



The life of the beach.

The Surf Life Saving Foundation Inc.

Rules

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1. Definitions and Interpretation

1.1. Definitions

In these Rules, unless the context otherwise requires:

Act means the *Associations Incorporation Act 1981* and regulations, as amended.

Financial Member means a member of the Foundation who does not owe an annual subscription levy or other amount to the Foundation¹, and includes life members.

Foundation means The Surf Life Saving Foundation Inc.

General Meeting means any General Meeting of the Foundation, including the Annual General Meeting.

Management Committee means the committee responsible for the control of the business and operations of the Foundation.

Recognised Association means an association formally affiliated with SLSQ under its constitution.

SLSQ means Surf Life Saving Queensland.

1.2. Interpretation

In these Rules, unless the context otherwise requires:

- (a) The singular includes the plural and conversely;
- (b) A gender includes all genders;
- (c) Where a word or phrase is defined, its other grammatical forms have a corresponding meaning;
- (d) A reference to a person includes a body corporate, an unincorporated body or other entity and conversely;
- (e) A reference to a clause or schedule is to a clause of, or schedule to, these Rules;
- (f) A reference to any member includes the member's successors, and permitted assigns;
- (g) The objects and powers of the Foundation must be construed independently of each other and without limiting the generality of other objects or powers;

¹ Required by Schedule 2 Item (3) Collections Regulations

- (h) The use of examples, or the mentioning of anything after “include”, “includes” or “including”, does not limit what else might be included;
- (i) If any part of these Rules is invalid or unenforceable, that part is to be read down to the extent of the invalidity or unenforceability without affecting the remaining provisions.

2. Name

The name of the incorporated association shall be The Surf Life Saving Foundation Inc (in these rules called “the **Foundation**”).

3. Objects

The objects for which the Foundation is established are:

- (a) to directly support and maintain surf life saving activities aimed at the relief of suffering or distress, through surf life saving activities;
- (b) to support and encourage the humanitarian service, aims and ideals of surf life saving;
- (c) to raise community awareness of, support for and participation in surf life saving;
- (d) to fund, promote and advance the work of surf life saving, the resuscitation of the apparently drowned, and the application of first aid on beaches and elsewhere;
- (e) to fund educational programs and activities which support the aims and objects of surf life saving, and particularly beach and water safety;
- (f) to affiliate with SLSQ and to promote, foster, support and encourage its aims and objectives;
- (g) to conduct fundraising activities for, and to render financial and other assistance (whether by gift, sponsorship, joint venture or other means) to SLSQ, Recognised Associations and such other beach rescue and safety related organisations as SLSQ approves from time to time to be used for the purposes of surf life saving services;
- (h) to fund research and experiments for the improvement of methods of surf life saving and the resuscitation of the apparently drowned and to provide efficient life saving equipment to minimise loss of life in surf bathing and elsewhere;
- (i) to co-operate with any organisations in improving methods of life saving and the securing of public recognition and financial support for life saving institutions;

- (j) to assist SLSQ and Recognised Associations in the conduct and funding of, and acquisition of equipment for, surf life saving and related rescue and safety activities;
- (k) to promote the health and safety of surf life saving members and all other users of the aquatic environment;
- (l) to carry on all other activities as may be necessary or convenient for the purposes of the Foundation.

4. Powers

- 4.1. The Foundation has, in the exercise of its affairs, all the powers of an individual.
- 4.2. The Foundation may, for example:
 - (a) Enter into contracts;
 - (b) Acquire, hold, deal with and dispose of property;
 - (c) Make charges for services and facilities it supplies; and
 - (d) Do other things necessary or convenient to be done in carrying out its affairs.
- 4.3. The Foundation may take over all or a portion of the funds and other assets and liabilities of the Life Saving Foundation, a division of SLSQ.
- 4.4. The Foundation may also issue secured and unsecured notes, debentures and debenture stock for the Foundation.
- 4.5. Without limiting the powers referred to above and subject to these rules, the Foundation may:
 - (a) Enter into agreements for the use of trade or other marks for the better marketing of the Foundation's business and to attract membership of, and community support for, SLSQ, Recognised Associations and surf life saving activities generally;
 - (b) Conduct fundraising activities, including competitions, art unions and lotteries provided all necessary consents have been obtained and such fundraising is in accordance with the objects of the Foundation;
 - (c) Purchase or lease premises in connection with the Foundation's business;
 - (d) Subscribe to, become a participant of and co-operate with any other foundation, club or organisation, whether incorporated or not, whose objects are similar to those of the Foundation;

