



**Noarlunga Model Aero Sports Incorporated**

**Constitution**

# Noarlunga Model Aero Sports Incorporated

## Constitution

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# Noarlunga Model Aero Sports Incorporated

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### 1 Name

The Name of the Incorporated Association is Noarlunga Model Aero Sports Incorporated, referred to herein as the “Association”.

### 2 Definitions

‘**Committee**’ – shall mean the Committee of Management of the Association.

‘**General Meeting**’ – shall mean an Annual General Meeting or Special General Meeting of Members of the Association convened in accordance with these rules.

‘**MAAA**’ - Model Aeronautical Association of Australia Incorporated.

‘**MASA**’ - Model Aerosport SA Incorporated.

‘**Member**’ – shall mean a Member of the Association.

‘**Month**’ - shall mean a calendar month.

‘**Special Resolution**’ - means a Special Resolution defined in the Act.

‘**The Act**’ - means the Associations Incorporation Act 1985.

‘**The Regulations**’ - means Associations Incorporation Regulations 2008.

### 3 Purpose and Objectives of the Association

- a) To promote the development of model aviation in South Australia and in particular the southern districts, and also the promotion, protection, organisation and encouragement in every way of the building, flying and development of model aircraft and model aeronautics generally within South Australia.
- b) To promote the development of competition, sport and recreational model aviation.
- c) To affiliate with MASA and the MAAA and through it the Air Sports Australia Confederation Incorporated (ASAC) and the Federation Aeronautique Internationale (FAI).
- d) To commit one (1) Member of the Committee to be the MASA Representative.
- e) To hold and deal with real and personal property in any way consistent with the above objects.

### 4 Powers of the Association

The powers of the Association are subject to section 25 of the Act and any extraordinary expenses or borrowing exceeding AUD\$3,000.00 shall be subject to approval at a General Meeting.

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### 5 Membership

Membership of the Association shall be subject to Committee approval by way of simple majority vote, in accordance with Association rules, and shall be open to the following:

#### 5.1 Types of Membership

a) Patron Member:

Persons of distinguished position who on invitation from the Committee, desire to foster the objectives of the Association.

b) Honorary Member:

Visitors or Members of Affiliated Associations invited to participate in Association activities on a particular day or for an extended period approved by the Executive of the Committee on proof of MAAA Membership.

c) Honorary Life Member:

- 1) Persons who have given outstanding services to the Association over many years may be awarded Life Membership of the Association and will not be required to pay the Association portion of the Membership Fee and is awarded full rights of a Senior Member.
- 2) Nominations for Life Members may be made at any time by a Senior Association member and shall be submitted directly to the Association Secretary together with the appropriate citation, necessary information and supporting documents.
- 3) The Association Secretary shall:
  - i. Acknowledge receipt of such nomination(s) to their source;
  - ii. Convene a Select Committee comprising of at least two members of the Executive, a member of the management committee, a long-standing member of the Association that is not currently on the committee, a current Life Member if available.
- 4) The Select Committee may request any additional information and make necessary inquiries to enable evaluation of the nomination.
- 5) Such inquiries shall be made in strict confidence and without the identity of the nominee or nominator being made public.
- 6) The decision of the Select Committee will be final; no review of such decision shall be made.
- 7) At the conclusion of the Select Committees' determination, all documents will be destroyed.
- 8) In the event the nomination is approved, an announcement of such award will be made at the next General Meeting.

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d) Senior Member:

Members who pay the Noarlunga Model Aero Sports (NMAS), Model Aerosport SA (MASA) and Model Aeronautical Association of Australia (MAAA) Fees through the Association and who are eighteen years or over at the time of Membership renewal (July 1st) or when first joining NMAS, are deemed to be Senior Members and shall enjoy all voting rights.

e) Junior Member:

Members who are under the age of eighteen years (18) at the time their Membership Fees to the Association fall due are deemed to be a Junior Member for the duration of that Membership year.

f) Associate Member:

A Member of another MASA or MAAA Affiliated Association may join as an Associate Member of NMAS. The Annual Fee and joining Fee for Associate Membership shall be an amount determined at the Annual General Meeting.

An Associate Member will NOT be entitled to any voting rights or be entitled to serve as a Committee Member or Office Bearer.

g) Family Membership:

If the Committee deem that a Member is the Parent, Family Member or Guardian of a Junior/Juniors then a family discount may be given on the NMAS portion of the Subscription Fee as set in the Discount Schedule below.

