



**AUSTRALIAN FLYING CORPS  
AND  
ROYAL AUSTRALIAN AIR FORCE ASSOCIATION  
QUEENSLAND DIVISION**

**CONSTITUTION**

**This constitution as amended was adopted by the May 2018 Annual Assembly  
of Delegates**

## Queensland Division AFC & RAAF Association



### State Constitution

Date Of Amendment	Amendment Number	Sections Altered	Date Completed	Name of Person Amending
	A/L 1	5.01.06		John Carlile
	A/L 2	6.04		John Carlile
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## **1.00 NAME**

- 1.01 The name of this Division is “Australian Flying Corps and Royal Australian Air Force Association, Queensland Division
- 1.02 The short title of the Division shall be “Royal Australian Air Force Association, Queensland Division and may be abbreviated to ‘RAAFA’ and in this Constitution called ‘Division’.
- 1.03 The Head Office of the Division shall be situated in such place within Queensland as the State Council may from time to time decide.

## **2.00 INTERPRETATIONS**

- 2.01 It is hereby declared that the intention is that the objects and purposes specified in each of the paragraphs of the Clause 3.00 shall ( except where otherwise expressed in such paragraph) be construed in the most liberal way and shall be in no way limited or restricted by reference to or inference from the terms of the first or any other paragraph of the said Clause 3.00 or the name of the Division.
- 2.02 Words importing the singular shall include the plural and vice versa and masculine pronouns shall include the feminine gender and vice versa.
- 2.03 The term ‘Financial Member’ includes Ordinary Members whose subscription is current within the meaning given by Clause 5.12.01 sub clauses b and c, Fully Subscribed Members as defined in Clause 5.01.09 and Life Members.
- 2.04 Subject to Clause 5.16 the decision of the Division’s Annual Assembly of Delegates on the construction and interpretation of any clause shall be conclusive and binding on all members.
- 2.05 This Constitution is subject in all respects to the Letters Patent issued to the Division on 17 October, 1946 and any clause which is inconsistent with those Letters Patent is to the extent of the inconsistency to be deemed null and void.

## **3.00 OBJECTS**

*The objects and purposes for which this Division is established are to:*

- 3.01 promote and maintain the welfare and benefit of members, ex-members of Her Majesty’s Air Forces and their dependants and other persons approved under this Constitution to be members of this Association;
- 3.02 render unswerving loyalty to Australia, its system of Government and its Institutions and respect for the National Flag; and
- 3.03 honour and preserve the memory of comrades who have died.

## **4.00 POWERS**

*The powers of the Division are to:*

- 4.01 establish and regulate the Branches throughout the Queensland Division in accordance with this constitution and associated By-laws.
- 4.02 establish and maintain Institutions for members and ex-members of Her Majesty's Air Forces and dependants of deceased members and ex-members of Her Majesty's Air Forces.
- 4.03 establish, maintain and conduct clubs or club rooms for the accommodation of members and their friends and to provide generally to members all the usual privileges, advantages, conveniences and accommodation of a club, and to acquire and hold licences to supply and keep intoxicating liquor for consumption by members and their friends.
- 4.04 acquire and take over all or any of the assets and liabilities of any association (corporate or unincorporated) having objects similar or in part similar to the objects of this Division.
- 4.05 purchase or otherwise acquire real and personal property and to lease, mortgage, exchange, sell or otherwise dispose of any such property and to apply the same, both capital and income thereof, for or towards all or any *of* the objects and purposes of this Division.
- 4.06 acquire shares, stocks, debentures, debenture stock, bonds, mortgages, obligations or securities by original subscription (absolute or conditional), tender, exchange or otherwise.
- 4.07 accept moneys on deposit (subject, however, to the provisions hereinafter contained) and to issue deposit receipts bearing interest or not bearing interest and payable at call, or at a fixed future date or dates, or upon the happening of any event or events and subject to such terms and conditions as may be thought fit as decided by State Council
- 4.08 issue debentures, debenture stock, bonds, obligations and securities of all kinds and to frame, constitute and secure the same as may seem expedient, with full power to make the same transferable by delivery or by instrument of transfer or otherwise and either perpetual or terminable, and either redeemable or otherwise, and to charge or secure the same by trust deed or otherwise on the undertaking of this Division or upon any specific property and rights, present and future of this Division (including, uncalled capital or otherwise howsoever).
- 4.09 advance and lend the moneys of this Division with or without security or upon the security of any real or personal property as decided by State Council.
- 4.10 acquire by purchase, exchange, gift, lease, hire or otherwise, any real or personal property and rights of proceedings and any rights in relation to or arising therefrom.
- 4.11 sell, lease, exchange or otherwise dispose of any real. or personal property of this Division, including debts, rights of proceedings and other assets and property, for

such consideration as may from time to time be deemed expedient, and to see grant options or rights to purchase over or otherwise dispose of the undertaking of this Division or any part thereof for such case or other consideration as this Division may think fit, and in particular for shares, debentures, debenture stock, or securities of any other Division or body having objects altogether or in part similar to those of this Division, and to sell, exchange, partition, grant options or rights to purchase over, improve, manage, develop, lease, sub-lease, mortgage, licence, dispose of, realise and turn to account all or any part of the property of rights, real or personal, of this Division.

- 4.12 borrow from time to time such sums of money upon such terms and at any rate of interest as may be deemed expedient.
- 4.13 take and accept and acquire (by original loan, transfer or otherwise) mortgages, charges or other securities (whether ranking first or subsequent) over any land or over any personal property for any advance made or to be made by or on behalf of this Division, either alone or jointly with a person or persons, or for any purchase money, and to take possession or sell or foreclose or otherwise exercise the rights, powers and authorities of or under such mortgages, charges and securities or over any such mortgaged or charged premises.
- 4.14 undertake, take over, accept, carry out and fulfil all such contracts, obligations, liabilities and duties as this Division shall think fit, and whether the **same** are now existing or are hereafter to arise, and whether created by mortgage, bill of sale, specialty instrument in writing or oral contract or otherwise howsoever, and upon such terms and conditions and generally as this Division shall think fit.
- 4.15 acquire, construct, build, repair, maintain and alter buildings for the purpose of this Division.
- 4.16 invest and deal with the moneys of this Division not immediately required in such manner as may from time to time be deemed expedient.
- 4.17 borrow or raise or secure the payment of money in such manner as this Division shall deem fit, and in particular by the issue of debentures or debenture stock (perpetual or otherwise), bonds, mortgages, bills of sale or other securities charged upon all or any of the property (both present and future) of this Division, or without any such security, and to purchase, redeem or pay off any such securities.
- 4.18 make, draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures and other negotiable or transferable instruments.
- 4.19 employ and remunerate secretaries, accountants, brokers, experts and such other persons and officers and employees as may be necessary for the purpose of carrying out any of the objects herein contained.
- 4.20 place any moneys of this Division with any banking or other company or institution, to open accounts current with any bank and to pay moneys into and withdraw moneys from any such accounts, and to overdraw any such account or accounts.
- 4.21 empower the State Council to make By-Laws for the regulation and good management and government of this Division to assume responsibility for authorised

public statements by its appointed officers, and to restrain any individual member of this Division who issues a public statement or who publicly participates in any political gathering or meeting in a personal capacity from acting as if he represents the views of members of this Division.

