



Redcliffe Numismatic Society Inc.

Founded 1991



**REDCLIFFE
NUMISMATIC
SOCIETY INC.
CONSTITUTION AND
INCORPORATION
RULES**

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**REDCLIFFE NUMISMATIC SOCIETY INC.
RULES**

PART 1 PRELIMINARY

1. Interpretation

- 1.1 The name of the incorporated Society shall be "Redcliffe Numismatic Society (Inc)".
- 1.2 In these rules, except insofar as the context or subject matter otherwise requires:-
- 1.2.1 "member" means an individual member of the Society or in the case of two persons or a family who share a membership of the Society those two persons or family unit;
- 1.2.2 "ordinary member" means a member who is not an office-bearer of the Society, as referred to in rule 3.2;
- 1.2.3 "secretary" means the person holding office under these rules as secretary of the Society which office also includes the office of public officer under the Act;
- 1.2.4 "the Act" means the Associations Incorporation Regulation, 1981;
- 1.2.5 "the Regulation" means the Associations Incorporation's Regulation, 1982;
- 1.2.6 "person" includes a corporation and/or affiliated organisation.
- 1.2.7 A word denoting one gender includes the other gender.
- 1.2.8 A word denoting the singular includes the plural and vice versa.
- 1.2.9 "Numismatics" The study, science, and collecting of coins, medals, paper money, tokens, and related objects, all of which are linked to one another by economic function or physical appearance.
- 1.2.10 The word "society" can be substituted with the word "association" and vice versa.
- 1.3 In these rules:-
- 1.3.1 a reference to a function includes a reference to a power, authority and duty; and
- 1.3.2 a reference to the exercise of a function includes, where the function is a duty, reference to the performance of the duty.
- 1.4 The provisions of the Interpretation Act, 1897, apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART 2 OBJECTS

2. The objects for which the Association is established are:-
- 2.1 The Society is a non-profit organisation, for the encouragement of the study of numismatics in all its forms; the dissemination of knowledge of this and associated fields including the arts and sciences by means of meetings and publications, and the fostering of interchange of information and assistance between numismatics, collectors, societies and Clubs in Australia and other parts of the world.
- 2.2 To further these aims the Society may purchase, hire, lease or otherwise acquire and hold real and personal property and any rights and privileges and (so far as the law may from time to time allow) sell, devise, let or dispose of all or any such real and personal property rights and privileges. The Society may also invest and deal with any moneys of the Society not immediately required for the purpose thereof upon such securities and in such manner as may be determined and from time to time vary and realise such investments.
- 2.3 The Society shall be non-sectarian and shall not take part in, or identify itself in any way with party politics.

PART 3 MEMBERSHIP

3. Membership

- 3.1 The Society shall consist of members in the following categories, who shall be persons desirous of furthering the aim of the Society and who have been elected in accordance with the Rules and by-laws of the Society.
- 3.1.1 Ordinary Membership
- 3.1.2 Junior Membership

- 3.1.3 Life Membership
- 3.1.4 Honorary Membership
- 3.1.5 Honorary Life Membership
- 3.1.6 Affiliated Membership
- 3.1.7 Corresponding Membership

- 3.2 **Ordinary Membership** shall be open to any person aged 18 years or over and resident in any part of the world. Ordinary Membership shall not be limited.
- 3.3 **Junior Membership** shall be available to persons under the age of 18 years at the time of joining. Junior Members may not enter any financial transaction within or through the Society or through its members unless prior responsibility has been taken in writing by parent or guardian. Junior Members will automatically be entitled to Ordinary Membership upon attaining the age of 18 years. Junior Membership shall not be limited.
- 3.4 **Life Membership** shall be available to Ordinary Members on payment of a lump sum equal to twenty annual subscriptions. Ordinary Members may commute to Life Membership by paying a sum of twenty years annual subscription less three months for every year of Ordinary Membership. No person shall be eligible for Life Membership unless having had five continuous years of Ordinary Membership. Life Membership is limited to ten percent of full membership.
- 3.5 **Honorary Membership** may be conferred by the members on persons where it is deemed fitting. Such members may make a donation to the Society but not required to pay subscriptions dues. The status of such membership shall be reviewed yearly. They shall have no voting rights nor shall they be eligible to hold office, however, they will receive copies of all publications of the Society. Honorary Membership is limited to ten percent of full membership.
- 3.6 **Honorary Life Membership** shall confer the rights of Ordinary Members, but will not require any subscriptions. Honorary Life Membership status may be conferred for service to Numismatics and/or the Society by recommendation of the Committee, subject to ratification from the floor members by a three quarters majority of those present and voting. Such status may only be conferred after 10 years service of Ordinary Membership. Honorary Life Membership is limited to ten percent of full membership.
- 3.7 **Affiliated Membership** may be allocated to a numismatic Society or an organisation in an associated field upon application to the Society. Notification of such will be given at a General Meeting. Each affiliated group shall be entitled to vote at a general or annual general meeting. Affiliated Membership shall not be limited.
- 3.8 **Corresponding Membership** may be allocated to a member who resides more than 100 kilometres from the Redcliffe Post Office. Corresponding Membership shall not be limited.

