



Bay Islands Conservation Inc.

ABN 167 969 116 80

CONSTITUTION AND MODEL RULES

RULE 1. NAME

1. The name of the Incorporated Organisation is BAY ISLANDS CONSERVATION INC. herein after called BICI.

1.1. BICI is a not-for-profit, non-political and non-sectarian organisation.

RULE 2. OBJECTS

2. The objects for which BICI is established are:

2:1. To protect, conserve and restore flora and fauna of the Southern Moreton Bay Islands ("SMBI") and the surrounding Moreton Bay and its unique marine and estuarine environments (turtles, seagrass, dugongs) by, for example, addressing issues such as erosion and water quality.

2:2. To initiate, manage, operate and/or support conservation, education and community projects.

2:3. To promote the SMBI and their uniqueness and to promote eco-tourism

2:4. To promote local interest in the wetlands and conservation areas on the SMBI

2:5. To help the residents of the SMBI to:

- Be aware of the impact of their lifestyle on the environment
- Gain knowledge on how to preserve and conserve their area
- Gain knowledge about the diversity of local flora and fauna, including:
 - o What is precious/unique/beautiful
 - o What is threatened
 - o What is of particular environmental significance
- Minimise urban impact on conservation areas, including trashing of junk and vehicles, unrestrained cats and dogs, and weed infestation
- Be informed about local, national and international environmental issues

2.6 To develop relationships with local and state government departments and stake holders in regard to environmental issues.

2.7 To publish Newsletters to keep members informed of BICI activities and future events.

RULE 3. POWERS

3:1. BICI has, in the exercise of its affairs, all the powers of an individual.

3:2. BICI may, for example:

3:2:a. enter into contracts; and

3:2:b. acquire, hold, deal with and dispose of property; and

3:2:c. make charges for services and facilities it supplies; and

3:2:d. do other things necessary or convenient to be done in carrying out its affairs.

3:3. Where it furthers the objects of BICI to amalgamate with any one or more other organisations having similar objects, the other organisation(s) must have rules prohibiting the distribution of its (their) assets and income to members.

RULE 4. CLASSES OF MEMBERSHIP

4.1. The membership of BICI shall consist of any of the following classes of Members:

4:1:a. Ordinary Members. An Ordinary Member has full membership rights including the right to vote.

4:1:b. Associate Members. An Associate Member has all other membership rights except the right to vote.

4:1:c. Honorary Members. An honorary member has all other membership rights except the right to vote.

4.2. The number of Ordinary Members and Associate Members shall be unlimited.

RULE 5. MEMBERSHIP PROCEDURES

5.1. The application for Ordinary and Associate membership shall be made in writing or online.

5.2. New Ordinary membership applicants are automatically accepted as Associate Members.

5.3. Honorary membership can be awarded to anyone in recognition of their contributing time, effort or resources to BICI run or supported projects. A person may be nominated for honorary membership by any BICI member in writing or online.

5.4. Residents of Southern Moreton Bay Islands (SMBI) are eligible to vote and become ordinary members after attending two general meetings within a twelve month period subject to admission according to rule 7.1.

5.5. Associate members, who are not SMBI residents, can apply to become ordinary members after a period of one year and after attending at least three general meetings.

5.6. Due to changes in technology, members who would like to receive updates, newsletters and other information including but not confined to notice of meetings can only expect to receive such if they have or have access to an email address.

RULE 6. MEMBERSHIP FEES

6:1. The Membership fees for each class of membership shall be such sum as the members shall from time to time at any general meeting so determine.

6:2. The Membership fees for each class of membership shall be payable at such time and manner as the management committee shall from time to time determine.

6:3. A financial member at any material time is a member who is not then indebted to BICI in respect of annual subscription or levy or other payment whatsoever.

6:4. Only those **ordinary** members who are financial members at the time shall be entitled, subject to the lawful procedure of the meeting, to vote upon any motion at any general meeting of the organisation.

RULE 7. ADMISSION AND REJECTION OF MEMBERS

7:1. If the Management Committee or a group of ordinary members equal to the Management Committee plus one expresses concerns about the eligibility of a new or existing member, that member's membership shall become subject to review and vote at the next general meeting.

7:2. The acceptance and rejection is based on a majority vote, including proxies, of financial ordinary members present at the next general meeting.

7:3. Upon the acceptance or rejection of the reviewed membership for any class of membership the Secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

RULE 8. TERMINATION OF MEMBERSHIP

8:1. A member may resign from BICI at any time by giving notice in writing to the Secretary.