- (e) Enter into or become a participant of any joint venture with any person for the purposes of fulfilling the objects of the Foundation;
- (f) Obtain from any government or authority any rights, privileges and concessions which the Foundation may think it desirable to obtain;
- (g) Make donations for charitable or community purposes;
- (h) Sponsor or otherwise render financial support to charitable, community or sporting organisations and volunteer and other participants in surf life saving activities;
- (i) After meeting its legitimate expenses and liabilities and making provision to secure the ongoing viability of its operations, apply so much of its surplus funds as thought desirable to the benefit of life saving related activities in accordance with the Foundation's objects;
- (j) Apply funds for the benefit of research and development within or related to the Foundation's objects;
- (k) Do such things as are incidental or conducive to the attainment of the objects and the exercise of powers of the Foundation.

5. Restriction on Acceptance and Distribution

- 5.1. Any gift or donation made to the Foundation must only be accepted by the Foundation if the purpose to which that gift or donation is to be applied:
 - (a) Is a purpose specified in the Foundation's charter or budget for that financial year and which has previously been approved by SLSQ; or
 - (b) Is approved by SLSQ as an approved purpose falling within the objects of the Foundation.

- 5.2. Any actual or proposed distribution of funds by the Foundation must:
 - (a) Be for a purpose or an organisation specified in the Foundation's charter or budget for that financial year, which has previously been approved by SLSQ, and which falls within the Foundation's objects; or
 - (b) Be for a purpose or an organisation approved by SLSQ from time to time and which falls within the objects of the Foundation.

6. Membership

- 6.1. The membership of the Foundation shall consist of ordinary members and life members.²
- 6.2. A person cannot be admitted as a member:
- (a) until attaining the age of 18 years;
 - (b) unless he or she:
 - (i) is, or has been, a member of the State Executive, Board of Directors or State Council of SLSQ; or
 - (ii) is nominated for membership by resolution of the State Executive, Board of Directors or State Council of SLSQ; and
 - (c) until payment of the relevant membership fees.
- 6.3. The number of members is unlimited.³
- 6.4. All members are entitled to the rights and privileges of members of the Foundation under the Rules, however, only Financial Members:
- (a) have the right to speak at any General Meeting; and
 - (b) have the right to vote.
- 6.5. A member of the Foundation may nominate another member of the Foundation to be a life member. Nominations must be in writing and signed by the nominee, and the nominee's proposer and seconder (both who must be members).
- 6.6. At the next meeting of the Management Committee after the receipt of a nomination for life membership, the nomination must be considered and determined by the Management Committee. A nominee will be eligible for life membership if, in the Management Committee's opinion, that person has rendered outstanding service to the Foundation.⁴
- 6.7. Nominations for life membership shall be approved by a simple majority of votes of those present and eligible to vote at the next Annual General Meeting of the Foundation.

² Required by Schedule 2 Item (2) Collections Regulations

³ Required by Schedule 2 Item (1) Collections Regulations

⁴ Required by Schedule 2 Item (10) Collections Regulations

6.8. Except for life members, no person shall be allowed to become an honorary member of the Foundation or shall be relieved of the payment of membership fees.⁵

7. Membership Fees⁶

7.1. The membership fees are:

- (a) The amount determined from time to time by members in General Meeting; and
- (b) Payable at such time and in such manner as the Management Committee from time to time determines.

8. Admission and Rejection of Members⁷

8.1. A person cannot be admitted as a member unless:

- (a) he or she makes application for membership in writing in the form approved by the Management Committee from time to time;
- (b) the application is signed by the applicant and the applicant's proposer and seconder (both of whom must be members); and
- (c) the application is approved at a meeting of the Management Committee.

