

**RULES OF
THE UNIVERSITY OF QUEENSLAND
UNDERWATER CLUB INC**

June 2021

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NAME

1. The name of the incorporated association is University of Queensland Underwater Club Inc. (the 'Association').

OBJECTS

2. The objects for which the Association is established are:-
 - (1) to advance SCUBA diving and skin diving within the University of Queensland;
 - (2) to promote amateur SCUBA diving and skin diving safety by strict adherence to the safety rules of the sport;
 - (3) to protect and propagate marine life;
 - (4) to arrange expeditions and organise social events and competitions for members of the Association;
 - (5) to affiliate with national and state bodies and to work in conjunction with clubs of similar aims for the further safety and advancement of the Association and its members;
 - (6) to promote good relations between members of the Association and the public;
 - (7) to provide education and training in SCUBA diving and associated activities to members of the Association; and
 - (8) to comply with the constitution and regulations of UQ Sport.

POWERS

3. The powers of the Association are:-
 - (1) To subscribe to, become a member of and co-operate with any other association, club or organisation whose objects are at least partly similar to those of the Association. The Association must not subscribe to or support with its funds any club, association or organisation that does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of rule 26(10);
 - (2) To buy, sell and deal in all kinds of property for the benefit of the Association, provided these dealings further the objects and interests of the Association;
 - (3) To purchase, lease or otherwise acquire any land, buildings or interests in any easements, provided these dealings further the objects and interests

of the Association. However, in case the Association takes or holds any property which is subject to any trusts, the Association must only deal with this property in ways that are allowed by law;

(4) To enter into and carry out any arrangements with any government or authority that are incidental to or conducive of the attainment of the objects and the exercise of the powers of the Association.

(5) To obtain from any government or authority any licences, rights, privileges and concessions which the Association thinks desirable to obtain to further the objects and interests of the Association;

(6) To appoint, employ, remove or suspend any persons as may be necessary or convenient to further the purposes of the Association;

(7) To pay any person or body corporate for services performed, or to be performed to further the Association's objects;

(8) To build, improve and maintain any houses, buildings, grounds or other structures that advance the Association's interests;

(9) To invest and deal with the money of the Association in such manner as may from time to time be thought fit;

(10) To buy or otherwise acquire and hold shares, debentures or other securities in any company or body corporate;

(11) To lend and advance money or give credit to any person or body corporate to further the objects of the Association;

(12) To borrow or raise money, either alone or jointly with any other person or legal entity, in such manner as may be thought proper to further the objects of the Association;

(13) To draw, make, accept, endorse, discount, execute and issue cheques and any other negotiable or transferable instruments;

(14) To sell, improve, manage, develop, exchange, lease, dispose of or otherwise deal with all or any part of the property and rights of the Association to further the objects of the Association;

(15) To take mortgages, liens or charges to secure payment of the purchase price (or any unpaid balance of the purchase price) of any property sold by the Association, or any money due to the Association;

(16) To accept any gift of property, whether subject to any special trust or not, for any one or more of the objects of the Association, but subject always to the proviso in sub-rule 3(3);

(17) To do anything necessary or appropriate (provided it is lawful) for the purpose of obtaining contributions to the funds of the Association, whether by donations, levies, fees, subscriptions or otherwise;

(18) To print and publish any documents that the Association may think desirable to promote its objects;

(19) To amalgamate with any one or more incorporated associations that have similar objects to those of the Association and which prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed on the Association by rule 26(10);

(20) To purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate under rule 3(19);

(21) To transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate under rule 3(19);

(22) To make donations that further the objects of the Association;

(23) To promote and engage in the training of members of the Association, whether for profit or otherwise, in all matters relating or incidental to SCUBA diving and skin diving, and associated activities;

(24) To do all such other things as are incidental or conducive to the attainment of the objects, and the exercise of the powers of the Association.

CLASSES OF MEMBERS

4. (1) There are three classes of members of the Association:

- (a) ordinary members;
- (b) honorary members; and
- (c) life members;

(2) The number of ordinary members is unlimited.

(3) Candidates who are leading members of the community or diving community may be nominated as honorary members by any ordinary member of the Association. Honorary members may then be elected if a majority of members present at a management committee meeting so decide. Honorary membership may be granted for a period not exceeding twelve months. Honorary members are not required to pay Association fees, but are bound by the constitution of UQ Sport. The number of honorary members of the Association must not be more than ten percent

of the Association's total membership at the time of the honorary member's appointment.