8:2. 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 the later date.

8:3. If a member:

8:3:a. is convicted of an indictable offence; or

8:3:b. fails to comply with any of the provisions of these Rules: or

8:3:c. has membership fees in arrears for a period of two months or more; or

8:3:d. conducts himself or herself in a manner considered to be injurious or prejudicial to the character or interests of BICI, the Management Committee or ordinary member/s shall bring the matter to the next general meeting for consideration, whether the member's membership shall be terminated.

8:4. The member concerned shall be given a full and fair opportunity of presenting the member's case and if the General Meeting resolves to terminate the membership it shall instruct the Secretary to advise the member in writing accordingly.

RULE 9. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

9:1. A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving written notification thereof, lodge with the Secretary written notice of the person's intention to appeal against the decision of the General Meeting.

9:2. Upon receipt of a notification of intention to appeal against rejection or termination of membership the Secretary shall convene, within three months of the date of receipt by the Secretary of such notice, a General Meeting to determine the appeal.

9:3. At any such meeting the applicant shall be given the opportunity to fully present the member's case and the General Meeting or those members thereof who rejected the application for membership or terminated the membership subsequently shall likewise have the opportunity of presenting their case.

9:4. The appeal shall be determined by the vote of the members present at such meeting.

9:5. Where a person, whose application is rejected, does not appeal against the decision of the General Meeting within the time prescribed by these Rules or so appeals but the appeal is unsuccessful, the Secretary shall forthwith refund the amount of any fee paid.

RULE 10. REGISTER OF MEMBERS

10:1. The Management Committee shall cause a register to be kept by the Secretary, in which shall be entered the names, residential addresses and email addresses (if any) of all persons admitted to membership of BICI, class of membership and dates of admission. The Register can also be held in a Computer Database, that can be printed out if required.

10:2. Particulars shall also be entered into the Register, (or Computer Database), of any changes, deaths, resignations, terminations, or reinstatement's of membership and any further particulars as the Management Committee or the members at a General Meeting, may require from time to time.

10:3. A version of the Register, (or a Computer print-out), shall be open for inspection at all reasonable times by any member who previously applies to the Secretary for such inspection, but shall only include name, membership status and island of residence/suburb.

RULE 11. SECRETARY

11:1. If a vacancy happens in the office of Secretary, the members of the Management Committee must appoint or elect an interim Secretary, within one month after the vacancy happens, until the next AGM.

11:2. The Secretary must be an individual residing in Queensland, who is:

11:2:a. a member of BICI elected by BICI as Secretary; or

11:2:b. a member of BICI Management Committee appointed by the Committee as Secretary

RULE 12. MEMBERSHIP OF MANAGEMENT COMMITTEE

12:1. The Management Committee of BICI shall consist of a minimum of three members, President, Treasurer, and Secretary (12:2:a.; 12:2:b.; 12:2:c.as below), all of whom shall be ordinary members of BICI, and such number of other ordinary members as the members of BICI at any General Meeting may from time to time, elect or appoint.

12:2. To achieve these things the Group shall, at its Annual General Meeting elect Office Bearers to fill all the following positions:

12:2:a. President

12:2:b. Treasurer

12:2:c. Secretary.

12:3. No Office Bearer may hold more than one of the committee positions (12:2:a, 12:2:b, 12:2:c).

12:4. At the Annual General Meeting of BICI, all Office Bearers and the Members of the Management Committee for the time being, shall retire from office but shall be eligible upon nomination for re-election.

12:5. The election of officers and other members of the Management Committee shall take place in the following manner:

12:5:a. Any two members of BICI shall be at liberty to nominate any other member to serve as an officer or other member of the Management Committee.

12:5:b. The nomination, which shall be in writing and signed by the member and his proposer and seconder, shall be lodged with the Secretary at least 14 (fourteen) days before the Annual General Meeting at which the election is to take place.

12:5:c. A list of candidates' names in alphabetical order, with the proposers' and seconders' names, shall be posted or emailed to financial members at least 7 (seven) days before the date of the Annual General Meeting.

12:5:d. Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies.

12:5:e. Should, at the commencement of such meeting, there be insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

RULE 13. RESIGNATION OR REMOVAL FROM OFFICE OF A MEMBER OF THE MANAGEMENT COMMITTEE

13:1. Any member of the Committee may resign from membership of the Management Committee at any time by giving notice in writing to the Secretary. Such resignations 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. Such member may be removed from office at a General Meeting of BICI where that member shall be given the opportunity to fully present the member's case.

