



Women's Royal Australian Army Corps Association (Qld) Inc

Incorporation Number: IA14909

By-Laws

Version 2.08

Version control

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APPENDICIES

- Appendix A Application Form**
- Appendix B Nomination Form (Management Committee)**
- Appendix C Proxy Form (Annual General Meeting)**
- Appendix D Proxy Form (Resolution)**
- Appendix E Rules for Debate**

1. Introduction

These By-Laws are an addendum to the WRAAC Association Queensland Incorporated Rules of Association.

Our objects of the Association are to stimulate interest and promote the Corps by:

- a) Fostering and strengthening the ties of camaraderie; companionship and well-being of members;
- b) Assisting members of the Association who are in need; and
- c) Preserving the service history of the Corps and the women who have served in the Corps.

These By-Laws are divided into the following parts:

- 2 Membership;
- 3 Management Committee;
- 4 General and Annual General meetings; and
- 5 General

2. Membership

2.1 Classes

The following categories of membership are available:

Ordinary member -

Served in the Women's Royal Australian Army Corps between the years 1951 to 1985.

Must show Proof of Service by providing a copy of their discharge certificate, or a Completion of Service letter.

Membership shall become effective following an annual payment and approval process of the Management Committee.

Associate member -

Members of the RAANC, WRAC, NZ WRAC and other allied female soldiers may be admitted to the Association as Associate members, providing they provide proof of service similarly to that of an ordinary member.

Associate members may enjoy the rights and privileges of an ordinary member except they do not have voting rights and may not hold office on the Management committee.

Membership shall become effective following an annual subscription payment and approval process of the Management Committee.

Life member –

May be granted to a member who in the opinion of the Management Committee has provided service deserving recognition and whose exceptional, loyal, and outstanding service has given a measurable benefit to the Association over an extended period of time and whose name has been submitted and approved at a General Meeting.

Life Members shall be entitled to all the benefits of an **Ordinary** member;

Automatically granted to all members having reached the age of 90 years;

This right is not transferable.

Honorary member –

May be granted to persons who, although not a member of the Association has voluntarily assisted the Association in the pursuit of its objectives and whose name has been submitted to a General Meeting for approval.

Honorary Members shall be entitled to all of the privileges of membership except they do not have voting rights and may not hold office but may be elected by the management committee to serve on a sub-committee but not serve as a convenor of the sub-committee.

2.2 Membership Application

Applicants for **Ordinary** and **Associate** membership of the Association shall be proposed and seconded by either a financial Ordinary or Life member of the Association. The application must be on the prescribed form (as set out on the website) (Appendix A) and must be accompanied by the relevant fees.

2.2.1 Application for membership shall be considered at the next Committee meeting to determine admission or rejection of the applicant.

2.2.2 Upon the acceptance or rejection of an application, the Secretary shall advise the applicant in writing the status of their application.

2.3 Fees

2.3.1 Annual Membership fees are as follows:

Ordinary Member	\$15.00 per annum
Associate Member	\$15.00 per annum
Life Member	- Nil fees
Honorary member	- Nil fees

2.3.2 Any person admitted to any class of membership after 30th September any year may pay half the annual subscription for that class of membership of that year.

2.3.3 Should the Management Committee become aware that a member cannot pay the fee due to financial or other reason of concern, the Committee may defer or waiver that annual subscription.

2.4 Membership financial year

2.4.1 The membership financial year is 1st April to 31st March

2.4.2 Renewal of all classes of membership, excluding Life and Honorary membership, is payable 31st March each year. Any member whose fees remain unpaid after the 30th September, is deemed unfinancial and no longer holds the rights of membership.

A courtesy reminder will be made to the member by way of phone or email during July.

Early in September a letter confirming the lateness or unpaid fees will be sent to the member.

2.5 Register of membership

A detailed register of membership must be compiled and maintained by the Secretary. Access to the List should be authorised by the Executive and be for viewing purposes only.