#### Discount Schedule

Discounts are not retrospective.

- 1) 1 Member and 1 Junior Member:  
10% discount on each Fee.
- 2) 1 Member and 2 or more Junior Members:  
20% discount on each Fee.
- 3) 2 Junior Members:  
10% discount on each Fee.
- 4) 3 or more Junior Members:  
20% discount on each Fee.

**Section 5.1 continues on next page.**

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**Section 5.1 continues from previous page.**

h) Social Member:

The Social Member shall:

- 1) Be entitled to participate in all social events, i.e., Sunday BBQ's, social events & all arranged social events.
- 2) Not be allowed to fly.
- 3) Not be eligible to vote at meetings.
- 4) Not be eligible to sit on the Committee.
- 5) The Annual Fee and Joining Fee for Social Membership shall be an amount determined at the Annual General Meeting.

i) Indoor Membership:

The Indoor Member shall be subject to the following conditions:

- 1) Shall become a Member of MASA and MAAA.
- 2) Shall not be permitted to fly model aircraft at the Noarlunga Flying Field, Clisby Lane, Seaford Meadows unless the current Association Membership Fee is paid.
- 3) Shall pay Fees as required from time to time for the hire of any indoor venue and Junior Fees shall be the same.
- 4) Shall not be eligible to vote at General Meetings.
- 5) A representative of the Indoor Members may attend Committee meetings at the discretion of the Chair Person. The Member may be heard but not eligible to vote unless the issue discussed relates to indoor flying activities.
- 6) Shall be entitled to participate in all social events and functions held by the Association.
- 7) The Annual Fee and joining Fee for Indoor Flying Membership shall be an amount determined at the Annual General Meeting.

### 5.2 Subscriptions

- a) The Subscription Fees for Membership of the Association shall be such sum (if any) as the Members shall determine from time to time at the Annual General Meeting.
- b) Membership and Joining Fees shall be an amount determined at the Annual General Meeting. The Membership Fee shall be deemed to include the Affiliation Fee to MASA and MAAA.
- c) Total Membership Fees shall fall due on and payable by the 1st of July of each year and when paid will render the applicant a Member until the following 30th June. Membership shall cease if renewal Fees are not paid by the 1<sup>st</sup> July.

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- d) New Members joining between January and June of the current Membership year shall pay reduced Membership Fees as set-in accordance with Association Rules. There will be no reduction for previous year Members re-joining between January and June of the current Membership year.
- e) There shall be no reduction in Fees for new Members joining between July and December of the current Membership year.

### 5.3 Resignations

A Member may resign from Membership of the Association by giving written notice to the Secretary or Public Officer of the Association. Any resigning Member shall be liable for any outstanding Subscriptions which may be recovered as a debt due to the Association. There will be no refund for un-used Membership Fees.

### 5.4 Register of Members

A register of Members must be kept and contain:

- a) The name and address of each Member.
- b) The email address of each Member.
- c) The phone number of each Member.
- d) The date on which each Member was admitted to, or resigned from, the Association the date of and reason(s) for termination of Membership (if applicable).
- e) The storage and use of this data will be in accordance with the Association Privacy policy and will only be provided to persons or organisations authorised by the Committee giving regard to these privacy principles, or as required by law.

### 5.5 Expulsion of a Member

- a) During all disciplinary proceedings the rules of natural justice must be applied.
- b) Subject to giving a Member an opportunity to be heard or to make a written submission, the Committee may resolve to expel a Member upon a charge of misconduct detrimental to the interests of the Association.
- c) Particulars of the charge shall be communicated to the Member at least one month before the Meeting of the Committee at which the matter will be determined.
- d) The determination of the Committee shall be communicated to the Member, and in the event of an adverse determination the Member shall be suspended from the Association forthwith or at a time determined by the Committee. The Member shall be advised of the finding within two (2) days.
- e) It shall be open to a Member to appeal the suspension and possible expulsion to the Association at a General Meeting. The intention to appeal shall be communicated to the Secretary or Public Officer of the Association within 7 days after the determination of the Committee has been communicated to the Member. Any suspension imposed by the Committee shall remain in force until the finalisation of the Appeal.



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- f) In the event of an appeal under 5.5e above, the appellant's Membership of the Association shall not be terminated unless the determination of the Committee to expel the Member is upheld by the Members of the Association at a General Meeting after the appellant has been heard. In such event, Membership will be terminated at the date of the General Meeting at which the determination of the Committee is upheld.

