

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

1. NAME

The name of the incorporated association shall be:-

Queensland Murray-Darling Committee Inc.

2. INTERPRETATION

In these Rules, except in so far as the subject matter otherwise indicates or requires:-

“**Application for Membership**” means an application for Membership of the Association and includes an application for re-admission to Membership.

“**Association**” means the Queensland Murray Darling Committee Incorporated.

“**Chairperson**” means the person elected to the position.

“**Delegate**” means an individual appointed by a Member to attend meetings and vote on behalf of the Member.

“**Deputy Chairpersons**” means the persons elected to the positions.

“**Executive**” means the Executive Committee made up of 8 positions including Chairperson, 2 Deputy Chairpersons, Treasurer plus up to 4 ordinary Executive positions.

“**Individual**” means either a person, or an officer of a Member.

“**Member**” means each Member Association or Corporation granted Membership of the Association.

“**Member Association**” means each association (whether incorporated or unincorporated) and Corporation admitted as a member of the Association.

“**Office**” means the person elected to the position from time to time by the Association at its Annual General Meeting.

“**Rules**” means the Rules for the time being of the Association.

“**Secretary**” means the person appointed to the position.

“**Treasurer**” means the person elected to the position.

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

3. OBJECTS

The objects for which the Association is established are:

- (1) To promote integrated natural resource management within the Queensland sector of the Murray-Darling Basin;
- (2) To provide strategic input and direction to regional natural resource management planning;
- (3) To protect and enhance the natural environment;
- (4) To provide a regional forum for discussion of natural resource management issues in the Queensland sector of the Murray-Darling Basin;
- (5) To identify and prioritise issues, strategies and actions to achieve regional natural resource management outcomes;
- (6) To secure and manage resources required to implement natural resource management related strategic plans within the Queensland sector of the Murray-Darling Basin;
- (7) To co-ordinate, support and/or manage programmes, projects and activities to achieve natural resource management outcomes; and,
- (8) To provide effective regional support for and linkages between Catchment Management Associations and other natural resource management stakeholders in the Queensland sector of the Murray-Darling Basin.
- (9) To establish and maintain a public fund to be called Sustainable Landscapes, Viable Communities Fund for the specific purpose of supporting the environmental objectives of the Queensland Murray-Darling Committee. The fund is established to receive all gifts of money or property for this purpose and any money received because of such gifts must be credited to its bank account. The Fund must not receive any other money or property into its account and it must comply with subdivision 30-E of the Income Tax Assessment Act 1997.

4. POWERS

The powers of the Association are:

- (1) To take over the funds and other assets and liabilities of the unincorporated Association known as Queensland Murray-Darling Basin Coordinating Committee.
- (2) To hold funds, in accordance with Rule 13 hereof.
- (3) To purchase, lease, rent, enter into contracts or otherwise acquire lands, buildings, or real or personal property for the purposes of or use of the Association provided that any property taken or held by the Association subject to any trust shall be dealt with in the manner allowed by law having regard to such trusts.
- (4) To enter into any arrangements with any Government or Authority that are instrumental or conducive to the attainment of the Objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (5) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association.
- (6) To remunerate any person or body corporate for services rendered, or to be rendered.
- (7) In furtherance of the Objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account, to charge for any services, facilities, goods or products supplied or otherwise deal with all or any part of the property and rights of the Association.
- (8) To invest and deal with the money of the Association not immediately required in such a manner as may from time to time be thought fit.

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

- (9) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its Objects.
- (10) In furtherance of the Objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated bodies with which the Association may desire to amalgamate.
- (11) To make donations for public, charitable or community purposes.
- (12) To do other things necessary or convenient to be done in carrying out its affairs.

5. CLASSES OF MEMBERS

- (1) The Membership of the Association shall consist of Ordinary members who or which are members of any of the following classes of members:
 - (a) Catchment Management Associations
 - (b) Local Government Associations
 - (c) Land and Resource Conservation Associations
 - (d) Kambuwal Traditional Owner Group
 - (e) Landcare Associations
 - (f) Rural Industry Associations
- (2) The number of ordinary members is unlimited.