8.2. The names and addresses of proposed members shall be displayed in a conspicuous place in the Foundation's premises for at least 7 days prior to the Management Committee's decision on their application.

8.3. Subject to clause 8.2, at the next meeting of the Management Committee after the receipt of:

- (a) any membership application; and
- (b) the relevant membership fee,

the application must be considered and determined by the Management Committee.

8.4. Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which a membership application is being considered shall be accepted as a member.

⁵ Required by s29(4)(g) of Collections Act

⁶ Required by Schedule 2 Item (11) Collections Regulations

⁷ Required by s29(4)(e) of Collections Act

- 8.5. Upon the acceptance or rejection of an application for membership, the Secretary must forthwith give the applicant notice in writing of acceptance or rejection.
- 8.6. The Management Committee may reject any application for membership at its discretion, however, shall advise the applicant of the reasons for such rejection.
- 8.7.
- (a) a person whose application for membership has been rejected by the Management Committee shall have a right of appeal to a special General Meeting of the Foundation, provided that such appeal is lodged within 28 days of notification of the rejection and a copy of the appeal is forwarded to the Secretary of the Foundation at that time.
 - (b) Upon receipt of a notification of intention to appeal against a rejection of membership the Secretary must convene, within three (3) months of the date of receipt by the Secretary of such notice, a General Meeting to determine the appeal. The person whose application for membership has been rejected shall be given a full and fair opportunity to present his or her case. The Management Committee shall also be given similar opportunity to present its case. The appeal shall be determined by the vote of the members present at such a meeting. The decision of the meeting shall be final and binding on all parties.⁸

9. Termination of Membership⁹

- 9.1. A member may resign at any time by giving notice in writing to the Secretary. The resignation shall take effect from the later of:
- (a) the time the notice is received by the Secretary; or
 - (b) the date specified in the notice.
- 9.2. If a member:
- (a) is convicted of an indictable offence;
 - (b) fails to comply with any of the provisions of these rules;
 - (c) conducts himself in a manner considered to be injurious or prejudicial to the character or interests of the Foundation; or
 - (d) has membership fees in arrears for a period of 2 months or more,

⁸ Required by s29(4)(i) of Collections Act

⁹ Required by Schedule 2 Item (12) of Collections Regulations

the Management Committee may consider whether the member's membership shall be terminated.

- 9.3. The member concerned shall be given a full and fair opportunity of presenting the member's case and, if the Management Committee resolves to terminate the membership, it shall instruct the Secretary to advise the member in writing accordingly.

10. Appeal against Termination of Membership

- 10.1. A person whose membership has been terminated may within 1 month of receiving written notification of termination, lodge with the Secretary written notice of intention to appeal against the decision of the Management Committee.
- 10.2. Upon receipt of a notification of intention to appeal against termination of membership the Secretary must convene, within 3 months of the date of receipt by the Secretary of such notice, a General Meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present the applicant's case and the Management Committee shall likewise have the opportunity of presenting its case. The appeal shall be determined by the vote of the members present at such meeting.

11. Register of Members¹⁰

- 11.1. The Management Committee must keep a register of:
- (a) the names and residential addresses of all members;
 - (b) the dates of their admission as members;
 - (c) particulars of deaths, resignations, termination and reinstatement of membership; and
 - (d) any further particulars as the Management Committee or the members at any General Meeting may require from time to time.
- 11.2. The Register shall be open for inspection at all reasonable times by any member who previously applies to the Secretary for such inspection.

¹⁰ Required by Schedule 2 Item (13) of Collections Regulations

12. Management Committee

12.1. The Management Committee comprises:

- (a) Chairman;
- (b) Deputy Chairman;
- (c) Treasurer;
- (d) Secretary; and
- (e) 3, 4 or 5 Committee Members (the exact number of which the Management Committee shall determine from time to time),

all of whom must be Financial Members:

- (a) elected in accordance with this clause 12 or
- (b) appointed under clause 13.