The register of membership should include the following:

1. Name of the member and Membership number;
2. Type of membership;
3. Postal and/or residential addresses of the member;
4. Phone contact number/s;
5. Email address (if applicable);
6. Service No, Enlistment Date, Rank at Discharge and Year of Discharge;
7. Proof of Discharge;
8. Date of admission as a member to the Association;
9. Date fees paid and Receipt No.;
10. Details about the cancellation or reinstatement of membership;
11. The date of death or time of resignation of the member;
12. Any other particulars required by the management committee e.g. Emergency contact, name, and contact number.

2.6 Rights and privileges of membership

The management committee may alter the privileges of membership from time to time provided:

Any intended alteration is advised by way of a motion to the committee to be voted on at the next General meeting and 75% of the members vote in favour.

Ordinary Member -

Rights: Represent the Association in any position within the Association or Affiliate Associations.

Privileges: Receive/view copies of the General Meeting (GM) minutes and the AGM minutes; Association Financial Statements; Newsletters and relevant flyers. Attend all Association functions; Attend Ex-Servicewomen's Invitations; Vote at both the GM and the AGM or at any other meetings which may be called from time to time.

Also awarded:

- (i) 25-year Loyalty Pin, automatically granted to members of the Association after twenty-five years (25) of cumulative membership to WRAAC Association Queensland Incorporation.
- (ii) 35-year Loyalty Pin and Certificate of Membership. Automatically granted to members of the Association after thirty-five years (35) of cumulative membership to WRAAC Association Queensland Incorporation.

Associate Member –

Privileges: Receive/view copies of the General Meeting (GM) minutes and the AGM minutes; Association Financial Statements; Newsletters and relevant flyers. Attend all Association functions; Attend Ex-Servicewomen's Invitations

Life Member –

Rights: Represent the Association in any position within the Association or Affiliate Associations.

Privileges: Receive/view copies of the General Meeting (GM) minutes and the AGM minutes; Association Financial Statements; Newsletters and relevant flyers. Attend all Association functions; Attend Ex-Servicewomen's Invitations; Vote at both the GM and the AGM or at any other meetings which may be called from time to time.

Honorary Member –

May be invited to attend Association Functions. May on request receive/view copies of GM and AGM minutes and may on request receive Newsletters.

3. Management Committee

3.1 Office Bearers (the Executive)

The Executive will consist of:

1. President
2. Vice President
3. Treasurer
4. Secretary

The Secretary may only serve on the Executive where they are a financial member of the Association and are elected by the association as Secretary.

3.2 Roles of Executive Committee

All Office Bearers will acquaint themselves with the Rules of Association and By-Laws.

Duties of the President -

1. To preside at all the meetings of the Association and at all meetings of the Committee. In the event of the President's absence from any meeting, the meeting shall be chaired by the Vice President;
2. Coordinate and generally supervise the workings of the Committee;
3. Ensure that General Meetings of the Association are convened in accordance with the Rules of Association;
4. Ensure that Committee Meetings of the Association are convened in accordance with the Rules of Association;
5. Ensure that the accounting records of the Association together with all associated documents, are presented for Audit on the required date;
6. Ensure all Minutes, Records and Correspondence are correctly kept and that a proper record is made of information concerning activities which may be of value to future Committees;
7. Note the vote on any motion;
8. In the event of tied results, the President shall have a casting vote either in the affirmative or negative and that vote shall be binding on the meeting;
9. Presentation of an Annual Report to the Association.

Duties of the Secretary –

1. The issuing of notices for all Meetings;
2. The recording and distribution of the Minutes of all Meetings;
3. All correspondence relating to the Association, including maintenance of Inward and Outward Correspondence Registers;
4. Detailed checking of accounts and their timely submission to the Treasurer for presentation to the Committee for payment;
5. As the three signatures of the President, Secretary, Treasurer are registered with the selected Financial Institution for Audit purposes, the Secretary may sign on behalf of the President in her absence;
6. The keeping and maintenance of a Register of Members;
7. Custody of all records and official documents of the Association to be transferred to her successor at the close of her term of office;
8. Any other duties which from time to time may be assigned by the Committee;
9. In collaboration with the Treasurer, prepare a list of unfinancial members before the end of September;
10. Send out a letter to members who are unfinancial, confirming the lateness or unpaid fees.