- 4.22 do all such acts, matters and things as may promote the welfare of the members of this Division.
- 4.23 do all such acts, matters and things as are or may be incidental to the foregoing powers or purposes of any of them.

*And it is hereby Declared* that the intention is that the power or purposes specified in each of the paragraphs of this clause shall (except where otherwise expressed in such paragraph) be construed in the most liberal way and shall be in no way, limited or restricted by reference to or inference from the terms of the first or any other paragraph or the name of this Division.

## **5.00 MEMBERSHIP**

### **5.01 *Ordinary Members of the Division consist of the following:***

- 5.01.01 All personnel who were not dishonourably discharged and who have served, or are serving, in Her Majesty's Air Forces, Auxiliary Air Forces, Royal Naval Air Service, Nursing and Medical Services or in any Branch of Her Majesty's Air Forces and all personnel of Her Majesty's Navies and Armies specifically involved in the maintenance and operation of Military Aircraft; or
- 5.01.02 Such members of the Allied Forces or Ancillary Services who may be approved from time to time by State Council; or
- 5.01.03 Serving and former members of the Air Training Corps, Air Force Cadets or Australian Air League as currently constituted in Australia who are over the age of eighteen (18) years; or
- 5.01.04 Persons who, not being less than eighteen (18) years of age, are spouses, parents, siblings, sons or daughters of persons listed in clause 5.01.01.
- 5.01.05 Persons who, not being less than eighteen (18) years of age, are spouses, parents, siblings, sons or daughters of members or deceased members of the RAAF Association.
- 5.01.06 Persons not otherwise eligible to become members but are members of Associations which have formed Branches of this Association; and
- 5.01.07 Members who are granted Fully Subscribed membership are Ordinary members and are accorded the rights and subjected to the obligations of Ordinary Membership without any further payment of annual subscriptions. However, they are required to pay any levies as decided by State Council.
- 5.01.08 Provided that a Division may by Special Resolution (which may be rescinded or varied from time to time by Special Resolution of its Annual Assembly of Delegates or Annual General Meeting as the case may be), resolve not to admit as members in that Division persons in any of the categories referred to in sub-clauses 5.01.05 to



5.01.07 inclusive above and provided also that not less than sixty percent (60%) of the Division Council or Committee shall be members eligible under sub-clauses 5.01.01 to 5.01.03 inclusive above and provided further that the positions of President of the Division and Branch President shall be filled by members who are eligible under sub-clauses 5.01.01 or 5.01.02, while such are available.

**5.02      *Honorary Membership***

Any person who, in the opinion of State Council, is entitled to such distinction, may be admitted as an Honorary Member for such time as the State Council may determine. Honorary Membership should not be bestowed on persons eligible to be full members. Any Honorary Member shall have the status and rights and obligations of a member, save and except that he shall not be required to pay an annual subscription, and shall not be entitled to vote at any meeting of this Association or to hold office.

**5.03      *Life Membership***

5.03.01      A member deserving of special recognition and who has had financial membership for a period of fifteen (15) years or more, and has rendered at least ten (10) years' honorary service of an outstanding nature to this Division may by the National Council be granted the distinction of Life Membership.

5.03.02      In the case of a member becoming a Life Member, he shall have the rights and privileges and be subject to the obligations of Ordinary Membership, save and except for the provisions for Annual Subscription but must contribute to any levies decreed by State Council.

5.03.03      Life Membership may be granted by the National Council:

- a.      on its own initiative; or
- b.      on the written recommendation of National Executive; or
- c.      on the written recommendation of the Awards Committee.

5.03.04      Whenever it is proposed that Life Membership be conferred on a Member, three (3) months' notice of motion to this effect, supported by a written recommendation setting out the history of the person proposed and his service to the Association, shall be given to the State Council.

**5.04      *Associate Membership***

5.04.01      Any Branch may admit a financial member of another Branch as an Associate member on payment of an additional subscription as may be determined by the Branch; and

5.04.02      Associate members of a Branch cannot hold Office in that Branch nor are they entitled to vote on any matter whatsoever. Associate members may speak at meetings with the concurrence of the meeting.

**5.05      *Branch Social Membership***

A Branch may admit to Social membership a person not otherwise eligible for categories of membership covered by sub clauses 5.01.01 to 5.01.03 inclusive. Such

persons are not regarded as members of the RAAF Association, have no voting rights, and are not able to hold Office.

**5.06 *Rights. Privileges and Obligations***

5.06.01 In addition to his rights, privileges and obligations as a member of this Association, every financial member shall have the rights and privileges and be subject to the obligations of a member of the Division in which his membership is for the time being included.

5.06.02 A financial member shall have membership rights and privileges in one Division only.

5.06.03 A financial member shall have membership rights and privileges in one Branch only.

**5.07 *Admission***

5.07.01 Any person desiring to become a member of this Association, who is eligible for membership, shall be proposed and seconded by members of this Association on such form of application as the State Council may prescribe. The application shall be submitted to the State Council or through a Branch Committee as the case may be. The State Council or Branch Committee has the power to accept or reject such application, without giving any reasons, provided that the acceptance of an application for membership by a Branch shall be subject to approval by the State Council in all cases.

**5.08 *Enrolment***

5.08.01 Members shall be enrolled normally in the Division within whose jurisdiction they reside.

5.08.02 Any member for special reasons may seek enrolment in a Division other than that in which he resides. Such a member may be enrolled by the Division to which he applies for inclusion.

**5.09 *Transfer***

5.09.01 A member who changes his place of residence from one State to another may apply for transfer and such transfer shall be arranged by the gaining Division.

5.09.02 A member of another Division, who has been accorded Fully Subscribed Membership status for that Division may be accepted for transfer to ordinary membership of this Division without any further payment of annual subscriptions provided that such member meets the eligibility requirements of this Division. Such members will nevertheless be required to pay any levy or Annual Special Divisional Subscription imposed from time to time on all members.

**5.10 *General Register of Members***

There shall be a register (called the General Register) of all members, to be kept by the State secretary, which shall contain such particulars as the State Council shall from time to time prescribe.

## **5.11 Exclusions**

A State Council may in its absolute discretion refuse to admit as a Member of this Association anyone whom it considers to be a member of or associated with any body or organisation, whose objects or activities are inconsistent with loyalty to Australia or subversive to the social, political or governmental institutions of the Commonwealth of Australia or anyone who has expressed views in sympathy with such objects or activities.

