Life Members**

Life membership may be granted by CMRCI if a person is considered by the Management Committee to have made an outstanding contribution to the Club's Objects. A proposal, giving reasons, must be tabled at an AGM and be endorsed by a quorum of members.

The number of life members shall not exceed 10% of the Club's total membership at the time of granting.

Life members are not required to pay the annual fee, once appointed. They may attend, debate and vote at all General Meetings.

### **2.1.3 Corresponding Members**

Corresponding members are active Club members who, for reasons accepted by the Management Committee, will not be resident in Canberra (or the immediate region) for a period of time, and to whom the Club wishes to provide the benefits of membership.

Corresponding members are not required to pay membership fees.

The status of all Corresponding Members must be reviewed by the Management Committee at the first meeting immediately following each AGM.

### **2.1.4 Associate Members**

Immediate family members of voting members are granted automatic associate membership of the CMRCI.

Associate members shall be entitled to attend General Meetings but not debate or vote.

## **2.2 Admission of New Members**

Application for membership may be made to the CMRCI Secretary who shall table the proposal before the Management Committee for decision at the next Management Committee meeting.

Where the Management Committee approves the application for membership, the Secretary shall notify the applicant of the approval, invite the applicant to the next general Club meeting, and request them to pay the membership fee, within 28 days after notification.

The Secretary shall, on payment by the nominee of the amounts referred to above, enter the applicant's name in the Register of Members and, upon the name being so entered, the applicant shall become a member of the Club.

Where the Management Committee does not approve the application for membership, the Secretary shall contact the applicant informing them of the resolution and the grounds on which it is based.

### **2.3 Failure of Application**

An applicant who is refused membership may advise the Management Committee - by writing to the CMRCI Secretary - that they (the applicant) wish to appeal decision and address the Management Committee at a meeting within one calendar month of the notice being given. On receipt of the applicant's correspondence, the Club Secretary shall schedule a meeting and advise the applicant of the date, time and place of that meeting.

If the applicant fails to change the Management Committee's decision, then the effect of the resolution shall be immediate; and the Secretary shall advise the applicant of the Management Committee's final decision.

### **2.4 Cessation of Membership**

A person ceases to be a member of the Club if they:

- a. die;
- b. resign from the Club;
- c. are expelled from the Club; or
- d. fail to renew membership of the Club by December of that year.

### **2.5 Transferring of Membership**

Membership entitlements are not transferable. A right, privilege or obligation that a person has because of being a member of the Club:

- a. cannot be transferred or transmitted to another person; and
- b. terminates on cessation of the person's membership.

## **2.6 Resignation of Membership**

A member who has paid all the amounts payable to the Club may resign from the Club by giving notice to the Secretary of their resignation. Unless the resignation is in writing by the resigning member, the record of resignation should be confirmed by at least two Club Members, and the resignation recorded by the Management Committee during their next meeting.

Where a person otherwise ceases to be a member, the Secretary shall make an appropriate entry in the Register of Members, recording the date on which the cessation took effect.

## **Part 3: Fee, Subscriptions and Liabilities**

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### **3.1 Fees and Subscriptions**

No entry or exit fees shall be levied by the Club.

The Club's annual membership subscription shall be reviewed each financial year by the Management Committee. If there is a requirement to change the fee then that change is to be presented to the AGM for endorsement by a quorum of members.

The agreed fee is to come into effect at the start of the Club's next financial year, immediately after it is passed at the AGM.

The annual membership subscription (July-June) is due:

- a. on 01 July each year, except
- b. if a person becomes a member after 1 October then they will be charged on a pro-rata basis for the balance of the financial year.

### **3.2 Member Liabilities**

The liability of a member to contribute towards the payment of the debts and liabilities of the Club, or the costs, charges and expenses of the winding up of the Club, is limited to the amount, if any, of unpaid fees by the member.

## **Part 4: Club Liabilities to Members**

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Members participating in Club activities do so of their own free will and the Club is not liable to any member for any injury, loss or damage to the member, or their property.

Where a payment is made, including under the Club's insurance policies, any such payment shall be without prejudice and ex-gratia.

## **Part 5: Club Member Obligations**

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### **5.1 Member Obligations**

Club Members shall uphold and promote the Objects and Purposes of the Canberra Model Railway Club Incorporated.

