

RULES OF ASSOCIATION



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DEFINITIONS

Eligible ex-Employee

An ex full time employee of Qantas Airways Ltd. Or its 100% subsidiary companies, with a minimum of 10 years service.

ARTICLE 1

Name

The Club shall be known as the "Qantas Ski Club Inc."
(Hereafter referred to as "the Club")

ARTICLE 2

Aims

- (a) The aims of the Club are to foster, encourage and engage in the sport of snow skiing by the employees and Eligible ex-Employees of Qantas Airways Limited (and subsidiary companies), their families and friends.
- (b) The Club shall be administered in accordance with the regulations laid down in the Qantas Corporate Policies and Procedures Manual (as amended) and the Associations Incorporation Act, 1984, No. 143.

ARTICLE 3

Membership and Fees

- (a) The following grades of membership shall apply:
 - i. MEMBERS - Membership of the Club is open to all individuals who are current employees, or Eligible ex-Employees of Qantas Airways Ltd. or its 100% subsidiary companies.
 - ii. ASSOCIATE MEMBER - Associate membership is open to any individual other than an employee of Qantas Airways Ltd. or its 100% subsidiary companies. Associate Members are not eligible to be "Officers of the Club" as outlined in Article 4 (a) but can be an additional committee member as outlined in Article 4 (b). Associate Members can't make up more than 1/3. (One Third) of the total committee numbers. Associate members cannot vote on club rules and financial matters. Applications for associate membership must be endorsed by a member and approved by the majority of committee at any meeting.

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- iii. HONORARY MEMBER - Honorary Life Membership will be conferred only to a person considered to be specially deserving of such and will, by way of proposal at a committee meeting, be followed by an announcement at an Annual General Meeting. Honorary Life Membership carries no financial obligation. Only one life member may be elected at each Annual General Meeting.

(b) Fees :

- i. Each member of the Club shall pay fees by means of an "Authority for Salary Deduction" for Qantas Airways Ltd. To be lodged in the first instance to the secretary, Or by paying fees, including a joining fee, as a lump sum on joining the club, and then on the anniversary of joining the club based on the period of membership. The amount of such fees shall be determined and approved at an Annual General Meeting.
- ii. Each Associate Member of the Club shall pay fees, including a joining fee, as a lump sum on joining the club, and then on the anniversary of joining the club based on the period of membership. The amount of such fees shall be determined and approved at an Annual General Meeting.
- iii. Payment of fees shall be taken as acceptance of the "Rules of Association" (as amended) and any By-Laws of the Club.

(c) The Club's financial year shall be 01 May till 30 April of each year.

(d) Termination of membership shall be by:

- i. Death
- ii. resignation from Qantas Airways Ltd. Or subsidiary company.
- iii. resolution by two-thirds majority at a General Meeting.
- iv. failure to pay dues as specified under Article 3, paragraph (b) (i) and (ii). Three months in arrears only are allowed for Eligible ex-Employees or Associate Members. Termination is then automatic.

(e) Representation of the Club at Interline or Championship events shall be restricted to financial members.

ARTICLE 4

Organisation of the Club

(a) The officers of the Club shall consist of:

- President
- Vice President
- Secretary

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- Treasurer
- Publicity Officer
- Public Officer (See Below)

No more than 1/3 (One Third) of the officers of the club can be Eligible ex-Employees.

Additional Officers may be elected as required at an Annual General Meeting. All Officers shall hold office for a period of one year, when they will be eligible for re-election. Any Officer of the Club may be asked to resign by a two-thirds majority of the committee. A by-election shall then be held for the position at the next committee meeting.

- (b) The Committee of the Club shall consist of the Officers of the Club plus additional members as deemed necessary.
- (c) The Trustees of the Club shall be the President, Vice-President, Secretary and Treasurer. A Trustee must be a current employee of Qantas Airways Ltd. or its 100% subsidiary companies. Or a Qantas or 100% subsidiary company Eligible ex-Employee with a minimum of 10 years full time service.
- (d) no more than 1/3 (one third) of the Trustees can be an Eligible ex-Employee.
- (e) A patron of the Club may be appointed by Members at any time they desire.
- (f) An honorary Legal Adviser may be appointed by the Club to assist the Committee, when required.
- (g) An Auditor shall be appointed by the Committee and a copy of the audited Treasurer's report forwarded to the company as required under the "Qantas Corporate Policies and Procedures Manual" (as amended)

Public Officer

The public officer is appointed to act as intermediary between the Club and the Minister for Business and Consumer Affairs, as outlined in the Associations Incorporation Act, 1984, No 143. The position of Public Officer may be held in conjunction with any other executive position.