4. **Patron**

It shall not be mandatory for the Society to have a Patron. However, it shall be in order for the Society to invite an outstanding numismatist or other citizen to accept the office of Patron. Such Patron shall have the right to attend and address meetings but not to hold office or to vote. The Patron may otherwise take part in the business of the Society provided he is a financial member of the Society. The Patron shall receive all publications of the Society.

5. A person is qualified to be a member of the Society if, but only if a person:-

- 5.1 has been nominated for membership of the Society as provided by rule 6; and
- 5.2 has been approved for membership of the Society by the committee of the Society and ratified by a general meeting.

6. **Application for Membership**

- 6.1 An application for membership of the Society:-
 - 6.1.1 shall be in writing on the form prescribed from time to time accompanied by the prescribed membership fee; and shall be lodged with the secretary of the Society.
- 6.2 As soon as practicable after receiving an application for membership, the secretary shall refer the application to the committee which shall determine whether to approve or to reject the application.
- 6.3 The application is then presented to the next general meeting for determination.

- 6.4 Where the general meeting determines to approve the application for membership, the secretary shall, as soon as practicable after that determination, notify the applicant of that approval.
- 6.5 The secretary shall then enter the applicant's name in the register of members and, upon the name being so entered, the applicant becomes a member of the Society.
- 6.6 Should any application be rejected, the subscription fee is refundable in full.

7. Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the Society:-

- 7.1 is not capable of being transferred or transmitted to another person; and
- 7.2 terminates upon cessation of the person's membership.

8. Resignation of membership

- 8.1 A member of the Society is not entitled to resign that membership except in accordance with this rule.
- 8.2 A member of the Society who has paid all amounts payable by the member to the Society in respect of the member's membership may resign from membership of the Society by first giving written notice (being not less than 1 month or not less than such other period as the committee may determine from time to time) to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.
- 8.3 Where a member of the Society ceases to be a member pursuant to clause 8.2, and in every other case where a member ceases to hold membership, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

9. Register of members

- 9.1 The secretary of the Society shall establish and maintain a register of members of the Society specifying the name of each person who is a member of the Society together with their postal address and the dates of admission.
- 9.2 Particulars shall also be entered into the Register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Committee or the members at any general meeting may require from time to time.
- 9.3 The membership of the Society shall be unlimited.
- 9.4 The number of affiliated organisations shall not exceed ten (10).
- 9.5 Details of the register shall be kept confidential to the President, Secretary and Treasurer.

10. Fees, Subscriptions, etc.

- 10.1 A member of the Society shall pay to the Society an annual subscription.
- 10.2 The annual subscription shall be payable by each member within 60 days of the first of July in each year for the year then commencing.
- 10.3 All annual subscriptions and other fees payable by members shall be at rates fixed by the Committee from time to time.
- 10.4 The Committee shall have the power to determine from time to time differing amounts payable as annual subscriptions amongst the members and any determination so made shall take effect from 1st July next following such determination.

11. Members' liabilities

- 11.1 The liability of a member of the Society to contribute towards the payment of the debts and liabilities of the Society or the costs, charges and expenses of the winding up of the Society is limited to the amount if any, unpaid by the member in respect of that member's annual subscription.

12. Rights and privileges

Members shall have the right and privilege:-

- 12.1 to attend meetings of the Society;
- 12.2 to receive a copy of each publication or item authorised by Committee for gratis distribution to members;
- 12.3 to use the library in accordance with the By Laws;
- 12.4 to submit papers, articles and to take part in discussions;

12.5 to vote on any matter put to meeting and participate in ballots for office bearers;

12.6 to participate in any Society activity.

