

QUEENSLAND POLO ASSOCIATION
CONSTITUTION

1. The name of the Association is QUEENSLAND POLO ASSOCIATION INC.
2. The objects for which the Association is established are:-
 - (a) To foster, develop, encourage, maintain and provide facilities for the playing of the sport of polo in Queensland.
 - (b) To administer regulate and govern the playing of polo in Queensland.
 - (c) To encourage, foster, regulate, administer and govern the playing of polo by Queensland teams in places other than Queensland.
 - (d) To encourage, foster, regulate and govern visits to play polo in Queensland by teams and players from outside Queensland.
 - (e) To use all means now or hereafter available for achieving its objects and in particular and without limiting the foregoing to acquire manage and maintain facilities including grounds for the furtherance of the objects.
 - (f) To arrange for the publication and distribution of books, pamphlets or brochures calculated to promote interest in polo and the objects of the Association and to arrange for lectures and discussions for these purposes.
 - (g) To establish and conduct classes and schools to teach, instruct and train persons in the knowledge and appreciation of the sport of polo.
 - (h) To assist in the training of players umpires and officials of polo.
 - (i) To provide public lectures on and generally to educate the public in the sport of polo.
 - (j) To provide recreation rooms and other conveniences and amenities for the use of members of the Association and to furnish and maintain the same and to permit the same to be used by the members and their friends and such others as the Association may determine either gratuitously or upon such terms as the Association may decide.
 - (k) To carry on any business which can conveniently be carried on in connection with any of the abovementioned objects of the Association.
 - (l) To purchase, take on lease (including building lease) or in exchange, hire or otherwise acquire for the purpose of the Association any real and/or personal property in any part of the world and in particular (but without limitation) any lands, buildings, furniture, club and household effects, items, books, newspapers, periodicals, fittings, apparatus, appliances, conveniences and accommodation and so far as the law applicable from time to time allow to sell, demise, let (including on building lease) exchange, mortgage, grant easements or otherwise dispose of the same.

- (m) To solicit and/or receive donations and legacies (whether subject to any special trusts or not) for the purpose of applying the same to any of the objects of the Association and to apply the same accordingly.
- (n) To draw, make, accept, endorse and execute promissory notes, bills of exchange, cheques and other negotiable instruments.
- (o) To borrow or raise or secure the payment of money in such manner as the Association shall think fit and in particular by mortgage or by the issue of debentures or debenture stock perpetual or otherwise charged upon all or any of the property of the Association both present and future and to purchase redeem or pay of any such securities.
- (p) To enter into any arrangement for union of interest, co-operation or reciprocal concessions with any person, association or company carrying on or engaged in or about to carry on or engage in any work or transaction which the Association is authorised to carry on or engage in.
- (q) To make such contributions to any object calculated to promote polo and the appreciation of polo as the Association may deem desirable.
- (r) To invest and deal with the moneys of the Association not immediately required upon such securities and in such manner as may from time to time be authorised by the Association in General Meeting including the purchase of shares in any Company and whether or not any such investments be those authorised by law for the investment of trust funds.
- (s) To hire and employ professional and other employees and to pay them and other persons in return for services rendered to the Association such fees, salaries, dues, wages, gratuities and bonuses as may be thought fit.
- (t) To undertake and exercise any trusts which may seem to the Association conducive to any of its objects.
- (u) To do such other things as are incidental or conducive to the attainment of the above objects.
- (v) To take over the funds and other assets and the liabilities of the present unincorporated association known as the Queensland Polo Association.

3. The income and property of the Association whencesoever derived shall be applied solely toward promotion of the objects of the Association as set forth in the Constitution and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to the members of the Association. PROVIDED that nothing herein contained shall prevent payment in good faith of reasonable and proper remuneration to any officer of or servant of the Association or to any member thereof in return for any services actually rendered to the Association nor prevent payment of interest at a rate not exceeding six per cent (6%) per annum on money lent or reasonable and proper rent for premises demised or let by any member to the Association but so that no member of the Board or governing body of the Association shall be appointed to any salaried office of the Association or any office of the Association paid by fees and that no remuneration or other benefit in money or money's worth shall be given by the Association to any member of such Board or governing body

except repayment of out of pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Association.