### **6 The Committee**

#### **6.1 Powers and Duties**

- a) The affairs of the Association shall be managed and controlled by a Committee which, in addition to any powers and authorities conferred by these rules, may exercise all such powers and do all such things as are within the objects of the Association, and are not by the Act or by these rules required to be done by the Association in General Meeting.
- b) The Committee has the management of the funds and other property of the Association.
- c) The Committee shall have authority to interpret the meaning of these rules and any other matter relating to the affairs of the Association on which these rules are silent.
- d) The Committee shall appoint a Public Officer as required by the Act.
- e) Notice of Appointment and any change in the identity or address of the Public Officer must be lodged within one month after the change with Consumer Business Services.

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### 6.2 Appointment

- a) A Committee Member shall be a natural person.
- b) A Member is entitled to hold an office of the Association after 2 years continuous Membership within the last 5 years except if invited to join the committee in accordance with rule 6.2 j) b) ii.
- c) The Committee shall be comprised of a President, Vice-President, Secretary, Treasurer, Chief Safety Officer, Chief Flying Instructor and five (5) General Committee Members.
- d) The Executive of the Association shall consist of President, Vice President, Secretary and Treasurer. No Member of the Executive shall be under the age of 18 years. (Reference: S.A. Age of Majority Act 1971.)
- e) One (1) Junior may be elected to the Committee to represent Junior Members of the Association. The Junior Representative shall be an additional Member to the Committee and will have no voting rights. However, may be heard on any issue.
- f) Committee Members shall be elected by a simple majority vote at an Annual General Meeting in the following manner:
  - 1) At the Annual General Meeting in an odd number year the Vice President, Secretary and all General Committee Members shall retire, but be eligible for re-election.  
The President and Treasurer shall remain in office.
  - 2) At the Annual General Meeting in an even number year the President, Treasurer and all General Committee Members shall retire, but be eligible for re-election.  
The Vice President and Secretary shall remain in office.
- g) No Member shall hold more than one Committee position unless there are no other valid Nominations for that position.
- h) A retiring Committee Member shall be eligible to stand for re-election with Nomination.
- i) A signed Nomination Form shall be submitted for each position nominating for and shall be submitted to the Secretary before the prescribed closing date for Nominations.

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- j) During an Annual General Meeting,
- 1) All Executive positions shall be filled.
  - 2) If:
    - 2.1 A position becomes vacant, or
    - 2.2 No Nominations were received for a named position, or
    - 2.3 Insufficient Nominations were received for General Committee positions:
      - a) It is permissible to seek and accept Nominations during the course of the Meeting, and for these to be voted on. Such Nominations are to be received by means of a completed Nomination Form or can be received from the floor at the Annual General Meeting.
      - b) If any position cannot be filled by the process during the Annual General Meeting, a Special General Meeting shall be called within 1 month with nominations received prior to the Special General Meeting, if no further nominations are received by the Committee of Management they can:
        - i. decide to carry on with elected Members or
        - ii. invite a member to join the committee notwithstanding the member has not been a member of NMAS for a continuous period of 2 years within the last 5 years in accordance with rule 6.2b
  - 3) A position becomes vacant, or
  - 4) No Nominations were received for a named position, or
  - 5) Insufficient Nominations were received for General Committee positions:
    - a) It is permissible to seek and accept Nominations during the course of the Meeting, and for these to be voted on. Such Nominations are to be received by means of a completed Nomination Form or can be received from the floor at the Annual General Meeting.
    - b) If any position cannot be filled by the process during the Annual General Meeting, a Special General Meeting shall be called within 1 month with Nominations prior to Special General Meeting, if no further Nominations are received by the Committee of Management they can decide to carry on with elected Members.

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- k) At any other time, a Committee position will be deemed vacant if:
- 1) The Committee Member ceases to be a Member of the Association, or
  - 2) The Committee Member resigns from the Committee as confirmed in writing (electronic or other) to the Secretary, or
  - 3) The Committee Member's office is declared vacant by a Resolution passed by simple majority vote at a Special General Meeting, or
  - 4) A Committee Member fails to attend three (3) consecutive Committee meetings without notifying the Committee, or
  - 5) A Committee Member fails to apply or does not receive an approval to work with children within Thirty (30) days of being appointed.
  - 6) When a position becomes vacant, the Committee shall call for Nominations to fill the vacant position.
  - 7) A Special General Meeting shall be called to allow voting on nomination(s) received.
  - 8) All Members will be notified of the Special General Meeting.
  - 9) Notice of all persons seeking election to the Committee shall be given to all Members of the Association with the notice calling the Meeting at which the election is to take place.
  - 10) The Secretary shall publish to all Members the Nominees for each position within 48hrs of closure of Nominations.
  - 11) The Secretary shall post a printed list of Nominees for each position on the Club Room Notice board fourteen (14) days prior to Meeting.

