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CONSTITUTION OF MORETON BAY KOALA RESCUE INC.

1. WORDS AND EXPRESSIONS TO HAVE MEANING IN THE ACT

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

2. NAME

- 2.1 The name of the incorporated Association is "MORETON BAY KOALA RESCUE INC."
- 2.2 The Association is a volunteer not for profit association, incorporated under the *Queensland Associations Incorporation Act 1981*.

3. OBJECTS

- 3.1 The objects of the Association are to promote the plight of koalas and to protect and preserve for future generations through the following:
- To provide a 24 hour rescue service for sick, injured, distressed, displaced, endangered and orphaned koalas within Moreton Bay Regional Shire and surrounding areas;
 - To provide a 24 hour transport service for sick, injured, orphaned and distressed koalas to specialised veterinary care;
 - To render positive assistance in answer to any wildlife call received on the 24 hour rescue service telephone;
 - To assist in the rehabilitation of sick, injured and orphaned koalas and other wildlife;
 - To record accurate statistics of rescued, injured, orphaned and displaced koalas including deaths within Moreton Bay Regional Shire and surrounding areas;
 - To initiate an ongoing monitoring program to record useful scientific data for rehabilitated koalas within Moreton Bay Regional Shire including post release radio tracking as required;
 - To raise public awareness, funding, community support and sponsorship for the Association;
 - To educate the general public and relevant government agencies as to how they may assist in the long-term survival of the koala, other wildlife and their natural environment;

- i) To lobby government departments, politicians and corporations to adopt policies which are beneficial to the environment;
- j) To provide assistance and support to other organisations caring for wildlife;
- k) To plant and maintain koala food trees.

4. POWERS

- 4.1 The Association has the powers of an individual. The Association may, for example –
- a) enter into contracts; and
 - b) acquire, hold, deal with and dispose of property; and
 - c) make charges for services and facilities it supplies; and
 - d) do other things necessary or convenient to be done in carrying out its affairs.
- 4.2 The Association may also issue secured and unsecured notes, debentures and debenture stock for the Association.

5. CLASSES OF MEMBERS

- 5.1 The membership of the Association shall consist of 3 categories:
- a) Ordinary members:
Membership eligibility: Must support the objects of the Association
Membership limitations: Nil
 - b) Junior members:
Membership eligibility: Must be under 18 years of age. Must support the objects of the Association.
Membership limitations: May not vote. Ineligible for election to Management Committee.
 - c) Honorary members:
Membership eligibility: To be given to persons who have given exceptional service to the Association. Nominations to be carried by a two-thirds majority vote at a general meeting.
Membership limitations: Nil
- 5.2 The number of junior, honorary and ordinary members is unlimited.

6. NEW MEMBERSHIP

- 6.1 An applicant for membership of the Association must be proposed by 1 member of the Association (the **proposer**) and seconded by another member (the **seconder**).
- 6.2 An application for membership must be in writing; and signed by the applicant in the form decided by the Management Committee.

7. MEMBERSHIP FEES

- 7.1 The membership fee for each class of membership is the amount decided by the members from time to time at a general meeting; and is payable when, and in the way, the Management Committee decides.

8. ADMISSION AND REJECTION OF MEMBERS

- 8.1 The Management Committee must consider an application for membership at the next Management Committee meeting held after it receives –
- a) the application; and
 - b) the appropriate membership fee for the application.
- 8.2 The Management Committee must decide at the meeting whether to accept or reject the application.
- 8.3 If a majority of the members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member to the class of membership applied for.
- 8.4 The Membership Coordinator of the Association must, as soon as practicable after the meeting, give the applicant a written notice of the decision.

9. WHEN MEMBERSHIP ENDS

- 9.1 A member may resign from the Association by giving a written notice of resignation to the secretary.
- 9.2 The resignation takes effect on –
- a) the day and at the time the notice is received by the secretary; or
 - b) if a later day is stated in the notice – the later day.
- 9.3 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 2 months; or
 - d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Association.
- 9.4 Before the Management Committee terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.
- 9.5 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.

10. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- 10.1 A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.

- 10.2 A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.
- 10.3 If the secretary receives a notice of intention to appeal, the secretary must, within 3 months after the day of receipt, call a general meeting to decide the appeal.
- 10.4 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.
- 10.5 Also, the Management Committee and the committee members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership should be terminated.
- 10.6 An appeal must be decided by a vote of the members present at the meeting.
- 10.7 If a person whose application has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the application fee paid by the person.