6. MEMBERSHIP

- (1) An applicant for membership of the association must be proposed by 1 member of the association (the “**proposer**”) and seconded by another member (the “**second**”).
- (2) An application for membership must be -
 - (a) in writing; and
 - (b) signed by the applicant and the applicant’s proposer and seconder; and
 - (c) in the form decided by the Executive.
- (3) The Executive must:
 - (a) consider an application for membership at the next meeting of the Executive held after it receives the application; and
 - (b) decide at the meeting whether to accept or reject the application.
 - (c) if a majority of the Executive members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member to the class of membership applied for, and
 - (d) the Secretary of the association must, as soon as practicable after the Executive decides to accept or reject an application, give the applicant a written notice of the decision.
- (4) The Kambuwal Traditional Owner Group has the ability to nominate two representatives on the basis that the two representatives are those elected by the Regional Aboriginal Advisory Group.
- (5) “**member**” includes a person attending as a proxy or as a delegate representing a member association that is a member.

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

7. TERMINATION OF MEMBERSHIP

- (1) A Member may resign from the Association at any time by giving notice in writing to the Secretary.
- (2) 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.
- (3) If a Member:-
 - (a) Fails to comply with any of the provisions of these Rules; or
 - (b) Conducts itself in a manner considered to be injurious or prejudicial to the character or interests of the Association; thenThe Executive may terminate a member's membership.
- (4) The Member concerned shall be given a full and fair opportunity to show why the membership should not be terminated.
- (5) If, after considering all representations made by the member, the Executive resolves to terminate the Membership it shall instruct the Secretary to give written notice of the decision to the member.

8. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- (1) An applicant whose application for Membership has been rejected or whose Membership has been terminated may within one (1) month of receiving written notification thereof, lodge with the Secretary written notice of the applicant's intention to appeal against the decision of the Executive.
- (2) Upon receipt of a notification of intention to appeal against rejection or termination of Membership the Secretary shall convene, within three (3) months of the date of receipt by the Secretary of such notice, a general meeting of the Association to determine the appeal.
- (3) At any such meeting the applicant shall be given the opportunity to fully present the applicant's case and the Executive or those Members thereof who rejected the application for Membership or terminated the Membership subsequently shall likewise have the opportunity of presenting its or their case.
- (4) The appeal shall be determined by the vote of the Members present at such meeting.
- (5) An applicant whose application is rejected and which does not appeal against the decision of the Executive within the time prescribed by these Rules or so appeals but the appeal is unsuccessful shall be entitled to a refund of any fee/s paid.

9. REGISTER OF MEMBERS

- (1) The Executive shall cause a register to be kept in which shall be entered the names and addresses of all Members admitted to Membership and the dates of their admission.
- (2) Particulars shall also be entered of resignations, terminations and reinstatements of Membership and any further particulars as the Association at any conference or meeting may require from time to time.
- (3) The register of Members shall be open for inspection at all reasonable times by a financial Member who previously applies to the 'Secretary for such inspection.

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

10. MEMBERSHIP FEES

Membership of the Association will not incur any Membership Fees.

11. EXECUTIVE

(1) Powers etc. of the Executive

- (a) The Executive shall be called the Executive of the Association and subject to the Act, the Regulations and these Rules, and to any resolution passed by the Association at an Annual General Meeting or an Ordinary Meeting:
 - (i) Shall control and arrange the affairs of the Association.
 - (ii) May exercise all such functions as may be exercised by the Association other than those functions that are required by these Rules to be exercised by an Ordinary Meeting of the Members of the Association.
 - (iii) Has power to perform all such acts and do all such things as appear to the Executive to be necessary or desirable for the proper management of the affairs of the Association: including appointing appropriately skilled persons to join the Executive Committee or a Sub-committee on an as needs basis.

