

RULES of the SOUTHERN MICROLIGHT CLUB (An Incorporated Association)

1. Name, Objectives and Affiliation

1. The name of the Incorporated Association is Southern Microlight Club (in these Rules called S.M.C.)
2. The objectives of S.M.C. are
 - a) to promote the positive development of Microlight flying;
 - b) to act as a lobbyist for Microlight Pilots and the sport of Microlight flying in Australia;
 - c) to maintain and improve the standard of Microlight flying;
 - d) to improve the facilities available to Microlight pilots;
 - e) to provide and foster a social contact point for Microlight pilots;
 - f) to improve the acceptance and knowledge of Microlight flying within the wider community.
3. S.M.C. shall be affiliated with The Hang Gliding Federation of Australia (H.G.F.A.).

2. Interpretation

1. In these Rules, unless the contrary intention appears-
 - "**Committee**" means the Committee of Management of S.M.C.
 - "**Financial Year**" means the year ending on 30 June.
 - "**General Meeting**" means a general meeting of members convened in accordance with Rule 11.
 - "**Microlight**" shall be synonymous with "Trike" and "Powered Hang Glider".
 - "**Member**" means a member of S.M.C.
 - "**Ordinary Member of the Committee**" means a member of the Committee who is not an officer of the Association under Rule 21.
 - "**The Act**" means the Associations Incorporation Act 1981.
 - "**The Regulations**" means Regulations under the Act.
2. In these Rules, a reference to the Secretary of an Association is a reference.
 - a) where a person holds office under these Rules as Secretary of S.M.C - to that person; and
 - b) in any other case, to the Public Officer of S.M.C.
3. Words or expressions contained in these Rules shall be interpreted in accordance with the Interpretation of Legislation Act 1984 and the Act as in force from time to time.

3. Alteration of the Rules

1. These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

4. Membership, Entry Fees and Subscriptions

1. A person who applies and is approved for membership as provided in these rules is eligible to be a member of S.M.C. on payment of the entrance fee and annual subscription payable under these Rules.

2. A person who is not a member of S.M.C. at the time of the incorporation of the Association (or who was a member at that time but has ceased to be a member) shall not be admitted to membership unless

- a) he or she applies for membership in accordance with sub- rule 3 (3); and
- b) the admission as a member is approved by the Committee.

3. An application of a person for membership of S.M.C. must

- a) be made in writing in the form set out in Appendix 1: and
- b) be lodged with the Secretary of S.M.C.

4. As soon as is practicable after the receipt of a application, the Secretary must refer the application to the Committee.

5. The Committee must determine whether to approve or to reject the application.

6. If the committee approves an application for membership the Secretary must as soon as practicable-

- a) notify the applicant in writing of the approval for membership and
- b) request payment within 28 days after receipt of the notification of the sum payable under these Rules as the entrance fee and the first year's annual subscription.

7. The Secretary must within 28 days after receipt of the amounts referred to in sub-rule 6 enter the applicant name in the register of members identifying whether or not the nominee is a pilot.

8. An applicant for membership becomes a member and is entitled to exercise the rights of membership when their name is entered in the register of members.

9. If the committee rejects an application, the committee must, as soon as practicable, notify the applicant in writing that the application has been rejected.

10. A right, privilege, or obligation of a person by reason of membership of S.M.C.

- a) is not capable of being transferred or transmitted to another person, and
- b) terminates upon the cessation of membership whether by death or resignation or otherwise.

11. The entrance fee is the relevant amount set out in Appendix 3

12. The annual subscription is the relevant amount set out in Appendix. 4 and is payable in advance or before 1 July in each year.

13. Only those members who are fully licensed by The Hang Gliding Federation of Australia (H.G.F.A.) as a Trike pilot or by the Civil Aviation Authority of Australia as a pilot or by an equivalent authority (accepted by the Committee of S.M.C.) outside the Commonwealth of Australia, as a pilot shall be entered in the register of members as a pilot member.

5. Register of Members

1. The Secretary must keep and maintain a register of members containing
 - a) the full name and address of each member and -
 - b) the date on which each member's name was entered in the register
2. The register is available for inspection free of charge by any member upon request.
3. A member may make a copy of entries in the register

6. Ceasing Membership

1. A member of S.M.C. who has paid all moneys due and payable by the member to S.M.C. may resign for S.M.C. by first giving one months notice in writing to the Secretary of his or her intention to resign and upon the expiration of that period of notice, the member ceases to be a member.
2. Upon the expiration of a notice given under sub-clause (1), the Secretary shall make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be a member.

