

INFANTRYMANS MUSTER Inc.



CONSTITUTION AND BY-LAWS

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INTERPRETATION AND DEFINITIONS

A word or expression that is not defined in these rules, but is defined in the Act has, if the context permits, the meaning given by the Act.

Act means The Associations *Incorporation Act 1981*.

Annual General Meeting, or *AGM*, means the General Meeting of members held each year as required by the Rules.

By-Laws means the By-Laws of The Association being in force for the time being.

Management Committee means the President, Vice-President, Secretary (if elected) and Treasurer

Management Committee, or *Committee*, means the members elected, or appointed, to manage the operation of The Association in accordance with the Rules.

Member means any person who has been duly accepted as such by the Management Committee, in accordance with these Rules, who has paid to The Association all current and relevant fees, subscriptions and/or charges.

Month means Calendar Month

Present—

(a) at a Management Committee meeting, see rule 13(6); or

(b) at a General Meeting, see rule 27(2).

Regulation or *Rule* means any advice, direction or instruction, not being a By-Law, issued by the Management Committee under the provision of these Rules, for the guidance of members.

In writing, or *written*, includes all modes of representing words in visible form.

Words denoting the singular include the plural, and vice-versa.

Words denoting gender include all possible gender assignments.

AA. The provision at section 47(1) of the Associations Incorporation Act 1981 does not apply.

NAME

1. The name of the incorporated association is The Infantrymans Muster Inc (*The Association*).

OBJECTS

2. The objects of The Association are—

- (1) Plan and conduct the Annual event known as The Infantrymans Muster;
- (2) Perpetuate the close and kindly ties of friendship created by a mutual service as Infantrymen in the Australian Army;
- (3) Preserve the memory of those Infantrymen who suffered and died for Australia and erect monuments in their honour;
- (4) Maintain a proper standard of dignity and honour among all past and present members of the Royal Australian Regiment and other Infantrymen of the Australian Army;
- (5) Protect the good name and preserve the interests and standing of members of the Australian Defence Force;
- (6) Encourage loyalty to Australia and patriotic service in the interests of Australia;

POWERS

3. The Powers of The Association are:

- (1) To take over the funds and other assets and liabilities of the present unincorporated association known as the ‘The Infantrymans Muster’ (the *unincorporated association*).
- (2) To subscribe to, become a member of and co-operate with any other Association, Club or Organisation, whether incorporated or not, whose objects are altogether, or in part, similar to those of The Association provided that The Association shall not subscribe to, or support with it’s funds, any Association, Club or Organisation which does not prohibit the distribution of it’s income and property among it’s members to an extent at least as great as that imposed on The Association under, or by virtue of, Rule 36(2) of these Rules.
- (3) In furtherance of the objects, The Association may do any or all of the following:
 - (a) Be a national association, which is non-sectarian, and in relation to party politics, non-partisan;
 - (b) Establish and/or coordinate State Branches and Sub-Branchees of The Association;
 - (c) Provide welfare to the sick, helpless, wounded, vulnerable, aged, destitute and needy (former) Infantrymen.
 - (d) Establish and accept trusts having for their objects the welfare and benefit of members of the Infantrymans Muster, its State Branches, or Sub-Branchees, or of any member, or ex-member, of the Royal Australian Infantry Corps, of the Australian Army, or their dependants;
 - (e) Establish Women's Auxiliary branches of the Infantrymans Muster throughout the State of Queensland and in such other places as The Association may, from time to time determine;

- (f) Seek the cooperation of like associations, corporations and/or other persons to further the principal and commemorative/patriotic objects;
 - (g) Undertake all manner of charitable or other work to further the objects and to accept any specific or general gifts or bequests for such charitable or other purposes, whether conditional or not;
 - (h) Make grants to and give assistance to such persons, trusts, groups, associations, societies, institutions or other organisations and authorities and to establish such scholarships as The Association may, from time to time, determine;
 - (i) Receive any funds and to distribute these funds in a manner that best attains the objects of The Association;
 - (j) Raise money to further the aims of The Association and to secure sufficient funds for the purposes of The Association;
 - (k) Obtain and maintain property/ies and/or premises;
 - (l) Apply for and maintain such necessary licenses, authorities and permits to carry out The Association's activities; and
 - (m) Do all such things as are incidental, convenient or conducive to the attainment of all or any of the objects of The Association.
- (4) The Association may also issue secured and unsecured notes, debentures and debenture stock for The Association.
- (5) To delegate any powers, except as mentioned in 5.6.(a), to any Sub-Committee.

