



BRISBANE BRIDGE CENTRE, INC.

Constitution

Revised August 2020

Brisbane Bridge Centre Constitution and Rules

August 2020

1 Interpretation

1) In these rules—

Act means the *Associations Incorporation Act 1981*.

Present means—

(a) at a management committee meeting, as defined later; or

(b) at a general meeting.

2) A word or expression that is not defined in these rules, but is defined in the Act, has, if the context permits, the meaning given by the Act.

2 Name

The name of the incorporated association is Brisbane Bridge Centre Inc (the Association).

3 Objects

The objects of the Association are—

1) The encouragement, promotion and advancement of contract bridge at all levels.

2) To provide opportunities for learning bridge.

3) To affiliate and cooperate with other organisations or associations whose aims and objects are like and similar.

4) To provide opportunities for playing duplicate bridge and other competition events as set out by the Association.

5) The interpretation and administration of the Laws of Duplicate Bridge and any amendment thereof or any like laws adopted in substitution therefore.

6) To provide premises, facilities and resources for the attainment of any of the objects of the Association.

7) Generally in furtherance of these objects, such other objects not specifically recited above as shall be determined from time to time by the management committee.

8) Entering into leases, contracts and any other legal obligations in order to carry out these objects.

9) To undertake any other activity as may from time to time be agreed upon by the Association.

4 Non-Profit

The assets and income of the Association shall be applied solely in furtherance of its above- mentioned objects and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

5 Powers

1) The Association has the powers of an individual.

2) The Association may, for example—

a) enter into contracts;

b) acquire, hold, deal with and dispose of property;

c) make charges for services and facilities it supplies;

d) hire or employ managers, workers or other persons as may be necessary or

- convenient for the objects of the Association;
- e) remunerate any person or body corporate for services rendered or to be rendered;
 - f) do other things necessary or convenient to be done in carrying out its affairs.
- 3) The Association may also issue secured and unsecured notes, debentures and debenture stock for the Association.
- 4) The Association is to be affiliated with Queensland Bridge Association and the Australian Bridge Federation.

6 Classes of members

- 1) The membership of the Association consists of ordinary members, and any of the following classes of members –
- Concession member*: being those members who have the Australian Pensioner concession card.
- Life member*: being a person whom the management committee recognises for outstanding service to the Association, and presents for recognition at a general meeting, to be admitted to life membership.
- Honorary member*: being a person who is presented by the management committee for recognition at a general meeting in acknowledgement of the service, benefit or esteem rendered to the Association; recognition shall be for one year and may be renewed, and the member shall have the same privileges as ordinary members except will not be entitled to hold office in the Association, nominate or second members for election to office or persons for membership, take part or vote at meetings of the Association, but be exempt from the payment of subscriptions and levies.
- Student member*: being a person under the age of 25 years and are *bona fide* full time students and are accepted by the committee. A student member shall be obliged to pay only half the annual subscription and table fees but shall otherwise be subject to the same privileges as an ordinary member.
- 2) The number of members in any category shall be unlimited.

7 New membership

- 1) An applicant for membership of the Association must be proposed by one member of the Association (the proposer) and seconded by another member (the seconder).
- 2) An application for membership must be—
- (a) in writing;
 - (b) signed by the applicant and the applicant's proposer and seconder; and
 - (c) in the form decided by the management committee.

8 Membership fees

The membership fee for each ordinary membership and for any other class of membership (if any)—

- 1) is the amount decided by the management committee from time to time; and
- 2) is payable when, and in the way, the management committee decides

9 Admission and rejection of new members

- 1) The management committee must consider an application for membership at the next committee meeting held after it receives—
- a) the application for membership; and
 - b) the appropriate membership fee for the application.
- 2) The management committee must decide at the meeting whether to accept or

reject the application.

- 3) If a majority of the members of the management committee present at the meeting vote to accept the applicant as a member, the applicant must be accepted.

10 When membership ends

- 1) A member may resign from the Association by giving a written notice of resignation to the secretary or president
- 2) The resignation takes effect at—
 - (a) the time the notice is received; or
 - (b) if a later time is stated in the notice—the later time.
- 3) The management committee may terminate a member's membership if the member—
 - (a) is convicted of an indictable offence; or
 - (b) does not comply with any of the provisions of these rules; or
 - (c) has membership fees in arrears for at least two months; or
 - (d) conducts themselves in a way considered to be injurious or prejudicial to the character or interests of the Association.
- 4) Before the management committee terminates a membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.
- 5) If, after considering all representations made by the member, the management committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

11 Appeal against rejection or termination of membership

- 1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of intention to appeal against the decision.
- 2) A notice of intention to appeal must be given to the secretary within one month after the person receives written notice of the decision, or within one month and one week after such notice has been sent to the person (whichever is the longer).
- 3) If the secretary receives a notice of intention to appeal, the secretary must, within one month after receiving the notice, call a general meeting to decide the appeal.