(4) Candidates can be nominated as life members by any ordinary member of the Association for outstanding service to the Association. To become a life member the candidate must then be elected by a two-thirds majority of the members of the Association present at a general meeting in their absolute discretion. Life members are not required to pay Association fees, but are bound by the constitution of UQ Sport. There shall be no limit on the number of life members.

ORDINARY MEMBERSHIP

5. (1) The ordinary membership fee is the sum determined by the members from time to time at any general meeting.

(2) The ordinary membership fee is payable at such time and in such manner and the membership is for such duration, as the Management Committee determines from time to time.

ADMISSION AND REJECTION OF MEMBERS

6. (1) All applications or nominations for membership must be in writing and in the form approved by the Management Committee from time to time.

(2) At the next meeting of the Management Committee after the receipt by the Secretary of any application for membership and any membership fee payable under clause 5, the application must be considered by the Management Committee, who can decide whether to admit or reject the application for membership.

(3) Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which the application is being considered shall be accepted as an ordinary member of the Association;

(4) If the application for membership is rejected the Secretary must give the applicant notice in writing of such rejection.

TERMINATION OF MEMBERSHIP

7. (1) A member may resign from the Association at any time by giving notice in writing to the Secretary. The resignation will take effect at the time the notice is received by the Secretary unless a later date is specified in the notice, in which case it will take effect on that later date.

(2) If a member:-

- (i) is convicted of an indictable offence; or
- (ii) fails to comply with any of the provisions of these rules or by-laws made by the Management Committee pursuant to these rules, or the Association's Code of Conduct; or
- (iii) has membership fees in arrears for a period of two months or more; or
- (iv) conducts himself/herself in a manner considered to be injurious or prejudicial to the character or interests of the Association,

the Management Committee can vote on whether his/her membership should be terminated.

(3) Other than in the case of sub-rule 7(2)(iii), the member concerned must be given a full and fair opportunity to present his/her case in front of the Management Committee, and if the Management Committee resolves to terminate his/her membership, it must instruct the Secretary to advise the member in writing of its decision.

(4) In the case of sub-rule 7(2)(iii), the Management Committee may in its absolute discretion terminate the membership of any member whose fees are so in arrears, and no written notice is necessary.

APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

8. (1) A person whose application for membership has been rejected, or whose membership has been terminated other than pursuant to sub-rule 7(4), may lodge with the Secretary written notice of his/her intention to appeal against the decision of the Management Committee within one month of receiving written notification of the termination of membership.
- (2) On receiving a notification of intention to appeal against rejection or termination of membership, the Secretary must convene, within three months from the date of receipt by him/her of such notice, a general meeting to determine the appeal. At the meeting the applicant must be given the opportunity to fully present his/her case and the Management Committee, or those members of it who rejected the application for membership or terminated the membership, must likewise have the opportunity of presenting its or their case. The appeal must be determined by the vote of the members present at the meeting.
- (3) Where a person whose application is rejected does not appeal against the decision of the Management Committee within the time prescribed by these rules or who appeals unsuccessfully, the Association must refund the membership fee.

REGISTER OF MEMBERS

9. (1) The Management Committee must keep a register that contains the names and contact details for all members of the Association and the dates of their admission to membership.
- (2) The register can contain further information the Management Committee or the members at any general meeting may require from time to time.
- (3) Release of information included in the register to members of the Association (or external organisations) is at the discretion of the Management Committee. However, a member has the right to check the accuracy of his/her details.

MEMBERSHIP OF MANAGEMENT COMMITTEE

10. (1) Management of the Association is to be carried out by the Management Committee. The Management Committee can appoint any number of Assistants to assist it in carrying out the management of the Association.
- (2) The Management Committee of the Association consists of a President, Vice-President, Secretary, Treasurer, Diving Officer, Boating Officer, Loans Officer, Maintenance Officer, Training Officer, Memberships Officer and Social Officer. Any member of the Association can hold more than one position on the Management Committee.
- (3) Assistants are not members of the Management Committee but are expected to attend management committee meetings.
- (4) The roles of the members of the Management Committee and of the Assistants must be defined in the Club bylaws.
- (5) At the annual general meeting of the Association, all the members of the Management Committee for the time being must retire from office, but are eligible on being nominated for re-election.
- (6) The election of members of the Management Committee must take place in the following manner:
- (a) Any two members of the Association can nominate any other member to serve as a member of the Management Committee;
 - (b) The nomination, which must be in writing and signed by the member and his/her proposer and seconder, must be lodged with the Secretary at or before the annual general meeting at which the election is to take place;
 - (c) If, at the commencement of such meeting, there is an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

(7) All members of the Club elected to positions on the Management Committee are elected for a term of one year. If the subsequent annual general meeting is held before the expiry of one year, the members of the Management Committee shall retire from office at the general meeting pursuant to Rule 10(5).

