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# **RULES OF THE ASSOCIATION**

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**CENTRAL RODEO COWBOYS'  
ASSOCIATION INC.**  
**April, 2024**  
(Amended and updated)

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## **RULES OF THE ASSOCIATION**

### **NAME**

1. The name of the incorporated association shall be "Central Rodeo Cowboys' Association Inc." (in these rules called "the Association").

### **OBJECTS**

2. The objects for which the Association is established are:-
  - (a) To hold and promote rodeos and associated events throughout Queensland and Australia.
  - (b) To maintain and promote the interests of rodeo enthusiasts, spectators and competitors and unity between them.
  - (c) To hold, foster and support, both financially and otherwise, schools for the benefit of rodeo competitors.
  - (d) To give grants and/or subsidies to individual rodeo competitors or teams to assist with travel, accommodation and/or rodeo school expenses.
  - (e) To acquire and raise livestock for use in rodeo competitions.
  - (f) To purchase, hire, lease or otherwise acquire and hold for the benefit of the Association any real or personal property and any rights or privileges which the Association may think necessary or convenient for carrying out its objects or any of them.
  - (g) To raise funds for the purpose of carrying out its objects in such a manner as the Association shall determine.
  - (h) To do all other acts, things and matters and to adopt such other objects as shall be in keeping with and conducive to the attainment of the objects set out herein or any of them.
  - (i) To hold and arrange rodeos and rodeo schools and to provide or contribute towards the provision of prizes, trophies, awards and distinctions
  - (j) To take out any form of insurance for the protection of the Association or any participants in any rodeo events or any other sports involving horsemanship.
  - (k) To invest and deal with any of the monies of the Association not immediately required for the purpose thereof upon such securities and in such manner as may be deemed fit and from time to time to vary and realise such investments.
  - (l) To raise money by entrance fees, levies and subscriptions. To grant rights and privileges to subscribers. To make, rescind, annul, alter or vary rules and regulations concerning:-
    - (i) eligibility for admission, duration of membership (including life membership) and determination and suspension of membership to the Association; and
    - (ii) the range of entrance fees and subscriptions payable for membership (including honorary membership) to the Association; and
    - (iii) the rights and privileges to be accorded to, and the qualification, restrictions and conditions to be attached to, the members of the Association ; and
    - (iv) sub-committees of members in connection with the management of the Associates, including appointment, removal, qualification, disqualification, duties, functions, powers and privileges of such sub-committee; and

- (v) to generally manage the affairs of the Association and to do anything that may be calculated to best promote the interests of the Association.
- (m) To consider and discuss, and when deemed advisable to take an active part in, any question affecting the wellbeing of the sport of rodeo and any other sports involving horsemanship.
- (n) To make donations for patriotic, charitable or community purposes.

AND IT IS HEREBY DECLARED that in this Clause Two (2), the meaning and effect of any object shall not be restricted by any other object in that each object shall be construed and have effect as an independent object and that any object is to be construed so as to widen and not restrict the Powers of the Association

### **POWERS**

3. (1) To take over the funds and other assets and the liabilities of the present unincorporated association known as "Central Rodeo Cowboys Association";
- (2) To subscribe to, become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association: provided always that the Association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent as great as that imposed on the Association under Rule 28 (10);
- (3) In furtherance of the objects of the Association, to buy, sell or deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises
- (4) To purchase, lease or take in exchange, hire or otherwise acquire any lands, buildings, easements or other property, real and personal, and any rights or privileges which may be requisite for the purpose of, or capable of being conveniently used in connection with, any of the objects of the Association: provided always that in case the Association shall take or hold any property which may be subject to any trusts, the Association shall only deal with the same in such manner as it is allowed by law having regard to such trusts;
- (5) To enter into any arrangements with any government or authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; and to obtain from such government or authority any rights, privileges and concessions which the Association may think desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- (6) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association;
- (7) To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes or debentures or other securities of the incorporated association, or in or about the incorporated association or promotion of the incorporated association or in the furtherance of its objects;
- (8) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Associations' interests and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- (9) To invest and deal with the money of the Association which is not immediately required in such manner as may from time to time be thought fit;
- (10) To take, or otherwise acquire and hold shares, debentures or other securities of any body corporate;
- (11) In furtherance of the objects of the Association, to lend and advance money or give credit to any person or body corporate, and to guarantee and give guarantees or indemnities for the payment of money or the

performance of contracts or obligations by any person or body corporate and to otherwise assist any person or body corporate;