(2) Membership of the Executive

- (a) The Executive of the Association shall consist of:
 - (i) A Chairperson who shall be elected by the Association;
 - (ii) 2 Deputy Chairpersons to be elected by the Association;
 - (iii) Treasurer; and
 - (iv) Any other members (but not greater than 4 members), which the association members elect or appoint at an Annual General Meeting or Special Ordinary Meeting.
- (b) A member of the Executive other than the secretary must be a member or delegate of a member of the Association.
- (c) The election of officers and other Executive Members shall take place in the following, manner:-
 - (i) Any two (2) members shall be at liberty to nominate any delegate of a member to serve as an officer or other Executive Member;
 - (ii) If a member is nominated to stand for election the member shall nominate in writing the member's delegate who shall be the member's delegate for the purpose of election to the Executive and who shall be the member's representative on the Executive.
 - (iii) The member's written nomination identifying the member's delegate must be received by the Secretary at least 14 days before the General Meeting.
 - (iv) The nomination may be in writing and signed by the member and the member's delegate and the member's proposer and seconder and be lodged with the Secretary at least fourteen (14) days before the Annual General Meeting at which the election is to take place. Nominations may be taken from the floor of the Annual General Meeting if a vacancy exists.
 - (v) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each Member by its delegate present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies. A list of candidate's names shall be posted in a conspicuous place in the office of the Association for at least 7 days prior to the Annual General Meeting and may be published on the Association's internet website (if any) at the discretion of the Executive Committee.

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

- (vi) Each Member of the class of Catchment Management Associations shall have the right to each cast three (3) votes in favour of each candidate standing for election.
 - (vii) All members of any other classes of members shall have the right to cast one vote each in favour of each candidate standing for election.
- (e) Members of the Executive are elected for a term of two years. At the completion of that term the Executive members must retire from office but are eligible to nominate for re-election. Members of the Executive can only nominate for three consecutive terms at which point they must retire for at least one year and are then eligible for re-nomination.

(3) Secretary

- (a) If the Association has not appointed an interim officer as Secretary for the Association before its incorporation, the Executive Members must ensure a secretary is appointed or elected for the Association within fourteen (14) days after incorporation.
- (b) If a vacancy happens in the office of Secretary, the Executive Members must appoint or elect a Secretary within fourteen (14) days after the vacancy happens.
- (c) The Secretary must be a person residing in the State of Queensland who is:-
 - (i) An individual elected by the Association as Secretary; or,
 - (ii) An Executive Member appointed by the Executive as Secretary; or,
 - (iii) Appointed by the Executive as Secretary (whether or not the person is an individual).
- (d) The Executive may appoint and remove the Secretary at any time.
- (e) If the Secretary is appointed in accordance with Rule 1 1(3)(c)(iii) the Executive may resolve to remunerate the Secretary for works performed.

(4) Vacancies on the Executive

- (a) The Executive shall have power at any time to appoint any individual to fill any casual vacancy on the Executive until the next Annual General Meeting.
- (b) The continuing Executive Members may act notwithstanding any casual vacancy in the Executive, 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 Executive, the continuing Executive Member of Executive Members may act for the purpose of increasing the number of Executive Members to that number or of summoning a meeting of the Association, but for no other purpose.

(5) Resignation or Removal from Office of Member of the Executive

- (a) Any Executive Member may resign from Membership of the Executive 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 Executive Member may be removed from office at a meeting of the Association where that Executive Member shall be given the opportunity to show cause why he or she should not be removed from office.
- (b) The question of removal shall be determined by the vote of the Members present at such a meeting.
- (c) There is no right of appeal against an Executive Member's removal from office under this section.

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

(6) Meetings and Quorum

- (a) The Executive shall meet at least once throughout each period of four (4) months at such time and place as the Executive may determine.
- (b) Oral or written notice of a meeting of the Executive shall be given by the Secretary to each Member of the Executive at least forty-eight (48) hours (or such other reasonable time) before the time appointed for the holding of the meeting.
- (c) Notice of meeting given under Rule 1 (6) (b) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting except business which the Executive Members present at the meeting unanimously agree to treat as urgent business.
- (d) At every meeting of the Executive a simple majority of Members equal to the number of Members elected and appointed to the Executive as at the close of the last Annual General Meeting of the Members shall constitute a quorum.
- (e) The minutes of every Executive meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding Executive meeting verifying their accuracy.
- (f) a member may vote in person or by proxy or by attorney and:
 - (i) on a show of hands, each person present who is a member or a representative of a member has 1 vote unless otherwise stated in these Rules; and
 - (ii) in a secret ballot, each member present in person or by proxy or by attorney or other properly authorised representative has 1 vote unless otherwise stated in these Rules, and
- (g) an instrument appointing a proxy must be in writing, and—
 - (i) if the appointer is an individual -signed by the appointer or the appointer's attorney properly authorised in writing; or
 - (ii) if the appointer is a corporation -either under seal or signed by a properly authorised officer or attorney of the corporation; and
- (h) a proxy may be a member of the association or another person; and
- (i) the instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot; and
- (j) if someone wants to give a member an opportunity to vote for or against a resolution, the instrument appointing a proxy must be in the following or like form :

ASSOCIATION:

I, _____ of _____,
being _____,
a member of the association, appoint _____ of _____,

as my proxy to vote for me on my behalf at the (annual) general meeting of the association, to be held on the _____ day of _____, 20____, and at any adjournment of the meeting.