4. If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall be paid to or given to or transferred to some other institution or institutions having objects similar to the objects of this Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of Clause 3 hereof, such institution or institutions to be determined by the members of the Association at or before the time of dissolution and in default of any such determination by such Judge of the Supreme Court of Queensland or the High Court of Australia as may have or may acquire jurisdiction in the matter and if and so far as effect cannot be given to the foregoing provisions then to some charitable object.
5. True accounts shall be kept of the sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place and of the property credits and liabilities of the Association and (subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Association for the time being) shall be open to the inspection of the members. Such accounts shall be produced on the demand of the Attorney-General of the said State for inspection by him or by any person nominated in writing by him for the purpose. Once at least in every year the accounts of the Association shall be examined and the correctness of the balance sheet ascertained by one or more properly qualified auditor or auditors.

MEMBERSHIP

6. The members of the Association shall be any person who:
 - (a) has been nominated by a member of the Association and;
 - (b) has signed an application for membership in such form and containing such particulars as may be determined from time to time by the Board; and
 - (c) is elected to membership of the Association by a majority of votes of the members of the Club Committee present at the meeting of the Club committee at which such nominations are proposed;
 - (d) prior to incorporation was a Financial Member of the unincorporated Association known as the Queensland Polo Association.
7. Every application for membership shall be presented to the Secretary of the Club of the district in which the intending member resides.
8. The Club Committee may in its absolute discretion decline to admit any person to membership without assigning any reason therefor.
9. A member of the Association shall be either:
 - (a) an Honorary Member; or
 - (b) a Life Member; or

- (c) an Ordinary Member; or
- (d) a Corporate Member

The Association in General Meeting on the recommendation of the Board may establish other classes of members. The number of Honorary, Life, Ordinary and Corporate members is unlimited.

10. A person may be admitted as an Honorary Member of the Association (whether he already be a member of the Association or not) upon the recommendation of three-fourths of the members of the Board and upon such recommendation being confirmed by a majority of votes at a General Meeting of the Association.
11. A person may be admitted as Life Member of the Association (whether he already be a member of the Association or not) upon the recommendation of all members of the Board and upon such recommendation being confirmed by a three-fourths majority of votes at a General Meeting of the Association.
12. Any Corporation properly constituted according to law may apply for corporate membership in the same manner as for ordinary members and such corporate member shall have all the rights and liabilities as one ordinary member.
- 12(a) The terms and conditions of membership (including but without limitation the subscription fees payable by each class of members) shall be such as from time to time shall be determined by the Board and the Board shall from time to time also determine the fee to be paid by any member desiring to compound for his annual subscription and to become a Life Member PROVIDED ALWAYS that no resolution of the Board altering the terms of membership of the fee payable for compounding the annual subscription shall be effective unless notice that such resolution is to be proposed shall have been given to all members of the Board. The Board expressly reserves the right of returning any subscription for any Life Membership fee or refusing to allow any subscription to be renewable if in their uncontrolled discretion they deem it advisable to do so without being liable to give any explanation or reason for exercising such right and thereupon the member whose subscription or Life Membership fee shall be returned to refused shall cease to be a member of the Association but shall have a right of appeal as provided in Article 34 hereof.
13. The Board may if it so decides issue to members a certificate, badge or other emblem of membership in such form and upon payment of such fee as it may prescribe.

FINANCIAL YEAR AND ANNUAL GENERAL MEETING

14. The financial year of the Association shall terminate on the 31st August in each year and the Annual General Meeting of the Association shall be held within 60 days of that date.
15. The Association in Annual General Meeting on the recommendation of the Board shall determine the amount of each member's annual subscription to the Association, the amount of each player's registration fee and the amount of affiliation fee to be paid by each club for the ensuing year. The Secretary of the Association shall notify the Secretary of each club of the amounts so determined

and also of the amount payable to the Australian Polo Council for player membership of the World Polo Association Inc.

16. The Association may by Special Resolution in General Meeting from time to time levy such per capita contributions from members of the Association or clubs as may be required for the purposes of the Association.
17. The annual subscription and player registration fee when applicable shall be paid by each member to the Treasurer of the club of the district in which he resides or to the Treasurer of the Association.
18. The members' annual subscription, player registration fee and club affiliation fee shall become payable from the date of determination at the Annual General Meeting and must be received by the Secretary of the Association not later than 30th June in each year. Any member whose subscription has not been so received or any club whose affiliation fee has not been so received shall be deemed unfinancial and to have forfeited all rights of Association membership or affiliation.
19. The Board may if in its discretion it thinks fit so to do extend the due date for payment of the annual subscription, player registration fee or club affiliation fee or any levy on any member or club or may waive payment of the whole or any part thereof and may reinstate any unfinancial member or club on payment of all amounts due.