12 General meeting to decide appeal

- 1) The general meeting to decide an appeal must be held within three months after the secretary receives the notice of intention to appeal.
- 2) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- 3) Also, the management committee and the members of the committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- 4) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.
- 5) If a person whose application for membership has been rejected does not appeal against the decision within the period referred to in Rule 11 (2) above, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the membership fee paid by the person.

13 Register of members

- 1) The management committee must keep a register of members of the Association.
- 2) The register must be open for inspection by members of the Association at all reasonable times.
- 3) A member must contact the secretary to arrange an inspection of the register.
- 4) However, the management committee may, on the application of a member of the Association, withhold information about the member (other than the member's full name) from the register available for inspection if the management committee has reasonable grounds for believing the disclosure of the information would put the member at risk.

14 Prohibition on use of information on register of members

- 1) A member of the Association must not—
 - (a) use information obtained from the register of members of the Association to contact, or send material to, another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes; or
 - (b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes.
- 2) Subrule (1) does not apply if the use or disclosure of the information is approved by the Association.

15 Appointment or election of secretary

- 1) The secretary must be an individual who is 18 years or older and residing in Queensland and
 - (a) a member of the Association elected by the Association as secretary; or
 - (b) any of the following persons appointed by the management committee as secretary—
 - (i) a member of the Association's management committee;
 - (ii) another member of the Association ;
 - (iii) another person.
- 2) If a vacancy happens in the office of secretary, the members of the management committee must ensure a secretary is appointed or elected for the Association within one month after the vacancy happens.
- 3) If the management committee appoints a person as secretary, other than to fill a casual vacancy on the management committee, the person does not become a member of the management committee.
- 4) However, if the management committee appoints a person as secretary to fill a casual vacancy on the management committee, the person becomes a member of the management committee.
- 5) In this rule— casual vacancy, on a management committee, means a vacancy that happens when an elected member leaves the management committee.

16 Removal of secretary

- 1) The management committee of the Association may at any time remove a person appointed by the committee as the secretary.
- 2) If the management committee removes a secretary who is a person mentioned in rule 15(1)(b)(i), the person remains a member of the management committee.

- 3) If the management committee removes a secretary who is a person mentioned in rule 15(1)(b)(ii) and who has been appointed to a casual vacancy on the management committee under rule 15(4), the person remains a member of the management committee.

17 Functions of secretary

The secretary's functions include, but are not limited to—

- (a) calling meetings of the Association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president;
- (b) keeping minutes of each meeting;
- (c) keeping copies of all correspondence and other documents relating to the Association; and
- (d) maintaining the register of members of the Association.

18 Functions of Treasurer

- 1) The treasurer's functions shall be to receive, bank and account for all moneys on behalf of the Association; to keep proper books of account and to submit the same at least once in each financial year to the audit of a qualified auditor; to submit to each meeting of the Association or Committee statements of receipts and expenditure of the Association and summaries of its assets and liabilities; and to sign cheques, receipts and vouchers on behalf of the Association.
- 2) Both the Secretary and the Treasurer shall be paid such remuneration, or given such honorariums as the Association or the Committee may from time to time determine.

19 Membership of management committee

- 1) The management committee of the Association consists of a president, treasurer, and other members of the Association elected or appointed at any general meeting provided that the total membership of the management committee does not exceed 11. Other Association members may be seconded from time to time for specific roles or tasks as the management committee determines.
- 2) A member of the management committee, other than a secretary appointed by the management committee under rule 15(1)(b)(iii), must be a member of the Association
- 3) The election or appointment of a person to the management committee will be for a one-year term, with the opportunity for nomination and re-election for a further term at the annual general meeting.
- 4) The President may serve for two consecutive terms (two years). There must be a one year gap before that person may serve another term as President.
- 5) Election for members of the management committee will take place at the annual general meeting of the Association.
- 6) A member elected as president may serve on the management committee at the completion of their term to ensure continuity and advice as required.
- 7) The management committee elected at the annual general meeting shall take office from the next day after this meeting.
- 8) A member of the Association may be appointed to a casual vacancy on the management committee under rule 22.