Duties of the Treasurer -

1. The proper keeping of the financial record system;
2. The receipt, safe custody, banking, and disbursement of all moneys relating to the Association and is to be a Signing Officer for all banking transactions;
3. The preparation and distribution of the statement of the financial affairs including a Profit and Loss statement for the Committee, General and AGM meetings.
4. The preparation of the statements of financial affairs when required for audit;
5. The investment of the Association funds in accordance with the Management Committee recommendation to the membership at a General Meeting;
6. Ensure that all Applications for grants are completed and submitted by the due dates;
7. Prepare and distribute receipts/ membership cards;
8. Maintain a Register of Property owned by the Association;
9. Any other duties which from time to time may be assigned by the Committee.

Duties of the Vice President-

1. To assist the President in any matters requiring assistance;
2. To carry out any duties as assigned by the Management Committee;
3. To carry out the duties of the President during any absence by the President.

Duties of the Assistant Secretary and Assistant Treasurer-

1. To assist the respective Secretary/Treasurer in any matters requiring assistance;
2. To carry out any duties as assigned by the Management Committee;
3. The Assistant Secretary will carry out the duties of the Secretary during any absence;
4. The Assistant Treasurer will carry out the duties of the Treasurer during any absence except the signing of documents for the Financial Institution. This can be undertaken by the President and/or Secretary.

3.3 Roles of the Management Committee

The number of management committee members will be determined by the Executive.

These positions may include but not limited to: Editor; Well Being Officer/s; Webmaster; Archivist; Librarian.

On occasions Management Committee matters may need to be dealt with confidentially, the President will advise of this when it occurs. Most matters discussed and decisions made at Management Committee level are carried forward for discussion at the next General Meeting enabling all members the opportunity of full discussion and decision making.

The Management Committee must ensure the integrity and privacy of the Register of Members. In accordance with the Association Rules, the list cannot be used to facilitate any contact, send material to another member of the Association or for the purpose of advertising

for political, religious, charitable, or commercial purposes. Associations Incorporation Regulation 1999, 14 (1) (a) and (b).

It is the responsibility of the Management Committee to ensure that they do not provide access or allow the opportunity for any member to gain financially, obtain commercial or business benefit, from any member of the Association. *Application for Incorporation, Form 1, Part 2 (d)*.

Note—

The Act prevails if the associations rules are inconsistent with the Act—under Responsibilities of the Management Committee.

All Management Committee positions are for one (1) year period or until the next election. Each member must stand down (resign) at the end of the period.

Duties of the Ordinary Members of the Management Committee-

1. To carry out any duties assigned to them by the Committee;
2. To acquaint themselves with the duties assigned to them and to be responsible for The proper performance of those duties.
3. To acquaint themselves with the Rules of Association and By-Laws.

Duties of the Editor-

Apart from the duties of a member of the Management Committee, the Editor is responsible for designing, developing, and producing the Associations quarterly magazine WRAAC Review.

1. To obtain material for publication, and where appropriate obtain permission to re-print articles;
2. Research, collect and collate relevant material of interest;
3. Edit articles where necessary;
4. Set up mock Review for proof reading by another member of the Management Committee;
5. Arrange printing and distribution via email and/or postage.
6. Organise the draw for the voucher at the Management meeting closest to the due date of the quarterly Review;
7. Maintain a current Newsletter Distribution List.

Duties of the Well Being Officers

Apart from the duties of a member of the Management Committee, the Well Being Officers are responsible for providing a professional and supportive link to all members of the Association where necessary.

1. To maintain a support network of referral organisations and contacts;
2. Arrange for any support and/or assistance that may be required;
3. To endeavour to access training available through organisations such as the Australian Government's 'Open Arms'.
4. To acquaint themselves with the availability of the Defence Veterans Affairs Services;

5. To provide a report to the Management and General Meetings on the activities undertaken.
6. To provide a quarterly report to the Editor on member's wellbeing.

Duties of Delegates

A member may be asked to represent the Association in any position within the Association or Affiliate Associations e.g., Council of Ex-Servicewomen's Associations Queensland.

The member should be familiar with the Rules of Association and By-laws but also acquaint themselves with the Affiliate Associations Rules and By-laws.