### **5.2 Suspension of a Member**

Where the Management Committee considers that a member has:

- a. persistently refused or neglected to comply with a provision in these rules; or has
- b. persistently and wilfully acts in a manner prejudicial to the Club;

Then the Management Committee may, by resolution:

- a. suspend the member from such rights and privileges of membership for a specified period; or
- b. expel the member from the Club.

Prior to any suspension or expulsion taking effect, the Secretary shall contact the member in writing informing them:

- a. of the resolution of the Management Committee and the grounds on which it is based;
- b. that they (the member) may address the Management Committee - in an oral presentation and using other resources as appropriate - at a meeting which must be convened within one calendar month of the notice being given; and
- c. informing the member of the date, time, place of that meeting, and also, of the time set aside for the member to state his/her position.

If the member fails to change the Management Committee's decision, then the effect of the resolution shall be immediate; and if expelled the Secretary shall amend the Register of Members accordingly to confirm the change of record during the next Management Committee meeting.

## **Part 6: The Management Committee**

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### **6.1 Composition**

The Management Committee comprises the following elected members:

- a. the Office-Bearers of the Club; and
- b. at least three further voting Club members.

The Office-Bearers of the Club are:

- a. President;
- b. Vice-President;
- c. Secretary; and
- d. Treasurer.

All members shall be elected or appointed in accordance with this Constitution.

### **6.2 General Functions**

The Management Committee, subject to the *Act*, the Regulations, this Constitution and to any resolution passed by the Club in general meeting:

- a. controls and manages the affairs of the Club;
- b. shall exercise all functions other than those functions that are specifically required by these rules to be exercised by the Club in general meeting; and
- c. has power to perform all acts and do all things that appear to be necessary or desirable for the proper running of the CMRCI.

Each member of the Management Committee shall, subject to these rules, hold office until the conclusion of the AGM following the date of that member's election, - Each Management Committee member is eligible for re-election for further terms of office.

### **6.3 Election of the Management Committee**

The ballot for the election of the Club's Management Committee shall be conducted at the AGM. Nominations for candidates for election as Management Committee members should be made in writing to the Secretary fourteen days prior to the AGM.

If there are insufficient written nominations to fill vacancies, nominations may be called from the floor at the AGM;

In respect of the election of Management Committee members:

- a. if insufficient nominations are received to fill all vacancies on the Management Committee, the candidates nominated shall be deemed to be elected;
- b. if the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be taken to be elected;
- c. if the number of nominations received exceeds the number of vacancies to be filled, a secret ballot shall be held. Candidates will be ranked in order of number of votes received. Vacancies will be filled in order from the highest number of votes received until all vacancies are filled.

A person is not eligible to hold more than one position on the Management Committee.

### **6.4 Casual Vacancies**

If there is a vacancy in the membership of the Management Committee, deemed a 'casual vacancy' the Management Committee may appoint a member of the Club to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the next AGM after the date of the appointment.

### **6.5 Renumeration of Members**

A member of the Management Committee shall not be paid for services while working as a member of the Committee.

### **6.6 Duties of the President**

The CMRCI President shall ensure that:

- a. the Management Committee members discharge the duties of their office;
- b. the Club Public Officer requirements are fully met and discharged;
- c. the Club is managed in a manner conducive to the longevity of the Club;

- d. a yearly report is presented by the President and signed by two current Management Committee members. This report should state the name of Management Committee members during the year, list the principal activities of the Club for the year, and the Club's net financial position at the end of the financial year;
- e. the Treasurer presents to members at the AGM:
  - i a statement of the Club's accounts for the most recently ended financial year;
  - ii a copy of the auditor's report for the accounts;
- f. copies of these documents are provided to all members;
- g. any prescribed documents are lodged with the Australian Capital Territory Office of Regulatory Services within the time frame specified in the *Act*;
- h. in the absence of the Secretary, an Acting-Secretary for the meeting is appointed;
- i. a summary report of each Management Committee meeting is available for the information of all members; and
- j. the Club maintains all registers as appropriate to the management of the Club, and that all registers are reviewed by the Management Committee at the meeting immediately prior to the AGM.

#### **6.7 Duties of the Vice President**

In the absence or unavailability of the President, the Vice President shall undertake the duties of the President as listed in Clause 6.6.

#### **6.8 Duties of the Secretary**

The CMRCI Secretary shall:

- a. maintain a Register of Club Members recording the details as specified within the *Act*;
- b. keep minutes of meetings and are to include:
  - i all elections and appointments of Office-Bearers and Management Committee members,
  - ii the names of members of the Management Committee present at Management Committee and General Meetings, and
  - iii all proceedings at Management Committee and General Meetings.