12.2. SLSQ is entitled to nominate a representative from time to time to act as a liaison with the Foundation. This representative is not a member of the Management Committee however is entitled to:

- (a) receive notice of, and attend, all Management Committee meetings and other meetings of the Foundation;
- (b) speak, but not vote, at those meetings;
- (c) receive minutes of all meetings of the Foundation, Management Committee and any sub-committees; and
- (d) report to SLSQ, in confidence where necessary or desirable, on the conduct of those meetings.

SLSQ's representatives may, but need not, be a member of the Foundation.

12.3. Subject to clause 12.6, a member of the Management Committee elected after September 27, 2001 in accordance with this clause 12 shall, unless that member earlier ceases to be a member of the Management Committee, hold office from the conclusion of the Annual General Meeting at which that member was elected until the conclusion of the Annual General Meeting held in the member's 3rd year in office. Nothing in this clause prevents a retiring member from being elected for any subsequent 3 year term.

- 12.4. At each Annual General Meeting, one third of the elected members of the Management Committee, or if their number is not a multiple of 3, the number nearest to but not less than one third, must retire from office, but are eligible for re-election.
- 12.5. For the purpose of ascertaining the number and identity of the members of the Management Committee to retire in accordance with clause 12.4, a member appointed in accordance with clause 13 shall not be taken into account.
- 12.6. The identity of the elected members of the Management Committee to retire at the Annual General Meetings in the years 2001, 2002 and 2003 shall, in default of agreement between those elected members, be determined by lot in a manner decided by the Chairperson or, if the Chairperson is not able or willing to make that determination, by the Deputy Chairperson. The identity of the members retiring in accordance with this clause will be determined at the first meeting of the Management Committee held after the Annual General Meeting in 2000 or at any other meeting of the Management Committee as the need arises.
- 12.7. Only members that have been nominated in accordance with clause 12.10 are eligible for election to the Management Committee.
- 12.8.
- (a) Notwithstanding anything in the rules, the Management Committee may appoint the General Manager of the Foundation as Secretary.
 - (b) In the absence of an appointment of the type referred to in clause 12.8(a), the Secretary must be a member.
 - (c) Any secretary appointed:
 - i. Must be qualified to hold office in accordance with the Act and other relevant laws; and
 - ii. In addition to the powers of appointment and removal under these rules, may be appointed and removed in accordance with the Act and other relevant laws.
- 12.9. Any member of the Management Committee may:
- (a) resign from membership of the Management Committee at any time by giving notice in writing to the Secretary, effective from the later of the time notice is received by the Secretary or the date specified in the notice; or

- (b) be removed from office by vote at a General Meeting where that member shall be given the opportunity to fully present his or her case. No appeal lies against removal from office in General Meeting.

12.10. The election of officers and other members of the Management Committee shall take place in the following manner:

- (a) nominations for Management Committee positions must be lodged with the Secretary at least 14 days before the General Meeting at which the election is to take place;
- (b) nominations must:
 - i. be in writing in the form approved by the Management Committee from time to time;
 - ii. contain a curriculum vitae of the nominee and any other information specified by the Management Committee from time to time;
 - iii. be signed by the nominee and the nominee's proposer and seconder (both of whom must be members); and
 - iv. be accompanied by SLSQ's written consent to the nomination.
- (c) A list of the candidates' names in alphabetical order, with the proposers' and seconders' names, and resolutions relating to the nominations shall be included in the notice to members informing them of the Annual General Meeting at which the election is to take place.
- (d) Voting for the election of the vacant positions on the Management Committee shall be taken by way of secret ballot at the Annual General Meeting at which the election takes place. The secret ballot will follow the procedure for secret ballots set out in the By-Laws, or in the absence of any relevant By-Laws, as determined by the Chairperson, acting reasonably and in good faith.
- (e) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacant positions on the Management Committee.
- (f) Should, at the commencement of the meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.
- (g) The result of the election will be as declared by the Chairperson, or, if the Chairperson is not acting as Chairperson at the Annual General Meeting at which the election takes place, by the member acting as Chairperson.