MEMBERSHIP

4. Classes of Membership

- (1) The membership of The Association consists of the following classes of members—
- (a) **Full Members:** those persons that have proven their service as an Infantryman in the Australian **Regular** Army ;
 - (b) **Social Members:**
 - (i) those persons not qualified for Full Membership under 4.(1)(a) but have proven their service as an Infantryman in the Australian Army ;
 - (ii) those persons that have proven their service on the posted strength of an Infantry Battalion of the Australian **Regular** Army.
 - (iii) those persons who have proven a direct family link to a deceased person that would have qualified, as a full member;
 - (c) **Life Members:** Members who have been nominated and approved by The Association.
- (2) The number of members, of any class, is unlimited.
- (3) A person who, on the day The Association is incorporated, was a member of the unincorporated association and who, on or before a day fixed by the Management Committee, agrees in writing to become a member of the incorporated association, must be admitted by the Management Committee—
- (a) to the equivalent class of membership of The Association as the member held in the unincorporated association; or
 - (b) if there is no equivalent class of membership, as a Social Member.
- (4) An applicant for membership of The Association, other than those members mentioned in 4.(3), must be proposed by 1 member of The Association (the *proposer*) and seconded by another member (the *seconder*);

(a) In the case of 4.(1)(a) and 4.(1)(b)(iii), the proposer and seconder must be full members.

(b) The proposer and seconder are accounting for the applicant and agree to be held responsible for any inaccuracies, or falsehoods, in respect of the application.

(5) An application for membership must be—

- (a) in writing; and
- (b) signed by the applicant and the applicant's proposer and seconder; and
- (c) prove service in the Australian Army relevant to the class of membership being applied for, or a family link for the class of Family Member; and
- (d) in the form decided by the Management Committee.

(6) The membership fee for each class of membership —

- (a) is the amount prescribed by the Management Committee; and
- (b) is payable when, and in the way, the Management Committee decides.
- (c) in respect of Life Members, Membership fee is waived.

(7) A member of the incorporated association who, before becoming a member, has paid the member's annual subscription for membership of the unincorporated association on or before a day fixed by the Management Committee, is not liable to pay a further amount of annual subscription for the period before the day fixed by the Management Committee as the day on which the next annual subscription is payable.

(8) The Management Committee must consider an application for membership at the next committee meeting held after it receives—

- (a) the application for membership; and
- (b) the appropriate membership fee for the application.

(9) The Management Committee must ensure that, as soon as possible after the person applies to become a member of The Association, and before the Management Committee considers the person's application, the person is advised—

- (a) whether or not The Association has public liability insurance; and
- (b) if The Association has public liability insurance—the amount of the insurance.

(10) The Management Committee must decide at the meeting whether to accept or reject the application.

(11) If a majority of the members of the Management Committee present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.

(12) The secretary of The Association must, as soon as practicable after the Management Committee decides to accept or reject an application, give the applicant a written notice of the decision.

(13) Every Full Member and Life Member, when eligible to vote, shall have one vote

- (a) A Social Member shall be eligible to vote, and have one vote, upon election to the Management Committee.

5. WHEN MEMBERSHIP ENDS

(1) Membership of The Association ceases on the death or resignation of a member or otherwise determined by these rules. A member may resign from The Association by giving a written notice of resignation to the secretary.

- (a) The resignation takes effect at—
 - (i) the time the notice is received by the secretary; or
 - (ii) if a later time is stated in the notice—the later time.

