

A. 2303

ASSOCIATIONS INCORPORATION ACT 1981

Section 5(b)

STATEMENT OF PURPOSES

1. The name of the proposed incorporated association is LEAGUE OF SILENT FLIGHT
OF AUSTRALIA Incorporated.

2. The purposes for which the proposed incorporated association is established are:—

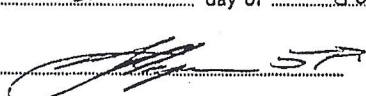
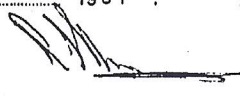
(1) The primary purpose of the LSF is to provide
collective identification for active radio
control soaring enthusiasts throughout the
world and to recognize individual proficiency
and accomplishment through a defined program of
standard performance criteria for radio
controlled (R/C) model sailplanes.

(2) The secondary purpose of the LSF is to foster
and support all phases of sporting and
competitive activity for R/C model sailplanes;
to encourage personal and collective advance-
ment in knowledge of aerodynamics and related
arts and sciences; and to promote general
interest in soaring flight.

Note: The purposes should be set out in paragraphs which are designated by letters in alphabetical order or are numbered consecutively.

This is the annexure of ONE page(s) ~~marked~~ referred to in the
declaration of DAVID STEPHAN MESON
made this 27 TH day of JULY 1984

Before me

A. 2303.

LEAGUE OF SILENT FLIGHT OF AUSTRALIA INCORPORATED

STATEMENT OF RULES

Certified True Copy



Public Officer

LSF AUSTRALIA INC.,
C/- D. Meson,
17 Harmon Avenue,
ST. ALBANS, 3021.

STATEMENT OF RULES

1. The name of the incorporated association is League of Silent Flight of Australia Incorporated (in these rules called "the Association"), abbreviated as LSF Australia Inc.
2. (1) In these rules, unless the contrary intention appears:
"Committee" means the Committee of management of the Association.
"Financial Year" means the year ending on 1st January.
"Member" means a member of the Association.
"LSF Australia" means LSF Australia Inc.
"The Act" means the Associations Incorporation Act 1981.
"The Regulations" means regulations under the Act.
(2) In these Rules, a reference to the President of the Association is a reference -
 - (a) where a person holds office under these Rules as President of the Association - to that person; and
 - (b) in any other case, to the Public Officer of the Association.
3. Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.

Qualifications of Membership

3. (1) Membership of the Association shall consist of:
 - (a) Full members
 - (b) Aspirants
 - (c) Associates - those ineligible for full membership but who are sympathetic to the Leagues philosophies. Associates do not have voting rights.
- (2) LSF Australia is affiliated with the League of Silent Flight (LSF) in the United States of America as a chapter, and the membership status in the chapter shall be as in LSF except in Australia Associate Members are permitted.
- (3) All members of LSF who are resident in Australia shall be members of LSF Australia.
- (4) A natural person who is approved for membership as provided in these rules is eligible to be a member of the Association.

- (5) LSF Australia shall be a voluntary association of individuals with common interests and as a philosophical conglomerate, shall levy no membership dues or fees, and shall impose no obligations, requirements or limitations of, or for, membership other than those specified in this clause.
- (6) LSF Australia shall be a non-profit association supported by voluntary contributions and by fees and charges for specific services and goods. LSF Australia shall offer no industrial or commercial membership.
- (7) The organisational body of LSF Australia consists of:
 - (a) Members who have earned such status by documented performance of specific soaring accomplishments,
 - (b) Aspirants to membership who have made written declaration of their intent to associate with the LSF and to actively pursue a defined program of soaring accomplishments.
- (8) The specific and only criteria for full membership are:
 - (a) declaration of intent to associate with LSF
 - (b) current membership in appropriate, national Federation Aeronautical International (FAI) representative organisation for model aircraft.
 - (c) attainment of level 1 in the LSF Soaring Accomplishment Program.
- (9) Declaration of intent to associate with the LSF may be made by submitting the following in writing to the Committee:
 - (a) Name
 - (b) Mailing address
 - (c) FAI organisation affiliate and license or membership number
 - (d) A statement similar to the following:
"I (the undersigned), support the philosophies, concepts and criteria of the LSF and give notice herewith of intention to attain Level 1 of the LSF Soaring Accomplishments Program, and, by so doing earn full recognition and privilege of membership."
- (10) Upon receipt of a Declaration of Intent the committee will record the individuals name on the LSF Aspirants Roll and will forward to the Aspirant the information and forms necessary to document the attainment of Level 1 of the LSF Soaring Accomplishments Program. An individual

will be carried on the Aspirants Roll for a maximum of two years from the date of Declaration of Intent. At the end of this time, the individual will be so notified, dropped from the Roll, and all work toward attainment of Level 1 during the preceding two year period will be nullified. Resubmission of a Declaration of Intent will be accepted by the Committee.