13. Vacancies on Management Committee¹¹

- 13.1. The Management Committee shall have power at any time to appoint any member of the Foundation to fill any casual vacancy on the Management Committee until the next Annual General Meeting.
- 13.2. A member appointed in accordance with clause 13.1 shall, subject to his or her appointment being ratified at the next Annual General Meeting, hold office for the remainder of the period of office of the retiring member whose retirement caused the relevant casual vacancy.
- 13.3. The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a General Meeting of the Foundation, but for no other purpose.

14. Functions of the Management Committee

- 14.1. Except as otherwise provided by these Rules and subject to resolutions of the members of the Foundation carried at any General Meeting, the Management Committee shall have:
- (a) the general control and management of the administration of the affairs, property and funds of the Foundation;¹²
 - (b) authority to interpret the meaning of these Rules and any matter relating to the Foundation on which these Rules are silent; and
 - (c) authority to make by-laws in accordance with clause 30.¹³

¹¹ Required by Schedule 2 Item (14) of Collections Regulations

¹² Required by s29(4)(b) of Collections Act

¹³ Required by Schedule 2 Item (17) of Collections Regulations

- 14.2. The Management Committee may exercise all the powers of the Foundation, which are not by these Rules or the Act required to be exercised by members in General Meeting.

15. Meetings of Management Committee

- 15.1. The Management Committee shall meet at least once every 2 calendar months to exercise its functions.¹⁴
- 15.2. The Management Committee must decide how a meeting is to be called.
- 15.3. Notice of a meeting is to be given in the way decided by the Management Committee.
- 15.4. A special meeting of the Management Committee shall be convened by the Secretary on the requisition in writing signed by not less than one-third of the members of the Management Committee, such requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- 15.5 At every meeting of the Management Committee a quorum is constituted by the greater of:
- (a) a simple majority of a number equal to the number of members elected or appointed to the Management Committee as at the close of the last general meeting of the members; or
 - (b) Three (3) members.
- 15.5. Subject as previously provided in this Rule, the Management Committee may meet together and regulate its proceedings as it thinks fit, provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
- 15.6. A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Foundation in which he or she is interested, or any matter arising from that contract, and if he or she does vote, the vote shall not be counted.
- 15.7. Not fewer than fourteen 14 days notice, in writing, shall be given by the Secretary to members of the Management Committee of any special meeting of the Management

¹⁴ Required by s29(4)(d) of Collections Act

Committee. Such notice shall clearly state the nature of the business to be discussed.

- 15.8. The Chairman shall preside at every meeting of the Management Committee, or if at any meeting he is not present within 10 minutes after the time appointed for holding the meeting, the Deputy Chairman. In the event of the Deputy Chairman not being present the members may choose one of their number to preside over the meeting.
- 15.9. If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting if convened upon the requisition of members of the Management Committee shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the appointed time for the meeting, the meeting shall lapse.

16. Delegation of Powers of Management Committee

- 16.1. The Management Committee may delegate any of its powers to a subcommittee of members. Any subcommittee shall, in the exercise of the powers so delegated, conform to any directions that are imposed on it by the Management Committee.
- 16.2. Subcommittees:
- (a) must meet regularly in the course of their duties and submit reports of their activities to the Management Committee;
 - (b) may elect a chairman of their meetings. If no chairman is elected, or if at any meeting the chairman is not present within 10 minutes after the time appointed for holding the meeting, the members present may choose one of their number to be chairman of the meeting; and
 - (c) May meet and adjourn as they think proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and in the case of an equality of votes, the chairman shall have a second or casting vote.
- 16.3. All acts done by any meeting of the Management Committee or of a subcommittee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as

aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.

17. Resolutions without Meeting

- 17.1. A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

18. General Meetings

- 18.1. The first General Meeting must be held not less than 1 month and not more than 3 months after the day the Foundation is incorporated. The business to be transacted at the first General Meeting must include the appointment of an auditor.
- 18.2. The first Annual General Meeting must be held within 18 months after the day the Foundation is incorporated.
- 18.3. The Management Committee must decide where General Meetings are to be held.
- 18.4. The Annual General Meeting shall be held within 6 months of the close of each financial year.¹⁵ The business to be transacted at every Annual General Meeting must include:
- (a) The receiving of the Management Committee's written report relating to the operations of the Foundation, including the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Foundation for the preceding financial year;
 - (b) the receiving of the Auditor's Report upon the books and accounts for the preceding financial year;¹⁶
 - (c) the election of members of the Management Committee;
 - (d) the appointment of an auditor.