(2) The Management Committee, by way of a 3 person Disciplinary Sub-Committee, chaired by the Vice President, may terminate a member's membership if the member—

- (a) is convicted of an indictable offence; or
- (b) does not comply with any of the provisions of these rules; or
- (c) has membership fees in arrears for at least 3 months; or
- (d) conducts himself in a way considered to be injurious or prejudicial to the character or interests of The Association; or
- (e) has been found to have made false claim/s on his application, or supported another applicant's claim, which is found to be false, in any way.

(3) Before the Management Committee terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated and any representation may be made in writing.

(4) If, after considering all representations made by the member, the Management Committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

(5) 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.

(a) A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.

(b) If the secretary receives a notice of intention to appeal, the secretary must, within 1 month after receiving the notice, call a Committee Meeting to decide the appeal.

(6) Committee Meeting to decide Appeal

(a) The Committee Meeting to decide an appeal must be held within 3 months after the secretary receives the notice of intention to appeal, and must be attended by all members of the committee.

(b) 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.

(c) Also, the members of the committee 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.

(d) An appeal must be decided by a majority vote of the members present at the meeting.

(e) If a person whose application for membership has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund any membership fee paid by the person.

6. REGISTER OF MEMBERS

(1) The Management Committee must keep a register of members of The Association, setting forth the Full Name, Postal Address, Date of Admission, Date of Death, Resignation, Termination or Reinstatement, Service Details and Class of Membership as well as currency of membership.

POWERS OF THE MANAGEMENT COMMITTEE

7. PRESIDENT

(1) The President is to preside at all meetings of The Association and give instructions to the Secretary and sign all duly authorised warrants relating to the expenditure of the funds of The Association and will be chairman of all permanent Committees appointed by the Management Committee.

The President must: -

- (a) promote The Association to the members, Government and the community;
- (b) attend and speak at conferences, functions and meetings on behalf of The Association; and
- (c) perform such other duties as may from time to time be determined by Management Committee.
- (d) act as official spokesman for the Association but may delegate this duty as required.

(2) The President may, subject to confirmation of the Management Committee at its next ensuing meeting, authorise in writing payments up to an amount set by the Management Committee.

(3) The President must present a report at the annual general meeting dealing generally with the position of The Association and the proceedings of the Management Committee for the previous twelve (12) months.

(4) In the absence of the President from any meetings of The Association or delegate conferences the Vice-President will preside, with full powers of the President.

8. TREASURER

(1) The Treasurer must be a Full Member of The Association and the Treasurer or some other person appointed on the Treasurer's behalf must –

- (a) ensure that all moneys received on behalf of The Association are banked as may be prescribed by this Constitution or banked as approved by the Management Committee;
- (b) make all authorised payments from the funds of The Association;
- (c) be prepared at each scheduled regular meeting of the Management Committee to give a statement of receipts and payments for the preceding months accompanied by a list of accounts tendered to the Treasurer up to and including the day of the meeting;
- (d) check the cash book entries and additions, and certify as to the monthly reconciliation with the bank statement;
- (e) when vacating office, deliver to the successor or the Management Committee's nominee all books, accounts and funds belonging to The Association which are in the Treasurer's possession or control
- (f) present to the annual general meeting a statement of receipts and payments, income and expenditure and a balance sheet
- (g) keep correct accounts and showing the financial affairs of the Association and the particulars usually shown in books of account of a like nature.
- (h) present to the Management Committee, monthly, in a form approved by the Management Committee, a Profit & Loss Report, A Summary Report and the bank balance, for the previous month.

9. SECRETARY

(1) The Secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is—

- (a) a member of The Association elected by The Association as Secretary; or
- (b) any of the following persons appointed by the Management Committee as

Secretary—

- (i) a member of The Association's Management Committee;
- (ii) another member of The Association;
- (iii) another adult person.

(2) If a vacancy happens in the office of secretary, the members of the Management Committee must ensure a secretary is appointed or elected for The Association within 1 month after the vacancy happens.