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#### 6.2.1 Voting process at a Committee Position Election.

- a) Uncontested Nomination.  
Senior Members shall have a majority show of hands to confirm Appointment.
- b) Contested Nominations.  
Senior Members shall carry out a Ballot Paper Voting System (Contested Position) Procedure as described in Section 8.5.1.
- c) Nominee with the highest vote count is Elected.

#### 6.3 Proceedings of Committee.

- a) The Committee shall meet together for the dispatch of business at least monthly.
- b) Business arising at any Meeting of the Committee shall be decided by a simple majority vote.
- c) The Quorum for a Meeting of the Committee shall be 5 Members of the Committee.
- d) A Member of the Committee having a direct or indirect pecuniary interest in a contract or proposed contract with the Association must disclose the nature and extent of that interest to the Committee as required by the Act and shall not vote with respect to that contract or proposed contract. The Member of the Committee must disclose the nature and extent of his or her interest in the contract at the next Annual General Meeting of the Association.
- e) The Committee is bound to consider any proposal put to it at a General Meeting.
- f) The Committee shall consider for approval all applications for Association Membership.
- g) An Extraordinary Meeting of the Committee may be called at any time at the direction of the President or request signed by at least two Members of the Committee or in an Emergency by the Secretary.
- h) The Committee may appoint sub-Committees of any number and assign to them any such duties, as it may deem necessary. Decisions reached by such sub-Committees shall be subject to the Committee approval and confirmation.
- i) The Committee shall be subject to a Resolution passed by simple majority vote at a General Meeting.

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### 6.4 Disqualification of Committee Members

The office of a Committee Member shall become vacant if a Committee Member is:

- a) Disqualified from being a Committee Member by the Act.
- b) Expelled as a Member under these rules.
- c) Permanently incapacitated by ill health.
- d) Absent without apology for more than three (3) consecutive meetings in a Financial Year.
- e) Does not obtain a Working with Children Clearance within Thirty (30) Days of being Elected to the Committee.

### 7 The Seal

- a) The Association shall have a common seal upon which its corporate name shall appear in legible characters.
- b) The Common Seal of the Association shall be kept in the custody of the Secretary and shall be fixed only to a Resolution of the Committee and the affixation of the Seal shall be countersigned by any two (2) Members of the Committee and the Secretary or any substitute for the Secretary specially authorised by the Committee.

### 8 Meetings

#### 8.1 Annual General Meetings

- a) The Committee shall call an Annual General Meeting in accordance with the Act and these rules.
- b) The Annual General Meeting shall be held as soon as practicable following the Annual General Meeting of MASA but prior to the 30th of June next.
- c) The Meeting shall receive and adopt the Annual Report and Financial Statements for the year, elect officers and set Association Membership Fees for the following year and conduct other business as presented on the published agenda.
- d) The nominees for NMAS committee positions be circulated to Members not less than fourteen (14) days and the agenda not less than twenty-one (21) days prior to the scheduled Annual General Meeting

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### 8.1.1 Order of Business

- a) Confirmation of the minutes of the previous Annual General Meeting and of any Special General Meeting held since that Meeting.
- b) Consideration of the reports of the Committee, Accounts and the Auditor's Report.
- c) Election of Committee Members.
- d) Appointment of Auditors (if required - Refer 11.5).
- e) Any other business requiring consideration by the Association in a General Meeting.

### 8.2 Special General Meeting

- a) The Committee may call a Special General Meeting of the Association at any time.
- b) Upon a requisition in writing (electronic or other) of not less than 5 Members of the Association, the Committee shall, within one month of the receipt of the requisition, convene a Special General Meeting for the purpose specified in the requisition.
- c) Every requisition for a Special General Meeting shall be signed by the relevant Members and shall state the purpose of the Meeting.
- d) If a Special General Meeting is not convened within one month, as required by 8.2b above, the requisitionists, or at least 50% of their number, may convene a Special General Meeting. Such a Meeting shall be convened in the same manner as a Meeting convened by the Committee, and for this purpose the Committee shall ensure that the requisitionists are supplied free of charge with particulars of the Members entitled to receive a notice of Meeting. The reasonable expenses of convening and conducting such a Meeting shall be borne by the Association.
- e) Notice of a Meeting at which a Special Resolution is to be proposed shall be given at least twenty-one (21) days prior to the date of the Meeting. The Committee shall be responsible for the notification of Members.