## **5.12 Membership Fees**

### **5.12.01 Annual Subscriptions**

- a. Each member, other than Life Members, Honorary Members or Fully Subscribed Members as defined in Clause 5.01.08 shall pay a minimum annual subscription of such amount prescribed from time to time by the State Council. Provided however that any person admitted to membership after 30<sup>th</sup> June in any year may pay half the annual subscription for that year;
- b. each annual subscription shall become payable in advance by each member on the 1<sup>st</sup> January in each year. A member whose subscription remains unpaid after that date is unfinancial and is not entitled to speak or vote at any meeting.
- c. a member whose subscription is unpaid by the 30<sup>th</sup> April shall cease to hold membership in the Division.

### **5.12.02 State Council Levy**

The Assembly of Delegates may with discretion, direct that an Annual Special Divisional Subscription as set by the Annual Assembly of Delegates be paid by each member in addition to the annual subscription provided for in Clause 5.12.01. Any such Special Divisional Subscription shall be remitted in full to the Division.

### **5.12.03 Social Membership Fee**

The amount charged to a Social member as fees shall be determined and retained by individual Branches.

## **5.13 Termination of Membership**

### **5.13.01 Resignation**

A member may resign his or her membership by sending his resignation in writing to the State Secretary or Branch in which enrolled, and upon such resignation being accepted at the discretion of the State Council or Branch as the case may be, shall cease to be a member, and shall return the badge to the State Secretary or Branch Secretary.

### **5.13.02 Suspension and Expulsion**

- a. Any member who has infringed the Division Constitution, or who is acting or who has acted in a manner which is considered by the State Council to be contrary to the interests of the Division, may, either on the initiative of the State Council or, on consideration of a report made thereto by any two or more members of this Division, be expelled from membership of this Division, or be suspended for such a period as the State Council may think fit; and

- b. in particular, any member may be expelled whom the State Council considers to be a member of, or associated with any body or organisation any of whose objects are disloyal to Australia or subversive to the social, political or governmental institutions of the Commonwealth of Australia.

#### 5.13.03 *Notice of Charge against a Member*

The State Council alone shall have the power to deal with any charge against a member involving the penalty of suspension or expulsion, at a Special Meeting of the State Council convened for the purpose by not less than thirty (30) days' notice, and provided that such a member has been given not less than thirty (30) days' notice in writing, posted by certified mail to him at his address appearing in the Register of this Division, specifying the nature of the charge and the time and place of such State Council meeting and notifying that he may attend such meeting for the purpose of being heard in his defence of such charge, and provided further that suspension or expulsion shall be effected only if passed by a Special Resolution of the State Council. A member suspended or expelled from this Association by the State Council may, within fourteen (14) days after the date of his suspension or expulsion, appeal against the decision of the State Council.

- 5.13.04 A Branch may suspend a member against whom a charge has been preferred, for a period not exceeding sixty (60) days, when hearing by the State Council is pending.

- 5.13.05 Membership of any Honorary Member may be forfeited by the State Council for any cause which the State Council may think fit, and without giving any reason.

- 5.13.06 No person or member whose membership has been suspended or forfeited shall be entitled to commence or prosecute any action or legal proceeding for defamation against any member of this Division who made a complaint, or who gave evidence thereon (verbally or in writing), or who exercised any power or duty as an Executive Officer, or as a Member of the State Council or as a Member of any Committee, it being a condition of Membership of the Division that all complaints, notices, letters, evidence and other matters arising under or incidental to any complaint, and the hearing and determination thereof and all proceedings and utterances at any National Council, State Council Meeting, Executive Meeting, Branch Committee Meetings, and General and Special Meetings in connection therewith, shall be privileged and protected accordingly, and should any action or legal proceedings be taken as aforesaid, this Rule may be pleaded as an absolute bar thereto.

#### 5.14 ***Reinstatement***

No person shall be reinstated on any register until he has paid all arrears of subscriptions which would have become due had he remained a member; provided however, that the State Council may reduce the amount payable if, in its discretion, it thinks fit.

#### 5.15 ***Disputes between members***

Disputes between members (in their capacity as members) of this Association, and disputes between members and this Association are to be referred to a Special

General Meeting of the State Council and the decision of the State Council shall be final and binding on all parties to the dispute.

### **5.16 Interpretation of Membership Clauses**

Interpretation of the Membership Clauses on which any dispute arises shall be referred to the State Council for decision, and such decision shall be final and binding.

### **5.17 Miscellaneous Membership Rules**

5.17.01 An Association badge shall be issued to every new ordinary member. The cost of the badge shall be chargeable as determined from time to time by State Council. This badge must be returned to the Branch or State Secretary upon cessation of membership.

5.17.02 Any Member losing their badge may purchase a new badge from the Branch Secretary.

### **5.18 Affiliation of Organisations**

Organisations having objects compatible with, or ancillary to, the objects of this Association may be accorded affiliation, on such terms as may be determined by State Council.

## **6.00 MANAGEMENT-DIVISION**

### **6.01 The Division**

6.01.01 The Division shall be organised in the following manner:  
a State Council; and  
Branches or other sub-bodies.

6.01.02 The management and control of the Division shall be vested in the State Council from one Assembly of Delegates to the next.

### **6.02 Structure of State Council**

The State Council shall consist of the:  
State Executive; and

two (2) representatives elected by each Branch one of whom shall be the Branch President.

### **6.03 Powers of State Council**

6.03.01 The State Council shall have and exercise all such powers, duties and discretions necessary to carry out the objects of the Division set out in this Constitution and to ensure the good governance of the Division and its Branches.

6.03.02 The State Council shall at all times have the power to call on any Branch or official of any Branch of the Division to produce to any person authorised in writing by the State Council all records, books, vouchers, receipts, receipt books, etc. in his possession, and State Council may direct that person or some other person nominated

by it to carry out any investigation considered necessary. The State Council shall have full power to take any action considered necessary as a result of the finding of any such investigation and may remove from office any officer, after calling upon him to show cause why he should not be so removed.

- 6.03.03 The State Council may from time to time make, amend or repeal By-Laws, not inconsistent with this Constitution, for the internal management of the Division and any By-law may be set aside by the State Council.

**6.04 *The Executive***

The Executive of the Division shall consist of the following:

the President of the Division;

the Deputy State President;

Area Vice Presidents:

Northern;

Central;

Sunshine Coast

Moreton

South Eastern;

South Western;

the State Secretary; and

the State Treasurer.

**6.05 *Powers and Duties of the State Executive***

- 6.05.01 It shall be the duty of the State Executive to carry into effect the directions of the State Council and uphold this Constitution, but no such direction shall invalidate any prior action of the State Executive which was in the authority of the Executive.

- 6.05.02 The State Executive may determine to convene a Special General Meeting of the members of a Branch where the Executive is satisfied that such a meeting is necessary in the interests of the Branch and where the Branch President has refused or omitted to convene such a meeting after a request by the State Executive. Such Special General Meeting shall have the power of an Annual General Meeting of the Branch.

