

Constitution of the Australian Biggun Group

Under the Associations Incorporation Act 2009

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Part 1 Preliminary

1. Definitions

- 1.1. In this constitution:
 - 1.1.1. **Director-General** means the Director-General of the Department of Services, Technology and Administration.
 - 1.1.2. **Secretary** means:
 - 1.1.2.1. the person holding office under this constitution as secretary of the Association, or
 - 1.1.2.2. if no such person holds that office - the public officer of the Association.
 - 1.1.3. **Special general meeting** means a general meeting of the Association other than an annual general meeting.
 - 1.1.4. **the Act** means the *Associations Incorporation Act 2009*.
 - 1.1.5. **the Regulation** means the *Associations Incorporation Regulation 2010*.
- 1.2. In this constitution:
 - 1.2.1. a reference to a function includes a reference to a power, authority and duty, and
 - 1.2.2. a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.
- 1.3. The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

Part 2 Purpose

2. Purpose of this organisation

- 2.1. To promote and safely engage in the sport of "Biggun Model Warship Combat" in Australia via:
 - 2.1.1. building radio controlled scale models of warships and merchant ships.
 - 2.1.2. gathering from time to time and safely engage in simulations of naval warfare.
 - 2.1.3. enjoying the simulations of naval warfare in a social and fun atmosphere.

Part 3 Membership

3. *Membership generally*

- 3.1. Only natural people may be members of the Association
- 3.2. A person is eligible to be a member of the Association if:
 - 3.2.1. the person has been nominated and approved for membership of the Association in accordance with Section 5 "**Nomination for membership**"
- 3.3. A person is taken to be a member of the Association if:
 - 3.3.1. the person was one of the individuals on whose behalf an application for registration of the Association under section 6 (1) (a) of the Act was made, or
 - 3.3.2. the person was a member of the Australian Battle Group Incorporated (ACT Registration No: A03006) at the time that organisation was wound up

4. *Membership Types*

- 4.1. Full member - must be aged 18 or over. Full members are entitled to one (1) vote at a general meeting or other ballot
 - 4.1.1. Life member - a special category of Full member who in recognition of their significant contribution to the hobby, on the recommendation of the Committee and via a vote at a General Meeting, has been exempted from annual membership fees.
- 4.2. Family member – available only to the *partners* and *descendants under 18* of Full members.
 - 4.2.1. Family members are not entitled to vote at general meetings or in other ballots
 - 4.2.2. Family members are not entitled to serve on the any committee of the Association

5. *Nomination for membership*

- 5.1. A nomination of a person for membership of the Association:
 - 5.1.1. must be made and seconded by full financial members of the Association in writing in the form set out in **Appendix 1** to this constitution, and
 - 5.1.2. must be lodged with the secretary of the Association.
- 5.2. As soon as practicable after receiving a nomination for membership, the secretary must refer the nomination to the Committee which is to determine whether to approve or to reject the nomination.

- 5.3. As soon as practicable after the Committee makes that determination, the secretary must:
- 5.3.1. notify the nominee, in writing, that the Committee approved or rejected the nomination (whichever is applicable), and
 - 5.3.2. if the Committee approved the nomination, request the nominee to pay (within the period of 28 days after receipt by the nominee of the notification) the sum payable under this constitution by a member as entrance fee and annual subscription.
 - 5.3.3. The secretary must, on payment by the nominee of the amounts referred to in clause 5.3.2 above within the period referred to in that provision, enter or cause to be entered the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the Association.

6. *Cessation of membership*

- 6.1. A person ceases to be a member of the Association if the person:
- 6.1.1. dies, or
 - 6.1.2. resigns membership, or
 - 6.1.3. is expelled from the Association, or
 - 6.1.4. fails to pay the annual membership fee under Section 10 "**Fees and subscriptions**" within 3 months after the fee is due.

7. *Membership entitlements not transferable*

- 7.1. A right, privilege or obligation which a person has by reason of being a member of the Association:
- 7.1.1. is not capable of being transferred or transmitted to another person, and
 - 7.1.2. terminates on cessation of the person's membership.