CLUBS

20. The Association may establish clubs as hereinafter provided.
21. Any five members of the Association may request the Board in writing that they wish to establish a club of the Association in a particular locality or place and the Board shall unless it is satisfied that the formation of such a club is detrimental to the interests of the Association, resolve to establish such a club of the Association.
22. No person shall be entitled to be a member of a club who is not also a financial member of the Association or an Honorary Life Member.
23. Upon resolving to establish a club of the Association in any particular locality the Board shall cause a notice to be sent to each member of the Association in that particular locality informing each member of the place and time of the inaugural meeting of the proposed new club such time being not less than fourteen days from the date of the said notice.
24. At the inaugural meeting of the club the members of such club shall elect a Club President, a Club Treasurer, a Club Secretary and four other persons who shall upon election constitute the Club Committee. Each subsequent Committee shall be similarly constituted. Club Committees shall have the power to add not more than four additional committee members, with or without the right to vote, as the Committee may think fit, and shall have the power to co-opt and to form sub-committees.
25. The quorum necessary for the transaction of business at every meeting of each Club Committee shall be four.
26. Each Club Committee shall call an Annual General Meeting of its Club to be held in each year at which the whole of the Club Committee shall retire from office but

shall be eligible for re-election. At least fourteen days notice of such meeting shall be forwarded by the Secretary to each member of the Club. Such notice shall set out the business to be transacted thereat.

27. Each club may set a club membership subscription of its own which shall be collected by the club treasurer in addition to the Association subscription and player registration fee payable by each member as applicable.
28. The club secretary will maintain a register of financial members and registered players and shall forward a list of same to the Association Secretary prior to 30th June in each year as provided in Clause 18.
29. Any person desirous of becoming a member and not resident in a club area may do so upon application to and election by the Board and upon payment of the stipulated subscription. Such members will not be eligible to vote at club meetings.

TERMINATION OF MEMBERSHIP

30. Any member may resign his membership by forwarding his resignation in writing to the Secretary of the Club of which he is a member and upon such resignation being accepted by the Club Committee or the expiration of two months whichever shall first occur he shall cease to be a member. The Club Secretary shall immediately notify the Secretary of the Association of such resignation.
31. If any member shall be charged with any conduct either within the premises of the Association or elsewhere which shall in the opinion of the Board be injurious to the character or interest of the Association the Board shall consider the case and if in the exercise of its discretion (after the member shall have a full and fair opportunity of disproving the charge or explaining his conduct) it shall consider it expedient to do so shall recommend him to retire; but no such recommendation shall be sent to any member unless the same shall have been agreed to by a majority of the members of the Board present at the meeting specially summoned for the purpose of considering the case. From the day of such recommendation the member to whom the same is addressed shall not be allowed to use the premises or property of the Association and if he shall not be resigned within fourteen days of such date he shall be deemed to have been removed from his membership and shall forthwith cease to be a member and shall not afterward be admitted into any such premises. Such member shall have the right to appeal from the decision of the Board to the General Meeting of members held next after the date of such recommendation. A General Meeting may ratify or rescind the recommendation of the Board and the decision of such General Meeting shall be final and shall be binding on the member.

DIRECTORS

32. The management and control of the business and affairs of the Association shall be vested in the Board. The Board shall consist of the President, Immediate Past President (who shall only remain on the Board for the twelve (12) months immediately following the expiry of his term as President) and of not more than ten other Directors of whom at least four shall be nominated as provided for in Article 33 hereof and of whom the balance shall be nominated as provided for in Article 35 hereof. The President and Directors shall be elected at each Annual General Meeting of the Association.

33.
 - i. For the purposes of this Article Queensland shall be divided into four zones the boundaries of which shall be determined from time to time by the Association in General Meeting.
 - ii. Each such zone shall nominate a zone director prior to the Annual General Meeting of the Association.
 - iii. At such election of such nominee each club within the zone shall only be entitled to four votes irrespective of the membership thereof.
 - iv. The election of each such nominated zone director shall be subject to ratification by the Association in General Meeting.
34. All members of the Board shall retire annually but they shall be eligible for re-election at an Annual General Meeting.
35. At least 30 days before the date of each Annual General Meeting of the Association the Secretary shall forward to each member a notice of meeting and shall pursuant to Article 51 hereof call for nominations for the office of President and the six non-zone representative directors for the ensuing year. Nominations must be in writing and in the hands of the Secretary prior to commencement of the Annual General Meeting provided that no zone shall have more than two of these non-zone representatives.