20 Electing the management committee

- 1) A member of the management committee may only be elected as follows—
 - (a) any two members of the Association may nominate another member (the candidate) to serve as a member of the management committee;
 - (b) the nomination must be—
 - (i) in writing;
 - (ii) signed by the candidate and the members who nominated the candidate; and
 - (iii) given to the secretary at least 14 days before the annual general meeting at which the election is to be held.
 - (c) each member of the Association present and eligible to vote at the annual general meeting may vote for one candidate for each vacant position on the management committee;
 - (d) if, at the start of the meeting, there are insufficient candidates nominated, nominations may be taken from the floor of the meeting.
- 2) A person may be a candidate only if the person—
 - (a) is an adult;
 - (b) is eligible to be elected as a member under the Act.
- 3) A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the usual place of meeting of the Association for at least seven days immediately preceding the annual general meeting.
- 4) If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.

21 Resignation, removal or vacation of office of management committee member

- 1) A member of the management committee may resign from the committee by giving written notice of resignation to the secretary or president.
- 2) The resignation takes effect at—
 - (a) the time the notice is received; or
 - (b) if a later time is stated in the notice—the later time.
- 3) A member may be removed from office at a general meeting of the Association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
- 4) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why they should not be removed from office.
- 5) A member has no right of appeal against the member's removal from office under this rule.
- 6) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

22 Vacancies on management committee

- 1) If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another member of the Association to fill the vacancy until the next annual general meeting.
- 2) The continuing members of the management committee may act despite a casual vacancy on the management committee.
- 3) However, if the number of committee members is less than a quorum, the continuing members may act only to—
 - (a) increase the number of management committee members to the number

- required for a quorum; or
(b) call a general meeting of the Association.

23 Functions of management committee

- 1) Subject to these rules or a resolution of the members of the Association carried at a general meeting, the management committee has the general control and management of the administration of the affairs, property and funds of the Association.
- 2) The management committee has authority to interpret the meaning of these rules and any matter relating to the Association on which these rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

Note—

The Act prevails if the Association's rules are inconsistent with the Act

- 3) The management committee may exercise the powers of the Association —
 - (a) to borrow, raise or secure the payment of amounts in a way the members decide;
 - (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Association's property, both present and future;
 - (c) to purchase, redeem or pay off any securities issued;
 - (d) to borrow amounts from members and pay interest on the amounts borrowed;
 - (e) to sub-let the whole or part of its property;
 - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association;
 - (g) to provide and pay off any securities issued; and
 - (h) to invest in a way the members of the Association may from time to time decide.
- 4) For subrule (3)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by the financial institution for the Association.
- 5) The management committee shall review these rules and any bylaws for currency and relevance every four years from the date of acceptance of revision of these rules.

24 Meetings of management committee

- 1) Subject to this rule, the management committee may meet and conduct its proceedings as it considers appropriate.
- 2) The management committee must meet once every month excepting January to exercise its functions.
- 3) The management committee must decide how a meeting is to be called.
- 4) Notice of a meeting is to be given in the way decided by the management committee.
- 5) The management committee may hold meetings, or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- 6) A committee member who participates in the meeting as mentioned above is taken to be present at the meeting.
- 7) A question arising at a committee meeting is to be decided by a majority vote

of members of the committee present at the meeting and, if the votes are equal, the question will be in the negative.

- 8) A member of the management committee must not vote on a question about a contract or proposed contract with the Association if the member has an interest in the contract or proposed contract.
- 9) The president is to preside as chairperson at a management committee meeting.
- 10) If there is no president or if the president is not present within 10 minutes after the time fixed for a management committee meeting, the members may choose one of their number to preside as chairperson at the meeting.

25 Quorum for, and adjournment of, management committee meeting

- 1) At a management committee meeting, more than 50% of the members elected to the committee as at the close of the last general meeting of the members form a quorum.
- 2) If there is no quorum within 30 minutes after the time fixed for a management committee meeting called on the request of members of the committee, the meeting lapses.
- 3) If there is no quorum within 30 minutes after the time fixed for a management committee meeting called other than on the request of the members of the committee—
 - (a) the meeting is to be adjourned for at least one day; and
 - (b) the members of the management committee who are present are to decide the day, time and place of the adjourned meeting.
- 4) If, at an adjourned meeting there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

26 Special meeting of management committee

- 1) If the secretary receives a written request signed by at least 40% of the members of the management committee, the secretary must call a special meeting of the committee by giving each member of the committee notice of the meeting within 14 days after the secretary receives the request.
- 2) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- 3) A request for a special meeting must state—
 - (a) why the special meeting is called; and
 - (b) the business to be conducted at the meeting.
- 4) A notice of a special meeting must state—
 - (a) the day, time and place of the meeting; and
 - (b) the business to be conducted at the meeting.
- 5) A special meeting of the management committee must be held within 14 days after notice of the meeting is given to the members of the management committee.

