

CONSTITUTION OF THE MAROOCHY QUAYS HOME OWNERS COMMITTEE (INC.)

A not-for-profit organisation incorporated in Queensland on 24 February 2021 under the *Associations Incorporation Act 1981(Qld)*, and in accordance with the *Manufactured Homes (Residential Parks) Act 2003 (Qld)*.

Incorporated Association Number IA60080



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List of Amendments

Amdt No	Affected Rule	Description	Reason	Effective Date
0		First issue	Incorporation of the Association	24/02/21
1	All	Complete rewrite	a. Correct errors b. Adopt clearer language c. Incorporate legislative changes	09/06/23

Part 1 – Preliminary

1 Interpretation

(1) In these rules —

Act means the *Associations Incorporation Act 1981 (Qld)*.

Association means the incorporated association specified in rule 2.

Candidate means a member of the Association nominated to serve as a member of the Committee, see rule 17(1).

Casual Vacancy, on the Committee, means a vacancy that happens when an elected member of the Committee resigns, dies, or otherwise stops holding office.

Chief Executive means the Chief Executive of the Queensland Government Office of Fair Trading.

Committee means the management committee of the Association specified in rule 15.

Complainant means a person who has initiated a grievance under the Association's rules, see rule 45.

Home Owner means a person who has entered into a contract (known as a 'Site Agreement') with the Park Owner to occupy a home in the Park as their principal place of residence.

Interest Group means a group of two or more unrelated Home Owners formed as agents to positively involve all Home Owners in activities intended to promote and enhance a healthy lifestyle.

Ordinary Member means a Home Owner who has applied and been approved for membership of the Association.

Park means the GemLife Over 50s Lifestyle Resort – Maroochy Quays located at 6 Charlston Place, Kuluin, Queensland.

Park Owner means the individual or corporate entity that holds the title for the Park's land and facilities.

Present means —

(a) at a Committee meeting, see rule 24(4); or

(b) at a general meeting, see rule 35(2).

President means the person holding the office of President of the Association, see rule 16(1).

Public Officer means the person appointed as the Public Officer of the Association for taxation purposes, see rule 43.

Regulation means the *Associations Incorporation Regulation 1999 (Qld)*.

Secretary means the person holding the office of Secretary of the Association, see rule 12(1).

Surplus Assets means the assets after payment of the debts and liabilities remaining on a winding up of the Association and the costs, charges and expenses of the winding up.

Treasurer means the person holding the office of Treasurer of the Association, see rule 16(1).

Written Notice, unless otherwise stipulated herein, means a notice that is sent in either hard copy form to a person's nominated mailing address or electronic form to a person's nominated e-mail address.

- (2) A word or expression that is not defined in this constitution, but is defined in the Act has, if the context permits, the meaning given by the Act.

2 Name

The name of the incorporated association is the Maroochy Quays Home Owners Committee (Inc.), known colloquially as the 'Maroochy Quays Home Owners Association' (the **Association**).

3 Objectives

The objectives of the Association are —

- (1) Where appropriate, to assist any Home Owner, who is in need of advice or assistance with a perceived problem concerning any aspect of the Park.
- (2) Where appropriate, to advocate for individual Home Owners, who after due course, have not had a satisfactory outcome on an issue that personally affects them within the Park community.
- (3) Raise funds to purchase and maintain equipment not provided by the Park Owner, procure insurances, and any necessary licences, and or additional equipment or resources identified as necessary for the effective operation of communal facilities.
- (4) To acquire and maintain any relevant licences necessary for the operation of the bar located in the Maroochy Quays Country Club.
- (5) To establish and implement rules, policies and procedures relating to the successful and harmonious operation of the Maroochy Quays Country Club, associated licences, and all relevant communal facilities.
- (6) Foster the health and wellbeing of residents at the Park.
- (7) Promote a unified community showing support, mutual respect, and friendship for each other.
- (8) Advance the interests of Home Owners in all dealings with the Park Owner and Government agencies, in respect to these rules and the provisions of the *Manufactured Homes (Residential Parks) Act 2003 (Qld)*.

4 Powers

The Association has the legal powers of an individual person. For example, the Association may —

- (a) enter into contracts; and
- (b) acquire, hold, deal with and dispose of property; and
- (c) make charges for services and facilities it supplies; and
- (d) do other things necessary or convenient to be done in carrying out its affairs.