- 6.05.03 The State Executive shall exercise such further powers and superintend such conduct and business affairs of this State as may be delegated to it by the State Council.

- 6.05.04 A meeting of the Executive may be conducted by members of the Executive meeting in person, by electronic means or by telephone contact

**6.06 *Election and Appointment of Officers***

- 6.06.01 At the Annual Assembly of Delegates, all the members of the State Executive for the time being shall retire from office, but shall be eligible upon nomination for re-election;

- 6.06.02 The Annual Assembly of Delegates of the Division shall elect the:  
President of the Division;  
Deputy State President;  
Area Vice Presidents:  
Northern;  
Central;  
Sunshine Coast;  
Moreton  
South Eastern;  
South Western;  
State Secretary; and  
State Treasurer.
- 6.06.03 The number of Area Vice Presidents shall be determined by State Council on recommendation from the State Executive from time to time.
- 6.06.04 State Council may appoint members as Area Vice Presidents on recommendation of the State Executive.
- 6.06.05 Appointments of new Area Vice Presidents by State Council shall be vacated at the Assembly of Delegates immediately following the appointment.
- 6.06.06 The election of office bearers at the Annual Assembly of Delegates shall take place after general business is completed and prior to the closure of the Meeting.
- 6.06.07 Members of the State Executive shall be elected by secret ballot. Procedures for nomination and election shall be in accordance with this Constitution and associated By-laws.
- 6.06.08 If, for any reason, a position remains vacant at the end of the election process, the State Executive shall nominate a suitable candidate for approval by the Annual Assembly of Delegates
- 6.07 Nominations**
- 6.07.01 Nominations for the positions of President of the Division, Deputy State President, Area Vice Presidents, State Secretary and State Treasurer shall be received by the State Secretary no later than close of business 45 days prior to the date of the Annual Assembly of Delegates with profile attached and no nominations will be accepted after that period.
- 6.07.02 Any Branch member may nominate any member from another Branch for an Executive Position subject to nominee accepting the nomination in writing.
- 6.07.03 The State Secretary shall forward to all Branches the nominations and profiles received for Executive positions no later than 40 days prior to the Annual Assembly of Delegates.
- 6.07.04 No more than three (3) members per Branch shall be elected to Executive positions of the Queensland Division.

6.07.05 Salaried Officers of the Division, a Branch, or any organisation connected with the Division, shall not be eligible to be elected as members of State Council.

6.07.06 No person shall be entitled to be elected or appointed to the State Council unless he is a financial member at the time of his nomination and election or appointment.

### **6.08 *Division Appointments***

6.08.01 The Retiring President of the Division is accorded the title of Past President with no Executive voting powers; and

6.08.02 The Welfare Coordinator, Property Officer, Merchandising Officer, Assistant State Secretary, Assistant State Treasurer and Division Public Relations Officer may be appointed by the State Council. They are non-Executive appointments and whilst the occupants of these positions may attend and speak on their portfolios at State Council Meetings, they have no voting rights unless they are a delegate representing their Branch or the Executive member they are assisting is absent.

6.08.03 a. An Auditor (called the Division Auditor) shall be appointed or re-appointed at the Annual Assembly of Delegates and he shall be deemed to have given the necessary notice unless he has signified his desire not to be re-appointed;

b. No person other than a retiring Auditor shall be eligible for election to the Office of Auditor at the Annual General Meeting of the Division unless he has at least fourteen (14) days preceding the Meeting left at the Office of the State Secretary a notice in writing signifying his candidature for Office; and

c. In the event of an Auditor being incapable of or disqualified from acting or in the case of a vacancy by resignation or otherwise the State Council shall appoint another Auditor to fill the Office until the next Annual Assembly of Delegates.

### **6.09 *Vacancies on State Council***

6.09.01 The office of an Executive member or appointee of State Council may be declared vacant if that member;

a. sends to the State Council his written resignation of Office and such resignation is accepted; or

b. is absent from three (3) consecutive meetings of the State Council without the consent of the Council; or

c. becomes bankrupt or takes or attempts to take the benefit of the provisions of the Bankruptcy Act 1966 (as amended); or

d. is declared of unsound mind; or

e. is requested to resign by majority State Council resolution and refuses to do so

6.09.02 *Casual Vacancies*

a. Any casual vacancy occurring in the Branch Delegates to State Council shall be filled by the Branch concerned; and

b. Any casual vacancy occurring in the Executive of the State Council shall be filled by State Council.



**6.10      *The Annual Assembly of Delegates***

- 6.10.01    The Queensland Division shall hold an Annual Assembly of Delegates in April or May of each year at such place as determined by the Annual Assembly of Delegates the previous year.
- 6.10.02    The Assembly of Delegates shall consist of the State Executive and Delegates from each Branch elected by that Branch. It would be deemed to be a Conflict of Interest if a member of the State Executive were to be a Branch Delegate. The State Executive shall have no deliberative voting powers however in the event of an equality of votes, the Chairman shall exercise a casting vote.
- 6.10.03    Each Branch shall have an entitlement of two (2) Delegates for the first forty (40) financial members or part thereof and one (1) Delegate for each additional forty (40) financial members or part thereof as at 31<sup>st</sup> December of the preceding year, with a maximum of five (5) delegates from any one Branch. Each delegate to have one vote. One delegate from each branch may in the absence of any other delegate from his branch exercise the votes which these delegates were entitled to exercise on behalf of their branch.
- 6.10.04    All financial members of the Division shall be entitled to attend the Annual Assembly of Delegates, but unless elected as Branch Delegates shall not be entitled to vote.
- 6.10.05    If at the Annual Assembly of Delegates of the Division a quorum shall not be present within thirty (30) minutes of the time appointed for the meeting, those present shall constitute a proper meeting for the purpose of the reception and adoption of Annual Reports and Accounts. The meeting shall adjourn to a place, date and time to be determined by State Council.
- 6.10.06    The Annual Assembly of Delegates shall be called in such manner as determined by the State Council.
- 6.10.07    The President of the Division or in his absence the Deputy State President shall preside.  
If, thirty (30) minutes after the appointed starting time, the President or the Deputy State President is not present, members present may choose an Area Vice President as Chairman.
- 6.10.08    The business of the Division Annual Assembly of Delegates shall be to receive and consider the Auditor's Report and the audited Statements of Account for the preceding year, and the report of the Division officers on the past year's transactions, to appoint the Auditor, the election of officers and to consider any such other business as the State Council or any member upon due notice of motion brings before it. The lodgement with the State Secretary not less than sixty (60) days before the Annual Assembly of Delegates of a motion in writing by a member shall constitute due notice of motion; provided that any general business may be brought forward at the discretion of the Chairman.
- 6.10.09    Strangers and unfinancial members shall not be admitted to any meeting of the Division without the consent of the meeting.