27 Minutes of management committee meetings

- 1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting are recorded.
- 2) A hard signed copy of the minutes shall be kept by the secretary.
- 3) To ensure the accuracy of the minutes, the minutes of each management committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next management committee meeting, verifying their accuracy.

28 Appointment of subcommittees

- 1) The management committee may appoint a subcommittee of members considered appropriate by the management committee to help with the conduct of the Association.
- 2) A member of a subcommittee who is not a member of the management committee is not entitled to vote at a management committee meeting.
- 3) A subcommittee may elect a chairperson of its meetings.
- 4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose one of their number to be chairperson of the meeting.
- 5) A subcommittee may meet and adjourn as it considers appropriate.
- 6) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative and be referred back to the management committee.

29 Acts not affected by defects or disqualifications

- 1) An act performed by the management committee, a subcommittee or a person acting as a member of the management committee is taken to have been validly performed.
- 2) Subrule (1) applies even if the act was performed when—
 - (a) there was a defect in the appointment of a member of the management committee, subcommittee or person acting as a member of the management committee; or
 - (b) a management committee member, subcommittee member or person acting as a member of the management committee was disqualified from being a member.

30 Resolutions of management committee without meeting

- 1) A resolution agreed in writing or electronically by at least 50% of members of the management committee is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.

31 Annual general meetings

Each annual general meeting must be held—

- 1) at least once each year; and
- 2) within six months after the end date of the Association's reportable financial year.

32 Business to be conducted at annual general meeting

- 1) The following business must be conducted at each annual general meeting of the Association—
 - (a) receiving the Association's financial statement, and audit report, for the last reportable financial year;
 - (b) presenting the financial statement and audit report to the meeting for adoption;
 - (c) electing members of the management committee;
 - (d) appointing an auditor for the present financial year.

33 Notice of general meeting

- 1) The secretary may call a general meeting.
- 2) The secretary must give at least 14 days' notice of the meeting to each

- member.
- 3) If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
 - 4) The management committee may decide the way in which the notice must be given.
 - 5) However, notice of the following meetings must be given in writing—
 - (a) a meeting called to hear and decide the appeal of a person against the management committee's decision—
 - (i) to reject the person's application for membership of the Association; or
 - (ii) to terminate the person's membership of the Association;
 - (b) a meeting called to hear and decide a proposed special resolution of the Association.
 - 6) A notice of a general meeting must state the business to be conducted at the meeting.

34 Quorum for, and adjournment of, general meeting

- 1) The quorum for a general meeting is at least the number of members elected or appointed to the management committee at the close of the Association's last annual general meeting plus one.
- 2) No business may be conducted at a general meeting unless there is a quorum present when the meeting proceeds to business.
- 3) If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the management committee or the Association, the meeting lapses.
- 4) If there is no quorum within 30 minutes after the time fixed for a general meeting called other than on the request of members of the management committee or the Association—
 - (a) the meeting is to be adjourned for at least seven days; and
 - (b) the management committee is to decide the day, time and place of the adjourned meeting.
- 5) The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- 6) If a meeting is adjourned only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- 7) The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- 8) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

35 Procedure at general meeting

- 1) A member may take part and vote in a general meeting in person, by proxy or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- 2) A member who participates in a meeting as mentioned in subrule (1) is taken to be present at the meeting.
- 3) At each general meeting—
 - (a) the president is to preside as chairperson;
 - (b) if there is no president or if the president is not present within 15 minutes

- after the time fixed for the meeting or is unwilling to act, the members present must elect one of their number to be chairperson of the meeting; and
- (c) the chairperson must conduct the meeting in a proper and orderly way.

36 Voting at general meeting

- 1) At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.
- 2) Each member present and eligible to vote is entitled to one vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- 3) A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.
- 4) The method of voting is to be decided by the management committee.
- 5) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- 6) If a secret ballot is held, the chairperson must appoint two members to conduct the secret ballot in the way the chairperson decides.
- 7) The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

37 Special general meeting

- 1) The secretary must call a special general meeting by giving each member notice of the meeting within 14 days after—
 - (a) being directed to call the meeting by the management committee; or
 - (b) being given a written request signed by—
 - (i) at least 40% of the number of members of the management committee when the request is signed; or
 - (ii) at least the number of ordinary members equal to the number of members on the management committee when the request is signed plus one; or
 - (c) being given a written notice of an intention to appeal against the decision of the management committee—
 - (i) to reject an application for membership; or
 - (ii) to terminate a person's membership.
- 2) A request mentioned in subrule (1)(b) must state—
 - (a) why the special general meeting is being called; and
 - (b) the business to be conducted at the meeting.
- 3) A special general meeting must be held within three months after the secretary—
 - (a) is directed to call the meeting by the management committee; or
 - (b) is given the written request mentioned in subrule (1)(b); or
 - (c) is given the written notice of an intention to appeal mentioned in subrule (1)(c).
- 4) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