13. **Cessation of membership**

A person automatically ceases to be a member of the Society if the person:-

13.1 dies;

13.2 resigns the membership;

13.3 becomes unfinancial (see 14.2);

13.4 is expelled from the Society.

14. **Termination of membership**

14.1 Membership of the Society may be terminated at any time on written resignation to the Honorary Secretary, who shall present it to the membership at the next general meeting after receipt, and accepted or rejected on a vote from floor members.

14.2 A member, who has not paid his dues within 60 days from 1st July and after receiving a reminder to pay in accordance with the by-laws, shall be declared unfinancial and shall from that date be ineligible for any of the Society's privileges and publications. If there is no further correspondence from him to the Society he shall be considered no longer a member.

14.3 Membership of the Society may be terminated at any time by decision of the Committee or Judicial Committee in accordance with rule 17 when the behaviour and/or activities of a member shall be deemed to be of detriment to the Society. The member so dealt with shall have the right to appeal at a general meeting within two months of such notification.

15. **Disciplining of members**

15.1 Where the Committee is of the opinion that a member of the Society:-

15.1.1 has persistently refused or neglected to comply with a provision or provisions of these rules; or

15.1.2 has persistently and wilfully acted in a manner prejudicial to the interests of the Society,

15.2 the Committee may, by resolution:-

15.2.1 censure;

15.2.2 suspend the member from membership of the Society for a specified period;

15.2.3 expel the member from the Society.

16. **Complaints**

16.1 For the purpose of hearing complains raised against any member of the Society; the Committee of the Society can be or may nominate a Judicial Committee.

16.2 No member of the Judicial Committee shall have been a witness, complainant, defendant or mentioned in complaint or action surrounding complaint.

16.3 Should chairman find there is a committee member involved as above, said member shall stand down and chairman may co-opt sufficient disinterested members as necessary to restore committee to size in accordance with by-laws.

16.4 The Judicial Committee may censure, suspend, or expel a member proved to its satisfaction to have been guilty of:-

16.4.1 having gained admission to the Society by false representation;

16.4.2 disloyalty to the Society;

16.4.3 misappropriation of the funds of the Society;

16.4.4 divulging or making known the Society's correspondence or business to persons not entitled to know same;

16.4.5 conduct calculated to bring the Society into disrepute or financial loss;

16.4.6 conniving at any of the foregoing offences being committed by any other person.

16.5 Action under this rule shall be commenced by a complaint in writing, made by a financial member of the Society and seconded by another. Such a complaint shall set out:-

16.5.1 the offence or offences alleged in terms of sub-rule 16.4 hereof;

16.5.2 particulars of each offence alleged, including the time and location of each offence and a summary of the facts on which the charge is based.

- 16.6 The complaint shall be forwarded to the Honorary Secretary who shall acknowledge receipt of same in writing.
- 16.7 Within one (1) week after receipt of a complaint the Honorary Secretary shall forward a copy to the member charged, together with a copy of this rule.
- 16.8 The Honorary Secretary shall place the complaint before the next meeting of the Committee, which shall thereupon decide whether to proceed and if so the date of hearing the complaint.
- 16.9 The Honorary Secretary shall give the member charged 21 days notice of the meeting of the Judicial Committee at which the charges are to be considered and he shall give like notice to the complainant, together with a copy of the written complaint calling upon the member charged to show cause and advise the member charged of his right to attend as outlined in section 16.11 of this rule.
- 16.10 The Judicial Committee may adjourn its consideration of the matter from time to time but due notice of the date to which an adjournment is made shall be given to the complainant and the member charged.
- 16.11 The complainant and the member charged have the right to attend the meeting of the Judicial Committee at which the charge or charges are being considered, to be heard and to call evidence. No party shall be entitled to be represented before the Judicial Committee by counsel, solicitor or paid agent, except by leave of the Judicial Committee, provided that the Judicial Committee shall not grant such leave or right to one party and refuse it to the other party.
- 16.12 The Judicial Committee shall determine the matter, and it may recommend censure, suspension or expulsion of the member charged according to the power confirmed in that behalf by this rule.
- 16.13 If the Judicial Committee determines not to proceed further on a complaint it shall, in writing, through the Honorary Secretary, notify the complainant and the member charged.
- 16.14 Notwithstanding anything else in these rules any decision in terms of sub-rule 16.12 hereof shall be by two-thirds vote of the Judicial Committee, each member having only one vote.
- 16.15 The Judicial Committee having determined the matter will report to Committee which will execute that decision.

