

RULES OF ASSOCIATION



QANTAS SKI CLUB INCORPORATED

Table of Contents

DEFINITIONS.....	2
ARTICLE 1.....	2
Name.....	2
ARTICLE 2.....	2
Aims.....	2
ARTICLE 3.....	2
Membership and Fees.....	2
ARTICLE 4.....	4
Organisation of the Club.....	4
ARTICLE 5.....	5
Meetings and Rules.....	5
ARTICLE 6.....	7
Property and Funds.....	7
ARTICLE 7.....	7
Liability.....	7
ARTICLE 8.....	8
Compliance and Regulation.....	8

DEFINITIONS

Club website

The Qantas Ski Club website –

www.qantasskiclub.org.au

ARTICLE 1

Name

The Club shall be known as the “Qantas Ski Club Inc” and confirms the Club’s independence as a separate entity from Qantas except in name.

Here after 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 and boarding by the employees and retirees of Qantas Airways Ltd (and subsidiary companies), their families and friends.
- (b) The Club must comply with Qantas Policy as amended from time to time. Where there is a discrepancy between these rules and the Qantas Policy, the Qantas Policy will take precedence to the extent of the inconsistency.
- (c) The Club shall also be administered in accordance with the regulations laid down in the Associations Incorporation Act 2009 and the Associations Incorporation Regulation 2016 (or as amended).
- (d) The club aims to communicate and inform its members of the club’s activities using the Club website.

ARTICLE 3

Membership and Fees

- (a) The following grades of membership shall apply:
 - 1. MEMBERS – Membership of the Club is open to all individuals who are current employees of Qantas Airways Ltd, retired staff or employees of Qantas Airways Ltd 100% subsidiary companies.

2. ASSOCIATE MEMBERS – Associate membership is open to any individual other than an employee of Qantas Airways Ltd or its 100% subsidiary companies. The employees of other Australian registered and based airlines are also eligible to be Associate Members. Applications for Associate Membership must be endorsed by a Member and approved by the majority of the committee at any meeting.
 3. 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.
 4. NEW MEMBER APPLICATION – The application for membership shall be accessed through the Club website.
- (b) Termination of membership shall be by:
1. Death
 2. Resolution by two-thirds majority at a General Meeting.
 3. Failure to pay dues under Article 3, paragraph (c) 1. and 2. Three months in arrears only are allowed for Associate Members. Termination is then automatic.
 4. Misconduct by a member as defined in Article 5 (n) and (o).
- (c) Fees:
1. Each member of the Club, except life members, shall pay fees by means of an “Authority for Salary Deduction” for Qantas Airways Ltd to be lodged in the first instance to the Club Secretary, or by paying fees as a lump sum on joining the Club, and then on the anniversary of joining the Club. The amount of such fees shall be determined at an Annual General Meeting.
 2. 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. The amount of such fees shall be determined at an Annual General Meeting.
 3. Lapsed membership occurs 3 months after non-payment of yearly fees.
 4. Payment of fees shall be taken as acceptance of the “Rules of Association”, (as amended) and any By-Laws of the club.
- (d) 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:

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Publicity Officer
6. Public Officer (see below)

Additional Officers may be elected as required at an Annual General Meeting. All Officers must be current employees of Qantas Airways Ltd and 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 2/3 (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. There is no maximum number of consecutive terms for committee members to hold office.

(c) The Trustees of the Club shall be:

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

(d) The Trustees of the Club are the only Officers of the Club authorised to access and operate the Club's finances held by the Club's designated financial institution.

- (e) Associate members are not eligible to be “Officers of the Club” as outlined in Article 4 (a) but can be additional committee members 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 or financial matters.
- (f) A patron of the Club may be appointed by Members at any time they desire.
- (g) An honorary Legal Advisor may be appointed by the Club to assist the Committee, when required.
- (h) The Club’s financial year shall be 01 May until 30 April the following year.
- (i) An Auditor shall be appointed by the Committee and a copy of the audited Treasurer’s report forwarded to the company as required by Qantas Policy (as amended).