(3) If the Management Committee appoints a person mentioned in subrule 1.(b)(ii) as secretary, other than to fill a casual vacancy on the Management Committee, the person does not become a member of the Management Committee; However, if the Management Committee appoints a person mentioned in subrule (1)(b)(ii) as secretary to fill a casual vacancy on the Management Committee, the person becomes a member of the Management Committee and If the Management Committee appoints a person mentioned in subrule (1)(b)(iii) as secretary, the person does not become a member of the Management Committee.

(4) In this rule—

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

(5) The Management Committee of The Association may at any time remove a person appointed by the committee as the secretary.

(a) If the Management Committee removes a secretary who is a person mentioned in rule 9(1)(b)(i), the person remains a member of the Management Committee.

(b) If the Management Committee removes a secretary who is a person mentioned in rule 9(1)(b)(ii) and who has been appointed to a casual vacancy on the Management Committee under rule 15(5), the person remains a member of the Management Committee.

(6) The secretary's functions include, but are not limited to—

(a) calling meetings of The Association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of The Association; and

(b) keeping minutes of each meeting; and

(c) keeping copies of all correspondence and other documents relating to The Association; and

(d) maintaining the register of members of The Association.

10. MEMBERSHIP OF MANAGEMENT COMMITTEE

(1) The Management Committee of The Association consists of a President, Treasurer, and up to 7 other members The Association, 2 of whom may be social members, in accordance with Rule 11.2.(b), elected at a General Meeting.

(a) The President, Vice President, Secretary (if elected), and Treasurer shall form The Executive Committee.

(b) All members of The Executive Committee must be Full members of The Association.

(2) A member of the Management Committee, other than a secretary appointed by the Management Committee under rule 9(1)(b)(iii), must be a member, as described in Rule 4(1) of The Rules.

(3) Management Committee members hold a 3 year tenure with up to 3 members in Groups, numbered 1, 2 and 3.

(a) At the inaugural General Meeting, lots were drawn for Group positions; Group 1 holds tenure for 1 year, Group 2 holds tenure for 2 years and Group 3 holds tenure for 3 years.

(b). The President, Vice-President and Treasurer drew lots separately to each be in a different Group.

(4) At each Annual General Meeting of The Association, the members of the Management Committee so required must retire from office, but are eligible, on nomination, for re-election.

(5) With approval of the Management Committee, the Immediate Past President may be admitted to the Management Committee, in an advisory capacity.

11. ELECTING THE MANAGEMENT COMMITTEE

(1) A member of the Management Committee may only be elected as follows—

(a) any 2 full members of The Association may nominate another member (the *candidate*) to serve as a member of the Management Committee;

(b) the nomination must be—

(i) in writing; and

(ii) signed by the candidate and the members who nominated him or her; and

(iii) given to the secretary at least 14 days before the annual General Meeting

at which the election is to be held;

(c) each member of The Association present and eligible to vote at the annual General Meeting may vote for 1 candidate for each vacant position on the Management Committee;

(d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting in accordance with sub-rule 2.

(2) A person may be a candidate only if the person—

(a) is an adult; and

(b) is a full member of The Association; unless

(i) insufficient Full Member nominations are received whereby a Social Member may be a candidate in accordance with Section 8.1.

(c) is not ineligible to be elected as a member under section 61A of the Act.

(3) A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be posted on The Association's website, and any Social Media sites maintained by The Association, for at least 7 days immediately preceding the annual General Meeting.

(4) If required by the Management Committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.

(5) The Management Committee must ensure that, before a candidate is elected as a member of the Management Committee, the candidate is advised—

(a) whether or not The Association has public liability insurance; and

(b) if The Association has public liability insurance—the amount of the insurance.

12. RESIGNATION, REMOVAL OR VACATION OF OFFICE OF MANAGEMENT COMMITTEE MEMBER

(1) A member of the Management Committee may resign from the committee by giving written notice of resignation to the secretary, which will take 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 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) Any position on the Management Committee may be declared vacant, by the Management Committee, if the member is absent from three (3) consecutive meetings (excluding delegate conferences) without explanation satisfactory to the Management Committee,

(4) Before a vote of members is taken about removing the member from office, or declaring the position vacant, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.