A President may not hold office for more than three years consecutively PROVIDED HOWEVER that at any General Meeting such number of years may be extended for the purposes of the election to be held at the Meeting by an ordinary resolution of the Meeting.
36. No person shall be eligible to be a member of the Board who is not a member of the Association.
37. If at any Annual General Meeting there are not sufficient nominations to fill the positions of office bearers for the ensuing year nominations may be taken from the floor of the meeting.
38. Any member of the Board may resign from membership of the Board at any time by giving notice in writing to the Secretary but such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date or such member may be removed from office at a General Meeting of the Association where that member shall be given the opportunity to fully present his case. The question of removal shall be determined by the vote of the members present at such general meeting.
39. The Board shall itself elect a Vice President from within its number and any casual vacancy occurring on the Board may be filled up by the remaining members of the Board.
40. The continuing members of the Board may act notwithstanding any casual vacancy on the Board or shortfall of members of the Board resulting from an insufficiency of nominations 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 Board the continuing member or members may act for the purpose of increasing the number of members of the Board to that number or of summoning a general meeting of the Association but for no other purpose.

41. No director shall be entitled to receive any remuneration for his services in his capacity as a member of the Board except such expenses as have been incurred by him in connection with the business of the Association and shall have been approved in detail at a meeting of the Board.
42. A director who is unable to attend a meeting of the Board shall be entitled to appoint another Director as his proxy for such meeting. Such appointment shall be in writing under the hand of the appointor and must be received by the Secretary prior to the meeting to which such appointment refers.
43. The Board shall meet together at least four times in each Association financial year and otherwise regulate its own proceedings as it thinks fit and generally may exercise all such powers of the Association as are not hereby or by Statute required to be exercised in General Meeting but no regulation made in General Meeting shall invalidate any prior act of the Board which would have been valid if such regulation had not been made. Questions arising at any meeting shall be decided by a majority of votes; in case of an equality of votes at any meeting of the Board the Chairman shall have a second or casting vote. Six members shall constitute a quorum for all meetings of the Board. Without limiting the powers herein described the Board will specifically have power to:
 - (a) determine the rules under which the game of polo is played in Queensland;
 - (b) determine the method of constituting and the powers of handicap, selection, carnival umpiring and disciplinary committees;
 - (c) to co-opt ex-officio members to the Board who will have no vote upon any decision of the Board but who may be permitted to contribute to any discussions of the Board.
44.
 - (a) The President of the Association shall preside at all meetings of the Board at which he is present and in his absence the Vice President or the Board shall elect a chairman for the meeting if the Vice President is also absent.
 - (b) A special meeting of the Board shall be convened by the Secretary on the requisitions in writing signed by not less than one-third of the members of the Board, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
 - (c) A member of the Board shall not vote in respect of any contract or proposed contract with the Association in which he is interested, or any matter arising thereout and if he does so vote his vote shall not be counted.
 - (d) Not less than fourteen days notice shall be given by the secretary to the Board of any special meeting of the Board. Such notice shall clearly state the nature of the business to be discussed thereat.
 - (e) If within an hour from the time appointed for the commencement of a Board Meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Board, shall lapse. If 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 Board

may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting shall not lapse.

45. The Board shall appoint a Secretary or Treasurer who shall not necessarily be elected members of the Board and if not such members will become ex-officio members who shall have no vote upon any decision of the Board and who shall act upon the direction of the Board and be replaceable by the Board.
46. A memorandum in writing signed by all the members of the Board for the time being in Australia and annexed or attached to a Minute Book of the Board shall be as effective for all purposes as a resolution of the Board passed at a meeting duly convened and held and constituted.