Signed this _____ day of _____, 20____.

Signature.

This form is to be used _____ *in favour of _____ the resolution.
_____ *against _____

* Strike out whichever is not wanted. (Unless otherwise instructed, the proxy may vote as the proxy considers appropriate.); and

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

- (k) each instrument appointing a proxy must be given to the secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.

(7) Voting and Decisions

- (a) Questions arising at a meeting of the Executive shall be determined by a majority of votes of Members of the Executive present at the meeting with the Chairperson having the right of a casting vote in addition to a primary vote if required.

(8) Delegation of Powers of the Executive

- (a) The Executive may delegate any of its powers to a sub-committee consisting of such individuals as the Executive thinks fit.
- (b) Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Executive.
- (c) A sub-committee may elect a Chairperson of its meetings.
- (d) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within ten (10) minutes after the time appointed for holding the meeting the individuals present may choose one (1) of their number to be Chairperson of the meeting.
- (e) A sub-committee may meet and adjourn as it thinks proper.
- (f) Questions arising at any meeting shall be determined by a majority of votes of the individuals present and, in the case of an equality of votes, the Chairperson of the meeting shall have a casting vote in addition to a primary vote if required.

(9) Duties of the Chairperson

The duties of the Chairperson shall be:

- (a) To preserve order and conduct meetings of the Association in a businesslike manner in accordance with the Rules; and
- (b) To conduct the business of the Association in liaison with the Secretary between meetings.

(10) Duties of the Deputy Chairpersons

During any absence of the Chairperson it shall be the duty of one of the Deputy Chairpersons to assume the role of the Chairperson and shall have all the powers and responsibilities of that office.

(11) Duties of the Secretary

The Secretary shall exercise and perform all of the usual Secretary's functions and generally attend to the secretarial work of the Association and in particular shall:-

- (a) Keep and maintain a roll of Members;
- (b) Keep and maintain Minutes of all proceedings of meetings of the Association; and,
- (c) Safely and securely keep all the records of the Association at a place to be decided by the Association.
- (d) Shall not have a primary right to vote as a member of the Executive committee unless the secretary has been elected and not appointed as a member of the Executive Committee.

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

(12) Acts Not Affected by Defects or Disqualifications

All acts done by any meeting of the Executive or of a sub-committee or by any individual acting as an Executive Member shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such Executive Member or individual acting as aforesaid, or that the Executive Members or any of them were disqualified, be as valid as if every such Executive Member or individual had been duly appointed and was qualified to be an Executive Member.

(13) Resolutions of the Executive Without Meeting

- (a) A resolution in writing signed by all of the Executive Members for the time being entitled to receive notice of a meeting of the Executive shall be as valid and effectual as if it had been passed at a meeting of the Executive duly convened and held.
- (b) Any such resolution may consist of several documents in like form, each signed by one (1) or more Executive Members.

(14) Telephone General and Executive Meetings

- (a) For the purpose of these rules, the contemporaneous linking together by telephone, radio, closed circuit television or other electronic means of audio or audio/visual communication or other means of communication of a number of the Association and or Executive members not less than the quorum together with the secretary, whether or not any one or more of the Association or Executive members is out of the Commonwealth of Australia, shall be deemed to constitute a meeting of the Association or Executive and all the provisions in these rules as to meeting of the Association or Executive shall apply to such meetings as long as the following conditions are met:
 - (i) All the members for the time being entitled to receive notice of a meeting of the Association or Executive shall be entitled to notice of a meeting by telephone or other means of communication and to be linked by telephone or such other means for the purposes of meeting. Notice of any such meeting may be given on the telephone or other means of communication;
 - (ii) Each of the members taking part in the meeting by telephone or other means of communication and the secretary must be able to hear each of the other members taking part at the commencement of the meeting;
 - (iii) At the commencement of the meeting each member must acknowledge his/her presence for the purpose of the meeting of the Association or the Executive of the association to all the other members taking part;
- (b) A member may not leave the meeting by disconnecting the telephone or other means of communication unless he or she has previously obtained the express consent of the Chairperson of the meeting and the member shall be conclusively presumed to have been present and to have formed part of the quorum at all times during the meeting by telephone or other means of communication unless he or she has previously obtained the express consent of the Chairperson of the meeting to leave the meeting as aforesaid.
- (c) A minute of the proceedings at such meeting by telephone or other means of communication shall be sufficient evidence of such proceedings and of the observance of all necessary formalities if certified as a correct minute by the Chairperson of the meeting and by the secretary.