7. Discipline Suspension and Expulsion of Members

1. Subject to these Rules, the Committee may by resolution
 - a) expel a member from S.M.C.;
 - b) suspend a member from membership of S.M.C. for a specified period;or
 - c) fine a member an amount not exceeding \$50- if the Committee is of the opinion that the member
 - d) has refused or neglected to comply with these Rules;

- e) has been guilty of conduct unbecoming a member or prejudicial to the interests of S.M.C; or
 - f) being a pilot member, has failed to comply with ail rules, regulations and safety requirements of The Hang Gliding Federation of Australia.
2. A resolution of the Committee under sub-clause (1) does not take effect unless-
- a) at a meeting held in accordance with sub-rule (3) the committee confirms the resolution; and
 - b) if a member exercises a right of appeal to S.M.C. under this rule, the association confirms the resolution in accordance with this rule.
3. A member of the committee to confirm or revoke a resolution passed under sub-rule (1) must be held not earlier than 14 and not later than 28 days after the notice has been given to that and member of a notice under sub-clause (3) confirms the resolution in accordance with sub -rule (4)
4. If the Committee passes a resolution under sub-clause (1), the Secretary shall, as soon as practicable, cause to be served on the member a written notice
- a) setting out the resolution of the Committee and the grounds on which a is based;
 - b) stating that the member may address the Committee at a meeting to be held not earlier than 14 and not less than 28 days after service of the notice;
 - c) stating the date, place and time of that meeting;
 - d) informing the member that he or she may do one or both of the following:
 - i) Attend that meeting;
 - ii) Give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution;
 - e) informing the member that, if at the meeting the committee confirms the resolution, he or she may not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the S.M.C. in general meeting against the Resolution.
5. At a meeting of the Committee held in accordance with sub-rule(2), the committee-
- a) shall give to the member an opportunity to be heard;
 - b) shall give due consideration to any written statement submitted by the member; and
 - c) shall by resolution determine whether to confirm or to revoke the resolution.
6. If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a

notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.

7. If the Secretary receives a notice under sub-clause (3), he or she shall notify the Committee and the Committee shall convene a general meeting of S.M.C. to be held within twenty-one days after the date on which the Secretary received the notice.

8. At a general meeting of S.M.C. convened under sub-clause (5)-

- a) no business other than the question of the appeal shall be transacted;
- b) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
- c) the member or his or her representative shall be given an opportunity to be heard; and
- d) the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.

9. A resolution is confirmed if at the general meeting not less than two-thirds of the members vote in person or by proxy in favour of the resolution. In any other case, the resolution is revoked.

8. Mediation

1. The grievance procedure set out in this rule applies to disputes under these Rules between:-

- a) A member and another member: or
- b) a member and the association

2. The parties to the dispute must meet and discuss the matter in dispute and if possible, resolve the dispute within 14 days after the dispute comes to the attention of all the parties.

3. If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

4. The mediator must be -

- a) a person chosen by agreement between the parties; or
- b) in the absence of agreement;
 - i) in the case of a dispute between a member and another member, a person appointed by the committee of the association or
 - ii) in the case of a dispute between a member and the association, a person who is a mediator appointed by the Dispute Settlement Centre of Victoria (Dept of Justice)

5. A member of the Association can be a mediator
6. The mediator cannot be a member who is a party to the dispute.
7. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
8. The mediator, in conducting the mediation must-
 - a) give the parties to the mediation process every opportunity to be heard; and
 - b) allow due consideration by all parties of any written statement submitted by any party; and
 - c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
9. The mediator must not determine the dispute
10. If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

9. Annual General Meetings

1. S.M.C. shall in the month of August in each calendar year convene an annual general meeting of its members.
2. The annual general meeting shall be held on such day as the Committee determines.
3. The annual general meeting shall be specified as such in the notice convening it.
4. The ordinary business of the annual general meeting shall be-
 - a) to confirm the minutes of the preceding annual general meeting and of any general meeting held since that meeting.
 - b) to receive from the Committee reports upon the transactions of S.M.C. during the last preceding financial year,
 - c) to elect officers of S.M.C. and the ordinary members of the Committee; and
 - d) to receive and consider the statement submitted by S.M.C. in accordance with section 30 (3) of the Act.
5. The annual general meeting may transact special business of which notice is given in accordance with these Rules.

10. Special General Meeting

1. In addition to the annual general meeting any other general meetings that maybe held in the same year
2. All general meetings other than the annual general meeting shall be called special general meetings.
3. The Committee may, whenever it thinks fit, convene a special general meeting of S.M.C.
4. If but for this sub-rule, more than fifteen months would elapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.
5. The Committee shall, on the requisition in writing of not less than eight (8) members, convene a special general meeting of S.M.C.
6. he request for a special general meeting must
 - a) state the objects of the meeting and
 - b) be signed by the members requesting the meeting and
 - c) be sent to the address of the Secretary
7. If the Committee does not cause a special general meeting to be held within the month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than three months after that date.
8. If a special general meeting convened by members in accordance with this rule, it must be convened by the committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the S.M.C to the persons incurring the expenses.

