

CONSTITUTION

OF THE

QUEENSLAND

AIR MUSEUM

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1. NAME:

1.1 The name of the society is Queensland Air Museum (Incorporated).

Note 1: Queensland Air Museum was Incorporated with Letters Patent under the Religious, Education and Charitable Institutions Act 1861 – 1967 on the thirtieth day of March nineteen seventy eight.

Note 2: Hereinafter, the Association shall be referred to throughout this document as Queensland Air Museum.

2. OBJECTIVES:

2.1 The objectives of Queensland Air Museum are:

- (a) To establish, develop and maintain a museum for the promotion of interest and knowledge in the history of aviation both Australian and overseas.
- (b) To acquire, purchase, restore, preserve and display any items of aeronautical interest.
- (c) To acquire, purchase and preserve documents, literature and photographs pertaining to aeronautical matters and to maintain such material in an orderly fashion. The collected material shall henceforth be termed “the archives”.
- (d) To make available the archives for any use connected with research and education.
- (e) To compile and publish articles and literary works relating to aeronautical matters.
- (f) To research, design and construct any items of aeronautical interest including actual aircraft, in compliance with any existing rules and regulations as stipulated by governmental bodies.
- (g) To operate and display any restored and preserved items of aeronautical interest (including replicas) in conformity with all prevailing laws, regulations and by-laws, and where applicable conditions of donation or transfer.
- (h) To provide educational services including lectures and demonstrations.
- (i) To record current aeronautical activities and events for future reference and preservation.
- (j) To foster, encourage and promote the restoration, maintenance and display of items of aeronautical interest in other States of Australia and overseas, and to maintain good relations with such organisations irrespective of location.
- (k) To give assistance by way of advice, financial and material aid to other organisations whose interest and activities complement and are in agreement with those of the Queensland Air Museum.
- (l) To subscribe to membership of and where appropriate to affiliate with any learned body or preservation oriented organisation, in keeping with the aforementioned objectives of the Queensland Air Museum.

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- (m) To co-ordinate its activities with those of the State Queensland Museum in such a way as to supplement and enhance the activities of the said Queensland Museum in the aeronautical sphere and in technological matters generally.

3. POWERS:

The Queensland Air Museum shall have the following powers:

- 3.1 To subscribe to, become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Queensland Air Museum provided that the Queensland Air Museum shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on Queensland Air Museum.
- 3.2 In furtherance of the objects of Queensland Air Museum to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of Queensland Air Museum or persons frequenting Queensland Air Museum's premises.
- 3.3 To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of Queensland Air Museum: Provided that in case Queensland Air Museum shall take or hold any property which may be subject to any trusts Queensland Air Museum shall only deal with the same in such manner as is allowed by law having regard to such trusts.
- 3.4 To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Queensland Air Museum; to obtain from any such Government or Authority any rights, privileges and concessions which Queensland Air Museum may think it desirable to obtain; and to carry out, exercise and comply with any such arrangement, rights, privileges and concessions.
- 3.5 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 Queensland Air Museum.
- 3.6 To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way or brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of Queensland Air Museum, or in or about the Queensland Air Museum or promotion of Queensland Air Museum or in the furtherance of its objects.
- 3.7 To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may be deemed directly or indirectly to advance Queensland Air Museum's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working management, carrying out, alteration or control thereof.

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- 3.8 To invest and deal with the money of the Queensland Air Museum not immediately required in such manner as may from time to time be thought fit.
- 3.9 To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
- 3.10 In furtherance of the objects of Queensland Air Museum to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate.
- 3.11 To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of Queensland Air Museum's property or assets present or future and to purchase, redeem or pay-off any such securities.
- 3.12 To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- 3.13 In furtherance of the objects of Queensland Air Museum to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of Queensland Air Museum.
- 3.14 To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of Queensland Air Museum's property of whatsoever kind sold by Queensland Air Museum, or any money due to Queensland Air Museum from purchasers and others.
- 3.15 To take any gift or property whether subject to any special trust or not, for any one or more of the objects of Queensland Air Museum but subject always to the proviso in sub-rule 3.4.
- 3.16 To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of the procuring contributions to the funds of Queensland Air Museum, in the shape of donations, annual subscriptions or otherwise;
- 3.17 To print and publish any newspapers, periodicals, books, or leaflets that Queensland Air Museum may consider desirable for the promotion of its objects.
- 3.18 In furtherance of the objects of Queensland Air Museum to amalgamate with any one or more incorporated Associations having objects altogether or in part similar to those of Queensland Air Museum and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Queensland Air Museum under or by virtue of rule 7.1.1.
- 3.19 In furtherance of the objects of the Queensland Air Museum to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated Associations with which the Queensland Air Museum is authorised to amalgamate.