Part 2 – Membership of the Association

5 Membership Generally

- (1) The membership of the Association consists of Ordinary Members.
- (2) Any Home Owner is eligible to apply for membership.
- (3) Only Ordinary Members are eligible to stand for election to the Committee or be appointed to one of its sub-committees; propose a motion or vote at a general meeting of the Association; or receive other benefits decided by the Committee.
- (4) The number of Ordinary Members is unlimited.

6 Membership Fees

Membership of the Association does not require payment of a membership fee.

7 New Membership

- (1) An application for membership of the Association must be submitted to the Secretary in the form decided by the Committee.
- (2) On receipt of an application, the Secretary must establish the eligibility of the applicant as soon as practicable and if —
 - (a) eligible, approve the application; or
 - (b) eligibility is uncertain, hold over the application until eligibility can be determined; or
 - (c) ineligible, reject the application.
- (3) The Secretary must, as soon as practicable after deciding to accept, hold over or reject an application, give the applicant a Written Notice of the decision.
- (4) The Secretary is to advise the Committee of all new memberships at the next available meeting.

8 Membership Entitlements not Transferable

A right, privilege, or obligation which a person has by reason of being a member of the Association —

- (a) is not capable of being transferred or transmitted to another person, and
- (b) terminates on cessation of the person's membership.

9 Cessation of Membership

- (1) A person ceases to be a member of the Association when the person—
 - (a) is deceased, or
 - (b) ceases to be a Home Owner.
- (2) A member may resign from the Association by giving a Written Notice of resignation to the Secretary. The resignation takes effect at —
 - (a) the time the notice is received by the Secretary; or
 - (b) if a later time is stated in the notice, the later time.
- (3) The Committee may terminate a person's membership if the member —
 - (a) is convicted of an indictable offence; or
 - (b) does not comply with any of the provisions of these rules; or

- (c) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Association.
- (4) Before the Committee terminates a person's membership, the Committee must give the member a full and fair opportunity to show why the membership should not be terminated.
- (5) If, after considering all representations made by the member, the Committee decides to terminate the membership, the Secretary must give the member Written Notice of the decision.

10 Appeal Against Rejection or Termination of Membership

- (1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary Written Notice of the person's intention to appeal against the decision.
- (2) A notice of intention to appeal must be given to the Secretary within one (1) month after the person receives Written Notice of the decision.
- (3) If the Secretary receives a notice of intention to appeal, the Secretary must, within 14 days after receiving the notice, call a general meeting to decide the appeal.
- (4) The general meeting to decide an appeal must be held within three (3) months after the Secretary receives the notice of intention to appeal.
- (5) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- (6) Also, the Committee and those who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- (7) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.

11 Register of Members

- (1) The Secretary must maintain a register of members of the Association.
- (2) The register must include the following particulars for each —
 - (a) current member —
 - i. the full name of the member, and
 - ii. the postal or residential address and email address of the member, and
 - iii. the date of admission as a member, and
 - iv. any other particulars the Committee or the members at a general meeting decide; and
 - (b) former member —
 - i. the full name of the member, and
 - ii. the villa number of the member, and
 - iii. the date of cessation of membership, and
 - iv. details about the cessation of membership.
- (3) The register must be open for inspection by members of the Association at all reasonable times.

- (4) A member must contact the Secretary to arrange an inspection of the register.
- (5) However, the Committee may, on the written request of a member of the Association, withhold information about the member (other than the member's full name) from the register available for inspection if the Committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm or discomfort.
- (6) Unless otherwise approved by a general meeting of the Association, a member of the Association must not —
 - (a) use information obtained from the register to contact, or send material to, another member of the Association for any purpose other than that directly related to carrying out the business of the Association or complying with a requirement of the Act or Regulation; or
 - (b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Association for a purpose other than that directly related to carrying out the business of the Association or complying with a requirement of the Act or Regulation.
- (7) If the register is kept in electronic form —
 - (a) it must be convertible into hard copy, and
 - (b) the requirement in sub-rule (3) applies as if the reference to the register is a reference to a current hard copy of the register.