8. *Resignation of membership*

- 8.1. A member of the Association may resign from membership of the Association by first giving to the secretary written notice of at least one month (or such other period as the Committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member
- 8.2. If a member of the Association ceases to be a member under clause 8.1 above, and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

9. *Register of members*

- 9.1. The public officer of the Association must establish and maintain a register of members of the Association specifying the name and postal or residential address of each person who is a member of the Association together with the date on which the person became a member.
- 9.2. The register of members must be kept in New South Wales:
 - 9.2.1. at the main premises of the Association, or
 - 9.2.2. if the Association has no premises, at the Association's official address.
- 9.3. The register of members must be open for inspection, free of charge, by any member of the Association at any reasonable hour.
- 9.4. A member of the Association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- 9.5. If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.
- 9.6. A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - 9.6.1. the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the Association or other material relating to the Association, or
 - 9.6.2. any other purpose necessary to comply with a requirement of the Act or the Regulation.

10. *Fees and subscriptions*

- 10.1. There is no entrance fee for membership, however if any amount shall be determined by resolution at a general meeting, that amount shall be payable by persons nominated and accepted after the resolution becomes effective
- 10.2. The annual membership subscription rates are
 - 10.2.1. Full member (other than Life Members)- \$65.00
 - 10.2.2. Life Member - \$0.00
 - 10.2.3. Family member - \$5.00

Or, if any other amounts have been determined by resolution of the members at general meeting, those other amounts.
- 10.3. The annual membership subscription is due and payable on 1 January of each calendar year or, where a person becomes a member after 1 January in any calendar year, on 1 January in each succeeding calendar year.

- 10.4. Where a full membership commences part way through a calendar year, the membership subscription payable for that membership for that year shall be pro-rata, based on the number of full months left in that calendar year, rounded down to the nearest \$5 e.g., where membership commences in June the subscription payable shall be 6/12th of the annual subscription, for a Full member this being \$65 * 6/12 or \$32.50 rounded down to \$30.

11. *Members' liabilities*

- 11.1. The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by Section 10 "**Fees and subscriptions.**"

12. *Resolution of disputes*

- 12.1. A dispute between a member and another member (in their capacity as members) of the Association, or a dispute between a member or members and the Association, are to be referred to a community justice centre for mediation under the Community Justice Centres Act 1983.
- 12.2. If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
- 12.3. The Commercial Arbitration Act 1984 applies to any such dispute referred to arbitration.

13. *Disciplining of members*

- 13.1. A complaint may be made to the Committee by any person that a member of the Association:
- 13.1.1. has refused or neglected to comply with a provision or provisions of this constitution, or
 - 13.1.2. has wilfully acted in a manner prejudicial to the interests of the Association.
- 13.2. The Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- 13.3. If the Committee decides to deal with the complaint, the Committee:
- 13.3.1. must cause notice of the complaint to be served on the member concerned, and
 - 13.3.2. must give the member at least 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaint, and

- 13.3.3. must take into consideration any submissions made by the member in connection with the complaint.
- 13.4. The Committee may, by resolution, expel the member from the Association or suspend the member from membership of the Association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- 13.5. If the Committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Committee for having taken that action and of the member's right of appeal under Section 14 "**Right of appeal of disciplined member**"
- 13.6. The expulsion or suspension does not take effect:
 - 13.6.1. until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - 13.6.2. if within that period the member exercises the right of appeal, unless and until the Association confirms the resolution under Section 14 "**Right of appeal of disciplined member**", whichever is the later.

14. *Right of appeal of disciplined member*

- 14.1. A member may appeal to the Association in general meeting against a resolution of the Committee under Section 13 "**Disciplining of members**", within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 14.2. The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- 14.3. On receipt of a notice from a member under clause 14.1, the secretary must notify the Committee which is to convene a general meeting of the Association to be held within 28 days after the date on which the secretary received the notice.
- 14.4. At a general meeting of the Association convened under clause 14.3:
 - 14.4.1. no business other than the question of the appeal is to be transacted, and
 - 14.4.2. the Committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - 14.4.3. the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 14.5. The appeal is to be determined by a simple majority of votes cast by members of the Association.