Delegates are responsible for –

1. Attending the meetings of the organisation for which they have been appointed as Delegate;
2. Prior to attending the other organisation's meeting, provide a copy of the report to be tabled to the organisation's Secretary. This report should include events and activities undertaken including the promotion of forthcoming events;
3. Vote on behalf of the WRAAC Association as directed by the Management Committee;
4. Provide a report to the Committee on the discussions, resolutions and outcomes following any meeting of the organisation for which they have been appointed as Delegate, the Secretary will receive the minutes from that organisation.

Duties of Archivist

The primary role of the Archivist is to create and maintain accessible, retrievable computer archives and databases. Manage appropriate storage facilities. Provide reference services and assistance for users needing archival materials.

The member is also responsible for:

1. Storing and preserving all documents and items ;
2. Evaluating, selecting, retrieving, and arranging materials;
3. Arrange and organize original and rare documents and manuscripts.
4. Scan and convert archival documents into electronic data.
5. Making the archives accessible to users;
6. Maintaining an Asset Register (record) of all memorabilia held;
7. Reporting to the Committee on acquisitions or changes to the memorabilia.

Duties of Librarian

Collecting, organising, maintaining, and issuing library books.

1. Maintain a Library Inventory;
2. Provide the Editor and Webmaster with updated version of Inventory;
3. Promote Library to other ex-servicewomen's associations;
4. Maintain books in a customary standard condition;
5. Research and collect material relevant to the Association's interests.

3.4 Period of Election

All Management Committee positions are for one (1) year period or until the next election takes place. ~~No Office Bearer shall be elected to the same office for more than four consecutive terms unless no other person is nominated for that position.~~ Amended/Ratified 23Mar2024
Replace with: All current Office Bearers may be nominated to the same office position the following year.

3.5 Nominations of Management Committee

As determined by the management committee prior to the Annual General Meeting. Current Office Bearers should not propose or second current sitting Office Bearers for positions on the Management Committee.

3.5.1 Lodging of Nominations

Written nominations on the approved nomination form (Appendix B) and duly signed by the financial member, proposer and seconder shall be lodged with the Secretary at least thirty (30) days prior to Annual General Meeting.

3.5.2. Invalid Nominations

Where it is found by the Secretary that a nomination is invalid, the nominee, proposer and seconder must be advised by the Secretary twenty-one (21) days prior to the election and given reason for invalidation. The nominee, her proposer and seconder shall be entitled to correct the cause of the invalidation and notify the Secretary of that correction within five (5) days of this notification and return the document to the Secretary.

Where the Secretary has not been so advised of the correction within the specified time, the nomination shall remain invalid.

3.5.3 Publication of Nominations

The Secretary shall produce a list of candidates in alphabetical order, with the name of the member who nominated each candidate, and such list will be distributed to all financial/life members by any means determined by the management committee.

3.5.4 Insufficient Nominations

Should there be insufficient nominations to fill all positions, further nominations shall be called from the floor at the time of election.

3.6 Method of election of management committee

Only those members who were financial (or Life Members) prior to the OGM held prior to the AGM are eligible to vote.

3.6.1 Ballot lists

Ballot lists will be prepared by the Secretary (if necessary) and distributed to all

financial and life members. Ballot lists are to be provided to these members fourteen (14) days prior to the AGM. This can be done by placing a notice in the Review and on the Noticeboard of the Association website.

3.6.2 *Method of voting*

Members may vote for candidates by either.

1. Attend the AGM and vote in person; or
2. Provide a Proxy Form (Appendix B) as provided for as an attachment to the Review or can be download from the Associations website found on the 'Membership' page.

3.6.3 *Proxy voting*

Each financial Ordinary or Life member holding a Proxy Form (Appendix C) on behalf of another financial Ordinary or Life member must ensure the form is given to the Secretary before the start of the meeting or adjourned meeting to ensure the proxy vote is valid.

3.6.4 *Conduct of Annual General Meeting election*

In the lead up to the AGM election process, a financial member is to be approached by the outgoing management committee to act as chair of the up-coming AGM.

This can be done up to thirty (30) days prior to the AGM.

At the commencement of the AGM and after the President has given her annual report, the President, Vice President, Secretary, Treasurer, and management committee members must stand down. The chair will conduct the AGM election process until it is completed and the new management committee are announced and formally installed. The Secretary may be asked to stay in order to take the minutes of the Election process.