- (12) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper, and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the Association's present or future property or assets and to purchase, redeem or pay-off any such securities;
- (13) To draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- (14) In furtherance of the objects of the Association, to sell the right to exercise any of the powers of the Association.
- (15) To take, hold under lien or otherwise, charge or mortgage so as to secure payment of the purchase price of any part of the Association's property of whatsoever kind sold by the Association, or of any money due to the Association from the purchasers or others;
- (16) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the proviso in sub-rule (4);
- (17) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the form of donations, annual subscriptions or otherwise;
- (18) To print and publish any newspapers, periodicals, books or leaflets that the Association may think is desirable for the promotion of its' objects;
- (19) In furtherance of the objects of the Association, to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of Rule 28 (10);
- (20) In furtherance of the objects of the Association, to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- (21) In furtherance of the objects of the Association, to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- (22) To make donations for patriotic, charitable or community purpose;
- (23) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any transaction in which the Commonwealth of Australia is engaged;
- (24) To do all other things incidental or conducive to the attainment of the objects and the exercise of the powers of the Association;
- (25) From time to time make amend or rescind regulations and By-Laws not inconsistent with these rules or the objects of the Association as in the opinion of the Management Committee are necessary or desirable for the proper control administration and management of the Associations' finances, affairs, interests, effects, property and for the convenience comfort and wellbeing of the members of the Association including but not limited to By-Laws relating to the conduct of any events conducted by or under the auspices of the Association including provision for penalties and fines relating to the breach of any such regulation or By-Laws provided that such By-Law or regulation may be set aside by resolution of a general meeting of the Association without affecting the enforcement of such regulation or By-Law relating to any same prior to such resolution or any penalty fine in relation to the breach thereof prior to such resolution.
- (26) To enforce the observance of all rules, regulations and by-laws by suspending from the enjoyment of Association privileges any members as the Management Committee thinks fit;

- (27) To institute, conduct, defend, compound or abandon any legal proceedings by or against the Association or its officers or otherwise concerning the affairs of the Association and also to compound or allow time for payment and satisfaction of any debt due to and any claims or demands made by or against the Association and to refer any claims or demands by or against the Association to arbitration and to observe and perform the award;
- (28) To fine, caution or suspend for such period as it thinks fit, any member who shall wilfully infringe any provision of the Rules of the Association or the by-laws or regulations of the Association.
- (29) Any rule, regulation or by-law made under these powers or any alteration to or repeal of such rule, regulation or by-law shall come into force and have full effect and authority and be binding upon members of the Association after notice thereof has been posted to each member.

### **CLASSES OF MEMBERS**

- 4. The membership of the Association shall consist of ordinary members, associate members, junior members, day members and life members.

Ordinary Membership shall be unlimited and shall be open to all persons over the age of sixteen (16) years who actively participate in rodeo competition in the financial year of their membership.

Associate membership shall be unlimited and shall be open to all persons over the age of sixteen (16) years who do not wish to participate in rodeo competition in the financial year of their membership.

Junior membership shall be unlimited and shall be open to all persons sixteen (16) years of age and under who actively participate in rodeo competition in the financial year of their membership.

Day membership shall be unlimited and shall be open to all persons other than ordinary, associate or junior members who actively participate in any rodeo competition run by the Association.

Life membership shall be open only to those persons who have rendered eight (8) years valuable assistance to the Association and

- a) The number of Life members shall not exceed two in any financial year, except in exceptional circumstances as determined by the management committee.
- b) A life member is entitled to all privileges of the Association and entitled to exercise all rights of memberships
- c) A Life member is entitled to receive notice of all general meetings of the Society, to attend al such meeting and vote at such meetings
- d) A Life Member shall be exempt from payment of annual subscriptions

A nomination for Life Membership must be-

- a) In writing; and
- b) Signed by the nominee and the seconder; and
- c) In the form decided by the management committee

### **MEMBERSHIP**

- 5. (1) Every person who at the date of incorporation of the Association was a member of the unincorporated Association and who has on or before the date of incorporation agreed in writing to become a member of the Association shall be admitted by the Management Committee to the same class of membership of the Association as that member held in the unincorporated Association, and shall not be required to pay any further subscription until the next due date for payment of that subscription.
- 6. (1) The membership fees for each class of membership shall be such sum as the members shall determine from time to

time at the Annual General Meeting of members.