- c. keep a record of any meeting, that if later approved by two or more of those present at that meeting, shall become the Club's formal record of that meeting;
- d. perform the duties of Public Officer;
- e. partially represent the functions of the Treasurer, should it be necessary during the latter's absence during a meeting, including receiving moneys and issuing receipts. The Secretary will hand all moneys to the Treasurer at the earliest opportunity, with a record of the transfer and receipt being made at the same time;
- f. notify the ACT Government and other relevant authorities of the name and address of the Club's Public Officer following each AGM, or following a change of Public Officer, or following the Public Officer changing their address, with this advice to occur within the time frame specified in the *Act*;
- g. subject to the *Act*, the Regulation and this Constitution, keep in their custody, or under their control, all records, books, and other documents relating to the Club; and
- h. make available the records, books and other documents of the Club for inspection, free of charge, by any member of the Club at a place in the Australian Capital Territory at any reasonable hour.

## **6.9 Duties of the Treasurer**

The CMRCI Treasurer shall:

- a. collect and receive all amounts owing to the Club and make all payments authorised by the Club;
- b. keep correct accounts and books showing the financial affairs of the Club with full details of all receipts and expenditure connected with the activities of the CMRCI;
- c. provide on-going reports on the financial situation of CMRCI at each Management Committee meeting during the year;
- d. prior to the AGM, prepare the statement of accounts in sufficient time to meet the requirements of the *Act*. The statement shall give a true and fair account of the income and expenditure of the Club during its most recently ended financial year, and of its assets and liabilities at the end of that financial year; stating any mortgages, charges and other securities affecting Club property at the end of the financial year. The statement shall also be prepared in a timely manner to enable the Management Committee to consider and comment upon the statement;



- e. present a statement of accounts at the AGM showing receipts and expenditures for the immediate past financial year for the consideration and/or endorsement of Club Members;
- f. help the Management Committee to appoint an auditor, who is not a member of the Management Committee, each year; and
- g. provide every assistance to the auditor as the auditor examines all accounts, vouchers and receipts, audits the books and the balance sheet provided by the Treasurer, before the auditor furnishes a report thereupon and which shall be submitted to the AGM.

#### **6.10 Duties of the Public Officer**

The Secretary is to undertake the duties of CMRCI Public Officer.

The CMRCI Public Officer shall:

- a. discharge the functions and requirements of the *Act*;
- b. act as the contact between the Club and the ACT Government or its agents;
- c. ensure that the CMRCI Certificate of Incorporation is displayed at all times in a location determined by the Management Committee;
- d. keep the Common Seal of the Club in a secure location; and
- e. ensure that the Common Seal shall not be affixed to any instrument except by authority of the Management Committee and that affixing of the Common Seal shall be attested by the signatures of two members of the Management Committee - at least one of whom shall be an Office-Bearer.

#### **6.11 Management Committee Vacancies**

A vacancy on the Management Committee happens if a member:

- a. dies;
- b. ceases to be a member of the Club;
- c. resigns;
- d. is removed from office as provided for in this Constitution;
- e. becomes an insolvent under administration within the meaning of the *Corporations Act*;
- f. suffers from mental or physical incapacity;
- g. is disqualified from office under the *Act*, or

- h. is absent without the consent of the Management Committee from three consecutive meetings of the Management Committee.

## **6.12 Removal from the Management Committee.**

A Management Committee member may be removed from their position by the Club, on recommendation from the Management Committee, in a general meeting resolution and subject to the *Act* before the end of the member's term of office and where any such vote receives the support of a majority of all voting Club Members.

## **6.13 Conduct of Management Committee Meetings**

### **6.13.1 Frequency and Notice of Meetings**

The Management Committee must meet at least once per quarter at such place in the Australian Capital Territory and time that the President may determine.

Meetings are to be called by the President within seven days of receipt of a request from three Management Committee members and shall be convened within 14 days of receiving such a request.

A notice of a meeting of the Management Committee shall be given in writing or via e-mail by the Secretary to each member of the Management Committee at least 48 hours before the time appointed for the meeting.

The notice of a meeting shall specify the general nature of the business to be transacted at the meeting.

### **6.13.2 Quorum**

A quorum at a Management Committee meeting is one half plus one of the members of the Committee and is to include at least one Office-Bearer.