11. Special Business

1. All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting is deemed to be special business.

12. Notice of General Meetings

1. The Secretary of S.M.C. at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of S.M.C, must cause to be sent to each member of S.M.C. at the address appearing in the register of members. a notice stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

2. Notices may be sent
 - a) by prepaid post to the address appearing in the register of members;
or
 - b) if the member requests, by facsimile transmission or electronic transmission
3. No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
4. A member desiring to bring any business before a meeting may notify in writing or by electronic transmission, the Secretary of that business who must include that business in the notice calling the next general meeting.

13. Quorum At General Meetings

1. No item of business shall be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present during the time when the meeting is considering that item.
2. Five members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
3. If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present-
 - a) in the case of a meeting convened upon the request of members- the meeting must be dissolved and
 - b) in any other case the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.
4. If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 3) shall be a quorum.

14. Presiding At General Meetings

1. The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of S.M.C.
2. If the President and the Vice-President are absent from a general meeting, or are unable to preside, the members present must elect one of their number to preside as Chairperson.

15. Adjournment of Meetings

1. The person presiding may with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
2. No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
3. If a meeting is adjourned for fourteen days or more, notice of the adjourned meeting must be given in accordance with rule 12.
4. Except as provided in sub-rule (13), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

16. Voting at General Meetings

1. Upon any questions arising at a general meeting of the S.M.C, a member has one vote only.
2. All votes shall be given personally or by proxy.
3. In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
4. A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to S.M.C. have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

17. Poll At General Meetings

1. If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
2. A poll that is demanded on the election of a Chairperson or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any question shall be taken at such time before the close of the meeting as the Chairperson may direct.

18. Manner of Determining whether Resolution Carried

1. If a question arising at a general meeting of S.M.C is determined on a show of hands
 - a) a declaration by the Chairperson that a resolution has been
 - i) carried : or
 - ii) carried unanimously ; or

- iii) carried by a particular majority; or
 - iv) lost and
- b) an entry to that effect in the minute book of the association- is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

19. Proxies

1. Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
2. The notice appointing the proxy must be
 - a) for a meeting of the Association convened under rule 7(7), in the form set out in Appendix 2.
 - b) In any other case, in the form set out in Appendix 3.

20. Committee of Management

1. The affairs of S.M.C. shall be managed by the Committee of Management.
2. The committee
 - a) shall control and manage the business and affairs of th Association and
 - b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by S.M.C. other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of S.M.C; and
 - c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of S.M.C.
3. Subject to section 23 of the Act, the committee shall consist of
 - a) the officers of the Association ; and
 - b) two ordinary members - each of whom shall be elected at the annual general meeting of the Association in each year

21. Office Holders

1. The officers of the Association shall be;
 - a) a President;
 - b) a Vice-President,
 - c) a Treasurer; and
 - d) a Secretary.

2. The provisions of Rule 23 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the other offices mentioned in sub-rule(1).

3. Each officer of S.M.C. shall hold office until the annual general meeting next after the date of his or her election but is eligible for re-election.

4. In the event of a casual vacancy of any office referred to in sub-rule (1) the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

22. Ordinary Members of the Committee

1. Subject to these rules, each ordinary member of the committee shall hold office until the annual general meeting next after the date of election but is eligible for re-election.

2. In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the Committee may appoint a member of S.M.C. to fill the vacancy and the member so appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

23. Election of Officers and Vacancy

1. Nominations of candidates for election as officers of S.M.C. or as ordinary members of the Committee-

a) must be made in writing, signed by two members of S.M.C. and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination);

b) must be delivered to the Secretary of S.M.C. not less than seven days before the date fixed for the holding of the annual general meeting.

2. A candidate may only be nominated for one office, or as an ordinary member of the committee, prior to the annual general meeting

3. If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.

4. If the number of nominations received is equal to the number of vacancies to be filled, the person nominated shall be deemed to be elected.

5. If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.

6. The ballot for the election of officers and ordinary members of the Committee must be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.

24. Vacancies

1. The office of an officer of the association, or of an ordinary member of the committee, becomes vacant if the officer or member -
 - a) ceases to be a member of S.M.C;
 - b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
 - c) resigns from office by notice in writing given to the Secretary.