- (2) Membership fees for each class of membership shall be payable at such time and in such manner as the Management Committee shall from time to time determine.

### **ADMISSION AND REJECTION OF MEMBERS**

7. (1) At the next meeting of the Management Committee after receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Management Committee, who shall thereupon determine the admission or rejection of the applicant.
- (2) Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such applicant is being considered shall be accepted as a member to the class of the membership applied for.
- (3) Upon the acceptance or rejection of any application for any class of membership the secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.
- (4) Every applicant elected to membership and informed of its election as directed by the foregoing rules shall be deemed to agree to pay annual subscription and other fees and charges as prescribed in the Rules of the Association and are bound by the Rules of the Association and by the Associations by-laws from time to time in force, and such membership shall commence from acceptance by the Management Committee, provided that any such membership so granted may be rescinded in the articles contained in rules 8 (1) to 8 (6) hereof.

### **DISCIPLINARY PROCEDURES AND TERMINATION OF MEMBERSHIP**

8. (1) A member may resign from the Association at any time after giving notice in writing to the secretary. Such resignation shall take effect at the time the notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date, but the former member shall remain liable for any subscription then due together with all arrears due and unpaid at the date of its resignation and for all other monies due by it to the Association.
- (2) If a member
  - (a) is convicted of an indictable offence; or
  - (b) fails to comply with any provision of these Rules or the by-laws of the Association; or
  - (c) has membership fees in arrears for a period of two (2) months or more or has failed to pay any fine within a period of thirty (30) days from notification thereof; or
  - (d) conducts himself in a manner considered to be injurious or prejudicial to the character or interest of the Association; or
  - (e) absents himself from the Association for in excess of six months in any one financial year,then the Management Committee shall consider whether his membership shall be terminated.
- (3) The member concerned shall be given full and fair opportunity of presenting his case and if the Management Committee resolves to terminate the membership it shall instruct the secretary to advise the member in writing accordingly.
- (4) Every member ceasing to be a member of the Association whether by retirement, expulsion, death, neglecting to pay the subscription or otherwise shall forfeit ipso facto all rights as a member of the Association but shall remain liable for any monies due or payable under the provisions of Clause (2) of the objects of the Association

- (5) If the Management Committee finds that a member has refused or neglected to comply with the provisions of the Associations Rules or By-Laws or is guilty of any conduct which is in the opinion of the Management Committee unbecoming of a member or prejudicial to the interests of the Association Including but not restricted to the charge of an offence against the state or federal law.  
The Management Committee shall have the power to reprimand or fine such member or suspend such member rights as a member of the Association

PROVIDED THAT:-

- (a) The member is given at least seven (7) clear days' notice in writing of the meeting of the Management Committee at which the making of such a finding is to be considered including details of any relevant rules and any conduct complained of and ;
- (b) At such meeting and before the Committee makes any such finding such member shall have the opportunity of giving orally or in writing any explanation or defence.
- (c) The Management Committee shall as soon as possible after the meeting notify the member of its decision.
- (6) (a) The Management Committee shall appoint from time to time an Appeals Committee comprising at least three (3) members of the Association who throughout the duration of their respective appointments shall not be participating in Rodeo competition under the auspices of the Association.
- (b) Any member who has a fine or a suspension imposed upon them by the Management Committee shall have the right to appeal to the Appeals Committee by notice in writing to the Secretary delivered not later than fourteen (14) days after the date on which the member received or was deemed to have received notice of the fine or suspension imposed by the Management Committee.
- (c) If a member appeals against a decision of the Management Committee no action shall be taken by the Management Committee to enforce such decision pending the outcome of the appeal.
- (d) The member shall be given at least seven (7) days' notice in writing of the meeting at which the Appeals Committee intends to hear the members appeal.
- (e) The appeal shall be conducted as a re-hearing of the matter and the member shall be entitled to present to the Appeals Committee any explanation or defence orally or in writing.
- (f) The Appeals Committee shall have the power to:-
- (i) over-rule any fine or suspension imposed by the Management Committee; or
  - (ii) affirm any fine or suspension imposed by the Management Committee; or
  - (iii) reduce any fine or suspension imposed by the Management Committee; or
  - (iv) increase any fine or suspension imposed.
- (g) The Appeals Committee shall as soon as possible after the hearing notify in writing both the member and the Management Committee of its decision.
- (7) Where an appeal is brought from a decision of the Management Committee and where the Appeals Committee is of the opinion that the member, in requesting that the matter be reconsidered, was acting vexatiously or frivolously, the Appeals Committee may award against the member the costs incurred by the Association in preparation for the hearing of the appeal.
- (8) No appeal whatsoever shall lie from a decision of the Appeals Committee pursuant to Rule 8(7) nor shall any member who has been reprimanded, suspended or expelled or upon whom a fine has been imposed pursuant to the said rule have any right of action whether at law or in equity or other remedy whatsoever against the Association the Management Committee or the Appeals Committee or any member thereof by reason of such reprimand, suspension, expulsion or fine or by reason of an act done or notice given prior to or consequent on or incidental to the same.