**6.11 State Council Meetings**

- 6.11.01 At all meetings of the State Council the President of the Division, or in his absence the Deputy State President or an Area Vice President, shall preside. If at any meeting neither the President nor a Vice President is present at the time appointed for holding the meeting, the members present shall choose one of their number to be Chairman of the meeting.
- 6.11.02 The Chairman of a Meeting of the State Council shall not have a deliberative vote but in the event of an equality of votes, shall exercise a casting vote.
- 6.11.03 Any question or resolution submitted to any meeting of the State Council shall be decided by a majority of the votes of the members present in person.
- 6.11.04 A member must be a financial member present in person at State Council to be entitled to vote on any question or to be reckoned in a quorum.
- 6.11.05 The State Council shall meet not less than six (6) times in each year at such time and place as the Council shall determine.
- 6.11.06 A meeting of the State Council may be called at any time by the State Secretary on the instructions of the President or at the written request of any seven (7) Branches of such Council provided that not less than fourteen (14) days' notice in writing shall be given by the Secretary to the members of the State Council.

**6.12 Special General Meetings**

- 6.12.01 A Special General Meeting of the Division may be called at any time by the State Council on instructions of the President of the Division or at the written request of any seven (7) Branches of the Division, provided that not less than thirty (30) days' notice in writing shall be given by the Secretary to all Branches of the Division.
- 6.12.02 The State Council may whenever it thinks fit and shall upon requisition made in writing by ten percent (10%) of the financial members on the Register of the Division convene a Special General Meeting of the Division.
- 6.12.03 Any requisition for a Special General Meeting of the Division shall specify the object of the Meeting required and shall be signed by the members making the same and shall be forwarded to the State Secretary under cover of registered mail. It may consist of several documents in like form each signed by one or more of the requisitionists. The meeting shall be convened for the purpose specified and for no other purpose.
- 6.12.04 If, at a Special General Meeting of the Division, a quorum shall not be present within thirty (30) minutes after the appointed starting time, the meeting shall lapse.
- 6.12.05 Should the State Council fail to convene a Special General Meeting to be held within thirty (30) days after such requisition has been received by or on behalf of the Secretary the requisitionists may themselves convene a meeting to be held within thirty (30) days thereafter provided that fourteen (14) days' notice has been given by the requisitionists to the members of the Division.

- 6.12.06 Any resolution rejected at a Special General Meeting called by requisitionists of the State shall not again be submitted for consideration by any meeting for not less than twelve (12) months without the consent of the State Council.
- 6.12.07 A Special General Meeting of the Division may, by a resolution passed by at least two-thirds (2/3<sup>rd</sup>s) of the members present thereat, remove from office any member of the State Council or Auditor before the expiration of his term of office having regard to the requirements of the preceding paragraphs and may by simple resolution appoint another person in his stead who shall hold office until the next Annual Assembly of Delegates.
- 6.12.08 a. The State Secretary shall give notice of all General Meetings of the Division; and  
b. All notices of meetings of the Division required to be given by this Constitution or by any By-Law passed under it shall be served by sending such notices to the Branch Secretaries seven (7) days prior to the meeting. The late receipt or non-receipt of such notices shall not invalidate the proceedings of the meeting held in pursuance of such notice. Any notice, if served by post, shall be deemed to have been served at the time the notice was posted and in providing such notice it shall be sufficient to prove that the letter containing the notice was properly addressed and posted.
- 6.12.09 A motion or amendment proposed and seconded shall be put by the Chairman and decided by a majority of the Members present on a show of hands and the declaration of the Chairman as to the majority shall be final unless a poll be demanded by not less than five (5) financial Members present and entitled to vote at the meeting, provided however that no poll shall be taken as to the appointment of a Chairman or of Scrutineers or the adjournment of a meeting. The demand for a poll shall not prevent the continuance of the meeting for the transaction of any business other than that on which the poll is demanded.
- 6.12.10 A resolution of which special notice of motion has not been given and which is passed by a majority of not less than two-thirds (2/3) of the financial members present at a meeting of the Division, shall be deemed to be a Special Resolution.
- 6.12.11 Where a specified number of days' notice is required to be given, the day of service shall not be counted in such number of days.
- 6.12.12 Unless otherwise provided by this Constitution, at every General Meeting every financial member present shall be entitled to one (1) vote and in the case of an equality of votes the Chairman shall have a second or casting vote.

### **6.13 Voting**

- 6.13.01 A poll shall be determined by a required majority by a show of hands.
- 6.13.02 At any meeting at which a ballot is required under this constitution or is demanded by members present, it shall be taken by straight voting and not by preferential voting. The Chairman shall declare the time and place for conducting the ballot.
- 6.13.03 At any meeting at which a ballot is conducted the members present shall appoint a returning officer and two (2) Scrutineers who shall open and examine the voting papers. The Returning Officer shall advise the Chairman the outcome of the voting

result. The result of the ballot shall be determined to be the resolution of the meeting at which the ballot was conducted.

6.13.04 Immediately the result of the ballot is declared, the voting papers shall be destroyed.

**6.14 Quorum - Division**

6.14.01 Thirty per cent (30%) of total Branch delegations entitled to attend, present in person, representing not less than forty per cent (40%) of Branches constitutes a quorum at the Annual Assembly of Delegates.

6.14.02 A quorum at a Special General Meeting of the Division shall be ten per cent (10%) of the financial members.

6.14.03 A quorum at a meeting of the State Council shall be thirteen persons (13) representing at least five (5) Branches. If a quorum is not present, the meeting shall lapse.

6.14.04 A quorum at the State Executive meeting shall be a simple majority.

**6.15 Property Officer**

The State Council may appoint a Property Officer who shall be responsible for the maintenance of an inventory of all property (other than cash) of the Division and to keep full records thereof.

**6.16 Duties of Officers of the Division**

The duties of the Officers of the Division are as set out in the By-Laws

**6.17 Division Funds, Accounts and Books**

6.17.01 All monies received on account of the Division by the State Executive shall be paid into a Banking Account of the Division. Such Bank shall be determined by the State Council.

6.17.02 The Division shall authorise the expenditure of its own revenue.

6.17.03 Cheques and other negotiable instruments paid to the Banker of the Division for collecting, requiring the endorsement of the Division shall be endorsed by the State Secretary or by such other Officers of the Division as may be appointed by the State Council for that purpose.

6.17.04 All funds not immediately needed for ordinary purposes may be deposited by the Division with its bankers for a fixed term of interest or may be invested at its discretion in securities authorised by law for the investment of Trust Funds.

6.17.05 No member of the State Council shall be answerable for any loss which may arise from any such investment or from any cause except from wilful neglect or default.

6.17.06 The Division's Finance Committee, consisting of the President, Secretary and Treasurer, shall be authorised to pay all Accounts as they fall due.