ARTICLE 5

Meetings and Rules

- (a) The Annual General Meeting of the Club shall be held within six months of the expiration of each financial year. A quorum shall be 50 members or if not met shall consist of a number of members deemed appropriate in consultation between the current Officers of the Club in attendance at the time the meeting was scheduled to commence.

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Voting at an Annual General Meeting may be conducted via personal vote only.

(b) Special General Meetings

- i. The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association.
- ii. The Committee shall, on requisition in writing of not less than 5 percent of the total number of members convene a Special General Meeting of the Association.

A requisition of members for a special general meeting shall

- State the purpose or purposes of the meeting.
- Be signed by the members making the requisition.
- Be lodged with the secretary

(c) Committee meetings shall be held at least six times per year or more frequently if necessary.

A quorum shall consist of 4 financial members including three officers. The Committee shall have the right to prescribe By-Laws it considers desirable for the harmonious functioning of the Club.

(d) The President shall take the chair at all meetings, or in his/her absence the next senior officer present shall act as chairman. He/she shall have a casting vote in addition to his/her deliberative vote.

(e) Alteration to the "Rules of Association" may be made only by a majority decision of all members of the Committee and must be ratified at an Annual General Meeting or Special General Meeting. Alterations must also be supplied to the appropriate Officer of Qantas Airways Limited.

Notice of any proposed changes to the Rules shall be given in writing to the Secretary who shall submit the proposed amendments at the next Committee Meeting.

(f) All resolutions passed at a meeting shall be binding on all Members of the Club, whether they be present at such a meeting or not, providing that such meeting was held in conformity with the "Rules of Association".

(g) Special Committees or Sub-Committees may be appointed for the purpose of pursuing any business that a meeting may direct.

(h) The officers of the Club may meet as required in order to facilitate Club business, or implementation of Club resolutions.

(i) Conduct - whilst engaged in any activity associated with the Club, all members of the Club shall conduct themselves in a manner fitting to that of the Qantas Ski Club Inc. This includes any commercial dealings any member

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may undertake on behalf of the Club, (once ratified by the committee) as well as behaviour of members whilst representing the Club at events or functions.

Whilst travelling on rebated travel to/from club organised events, all members of the Club must strictly adhere to all requirements listed in the Qantas Corporate Policies and Procedures Manual and at all times do utmost to ensure anonymity of the Club to fellow passengers.

Misconduct of members whilst travelling to/from club organised events will not be tolerated and may result in immediate expulsion from the Club regardless of any action taken by the company in relation to individual staff travel privileges. The Officers of the Club accept no responsibility whatsoever for the individual conduct of Club members at any time.

ARTICLE 6

Property and Funds

- (a) All property of the Club shall be vested in the Trustees and subject to the control of members in general meetings and shall be managed by the trustees.
- (b) The property shall be used to support the aims of the Club and for any lawful purpose that may be determined by the members.
- (c) The Club may be dissolved at any time for any cause whatsoever by a two-thirds majority vote of all financial members present at a Special General Meeting convened for the purpose. After discharge of all debts and liabilities, the Club equipment shall be auctioned amongst such members and the total remaining funds shall be divided amongst financial members in equal proportions.
- (d) No person by reason of his/her membership of the Club shall have any transmissible or assignable interest in any property of the Club.

ARTICLE 7

Liability

- (a) The Club, its Trustees, Officers and Members are not responsible for any injury, loss of life or damage to property, by, upon or to Members / Associates participating in any Club activities.
Application for membership automatically infers acceptance of this rule.

NOTE

On acceptance, the above "Rules of Association" supersede any previously recorded Rules, Constitution and/or By-Laws of either the Qantas Ski Club, or the Qantas Ski Club Incorporated.

** Revised May 2015