### **APPEAL AGAINST REJECTION OF MEMBERSHIP**

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

### **REGISTER OF MEMBERS**

10. (1) The Management Committee shall cause a Register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Association and the dates of their admission.
- (2) Particulars shall also be entered into the register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Management Committee or the members at any general meeting may require from time to time.
- (3) The register shall be open for inspection at all reasonable time by any member who previously applied to the secretary for such inspection.

### **MEMBERSHIP OF THE MANAGEMENT COMMITTEE**

11. (1) The Management Committee of the Association shall consist of a President, Vice President, Secretary, Treasurer and two (2) other members or such other number of members as the members of the Association at any General Meeting may from time to time elect or appoint. Four (4) members of the Management Committee at least shall be elected from the ordinary membership of the Association. The President shall be elected from the ordinary membership of the Association. The Secretary and Treasurer will be appointed and paid by the Management Committee under such Contract of Employment as may be approved by the Management Committee from time to time. Either or both positions of Secretary and Treasurer may be filled by either a member or a non-member, and if filled by a member, that membership will be applied towards the count of the minimum number of members required for the Management Committee in these Rules. Regardless of anything contained in these Rules, any member who volunteers his or her or their time at no charge for either position of Secretary or Treasurer may also be considered for appointment to either position by the Management Committee.
- (2) At the annual general meeting of the Association, all of the members of the Management Committee other than the Secretary and Treasurer, shall retire from office, but shall be eligible for nomination for re-election. The positions of Secretary and Treasurer shall not be automatically vacated at the Annual General Meeting, but may only be terminated upon either party giving the other two weeks written notice, and any other conditions contained in a Contract of Employment, or termination or resignation.
- (3) The election of members of the Management Committee shall take place in the following manner:-
  - (a) any two members of the Association shall be at liberty to nominate any other member to serve as a member of the Management Committee;

- (b) The nomination, which shall be in writing and signed by the member and his proposer and seconder, shall be lodged with the secretary at least fourteen (14) days before the annual general meeting at which the election is to take place;
  - (c) A list of the candidates' names in alphabetical order, with the proposers' and seconds' names, shall be posted in a conspicuous place in the office or usual meeting place of the Association for at least seven (7) days immediately preceding the annual general meeting;
  - (d) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order and each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;
  - (e) At the commencement of such meeting, should there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.
12. Any member of the Management Committee, other than the Secretary and the Treasurer, may resign from membership of the Management Committee at any time by giving notice in writing to the secretary but such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date or such member may be removed from office at the general meeting of the Association where that member shall be given the opportunity to fully present his case. The question of removal shall be determined by the vote of the number of members present at such meeting.

### **VACANCIES ON THE MANAGEMENT COMMITTEE**

13. (1) Subject to Rule 11 (1) the Management Committee shall have the power at any time to appoint any member of the Association to fill any casual vacancy on the Management Committee until the next general meeting.
- (2) The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and for so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a general meeting of the Association, but for no other purpose.

### **FUNCTIONS OF THE MANAGEMENT COMMITTEE**

14. (1) Except as otherwise provided by these Rules and subject to resolutions of the members of the Association carried at any general meeting the Management Committee-
- (a) shall have general control and management of the administration of the affairs, property and funds of the Association; and
  - (b) shall have the authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent.
- (2) The Management Committee may exercise all the powers of the Association-
- (a) to borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities;
  - (b) to borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan is short or long, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as a security for any debt, liability or obligation of the Association and to provide and pay off any such securities; and
  - (c) to invest in such manner as the members of the Association may from time to time determine.