11. (1) Any member of the Management Committee and any Assistant may resign at any time by giving notice in writing to the Secretary. The resignation will take effect at the time such notice is received by the Secretary unless a later date is specified.

(2) Any member of the Management Committee and any Assistant can be removed from office at a general meeting of the Association:

- (a) the requisition for removal must be in writing signed by not less than one-third of the members presently on the Management Committee or not less than the number of ordinary members needed to form a quorum; and
- (b) at the general meeting the member must be given the opportunity to fully present his/her case. The question of removal must be determined by the vote of the members present at the general meeting.

VACANCIES ON MANAGEMENT COMMITTEE

12. (1) The Management Committee has the power at any time to appoint any member of the Association to fill any casual vacancy on the Management Committee until the next annual general meeting.

(2) The member(s) of the Management Committee may act notwithstanding any casual vacancy in the Management Committee. If and for so long as their number is reduced to below the number fixed by these Rules as the necessary quorum of the Management Committee, the member(s) can only 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 Association.

FUNCTIONS OF THE MANAGEMENT COMMITTEE

13. (1) Except as otherwise provided by these Rules, and subject to resolutions of the members of the Association carried at any general meeting, the Management Committee:

- (a) has the general control and management of the administration of the affairs, property and funds of the Association; and
- (b) has authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent.

(2) The Management Committee may exercise all the powers of the Association defined under Rule (3) and has the power to make and change by-laws created by it pursuant to these Rules.

(3) Whenever a meeting of the Management Committee cannot be conveniently convened in accordance with these Rules, which will be determined in the sole discretion of the President, or in his/her absence, the Vice-President, the functions of the Management Committee can be performed by the President, or in his/her absence, the Vice-President. However the Management Committee can at any time set aside or reverse the performance of the function by the President or Vice-President where lawful to do so.

MEETINGS OF MANAGEMENT COMMITTEE

14. (1) The Management Committee should meet at least once every calendar month to exercise its functions.

(2) A special meeting of the Management Committee has to be convened by the Secretary on the request in writing signed by not less than one-third of the members of the Management Committee, or by the President, or in his/her absence, the Vice-President. The request must clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted. Not less than four days notice must be given by the Secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice must clearly state the nature of the business to be discussed at the special meeting.

(3) The Management Committee quorum is a simple majority of members elected and/or appointed to the Management Committee as at the close of the last general meeting.

(4) 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 as a special meeting of Management Committee (Rule 14(2)), will lapse. In any other case it will 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 determines. If, at the adjourned meeting, a quorum is not present within half an hour from the time appointed for the meeting, the meeting will lapse.

(5) The President presides as Chair at every meeting of the Management Committee. If there is no President, or if at any meeting he/she is not present within ten minutes after the time appointed for holding the meeting, the Vice-President is Chair. If the Vice-President is not present at the meeting then the members of the Management Committee present must choose a Chair from the members present.

- (6) The Management Committee can meet and regulate its proceedings as it thinks fit. However, questions arising at any meeting of the Management Committee must be decided by a majority of votes and, in the case of equality of votes, the Chair has a casting vote.
- (7) A member of the Management Committee must not vote in respect of any contract or proposed contract with or associated with the Association in which he/she has an interest, or any matter arising out of it. If he/she does so vote, his/her vote must not be counted.
15. (1) The Management Committee can delegate any of its powers to the President, Vice-President or a sub-committee consisting of members of the Association as the Management Committee thinks fit. Any sub-committee formed must, in the exercise of the powers so delegated, conform to any regulations that are imposed on it by the Management Committee.
- (2) A sub-committee must elect a Chair for its meetings. If no such Chair is elected, or if at any meeting the Chair is not present within ten minutes after the time appointed for holding the meeting, the members present must choose a Chair from the members present.
- (3) A sub-committee can meet and adjourn as it thinks proper. Questions arising at any meeting must be determined by a majority of votes of the members present and, in the case of an equality of votes, the Chair will have the casting vote.
16. All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee will, notwithstanding that it is later discovered that:
- (i) there was a defect in the appointment of the member of the Management Committee or person as stated above; or
 - (ii) 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 member of the Management Committee.
17. 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 will be valid and effective 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.

ANNUAL GENERAL OR GENERAL MEETINGS

18. (1) The annual general meeting must be held within six months after the close of the financial year (see Rule 28).
- (2) The business to be transacted at every annual general meeting must include:

(a) the receiving of the Management Committee's written report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the association for the preceding financial year;

(b) the receiving of the auditors report on the books and accounts for the preceding financial year.