¹⁵ Required by Schedule 2 Item (6) of Collections Regulations

¹⁶ Required by Schedule 2 Item (21) of Collections Regulations

- 18.5. The Secretary shall convene a special General Meeting:
- (a) when directed to do so by the Management Committee;
 - (b) on the requisition in writing signed by not fewer than one-third of the members presently on the Management Committee or on the requisition of not fewer than 10 members. Such requisition shall clearly state the reasons such Special General Meeting is being convened and the nature of the business to be transacted;¹⁷ or
 - (c) on being given notice in writing of an intention to appeal against the decision of the Management Committee to terminate the membership of any person.
- 18.6. The secretary shall convene all general meetings of the Foundation by giving not less than 14 days notice of any such meeting to the members of the Foundation.
- 18.7. The manner by which such notice shall be given shall be determined by the Management Committee.
- 18.8. However, notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of the member's membership by the Management Committee, shall be given in writing.
- 18.9. Notice of a general meeting shall clearly state the nature of the business to be discussed.
- 18.10. At any General Meeting, the number of members required to constitute a quorum shall be the greater of three (3) members or double the number of members presently on the Management Committee plus one. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of this Rule, member includes a person attending as a proxy.¹⁸
- 18.11. If within half an hour from the time appointed for the commencement of a General Meeting a quorum is not present, the meeting if convened upon the requisition of members of the Management Committee or the Foundation, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the appointed time for the meeting, and if there are a

¹⁷ Required by Schedule 2 Item (5) of Collections Regulations

¹⁸ Required by Schedule 2 Item (15) of Collections Regulations

minimum of three members present, the members present shall be a quorum. The Chairman may, with the consent of any meeting which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Otherwise, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

18.12. Unless otherwise provided by these Rules, at every General Meeting:

- (a) The Chairman shall preside, or if there is no Chairman or Deputy Chairman, or if he or she is not present within 15 minutes after the time appointed for the holding of the meeting or is unwilling to act, then the members present shall elect one of their number to be chairman of the meeting;
- (b) The chairman shall maintain order and conduct the meeting in a proper and orderly manner;
- (c) Every question, matter or resolution shall be decided by a majority of votes of members present;
- (d) Subject to these rules, every member present shall be entitled to one vote and in the case of an equality of votes the chairman shall have a second or casting vote;
- (e) Voting shall be by show of hands or a division of members, unless not fewer than 20% of the members present demand a ballot, in which event there shall be a secret ballot. The chairman shall appoint 2 members to conduct the secret ballot in such manner as he shall determine and the result of the ballot as declared by the chairman shall be deemed to be the resolution of the meeting at which the ballot was demanded.

19. Proxies

- 19.1. A member may vote in person or by proxy by Attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote.
- 19.2. The instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointee or of his or her attorney duly authorised in writing. A proxy may but need not be a member. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot.
- 19.3. Where it is desired to afford members an opportunity of voting for or against a resolution, the instrument appointing a proxy shall be substantially in the following form:

I, _____ of _____, a member of the
Foundation, appoint _____ of _____ or
failing him/her _____ of _____ as my
proxy to vote for me on my behalf at the (Annual) General Meeting of the
Foundation to be held on the _____ day of _____ (year).
_____ (signature)

This form is to be used * (in favour of/against) the resolution.

Strike out whichever is not desired. (Unless otherwise instructed, the proxy may vote as he or she thinks fit.

- 19.4. The instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote.