## **MEETINGS OF THE MANAGEMENT COMMITTEE**

15. (1) The Management Committee shall meet at least once every calendar month to exercise its functions.
- (2) A special meeting of the Management committee shall be convened by the secretary on the requisition in writing signed by not less than one half of the members of the Management Committee, which requisition shall clearly state the reason why such special meeting is being convened and the nature of the business to be transacted thereat.
- (3) At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee as at the close of the last general meeting of the members shall constitute a quorum.
- (4) Subject as previously provided in this Rule, the Management Committee may meet together and regulate its proceedings as it thinks fit: Provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
- (5) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which he is interested, or any matter arising therefrom, and if he does so vote his vote shall not be counted.
- (6) Not less than twenty-one days' notice shall be given by the secretary to the members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat.
- (7) The President shall preside as Chairman at every meeting of the Management committee, or if there is no President, or if at any meeting he is not present within ten minutes after the time appointed for the holding of the meeting, the Vice President shall be Chairman or if the Vice President is not present at the meeting then the members may choose one of their number to be Chairman of the meeting.
- (8) If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day the next week at the same time and place, or to such other day and such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.
16. (1) The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the Association as the Management Committee thinks fit. Any sub-committee so formed shall, in the exercise of its powers so delegated conform to any regulations that may be imposed on it by the Management committee.
- (2) A sub-committee may elect a Chairman of its meetings. If no such chairman is elected, or if at any meeting the Chairman is not present within ten minutes after the time appointed for the holding of the meeting, the members present may choose one of their number to be Chairman of the meeting.
17. All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or persons acting aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified as a member of the Management Committee.
18. A resolution in writing by all of the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

## **ANNUAL GENERAL OR GENERAL MEETINGS**

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

20. (1) The annual general meeting shall be held within three months of close of the financial year.
- (2) The business to be transacted at every annual general meeting shall be-
  - (a) the receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Association for the preceding year;
  - (b) the receiving of the auditor's report upon the books and accounts for the preceding financial year; when such report is legally required, and in any other case where an auditor's report is not required then an accountant's report upon the books and accounts for the preceding financial year must be received;
  - (c) the election of members of the Management Committee; and
  - (d) the appointment of an auditor.
21. The secretary shall convene a special general meeting -
  - (a) when directed to do so by the Management Committee; or
  - (b) on the requisition in writing signed by not less than one half of the members on the Management Committee or not less than the number of ordinary members of the Association which equals double the number of members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat; or
  - (c) on being given notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person.
22. (1) At any general meeting the number of members required to constitute a quorum shall be double the number of members on the Management Committee plus one.
- (2) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purpose of this rule "member" includes a person attending as a proxy or as representing a corporation which is a member.
- (3) If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place or to such other day and at such other time and place as the Management Committee may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.
- (4) The Chairman may, with the consent of any meeting at which a quorum is present ( and shall if so directed by the meeting ) adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of the original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted.
23. (1) The secretary shall convene all general meetings of the Association by giving not less than twenty-one (21) days' notice of any such meeting to the members of the Association.
- (2) The manner by which such notice shall be given shall be determined by the Management committee: Provided that notice of any general meeting shall clearly state the nature of the business to be discussed thereat.
24. Unless otherwise provided by these Rules, at every general meeting -
  - (1) The President shall preside as Chairman, or if there is no President, or if he is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice President shall be the

Chairman or if the Vice President is not present or is unwilling to act then the members present shall elect one of their number to be chairman of the meeting;

- (2) the Chairman shall maintain order and conduct the meeting in a proper and orderly manner;
- (3) every question, matter or resolution shall be decided by a majority of votes of the members present;
- (4) every ordinary member and associate member present shall be entitled to one vote and in the case of an equality of votes the Chairman shall have a second or casting vote provided that no ordinary member or associate member shall be entitled to vote at any general meeting if his annual subscription is more than one month in arrears at the date of the meeting;
- (5) voting shall be by a show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which event there shall be a secret ballot. The Chairman shall appoint two members to conduct the secret ballot in such a manner as he shall determine and the result of the ballot as declared by the Chairman shall be deemed to be the resolution of the meeting at which the ballot was demanded;
- (6) an ordinary member and an associate member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote
- (7) the instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy may but need not be a member of the Association. The instrument appointing proxy shall be deemed to confer authority to demand or join in demanding a secret ballot.
- (8) where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form:-

CRCA Inc. Proxy Voting Form

ASSOCIATION: "Central Rodeo Cowboys Association Inc."