Part 3 – Management of the Association

Section 1 – Secretary of the Association

12 Appointment or Election of the Secretary

- (1) The Secretary must be an individual, who is —
 - (a) a member of the Association elected by the Association as Secretary; or
 - (b) any of the following persons appointed by the Committee as Secretary —
 - i. a member of the Committee; or
 - ii. another member of the Association.
- (2) If a person is elected as Secretary under subrule (1)(a), then the person becomes a member of the Committee.
- (3) If the Committee appoints a person mentioned in subrule (1)(b)(ii) as Secretary to fill a Casual Vacancy, then the person becomes a member of the Committee.
- (4) However, if the Committee appoints a person mentioned in subrule (1)(b)(ii) as Secretary, other than to fill a Casual Vacancy, then the person does not become a member of the Committee.
- (5) If a vacancy happens in the office of Secretary, the Committee must ensure that a Secretary is appointed or elected for the Association within one (1) month after the vacancy happens.

13 Removal of the Secretary

- (1) The Committee may at any time remove a person appointed by the Committee as the Secretary.
- (2) If the Committee removes the Secretary, who is a person mentioned in rule 12(1)(b)(i), then the person remains a member of the Committee.
- (3) If the Committee removes the Secretary, who is a person mentioned in rule 12(1)(b)(ii) and who has been appointed to a Casual Vacancy under rule 12(4), then the person remains a member of the Committee.

14 Functions of the Secretary

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

- (a) ensuring that all statutory requirements are met by the Association; and
- (b) calling meetings of the Association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the President; and
- (c) keeping minutes of each meeting of the Association; and
- (d) keeping copies of all correspondence and other documents relating to the Association; and
- (e) maintaining the register of members of the Association; and
- (f) maintaining a register of the members of the Committee; and
- (g) ensuring that copies of this constitution, the by-laws and the minutes of all Committee and general meetings are made available to members in the library of the Maroochy Quays Country Club; and
- (h) ensuring that the records of the Association are maintained in a secure manner. Where the records are kept electronically, they must be backed up to an external, independent source.

Section 2 – The Committee

15 Name of the Committee

The management committee of the Association is the Maroochy Quays Home Owners Committee, known colloquially as the 'HOC' (the **Committee**).

16 Membership of the Committee

- (1) The Committee consists of —
 - (a) President,
 - (b) Secretary (subject to rule 12),
 - (c) Treasurer, and
 - (d) up to a maximum of six (6) other members, each of whom is elected in accordance with rule 17.
- (2) In accordance with Section 61(3) of the Act, the Committee must have at least three (3) members, one of whom holds the position of President, and another holds the position of Treasurer.
- (3) A member of the Committee must be a member of the Association.

- (4) At each annual general meeting of the Association, the members of the Committee must retire from office, but are eligible, on nomination, for re-election. However, a member may not serve more than three (3) consecutive terms in the position of President.
- (5) A member of the Association may be appointed to a Casual Vacancy under rule 19.
- (6) The Committee may appoint a Committee member or Ordinary Member to an additional titled position, which requires specific knowledge and experience in a particular field, to assist in meeting the objectives of the Association as required.

17 Electing the Committee

- (1) A member of the Committee may only be elected as follows —
 - (a) any two (2) Ordinary Members may nominate another Ordinary Member as a Candidate;
 - (b) the nomination must be —
 - i. in writing, and
 - ii. in the form decided by the Committee, and
 - iii. signed by the Candidate and the members who nominated him or her;
 - (c) given to the appointed returning officer of the Association at least 14 days before the annual general meeting at which the election is to be held;
 - (d) each Ordinary Member may vote for one (1) Candidate for each vacant position on the Committee;
 - (e) if, at the start of the annual general meeting, there are not enough Candidates to fill all the vacant positions on the Committee, nominations may be taken from the floor of the meeting.
 - (f) any position on the Committee remaining vacant at the end of this election process shall be taken to be a Casual Vacancy.
- (2) A person may be a Candidate only if the person is —
 - (a) an Ordinary Member; and
 - (b) not ineligible to be elected as a member under Section 61A of the Act; and
 - (c) a “fit and proper person” as specified in Section 107 of the *Liquor Act 1992 (Qld)*; and
 - (d) a “suitable person” as specified in Section 9 of the *Wine Industry Act 1994 (Qld)*.
- (3) A list of the Candidates’ names in alphabetical order by surname, with the names of the members who nominated each Candidate, must be posted in a conspicuous place in the usual place of meeting of the Association for at least seven (7) days immediately preceding the annual general meeting.
- (4) The ballot for the election of the Committee shall be conducted in accordance with the by-laws of the Association.
- (5) The Committee must ensure that, before a Candidate is elected as a member of the Committee, the Candidate is advised —

- (a) whether the Association has public liability insurance; and
- (b) if the Association has public liability insurance, the amount of that insurance.