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### 8.3 Notice of General Meetings

- a) Subject to 8.3b, at least twenty-one (21) days' notice of any General Meeting shall be given to Members. The notice shall set out where and when the Meeting will be held.
- b) Notice of a Meeting at which a Special Resolution is to be proposed shall be published at least twenty-one (21) days prior to the date of the Meeting.
- c) A notice may be given by the Association to any Member by serving the Member with the notice personally, or by sending it by email or post to the address appearing in the Register of Members (Refer 5.4).
- d) Where a notice is sent by post:
  - 1) the service is effected by properly addressing, prepaying and posting a letter or packet containing the notice, and
  - 2) unless the contrary is proved, service will be taken to have been effected at the time at which the letter or packet would be delivered in the ordinary course of post.

### 8.4 Proceedings at General Meetings

- a) Fifteen (15) Senior Members present personally shall constitute a Quorum (Refer 8.9) for the transaction of business at any General Meeting.
- b) If within 30 minutes after the time appointed for the Meeting a Quorum of Members is not present, a Meeting convened upon the requisition of Members shall lapse. In any other case, the Meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned Meeting a Quorum is not present within 30 minutes of the time appointed for the Meeting the Members present shall form a Quorum.
- c) Subject to 8.4d, the chairperson shall preside as chairperson at a General Meeting of the Association.
- d) If the chairperson is not present within five minutes after the time appointed for holding the Meeting, or he or she is present but declines to take or retires from the chair, the Members may choose a Committee Member or one of their own number to be the chairperson of that Meeting.

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### 8.5 Voting at General Meetings

- a) Subject to these rules, every Senior Member of the Association has only one vote at a Meeting of the Association.
- b) Subject to these rules, a question for decision at a General Meeting, other than a Special Resolution, must be determined by a majority of Members who vote in person at that Meeting.
- c) A question for decision at a General Meeting must be determined by a show of hands.
- d) If the vote is tied, the motion is lost.

#### 8.5.1 Ballot Paper Voting System. (Contested Committee Position)

After Nominations for Committee Positions are closed,

- a) The Secretary shall print a sufficient number of paper Ballot Papers prior to the Meeting for each contested position.
- b) Ballot Papers shall be pre-printed with the Position Nominated for, Nominees names and a Check Box adjacent to each Nominee for the Contested Position.
- c) Ballot Papers shall not be individually numbered.
- d) Ballot Papers generated for the Contested Position are accountable. They must be securely controlled, counted and annotated with the initial of the Issuing Person.
- e) The Issuing Person shall be a Member of the incumbent Executive.
- f) Ballot Papers are for use at the time of the Ballot and only one will be issued to each Senior Member attending the Meeting.
- g) The number of initialled Ballot Papers issued shall be recorded and must tally with the number of Ballot Papers collected before the Vote Count takes place.
- h) The Scrutineer shall be a Member of the Executive who is not standing for re-election.
- i) The Scrutineer shall call for two (2) volunteers from Members present at the Meeting.
- j) Ballot Papers shall be collected/counted by the two volunteer Members under supervision of the Scrutineer.
- k) Ballot Papers cast shall then be tallied in private. The result shall be confidential.
- l) The Scrutineer shall pass a result slip containing the name of the successful candidate (s) to the Chairperson who will announce the result.

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- m) In the event of an inconclusive vote, a runoff paper ballot vote between the tied contestants shall be carried out immediately.
- n) If the result of the runoff paper ballot vote is still inconclusive the Chairperson shall define a fair and equitable method to break the deadlock.
- o) The Ballot Papers shall be destroyed by the Scrutineer after completion of the Election.

### 8.6 Poll at General Meetings

Poll voting not permitted under these Rules.

### 8.7 Special and Ordinary Resolutions

- a) A Special Resolution as defined in the Act as:  
where the rules of the Association provide for the Membership of the Association—a Resolution passed at a duly convened Meeting of the Members of the Association if—
  - 1) At least twenty-one (21) days written notice specifying the intention to propose the Resolution as a Special Resolution has been given to all Members of the Association.
  - 2) It is passed at a Meeting referred to in this paragraph by a majority of no less than 3 quarters (3/4) of such Members of the Association as, being entitled to do so, vote in person at that Meeting.
- b) An Ordinary Resolution is a Resolution passed by a simple majority at a General Meeting.