13:2. The question of removal shall be determined by the majority vote of the members present at such General Meeting.

13:3. There is no right of appeal against a member's removal from office under this section.

RULE 14. VACANCIES ON MANAGEMENT COMMITTEE

14:1. In case of a vacancy on the Management Committee, a general meeting shall be called within one month and a vote shall take place to fill the casual vacancy on the Management Committee until the next Annual General Meeting.

RULE 15. FUNCTIONS OF THE MANAGEMENT COMMITTEE

15:1. Except as otherwise provided by these Rules and subject to resolutions of the members of BICI carried at any General Meeting, the Management Committee:

15:1:a. shall have the general control and management of the administration of the affairs, property and funds of BICI: and shall provide a report to the members at the subsequent general meeting.

15:1:b. only has the power to spend funds after approval by the ordinary members at a general meeting, with the exception that the Management Committee can authorize the use of up to \$100 from the float for day to day expenses, receipts are to be kept and a report of expenditure provided to the next general meeting. The float can be topped up at the end of each calendar month.

15:1:c. cannot start a new project until it has been presented to a general meeting and been ratified by a majority vote of members present at the meeting.

15:2. The Management Committee may exercise all the powers of BICI:

15:2:a. to borrow or raise or secure the payment of money in such manner as the members of BICI may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by BICI in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of BICI's property, both present and future, and to purchase, redeem or pay-off any such securities.

15:2:b. to borrow amounts from members and to pay interest on the amounts borrowed and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of BICI, and to provide and pay off any such securities.

15:2:c. to invest in such manner as the members of BICI may from time to time determine.

15:3. For sub-section 15:2:b. the rate of interest must not be more than the rate for the time being charged for overdrawn accounts for money lent (whatever the term of the loan) by :

15:3:a. the financial institution for BICI; or

15:3:b. If there is more than one financial institution for BICI - the financial institution nominated by BICI.

RULE 16. MEETINGS OF THE MANAGEMENT COMMITTEE

16:1. The Management Committee shall meet at least once every four calendar months to exercise its functions.

16:2. The Management Committee must decide how a meeting is to be called.

16:3. Notice of a meeting is to be given in a way decided by the Management Committee.

16:4. A special meeting of the Management Committee shall be convened by the Secretary on the requisition in writing, signed by not less than one-third of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.

16:5. At every meeting of the Management Committee, a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee as at the close of the last General Meeting of the members shall constitute a quorum.

16:6. Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit.

16:7. However, questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the Chair has the casting vote.

16:8. A member of the Management Committee shall not vote in respect of any contract or proposed contract with BICI, in which the member is interested, or any matter arising there from, and if the member does so vote the member's vote shall not be counted.

16:9. Not less than twenty four (24) hours notice shall be given by the Secretary to members of the Management Committee of any special meeting of the Management Committee.

16:10. Such notice shall clearly state the nature of the business to be discussed thereat.

16:11. The President shall preside as Chairperson at every meeting of the Management Committee, or if there is no President, or if at any meeting the President is not present within ten minutes after the time appointed for holding the meeting, then the members may choose one of their number to be Chairperson of the meeting.

16:12. If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the request of members of the Management Committee, shall lapse.

16:13. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

RULE 17. DELEGATION OF POWERS OF MANAGEMENT COMMITTEE

17:1. The Management Committee may delegate any of its powers to a Sub-Committee consisting of such members of BICI as the Management Committee thinks fit.

17:2. 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 Management Committee.

17:3. A Sub-Committee may elect a Chairperson of its meetings.

17:4. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their number to be Chairperson of the meeting.

17:5. A Sub-Committee may meet and adjourn as it thinks proper.

17:6. Questions arising at any meeting of a Sub-Committee shall be decided by a majority of votes and, in the case of equality of votes, the Chair has the casting vote.

RULE 18. ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

18. All acts done by any meeting of the Management Committee or of a Sub-Committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.

RULE 19. RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING.

19:1. A written resolution signed by each member of the Management Committee is as valid and effectual as if it had been passed at a Committee Meeting that was properly called and held, as long as all resolutions act in the spirit and wording of the current constitution and do not alter it in any way.

19:2. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

RULE 20. ANNUAL GENERAL MEETING

20. Annual General Meeting must be held

20:a. within six (6) months after the end of BICI's financial year.