3.6.5 *Scrutineers (if required)*

At least two (2) scrutineers must be appointed to complete the vote count. Where possible the role of scrutineer should be independent of the proceedings, for example, members who have not accepted a nominated position.

3.6.6 *Multiple nominations*

In the event of more than one nomination for any position, a secret ballot shall be conducted. The scrutineers are to collate the results and pass them on to the Chair. The Chair shall announce the successful candidate with the majority of the votes and appoint that person to the office nominated. Where the results are equal, the Chair shall have the casting vote.

At the completion of the proceedings, the scrutineers are to move a resolution that the ballot papers be destroyed.

3.6.7 *Unopposed election*

Should only one nomination be received for each office, the Chair declares the nominee be elected unopposed. No vote is necessary, but the formal declaration must be completed.

The newly elected President should introduce the new Management Committee prior to closing the AGM.

3.6.8 *Election of further numbers for Management Committee*

After the AGM election, and if deemed necessary, the Management Committee can approach up to two (2) financial members to serve as ordinary members on the Management Committee.

3.7 *Meetings of the management committee*

The management committee may meet and conduct its proceedings as it considers appropriate but not less than two (2) weeks prior to the next General Meeting.

Committee members may take part in meetings using any technology that reasonably allows members to hear and take part in discussions, for example, teleconferencing e.g. Zoom.

3.7.1 *Quorum for management committee*

A quorum will comprise greater than 50% of the total number of the committee members elected and/or appointed since the last annual general meeting.

3.7.2 *Attendance at management committee meetings*

Management committee meetings are the forums in which the Association members elected representatives make decisions on their behalf.

3.7.3 *Casting votes*

At management committee meetings motions will be decided by a simple majority. In the case of equality, the motion will be deemed to be decided in the negative.

3.8 *Forfeiture of election to management committee*

Management committee members, who fail to attend two (2) consecutive management committee meetings without a satisfactory excuse accepted by the management committee, will be deemed by that committee to have relinquished their position as a committee member. The committee may appoint another financial member to fill this vacancy.

3.9 *Appointment of sub-committees*

The management committee may appoint a sub-committee for any purpose the committee deems necessary. Such sub-committee can be on-going, or project related.

3.9.1 Duties of the Sub-Committee members -

The Sub-Committee co-ordinator, upon appointment by the management committee, is to act in accordance with the specific written guidelines, timeframes, duties and powers, roles and responsibilities as set out by the management committee.

Any action or policy recommendation by the sub-committee must be approved by the management committee before anyone can act upon that action or policy.

4 Annual General Meetings (AGM) or General Meetings (GM)

The Annual general meeting (AGM) must be held within six months of the end of the Association's financial year.

4.1 ~~Quorum~~

~~A quorum for an AGM/GM is the number of members equal to double the number of management committee members plus one.~~ Repealed 23Mar24

4.2 Voting and casting of votes

Each financial member present shall be entitled to one vote. In the case of equality of votes the Chair shall have a second or casting vote.

4.3 General Meetings

GMs will be held at least 4 times each year, or as determined by the management committee, and will provide a platform for the sharing of information and members to address the management committee and submit proposals for consideration by the management committee and/or other committees in place at the time.

5. General

5.1 Order of Meeting

The following order shall be observed at all meetings –

1. The names of those who have recently died followed by the reading of the Ode;
2. Attendance/Apologies;
3. Admission/Welcome of new members;
4. Minutes of previous meeting;
5. Business arising from the minutes and confirmation of the minutes;
6. Correspondence
7. Business arising from correspondence
8. Treasurer's report
9. Wellbeing Officer's report
10. Sub-Committee report/s
11. General Business
12. Questions Without Notice from Association members
13. Meeting closure

5.2 Questions Without Notice

The Management committee reserves the right to defer any response in relation to a Question Without Notice received from Association members to allow the committee the opportunity to provide accurate and appropriate information.

This information must be provided to the Association membership at the next GM.

In the event of the management committee finding it necessary to appropriately manage a successful debate, the Rules for Debate (Appendix E) are provided as a framework for the management committee in relation to all required protocols being met.