### 8.8 Proxies

Proxy votes are not permitted under these Rules.

### 8.9 Quorum

A Quorum for a General Meeting shall be a minimum of fifteen (15) Senior Members.

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### 9 Minutes

- a) Proper minutes of all proceedings of General Meetings of the Association and of Committee Meetings, shall be entered within one month after the relevant Meeting in minute books kept for the purpose.
- b) The minutes kept pursuant to this rule must be confirmed by the Members of the Association or the Members of the Committee (as relevant) at the next subsequent Meeting.
- c) The minutes kept pursuant to this rule shall be signed by the Chairperson of the next subsequent Meeting at which the minutes are confirmed.
- d) Where minutes are entered and signed, they shall, until the contrary is proved, be evidence that the Meeting was convened and duly held, that all proceedings held at the Meeting shall be deemed to have been duly held, and that all appointments made at a Meeting shall be deemed to be valid.

### 10 Dispute Resolution

The Association must comply with MAAA Manual of Procedures with respect to – Disciplining of Affiliate Members.

### 11 Financial

The income and property of the Association shall be applied solely to the promotion of its objectives, (such promotion shall be deemed to include the awarding of prizes) and no part thereof shall be paid or transferred directly or by way of dividends, bonus or otherwise by way of pecuniary profit to the Members, provided that remuneration may be paid in good faith to officers and servants of the Association or other persons for services actually rendered to the Association.

#### 11.1 Financial Year

The Financial year of the Association shall be the period ending on the 30 April of each year.

#### 11.2 Accounts to be kept

The Association shall keep and retain such accounting records as are necessary to correctly record and explain the Financial transactions and Financial position of the Association in accordance with the Act.

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### 11.3 Accounts and Reports to be laid before Members

The accounts, together with the Auditor's report on the accounts, the Committee's statement and the Committee's report, shall be laid before Members at the Annual General Meeting.

### 11.4 Periodic returns

Not Applicable under these Rules.

This rule only applies to a Prescribed Association.

### 11.5 Appointment of Auditor

Refer to sections 35(2)(b) and 35(4) of the Act for qualifications of Auditor.

- a) At each Annual General Meeting, the Members shall appoint an independent person to be Auditor of the Association.
- b) The Auditor shall hold office until the next Annual General Meeting and is eligible for reappointment.
- c) If an appointment is not made at an Annual General Meeting, the Committee shall appoint an Auditor for the current Financial year at the next Meeting of the Committee.

### 11.6 Financial Viability

To ensure the continuing Financial viability of the Association, the Treasurer shall ensure that a minimum of 12-months administration costs be retained in the books of account at any one time.

## 12 Prohibition against securing profits for Members

The income and capital of the Association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to Members or their associates except as bona fide remuneration of a Member for services rendered or expenses incurred on behalf of the Association.

Section 55 of the Act provides a prohibition against securing profits for Members.

# Noarlunga Model Aero Sports Incorporated

## Constitution

### 13 Rules

- a) These rules may be altered (including an alteration to the Association's name) by Special Resolution of the Members of the Association provided that the amendment is carried by 3 quarters (3/4) majority of those Senior Members voting. This includes rescission or replacement by substitute rules.
- b) The alteration shall be registered with Consumer and Business Services which administers the Corporate Affairs Commission, as required by the Act.
- c) The registered rules shall bind the Association and every Member to the same extent as if they have respectively signed and sealed them and agreed to be bound by all of the provisions thereof.
- d) An alteration to the rules comes into force at the time that the Resolution is passed.

### 14 Winding up

- a) The Association may be wound up in the manner provided for in the Act.
- b) Winding up is normally by the passing of a Special Resolution by the Members of the Association and in accordance with the Act.

### 15 Application of surplus assets

- a) The Act prohibits the distribution of surplus assets at the completion of winding up to Members or former Members of the Association or associates of those persons. The Association may determine to distribute surplus assets to nominated organisations.
- b) Such organisation or organisations shall be identified and determined by a Resolution of Members in General Meeting.
- c) In the event of the Association being disbanded all property of the Association whatever kind shall be handed over to MASA or any club affiliated with MASA/MAAA succeeding that body or to any other Association or Association as must be decided by a Special Resolution of not less than 3 quarters (3/4) of the Members entitled to vote to be passed and not less than twenty-one (21) days written notice.

**End of Document.**