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- 3.20 In furtherance of the objects of the Queensland Air Museum to transfer all or any part of the property, assets, liabilities and engagements of the Queensland Air Museum to any one or more of the incorporated associations with which the Queensland Air Museum is authorised to amalgamate;
- 3.21 To make donations for patriotic, charitable or community purposes.
- 3.22 To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged.
- 3.23 To do all such other things as are incidental or conducive to the attainment of the objects and exercise of the powers of the Queensland Air Museum.

4. MEMBERSHIP OF QUEENSLAND AIR MUSEUM:

4.1 Classes of Membership of Queensland Air Museum:

4.1.1 Membership of Queensland Air Museum shall be open to all persons interested in aviation and related technology, irrespective of race, sex and religious or political belief. Membership shall be renewable on an annual basis (ref 4.2.6), except in the case of honorary or life membership.

4.1.2 The following classes of membership shall apply:-

(a) Ordinary Membership:

A member, other than those in categories (b), (d) and (e).

(b) Junior Membership:

A Junior member is one who is under sixteen (16) years of age and/or is engaged in full time studies or is an apprentice.

(c) Family Membership:

Family membership shall apply where two (2) or more persons from a family unit desire to be members of Queensland Air Museum with ordinary member rights. A "family unit" is defined as related persons resident at the same address and sharing the one mailing of regular Queensland Air Museum publication/notices.

(d) Affiliated Membership:

Applicable to members of affiliated kindred organisations, such as Flying Clubs, Ex-Service organisations, Preservations or Historical Societies, etc.

(e) Honorary and Life Membership:

Individuals may be elected to honorary or life membership if, in the view of the Queensland Air Museum they have contributed outstanding service to aviation or to the objects subscribed to by the Queensland Air Museum or have accepted patronage of the Queensland Air Museum.

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(f) Concessional Membership:

Concessional membership at reduced rate may be granted to pensioners or others unable to afford the normal applicable membership fee.

(g) Corporate Membership:

Companies or other commercial organisations subscribing to the aims and objectives of Queensland Air Museum may be elected to the special class of Corporate Member under terms to be agreed by both parties.

(h) Temporary Membership.

Individuals who are able to offer particular services gratis to the museum for a limited but indeterminate time, may be granted free membership for twelve months with an option for extension at the museum's discretion. This category of membership does not carry voting rights.

(i) Short Term Membership.

Individuals providing services gratis to the museum for projects of less than seven days duration, may be granted free membership for a specified number of days. Such membership will be processed by means of document listing the names and addresses of all applicants involved in the project. This document is to be authorised by the President or Vice President or their delegate. This category of membership does not confer voting rights or newsletter entitlement.

4.1.3 The number of members in each class shall be unlimited.

4.2 Application for Membership:

4.2.1 All applications for membership shall be accompanied by the annual subscription as appropriate to the class of membership applied for.

4.2.2 The application shall be addressed in the first instance to the Secretary, who will arrange for presentation of the application to the General Council.

4.2.3 The General Council will at the first practical occasion consider the application and will accept or reject by majority vote.

4.2.4 In the event of rejection the applicant has the right of appeal to the General Meeting of all members. One month's clear notice of intention to appeal is to be made by the applicant to the Secretary, who will circulate the notice of appeal to all registered members. The Council will at the Meeting make known its reasons for rejection, and after a fair hearing of the applicant's case a decision will be made by a two-thirds majority of those present.

4.2.5 Annual subscriptions for each class of member shall be determined at the Annual General Meeting or Special General Meeting called for this purpose reference para 4.6.

4.2.6 Annual Membership shall be based on a calendar year and shall be renewable annually. However, members joining during the latter part of the year may have

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their membership extended into the following year at the discretion of the membership secretary.