20. Minutes of Meetings¹⁹

- 20.1. The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and General Meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection.
- 20.2. For the purposes of ensuring the accuracy of the recording of minutes, the minutes of every meeting shall be signed by the chairman of that meeting or the chairman of the next succeeding meeting verifying their accuracy.
- 20.3. However, the minutes of any Annual General Meeting shall be signed by the chairman of that meeting or the chairman of the next succeeding General Meeting or Annual General Meeting.

21. Alteration of Rules²⁰

- 21.1. Subject to the Act, these Rules may be amended, rescinded or added to, from time to time by a special resolution carried at any General Meeting.
- 21.2. Notice of the proposed alteration must:
- (a) be given in accordance with clause 22; and
 - (b) state that it is a notice of proposal to alter the Rules and the particulars of the proposed changes.
- 21.3. However, an amendment, rescission or addition is valid only:
- (a) if it is registered (from the time of its registration) under the Act; and
 - (b) if the Foundation is registered at the relevant time under the *Collections Act 1966*, if the amendment has been approved by the Minister in accordance with that act.

¹⁹ Required by s29(4)(d) of Collections Act

²⁰ Required by Schedule 2 Item (18) of Collections Regulations

22. Notice of Motion

- 22.1. Notices of any motion intended to be moved at a General or special meeting of the Foundation, must be in writing signed by the mover and seconder (who must be members of the meeting to which the Notice of Motion will be referred) to the Secretary at least 28 clear days prior to the date of such meeting and shall be included in the business paper on the notice calling such meeting.
- 22.2. The meeting may, by ordinary resolution, grant the mover and seconder leave to alter their motion, in a minor way without altering the intention of the motion. No major amendment to the motion will be accepted.
- 22.3. A motion of which due notice has been given, if unsuccessful, cannot be resubmitted, nor may any other motion having a similar effect be moved at the next meeting of the Foundation or within 6 months from the date of its rejection, unless approved by the Management Committee.

23. Motions to Rescind

- 23.1. A motion to rescind any motion carried at a meeting of the Foundation or the Management Committee may be considered only at a subsequent meeting of those bodies.
- 23.2. Notice of Motion to rescind a resolution carried at a previous meeting shall be accepted only on the written proposal of not fewer than 2 members.

24. Common Seal

- 24.1. The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by any 2 members of the Management Committee.

25. Funds and Accounts

- 25.1. The financial affairs of the Foundation must be administered and conducted in accordance with the Act.

- 25.2. The funds of the Foundation shall be banked in the name of the Foundation in such bank as the Management Committee may from time to time direct.
- 25.3. Proper books and accounts must be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Foundation and the particulars usually shown in books of a like nature.²¹
- 25.4. All monies shall be banked as soon as practicable after receipt.
- 25.5. All amounts of \$100 or over (or such other amount approved in General Meeting from time to time) shall be paid by cheque signed by any two of the Chairman, Deputy Chairman, Secretary, Treasurer or other member authorised from time to time by the Management Committee.
- 25.6. Cheques shall be crossed "Not Negotiable" except those in payment of wages, allowances or petty cash recoupment which may be open.
- 25.7. The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.
- 25.8. All the expenditure shall be approved or ratified at a Management Committee meeting.
- 25.9. As soon as practicable after the end of each financial year, the Treasurer shall cause to be prepared a statement containing particulars of:
- (a) the income and expenditure for the financial year just ended; and
 - (b) the assets and liabilities of all mortgages, charges and securities affecting the property of the Foundation at the close of that year.

If the Foundation is incorporated within 3 months of the end of its financial year, this clause 25.9 does not apply for the financial year in which the Foundation is incorporated.

²¹ Required by s29(4)(f) of Collections Act

25.10. All statements prepared under clause 25.3 and 25.9 shall be examined by the Auditor who shall present his report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.

25.11. The Foundation's financial year shall be from 1 July to 30 June.²²

26. Documents

26.1. The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Foundation.

27. Internal Disputes

The Management Committee shall ensure that a mechanism is established for resolving internal disputes within its membership. This may include:

- (a) The appointment of an independent person to arbitrate in the dispute;
- (b) a process to bring the parties together to resolve the dispute at an early stage;
- (c) a process to ensure that all parties receive a full and fair opportunity of presenting their case;
- (d) where the dispute cannot be resolved internally by arbitration or mediation, to refer the matter to a Community Justice Centre which functions as "a centre for dispute settlement".