Part 4 The Committee

15. *Powers of the Committee*

- 15.1. Subject to the Act, the Regulation and this constitution and to any resolution passed by the Association in general meeting, the Committee:
 - 15.1.1. is to control and manage the affairs of the Association, and
 - 15.1.2. may exercise all such functions as may be exercised by the Association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the Association, and
 - 15.1.3. has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association.

16. *Composition and membership of Committee*

- 16.1. The Committee is to consist of the office-bearers of the Association
- 16.2. The office-bearers of the Association are as follows:
 - 16.2.1. Commanding Officer (CO); and
 - 16.2.2. Executive Officer (XO); and
 - 16.2.3. Treasurer; and
 - 16.2.4. Secretary; and
 - 16.2.5. Technical Officer (TO)
- 16.3. A member of the Committee may hold up to 2 offices (other than both the positions of Commanding Officer and Executive Officer).
- 16.4. Each member of the Committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

17. *Elections*

- 17.1. Nominations of candidates for election to the Committee
 - 17.1.1. A person nominated as a candidate for election as an office-bearer of the Association must be a full member of the Association
 - 17.1.2. A candidate may not nominate or second themselves
 - 17.1.3. The nomination must be on the form contained in Appendix 2 of this constitution, signed by 2 full members of the Association and the candidate, and

- 17.1.4. Shall be delivered to the Secretary not less than seven days before the date fixed for the annual general meeting at which the election is to take place.
- 17.1.5. If insufficient nominations are received to fill all vacancies, nominations, if any, for remaining vacant positions shall be received at the annual general meeting.
- 17.1.6. If insufficient further nominations are received, any vacant positions remaining shall be deemed to be casual vacancies.
- 17.1.7. If only one (1) nomination is received for a position, the member nominated shall be taken to be elected.
- 17.1.8. If the number of nominations received for a position is more than one (1), a ballot shall be held.
- 17.1.9. The ballot for the election of office-bearers is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

18. *Secretary*

- 18.1. The secretary of the Association must, as soon as practicable after being appointed as secretary, lodge notice with the Association of his or her address.
- 18.2. It is the duty of the secretary to keep minutes of:
 - 18.2.1. all appointments of office-bearers and members of the Committee, and
 - 18.2.2. the names of members of the Committee present at a Committee meeting or a general meeting, and
 - 18.2.3. all proceedings at Committee meetings and general meetings.
- 18.3. Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

19. *Treasurer*

- 19.1. It is the duty of the treasurer of the Association to ensure:
 - 19.1.1. that all money due to the Association is collected and received and that all payments authorised by the Association are made, and
 - 19.1.2. that correct books and accounts are kept showing the financial affairs of the Association, including full details of all receipts and expenditure connected with the activities of the Association.

20. *Casual vacancies*

- 20.1. In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of the Association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- 20.2. A casual vacancy in the office of a member of the Committee occurs if the member:
 - 20.2.1. dies, or
 - 20.2.2. ceases to be a full member of the Association, or
 - 20.2.3. becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - 20.2.4. resigns office by notice in writing given to the secretary, or
 - 20.2.5. is removed from office under clause 21, or
 - 20.2.6. becomes a mentally incapacitated person, or
 - 20.2.7. is absent without the consent of the Committee from 3 consecutive meetings of the Committee, or
 - 20.2.8. is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
 - 20.2.9. is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

21. *Removal of members of the Committee*

- 21.1. The Association in general meeting may by resolution remove any member of the Committee from their office before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- 21.2. If a member of the Committee to whom a proposed resolution referred to in clause 21.1 relates makes representations in writing to the secretary or Commanding Officer (not exceeding a reasonable length) and requests that the representations be notified to the members of the Association, the secretary or the Commanding Officer may send a copy of the representations to each member of the Association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

22. *Committee meetings and quorum*

- 22.1. The Committee must meet at least 3 times in each period of 12 months at such place and time as the Committee may determine.
- 22.2. Additional meetings of the Committee may be convened by the Commanding Officer or by any member of the Committee.
- 22.3. Oral or written notice of a meeting of the Committee must be given by the secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the Committee) before the time appointed for the holding of the meeting.
- 22.4. Notice of a meeting given under clause 22.3 must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.
- 22.5. Any 3 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 22.6. No business is to be transacted by the Committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- 22.7. If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- 22.8. At a meeting of the Committee:
 - 22.8.1. the Commanding Officer or, in the Commanding Officer's absence, the Executive Officer is to preside, or
 - 22.8.2. if the Commanding Officer and the Executive Officer are absent or unwilling to act, such one of the remaining members of the Committee as may be chosen by the members present at the meeting is to preside.