(5) A member has no right of appeal against the member's removal from office under this rule.

(6) In accordance with Section 64(2) of The Act, the position of a member of the Management Committee shall be automatically vacated if the person holding that office—

- (a) dies; or
- (b) becomes bankrupt or compounds with creditors or otherwise takes advantage of the laws in force for the time being relating to bankruptcy; or
- (c) is—
 - (i) convicted of an offence under this Act; or
 - (ii) convicted of an indictable offence or an offence punishable on summary conviction for which the person is sentenced to imprisonment, other than in default of payment of a fine; or
- (d) has been convicted on indictment or summarily and sentenced to imprisonment, other than in default of payment of a fine, and the rehabilitation period in relation to the conviction has not expired.

13. VACANCIES ON MANAGEMENT COMMITTEE

(1) If a casual vacancy happens on the Management Committee, the continuing members of the committee may appoint another Full member of The Association to fill the vacancy until the next annual General Meeting.

(2) The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.

(3) However, if the number of committee members is less than the number fixed under rule 16.(1) as a quorum of the Management Committee, the continuing members may act only to—

- (a) increase the number of Management Committee members to the number required for a quorum; or
- (b) call a General Meeting of The Association.

14. FUNCTIONS OF MANAGEMENT COMMITTEE

(1) Subject to these rules or a resolution of the members of The Association carried at a General Meeting, the Management Committee has the general control and management of the administration of the affairs, property and funds of The Association.

(2) The Management Committee has authority to interpret the meaning of these rules and any matter relating to The Association on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

Note—

The Act prevails if The Association's rules are inconsistent with the Act—see section 1B of the Act.

(3) The Management 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, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of The Association's property, both present and future; and
- (c) to purchase, redeem or pay off any securities issued; and
- (d) to borrow amounts from members and pay interest on the amounts borrowed; and
- (e) to mortgage or charge the whole or part of its property; and
- (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of The Association; and
- (g) to provide and pay off any securities issued; and
- (h) to invest in a way the members of The Association may from time to time decide.

(4) For subrule (3)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by—

- (a) the financial institution for The Association; or
- (b) if there is more than 1 financial institution for The Association—the financial institution nominated by the Management Committee.

15. MEETINGS OF MANAGEMENT COMMITTEE

(1) Subject to this rule, the Management Committee may meet and conduct its proceedings as it considers appropriate.

(2) The Management Committee must meet at least once every 4 months to exercise its functions.

(3) The Management Committee must decide how a meeting is to be called.

(4) Notice of a meeting is to be given in the way decided by the Management Committee.

(5) The Management Committee may hold meetings, or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to take part in discussions as they happen.

(6) A committee member who participates in the meeting as mentioned in subrule 15.(5) is taken to be present at the meeting.

(7) A question arising at a committee meeting is to be decided by a majority vote of members of the committee present at the meeting and, if the votes are equal, the question is decided in the negative.

(8) A member of the Management Committee must not vote on a question about a contract or proposed contract with The Association if the member has an interest in the contract or proposed contract and, if the member does vote, the member's vote must not be counted.

(9) The President is to preside as chairperson at a Management Committee meeting.

(10) If there is no President or if the President is not present within 30 minutes after the time fixed for a Management Committee meeting, the Vice President shall sit as Chairman or if there is no Vice President, the members present shall choose 1 of their number to preside as chairperson at the meeting.

16. QUORUM FOR, AND ADJOURNMENT OF, MANAGEMENT COMMITTEE MEETING

(1) At a Management Committee meeting, more than 50% of the members elected to the committee as at the close of the last General Meeting of the members form a quorum.

(2) If there is no quorum within 30 minutes after the time fixed for a Management Committee meeting called on the request of members of the committee, the meeting lapses.

(3) If there is no quorum within 30 minutes after the time fixed for a Management Committee meeting called other than on the request of the members of the committee—

(a) the meeting is to be adjourned for at least 1 day; and

(b) the members of the Management 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 16.3., there is no quorum within 30 minutes after the time fixed for the meeting, the members present shall form the quorum.