11. REGISTER OF MEMBERS

- 11.1 The Management Committee must keep a register of members of the Association.
- 11.2 The register of members must include the following particulars for each member –
 - a) the full name and residential address of the member;
 - b) the date of admission as a member;
 - c) the date of death or resignation of the member;
 - d) details about the termination or reinstatement of membership;
 - e) any other particulars the Management Committee or the members at a general meeting decide.
- 11.3 The register must be open for inspection at all reasonable times.
- 11.4 However, before the member may inspect the register, the member must apply to the secretary to inspect it.
- 11.5 However, the Management Committee may, on the application of a member of the Association, withhold information about the member (other than the members 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 of harm.

12. PROHIBITION ON USE OF INFORMATION ON REGISTER OF MEMBERS

- 12.1 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 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 or commercial purposes.

- 12.2 Sub-rule (1) does not apply if the use or disclosure of the information is approved by the Association at a general meeting and meets the Association's objectives.

13. SECRETARY

- 13.1 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 1 month after the vacancy happens.
- 13.2 The secretary must be an individual residing in Queensland, or in another State but not more than 65 km from the Queensland border, who is –
- a) a member of the Association elected by the Association as secretary; or
 - b) any of the following persons appointed by the Management Committee –
 - (i) a member of the Association's Management Committee;
 - (ii) a member of the Association;
 - (iii) another person.
- 13.4 The Management Committee may appoint and remove the Association's secretary at any time.
- 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.
- 13.5 In this rule – casual vacancy, on a Management Committee, means a vacancy that happens when an elected member of the Management Committee resigns, dies or otherwise stops holding office.

14. REMOVAL OF SECRETARY

- 14.1 The Management Committee of the Association may at any time remove a person appointed as the secretary.
- 14.2 If the Management Committee removes a secretary the person no longer remains a member of the Management Committee.

15. FUNCTIONS OF SECRETARY

- 15.1 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 and/or chairperson of the Association; and
 - b) keeping minutes of each meeting; and
 - c) keeping copies of all correspondence and other documents relating to the Association; and
 - d) maintaining the register of members of the Association.

16. MEMBERSHIP OF MANAGEMENT COMMITTEE

- 16.1 The Management Committee of the Association consists of a President, Vice-President, Treasurer, and any other members the Association members elect or appoint at a general meeting.
- 16.2 A member of the Management Committee, other than the secretary, must be a member of the Association.
- 16.3 At each annual general meeting of the Association, the members of the Management Committee must retire from office, but are eligible, on nomination, for re-election.

17. ELECTING THE MANAGEMENT COMMITTEE

- 17.1 A member of the Management Committee may only be elected as follows –
 - a) any 2 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 or electronically; and
 - (ii) accepted by the candidate in writing or electronically; 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 may be called to vote electronically or if in person at the AGM for any candidates but no more than the number of vacancies available;
 - d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- 17.2 A list of candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be circulated to the members at least 7 days before voting is closed.
- 17.3 If required by the Management Committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.

18. RESIGNATION OR REMOVAL FROM OFFICE OF MANAGEMENT COMMITTEE MEMBER

- 18.1 A Management Committee member may resign from the committee by giving written notice of resignation to the secretary.
- 18.2 The resignation takes effect on –
 - a) the day and at the time the notice is received by the secretary; or
 - b) if a later day is stated in the notice – the later day.
- 18.3 A member may be removed from office at a general meeting of the Association if a majority of the members present at the meeting vote in favour of removing the member.
- 18.4 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 he or she should not be removed from office.

- 18.5 A member has no right of appeal against the member's removal from office under this section.

19. VACANCIES ON MANAGEMENT COMMITTEE

- 19.1 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.
- 19.2 The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.
- 19.3 However, if the number of committee members is less than the number fixed under these rules as a quorum of the Management Committee,¹ 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.

20. FUNCTIONS OF MANAGEMENT COMMITTEE

- 20.1 Subject to these rules or a resolution of the Association members carried at a general meeting, the Management Committee –
- a) has the general control and management of the administration of the affairs, property and funds of the Association; and
 - b) has authority to interpret the meaning of these rules and any matter relating to the Association on which the rules are silent.
- 20.2 The Management Committee may exercise the powers of the Association –
- a) to borrow, raise or secure the payment of amounts in a way the Association members decide; and
 - 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 by the Association 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; and
 - c) to purchase, redeem or pay off any securities issued; and
 - d) to borrow amounts from members and pay interest on the amounts borrowed; and
 - e) to mortgage or charge the whole or part of its property; and
 - f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association; and
 - 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

- 20.3 For sub-section (2)(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 –
- a) the financial institution for the Association; or
 - b) if there is more than 1 financial institution for the Association – the financial institution nominated by the Association.