5.3 Reporting of meetings

The Secretary shall record full and accurate minutes of the proceedings, including action items, responsible officers, and resolutions.

These minutes should be distributed to all members prior to the next GM for verification. These minutes on verification must be signed by the Chair and Secretary at that meeting.

5.4 By-Laws

The management committee may, from time to time, make, amend, or repeal these By-Laws for the internal management of the Association, provided the following procedure is followed:

5.4.1 Any addition, amendment or repeal is given in the form of a notice of motion to be voted upon at the next management meeting where a 3/4 majority vote of committee members present is necessary;

5.4.2 By-Laws may also be set aside at a general meeting of the Association on a 3/4 majority vote of financial/life members present provided prior notice of the intended change(s) is(are) advised to all members at the time of calling the general meeting.

5.5 Wreath Laying Protocols

The management committee will nominate members to lay a wreath on behalf of the Association at relevant ceremonies e.g. Anzac Day, Remembrance Day, or other approved/invited events. Should the member nominated be unable or unwilling to perform this duty, the management committee will consider nominations or proposals from association members. At these events, those members who have agreed to lay a wreath representing the Association must wear the Association's current outfit, usually with medal/s.

5.6 Funds and Accounts

5.6.1 The funds of the Association must be kept in an account in the name of the Association in a financial institution decided by the management committee.

5.6.2 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.

5.6.3 **All** amounts must be deposited in the financial institution account as soon as practicable after receipt.

5.6.4 A payment by the Association must be made by cheque or electronic funds transfer.

5.6.5 If a payment is made by cheque, the cheque must be signed by any two of the following— (a) the president; (b) the secretary; (c) the treasurer; (members of the association who have been authorised by the management committee to sign cheques issued by the association).

5.6.6 Cheques must be crossed not negotiable.

5.6.7 All expenditure must be approved or ratified at a management committee meeting.

5.6.8 **All** Income and Expenditure shall be itemised and reported at both Management and General meetings for ratification.

5.7 Subsidies and Reimbursements

5.7.1 Subsidies –

The Management committee will determine the level/number of subsidies available for Association member events e.g. subsidising part payment of events such as the Corps Day Luncheon; August General Meeting on the Road.

Other events deemed appropriate and applicable to Association members may be considered by the management committee.

5.7.2 Reimbursements - The management committee will determine the level/amount of reimbursement available for Association members pertaining to:

Where members have been asked to purchase –

Raffle Prizes; Stationery/Postage; Cards (Get Well/Sympathy); Wreaths; or food items, none of which are limited in the general running of the Association.

Other such costs may be the printing of publications, minutes/agendas all of which are normally borne by the member.

That person shall be eligible to be reimbursed upon production of a valid receipt for those goods.

5.8 Documents

5.81 The Treasurer must, on behalf of the management committee, as soon as is practicable after the end date of each financial year, ensure a financial statement (including a Profit and Loss statement) be prepared for its last reportable financial year.

These financial documents will then be presented to financial members at the AGM and additionally these financial documents will be lodged with the Office of Fair Trading for ratification.

5.8.2 The Office of Fair Trading has three different reporting levels, which are based on the value of the Association's current assets and revenue:

Level 1 Either the value of assets or total revenue is more than \$100,000;

Level 2 Either the value of assets or total revenue is between \$20,000 and 100,000;

Level 3 Both the value of assets and revenue is less than \$20,000.

As the WRAAC Association Qld Inc., is currently a Level 3 Association and has no requirements under the *Collections Act 1966* and *Gaming Machine Act 1991*, the appointment of a formal auditor is not required. Verification by the management committee is sufficient under the Act unless the majority of financial members specifically request a full audit be completed. To fulfil the requirement of the Act, the Management Committee must verify all financial statements and records. If ratified, the President or Treasurer will then provide this financial information to the Office of Fair Trading when lodging the Association's annual return in the following form as a written statement. "The Association's financial records show the association keeps adequate financial records to correctly record and explain transactions and to enable a true and fair financial statement to be prepared." This lodgement must be done within one month of holding the AGM.

5.8.3 The income and property of the Association must be used solely in promoting the Association's objectives and exercising the Association's powers.