4.2.7 An up to date listing will be maintained of all members, and their membership financial status. This listing is the responsibility of the Membership Secretary.

4.2.8 Privacy. Members' contact details may not be divulged except for legitimate museum purposes as determined by the executive. The register may not be used as a mailing list for non museum purposes, and will not be circulated generally.

4.3 Conduct of Members:

4.3.1 Members are expected at all times to conduct themselves to the credit of Queensland Air Museum. It shall be an offence to:

- (a) Use objectionable or unbecoming language.
- (b) Remove and/or retain Museum property or wilfully or negligently damage same.
- (c) Enter or remain on Museum property without due cause.
- (d) Disregard the instruction of the President, Secretary or other authorised person.
- (e) Infringe the Constitution or Rules of the Museum.
- (f) Behave in a manner which is prejudicial to the good order of the Queensland Air Museum, or to the comfort or welfare of any member or guest or any servant of the Queensland Air Museum.
- (g) Use the Queensland Air Museum's name or his membership of the Queensland Air Museum to gain special privileges with any Organisation or body without the express permission of the appropriate Queensland Air Museum authority.
- (h) Divulge without authority information which may prejudice the activity of Queensland Air Museum or communicate Museum news to the media without authority of the President, Secretary or other authorised person.
- (i) Withhold for his use information which would otherwise advance the interest of Queensland Air Museum.
- (j) Withhold any money or material donated by any person or organisation to Queensland Air Museum.

4.4 Cessation of Membership:

4.4.1 A member of The Queensland Air Museum shall cease to be such a member:-

- (a) Upon delivery to the Secretary of notice in writing by him of resignation from Queensland Air Museum.
- (b) If an annual subscription is not paid within six (6) months of its becoming due.
- (c) If Queensland Air Museum Council, after giving him reasonable opportunity to be heard in the matter, finds them guilty of actions warranting expulsion. (See para 4.5)
- (d) Any member whose conduct shall breach the provisions of 4.3 may have their membership terminated by decision of the General Council, in

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accordance with the process of 4.5.

4.5 Expulsion:

- 4.5.1 Any member whose membership is adjudicated as terminated by the General Council shall be given a full and fair opportunity of presenting their case, and if the Council resolves to terminate membership they shall instruct the Secretary to advise the member accordingly.
- 4.5.2 The member may within one (1) month after receiving such written notification appeal to a General Meeting of members. Notice in writing of his intention to appeal shall be given to the Secretary.
- 4.5.3 The Council shall convene a General Meeting so that such Meeting is held within three (3) months of the date of receipt by the Secretary of intention to appeal at a time suitable to the majority of members to attend thereat.
- 4.5.4 At such Meeting the appellant shall be given the opportunity of fully presenting their case either orally or in writing, or partly by either of these means, and the Council and those members thereof who intend to terminate membership shall subsequently likewise have the opportunity of presenting its or their case.
- 4.5.5 The appeal shall be determined by the vote of a majority of the financial members present at that Meeting.
- 4.5.6 Where a person whose membership the Council intends to terminate does not appeal against the decision within the time provided by this Constitution, or so appeals but their appeal is unsuccessful, the membership of that person shall thereupon be deemed to be terminated.

4.6 Membership Subscriptions:

- 4.6.1 Annual subscription for each class of membership will be determined by the Council and as accepted by majority vote of the members at the Annual General Meeting, or Special General Meeting called for this purpose.

5. MANAGEMENT:

- 5.1 The business affairs of Queensland Air Museum shall be managed by an Executive Committee, supported and assisted by a General Council.
- 5.2 Executive Committee:
 - 5.2.1 The Executive Committee will comprise the following:
 - (1) Patron
 - (2) President
 - (3) Vice-President
 - (4) Past-President
 - (5) Secretary
 - (6) Treasurer
 - 5.2.2 The Executive Committee shall exercise general authority and control of the Queensland Air Museum's Officers and all Sub-Committees appointed, in the furtherance of their duties and without limitation of these or any other power conferred under these rules. The Executive Committee shall also, subject to any directive given to it by the General Council, do all such things it deems expedient

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for carrying into effect any decision of the Council.