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

12. MEETINGS

(1) Procedure at Meetings

- (a) Unless otherwise provided by these Rules, at every Ordinary Meeting or Annual General Meeting:-
 - (i) The Chairperson shall preside as Chairperson, or if there is no Chairperson, or if the Chairperson is not present within fifteen (15) minutes after the time appointed for the holding of the meeting or is unable to act, it shall be the duty of one of the Deputy Chairpersons to assume the role of the Chairperson or if the Deputy Chairpersons are not present or they are unable to act then the Delegates present shall elect one (1) of their Delegates to be Chairperson of the meeting.
 - (ii) The Chairperson shall maintain order and conduct the meeting in a proper and orderly manner.
 - (iii) Every question, matter or resolution shall be decided by a majority of votes of the Members present.
 - (iv) The Secretary shall cause full and accurate Minutes of all questions, matters, resolutions and other proceedings of every meeting to be kept in secure manner and to be open for inspection at all reasonable times by any Member which previously applies to the Secretary for that inspection.

(2) Voting

- (a) Voting shall be by show of hands unless a majority of Members in attendance at a meeting decides that a secret ballot shall take place in relation to a particular subject.
- (b) The Chairperson shall appoint two (2) Members to conduct the secret ballot in such manner as the Chairperson shall determine and the result of the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting, at which the ballot was demanded.
- (c) In the event of equality of votes, the Chairperson shall have a casting vote in addition to a primary vote.
- (d) All questions arising at a meeting, other than questions of order or procedure which shall be decided by the Chairperson, shall be decided by a majority of votes cast at such meeting.

(3) Ordinary Meetings

- (a) The first Ordinary Meeting must be held not less than one (1) month, and not more than three (3) months, after the day the Association is incorporated.
- (b) The Executive must decide where the meeting is to be held.
- (c) The business to be transacted at the first Ordinary Meeting must include the appointment of an Auditor.
- (d) Ordinary Meetings shall be held as often as the Association shall by resolution determine, provided that Ordinary Meetings of the Association shall be held at least once in each six (6) month period.

A minimum of fourteen (14) working days notice shall be given of every Ordinary Meeting.

- (e) The Minutes of every Ordinary Meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding Ordinary Meeting.
- (f) A quorum for an Ordinary Meeting of the Association shall be a simple majority of Members.

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

(4) Special Ordinary Meetings

- (a) The Secretary shall convene a Special Ordinary Meeting by sending out notice of the meeting within fourteen (14) days of:-
 - (i) Being directed to do so by the Executive; or,
 - (ii) Being given a requisition in writing signed by a majority of the Executive Members.
- (b) A requisition mentioned in Rule 12.4(a)(ii) shall clearly state the reasons why such Special Ordinary Meeting is being convened and the nature of the business to be transacted thereat.
- (c) A quorum for a Special Ordinary Meeting of the Association shall be a simple majority of Members.

(5) Annual General Meetings

- (a) The Annual General Meeting of the Association shall be held each year at which the following matters shall be considered:-
 - (i) A report on the previous year's activity of the Association including the statement of income and expenditure, assets, liabilities and securities affecting the Association's property for the last financial year;
 - (ii) A report by the Auditor on the books and accounts and financial affairs of the Association for the last financial year; and,
 - (iii) An audited statement for adoption by the meeting;
 - (iv) Election of members of the Executive;
 - (v) The appointment of an Auditor for the coming year.
- (b) A quorum for an Annual General Meeting of the Association shall be a simple majority of Members.
- (c) A minimum of fourteen (14) working days notice shall be given of every Annual General Meeting.
- (d) The Minutes of the Annual General Meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding Annual General Meeting.