17. SPECIAL MEETING OF MANAGEMENT COMMITTEE

(1) If the Secretary receives a written request signed by at least 33% of the members of the Management 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; and

(b) the business to be conducted at the meeting.

(4) A notice of a special meeting must state—

(a) the day, time and place of the meeting; and

(b) the business to be conducted at the meeting.

(5) A special meeting of the Management Committee must be held within 14 days after notice of the meeting is given to the members of the Management Committee.

18. MINUTES OF MANAGEMENT COMMITTEE MEETINGS

(1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Management Committee meeting are entered in a minute book.

(2) To ensure the accuracy of the minutes, the minutes of each Management Committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next Management Committee meeting, verifying their accuracy.

19. APPOINTMENT OF SUBCOMMITTEES

(1) The Management 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) A member of the subcommittee who is not a member of the Management Committee is not entitled to vote at a Management Committee meeting.

(3) The Management Committee shall appoint the chairman of any subcommittee.

(4) If the chairperson is not present within 15 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.

(5) A subcommittee may meet and adjourn as it considers appropriate and must meet on the instructions of the Management Committee.

(6) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

20. ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

(1) An act performed by the Management Committee, a subcommittee or a person acting as a member of the Management Committee is taken to have been validly performed.

(2) Subrule 20 (1) applies even if the act was performed when—

(a) there was a defect in the appointment of a member of the Management Committee, subcommittee or person acting as a member of the Management Committee; or

(b) a Management Committee member, subcommittee member or person acting as a member of the Management Committee was disqualified from being a member.

21. RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING

(1) A written resolution signed by each member of the Management 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 1 or more members of the committee.

22. FIRST ANNUAL GENERAL MEETING

The first annual General Meeting must be held within 6 months after the end date of The Association's first reportable financial year.

23. SUBSEQUENT ANNUAL GENERAL MEETINGS

- (1) Each subsequent annual General Meeting must be held—
 - (a) at least once each year; and
 - (b) within 6 months after the end date of The Association’s reportable financial year.

24. BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING

- (1) The following business must be conducted at each annual General Meeting of The Association—
 - (a) receiving The Association’s financial statement, and audit report, for the last reportable financial year;
 - (b) presenting the financial statement and audit report to the meeting for adoption;
 - (c) electing members of the Management Committee;
 - (d) appointing an auditor or an accountant for the present financial year;

25. NOTICE OF GENERAL MEETING

- (1) The secretary may call a General Meeting of The Association.
- (2) The secretary must give at least 14 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 Management Committee may decide the way in which the notice must be given.
- (5) However, notice of the following meetings must be given in writing—
 - (a) a meeting called to hear and decide the appeal of a person against the Management Committee’s decision—
 - (i) to reject the person’s application for membership of The Association; or
 - (ii) to terminate the person’s membership of The Association;
 - (b) a meeting called to hear and decide a proposed special resolution of The Association.
- (6) A notice of a General Meeting must state the business to be conducted at the meeting.

26. QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING

- (1) The quorum for a General Meeting is at least the number of members elected or appointed to the Management Committee at the close of The Association’s last General Meeting plus 1.
 - (a) However, if all members of The Association are members of the Management Committee, the quorum is the total number of members less 1.
- (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 30 minutes after the time fixed for a General Meeting called on the request of members of the Management Committee or The Association, the meeting lapses.

(4) If there is no quorum within 30 minutes after the time fixed for a General Meeting called other than on the request of members of the Management Committee or The Association—

(a) the meeting is to be adjourned for at least 7 days; and

(b) the Management 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 26.5., 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 notice is given for an original meeting.

27. PROCEDURE AT GENERAL MEETING

(1) At each General Meeting—

(a) the President is to preside as chairperson or if there is no President or if the President is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the Vice-President shall be the Chairman or if the Vice-President is not present or is unwilling to act, then the members present must elect one of their number to be chairman of the meeting

(b) the chairman must maintain order and conduct the meeting in a proper and orderly way.

(2) 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, in person.