5.3 General Council:

5.3.1 The General Council shall consist of the following:

- (a) The Executive Committee: As designated above.
- (b) Museum General Officers: Comprising those ordinary members of the Queensland Air Museum elected to the General Council to represent the interests of all members of Queensland Air Museum. The General Officers will include those members elected to perform duties covering the various activities of the Museum, including, but not restricted to, the following:

- Archives
- Exhibit Maintenance
- Membership Display Organisation
- Social Activities
- Fund Raising
- Publicity and Public Relations
- Property Management

- (c) Representatives of Affiliated Organisations:

Each affiliated organisation shall be eligible to elect a member to serve on the Queensland Air Museum General Council. The delegate concerned will represent the views of his or her organisation on the Museum's General Council.

5.3.2 Responsibilities and Functions of the General Council:

Subject to the rules and to such directives as may from time to time be given to it by the Queensland Air Museum in General Meeting, the Council shall have the management of the affairs of the Museum and shall do all things it deems expedient for furtherance of the objects of the Queensland Air Museum.

5.3.3 Cessation of the Council Membership: A Member of the Council shall cease to be such:-

- (a) Upon ceasing to be a member of the Queensland Air Museum.
- (b) Upon delivery to the Secretary a notice in writing signed by him of his resignation from the Council.
- (c) Upon renewal from office at a General Meeting convened pursuant to this clause. The question of removal shall be determined by majority vote of financial members present at such a Meeting.

5.4 Duties of Elected Officer:

5.4.1 President:

The President will speak for and otherwise represent the Queensland Air Museum at any official function or in any statement on Museum Policy. In the event of his inability to perform such functions he will, by nomination, authorise adequate alternative representation. Normally the Vice-President will perform such duties as delegated. The President shall take the chair at all General Meetings, Council Meetings or Executive Meetings. In his

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absence the Vice-President will preside. In the absence of both President and Vice-President the Secretary will preside.

In the absence of President, Vice-President and the Secretary the Meeting shall, by open vote, choose a chairman from the members of the Executive Committee, and if none is present from members of the General Council. The President shall convene the Annual General Meeting as provided in Rule 6.1.1 and shall convene Special General Meetings and Executive and Council Meetings as considered necessary to carry out the business of the Queensland Air Museum in accordance with the Constitution.

5.4.2 Vice-President:

The Vice-President shall assist the President, and in his absence shall act and do all things normally required of the President.

5.4.3 Past-President:

The Past-President may guide, advise and assist his successor and other members of the Executive for a maximum period of one (1) year after relinquishing presidency. The Past-President is a member of the Executive. The Past-President may resign from this position at any time he considers his services to the Executive are no longer required.

5.4.4 Secretary:

The Secretary shall keep proper minutes of all Executive Committee Meetings, Annual General Meetings, Special General Meetings and Council Meetings. The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting: Provided that the minutes of any annual general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting or annual general meeting.

5.4.4 Secretary:

The Secretary shall receive all correspondence on behalf of the Queensland Air Museum, and present same to the Executive Committee and the Council as appropriate and shall prepare all outward correspondence at the discretion of the Executive Committee and the Council. In the absence of the Secretary the Chairman of the Meeting shall arrange for a person to discharge the function of Secretary for that Meeting.

5.4.5 Treasurer:

The Treasurer shall be responsible for all moneys given to or belonging to the Museum, and shall keep such moneys in a Bank account as directed by

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the Queensland Air Museum Council in the name of the Queensland Air Museum, except that he may retain an amount for petty cash as determined by the Executive Committee from time to time. He shall keep proper accounts which shall be audited at least once a year, and shall prepare an audited statement of income and expenditure for submission to the Annual General Meeting, showing the Queensland Air Museum's financial position at the time of the Annual General Meeting. In addition, the Treasurer shall prepare a statement of account for submission to each Council and General Meeting. The Treasurer is also responsible for maintaining an up-to-date register of members. (Refer paras. 4.2.6, 8.1.1, 8.1.2 and 8.1.3.)

5.4.6 General Officers:

The duties of General Officers shall be as directed by the General Council.