(c) the election of members of the Management Committee;

(d) the appointment of an auditor.

19. The Secretary must convene a special general meeting:

(a) when directed to do so by the Management Committee;

(b) on the request in writing signed by not less than one-third of the members presently on the Management Committee or a quorum of ordinary members (see Rule 22(1)). The request must clearly state the reasons why the special general meeting is being convened and the nature of the business to be transacted; or

(c) on being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any member.

20. (1) At any general meeting the number of members required to constitute a quorum is double the number of members presently on the Management Committee plus one.

(2) No business can be transacted at a general meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purpose of this Rule "member" includes a person attending as a proxy.

(3) If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the request of members of the Management Committee or the Association, will lapse. In any other case it will 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. If at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present will be a quorum.

(4) The Chair may, with the consent of any meeting at which a quorum is present (and must if so directed by the meeting), adjourn the meeting from

time to time and place to place, but no business can be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting must be given similar to an original meeting.

21. (1) The secretary shall convene all general meetings of the Association by giving not less than four days notice of any such meeting to the members of the Association.

(2) The manner by which such notice shall be given shall be determined by the Management Committee. If the purpose of the meeting is the appeal of a member against the rejection or termination of his/her membership by the Management Committee, the notice has to be given in writing. The notice of any general meeting clearly has to state the nature of the business to be discussed at the meeting.

22. Unless otherwise provided by these Rules, at every general meeting:

(1) the President presides as Chair. If there is no President, or if at any meeting he/she is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act, the Vice-President is Chair. If the Vice-President is not present at the meeting or is unwilling to act, then the members must choose a Chair from the members present.

(2) the Chair must maintain order and conduct the meeting in a proper and orderly manner;

(3) every question, matter or resolution must be decided by a majority of votes of the members present.;

(4) every member present is entitled to one vote and in the case of an equality of votes the Chair has a second or casting vote. However, honorary members and members who are minors do not have the right to vote. No member is entitled to vote at any general meeting if his/her annual subscription is in arrears at the date of the meeting;

(5) voting is by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which event there must be a secret ballot. The Chair must appoint two members to conduct the secret ballot in such a manner as he/she determines, provided the ballot is conducted consistently with these Rules. The result of the ballot as declared by the Chair is deemed to be the resolution of the meeting at which the ballot was demanded;

(6) a member may vote in person or by proxy or by attorney;

(7) the instrument appointing a proxy must be a notice in writing made by the appointer or the appointer's attorney. A proxy may but need not be a

member of the Association. The instrument appointing a proxy confer authority to demand or join in demanding a secret ballot;

(8) a proxy will be in the following form or a form similar to it: -

Association Proxy

I, (name) of (usual residential address), being a member of the University of Queensland Underwater Club Inc., appoint (full name of proxy), or failing him, (full name of proxy), as my proxy to vote for me on my behalf at the (annual) general meeting of the Association, to be held on the (date), and at any adjournment of it.

This form is to be used in favour of/against the following resolutions:
(specify)

Appointer's signature (if sent by letter or fax) or appointer's full name (if sent by email)
date of execution

(9) the instrument appointing a proxy must be received by the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and

(10) the Secretary, or, if the Secretary is not present, another member present must keep full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee and general meeting in a book to be open for inspection at all reasonable times by any member who has previously applied in writing to the Secretary for that inspection. The minutes of every Management Committee or general meeting must be signed by the Chair of that meeting or the Chair of the next succeeding Management Committee or general meeting to verify their accuracy.

BYLAWS

23. The Management Committee may from time to time make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the Association. Any by-law can be set aside by a general meeting of members by a majority of votes.

ALTERATION OF RULES

24. Subject to the provisions of the Associations Incorporation Act 1981 (Qld), these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting. However, no amendment, rescission or addition will be valid until lodged and registered with the Queensland Government department administering the regulation of associations at the time the amendment, rescission or addition is passed by the general meeting.

COMMON SEAL

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

FUNDS AND ACCOUNTS

26. (1) The funds of the Association must be banked in the name of the Association in a bank or other financial institution or institutions as decided by the Management Committee.

(2) 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 Association and the particulars usually shown in books of a similar nature.

(3) All moneys must be banked as soon as practical after receipt.

(4) All amounts of fifty dollars or over must be paid by cheque signed by any two of the President, Vice-President, Secretary, Treasurer or other member authorised from time to time by the Management Committee.

(5) Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupments.

(6) The Management Committee must determine the amount of petty cash to be kept.