21. MEETINGS OF MANAGEMENT COMMITTEE

- 21.1 Subject to subsections (2) to (16), the Management Committee may meet and conduct its proceedings as it considers appropriate.
- 21.2 The Management Committee must meet at least once every 4 months to exercise its functions.
- 21.3 The committee must decide how a meeting is to be called.
- 21.4 Notice of a meeting is to be given in the way decided by the committee.
- 21.5 If the secretary receives a written request signed by at least 33% of the Management Committee members, the secretary must call a special meeting of the committee.
- 21.6 A request for a special meeting must state –
- a) why the special meeting is being called; and
 - b) the business to be conducted at the meeting.
- 21.7 A question arising at a committee meeting is to be decided by a majority vote of committee members present at the meeting and, if the votes are equal, the question is decided in the negative.
- 21.8 A Management Committee member 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, and if the member does vote the member's vote must not be counted.
- 21.9 The president or, if there is no president or if the president is not present within 10 minutes after the time fixed for a Management Committee meeting, the vice-president is to preside as chairperson at the meeting.
- 21.10 If the president and the vice-president are absent from a Management Committee meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

22. QUORUM FOR, AND ADJOURNMENT OF MANAGEMENT COMMITTEE

- 22.1 At a Management Committee meeting, more than 50% of the members elected or appointed to the committee as at the close of the last general meeting of the members form a quorum.
- 22.2 If a quorum is not present within 30 minutes after the time fixed for a Management Committee meeting called on the request of committee members, the meeting lapses.
- 22.3 If a quorum is not present within 30 minutes after the time fixed for a Management Committee meeting called other than on the request of committee members, the meeting is to be adjourned to –
- a) the same day, time and place in the next week; or
 - b) a day, time and place decided by the committee.

- 22.4 If, at the adjourned meeting mentioned in subsection (15), a quorum is not present within 30 minutes after the time fixed for the meeting, the meeting lapses.

23. DELEGATION OF MANAGEMENT COMMITTEE POWERS

- 23.1 The Management Committee may delegate the whole or part of its powers to a subcommittee consisting of the Association members considered appropriate by the committee.
- 23.2 A subcommittee may only exercise delegated powers in the way the Management Committee decides.
- 23.3 A subcommittee may elect a chairperson of its meetings.
- 23.4 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 1 of their number to be chairperson of the meeting.
- 23.5 A subcommittee may meet and adjourn as it considers appropriate.
- 23.6 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.

24. ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

- 24.1 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.
- 24.2 Subsection (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.

25. RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING

- 25.1 A written resolution signed by each member of the Management Committee for the time being entitled to receive notice of a committee meeting is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.
- 25.2 A resolution mentioned in subsection (1) may consist of several documents in like form, each signed by 1 or more members of the committee.

26. FIRST ANNUAL GENERAL MEETING

- 26.1 The first annual general meeting must be held within 18 months after the day the Association is incorporated.

27. SUBSEQUENT ANNUAL GENERAL MEETINGS

- 27.1. Each subsequent annual general meeting must be held –
- a) at least once each year; and
 - b) within 6 months after the end of the Association's previous financial year.

28. BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING OF LEVEL 1 INCORPORATED ASSOCIATION AND PARTICULAR LEVEL 2 AND 3 INCORPORATED ASSOCIATIONS

- 28.1 This rule applies only if the Association is –
- a) a level 1 Incorporated Association; or
 - b) a level 2 Incorporated Association to which section 59 of the Act applies; or
 - c) a level 3 Incorporated Association to which section 59 of the Act applies.
- 28.2 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) for a level 1 Incorporated Association – appointing an auditor or an accountant for the present financial year;
 - e) for a level 2 Incorporated Associations, or a level 3 Incorporated Association, to which section 59 of the Act applies – appointing an auditor, an accountant or an approved person for the present financial year.

29. BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING OF OTHER LEVEL 2 INCORPORATED ASSOCIATIONS

- 29.1 This rule applies only if the Association is a level 2 Incorporated Association to which section 59A of the Act applies.
- 29.2 The following business must be conducted at each annual general meeting of the Association –
- a) receiving the Association's financial statement, and signed statement, for the last reportable financial year;
 - b) presenting the financial statement and signed statement to the meeting for adoption;
 - c) electing members of the Management Committee;
 - d) appointing an auditor, an accountant or an approved person for the present financial year.

30. BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING OF OTHER LEVEL 3 INCORPORATED ASSOCIATIONS

- 30.1 This rule applies only if the Association is a level 3 Incorporated Association to which section 59B of the Act applies.
- 30.2 The following business must be conducted at each annual general meeting of the Association –
- a) receiving the Association's financial statement, and signed statement, for the last reportable financial year;

- b) presenting the financial statement and signed statement to the meeting for adoption;
- c) electing members of the Management Committee.

31. NOTICE OF GENERAL MEETING

- 31.1 The secretary may call a general meeting of the Association.
- 31.2 The secretary must give at least 14 days notice of the meeting to each association member.
- 31.3 The Management Committee may decide the way in which the notice must be given.
- 31.4 However, notice of the following meetings must be given in writing –
 - a) a meeting called to hear and decide the appeal of a member against the rejection or termination of the member's membership by the Management Committee; or
 - b) a meeting called to hear and decide a proposed special resolution of the Association.
- 31.5 A notice of a general meeting must state the business to be conducted at the meeting.

32. QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING

- 32.1 Subject to subsection (5), at a general meeting the number of members equal to double the number of members of the Association presently on the Management Committee plus 1 form a quorum.
- 32.2 No business may be conducted at a general meeting unless a quorum of members is present when the meeting proceeds to business.
- 32.3 If a quorum is not present 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.
- 32.4 If a quorum is not present 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, the meeting is to be adjourned to –
 - a) the same day, time and place in the next week; or
 - b) a day, time and place decided by the Management Committee.
- 32.5 If at an adjourned meeting, a quorum under subsection (1) is not present within 30 minutes after the time fixed for the meeting, the members present form a quorum.
- 32.6 The chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- 32.7 If a meeting is adjourned under subsection (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- 32.8 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.

32.9 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.

32.10 In this rule –

"**member**" includes a person attending as a proxy or representing a corporation that is a member.

33. PROCEDURE AT GENERAL MEETING

33.1 Subject to these rules, at each general meeting –

- a) the president or, if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the vice-president is to preside as chairperson; and
- b) if the vice-president is absent or unwilling to act as chairperson, the members present must elect 1 of their number to be chairperson of the meeting; and
- c) the chairperson must conduct the meeting in a proper and orderly way; and
- d) each question, matter or resolution must be decided by a majority of votes of the members present; and
- e) each member present and entitled to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote; and
- f) 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; and
- g) voting may be by a show of hands or a division of members, unless at least 20% of the members present demand a secret ballot; and
- h) if a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides; and
- i) the result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held; and
- j) a member may vote in person or by proxy or by attorney and –
 - i) on a show of hands, each person present who is a member or a representative of a member has 1 vote; and
 - ii) in a secret ballot, each member present in person or by proxy or by attorney or other properly authorised representative has 1 vote; and
- k) an instrument appointing a proxy must be in writing; and –
 - i) if the appointor is an individual – signed by the appointor or the appointor's attorney properly authorised in writing; or
 - ii) if the appointor is a corporation – either under seal or signed by a properly authorised officer or attorney of the corporation; and
- l) a proxy may be a member of the Association or another person; and
- m) the instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot; and
- n) if someone wants to give a member an opportunity to vote for or against a resolution, the instrument appointing a proxy must be in the following or like form –

MORETON BAY KOALA RESCUE 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.

*in favour of

This form is to be used _____ the resolution.

*against

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

- o) 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; and

34. MINUTES OF GENERAL MEETINGS

- 34.1 The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Management Committee meeting and general meeting are entered in a minute book; and
- 34.2 The secretary must ensure the minute book for each general meeting is open for inspection at all reasonable times by any financial member who previously applies to the secretary for the inspection.
- 34.3 To ensure the accuracy of the minutes recorded under subsection (1)(p) –
 - a) 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; and
 - b) 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
 - c) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the Association that is a general meeting or annual general meeting, verifying their accuracy.

35. SPECIAL GENERAL MEETING

- 35.1 The secretary may only 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 33% of the members of the Association presently on the Management Committee; or
 - (ii) at least the number of ordinary members of the Association equal to double the number of members of the Association presently on the Management Committee plus 1; 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.
- 35.2 A request mentioned in subsection (1) (b) must state –
 - a) why the special general meeting is being called; and
 - b) the business to be conducted at the meeting.

36. BY-LAWS

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

37. ALTERATION OF RULES

- 37.1 Subject to the *Associations Incorporation Act 1981*, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- 37.2 However an amendment, repeal or addition is valid only if it is registered by the chief executive.