ANNUAL GENERAL OR GENERAL MEETINGS

47. The business to be transacted at every Annual General Meeting shall be:
 - (a) the receiving of the Board's 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 auditor's report upon the books and accounts for the preceding financial year;
 - (c) the election of the members of the Board; and
 - (d) the appointment of an auditor or auditors;
 - (e) to consider any special resolution, notice of which has been given pursuant to Article 52 hereof;
 - (f) to transact any other business which under these presents is required to be transacted at an Annual General Meeting and any business which is brought under consideration by a Report of the Board.
48. The abovementioned Annual General Meetings shall be called "Annual General Meetings"; all other General Meetings shall be called "Extraordinary General Meetings".
49. The Board may at any time upon its own volition or upon the receipt of a written requisition signed by not less than 20 members of the Association, stating the objects of the meeting and deposited at the office of the Association, convene an Extraordinary General Meeting. Should such an Extraordinary General Meeting pass a motion of no confidence in the President, the President shall forthwith resign, or in his absence be deemed to have resigned. The Vice President will then assume the presidency until the next Annual General Meeting.
50. Upon receipt of any such requisition as aforesaid, the Board shall forthwith proceed to convene an Extraordinary General Meeting to be held within one month from the date of the receipt of such requisition. In default the requisitionists or any other 20 or more members may themselves convene an Extraordinary General Meeting for such purpose only as shall be specified in the requisition to be held on such a day and at such place in Brisbane as the persons convening the same may determine and notify to all members.

51. Unless otherwise required by law 30 clear days notice of any Annual General Meeting or 14 clear days notice of any Extraordinary General Meeting, specifying the day, hour and place of the meeting, shall be given to members resident in the State of Queensland and to the Secretary of each club and either by advertisement or by notice sent by post or otherwise received as hereinafter provided. It shall not be necessary to give notice of a meeting to any member not having a registered address in the State of Queensland. The accidental omission to give notice of any meeting to, or the non-receipt of any notice of the meeting by any member or by the secretary of any club shall not invalidate any proceedings at that meeting.
52. The notice convening an Annual General Meeting shall state the general nature of the business to be transacted thereat other than the electing of members of the Board and Auditors and the consideration of accounts presented by the Board and the reports of the Board and of the Auditor. The notice convening an Extraordinary General Meeting shall state the general nature of the business intended to be transacted thereat. In either case any special resolution shall be notified specifically.
53. Fifteen members of the Association present and entitled to vote shall be quorum at a General Meeting of the Association.
54. The Association may by special resolution passed at any General Meeting determine to increase or reduce the number of members of the Board. Except as herein mentioned no person who is not a member of the Association shall be eligible for election as a member of the Board providing however that the number of members of the Board shall not be reduced to less than four.
55. Every question submitted to a General Meeting shall be decided by a majority of the members present and entitled to a vote on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by at least two members present in person or by proxy entitled to vote and unless a poll is so demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried or lost, and an entry to that effect in the book of the proceedings of the Association, shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour for or against that resolution.
56. If a poll is duly demanded it shall be taken in such manner as the Chairman directs and unless the meeting is adjourned the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
57. In the case of an equality of votes whether on a show of hands or on a poll the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
58. At any General Meeting of the Association all members shall be entitled to one vote whether in person or by proxy.
59. The instrument appointing a proxy shall be in writing under the hand of the appointor or his duly authorised attorney or if the appointor is a corporation either under its seal or under the hand of an officer or attorney so authorised and the execution of the appointor shall be witnessed by another member of the Association other than the person appointed by proxy. No person shall be appointed proxy who is not a member of the Association. No member shall be appointed to exercise more than two (2) proxy votes.

60. An instrument appointing a proxy may be in the following form or in any other form which the Board shall from time to time approve:-

I, _____ of _____ in the State of _____
being a member of the Queensland Polo Association hereby appoint _____ of _____
as my proxy to vote for me and on my behalf at the (Annual
or Extraordinary) General Meeting of the Association to be held on the _____ day
of _____ 19____ and at any adjournment thereof.

Signed this day of 19

in the presence of:

61. The instrument appointing a proxy shall be deposited with the Secretary before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote and in default the instrument or proxy shall not be treated as valid.
62. The instrument appointing the proxy shall be deemed to confer authority to demand or join in demanding a poll.
63. The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Board 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. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Board meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Board meeting verifying their accuracy. Similarly the minutes of every General Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General Meeting: PROVIDED THAT 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.
64. Subject to the provisions of the Associations Incorporation Act 1981 these rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting: PROVIDED THAT no such amendment rescission or addition shall be valid unless the same shall be submitted to and approved by the Under-Secretary, Department of Justice, Brisbane.
65. A special resolution shall require a three-fourths majority of members present at the General Meeting convened to consider it.
66. The Board shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Board and every instrument to which the Seal is affixed shall be signed by a member of the Board and shall be counter-signed by the Secretary or by a second member of the Board or by some other person appointed by the Board for that purpose.