6. MEETINGS:

6.1 Annual General Meeting:

- 6.1.1 There shall be held an Annual General Meeting during the month of August, to be convened by the President during the month of June/July each year by notice forwarded to all registered members at a time and place as the Executive Committee may decide.
- 6.1.2 Business to be transacted at the Annual General Meeting shall be:-
 - (a) To confirm the minutes of the previous Annual General Meeting.
 - (b) Submission of the President's Annual Report for receipt and adoption.
 - (c) Submission of the audited Statement of Income and Expenditure.
 - (d) Election of Executive Officers.
 - (e) Election of Council Officers.
 - (f) Election of an Auditor.
 - (g) To determine subscriptions for the ensuing year.
 - (h) To transact any business of which due notice of one (1) month has been given.
 - (i) Acceptance of budget for the next financial year.
 - (j) General business.

6.2 Special General Meeting:

- 6.2.1 A special General Meeting may be convened at any time by the President or Executive Committee. The President shall convene the Special General Meeting upon receipt of request by four (4) members of the Council, or from seven (7) members which could include members of the Council, or at his own discretion after discussion with other members of the Executive Committee.
- 6.2.2 Requests for Special General Meeting emanating from members of the Queensland Air Museum should preferably be submitted in writing, stating the reason and purpose of the Meeting.
- 6.2.3 Except in the case of the need to meet urgent situations, in the case of which the discretion of the President will prevail, all other requests for Special General Meetings are to be made fourteen (14) days before the date of such Meetings, and no business other than the specified may be conducted thereat. However,

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where this business, or decisions relating thereto, are liable to directly affect other aspects concerning the Queensland Air Museum, the related subjects may be raised and voted upon.

6.3 General Meetings:

6.3.1 Meetings for the discussion of matters relating to the Queensland Air Museum shall be held at such place and time as the Council may from time to time decide. Under normal circumstances business shall be conducted at the Queensland Air Museum's monthly Meetings. The business of such a Meeting shall be conducted in the following order as far as possible:-

- (a) Confirmation of Minutes of the Previous Meeting.
- (b) Business arising from the Minutes.
- (c) Resume by the President or other Executive member as directed of the Council's activities since the previous General Meeting.
- (d) Correspondence.
- (e) Treasurer's Report.
- (f) General Business.

6.4 Council Meetings:

6.4.1 Meetings of Council members are to be held at least bi-monthly. Such Meetings may be held in conjunction with the General Meeting. The Council will carry out the day to day business activities necessary to carry out and further the objects of the Queensland Air Museum. Council Meetings will therefore decide all aspects of management of income, Museum promotion and maintenance, promotional activity and educational, social and general administration. Representatives of affiliated organisations shall suggest all means of furthering and consolidating aspects of Museum activities of interest to their organisations.

6.5 Executive Meetings:

6.5.1 Meetings of the Executive may be called by the President or Vice-President in his absence, or at the request of any three (3) members of the Executive.

6.6 Resolutions:

6.6.1 All resolutions passed at duly constituted Meetings of the Queensland Air Museum, excluding sub-committees, shall be conclusive and binding on all members whether or not they shall have been present at such a Meeting.

6.7 Quorum:

6.7.1 The attendance of the following number of members shall form a quorum:-

- (a) Executive Committee Meeting – three (3) members.
- (b) General Council Meeting – seven (7) members of whom four (4) must be full members.
- (c) Annual General Meetings and/or Special General Meetings – fifteen (15) members including Executive Officers.

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6.8 Voting:

- 6.8.1 Except as otherwise provided herein the mode of voting at all Meetings shall be by show of hands, and the Chairman of the Meeting shall have an ordinary, and in the case of equality a casting vote, and all questions shall be decided by the majority of votes. Only financial members shall be entitled to vote at any Meeting.
- 6.8.2 The elected representative only on an affiliated organisation is eligible to vote at the Queensland Air Museum's General, Special, Annual General or Council Meetings.
- 6.8.3 Proxy Vote:
Proxy voting will be permitted for election of office bearers at the Annual General Meeting and for decisions of import for which a Special Meeting has been called. Proxy voting will be regulated in accordance with standing orders.