38. COMMON SEAL

- 38.1 The Management Committee must ensure the Association has a common seal.
- 38.2 The common seal must be –
 - a) kept securely by the Management Committee; and
 - b) used only under the authority of the Management Committee.
- 38.3 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 appointed by the Management Committee.

39. FUNDS AND ACCOUNTS

- 39.1 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.
- 39.2 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.
- 39.3 All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 39.4 A payment by the Association of \$100 or more must be made by cheque or electronic funds transfer.
- 39.5 If an amount of \$100 or more is paid by cheque, the cheque must be signed by any 2 of the following –
 - a) the president;
 - b) the secretary;
 - c) the treasurer;
 - d) another member authorised by the Management Committee for the purpose.
- 39.6 Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'.

- 39.7 All amounts for petty cash and/or a float must be detailed within the Association's financial records. The Management Committee must decide the amount of petty cash/float that will be used for a specific event/purpose.
- 39.8 All expenditure must be approved or ratified at a Management Committee meeting.

40. GENERAL FINANCIAL MATTERS

- 40.1 The treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared –
- a) the income and expenditure for the financial year just ended;
 - b) the Association's assets and liabilities at the close of the year;
 - c) the mortgages, charges and securities affecting the property of the Association at the close of the year.
- 40.2 If the Association is incorporated within 3 months before the end of the Association's financial year, subsection (8) does not apply for the financial year in which the Association is incorporated.
- 40.3 The auditor must examine the statement prepared under subsection (8) and present a report about it to the secretary before the next annual general meeting following the financial year for which the audit was made.
- 40.4 The income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers.

41. DOCUMENTS

- 41.1 The Management Committee must ensure the safe custody of books, documents, instruments of title and securities of the Association.

42. FINANCIAL YEAR

- 42.1 The financial year of the Association closes on 30th April in each year.

43. DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY

- 43.1 This section applies if the Association –
- a) is wound-up under part 10 of the Act;² and
 - b) it has surplus assets.
- 43.2 The surplus assets must not be distributed among the Association members.
- 43.3 The surplus assets must 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.

- 43.4 In this section –
"surplus assets" has the meaning given by section 92(3) of the Act.

44. MORETON BAY KOALA RESCUE INC. PUBLIC FUND

- 44.1 The association will establish and maintain a public fund to be called the Moreton Bay Koala Rescue Gift Fund (hereafter 'the Fund') for the specific purpose of supporting the environmental objects of the Association. The Fund is established to receive all gifts of money or property for this purpose and any money received because of such gifts must be credited to its bank account. The Fund must not receive any other money or property into its account and it must comply with subdivision 30-E of the Income Tax Assessment Act 1997.
- 44.2 The association agrees to comply with any rules that the Commonwealth Treasurer and the Minister with responsibility for the environment may make to ensure that gifts made to the fund are only used for its principal purpose.
- 44.3 Any allocation of funds or property to other persons or organisations will be made in accordance with the established purposes of Moreton Bay Koala Rescue Inc. and not be influenced by the preference of the donor.
- 44.4 In case of the winding up of the Fund, any surplus assets are to be transferred to another fund with similar objectives that is on the Register of Environmental Organisations.
- 44.5 The association agrees to give the Secretary of the Commonwealth Department responsible for the environment, within a reasonable period after the end of each financial year, statistical information about gifts made to the Fund during that financial year.

45. RULES OF THE PUBLIC FUND

- 45.1 The objective of the Fund is to support the objectives of the Association.
- 45.2 Members of the public will be invited to make gifts of money or property to the Fund for the environmental objectives of the Association.
- 45.3 Money from interests on donations, income derived from donated property and money from the realisation of such property will be donated in the Fund.
- 45.4 A separate bank account is to be opened to deposit money donated to the Fund, including interest accruing thereon, and gifts to it are to be kept separate from other funds of the Association.
- 45.5 Receipts will be issued in the name of the Fund and proper accounting records and procedures are to be kept and used for the Fund.
- 45.6 The Fund will be operated on a non-profit basis.
- 45.7 Public Fund Management Committee –
- (a) A committee of management of no fewer than three natural persons will administer the Fund.
 - (b) The committee will be appointed by the Association's Management Committee.
 - (c) A majority of the members of the committee are required to have a degree of responsibility to the wider community of Australia as defined in Taxation Ruling *TR 95/27 Income Tax: public funds*.

- (d) The release of monies from the Fund account and the management of, and sale of Fund assets must be authorised by the Public Fund Management Committee.
- (e) Members of the Public Fund Management Committee must be permanently located in Australia.
- (f) Members of the Public Fund Management Committee must be the only signatories to the Fund Account.

*** END OF DOCUMENT ***