38 Proxies

- 1) An instrument appointing a proxy must be in writing and be in the following or similar form—

Brisbane Bridge Centre Inc:

I, _____ of _____,
being a member of the Association, appoint _____
of _____
as my proxy to vote for me on my behalf at the (annual) general meeting of the
Association,
to be held on the _____ day of _____ 20____
and at any adjournment of the meeting.
Signed this _____ day of _____ 20____.

Signature

- 2) The instrument appointing a proxy must, if the appointor is an individual, be signed by the appointor or the appointor's attorney properly authorised in writing.
- 3) A proxy may be a member of the Association or another person.
- 4) The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
- 5) Each instrument appointing a proxy must be given to the secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
- 6) Unless otherwise instructed by the appointor, the proxy may vote as the proxy considers appropriate.
- 7) If a member wants a proxy to vote for or against a resolution, the instrument appointing the proxy must be in the following or similar form—

Brisbane Bridge Centre Inc:

I, _____ of _____,
being a member of the Association, appoint _____
of _____
as my proxy to vote for me on my behalf at the (annual) general meeting of the
Association,
to be held on the _____ day of _____ 20____
and at any adjournment of the meeting.
Signed this _____ day of _____ 20____.

Signature

This form is to be used *in favour of/*against [strike out whichever is not wanted] the following resolutions—

[List relevant resolutions]

39 Minutes of general meetings

- 1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are recorded and a hard copy kept.
- 2) To ensure the accuracy of the minutes—
 - (a) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
 - (b) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting that is a general meeting or annual general meeting, verifying their accuracy.

- 3) If asked by a member of the Association, the secretary must, within 28 days after the request is made—
 - (a) make the minutes for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
 - (b) if requested, give the member a copy of the minutes of the meeting.
- 4) The Association may require the member to pay the reasonable costs of providing a copy of the minutes.

40 By-laws

- 1) The management committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Association.
- 2) A by-law may be set aside by a vote of members at a general meeting of the Association.

41 Alteration of rules

- 1) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- 2) However an amendment, repeal or addition is valid only if it is registered by the chief executive of the Office of Fair Trading
- 3) Such amendment, rescission or addition must also be approved by any other organisation or Association with which Brisbane Bridge Centre Inc is affiliated, if such approval is a requirement of affiliation.

42 Common seal

- 1) The management committee must ensure the Association has a common seal.
- 2) The common seal must be—
 - (a) kept securely by the management committee; and
 - (b) used only under the authority of the management committee.
- 3) Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by—
 - (a) the secretary; or
 - (b) another member of the management committee; or
 - (c) someone authorised by the management committee.

43 Funds and accounts.

- 1) The funds of the Association must be kept in an account in the name of the Association in a financial institution decided by the management committee.
- 2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.
- 3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 4) The management committee will determine the minimum payment to be made by the Association which must be made by cheque or electronic funds transfer.
- 5) If a payment of more than an amount determined by the committee is made by cheque, the cheque must be signed by any two of the following—
 - (a) the president;
 - (b) the secretary;
 - (c) the treasurer;
 - (d) any one of three other members of the Association who have been authorised by the management committee to sign cheques issued by the Association.
- 6) However, one of the persons who signs the cheque must be the president, the

secretary or the treasurer.

- 7) Cheques must be crossed not negotiable other than for reimbursement of expenses.
- 8) All expenditure must be approved or ratified at a management committee meeting.

44 General financial matters

- 1) On behalf of the management committee, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- 2) The income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers.

45 Documents

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

46 Financial year

The end date of the Association's financial year is 30th June in each year.

47 Distribution of surplus assets to another entity

- 1) This rule applies if the Association—
 - (a) is wound-up under part 10 of the Act; and
 - (b) has surplus assets.
- 2) The surplus assets must not be distributed among the members of the Association.
- 3) The surplus assets must, as determined by a special resolution, be given to another entity—
 - (a) having objects similar to the Association's objects; and
 - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
- 4) In this rule— *surplus assets means* the assets after payment of the debts and liabilities remaining on a winding-up of the incorporated Association and the costs, charges and expenses of the winding-up.

Registered with the Department of Justice and Attorney General **date to be added**