6.9 Elections:

- 6.9.1 The Patron shall be elected for an indeterminate period at the Annual General Meeting or at a special meeting held for that purpose. The Patron shall be requested by a motion to accept the position and shall be confirmed in that position on notice of acceptance until such time as he or she gives notice of retirement.
- 6.9.2 The members of the Executive Committee and the Council shall be financial full members of the Museum, and shall be elected by the general body of members of the Annual General Meeting for the ensuing year, and shall continue in office until the successors shall be elected.
- 6.9.3 All officers of the Queensland Air Museum serving in any capacity on the Executive Committee and Council shall be financial full members of the Queensland Air Museum, and shall be elected by the general body of members at Annual General Meetings.
- 6.9.4 Nominations for the positions shall be made at the Annual General Meeting, and shall be seconded before decision by majority show of hands.
- 6.9.5 Each member may vote for as many persons as there are vacancies.
Nominations for each position shall be received separately, and the elected member shall occupy the office for which he was nominated for the ensuing year.
- 6.9.6 At each Annual General Meeting the retiring President shall declare all offices vacant, when all members of the Executive Committee and the Council shall retire, but shall be eligible for re-election. The retiring President shall act as presiding officer and call for nominations. The retiring Chairman shall conduct the remainder of the Annual General Meeting, and the retiring Secretary or member nominated by the retiring President shall take the remainder of Minutes of this Meeting.
- 6.9.7 In the event of a vacancy occurring during a normal term of office the Council shall be empowered to temporarily fill the vacancy by appointment. Any person so appointed shall continue as an elected member in the office to which he is

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appointed until the next Annual General Meeting, and shall be eligible for re-election.

- 6.9.8 A member may be elected to two (2) or more offices for the duration of their elected term.

7. INCOME AND PROPERTY

7.1 Funds:

- 7.1.1 The income and funds of the Queensland Air Museum whencesoever derived shall be applied solely towards furtherance of the object of the Queensland Air Museum and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the persons who at any time are or have been members of the Queensland Air Museum, or to any person claiming through them, provided that nothing herein shall prevent the payment in good faith or remuneration to any officers or servants of the Queensland Air Museum or to any member thereof or other person in return for services actually rendered to the Queensland Air Museum or for goods supplied in the ordinary way of business, nor prevent the payment of interest on money borrowed or the payment of rent for premises or goods let or hired by the Queensland Air Museum.
- 7.1.2 The Queensland Air Museum may borrow or raise or secure the payment of money for the purpose of the Queensland Air Museum whether the sum shall have been borrowed or is intended to be borrowed on overdrawn account or otherwise in such manner and upon such terms and whether with or without security as may seem expedient.

7.2 Property:

- 7.2.1 The Queensland Air Museum may purchase, take on lease, take on loan, hire, exchange or otherwise acquire and sell, transfer, lease, hire and dispose of or deal with any real or personal property or any estate or interest therein and generally do all such things as may be incidental to the furtherance of the objects of the Queensland Air Museum.
- 7.2.2 Property of historical interest including items acquired for display may not be disposed of or transferred to the custody of another Association or person without two-thirds majority vote of the registered members of the Queensland Air Museum.
- (a) One (1) month's clear notice of intention to call a Meeting to endorse such disposition is to be made.
 - (b) In the Event of extreme urgency a special Meeting is to be called.
Objections received by facsimile, telegram or letter from those unable to attend will be registered as a "proxy" vote.
 - (c) In addition, items of historical interest acquired through the use of the name of the State Queensland Museum may not be disposed of without authority and permission of the Board of Trustees, Queensland Museum.
 - (d) When items are donated to the Queensland Air Museum the donor's wishes are to be recorded concerning the future use of exhibition of this property

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by the Queensland Air Museum. Display and possible disposal must not be in conflict with the donor's wishes.

7.3 Custody of Documents and Securities:

7.3.1 Custody of the books, documents instruments of title and securities of Queensland Air Museum shall be the responsibility of the President or such other officer as agreed at the Annual General Meeting or Special Meeting called for the purpose.

7.4 Loan Property:

7.4.1 Where a major item is loaned to the Queensland Air Museum for display purposes, an agreement is to be drawn up between the owner and the Queensland Air Museum concerning the terms and conditions of the loan. This agreement is to be ratified by a majority vote of the members at a General Meeting, or a Special Meeting convened for this purpose. During the duration of the loan, the Queensland Air Museum will extend the same degree of care to the loaned item that it would to its own exhibits. The owner of the loaned item will be entitled to attend all Council, General or Special Meetings at which the material may be discussed, and the agreement of the owner must be obtained on all decisions relating to that person's property. The owner may be made an honorary member of the Queensland Air Museum, and shall agree to abide by this Constitution.