18 Resignation, Removal or Vacation of Office of a Committee Member

- (1) A Committee member may resign from the Committee by giving Written Notice of resignation to the Secretary. The resignation takes effect at —
 - (a) the time the notice is received by the Secretary; or
 - (b) if a later time is stated in the notice, the later time.
- (2) A Committee member may be removed from office at a general meeting of the Association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
- (3) Before a vote of members is taken about removing a Committee member from office, the Committee member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- (4) A member has no right of appeal against the member's removal from office under this rule.
- (5) A member immediately vacates the office of Committee member —
 - (a) if the member is deceased; or
 - (b) if the member ceases to be a member of the Association; or
 - (c) in the circumstances mentioned in Section 64(2) of the Act; or
 - (d) if the member is absent from three (3) consecutive Committee meetings without the approval of the Committee.

19 Vacancies on the Committee

- (1) If a Casual Vacancy happens, the continuing members of the Committee may —
 - (a) appoint another member of the Association to fill the vacancy until the next annual general meeting, or
 - (b) act despite the vacancy.
- (2) However, if the number of Committee members is less than the number fixed under rule 25(1) as a quorum of the Committee, the continuing members may act only to —
 - (a) increase the number of Committee members to the number required for a quorum; or
 - (b) call a general meeting of the Association.

20 Powers and Functions of the Committee

- (1) Subject to this constitution or a resolution of the members of the Association carried at a general meeting, the Committee has the general control and management of the administration of the affairs, property and funds of the Association.

- (2) Subject to the Act and any regulation made under the Act, and the *Manufactured Homes (Residential Parks) Act 2003 (Qld)* and any Site Agreement made under this latter Act, the Committee has authority to interpret the meaning of these rules and any matter relating to the Association on which the rules are silent.
- (3) The Committee may exercise the powers of the Association —
 - (a) to borrow, raise or secure the payment of amounts in a way the members of the Association decide; and
 - (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way; and
 - (c) to invest in a way the members of the Association may from time to time decide.
- (4) The Committee may spend up to a maximum of \$10,000 on any one item, or group of similar items that could reasonably be classified as a common project, without the approval of a general meeting of the Association.
- (5) The Committee must prevent the Association from incurring a debt if there are reasonable grounds to expect that the Association is insolvent or will become insolvent if the debt is incurred.

21 Functions of the President

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

- (a) coordinating the work of the Committee and providing effective leadership and guidance as required; and
- (b) ensuring that each meeting of the Committee and Association is planned effectively; and
- (c) chairing each meeting of the Committee and Association, ensuring that the meetings are conducted in accordance with this constitution and the by-laws, and that matters are dealt with in an orderly and efficient manner; and
- (d) representing the Association in meetings with the Park Owner and/or Park Owner's representative; and
- (e) preparing the annual report of the Association and presenting it to the annual general meeting.

22 Functions of the Treasurer

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

- (a) controlling the receiving and banking of all moneys paid to the Association in accordance with the provisions of rule 41(3); and
- (b) making payments from the funds of the Association as authorised and, in so doing, ensuring that all payments are approved by the Committee in accordance with the provisions of rule 41(9); and
- (c) ensuring that correct books and accounting records are kept showing the financial affairs of the Association, and keeping all relevant books, documents of a financial nature and accounting records of the Association in safe custody; and

- (d) preparing the annual financial statement of the Association, having it verified or audited as required, and presenting it to the annual general meeting.

23 Conduct of Committee Members

- (1) The members of the Committee must carry out their functions in the best interests of the Association, with due care and diligence.
- (2) A Committee member must not use their position, or information obtained from their position, to —
 - (a) gain a benefit or material advantage for themselves or another person; or
 - (b) cause detriment to the Association.
- (3) Committee members must disclose when they have a material personal interest in a matter being considered at a Committee meeting, to the Committee, as soon as they become aware of the interest, and to members of the Association at the next general meeting.
- (4) Where a Committee member has declared a conflict of interest in accordance with subrule (3), the member must not be present for discussion of the matter or vote on the matter unless permitted to do so by the rest of the Committee.