I,.....of.....

being a member of the above named Association hereby appoint

.....of.....

as my proxy to vote for me on my behalf at the (Annual) General Meeting of then Association to be

held on the ..... day of ....., 201.....

his form is to be used "IN FAVOUR " or " AGAINST " agenda item Number.....(one

agenda item per proxy voting form only)

Signed..... day of ....., 201....

Signature.....

- (9) the instrument appointing a proxy shall be deposited with the secretary at least two working days prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and
- (10) the secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and general meetings to be entered into a book to be open for inspection at all reasonable times by any financial member who previously applies to the

secretary for that inspection. For the purpose of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the Chairman of the next succeeding general meeting: Provided that the minutes of any annual general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting or annual general meeting.

### **BY- LAWS**

25. The Management Committee may from time to time make amend or rescind regulations and By-Laws not inconsistent with these rules or the objects of the Association as in the opinion of the Management Committee are necessary or desirable for the proper control administration and management of the Associations' finances, affairs, interests, effects, property and for the convenience comfort and wellbeing of the members of the Association including but not limited to By-Laws relating to the conduct of any events conducted by or under the auspices of the Association including provision for penalties and fines relating to the breach of any such regulation or By-Laws provided that such By-Law or regulation may be set aside by resolution of a general meeting of the Association without affecting the enforcement of such regulation or By-Law relating to any same prior to such resolution or any penalty fine in relation to the breach thereof prior to such resolution.

### **ALTERATION OF RULES**

26. Subject to the provisions of the "Associations Incorporation Act, 1981" (Qld), these Rules may be amended, .rescinded or added to from time to time by a special resolution carried at any general meeting: Provided that no such amendment, recession or addition shall be valid unless the same shall have been previously submitted to and approved by the Director-General, Department of Justice, Brisbane.

### **COMMON SEAL**

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

### **FUNDS AND ACCOUNTS**

28. (1) The funds of the Association shall be banked in the name of the Association in such bank as the Management Committee may from time to time direct.
- (2) Proper books and accounts shall be kept and maintained either in written or printed form in English language showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.
- (3) All moneys shall be banked as soon as practicable after receipt thereof.
- (4) All amounts shall be paid by:
- a. cheque signed by any two of the President, secretary, treasurer or other member authorised from time to time by the Management Committee, or
  - b. electronic bank transfer by the treasurer, secretary or any other member of the Management committee as authorised from time to time by the Management Committee.
- (5) Cheques shall be crossed "not negotiable" except in payment of wages, allowances or petty cash recoupments which may be open.
- (6) The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.
- (7) All expenditure shall be approved or ratified at a Management Committee meeting.

- (8) As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing particulars of -
- (a) the income and expenditure for the financial year just ended; and
  - (b) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of the year.
- (9) All such statements shall be examined by the auditor who shall present his report upon such audit to the secretary prior to the holding of the annual general meeting next following the financial year in respect of which such audit was made.
- (10) The income and property of the Association whensoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by the way of profit to or amongst the members of the Association provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of moneys advanced by him to the Association or otherwise owing by the Association to him or of remuneration to any officers or servants of the Association or other person in return for any service actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member for out-of-pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for the premises demised or let to the Association.

### **DOCUMENTS**

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

### **NOTICES**

30. Notices may be given by the Association to any member by sending it by post to such member to the address shown as being the address of the member in the Members' Register. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice and to have been effected in the case of a notice of meeting on the day after its date of posting and in any other case at the time at which the letter would be delivered in the ordinary course of post.

### **INDEMNITY**

31. Every member of the Management Committee, auditor, secretary and other officer for the time being of the Association shall be indemnified out of the assets of the Association against any liability incurred by him in defending any proceedings whether civil or criminal arising out of his office with the Association, in which judgment is given in his favour or in which he is acquitted or in connection with any application under the Criminal Code, (Qld) in which relief is granted to him by the Court in respect of any negligence, default, breach of duty or breach of trust.

### **FINANCIAL YEAR**

32. The financial year of the Association shall close on the 31<sup>st</sup> day of December each year.

### **DISTRIBUTION OF SURPLUS ASSETS**

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