7.4.2 Material loaned by the Queensland Air Museum to be displayed by some other body or organisations, is to be the subject of an agreement between both parties. This agreement is to be ratified by a majority vote of the members at a General Meeting, or Special Meeting convened for this purpose. (Refer para 7.2.2.)

8. ACCOUNTS:

8.1 The Queensland Air Museum shall maintain in its name a banking account or accounts at such Banks as the Queensland Air Museum Council may from time to time determine, and all moneys received by or on behalf of the Queensland Air Museum shall be deposited to the credit of a banking account of the Museum in accordance with such decisions as the Council may from time to time make concerning the deposit of moneys thus received. Such books of accounts shall be maintained by the Treasurer as are necessary for the proper and efficient functions of the Queensland Air Museum.

8.1.1 The Membership Secretary's office shall maintain a register of members in which shall be entered their names and address and the amount of their annual subscriptions. (Ref also 3.2.6.)

8.1.2 It shall be the duty of all members to notify the Membership Secretary of any change of address

8.1.3 Accounts for payment shall be presented and passed at a Council Meeting.

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8.2 Cheques:

- 8.2.1 All payments over a maximum amount, which shall be determined by the Council, shall be made either by cheque or electronic funds transfer.
- 8.2.2 All cheques shall be signed by any two of three members of the executive appointed for that purpose.
- 8.2.3 All electronic funds transfers shall be authorised by any two of three members of the Executive Committee appointed under 8.2.2.

8.3 Closing Date of the Financial Year:

- 8.3.1 The closing date for Queensland Air Museum financial year shall be the last day of June.

9. INDEMNITY:

9.1 Liability of Members:

- 9.1.1 A Secretary, member of a Management Committee or member of Queensland Air Museum is not personally liable, except as provided in the rules of the Queensland Air Museum to contribute towards the payment of the debts and liabilities of the Queensland Air Museum or the costs, charges and expenses of a winding up of the Queensland Air Museum, beyond the property of the Queensland Air Museum in his/her hands.
- 9.1.2 Additionally, all members of the Queensland Air Museum shall be indemnified out of the monetary assets of the Queensland Air Museum, against all actions, suits, claims or demands whatsoever which may be brought against them and also against all fines, penalties, costs, charges or other expenses which may be paid or incurred by them in consequence of the performance of their official duties on behalf of the Queensland Air Museum, provided always that the member concerned does not with knowledge act unlawfully to this end.

10. AUDIT:

- 10.1 The Queensland Air Museum shall appoint a qualified person to act as Auditor for the Queensland Air Museum. The Auditor shall be appointed by majority vote at the Annual General Meeting.
- 10.2 The Auditor shall audit the accounts at such time or times as the General Council or Executive Committee may require, and for this purpose shall have power to call for the production of all books, receipts, accounts or other documents relating to the financial affairs of the Queensland Air Museum.
- 10.3 A report showing the latest balance of account and relevant Income and Expenditure shall be tabled at each Annual General Meeting.
- 10.4 The General Council shall have authority to fill any temporary vacancy in the office of Auditor.

11. ARCHIVAL MATERIAL:

- 11.1 It is the duty of members to constantly endeavour to expand the archival material property of the Queensland Air Museum in range, quality and quantity of suitable material, including literature, documents and photographs.

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- 11.2 Material donated to the Queensland Air Museum as a result of use of the Queensland Air Museum's name is to be immediately notified to the official archivist who will catalogue as required.
- 11.3 Unauthorised retention of material is an offence against the Queensland Air Museum.
- 11.4 Educational material may be lent for specific purposes to members of the Queensland Air Museum, and will be recorded out and in. Non-members may also request loan of documents and archival material for specific purposes; however, such loans must be authorised by the Committee.