6.17.07 Money can be withdrawn from the Account of the Division by cheque or Electronic Funds Transfer, when authorised by the State Council. Cheques drawn shall be drawn by the State Treasurer and must bear the signatures of two persons so authorised, one

of whom shall be the State Secretary. Electronic Funds Transfers must have approval electronically by any two persons so authorised.

- 6.17.08 Subject to Clause 6.18.01 the State Treasurer shall receive and take charge of all monies belonging to the State Council and shall within three (3) working days of receipt of same deposit such monies to the credit of the Account of the Division.
- 6.17.09 The Treasurer shall keep a correct account of all monies received and expended and he shall, under no circumstances, pay, lend or otherwise appropriate any of the funds of the Division to any member or for any cause whatsoever save when so authorised by the State Council.
- 6.17.10 The Financial Year of the Division shall end on the 31st day of December in any year and the Annual Subscription shall be due on the 1st day of January in any year.
- 6.17.11 Any irregularity in matters appertaining to the finances of the Division must be reported to the State Council at its next meeting by the person knowing of the irregularity.

## **6.18      *Audit***

- 6.18.01 The State Council shall cause true accounts to be kept of the monies received and expended
- 6.18.02 A Revenue Account for the period and a Financial Statement shall be prepared and submitted to the Division Auditor with the relative books and vouchers for their examination.

## **7.00      *MANAGEMENT-BRANCHES***

### **7.01      *Establishment of Branches***

- 7.01.01 The State Council may from time to time establish a Branch in any part of Queensland.
- 7.01.02 Any ten (10) eligible persons in any district or town in which a Branch has not been formed may apply in writing to the State Council for permission to form a Branch.
- 7.01.03 Upon receipt of any such application by the State Secretary, the State Council shall examine the application and may give permission for the formation of the Branch.
- 7.01.04 The decision of the State Council as to the formation of any Branch, the name of such Branch or any matter or thing relevant thereto shall be final.
- 7.01.05 Any Branch so formed shall, upon formation, be bound by this Constitution and shall be established for the objects and purposes herein set out.
- 7.01.06 Every financial member shall have the rights, privileges and be subject to the obligations relating to membership of Division and Branch to which he belongs.
- 7.01.07 Any queries which may be raised by Branches as to admission of members, interpretation of rules or similar matters shall be referred to State Council.
- 7.01.08 Members residing in any part of the Division where a Branch of the Queensland Division is not established may be enrolled on Division Headquarters List.

7.01.09 The State Council may at any time and from time to time in its discretion excise from any Branch in the Division any portion thereof and add such portion to any other Branch or include it in a new Branch, provided that no such action will be taken without prior consultation with the Branch or Branches concerned

7.01.10 *Branch Ceases to Function*

If a Branch has ceased functioning or in the opinion of State Council has ceased to function, the disposal of cash and assets or property of the Branch shall be determined by the State Council.

**7.02 *Establishment of Branches, Procedures***

7.02.01 On receipt of State Council permission, Clause 7.01.02, a provisional Branch Committee shall be formed to consist of a:

- a. Chairman;
- b. Secretary; and
- c. Committee of not less than three (3).

7.02.02 This Committee shall advertise as widely as possible that a Branch of the Division is being formed in the district or town and shall call together an Inaugural Meeting of the Branch to elect an Executive and a Committee.

7.02.03 *Structure of Branch*

The Branch shall be organised in the following manner:

- a. Executive;
- b. Branch Committee of not less than three (3); and
- c. Members

**7.03 *Powers and Duties of Branch***

7.03.01 Any Branch, in addition to any rights conferred on it by this Constitution and subject to any control which the State Council is thereby authorised to exercise, shall have the following powers, duties and discretions within the limits of its own Branch, may:

- a. appoint agents and servants for permanent, temporary or special services and shall determine their respective duties and remuneration. The Branch may require security in such instances and or such amount as it shall deem necessary and may suspend or dismiss any such agents or servants;
- b. appoint Bankers and Auditors to its Branch;
- c. institute, conduct, defend, compound or abandon any legal proceedings by and against its Branch or the Officers thereof or otherwise concerning the affairs of its Branch, and may also allow time for payment or satisfaction of any debts due or any claims or demands by or against the Branch;
- c. rent or purchase and furnish suitable premises for the use of such Branch and may sell or otherwise dispose of such assets;
- d. take cognisance of anything affecting this Association or the conduct of members and shall forthwith make report thereof to the State Council; and

e. appoint sub-committees.

7.03.02 Where a Branch receives a subscription from its members it shall pay to the Division from each subscription the sum prescribed from time to time by Division as a capitation fee as soon as possible thereafter.

**7.04 Branch Committee**

7.04.01 The Branch Committee shall consist of the Branch Executive and a number of Committee members as determined by the Branch at its Annual General Meeting.

7.04.02 Salaried officers of a Branch or of Division or any organisation connected with the Association shall not hold any office in the Branch.

7.04.03 No person shall be entitled to be elected to a Branch Committee unless he is a financial member of the Branch at the time of his election.

7.04.04 A retiring member of a Branch Committee shall retain office until the dissolution of the meeting in which he retires or at which fails to gain re-election

**7.05 Powers and Duties of Branch Committee**

7.05.01 The Branch Committee shall exercise the powers, authorities and discretions conferred on it and be subject to the conditions imposed upon it by this Constitution.

7.05.02 Any Branch may nominate a representative from another branch to act on its behalf if it is unable to have a representative from within its own branch to attend the State Council meeting, provided that such representative shall have no voting powers.

**7.06 Branch Executive**

The Branch Executive shall consist of the following:

- a. the President;
- b. the Deputy President;
- c. the Secretary; and
- d. the Treasurer.

**7.07 Powers and Duties of the Branch Executive**

7.07.01 The Branch Executive shall have the power to add to their numbers.

7.07.02 It shall be the duty of the Branch Executive to carry into effect the directions of the Branch and to maintain the Constitution.

7.07.03 The Branch Executive shall exercise such further powers delegated to it by the Branch.

7.07.04 The Branch Executive shall supervise and conduct such business affairs of this Division as may be delegated to it by this Constitution or the State Council.

7.07.05 The Branch Executive, however, shall be subject to any direction conforming with the provisions of this Constitution that may be given by the majority of the Members of the Branch but such direction shall not invalidate any prior otherwise valid action of the Branch Executive.

**7.08      *The Election of Officers***

- 7.08.01   Members of the Branch Committee shall be elected by secret ballot. Procedures for nomination and election shall be in accordance with:
- a.   this Constitution as stated in Clause 6.06 and in Clause 6.07 substituting applicable wording where needed; and
  - b.   the By-laws as amended from time to time.
- 7.08.02   The election of office bearers at the Branch Annual General Meeting shall take place after general business is completed and prior to the closure of the Branch Annual General Meeting.