(3) Each member present and eligible to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.

(4) A member is not entitled to vote at a General Meeting if the member's annual subscription is in arrears at the date of the meeting.

(5) The method of voting is to be decided by the Management Committee.

(6) However, if at least 25% of the members present demand a secret ballot, voting must be by secret ballot.

(7) If a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides.

(8) 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.

28. SPECIAL GENERAL MEETING

(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 Management Committee; or

(b) being given a written request signed by—

(i) at least 33% of the number of members of the Management Committee when the request is signed; or

(ii) at least the number of Full Members of The Association equal to double the number of members of The Association on the Management Committee when the request is signed plus 1; or

(c) being given a written notice of an intention to appeal against the decision of the Management Committee to terminate a person's membership.

(2) A request mentioned in subrule 28.(1)(b) must state—

(a) why the special General Meeting is being called; and

(b) the business to be conducted at the meeting.

(3) A special General Meeting must be held within 4 months after the secretary—

(a) is directed to call the meeting by the Management Committee; or

(b) is given the written request mentioned in subrule 28.(1)(b); or

(c) is given the written notice of an intention to appeal mentioned in subrule

28. (1)(c).

(4) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

29. MINUTES OF GENERAL MEETINGS

(1) The Secretary must ensure 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) If asked by a member of The Association, the secretary must, within 28 days after the request is made—

(a) make the minute book for a particular General Meeting available for inspection by the member at a mutually agreed time and place; and

(b) give the member copies of the minutes of the meeting.

(4) The Association may require the member to pay the reasonable costs of providing copies of the minutes.

30. BY-LAWS

The Management Committee may make, amend or repeal By-Laws, not inconsistent with these rules, for the internal management of The Association and any By-Law may be set aside by a special resolution of members at a General Meeting of The Association.

31. ALTERATION OF RULES

(1) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a General Meeting.

(2) However an amendment, repeal or addition is valid only if it is registered by the chief executive.

32. COMMON SEAL

(1) The Management Committee must ensure The Association has a common seal which must be kept securely and used only under the authority of the Management Committee.

(2) Each instrument to which the seal is attached must be signed by a member of the Management Committee and countersigned by—

- (a) the Secretary; or
- (b) another member of the Management Committee; or
- (c) someone authorised by the Management Committee.

33. 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 Management 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) All amounts must be deposited in the financial institution account as soon as practicable after receipt.

(4) All payments, where practical, shall be made by electronic funds transfer.

(5) If a payment is made by cheque, the cheque must be signed by any 2 of the following—

- (a) the President;
- (b) the Vice-President
- (c) the Secretary;
- (d) the Treasurer;

(e) any other member of The Association who has been authorised by the Management Committee to sign cheques issued by The Association.

(f) at least one of the signatures must be that of the President, Vice-President or Treasurer.

(6) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'.

(7) A petty cash account must be kept on the imprest system, and the Management Committee must decide the amount of petty cash to be kept in the account. The amount will be \$500.00 until otherwise altered by the Management Committee.

(8) All expenditure must be approved or ratified at a Management Committee meeting.

34. GENERAL FINANCIAL MATTERS

(1) On behalf of the Management Committee, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.

(2) The income and property of The Association must be used solely in promoting the objects and exercising The Association's powers. No portion 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 Association provided that nothing herein stated shall prevent the payment in good faith of the interest to any such member in respect of moneys advanced by him to The Association or any other person/s in return for any services actually rendered to The Association, provided further that nothing herein stated shall be construed so as to prevent the payment or repayment to any member of any out of pocket expenses, money lent, reasonable and proper rent for premises let to The Association.

35. DOCUMENTS

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

36. FINANCIAL YEAR

The end date of The Association's financial year is 31 December in each year.

37. 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 objects similar to The Association's objects; and
- (b) the rules of which prohibit the distribution of the entity's income and assets to its

members.

(4) In this rule—

surplus assets see section 92(3) of the Act.

BY - LAWS

NOTE: The Infantrymans Muster is not affiliated with ANY other Association/s. These Rules are in place ONLY to ensure the continuing integrity of The Muster.