23. *Delegation by Committee to sub-committee*

- 23.1. The Committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such members of the Association as the Committee thinks fit) the exercise of such of the functions of the Committee as are specified in the instrument, other than:
 - 23.1.1. this power of delegation, and
 - 23.1.2. a function which is a duty imposed on the Committee by the Act or by any other law.
- 23.2. A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains

unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

- 23.3. A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- 23.4. Despite any delegation under this clause, the Committee may continue to exercise any function delegated.
- 23.5. Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the Committee.
- 23.6. The Committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- 23.7. A sub-committee may meet and adjourn as it thinks proper.

24. *Voting and decisions*

- 24.1. Questions arising at a meeting of the Committee or of any sub-committee are to be determined by a majority of the votes of members of the Committee or sub-committee present at the meeting.
- 24.2. Each member present at a meeting of the Committee or of any sub-committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 24.3. Subject to clause 22.5, the Committee may act despite any vacancy on the Committee.
- 24.4. Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-committee appointed by the Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-committee.

Part 5 Squadrons

25. *Squadrons*

- 25.1. The following squadrons will be formed upon the incorporation of this Association
 - 25.1.1. The Original New England Battle Squadron
 - 25.1.2. The Newcastle Battle Squadron
 - 25.1.3. The Victorian Battle Squadron
 - 25.1.4. The West Australian Battle Squadron

25.1.5. The Sydney Battle Squadron

- 25.2. Additional squadrons may be created by the Committee upon the application of a group of at least 3 unrelated local members who have at least one local operational model ship that is compliant with the Construction Rules.
- 25.3. The establishment of a squadron shall be subject to the grant of a charter by the Committee
- 25.4. The Committee has the power to withdraw, or place conditions on the continuation of the charter granted to any squadron, where it is considered for good reason to be in the best interests of the Association.
- 25.5. There shall be a committee of each squadron of the Association, its composition determined by the Squadron, which, subject to these rules and to the reasonable direction of the Association's Committee, shall conduct the affairs of the squadron at the place at which the squadron is established.
- 25.6. Each Squadron will appoint a Squadron Technical Officer who, under the direction and subject to the approval of the Association's Technical Officer, shall:
 - 25.6.1. Certify the Squadron's vessels in accordance with the Construction Rules
 - 25.6.2. Carry out any other roles as directed by the Construction Rules
- 25.7. No member of the Association may be a member of more than 1 Squadron at the same time

Part 6 General meetings

26. *Annual general meetings - holding of*

- 26.1. The Association must hold its first annual general meeting within 18 months after its registration under the Act.
- 26.2. The Association must hold its annual general meetings:
 - 26.2.1. within 6 months after the close of the Association's financial year, or
 - 26.2.2. within such later time as may be allowed by the Director-General or prescribed by the Regulation.

27. *Annual general meetings - calling of and business at*

- 27.1. The annual general meeting of the Association is, subject to the Act and to Section 26, to be convened on such date and at such place and time as the Committee thinks fit.
- 27.2. In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - 27.2.1. to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - 27.2.2. to receive from the Committee reports on the activities of the Association during the last preceding financial year,
 - 27.2.3. to elect office-bearers of the Association,
 - 27.2.4. to receive and consider any financial statement or report required to be submitted to members under the Act.
- 27.3. An annual general meeting must be specified as such in the notice convening it.

28. *Special general meetings - calling of*

- 28.1. The Committee may, whenever it thinks fit, convene a special general meeting of the Association.
- 28.2. The Committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of the Association.
- 28.3. A requisition of members for a special general meeting:
 - 28.3.1. must state the purpose or purposes of the meeting, and
 - 28.3.2. must be signed by the members making the requisition, and

- 28.3.3. must be lodged with the secretary, and
- 28.3.4. may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- 28.4. If the Committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- 28.5. A special general meeting convened by a member or members as referred to in clause 28.4 above must be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee.