24 Meetings of the Committee

- (1) Subject to this rule, the Committee may meet and conduct its proceedings as it considers appropriate.
- (2) The Committee must meet at least three (3) times per six (6) months of the financial year to exercise its functions.
- (3) The Committee must decide how a meeting is to be called and the way in which notice of the meeting is to be given.
- (4) A Committee member, who participates in the meeting by using any technology that reasonably allows the member to hear and take part in discussions as they happen, is taken to be Present at the meeting.
- (5) A question arising at a Committee meeting is to be decided by a majority vote of Committee members Present at the meeting and, if the votes are equal, the question is decided in the negative.
- (6) The President is to preside as chairperson at a Committee meeting.
- (7) If there is no President or if the President is not present within 15 minutes after the time fixed for a Committee meeting, the members may choose one (1) of their number to preside as chairperson at the meeting.

25 Quorum for, and Adjournment of, a Committee Meeting

- (1) At a Committee meeting, more than 50% of the members elected to the Committee as at the close of the last general meeting of the Association form a quorum.
- (2) If there is no quorum within 15 minutes after the time fixed for a Committee meeting called on the request of members of the Committee, the meeting lapses.
- (3) If there is no quorum within 15 minutes after the time fixed for a Committee meeting called other than on the request of the members of the Committee —

- (a) the meeting is to be adjourned for at least one (1) day; and
 - (b) the members of the Committee who are present are to decide the day, time and place of the adjourned meeting.
- (4) If, at an adjourned meeting mentioned in subrule (3), there is no quorum within 15 minutes after the time fixed for the meeting, the meeting lapses.

26 Special Meeting of the Committee

- (1) If the Secretary receives a written request signed by at least 33% of the members of the Committee, the Secretary must call a special meeting of the Committee by giving each member of the Committee notice of the meeting within 14 days after the Secretary receives the request.
- (2) If the Secretary is unable or unwilling to call the special meeting, the President must call the meeting.
- (3) A request for a special meeting must state —
 - (a) why the special meeting is called for; and
 - (b) the business to be conducted at the meeting.
- (4) A notice of a special meeting must state the —
 - (a) day, time, and place of the meeting; and
 - (b) business to be conducted at the meeting.
- (5) A special meeting of the Committee must be held within 14 days after notice of the meeting is given to the members of the Committee.

27 Minutes of Committee Meetings

- (1) The Secretary must ensure that full and accurate minutes of all questions, matters, resolutions and other proceedings of each Committee meeting are entered in a minute book.
- (2) To ensure the accuracy of the minutes, the minutes of each Committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next Committee meeting, verifying their accuracy.
- (3) The Secretary is to provide a copy of the draft minutes of each Committee meeting to all members of the Association no later than 14 days after the meeting.

28 Appointment of Subcommittees

- (1) The Committee may appoint a subcommittee consisting of members of the Association considered appropriate by the Committee to help with the conduct of the Association's operations.
- (2) The Committee must decide the Terms of Reference for the subcommittee.
- (3) A member of the subcommittee who is not a member of the Committee is not entitled to vote at a Committee meeting.
- (4) A subcommittee may elect a chairperson of its meetings.
- (5) If a chairperson is not elected, or if the chairperson is not present within 15 minutes after the time fixed for a meeting, the members Present may choose one (1) of their number to be chairperson of the meeting.
- (6) A subcommittee may meet and adjourn as it considers appropriate.

- (7) At a subcommittee meeting, more than 50% of the members elected or appointed to the subcommittee form a quorum.
- (8) A question arising at a subcommittee meeting is to be decided by a majority vote of the members Present at the meeting and, if the votes are equal, the question is decided in the negative.

29 Acts not Affected by Defects or Disqualifications

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

30 Resolutions of the Committee Without Meeting

- (1) A written resolution signed by each member of the Committee is as valid and effectual as if it had been passed at a Committee meeting that was properly called and held.
- (2) A resolution mentioned in subrule (1) may consist of several documents in like form, each signed by one (1) or more members of the Committee.
- (3) A resolution passed under this rule must be recorded in the minutes of the next meeting of the Committee.

Part 4 – Meetings of the Association

31 Annual General Meetings

- (1) The Association must hold its annual general meeting —
 - (a) at least once each year; and
 - (b) within three (3) months after the end date of the Association’s reportable financial year.
- (2) The following business must be conducted at each annual general meeting of the Association —
 - (a) confirming the minutes of the last annual general meeting and any other general meeting convened since the last annual general meeting; and
 - (b) receiving the Committee’s report on activities for the preceding year; and
 - (c) receiving and considering the Association’s financial statement, and audit report, for the last reportable financial year; and
 - (d) electing members of the Committee; and
 - (e) if required by the Act, appointing an auditor, an accountant, or an approved person for the present financial year.