DEFINITIONS

In these By-Laws, unless the context requires otherwise:

'Association' means The Infantrymans Muster Inc.

'By-Laws' means the By-Laws of The Association made pursuant to the Rules for the time being in force.

'Committee' means the Management Committee of The Association.

'Management Committee' means the Management Committee of the Management Committee constituted in accordance with the Rules.

'Exhibit' used as a verb shall, where the context reasonably permits, be deemed to include any display.

'Financial Year' means the period of twelve months commencing on the first day of July in any given year and terminating on the thirtieth day of June in each year.

'Grounds' means such grounds as are from time to time vested in or occupied by The Association.

'Member' means a member of The Association pursuant to the Rules, and where used without qualification includes any class of member.

'Misconduct' includes:

- (a) any conduct that is contrary to or inconsistent with any rule or regulation of, or any direction given by or on behalf of, The Association;
- (b) any material error or mis-description contained in any document or communication (oral or written) to The Association;
- (c) any arrangement or understanding that has the purpose or effect of circumventing, avoiding or diminishing the effect of any rule, By-Law, regulation or any direction given by or on behalf of, or any penalty imposed by, The Association;
- (d) any act or omission likely to prejudice, or bring discredit upon, The Association or any person;
- (e) any conduct deemed by the rules, By-Laws or regulations to be misconduct; and

'Month' means calendar month.

'Pass' means a pass, badge, ticket or card from time to time furnished by The Association in respect of the current Association's year.

'Person' words importing person include a firm, partnership, company or corporation.

'President' means the person for the time being holding that office in accordance with the Rules.

'Regulations' and 'Special Regulations' means those regulations applicable to a particular section of the Show as determined by the Committee responsible for that section.

'Rules' means the rules of The Association for the time being in force.

'Sale' includes an agreement to sell.

'Seal' means the common seal of The Association.

'Treasurer' means the person for the time being holding that office in accordance with the Rules.

'Unseemly behaviour' includes:

- (a) causing annoyance by loud or unseemly comment upon any Official of the RNA on duty in the Showground; and
- (b) insulting behaviour.

'Vice President' means the person for the time being holding that office in accordance with the Rules.

'Written' or 'In Writing' means any form of representing or reproducing words in a visible form.

INTERPRETATION

1 In the By-Laws, but subject to context:

- (a) the singular includes the plural and vice versa;
- (b) the male gender includes the female gender and the neuter gender and vice versa; and
- (c) headings are for ease of reference only and do not affect the meaning or interpretation

of the By-Laws.

BY-LAWS BINDING

2 All Applicants, Attendants, Exhibitors and every Person admitted into the Muster Site, are bound by the Rules, Regulations and By-Laws.

POWERS

The Management Committee has the sole and absolute control of all matters affecting the conduct of the Muster and the Muster site.

Any power or discretion of:

- (a) the Management Committee;
- (c) any sub-Committee;
- (d) any official of the Infantrymans Muster.

may be delegated in such manner and upon such conditions as may from time to time be determined by the Management Committee.

**2016-1. There is to be NO ADVERTISING, in any form, of ANY Assoc/Club - other than Muster/Regiment/Battalion, and any organisation that sponsors, or is sponsored by, The Muster.
Enacted 26Mar16**

**2016-2. ONLY Assoc/Club/Organisations referred to in Para 1 Flags/Banners are permitted!
Enacted 26Mar16**

**2016-3. Bn/Regt Flags/Banners are permitted to identify your group/location BUT there is to be NO open recruiting (Hawking) for your Assn.
Enacted 26Mar16**

**2016-4 Electoral Groups:
Group 1: VP (Ray Currier), Mark Fildes, James Thorpe
Group 2: President (Arthur Willemse), Greg Steele, Eric Guttridge
Group 3: Treasurer (Jim Poland), Des Prien, Rowan Locke
Enacted 26Mar16**

**2017-1 No vehicles are to be pre-positioned. As per the Muster Guide, sites cannot be reserved.
Enacted 15Feb17**