29. *Notice of general meeting*

- 29.1. Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 29.2. If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under clause 29.1 above, the intention to propose the resolution as a special resolution.
- 29.3. No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 27.2.
- 29.4. A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

30. *Quorum for general meetings*

- 30.1. No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- 30.2. Five members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 30.3. If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:

- 30.3.1. if convened on the requisition of members, is to be dissolved, and
- 30.3.2. in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- 30.4. If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) are to constitute a quorum.

31. *Presiding member*

- 31.1. The Commanding Officer or, in the Commanding Officer's absence, the Executive Officer, is to preside as chairperson at each general meeting of the Association.
- 31.2. If the Commanding Officer and the Executive Officer are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

32. *Adjournment*

- 32.1. The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 32.2. If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 32.3. Except as provided in clauses 32.1 and 32.2, notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

33. *Making of decisions*

- 33.1. A question arising at a general meeting of the Association is to be determined by either:
 - 33.1.1. a show of hands, or
 - 33.1.2. if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.

- 33.2. If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 33.3. If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

34. *Special resolutions*

- 34.1. A special resolution may only be passed by the Association in accordance with section 39 of the Act.

35. *Voting*

- 35.1. On any question arising at a general meeting of the Association a member has one vote only.
- 35.2. In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- 35.3. A member is not entitled to vote at any general meeting of the Association unless all money due and payable by the member to the Association has been paid.
- 35.4. A member is not entitled to vote at any general meeting of the Association if the member is under 18 years of age.

36. *Proxy votes not permitted*

- 36.1. Proxy voting must not be undertaken at or in respect of a general meeting.

37. *Postal ballots*

- 37.1. The Association may hold a postal ballot to determine any issue or proposal (other than an appeal under Section 14).
- 37.2. Section 3 of the Regulations specify how postal votes are to be conducted for Associations Incorporated in NSW .
(See: This [link](#) for Section 3 of the Regulations that were in force at the time this constitution was created)

Part 7 Construction and Meeting Rules

38. *Construction and Meeting Rules*

- 38.1. The Construction Rules describe how vessels are to be constructed for use at sailing meetings of the Association
- 38.2. The Meeting Rules describe how sailing meetings of the Association are to be conducted
- 38.3. The initial Construction Rules and Meeting Rules of this Association will be respectively the Build Regulations and Operations Regulations that were in use by ACT Incorporated Association, the "Australian Battle Group Inc" (ACT Registration Number: A 03006) at the time this Association was incorporated
- 38.4. Proposed modifications to the Construction and Meeting Rules will be voted on via an Annual Rules Ballot conducted as a postal vote as per clause 37
 - 38.4.1. The proposed modifications to be voted on in the Annual Rules Ballot will be decided by a Rules sub-committee comprised of one member from each Squadron of the Association
 - 38.4.1.1. A majority of the members of the sub-committee must agree to the proposed modifications
 - 38.4.1.2. All proposed modifications must be able to be approved or disapproved with a simple Yes or No answer
 - 38.4.1.3. No proposed modification may contradict or make obsolete another proposed modification that is on the same ballot (for example – you can't have one proposal to increase pump rates for a vessel and another to reduce pump rates for the same vessel)
 - 38.4.2. The sub-committee will provide to the Association secretary the Proposed Modifications to be put on the Annual Rules Ballot by 1st of October each year
 - 38.4.3. The secretary will provide to the appointed returning officer the Proposed Modifications to be put on the Annual Rules Ballot by October 15th of year of the ballot
 - 38.4.4. The appointed Returning Officer will post the Annual Rules Ballot voting forms to members by 1st November of year of the ballot
 - 38.4.5. The closing date for the ballot will be the 15th of December of the year of the ballot
 - 38.4.6. For a proposal on the Annual Rules Ballot to be accepted, a majority of the formal votes cast must be in favour
 - 38.4.7. Results of the Annual Rules Ballot will be provided to the membership by 31st December of the year of the ballot

Part 8 Miscellaneous

39. *Insurance*

- 39.1. The Association may effect and maintain insurance.