(7) All expenditure must be approved or ratified at a Management Committee meeting,

(8) As soon as practicable after the end of each financial year the treasurer must prepared a statement containing particulars of:

(a) the income and expenditure for the financial year just ended; and

(b) the assets and liabilities; and ~~of~~

(c) all mortgages, charges and securities affecting the property of the Association at the close of that year.

(9) These statements must be examined by the auditor, who must present a report to the Secretary as soon as practical.

(10) The income and property of the Association can be used and applied solely in promotion of its objects and in the exercise of its powers. No income or property must be distributed, paid or transferred to or amongst the members of the Association. However, this Rule does not prevent the payment in good faith:-

of interest to any member in respect of moneys advanced by him/her to the Association or otherwise owing by the Association to him/her; or
of remuneration to any officers or servants of the Association; or
to any member of the Association or other person in return for any services actually rendered to the Association.

Nothing in this Rule will be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable or proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.

DOCUMENTS

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

FINANCIAL YEAR

28. The financial year of the Association closes on 31st December in each year.

INDEMNITY

29. The Association will indemnify members of the Association in respect of any liability that they may incur or have as a result of carrying out their elected duties in accordance with these Rules or under the direction of the Management Committee.

DISTRIBUTION OF SURPLUS ASSETS

30. If the Association is wound up in accordance with the provisions of the Associations Incorporation Act 1981 (Qld), and there remains, after satisfaction of all its debts and liabilities, any property, the property will not be paid to or distributed among the members of the Association.

- (a). The Club must give a notice to UQ Sport if:
 - (i) any steps to wind up the Club are taken by any person, Court or other
 - (ii) authority having jurisdiction over the Club;
 - (iii) the Club will otherwise cease to exist for any reason; or
 - (iv) the Club ceases to operate or to conduct itself in a manner that is conducive to the attainment of, or the furtherance of, the Objects of the Club.
- (b). Within 10 Business Days after receipt of the Club's notice, UQ Sport may give a notice to the Club electing to assume the role of the Club in the carrying out of the Club's objects and the provision of activities for the benefit of the Club's members.
- (c). If UQ Sport gives a notice in accordance with clause 1(b) above:

- (i) the Surplus Assets of the Club must not be distributed among the members of the Club;
 - (ii) the Club must transfer ownership of the Club Equipment and the other assets of the Club (to the extent that they are Surplus Assets) to UQ Sport for a consideration of \$1, if demanded;
 - (iii) the Club must procure the passing of any resolution that may be required under this Constitution or the Act in order for the transfer of the Club Equipment and other assets of the Club to UQ Sport; and
 - (iv) the Club must give UQ Sport whatever information is reasonably required by UQ Sport in order for UQ Sport to continue with the objects and the activities of the Club for the benefit of the members of the Club, including any register of members, evidence of ownership of assets of the Club and financial information.
- (d). Nothing in this clause makes UQ Sport responsible for any liabilities of the Club unless UQ Sport expressly accepts a liability in writing.
- (e). The Club may only vary or delete this clause of the Constitution with the prior written consent of UQ Sport. Despite any other provision of this Constitution, any purported variation to this clause or deletion of this clause will only be effective once UQ Sport has given its prior written consent to the variation or deletion.
- (f). In this clause:
 - (i) "Act" means the Associations Incorporation Act 1981 (Qld);
 - (ii) "Business Days" means any day that is not a Saturday, Sunday or public holiday in Brisbane, Queensland and excludes the period between 25 December and 1 January (inclusive);
 - (iii) "Club Equipment" means all equipment of Club used in connection with the furtherance of its Objects;
 - (iv) "Surplus Assets" has the meaning given to that term in section 92(3) of the Act; and
 - (v) "UQ Sport" means UQ Sport Limited ACN 135 537 183.

DEFINITIONS

31. For the purpose of these rules, the words defined below have the same meaning throughout these rules:
- (a) Association means The University of Queensland Underwater Club Inc;
 - (b) Property means all property held by the Association from time to time;
 - (c) Members means all the members of the Association from time to time;
 - (d) Associated activities include boathandling, boat towing and diving and other first aid training;
 - (e) Code of Conduct means any code of conduct adopted by the Management Committee from time to time;
 - (f) Vote means, unless stated otherwise in these rules, a simple majority of the members voting;

(g) Quorum, for the purpose of a general meeting, means twice the number of members currently on the Management Committee plus one;

(h) Secret ballot means a ballot in which the anonymity of each member's vote is preserved;

(i) Notice in writing means, unless stated otherwise in these rules:
 (i) for a letter or facsimile, a document signed by the author; and
 (ii) for an email, an email sent from an email account held by that member.

I certify that this is a true copy of the rules adopted by the members on 22 April 2021.

D. Gonchond
 Secretary