25. Meetings of the Committee

1. The Committee must meet at least 3 times in each year at such place and such times as the Committee may determine.
2. Special meetings of the Committee may be convened by the President or by any four of the members of the Committee

26. Notice of Committee Meetings

1. Written notice of each committee meeting must be given to each member of the committee at least 2 business days before the date of the meeting.
2. Written notice must be given to members of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted such a meeting.

27. Quorum for Committee Meetings

1. Any four members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
2. No business shall be transacted unless a quorum is present.
3. If within half an hour of the time appointed for the meeting a quorum is not present-
 - a) in the case of a special meeting - the meeting lapses;
 - b) in any other case the meeting shall stand adjourned to the same place and at the same time and day in the following week.
4. The committee may act notwithstanding any vacancy on the committee.

28. Presiding at Meetings

1. At meetings of the Committee
 - a) the President or in the President's absence the Vice-President presides; or
 - b) if the President and the Vice-President are absent or are unable to preside, the members present must choose one of their number to preside.

29. Voting at Committee Meetings

1. Questions arising at a meeting of the Committee or at a meeting of any sub-committee appointed by the committee shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at the meeting may determine.
2. Each member present at a meeting of the Committee or at a meeting of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

30. Removal of a Committee Member

1. The S.M.C. in general meeting may by resolution remove any member of the Committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
2. A member who is the subject of a proposed resolution referred to in sub-rule(1) may make representations in writing to the Secretary or President of S.M.C. (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association
3. The Secretary or the President may give a copy of the representations to each member of S.M.C. or, if they are not so given, the member may require that they be read out at the meeting.

31. Minutes of Meetings

1. The Secretary of the Association must keep minutes of the resolutions and procedures of each general meeting and each committee meeting, together with a record of the names of persons present at committee meetings.

32. Funds

1. The Treasurer of S.M.C. must-
 - a) collect and receive all moneys due to S.M.C. and make all payments authorised by S.M.C; and

b) shall keep correct accounts and books showing the financial affairs of S.M.C. with full details of all receipts and expenditure connected with the activities of S.M.C.

2. All cheques, drafts of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Committee.

3. The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines.

33. Seal

1. The Common Seal of S.M.C. shall be kept in the custody of the Secretary.

2. The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Committee or of one member of the Committee and of the Public officer of the Association.

34. Notice to Members

1. Except for the requirements in rule 12, any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by-

- a) Delivering the notice to the member personally
- b) Sending it by pre-paid post addressed to member at that members address shown in the register of members
- c) Facsimile transmission, if the member has requested that the notice be given to him or her in this manner; or
- d) Electronic transmission, if the member has requested that the notice be given to him or her in this manner

35. Winding Up

1. In the event of the winding up or the cancellation of the incorporation of S.M.C., the assets of S.M.C. shall be disposed of in accordance with the provisions of the Act.

36. Custody and Inspection of Books and Records

1. Except as otherwise provided in these Rules, the Secretary shall keep in his or her custody or under his or her control all books, documents and securities of S.M.C..A

2. All accounts, books, documents and securities of S.M.C. shall be available for inspection free of charge

3. A member may make a copy of any accounts, books, securities and any other relevant documents of the S.M.C.

Appendix 1

APPLICATION FOR MEMBERSHIP of Southern Microlight Club

I
.....
(Full name of applicant)

of
.....
(Address)

..... desire to become a member of Southern
Microlight Club.
(Occupation)

In the event of my admission as a member, I agree to be bound by the Rules of
S.M.C. for the time being in force.

.....
Signature of Applicant .

Date

I a member
of S. M. C.
(Name)

nominate the applicant, who is personally known to me, for membership of S.M.C.

.....
Signature of Proposer .

Date

I a member
of S. M. C.
(Name)

second the nomination of the applicant, who is personally known to me, for membership of S.M.C.

.....
Signature of Seconder .

Date

Appendix 2

FORM OF APPOINTMENT OF PROXY

I

.....

....

(Name)

of

.....

..

(Address)

being a member of Southern Microlight Club appoint

.....

.....

(Name of Appointee)

being a member of that Incorporated Club, as my proxy to vote for me on my behalf at the general meeting of S.M.C. (annual general meeting or special general meeting, as the case may be) to be held on

..... 20..... and at any adjournment of that meeting.

My proxy is authorised to vote in favour of or against (delete as appropriate) the resolution (insert details).

.....

.....

.....

.....

.....

.....

Signed

Date

Appendix 3

Southern Microlight Club Annual Subscription Fee Schedule

Pilot Member	\$25
Non Pilot Member	\$15
Family membership	\$40
<i>(include all non pilot children under 21)</i>	