62. The instrument appointing the proxy shall be deemed to confer authority to demand or join in demanding a poll.

63. The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Board 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. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Board meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Board meeting verifying their accuracy. Similarly the minutes of every General Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General Meeting: PROVIDED THAT 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.

64. Subject to the provisions of the Associations Incorporation Act 1981 these rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting: PROVIDED THAT no such amendment rescission or addition shall be valid unless the same shall be submitted to and approved by the Under-Secretary, Department of Justice, Brisbane.

65. A special resolution shall require a three-fourths majority of members present at the General Meeting convened to consider it.

66. The Board shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Board and every instrument to which the Seal is affixed shall be signed by a member of the Board and shall be counter-signed by the Secretary or by a second member of the Board or by some other person appointed by the Board for that purpose.

ACCOUNTS

67. The Board shall keep or cause to be kept true accounts of the sums of money received and expended by the Association and the matters in respect of which

such receipt and expenditure takes place and of the proper receipts and liabilities of the Association and shall furnish a statement thereof to the Association as and when required.

68. The Treasurer shall receive all monies payable to the Association and shall pay the same into the Bank Account of the Association.
69. At each Annual General Meeting the Board shall lay before the Association a Statement of Income and Expenditure and a balance sheet containing a summary of the property and liabilities of the Association made up to a date not more than 2 months prior to the date of the Annual General Meeting and a Statement of Income and Expenditure of each club furnished to the Board in accordance with Article 73 hereof.
70. The Treasurer of each club shall keep or cause to be kept true accounts of the sums of money received and expended by the club and the matters in respect of which such receipt and expenditure takes place.
71. The Treasurer of each club shall receive all monies payable to the club and shall pay the same into the bank account of the club. A duplicate receipt book shall be maintained and all payments apart from authorised petty cash shall be made by cheque.
72. The books of account of each club shall be kept at such a place as the Club Committee shall determine. Such books of account shall be open to the inspection of the Board and The Club Committee and subject to any reasonable restriction as to the time and manner of inspecting accounts that may be imposed by the Board, the said books of account shall be open to the inspection of the members of such club at all times during the usual business hours.
73. At least 30 days before the Annual General Meeting of the Association in each year the treasurer of each club shall forward to the Board a duly audited Statement of the Income and Expenditure of the club for the period from the date of the last preceding audited Statement of Income and Expenditure and in the case of the first statement, from the date of establishment of the club.
74. Once at least in every year the accounts of the Association and of each club shall be examined and the correctness of the Statement and Balance Sheet ascertained by one or more properly qualified Auditors.
75. The Auditors shall be appointed in accordance with the provisions of the Associations Incorporation Act 1981.
76. The remuneration of the Auditors shall be fixed by the Association in Annual General Meeting. Any Auditor quitting office shall be eligible for re-election.
77. The Auditors shall at all reasonable times have access to the books of account of the Association and of each club and they may in relation thereto examine the members of the Board and the Committee of each club.
78. Every account of the Board when audited and approved by General Meeting shall be conclusive except as regards an error discovered therein within three months after the approval thereof. Whenever any such error is discovered within that period the accounts shall forthwith be corrected and thenceforth be conclusive.

Nothing in this Article shall make any account conclusive as to any matter arising out of or involving a breach of Clause 3 of the Constitution.

79. If any casual vacancy occurs in the office of Auditor the Board shall forthwith fill up the same.
80. The Auditors shall be supplied with copies of the Statement of Account and Balance Sheet intended to be laid before the Association in Annual General Meeting at least 21 days before the meeting to which the same are to be submitted and it shall be their duties to examine the same with the accounts and vouchers relating thereto and report to the Annual General Meeting thereon.
81. All cheques for ten dollars (\$10.00) or over drawn on the bank account of the Association or club shall be signed by two members of the Board or Club Committee as the case may be or by a member of the Board and the Secretary or such other person as the Board may from time to time authorise.
82. The Board or Club Committee shall have power to make special arrangements as to the signing of cheques under ten dollars (\$10.00).