32 Special General Meetings

- (1) The Secretary must call a special general meeting by giving each member of the Association notice of the meeting within 14 days after —
 - (a) being directed to call the meeting by the Committee; or

- (b) being given a written request signed by —
 - i. at least 33% of the number of members of the Committee when the request is signed; or
 - ii. at least the number of Ordinary Members equal to double the number of members on the Committee when the request is signed plus one (1); or
 - (c) being given a Written Notice of an intention to appeal against a decision to —
 - i. reject an application for membership; or
 - ii. terminate a person’s membership; or
 - iii. otherwise take disciplinary action against a member.
- (2) A request mentioned in subrule (1)(b) must state —
- (a) why the special general meeting is being requested; and
 - (b) the business to be conducted at the meeting.
- (3) A special general meeting must be held within three (3) months after the Secretary is—
- (a) directed to call the meeting by the Committee; or
 - (b) given the written request mentioned in subrule (1)(b); or
 - (c) given the Written Notice of an intention to appeal mentioned in subrule (1)(c).
- (4) If the Secretary is unable or unwilling to call the special general meeting, the President must call the meeting.

33 Notice of a General Meeting

- (1) The Secretary may call a general meeting of the Association.
- (2) The Secretary must give at least 21 days’ notice of the meeting to each member of the Association.
- (3) If the Secretary is unable or unwilling to call the meeting, the President must call the meeting.
- (4) The Committee may decide the way in which the notice must be given.
- (5) However, Written Notice must be given in hard copy and electronic form for a meeting called to hear and decide —
 - (a) the appeal of a person against a decision to —
 - i. reject the person’s application for membership of the Association; or
 - ii. terminate the person’s membership of the Association; or
 - iii. otherwise take disciplinary action against a member; or
 - (b) a proposed special resolution of the Association.
- (6) A notice of a general meeting must state the —
 - (a) day, time, and place of the meeting; and
 - (b) business to be conducted at the meeting; and
 - (c) method of voting to be used.

34 Quorum for, and Adjournment of, a General Meeting

- (1) The quorum for a general meeting is at least 20% of the total membership of the Association of which at least five (5) members must be physically present.
- (2) No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- (3) If there is no quorum within 15 minutes after the time fixed for a general meeting called on the request of members of the Committee or the Association, the meeting lapses.
- (4) If there is no quorum within 15 minutes after the time fixed for a general meeting called other than on the request of members of the Committee or the Association —
 - (a) the meeting is to be adjourned for at least seven (7) days; and
 - (b) the Committee is to decide the day, time and place of the adjourned meeting.
- (5) The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (6) If a meeting is adjourned under subrule (5), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (7) The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- (8) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way that notice was given for the original meeting.

35 Procedure at a General Meeting

- (1) A member may take part and vote in a general meeting in person, by proxy, by attorney or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (2) A member who participates in a meeting as mentioned in subrule (1) is taken to be Present at the meeting.
- (3) At each general meeting —
 - (a) the President is to preside as chairperson; and
 - (b) if there is no President, or if the President is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect one (1) of their number to be chairperson of the meeting; and
 - (c) the chairperson must conduct the meeting in a proper and orderly way.

36 Voting at a General Meeting

- (1) At a general meeting, each question, matter, or resolution, other than a special resolution, must be decided by a majority of votes of the members present.
- (2) A special resolution must be passed by the votes of 75% of the members present.

- (3) Each member present and eligible to vote is entitled to one (1) vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- (4) The method of voting is to be decided by the Committee.
- (5) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- (6) If a secret ballot is held, the chairperson must appoint two (2) members to conduct the secret ballot in the way the chairperson decides.
- (7) The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

37 Proxies

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

38 Minutes of General Meetings

- (1) The Secretary must ensure that full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book.
- (2) To ensure the accuracy of the minutes —
 - (a) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
 - (b) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the Association that is a general meeting or annual general meeting, verifying their accuracy.
- (3) The Secretary is to provide a copy of the draft minutes of each general meeting to all members of the Association no later than 28 days after the meeting.