June 2021

Page 4

- (j) The Club will provide any documents required for any independent audit at Qantas’s discretion.
- (k) The Public Officer is appointed to act as an intermediary between the Club and the NSW Office of Fair Trading and will report the Club’s financial position in accordance with the Associations Incorporation Act 2009 and Associations Regulation Act 2016 (or as amended) at the end of each Club financial year. 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 (fifty) 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 is scheduled to commence.
- (b) Voting at an Annual general Meeting may be conducted via personal vote only. *The acceptance of votes for Committee positions may be done via any real-time technology approved by the Committee.*
- (c) Special General Meetings:
 1. The Committee may, whenever it thinks fit, convene a Special General Meeting of the Club.

2. The Committee shall, on requisition in writing of not less than 5% of the total number of members, convene a Special general Meeting of the Club.

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.

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

A quorum shall consist of four 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.

- (e) A committee meeting may be held at 2 or more venues using any real time technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.

- (f) A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

- (g) 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 will have the casting vote in addition to his/her deliberative vote.
- (h) Alteration of 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 Ltd. Notice of any change to the Rules shall be given in writing to the Secretary who shall submit the proposed amendments at the next Committee meeting.
- (i) 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.
- (j) The officers of the Club may meet as required in order to facilitate Club business, or implementation of Club resolutions.
- (k) Only Club members and associate members can attend official Club events.
- (l) The organisation and running of Club events will be conducted in accordance with the Club's Code of Conduct.

- (m) 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 (once ratified by the committee) any member may undertake on behalf of the Club, as well as the behaviour of members whilst attending or representing the Club at events or functions.
- (n) The Club is not permitted to use the Qantas name, logo or brand in order to seek gifts, goods or services from a third party unless specifically approved by Qantas HR Policy & Knowledge.
- (o) Whilst travelling on rebated travel to or from Club organised events, all members of the Club must strictly adhere to all requirements listed in the Qantas Policy document and at all times do the utmost to ensure anonymity of the Club to fellow passengers.
- (p) A maximum of \$300 travel credits may be awarded to each Qantas Club each calendar year following the completion of the annual audit process and subject to ongoing compliance with these Guidelines. Travel credits will be used by the elected Club representative attending an International Airline Ski Federation meeting.
- (q) Misconduct of members whilst travelling to or from Club organised events will not be tolerated and may result in immediate expulsion from the Club regardless of any action taken by Qantas 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.
- (r) Club members must ensure the behaviour or actions of any person associated with the Club does not cause Qantas public embarrassment or bring the image of Qantas into disrepute.

June 2021

Page 6

- (s) Qantas Airways Ltd reserves the right to withdraw its support 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 that purpose.
- (d) Subject to the Associations Incorporation Act 2009 and Regulation 2016, in a winding up of the Club, any surplus property of the Club after the discharge all debts and liabilities, shall be transferred to another organisation with similar objectives and which is not carried on for profit or gain of its individual members.
- (e) No person by reason of his or her membership of the Club shall have any transmissible or assignable interest in any property of the Club.

ARTICLE 7

Liability

- (a) The Associations Incorporation Act 2009 and Regulation 2016 expressly provides committee members with protection from personal liability where they act in good faith while undertaking the committee member's functions under the Act. This also covers any omissions made in good faith.
- (b) 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 / Associate Members participating in any Club activities. Application for membership automatically infers acceptance of this rule.
- (c) Public Liability Insurance will be obtained through the Qantas Facilitated Group Public Liability Policy for clubs, for an amount of not less than \$10 million that covers the Club and its members for liabilities incurred as a result of its activities.

ARTICLE 8

Regulation and Compliance

- 1) 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.

- 2) This constitution covers matters required by the Associations Incorporation Act 2009 and the Associations Incorporation Regulation 2016, or as amended.
- 3) The President is responsible for ensuring that the Club's written constitution and the conduct of its members complies with Qantas policies, as amended from time to time.