13. FUNDS AND ACCOUNTS

- (1) The funds of the Association shall be banked in the name of the Association in such bank or other financial institution as the Executive Committee may from time to time direct.
- (2) Proper books and accounts shall 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 like nature.
- (3) All monies shall be banked as soon as practicable after receipt thereof.
- (4) All amounts being paid shall be signed /authorised by a Member of the Executive and a delegated Senior Management Officer.
- (5) Cheques shall be crossed "not negotiable" except those in payment of petty cash recoupmets which may be open.
- (6) The Executive shall determine the amount of petty cash which shall be kept on the imprest system.
- (7) All expenditure shall be approved or ratified at an Executive Meeting.

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

- (8) As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared a statement containing particulars of:-
- (a) The income and expenditure for the financial year just ended; and
 - (b) The assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.
- (9) All such statements shall be examined by the Auditor who shall present his/her report upon such audit to the Treasurer prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.
- (10) The income and property of the Association shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or by way of profit to the Members of the Association.
- (11) Clause 13 (10) shall not prevent the payment in good faith of interest to any such Member in respect of monies advanced by the Member to the Association or otherwise owing by the Association to the Member.
- (12) Public Fund
- (a) The objective of the fund is to support the organisation's environmental purposes/
 - (b) Members of the public are to be invited to make gifts of money or property to the fund for the environmental purposes of the organisation.
 - (c) Money from interest or donations, income derived from donated property, and money from the realisation of such property is to be deposited into the fund.
 - (d) A separate bank account is to be opened to deposit money donated to the fund, including interest accruing thereon, and gifts to it are to be kept separate from other funds of the organisation.
 - (e) Receipts are to be issued in the name of the fund and proper accounting records and procedures are to be kept and issued for the fund.
 - (f) The fund will be operated on a not-for-profit basis.
 - (g) A committee of management of no fewer than three persons will administer the fund. The committee will be appointed annually by the organisation. A majority of the members of the committee are required to be 'responsible persons' as defined by the Guidelines to the Register of Environmental Organisations.
 - (h) The Association agrees to comply with any rules that the Treasurer and the Minister with responsibility for the environment may make to ensure that gifts made to the fund are only used for its principal purpose.
 - (i) The Association agrees to notify the Department as soon as possible if:
 - a. it changes its name or the name of its public fund; or
 - b. there is any change to the membership of the management committee of the public fund; or
 - c. there has been any departure from the model rules of the public fund.
 - (j) Any allocation of funds or property to other persons or organisations will be made in accordance with the established purposes of the Association and not influenced by the preference of the donor.
 - (k) Statistical information requested by the Department of donations to the Public Fund will be provided within four months of the end of the financial year. An audited financial statement for the Association and its public fund will be supplied with the annual statistical return. The statement will provide information on the expenditure of public fund monies and the management of public fund assets.

QUEENSLAND MURRAY-DARLING COMMITTEE INC. RULES

14. INSURANCES

- (1) The Executive shall effect and maintain insurance pursuant to Section 38(f) of the Act.
- (2) In addition to the insurance required under Rule 14(l), the Association may effect and maintain other insurance.

15. DOCUMENTS

The Executive shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

16. FINANCIAL YEAR

The financial year of the Association shall close on 30 June in each year.

17. COMMON SEAL

The Executive shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the Authority of the Executive and every instrument to which the seal is affixed shall be signed by one (1) Executive Member and a delegated Senior Management Officer.

18. OFFICE

The Office of the Association shall be at such place as the Association may from time to time appoint.

19. ALTERATION OF RULES

Subject to the provisions of the Act these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any Annual General Meeting or Ordinary Meeting provided that no such amendment, recession or addition shall be valid unless the same shall have been previously submitted to and approved by the Director-General, Department of Fair Trading.

20. DISTRIBUTION OF SURPLUS ASSETS

- (1) If the Association shall be wound up, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the Objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their Members to any extent at least as great as is imposed on the Association under or by virtue of Rule 10, such institution or institutions to be determined by the Members of the Association.
- (2) In the case of the winding-up of the Association's Public Fund, any surplus assets are to be transferred to another fund, with similar objectives, which is on the Register of Environmental Organisations.