Part 5 – Other Matters

Section 1 – Financial Management

39 Financial Year

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

40 General Financial Matters

- (1) On behalf of the Committee, the Treasurer must, as soon as practicable after the end date of each financial year, ensure that a financial statement for the Association's last reportable financial year is prepared and, where required by the Act, audited or verified.
- (2) The income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers, and not to provide a pecuniary gain for any of its members.

41 Funds and Accounts

- (1) The funds of the Association must be kept in an account in the name of the Association in a financial institution decided by the Committee.
- (2) Records and accounts must be kept in the English language, showing full and accurate particulars of the financial affairs of the Association.
- (3) The Treasurer, or other authorised officer, must —
 - (a) receive all amounts paid to the Association and, if asked, immediately issue a receipt for those amounts in the name of the Association; and
 - (b) as soon as practicable —
 - i. deposit each amount received into the account mentioned in subrule (1), and
 - ii. enter the particulars of each amount received, and payment made, by the Association into the Association's cash book.
- (4) A payment by the Association of \$100 or more must be made by cheque or electronic funds transfer.
- (5) If a payment of \$100 or more is made by cheque, the cheque must be signed by any two (2) of the following —
 - (a) the President,
 - (b) the Secretary,
 - (c) the Treasurer,
 - (d) any one (1) of three (3) other members of the Association who have been authorised by the Committee to sign cheques issued by the Association.However, one (1) of the persons who signs the cheque must be the President, the Secretary, or the Treasurer.
- (6) If a payment of \$100 or more is made by electronic funds transfer, the transfer must be approved by any two (2) of the following —
 - (a) the President,

- (b) the Secretary,
 - (c) the Treasurer.
- (7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'.
 - (8) A petty cash account must be kept on the imprest system, and the Committee must decide the amount of petty cash to be kept in the account.
 - (9) All expenditure must be approved or ratified at a Committee meeting and the approval or ratification recorded in the minutes of the meeting.
 - (10) The Treasurer, or other authorised officer, must balance the Association's cash book and reconcile it against the balance of the account mentioned in sub-rule (1) not less frequently than at the end of each calendar month.

42 Financial Records

The Association's financial records must be kept securely at the Park for at least seven (7) years.

43 Public Officer

- (1) In accordance with the requirements of Section 252 of the *Income Tax Assessment Act 1936 (Cth)*, the Committee must appoint a Public Officer for the Association.
- (2) The Public Officer is the Association's representative to the Australian Tax Office and is responsible for ensuring that the Association meets its obligations under the Income Tax Assessment Act.
- (3) The Public Officer is also liable for any penalties the Association incurs for failure to meet its obligations under the Income Tax Assessment Act.
- (4) The Public Officer must be —
 - (a) a member of the Committee; and
 - (b) capable of understanding the nature of their appointment as the Public Officer of the Association; and
 - (c) available when contacted by the Australian Tax Office regarding the Association's tax obligations.
- (5) The Public Officer must provide consent in writing to their appointment.

44 Distribution of Surplus Assets to Another Entity

- (1) This rule applies if the Association —
 - (a) is wound-up under part 10 of the Act; and
 - (b) has Surplus Assets.
- (2) The Surplus Assets must not be distributed among the members of the Association.
- (3) The Surplus Assets must be given to another entity —
 - (a) having objectives similar to the Association's objectives; and
 - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.

Section 2 – Grievance Procedure

45 General Grievance Procedure Matters

- (1) This grievance procedure applies to dealing with any dispute under the Association's rules between a member (the **Complainant**) and —
 - (a) another member; or
 - (b) the Committee; or
 - (c) the Association.
- (2) A Complainant may appoint any person to act on his/her behalf in the grievance procedure.

46 Initiating a Grievance

- (1) A grievance must be submitted to the Secretary in writing and include —
 - (a) the Complainant's details, and
 - (b) the nature and details of the dispute, and
 - (c) the outcome sought by the Complainant, and
 - (d) any support the Complainant requires, and
 - (e) any other relevant information.
- (2) On receipt of a grievance, the Secretary must —
 - (a) acknowledge receipt of the grievance within three (3) days; and
 - (b) unless the grievance can be resolved immediately, document the grievance and assign it a unique identifying number.