17. **Guidelines for appeals**

- 17.1 Where the Committee passes a resolution under clause 16.15, the secretary shall, as soon as practicable, cause a notice in writing to be served on the member:-
 - 17.1.1 setting out the resolution of the Judicial Committee and the grounds on which it is based,
 - 17.1.2 advising that under rule 14.3, any member whose membership has been terminated has the right of appeal at a general meeting within two (2) months of such notification. See rule 16.9 and 16.11. A reasonable amount of time will be allocated at a general meeting for such an appeal.
- 17.2 The secretary shall inform the member that the member may do either or both of the following:-
 - 17.2.1 attend and speak at that meeting;
 - 17.2.2 submit to the Committee at or prior to the date of that meeting written representations not exceeding a reasonable length relating to the resolution.
- 17.3 At the general meeting at which the appeal is to be heard, the chairman shall:-
 - 17.3.1 give to the member a reasonable opportunity to make oral representations;
 - 17.3.2 give due consideration to any written representations of reasonable length submitted to the Committee by the member at or prior to the meeting and heard at the general meeting.
- 17.4 The matter will then be adjourned to a date to be fixed to allow the Judicial Committee to make submissions to a forthcoming general meeting.
- 17.5 The general meeting may confirm, vary or revoke the Judicial Committee's decision.
- 17.6 The secretary shall then advise within seven (7) days the decision of the general meeting.
- 17.7 There shall be no refund of unspent period of subscription in the event of expulsion.

PART 4 MANAGEMENT OF THE SOCIETY

18. Committee

- 18.1 The Management Committee of the Society shall consist of a President, Vice President, Treasurer and Secretary all of whom shall be members of the Society, and such number of other members as the members of the Society at any general meeting may from time to time elect or appoint.
- 18.2 Intentionally deleted at Annual General Meeting 10 March, 1999.
- 18.3 The immediate past president may elect to accept automatically or decline a position on the newly elected Committee.
- 18.4 All elected officers and appointments shall be made on a non-remunerative basis, and any breach of this rule shall mean immediate disqualification from such office. For the purpose of this rule, "non-remunerative basis" does not include reimbursement of expenses necessarily incurred in furthering the objects of the Society.
- 18.5 At the annual general meeting of the Society, all the members of the Committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.
- 18.6 The election of officers and other members of the Committee shall take place in the following manner:-
 - 18.6.1 Any two members of the Society shall be at liberty to nominate any other member to serve as an officer or other member of the Committee;
 - 18.6.2 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;
 - 18.6.3 A list of the candidates' names in alphabetical order, with the proposers' and seconds' name, shall be posted in a conspicuous place in the office or usual place of meeting of the Society immediately preceding the annual general meeting;
 - 18.6.4 Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present may vote for any member of such candidates not exceeding the number of vacancies;
 - 18.6.5 Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting;
 - 18.6.6 No member of Committee shall fill more than two (2) positions on said Committee.

19. Dealers

- 19.1 Intentionally deleted at Annual General Meeting 10 March, 1999.
- 19.2 Intentionally deleted at Annual General Meeting 10 March, 1999.

20. Conflict of interest

- 20.1 No member of a Society with similar objects and interests shall be permitted to serve on Committee if there is thought to be conflict of interest.
- 20.2 Any member so affected may call for a decision from members at a general meeting. A three-quarter majority of those present and voting shall determine the issue.

21. Committee Resignations

- 21.1 Any member of the Committee may resign from membership of the 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 a general meeting of the Society where that member shall be given the opportunity to full present his case. The question of removal shall be determined by the vote of the members present at such general meeting.

22. Vacancies on Committee

- 22.1 The Committee shall have power at any time to appoint any member of the Society to fill any casual vacancy on the Committee until the next annual general meeting.
- 22.2 The continuing members of the Committee may act notwithstanding any casual vacancy on the Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these rules as the necessary quorum of the Committee, the continuing member of members may act for the purpose of increasing the number of members of the Committee to that number or of summoning a general meeting of the Society, but for no other purpose.