- (11) Membership can be attained only by Aspirants who submit, to the Committee, proper documentation of their fulfillment of all performance requirements necessary for Level 1 of the LSF Soaring Accomplishments Program. Upon acceptance of the submitted claim, the Committee will transfer the individual's name from the Aspirant Roll to the next consecutive number on the Membership Roll, and so notify the new Member.
- (12) Members are privileged to identify such status by display of the LSF name, official emblem or insignia, symbols and other paraphernalia, as well as earned badges and awards from the Soaring Accomplishments Program. Members are entitled to participate in all organisational activities, subject to such regulations as may be imposed by these Bylaws, are privileged to vote in election of officers and on matters of business as set forth herein, may seek and hold office, and serve on committee.
- (13) Aspirants may not display any LSF insignia, but may participate in all organisational activities, subject to such rules and regulations as may be imposed by these Bylaws, except that they may not vote or hold office.
- (14) A person who is not a member of the Association at the time of the incorporation of the Association (or who was such a member at the time but has ceased to be a member) shall not be admitted to membership unless they comply with the requirements for membership as provided in clause (3).
- (15) A right, privilege or obligation of a person by reason of his membership of the Association:
 - (a) is not capable of being transferred or transmitted to another person;
 - (b) terminates upon the cessation of his membership whether by death or resignation or otherwise.

Register of Members

- 4. The Committee shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by members at the address of the Public Officer.

Resignation of Member

5. (1) A member of the Association who has paid all moneys due and payable by him to the Association may resign from the Association by first giving one week's notice in writing to the Committee of his intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.
- (2) Upon the expiration of a notice given under sub-clause (1), the Committee shall make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be a member.


Expulsion or suspension of members

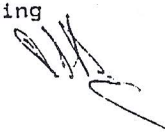
6. (1) Any member or Aspirant of the LSF Australia whose activities are deemed inimicable to the best interests of the LSF, is subject to suspension, expulsion or removal from office.
 - (2) Charges believed to warrant disciplinary action will be submitted to the President. If the committee concur with the severity of the charges, the President will relay such charges to the accused. The accused may: (a) answer the allegation and request that both the charges and defense be submitted to the Members; (b) make no response and thereby automatically tender his resignation; or (c) formally submit his resignation. If a response to the President's request for a statement of defense is not forthcoming within thirty (30) days after the date of request, it will be assumed that the accused plans no reply.
 - (3) The President, with the concurrence of the Committee may dismiss all charges on the basis of the accused's reply, or may submit the statement of charges and defense to the Members with a specific recommendation for disciplinary action. Authority for such recommendation requires a two-thirds (2/3) affirmative majority of all votes received by the Committee.
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Committee - Powers

7. (1) The affairs of the Association shall be managed by a Committee of Management constituted as provided in Rule 8.
- (2) The Committee -
- (a) shall control and manage the business and affairs of the Association;
 - (b) may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Association;
 - (c) subject to these rules, the regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association; and
 - (d) The Committee shall have powers to co-opt members to assist the Committee to deal with special items of business.