12. COMMON SEAL:

- 12.1 There shall be a common seal identifiable directly to the Queensland Air Museum. The common seal shall be held in the custody of the Secretary or in his absence by the President or Treasurer as agreed. The common seal shall be affixed to such documents of import requiring the authority of resolution of the Council. Such affixing shall be attested by signatures of the President, Secretary and Treasurer or any two such Executive Committee members.

13. AFFILIATION:

- 13.1 The Queensland Air Museum may negotiate agreements of affiliation with organisations and societies having objects similar in part with those of the Queensland Air Museum. The object of such affiliation will be to strengthen the principle of permanent aviation and technological museums in Queensland.
 - 13.1.1 Any agreement for affiliation is to be endorsed by two-thirds majority of the members at the Annual General Meeting or at a Special General Meeting held for the purpose.
 - 13.1.2 One (1) month's clear notice of intention to vote on the proposal to affiliate is to be made to all registered members of the Queensland Air Museum.
 - 13.1.3 Affiliation agreement will be the subject of direct negotiation between the Council or a committee formed for the purpose and the equivalent officials of the body to which affiliation is proposed.
 - 13.1.4 Annual affiliation fees are to be decided by the Council
 - 13.1.5 The affiliated body may elect one (1) member to represent the body of the Queensland Air Museum's Council. This member is eligible to vote at Museum Meetings.
 - 13.1.6 The Council reserves the right to refuse the credentials of any affiliated body's delegated representative if considered not acceptable to the Council.
 - 13.1.7 Both affiliated bodies may make reference to the affiliation in letterheads and related documents.

14. DISSOLUTION:

- 14.1 The Queensland Air Museum shall be dissolved if the number of its members decreases to less than six (6). It may be dissolved by resolution to dissolve passed by three-quarters majority of members present at a Meeting.

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- 14.1.1 Notwithstanding dissolution of the Queensland Air Museum the elected office bearers forming the Executive Committee shall be deemed to continue in office for the purpose of disposing of the assets of the Museum until dissolution is complete.
- 14.1.2 Prior to completion of dissolution the Queensland Air Museum shall satisfy, to the best of its ability, all debts and liabilities incurred, however the sale of historic items comprising the collection is precluded unless totally unavoidable and in any case, items donated to the Queensland Air Museum shall not be sold unless sale is specifically authorised by the donor.
- 14.1.3 Upon dissolution of the Queensland Air Museum, any assets, not otherwise entailed, shall be offered as a gift to an organisation having similar constitution, objects, permanence of succession, with statutory requirements for maintenance of collections, and meeting the requirements of Sect.78(1)(a) of the Income Tax Assessment Act.

15. AMENDMENT OF CONSTITUTION:

- 15.1 Alterations or amendments of the Constitution and Rules shall only be considered at the Annual General Meeting or at a Special General Meeting convened for that purpose, and in both cases notice of the proposed alteration or amendment must be given to the Secretary and promulgated at least thirty (30) days before such Meeting by the members proposing or seconding the alteration or amendment.
 - 15.1.1 The sanction of a majority of two-thirds of the members present at the Annual General Meeting or the Special General Meeting called for the purpose is necessary for any alteration or amendment to be incorporated in the Constitution or Rules.

16. INTERPRETATION OF CONSTITUTION RULES:

- 16.1 The Council shall be the sole authority for the interpretation of the Constitution and Rules of the Museum and of the by-laws made thereunder, and the decision of the Council upon any question of interpretation or upon any matters affect the Queensland Air Museum and not provided for by the Constitution and Rules or by the by-laws made thereunder shall be final and binding on the members.

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TABLE OF AMENDMENTS

DATE	SECTION	REASON
21 AUG 10	4.1.2.(h)	Added to provide for Temporary Membership.
21 AUG 10	4.1.2.(i)	Added to provide for Short Term Membership.
21 AUG 10	4.2.7	Changed the responsibility for maintaining membership records from the Treasurer to the Membership Secretary
21 AUG 10	4.2.8	Added to provide for privacy of membership records.
21 AUG 10	8.2	Updated Payments and added 8.2.2 and 8.2.3 to provide for electronic banking.
21 AUG 10	14	Updated to reflect the fact that the intended affiliation with the Queensland Museum did not proceed.
21 AUG 10	all	Prior to incorporating the preceding amendments, the entire document was retyped and reformatted.