No business shall be transacted by the Management Committee unless a quorum is present and if within thirty minutes after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to a time determined in accordance with the provisions of this Constitution.

At Management Committee meetings, the President, or in the absence of the President and Vice President, a Chairperson chosen by the Committee Members present, shall preside.

#### **6.14 Delegation to Sub-Committees**

The Management Committee may delegate to one or more Sub-Committees the exercise of such of the functions of the Management Committee as are specified other than a function imposed on the Management Committee by the *Act*, or by resolution of the Club in general meeting.

The Club President, or another Office-Bearer nominated by the President, is to be an ex-officio member of all Sub-Committees.

The Management Committee may place specific conditions on a sub-Committee empowered to exercise a delegation.

A function, the exercise of which has been delegated to a Sub-Committee under this rule, may be exercised until the delegation is revoked.

Notwithstanding any delegation under this rule, the Management Committee may continue to exercise any function delegated.

Any act or thing done or suffered by a Sub-Committee acting in the exercise of a delegation under this rule has the same force and effect as if it had been done by the Management Committee.

The Management Committee may revoke wholly or in part any delegation to a sub-Committee.

A Sub-Committee shall meet as it thinks proper.

#### **6.15 Management Committee Voting and Decisions**

Issues arising at a meeting of the Management Committee or of any Sub-Committee shall be determined by a simple majority of the votes of members of the Management Committee or Sub-Committee present at the meeting;

Each member present at a meeting of the Management Committee or of any Sub-Committee is entitled to one vote, but, in the event of a tied vote on any question, the person presiding may exercise a second or casting vote;

Any act or thing done or suffered, or purporting to have been done or suffered, by the Management Committee or by a Sub-Committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Management Committee or Sub-Committee; and

The Management Committee may act despite any vacancy on the Management Committee.

## **Part 7: Annual General Meetings**

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### **7.1 Holding of the Annual General Meeting (AGM)**

The Management Committee shall convene an AGM of the members of the Club at least once in each calendar year and within the period of five months after the end of the Club's financial year. The AGM shall be specified as such in the notice convening it.

The AGM of the Club shall, subject to the *Act*, be convened in the Australian Capital Territory at a place the Management Committee thinks fit.

In addition to any other business which may be transacted at an AGM, the business of an AGM shall be:

- a. to confirm the minutes of the preceding AGM and of any general meeting held since that meeting;
- b. to receive from the Management Committee reports on the activities of the Club during the preceding financial year;
- c. to elect members of the Management Committee including Office-Bearers;
- d. to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to the *Act*;
- e. to appoint the auditor for the next financial year; and
- f. to discharge any other obligations specified in this Constitution.

## **Part 8: General Meetings**

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### **8.1 Timing of Meetings**

The Management Committee may, whenever it thinks fit, convene a general meeting of the Club, with the period between General Meetings to be not less than two months.

### **8.2 Calling a General Meeting**

Following a request in writing of not less than one third of the total number of voting members, the Management Committee shall convene a general meeting of the Club.

A request for a General Meeting:

- a. shall state the purpose or purposes of the meeting;
- b. shall be signed by the members making the request;
- c. shall be lodged with the Secretary; and

- d. may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

If the Management Committee fails to convene a General Meeting within one calendar month after the date on which a request by members for the meeting was lodged with the Secretary, any one or more members who made the request may convene a General Meeting to be held not later than three months after that date.

A General Meeting convened in this way shall be convened as nearly as is practicable in the same manner as General Meetings convened by the Management Committee and any member who thereby incurs expense is entitled to apply to a subsequent General Meeting of the Club to be reimbursed by the Club for any reasonable expense incurred.

### **8.3 Procedures for General Meetings**

Except where the nature of the business proposed to be dealt with at a General Meeting requires a special resolution of the Club, the Secretary shall, at least fourteen days before the date fixed for the holding of a General Meeting, present to each member appearing in the Register of Members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

Where the nature of the business proposed to be dealt with at a General Meeting requires a Special Resolution of the Club, the Secretary shall, at least twenty-one days before the date fixed for the holding of the General Meeting, notify each member specifying, in addition to the matter required under that sub-rule, the intention to propose the resolution as a Special Resolution.

No business other than that specified in the notice convening a General Meeting shall be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted as noted in this Constitution.

A member desiring to bring any business before a General Meeting may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a General Meeting given after receipt of the notice from the member.

No item of business shall be transacted at a General Meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.