RULE 21. BUSINESS TO BE TRANSACTED AT ANNUAL GENERAL MEETING

21. The following business must be transacted at the Annual General Meeting:

21:a. the receiving of the statement of income and expenditure, assets and liabilities and of mortgages, charges and securities affecting the property of BICI for the preceding financial year;

21:b. the receiving of the Auditor's report on the financial affairs of BICI for the last financial year in the case an Auditor has been engaged;

21:c. the presenting of the audited statement to the meeting for adoption;

21:d. the election of Office Bearers and Members of the Management Committee;

21:e. the appointment of an Auditor if it is deemed necessary by the Management Committee;

RULE 22. SPECIAL GENERAL MEETINGS

22:1. The Secretary must call a Special General Meeting by giving each member of BICI notice of the meeting within 14 days after:

22:1:a being directed to call the meeting by the Management Committee; or

22:1:b being given a written request signed by:

(i) at least 33% of the number of members of the management committee when the request is signed; or

(ii) at least the number of ordinary members of BICI equal to double the number of members of BICI on the management committee when the request is signed plus 1; or

22:1:c being given a written notice of an intention to appeal against the decisions of the management committee:

(i) to reject an application for membership; or

(ii) to terminate a person's membership.

22:2. A request mentioned in sub-rule 22:1:b must state:

22:2:a why the special general meeting is being called; and

22:2:b the business to be conducted at the meeting.

22:3 A special general meeting must be held within 3 months after the Secretary:

22:3:a is directed to call the meeting by the management committee; or

22:3:b is given the written request mentioned in sub-rule 22:1:b; or

22:3:c is given the written notice of an intention to appeal mentioned in sub-rule 22:1:c

22:4 If the Secretary is unable or unwilling to call the special meeting, the President must call the meeting.

RULE 23. QUORUM AT GENERAL MEETING

23:1. At any General Meeting the number of members required to constitute a quorum shall be the number of members presently on the Management Committee plus one.

23:2. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business.

23:3. For the purposes of this rule:

"Member" includes a person attending as a Proxy or as representing a Corporation which is a member.

23:4. If within half an hour from the time appointed for the commencement of a General Meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or BICI, shall lapse.

23:5. In any other case it shall stand adjourned for at least 7 days to such date, time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.

23:6. The Chairperson may, with the consent of the meeting at which a quorum of ordinary members is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

23:7. When a meeting is adjourned for 30 (thirty) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

23:8. Except as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

RULE 24. NOTICE OF GENERAL MEETINGS

24:1. The Secretary shall convene all General Meetings of BICI by giving not less than 14 (fourteen) days notice of any such meeting to the members of the Group.

24:2. The manner by which such notice shall be given shall be determined by the Management Committee.

24:3. However, notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of the member's membership by the Management Committee, shall be given in writing.

24:4. Notice of a General Meeting shall state the business to be discussed at the meeting.

RULE 25. PROCEDURE AT GENERAL MEETING

25:1. Unless otherwise provided by these rules, at every General Meeting:

25:1:a. the President shall preside as Chairperson, or if there is no President, or if the President is not present within 15 (fifteen) minutes after the time appointed for the holding of the meeting or is unwilling to act, then the members present shall elect one of their number to be Chairperson of the meeting; and

25:1:b. the Chairperson shall maintain order and conduct the meeting in a proper and orderly manner; and

25:1:c. every question, matter or resolution shall be decided by a majority of votes of members present however, if the motion proposed is the same or similar to any motion voted on in the last 12 months then the vote cannot proceed or if the motion has been voted on previously and a majority of members agreed to revisit the issue then the matter will be held over and out to a vote at the next general meeting; and

25:1:d. every financial **ordinary** member present shall be entitled to one vote and in the case of an equality of votes the Chairperson shall have a second or casting vote, provided that no member shall be entitled to vote at any general meeting if the member's annual subscription is in arrears at the date of the meeting; and

25:1:e. voting shall be by show of hands or a division of **ordinary** members, unless not less than one-fifth of the members present demand a ballot, in which event there shall be a secret ballot; and

25:1:f. the Chairperson shall appoint two **ordinary** 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; and

25:1:g. a member may vote in person or by Proxy or by Attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by Proxy or by Attorney or other duly authorised representative shall have one vote; and

25:1:h. the instrument appointing a Proxy shall be in writing, in the common or usual form under the hand of the appointer or of the appointor's Attorney duly authorised in writing or, if the appointer is a Corporation, either under seal or under the hand of an officer or Attorney duly authorised; and

25:1:i. a Proxy may, but need not be, a member of BICI; and

25:1:j. the instrument appointing a Proxy shall be deemed to confer authority to demand or join in demanding a secret ballot; and

25:1:k. where it is desired to allow members an opportunity of voting for or against a resolution. The instrument appointing a Proxy shall be in the following form or a form as near thereto as circumstances permit:

PROXY FORM – BAY ISLANDS CONSERVATION INC.