23. **Functions of the Committee**

- 23.1 Except as otherwise provided by these rules and subject to resolutions of the members of the Society carried at any general meeting the Committee:-
- 23.1.1 shall have the general control and management of the administration of the affairs, property and funds of the Society and the framing and administration of such By-Laws as it considers necessary, after such By-Laws have been discussed at a general meeting and the mandate to implement them having been duly received from the floor members; and
- 23.1.2 shall have authority to interpret the meaning of these rules and any matter relating to the Society on which these rules are silent.
- 23.2 The Committee may exercise all the powers of the Society:-
- 23.2.1 to borrow or raise or secure the same 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 and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Society's property, both present and future, and to purchase, redeem or pay off any such securities;
- 23.2.2 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 be 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 security for any debt, liability or obligation of the Society, and to provide and pay off any such securities; and
- 23.2.3 to invest in such manner as the members of the Society may from time to time determine; and
- 23.2.4 has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management and good conduct of the affairs of the Society; and
- 23.2.5 has the power to recommend to an annual general meeting that any person be made an honorary life member of the Society and any person so approved shall not be obliged to pay any annual subscriptions; and
- 23.2.6 has the power to recommend other awards as and when it feels warranted.

24. **Meetings of Committee**

- 24.1 The Committee shall meet at least once every two (2) calendar months to exercise its functions.
- 24.2 A special meeting of the Committee shall be convened by the secretary on the requisition in writing signed by not less than one-third of the members of the Committee, which requisitions shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- 24.3 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.
- 24.4 Subject as previously provided in this rule, the Committee may meet together and regulate its proceedings as it thinks fit: Provided that questions arising at any meeting of the Committee shall be decided by a majority of votes and, in the case of equality of votes, negative.
- 24.5 A member of the Committee shall not vote in respect of any contract or proposed contract with the Society in which he is interested, or any matter arising thereout, and if he does so, vote shall not be counted.
- 24.6 Not less than fourteen (14) days notice shall be given by the secretary to members of the committee. Such notice shall clearly state the nature of the business to be discussed thereat.
- 24.7 The president shall preside as chairman at every meeting of the Committee, or if there is no president, or if at any meeting he is not present within ten minutes after the time appointed for holding the meeting, the vice-president shall be chairman or if the vice-president is not present at the meeting then the members choose one of their number to be chairman of the meeting.

24.8 If within half an hour from the time appointed for the commencement of a Committee meeting a quorum is not present the meeting, if convened upon the requisition of members of the Committee, 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 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.

25. Casual vacancies on the Committee

For the purpose of these rules, a casual vacancy in the office of a member of the Committee occurs if the member:-

- 25.1 dies;
- 25.2 ceases to be a member of the Society;
- 25.3 becomes an insolvent under administration within the meaning of the Companies (Q'ld.) Code;
- 25.4 resigns office by notice in writing given to the secretary;
- 25.5 is removed from office under rule 26;
- 25.6 becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
- 25.7 is absent without the consent of the Committee from all meetings of the Committees held during a period of three (3) months.

26. Removal of Committee member

- 26.1 The Society in general meeting may by resolution remove any member of the Committee before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- 26.2 Where a member of the Committee to whom a proposed resolution referred to in clause 26.1 relates makes representation in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the Society, the secretary or the president may send a copy of the representations to each member is entitled to require that the representations be read out at the meeting at which the resolution is considered. The member shall be allowed the right to appeal the decision in accordance with clause 17.

27. Sub-committees

- 27.1 The Committee may delegate any of its powers to a sub-committee consisting of such members of the Society as the Committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Committee.
- 27.2 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 (10) minutes after the time appointed for holding the meeting, the members present may choose one of their number to be chairman of the meeting.
- 27.3 A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of equality of votes, the question shall be deemed to be decided in the negative.

28. All acts done by any meeting of the Committee or of a sub-committee or by any person acting as a member of the Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Committee or person acting as aforesaid, or that the members of the Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Committee.

29. A resolution in writing signed by all the members of the Committee for the time being entitled to receive notice of a meeting of the Committee shall be as valid and effectual as if it had been passed at a meeting of the 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 Committee.