A quorum for the transaction of the business of a General Meeting comprises one-third of the CMRCI membership.

If within thirty minutes after the appointed time for the commencement of a General Meeting a quorum is not present, the meeting stands adjourned to a time determined in accordance with the provisions above.

The President, or in the absence of the President, the Vice President or a member of the Management Committee chosen by the members of the Management Committee present, shall preside at each General Meeting of the Club.

The person presiding at a General Meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting.

Where a General Meeting is adjourned, the Secretary shall subsequently give written or oral notice to each member of the Club stating the place, date and time for the meeting's continuance.

#### **8.4 Voting at General Meetings**

A vote on a question arising at a General Meeting of the Club shall be undertaken by a show of hands unless a secret ballot is requested by the person presiding or not less than three members present.

The result of votes shall be determined by a simple majority.

At a General Meeting of the Club, a vote may be demanded by the person presiding or by not less than three members present.

Where the vote is demanded at a General Meeting, the vote shall be taken before the close of the meeting.

At a General Meeting of the Club a voting member has one vote only. Associate and corresponding members do not have voting rights.

In the case of an equality of votes on a question at a General Meeting, the person presiding is entitled to exercise a second or casting vote.

All votes shall be given personally or by a proxy vote.

#### **8.5 Proxy Votes**

Members have the right to appoint another member to act as their proxy at a meeting. The member giving the proxy power must provide written authorisation specific to the date and meeting where the authorisation is to be used and stating the person to whom the authority is given.

The authority must be tabled with the meeting Secretary prior to it being applied. An appointment of a proxy may specify the way the proxy is to vote on any resolution. Where a meeting or issue is deferred, the proxy vote shall equally apply to the revised meeting date. A proxy authorisation given to one member may not be transferred to another member.

A member or proxy is not entitled to vote at any General Meeting of the Club unless all monies due and payable to the Club by the member and the proxy have been paid.

The holding of proxy vote(s) does not affect the way that the holder casts the vote they have as a member.

The written proxy (vote) authorisation is to be retained by the Secretary for inclusion with the Club records.

## **8.6 Electronic Voting**

A Club Member may also lodge or cast a vote by use of any electronic means capable of generating a record of that transmission. This vote can only be accepted if there is no change to the motion for which it was lodged.

## **Part 9: Funds**

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### **9.1 Purpose**

Subject to any resolution passed by the Club in General Meeting, the funds of the Club shall be used in pursuance of the Objects of the Club in such a manner as the Management Committee determines.

### **9.2 Management**

The funds of the Club shall be derived from the annual subscriptions of members, donations, payments for Club attendance at exhibitions and, subject to any resolution passed by the Club in General Meeting and the Act, such other sources as the Management Committee determines.

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

The Club shall, as soon as practicable after receiving any monies, issue an appropriate receipt.

All cheques, Electronic Funds Transfers and other negotiable instruments shall be signed or approved by two of the authorised members of the Management Committee.

The standards to be used in any Club project must be approved by a simple majority of the ordinary members present at a General Meeting. Funds shall not be committed to any project without such approval.

The assets and income of CMRCI shall be applied solely in furtherance of prescribed Objects, and no portion shall be distributed directly or indirectly to the members of CMRCI, except as bona fide compensation for services rendered or expenses incurred on behalf of CMRCI.

## **Part 10: Service of Notices**

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A notice may be served by or on behalf of the Club on any member either personally or by sending it by post or other form of transmission to the member at any of the member's addresses shown in the register of members.

If a document is sent to a person electronically or by properly addressing, prepaying and posting to the person a letter containing the document, the document is taken for these rules, unless the contrary is proved, to have been served on the person:

- a. at the time a receipt is issued electronically by the recipient's machine if the document is sent by electronic transfer; or
- b. if sent by ordinary mail, at the time when the letter would have been delivered in the ordinary course of post.

## **Part 11: Surplus Property**

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CMRCI, in the course of its ordinary business, may dispose of assets it considers no longer necessary to achieve the Club's Objects and Purposes.

At each AGM, the Club shall pass a Special Resolution nominating either another Club, or a fund, authority or institution in which it is to vest its surplus property in the event of dissolution or winding up of the Club.

A Club, authority or institution chosen to be vested with surplus CMRCI property in the event of dissolution or winding up of the Club, will be nominated on the basis of the latter's compliance with the *Act*.

In the event of CMRCI being dissolved / wound up, the amount that remains after such dissolution / winding up and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual members.