**7.09      *Branch Appointments***

- 7.09.01   a.   An Auditor (called the Branch Auditor) shall be appointed or re-appointed at the Branch Annual General Meeting and he shall be deemed to have given the necessary notice unless he has signified his desire not to be re-appointed;
- b.   No person other than a retiring Auditor shall be eligible for election to the Office of Auditor at the Annual General Meeting of the Branch unless he has at least fourteen (14) days preceding the meeting left at the office of the Branch Secretary a notice in writing signifying his candidature for the Office; and
- c.   In the event of an Auditor being incapable of or disqualified from acting or in the case of a vacancy by resignation or otherwise the Branch Committee shall appoint another Auditor to fill the Office until the next Annual General Meeting of the Branch.

**7.10      *Vacancies on the Branch Committee***

- 7.10.01   The office of a member of a Branch Committee or the office of a member of a Branch shall be declared vacant by such Branch Committee if:
- a.   he sends to the Branch his written resignation from office; or
  - b.   he is absent from three (3) consecutive meetings of the Branch Committee without the consent of such Committee; or
  - c.   he becomes bankrupt or attempts to take the benefit of any of the provisions of the Bankruptcy Act 1966 (as amended); or
  - d.   he is declared of unsound mind; or
  - e.   his office is declared vacant by a Special Resolution of the Branch; or
  - f.   he ceases to be a member of the Division; or
  - g.   he is unfinancial; or
  - h.   he is removed from office pursuant to Clause 6.03.02.
- 7.10.02   Any casual vacancy occurring in the Branch Committee, shall be filled by the Committee and shall hold office until the next Annual General Meeting of the Branch..
- 7.10.03   Any casual vacancy occurring among the executive officers of a Branch shall be filled at a meeting of such Branch, provided that thirty (30) days' notice in writing shall have been given to all members.



## **7.11 Meetings**

- 7.11.01
- a. At any meeting of the Branch Committee, the President thereof or, in his absence, the Deputy President shall preside. If thirty (30) minutes after the appointed starting time, the above are not present, members may choose a Chairman.
  - b. Any question or resolution submitted to any meeting of a Branch or Branch Committee shall be decided by a majority of the votes of the members then present in person.
  - c. At the Annual General Meeting or General Meeting of the Branch, the Chairman shall not have a deliberative vote but, in the event of an equality of votes, shall exercise a casting vote.
  - d. Committee Meetings may be held throughout the year as required.
  - e. The Branch Committee may, whenever it thinks fit or shall upon requisition made in writing by ten per cent (10%) of the financial members of the Branch convene a Special General Meeting of the Branch.
  - f. Strangers and unfinancial members shall not be admitted to any meeting of the Branch without the consent of the Meeting.
  - g. Where a specified number of days' notice is required to be given, the day of service shall not be counted in the number of days.
  - h. A member must be a financial or Life Member present in person at a Branch meeting to be entitled to vote on any question or to be reckoned in a quorum;

### **7.11.02 *The Annual General Meeting***

- a. Each Branch shall hold an Annual General Meeting at such time and place as the Branch shall determine between 1st January and 31st March inclusive.
- b. The Branch Secretary shall not less than fourteen (14) days before an Annual or Special General Meeting of the Branch notify the members of the time and place of the meeting and stating the nature of the business to be transacted thereat.
- c. The President of the Branch or in his absence the Deputy President shall preside. If thirty (30) minutes after the appointed starting time the President or the Deputy President is not present or decline to take the Chair, members present may choose a member as Chairman.
- d. The Business of the Annual General Meeting of the Branch shall be to receive and consider the Auditor's Report and the Audited Statement of Accounts for the preceding year, Reports of the Branch Officers on the past year's transactions, to elect the Branch Committee and the Auditor and to consider such other business as the Branch Committee or any Member upon due Notice of Motion brings before it. The lodgement with the Secretary of the Branch not

less than twenty-eight (28) days before the Annual General Meeting of the Branch of a motion in writing by a Member shall constitute due notice of motion. Provided that any general business may be brought forward at the discretion of the Chairman.

- e. A motion or amendment proposed and seconded shall be put by the Chairman and decided by a majority of the Members present on a show of hands and the declaration of the Chairman shall be final unless a poll be demanded by not less than five (5) financial Members present and entitled to vote at the meeting, provided however that no poll shall be taken as to the appointment of a Chairman or of Scrutineers or the adjournment of a meeting. The demand for a poll shall not prevent the continuance of the meeting for the transaction of any business other than that on which the poll is demanded.
- f. If at the Annual General Meeting of the Branch a quorum shall not be present within thirty minutes of the time appointed for the meeting, those present shall constitute a proper meeting for the reception and adoption of Annual Reports and Accounts. The meeting shall adjourn to a place, date and time as determined by the Branch Committee.

#### 7.11.03 *General Meetings*

- a. Each Branch shall hold a General Meeting at least once in every two (2) months at such time and place as the Branch shall determine and provided that the time of such meeting shall not prevent members of the Branch appointed to the State Council from attending meetings of the State Council.
- b. If at a Special General Meeting of the Branch a quorum is not present within thirty (30) minutes of the appointed time, the meeting shall lapse.
- c. In addition to the Annual General Meeting each Branch shall hold regular Committee Meetings at such time as determined by a General Meeting.
- d. The Branch Secretary shall not less than fourteen (14) days before any General Meeting of the Branch, and whether such meeting shall be an Annual General Meeting or Special General Meeting, notify the members of the time and place of the meeting, and state the nature of the business to be transacted thereat.
- e. Any requisition for a Special General Meeting of the Branch shall specify the object of the meeting required and shall be signed by the members making the same and shall be forwarded to the Secretary of the Branch under cover of registered mail.
- f. On receipt of a request for a Special General Meeting, the Branch Committee shall, within thirty (30) days of the receipt, convene such a meeting provided that fourteen (14) days' notice of the meeting is given to members, such notice to specify the sole object of the meeting. Should the Committee fail to convene a meeting within thirty (30) days of receipt of the requisition, the requisitionists may themselves convene a meeting.
- g. Any resolution rejected at a Special General Meeting called by requisitionists of the Branch shall not be re-submitted for consideration by any meeting for a period of less than twelve (12) months.

- h. The Chairman of a meeting of the Branch Committee shall not have a deliberative vote but in the event of an equality of votes, shall exercise a casting vote.

## **7.12 Quorum Branches**

- 7.12.01 At any General Meeting of the Branch a minimum of fifteen percent (15%) of financial members and Life Members shall constitute a quorum.
- 7.12.02 A quorum at a meeting of the Branch Committee shall be one-third (1/3) of the number for the time being constituting such Committee, or three (3) whichever is the greater.

## **7.13 Duties of Office Bearers**

The duties of Officers of the Branch are set out in the By-Laws.