I,.....of

being a member of Bay Islands Conservation Inc., hereby appoint

.....of

or failing the member:

.....of

as my Proxy to vote for me on my behalf at the * Annual / * General Meeting of BICI to be held on the:

...../...../.....(dd/mm/yyyy), and at any adjournment thereof.

Signed..... Date/...../..... (dd/mm/yyyy)

This form is to be used * in favour of / * against the resolution. * Strike out whichever is not desired. (Unless otherwise instructed, the Proxy may vote as the Proxy thinks fit. An open Proxy is valid for one year from the date of signature).

25:1:l. the form appointing a Proxy shall be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and

25:1:m. the Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and Annual or General Meeting to be entered in a book and/or Computer with a master file of print-outs to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection.

25:2. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairperson of that meeting, or the Chairperson of the next succeeding Management Committee meeting, verifying their accuracy.

25:3. Similarly, the minutes of every General meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding General Meeting.

25:4. However, the minutes of any Annual General Meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding General Meeting or Annual General Meeting.

RULE 26. BY-LAWS

26. The Management Committee may from time to time make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of BICI and any by-law may be set aside by a General Meeting of members.

RULE 27. ALTERATION OF RULES

27:1. 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.

27:2. However amendment, rescission or addition is valid only if it is registered by the Chief Executive.

RULE 28. COMMON SEAL

28:1. The Management Committee shall provide for a Common Seal and for its safe custody.

28:2. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the Secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

RULE 29. FUNDS AND ACCOUNTS

29:1. The funds of the Association must be kept in the name of "BAY ISLANDS CONSERVATION INC." in a financial institution decided by the Management Committee.

29:2. 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 BICI and the particulars usually shown in books of a like nature.

29:4. Payments can be made either by cheque or by internet banking. When paid by cheque, all cheques need to be signed by any two of the President, Secretary or Treasurer. Amounts under \$100 can be authorized by any Management Committee member, but the Treasurer is to be notified immediately by email and a receipt is to be generated and filed. Payments by internet banking must be authorized by both Secretary and Treasurer and a written receipt signed by both is to be filed by the Treasurer.

29:5. Cheques shall be crossed "*Not Negotiable*" except those in payment of allowances, or petty cash recoupment's which may be open.

29:6. The Management Committee shall maintain a float (petty cash) of \$100, as per section 15:1:b.

29:7. All expenditure shall be approved or ratified at a Management Committee meeting.

29:8. As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared a financial statement containing particulars of:

29:8:a. the income and expenditure for the financial year just ended; and

29:8:b. the assets and liabilities and of all mortgages, charges and securities affecting the property of BICI at the close of that year.

29:9. If an Auditor has been engaged by the Management Committee, the Auditor must examine the financial statement prepared under subsection 29:8 and present a report on it to the Secretary before the next Annual General Meeting following the financial year for which the audit was made.

29:10. The assets and income of BICI shall be applied solely in furtherance of its above mentioned objectives and no portion shall be distributed directly or indirectly to the members of BICI except as bona fide compensation for services rendered or expenses incurred on behalf of the Association, with the authority of the Management Committee.

RULE 30. DOCUMENTS

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

RULE 31. FINANCIAL YEAR

The Financial Year of BICI shall close on the 31st of December in each year.

RULE 32. DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY

32:1. This rule applies if the association-

- (a) is wound-up under part 10 of the Act; and
- (b) has surplus assets.

32.2. The surplus assets must not be distributed among the members of the association.

32.3. The surplus assets must be given to another entity -

- (a) having objects similar to the association's objects; and
- (b) the rules of which prohibit the distribution of the entity's income and assets to its members.

32.4. In this rule - "*surplus assets*" see section 92(3) of the Act.

----- Date----- (dd/mm/yyyy)
President

----- Date----- (dd/mm/yyyy)
Secretary