28. Complaints

The Management Committee shall ensure that a mechanism is established that will properly and effectively deal with complaints made by members of the public and grievances from employees.

29. Income and Property

29.1. The income and property of the Foundation must be used solely in promoting the Foundation's objects and in exercising the Foundation's powers. None of the

²² Required by Schedule 2 Item (8) of Collections Regulations

Foundation's income or property 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 Foundation.²³

29.2. Nothing in clause 27.1 prevents the payment in good faith of:

- (a) interest to any member in respect of money owing by the Foundation to the member or the repayment of loans to the Foundation by the member;
- (b) remuneration to any officers, servants or to members of the Foundation, or to other person, for services rendered to the Foundation;
- (c) out of pocket expenses, reasonable and proper charges for goods hired by the Foundation or reasonable and proper rent for premises demised or let to the Foundation; or
- (d) money, the provision of services or the conduct of the Foundation's business in circumstances where, under the Act, the Foundation would not be deemed to be formed or carried on for the purpose of financial gain to members merely because of those circumstances (for example, the occurrence of any circumstances outlined in Section 4 of the Act).

30. Dissolution²⁴

30.1. The Foundation may be dissolved only with the approval of 75% of members present at a special General Meeting called for that purpose, notice of which must be:

- (a) posted to members at least 28 days prior to the meeting; and
- (b) advertised in the major regional newspaper, at least once in each of the two consecutive weeks immediately preceding the meeting.

²³ Required by s29(4)(a) of Collections Act

²⁴ Required by Schedule 2 Item (20) of Collections Regulations

31. Distribution of Surplus Assets

- 31.1. This clause applies if the Foundation is wound up under the Act and there are surplus assets.
- 31.2. The surplus assets must not be distributed among the members but must be given to SLSQ, provided that (at the time of distribution):
- (a) SLSQ has objects similar to the Foundation's objects, including the support and encouragement of the humanitarian service aims and ideals of Surf Life Saving;
 - (b) the rules of SLSQ prohibit the distribution of its income and assets to its members; and
 - (c) if the Foundation is approved by the Commissioner of Taxation as a public benevolent institution for the purposes of any Commonwealth taxation legislation, SLSQ holds or is entitled to a similar approval.
- 31.3. If the surplus assets cannot be distributed to SLSQ, they must be given to another entity:
- (a) that has objects similar to the Foundation's objects;
 - (b) the rules of which prohibit the distribution of the entity's income and assets to its members; and
 - (c) that is approved by the Commissioner of Taxation as a public benevolent institution for the purposes of any Commonwealth taxation legislation, if the Foundation, at the time of distribution, holds a similar approval.
- 31.4. In this clause, "surplus assets" means the assets of the Foundation after payment of:
- (a) the debts and liabilities remaining on its winding up; and
 - (b) the costs, charges and expenses of the winding up.

32. By-laws

- 32.1. The Management Committee may make, alter or repeal By-laws for the internal management of the Foundation, provided that they are consistent with these rules.
- 32.2. By-laws made by the Management Committee shall be ratified by a majority of those present and eligible to vote at the next General Meeting of the Foundation. Likewise,

any amendment, addition to or repeal of a By-law must similarly be ratified at a General Meeting.

- 32.3. When any By-law is made, amended or repealed and subsequently ratified at a General Meeting, the Secretary must give written notice to the members within 14 days.²⁵

33. Miscellaneous

Where any local or affiliated branch or section of the Foundation, as the case may be, is unable to make any lawful appeal for support for that local or affiliated branch or section or for its objects, as distinct from an appeal for support for the central body or the objects of the central body, no moneys or property whatsoever shall be paid or transferred to the local or affiliated branch or section of the charity or association, as the case may be, or be used for the purposes of the local or affiliated branch or section first mentioned.²⁶

²⁵ Required by Schedule 2 Item (17) of Collections Regulations

²⁶ Required by s29(4)(h) of Collections Act