40. *Funds - source*

- 40.1. The funds of the Association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the Association in general meeting, such other sources as the Committee determines.
- 40.2. All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank or other authorised deposit-taking institution account.
- 40.3. The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

41. *Funds - management*

- 41.1. Subject to any resolution passed by the Association in general meeting, the funds of the Association are to be used in pursuance of the objects of the Association in such manner as the Committee determines.
- 41.2. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the Committee.

42. *Dissolution or Winding up*

- 42.1. In the event of the dissolution or winding up of this Association, its surplus property is to be passed to an organisation of a similar nature and purpose.

43. *Change of name, objects and constitution*

- 43.1. An application to the Director-General for registration of a change in the Association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a member of the Committee.

44. *Custody of books etc*

- 44.1. Except as otherwise provided by this constitution, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Association.

45. *Inspection of books etc*

- 45.1. The following documents must be open to inspection, free of charge, by a member of the Association at any reasonable hour:
 - 45.1.1. records, books and other financial documents of the Association,
 - 45.1.2. this constitution,
 - 45.1.3. minutes of all Committee meetings and general meetings of the Association.
- 45.2. A member of the Association may obtain a copy of any of the documents referred to in clause 45.1 on payment of a fee of not more than \$1 for each page copied.

46. *Service of notices*

- 46.1. For the purpose of this constitution, a notice may be served on or given to a person:
 - 46.1.1. by delivering it to the person personally, or
 - 46.1.2. by sending it by pre-paid post to the address of the person, or
 - 46.1.3. by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- 46.2. For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - 46.2.1. in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - 46.2.2. in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - 46.2.3. in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

47. *Financial year*

- 47.1. The financial year of the Association is:
 - 47.1.1. the period of time commencing on the date of incorporation of the Association and ending on the following 31 December, and
 - 47.1.2. each period of 12 months after the expiration of the previous financial year of the Association, commencing on 1 January and ending on the following 31 December.

Appendix 1

See Section *Nomination for Membership subclause 5.1.1*

Application for membership of the Australian Biggun Group Inc

(incorporated under the *Associations Incorporation Act 2009*)

I,
[full name of applicant]
of
[address]
[phone]
[email]
[occupation]
hereby apply to become a full / family (circle applicable) member of the above named incorporated Association. In the event of my admission as a member, I agree to be bound by the constitution and rules of the Association. I also affirm I have read and agree to the waiver of liability stated in Appendix 3 of the Association's constitution
.....
Signature of applicant (or if under 18, parent or guardian)
Date

I,
[full name of nominator], a financial full member of the Association, nominate the applicant for membership of the Association.
.....
Signature of nominator
Date

I,
[full name of seconder], a financial full member of the Association, second the nomination of the applicant for membership of the Association.
.....
Signature of seconder
Date

Appendix 2

Nomination of Office Bearer for the Australian Biggun Group Inc

Person Being Nominated and Position Nominated For

The below financial full members of the Australian Biggun Group Inc nominate (*print name*)

.....
for the position of
..... of the Australian Biggun Group Inc

Nominator

I,
(*print name*), nominate the above

(*Signature*)..... Date.....

Secunder

I,
(*print name*), second the above

(*Signature*)..... Date.....

Person Nominated

I,
(*print name*), a financial full member of the Australian Biggun Group Inc,
accept the above nomination.

(*Signature*)..... Date.....

Appendix 3

Conditions of Participating in Radio Controlled “Biggun” Model Warship Combat

Warning!

Radio Controlled Model Warships use compressed, inert gas to fire steel ball bearings in sizes up to ¼” (6.35mm) in diameter!

It is a condition of membership of this Association, that the Association, its office bearers, committee members, members and servants or agents, are absolved from all liability that may arise from personal injury to the participant (whether fatal or not) or damage to or destruction of property belonging to or in the care of the participant (including vehicles), however caused, arising from the activity of Radio Controlled “Biggun” Model Warship Combat, including the retrieval of ships - whether sunk or damaged or returning to port, or any other part of a meeting.