DOCUMENTS

83. The Board shall provide for the safe custody of books, documents, instruments of title and securities of the Association.
84. Any notice may be served by the Association upon any member either personally or by sending it through the post in a prepaid envelope addressed to such member at his address entered upon the Register of Members. Notice of any General Meeting shall be deemed to be sufficiently served on all members if sent by prepaid letter posed to each Club Secretary.
85. Any notice sent by post shall be deemed to have been served at the expiration of 7 days after the letter containing the same was posted and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the Post Office.

14994300



Q02165717

PO Box 3111
Brisbane Qld 4001

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Form 8
QUEENSLAND
ASSOCIATIONS INCORPORATION ACT 1981

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21 MAY 1999
OFFICE OF FAIR TRADING

Section 48

APPLICATION TO REGISTER AN AMENDMENT OF RULES

FEE: \$11.40

IA No. 716

QUEENSLAND POLO ASSOCIATION INC.
(name of incorporated association)

1. Application is hereby made pursuant to section 48 of the *Associations Incorporation Act 1981* to register an amendment of the rules of the abovenamed association. At a general meeting of the members of the said association duly convened and held at

BURKE + WILLS HOTEL
(place) TOOWOOMBA

on 14th May 1999 a special resolution
(date)

was passed * effecting a change to rule(s) number(s) Clause 32.

2. The following accompany this application:

- (a) A copy of the amendment or the complete rules with the amendment clearly shown;* and
(b) A statutory declaration by the association's secretary stating the amendment complies with the *Associations Incorporation Act 1981*.

Dated at TOOWOOMBA the 14th day of May 1999

THIS FORM MUST BE LODGED WITHIN ONE (1) MONTH AFTER THE
ISSUING OF THE SPECIAL RESOLUTION(S) AT A GENERAL MEETING OF
THE ASSOCIATION.

Associations Incorporation Act 1981

Registered on

18 JUN 1999

Delegate of the Director General

(Secretary)

07 4697 3135
(daytime contact no.)

Notes for associations with the model rules:

If the association has as its rules the model rules, any amendments other than amendments to rules 2, 4 or 30, or amendments updating the rules to include statutory changes to the model rules, would, subject to approval, result in the association no longer having the model rules but its own rules.

Notes for completion:

For the purposes of this Act, a special resolution means a resolution passed at a general meeting of the association by the votes of 3/4 of the members who are present and entitled to vote on the resolution. Written notice of a proposed special resolution, and of the time and place of the general meeting at which it is proposed to move the resolution, must be given personally or by post, as required under the association's rules, before the general meeting to each member of the association who has a right to vote on the resolution.

* For minor amendments the reverse side of this form may be used.



QUEENSLAND
GOVERNMENT

Minutes of Meeting of Queensland Polo Association Inc held at

Toowoomba on 14th day of May 1999.

PRESENT: H. Fisher, B. Healey, R. Marchant, G. Gilmore,
N. May, P. Grimes, A. Rawlings, A. Gilmore.

CHAIRMAN: H. Fisher

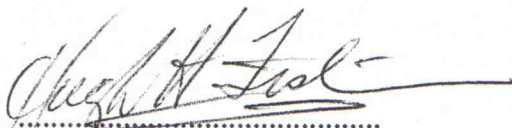
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PASSED as a Special Resolution of the Association by a three-quarter majority at a meeting of its members by a notice specifying the intention to propose a resolution as a Special Resolution:-

1. that the Association's constitution be amended by inserting in clause 32 - Directors after the words "The Board shall consist of the President," the following:-

"Immediate Past President, (who shall only remain on the Board for the twelve months immediately following the expiry of his term as President)"

AND it is signed as a true record this 14th day of May 1999.


CHAIRMAN

Present is not 3/4
of members? Are
these proxies held?
Was a general meeting
of members held? ^{Members} ~~Waited?~~
Not acceptable as
Board meeting.

QUEENSLAND
OATHS ACT 1867

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STATUTORY DECLARATION FOR CHANGE OF RULES

I, ALLISON GROSVENOR GILMORE
(name)

do solemnly and sincerely declare that:

1. I am the secretary of QUEENSLAND POLO ASSOC. INC.
(name of incorporated association)
2. The amendments to the rules passed by the members of the abovementioned association by special resolution on 14/5/99
(date) comply with the *Associations Incorporation Act 1981*.

and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the *Oaths Act 1867*.

Declared at TOOWOOMBA in the state of Queensland.

this 14th day of May 1999

Before me

Gary David Gilmore

A. Gilmore

G.D. Gilmore J.P.
(J.P. Commissioner for
Declarations, etc).