47 Dealing with a Grievance

- (1) The Committee must make an initial assessment of the grievance in accordance with the by-laws to determine how the grievance should be managed.
- (2) The Committee may —
 - (a) refuse to deal with the grievance if it considers the grievance to be petty or vexatious; or
 - (b) take immediate action to resolve the grievance by giving the Complainant information or an apology; or
 - (c) investigate the grievance.
- (3) Each party to the dispute must be given full and fair opportunity to be heard on the matter that is the subject of the dispute.
- (4) The Committee must appoint an independent and unbiased person to mediate the dispute if requested by either party to the dispute.
- (5) The Committee may appoint an independent and unbiased person to determine the outcome of the dispute.
- (6) If the Complainant has initiated a grievance against the Committee or the Association, disciplinary action must not be taken against any of the following persons in relation to the subject of the grievance procedure until the grievance procedure has been completed —
 - (a) the Complainant, or
 - (b) a member of the Association appointed by the Complainant under rule 45(2).

48 Managing the Outcomes of a Grievance

- (1) Once the Committee, or a person appointed by the Committee under rule 47(5), has determined the outcome of a dispute and the action to be taken, the Committee must advise the Complainant in writing of —
 - (a) the outcome and any action taken or proposed to be taken; and
 - (b) the reasons for the determination; and
 - (c) any options available to the Complainant, such as external review or appeal.
- (2) Where disciplinary action is proposed to be taken against a member —
 - (a) the Secretary must give the member a Written Notice of the determination in hard copy and electronic form; and
 - (b) if the member elects to appeal the decision, the same appeal process as for termination of membership must be followed, see rule 10.

Section 3 – Miscellaneous

49 By-laws

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

50 Alteration of the Rules

- (1) Subject to the Act, these rules may be amended, repealed, or added to by a special resolution carried at a general meeting of the Association.
- (2) However, an amendment, repeal, or addition is valid only if it is registered by the Chief Executive.

51 Execution of Legal Documents

- (1) The Association will not use a Common Seal to execute legal documents.
- (2) A legal document must be executed on behalf of the Association by being signed by a member of the Committee and countersigned by —
 - (a) the Secretary, or
 - (b) another member of the Committee, or
 - (c) another member of the Association appointed by the Committee as an authorised signatory.
- (3) A document or proceeding requiring authentication by the Association may be signed by the Secretary alone.

52 Books and Documents

- (1) The Committee must ensure the safe custody of the books, documents, instruments of title and securities of the Association.
- (2) Subject to subrules (3) and (4), all books, documents, instruments of title and securities of the Association must be open to inspection by members of the Association at all reasonable times.

- (3) A member must contact the Secretary to arrange an inspection of any book, document, instrument of title or security.
- (4) The Committee may withhold information from inspection if the Committee has reasonable grounds for believing that disclosure of the information may be prejudicial to the interests of the Association or any member.

53 Bar Operation and Management

- (1) The licensed bar located in the Maroochy Quays Country Club must operate in accordance with these rules and the by-laws.
- (2) The Liquor Licence shall be in the name of the Association.
- (3) The Committee is responsible for management of the Liquor Licence and overall compliance with the legislation under which the Liquor Licence is issued.
- (4) The Committee is responsible for managing the bar finances in accordance with the provisions of rule 41.
- (5) The Committee may appoint a person to be the Bar Manager, who is responsible for the day-to-day operation of the bar in accordance with the Liquor Licence, these rules, and the by-laws.

54 Social Club

- (1) The function of the Social Club is to plan and conduct regular and specific social activities for all Home Owners to —
 - (a) raise funds for the Association; and
 - (b) foster the health and wellbeing of Home Owners; and
 - (c) promote a unified community showing support, mutual respect, and friendship for each other.
- (2) The organising committee of the Social Club is to be appointed annually by the Committee in accordance with the by-laws.
- (3) The Social Club may make its own rules but must comply with these rules and the by-laws, and any applicable rules set down by the Park Owner.
- (4) The Social Club may apply to the Association for funding for activities or equipment in accordance with the by-laws.
- (5) Social Club finances must be managed in accordance with the provisions of rule 41.

55 Interest Groups

- (1) Members of the Association may form Interest Groups, including clubs, to positively involve all Home Owners in activities intended to promote and enhance a healthy lifestyle.
- (2) Interest Groups may make their own rules but must comply with these rules and the by-laws, and any applicable rules set down by the Park Owner.
- (3) Interest Groups may apply to the Association for funding for activities or equipment in accordance with the by-laws.
- (4) Any funds raised for the Association by an Interest Group must be managed in accordance with the provisions of rule 41(3).