## **7.14 Branch Funds, Accounts and Books**

- 7.14.01 All monies when received on account of the Branch shall be paid into a Banking Account of the Branch. Such Bank shall be determined by the Branch Committee
- 7.14.02 Each Branch of this Division shall authorise the expenditure of its own revenue.
- 7.14.03 Cheques and other negotiable instruments paid to the Banker of the Branch for collecting, requiring the endorsement of the Branch, shall be endorsed by the Secretary or Treasurer of the Branch or by such other Officers of the Branch as may be appointed by the Branch Committee for that purpose.
- 7.14.04 All funds not immediately needed for ordinary purposes may be deposited by the Branch with their Bankers for a fixed term of interest or may be invested at its discretion in securities authorised by law for the investment of Trust Funds.
- 7.14.05 No member of the Branch Committee shall be answerable for any loss which may arise from any such investment or from any cause except from his wilful neglect or default.
- 7.14.06 The Branch Finance Committee, consisting of the President, Secretary and Treasurer, shall be authorised to pay all accounts as they fall due.
- 7.14.07 Money can be withdrawn from the Account of a Branch by cheque or Electronic Funds Transfer, when authorised by the Branch. Cheques must bear two signatures, being any two of the President, Secretary or Treasurer; or any other person authorised. Electronic Funds Transfers must have approval electronically by any two persons so authorised.
- 7.14.08 Subject to Clause 7.15.01 the Branch Treasurer shall receive and take charge of all monies belonging to the Branch and shall within three (3) working days of receipt of same deposit such monies to the credit of the Account of the Branch.
- 7.14.09 The Treasurer shall keep a correct account of all monies received and expended and he shall under no consideration pay, lend or otherwise appropriate any of the funds of

the Branch to any member or for any cause or purpose whatsoever save when so authorised by the Branch Committee.

7.14.10 The Financial Year of the Branch shall end on the 31st day of December in any year and the Annual Subscription shall be due on the 1st day of January in any year.

7.14.11 Any irregularity in matters appertaining to the finances of the Branch must be reported to the State Council or the Branch Committee at its next meeting by the person knowing of the irregularity.

### **7.15 *Audit***

7.15.01 The Branch shall cause true accounts to be kept of the monies received and expended.

7.15.02 A Revenue Account for the period and a Financial Statement shall be prepared and submitted to the Branch Auditor with the relative books and vouchers for their examination.

## **8.00 COMMON SEAL**

The Common Seal of the Division shall be kept in the custody of the State Secretary. Such Seal shall not be affixed to any instrument without the authority of the State Council or the Division Executive and when so affixed shall be accompanied by the signature of the President and the Secretary.

## **9.00 RECOGNITION OTHER THAN MEMBERSHIP**

### **9.01 *Certificates of Merit***

9.01.01 A member deserving of recognition for outstanding service to the Association may be awarded a Certificate of Merit by a resolution of National Council. For the purpose of this clause, the word member shall be deemed to include a Branch.

9.01.02 A Certificate of Merit may be awarded by the National Council on the recommendation of the Annual Assembly of Delegates, provided that the recommendation shall be the result of a secret ballot of Delegates entitled to vote and provided that three (3) month's notice of motion, supported by a history of the person proposed and his service to the Division, shall have been given to the State Council;

9.01.03 The total number of awards of Certificates of Merit granted per Division in each yearly period shall not exceed two (2) for the first thousand and two (2) for each subsequent thousand or part thereof of the financial membership of the Division as at 31st December the preceding year, provided that National Council or National Executive may at any time award a Certificate of Merit on its own initiative.

### **9.02 *Testimony of Appreciation***

9.02.01 A person (and for the purpose of this Clause the word person shall be deemed to include a member or non-member of this Association, an Association or Corporation) whom the Division desires to honour in recognition of his services to the Division may be awarded a Testimony of Appreciation by National Council.

9.02.02 A Testimony of Appreciation may be awarded by National Council on the recommendation of the Annual Assembly of Delegates provided that the

recommendation shall be the result of a secret ballot of members present at the Annual Assembly of Delegates and provided that three (3) months' notice of motion supported by a citation for the person proposed and his or her service to the Division shall have been given to the State Council.

### **9.03 Nominations for Awards**

Nominations for National Awards will be considered at the Annual Assembly of Delegates for submission to the National Annual General Meeting.

### **9.04 State Certificate of Merit**

A member may be awarded a State Certificate of Merit under conditions laid down in the By-laws.

## **10.00 APPLICATION OF ASSETS**

The income and property of this Division whencesoever derived shall be applied solely towards promotion of the objects and purposes of this Division as set forth in this Constitution and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to members of this Division. Provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officer or servants of this Division or to any member of this Division in return for any service actually rendered to this Division nor for any goods supplied in the ordinary and usual way of business nor prevent the payment to any member of reasonable travelling and sustenance expense incurred by such member when engaged either within or outside the State of Queensland on the affairs or business of this Division nor prevent the payment of such interest at a rate from time to time decided by State Council or such other rate as may be permitted by law on money borrowed by the Division from a member nor prevent the payment of rent premises demised or let by any Member to this Division.

## **11.00 DISPOSAL OF FUNDS AND PROPERTY**

If, upon winding up or dissolution of the Division, there remains after the satisfaction of all debts and liabilities any funds and/or property whatsoever the same shall not be paid to or distributed amongst members of the Division but shall be given or

transferred to the Branches of this Division then existing in proportion to the numbers of members of such Branches at or before the time of dissolution and in default thereof by the Chief Justice of the Supreme Court of Queensland or such other Judge of that Court as may have or acquire jurisdiction in the matter and if and so far effect cannot be given to the aforesaid provision then to some charitable object preferably so far as may be considered practicable and advisable then to charity or charities in Queensland for the assistance and benefit of members or ex-members of the Royal Australian Air Force

## **12.00 ALTERATION OF AND ACCESS TO THIS CONSTITUTION AND BY-LAWS**

12.01 This Constitution may from time to time be amended by one of the following methods:

- a. a resolution of the Annual Assembly of Delegates of which fourteen (14) days notice has been given specifying the nature of the proposed amendment; or
- b. a resolution of State Council subsequent to the following processes having been completed:
  1. an amendment is submitted to the State Council;
  2. after deliberation by State Council, the amendment is moved as a Notice of Motion;
  3. State Council Delegates take the proposed amendment to their Branch meeting, discuss the proposal and decide their position;
  4. the Notice of Motion is moved at the next scheduled State Council Meeting, delegates concerns are addressed and the amendment is voted upon;
  5. if the Notice of Motion is carried, the constitution must be amended by the State Executive without delay and copies of the amendment are to be forwarded to Branch Secretaries and Branch Delegates;
  6. each amendment in the Notice of Motion is to be actioned separately and the rejection or acceptance of each amendment will have no effect on the remaining amendments.

12.02 Each financial member on application to the Secretary of his Branch in which he is registered shall be entitled to purchase one copy of this Constitution at a price to be fixed by State Council.

12.03 Authority for the drafting and amendment of By-laws shall be vested in the State Council.

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