PART 5 ANNUAL GENERAL OR GENERAL MEETING

30. The first general meeting shall be held at such time, not being less than one (1) month nor more than three (3) months after the incorporation of the Society, and at such place as the Committee may determine.
31. The annual general meeting shall be held within three (3) months of the close of the financial year.
32. The business to be transacted at every annual general meeting shall be:-
- 32.1 the receiving of the 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 financial year;
 - 32.2 the receiving of the auditor's report upon the books and accounts for the preceding financial year;
 - 32.3 the election of members of the Committee; and
 - 32.4 the appointment of an auditor.
33. Visitors may be admitted to general and annual general meetings of the Society in accordance with the provisions of the by-laws.
34. The secretary shall convene a special general meeting:-
- 34.1 when directed to do so by the Committee; or
 - 34.2 on the requisition in writing signed by not less than one-third of the members presently on the Committee or not less than half the number of ordinary members of the Society. 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
 - 34.3 on being given notice in writing of an intention to appeal against the direction of the Committee to reject an application for membership or to terminate the membership of any person.
35. **General Meetings**
- 35.1 At any general meeting the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one or half the number of ordinary members of the Society whichever is the greater.
 - 35.2 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.
 - 35.3 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 Committee or the Society, 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 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.
 - 35.4 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 (30) days or more, notice of the adjourned meeting shall be given in writing, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
36. **Notice of Meetings**
- 36.1 In the case of regular monthly meetings the chairman shall announce, otherwise the secretary shall convene all general meetings of the Society by giving not less than fourteen (14) days notice of any such meeting to the members of the Society.
 - 36.2 The manner by which such notice shall be given shall be determined by the Committee: Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejecting or termination of his membership by the Committee, shall be given in writing. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

37. Unless otherwise provided by these rules, at every general meeting:-
- 37.1 the president shall preside as chairman, or if there is no president, or if he is not present within fifteen (15) minutes after the time appointed for the holding of the meeting or is unwilling to act, 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;
 - 37.2 the chairman shall maintain order and conduct the meeting in proper and orderly manner;
 - 37.3 every question, matter or resolution shall be decided by a majority of votes of the members present and voting;
 - 37.4 every 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 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;
 - 37.5 voting shall be by 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 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;
 - 37.6 a 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;
 - 37.7 the instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer 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 Society. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot;
 - 37.8 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 or a form as near thereto as circumstances permit:- See Appendix A;
 - 37.9 the instrument appointing a proxy shall be deposited with the secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and
 - 37.10 the secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Committee meeting and general meeting to be entered in a book to be open for inspections at all reasonable times by any financial member who previously applies to the secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Committee meeting shall be signed by the chairman of that meeting or the chairman of the next succeeding Committee meeting verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the chairman of that meeting or 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.

PART 6 MISCELLANEOUS

38. **Service of notices**
- 38.1 For the purpose of these rules, a notice may be served by or on behalf of the Society upon a member either personally or by sending it by post to the member at the member's address shown in the register of members.
 - 38.2 Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.
39. **By-Laws**
- 39.1 The Committee may from time to time make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Society and any by-law may be set aside by a general meeting of members.

39.2 A copy of the rules and by-laws shall be made available to every member upon admission to the Society.

40. Alteration of rules

Subject to the provisions of the Associations Incorporation Act, 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, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the Director General, Department of Queensland Emergency Services.

41. Common Seal

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

42. Funds and Accounts

42.1 The funds of the Society shall be banked in the name of the Society in such bank as the Committee may from time to time direct.

42.2 Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Society and the particulars usually shown in books of a like nature.

42.3 All moneys shall be banked as soon as practicable after receipt thereof.

42.4 All amounts of twenty dollars or over shall be paid by cheque signed by any two of the president, secretary, treasurer or other member authorised from time to time by the Committee.

42.5 Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupments which may be open.

42.6 The Committee shall determine the amount of petty cash which shall be kept on the imprest system.

42.7 All expenditure shall be approved or ratified at a Committee meeting.

42.8 The Society shall not be responsible for any debts incurred in its name unless such debt arises from business of the Society authorised or endorsed by Committee or a general meeting of the Society.

42.9 As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing particulars of:-

42.9.1 the income and expenditure for the financial year just ended; and

42.9.2 the assets and liabilities and of all mortgages, charges and securities affecting the property of the Society at the close of that year.

42.10 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.

42.11 The income and property of the Society whencesoever 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 way of profit to or amongst the members of the Society 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 Society or to otherwise owing by the Society to him or of remuneration to any officers or servants of the Society or to any member of the Society or other person in return for any services actually rendered to the Society provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Society or reasonable and proper rent for premises demised or let to the Society.

43. Documents

43.1 The Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Society.

44. Financial Year

The financial year of the Society shall close on 30 June in each year.

45. Distribution of surplus assets

45.1 If the Society shall be wound in accordance with the provisions of the "Associations Incorporation Act, 1981", and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Society, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Society, 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 Society under or by virtue of rule 42.11, such institution or institutions to be determined by the members of the Society.

**REDCLIFFE NUMISMATIC SOCIETY
FOUNDED 2 MAY 1991 INCORPORATED - 2019**