Constitution

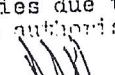
8. (1) The officers of the Association shall consist of -
- (a) a President;
 - (b) a Vice-President; and
 - (c) a Senior Executive Officer,
- and they shall comprise the Committee.
- (2) In the event of a casual vacancy in any office referred to in sub-clause (1) the Committee may appoint one of the members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the election next following the date of his appointment.
- (3) The President shall also hold the office of National Chairman.
- (4) The President shall conduct all of the affairs of LSF Australia except the election of officers.
- (5) In particular the President shall ensure that Quarterly Reports are sent to the parent body and cause to be circulated to all members of LSF Australia Newsletters the contents of which shall include a financial report and summary of soaring accomplishment program documents received.
- (6) The Vice-President shall conduct elections bi-annually, at which a President, Vice-President, and Senior Executive Officer shall be elected.
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- (7) The election of the Committee shall be conducted as provided in these rules.
 - (8) The Vice-President shall notify all members of LSF Australia three months before the LSF Tournament each odd numbered year, that nominations for the offices of President, Vice-President, and Senior Executive Officer are being sought.
 - (9) A nomination will be valid if received by the Vice-President two months before the LSF Tournament and it is signed by both the nominator and the nominee, who may be the same person unless this person is a current office holder.
 - (10) The Vice-President shall prepare a ballot paper and distribute this to all members of LSF, Australia, one month before the LSF Tournament.
 - (11) Candidates may provide the Vice-President with copies of a statement for distribution with the ballot paper, provided that the statement is less than 100 words in length.
 - (12) Voting shall be by the preferential systems used in elections for the House of Representatives in Australia.
 - (13) All ballot papers returned to the Vice-President prior to the commencement of the LSF Tournament shall be considered in determining the election.
 - (14) The Vice-President shall promptly notify the current President and all candidates of the result of the election.
 - (15) The results of the election shall be published in the next issue of the Association's Newsletter.
 - (16) The incumbent officers shall resign and the successful candidates shall take office immediately upon completion of the trophy presentation at the LSF Tournament of the year in which the elections are held.
 - (17) Each year that a Tournament is held, a meeting shall be convened, and members present shall have the right to determine matters relating to the following Tournament.
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- (18) The Committee shall meet each calendar quarter at such place and such times as the Committee may determine.
- (19) Special meetings of the Committee may be convened by the President or by any one of the members of the Committee.
- (20) Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted.
- (21) Any 2 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- (22) No business shall be transacted unless a quorum is present and if within an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.
- (23) At meetings of the Committee -
 - (a) the President or in his absence the Vice-President shall preside, or
 - (b) if the President and the Vice-President are absent, one of the remaining members of the Committee as may be chosen by the members present shall preside.
- (24) Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such a manner as the person presiding at the meeting may determine.
- (25) Each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote and, in the event of any equality of votes on any question, the person presiding may exercise a second or casting vote.
- (26) Subject to sub-clause (4) the Committee may act notwithstanding any vacancy on the Committee.

Management of Funds

9. (1) The Committee of the Association -

- (a) shall collect and receive all monies due to the Association and make all payments authorised by the Association; and
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- (b) shall keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (2) The accounts and books referred to in sub-clause (1) shall be available for inspection by members.
- (3) The Committee has at its general meeting the power to pass accounts for payments concerned with the day to day running of the Association.
- (4) An account shall be opened in the name of the Association in a recognised Bank, and the Committee shall pay into the account all monies received on behalf of the Association.
- (5) The Committee shall be required to table the following at each General Meeting (i) Cash Payments Book, (ii) Cash Receipts Book, (iii) The Current Bank Statement, (iv) A Statement of Income and Expenditure for the period since the last General Meeting, and (v) A Reconciliation of the Bank Account.
- (6) The Committee are the only people authorised to receive money on behalf of the Association unless someone is nominated at a General Meeting to receive money for a specific purpose or event.
- (7) All cheques, bill of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Committee.

Grounds for Termination of Office

- 10. For the purposes of these rules, the office of an officer of the Association becomes vacant if the officer -
 - (1) ceases to be a member of the Association;
 - (2) becomes an insolvent under administration within the meaning of the Companies (Victoria) code; or
 - (3) resigns his office by notice in writing given to the Committee.

Annual General Meeting

- 11. (1) The Association shall in each calendar year convene an Annual General Meeting of its members.
- (2) The Annual General Meeting shall be held on such a day as the Committee determines.

- (3) The Annual General Meeting shall be specified as such in the notice convening it.
- (4) The ordinary business of the annual general meeting shall be -
 - (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
 - (b) to receive from the Committee reports upon the transactions of the Association during the last preceding financial year;
 - (c) to elect officers of the Association and the ordinary members of the Committee; and
 - (d) to receive and consider the statement submitted by the Association in accordance with Section 30 (3) of the Act.
- (5) The annual general meeting may transact special special business of which notice is given in accordance with these rules.
- (6) The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

Special General Meeting

- 12. All general meetings other than the annual general meeting shall be called special general meetings.
 - (1) The Committee may, whenever it thinks fit, convene a special general meeting of the Association and, where, but for this sub-clause, more than 15 months would lapse between annual general meetings, shall convene a special general meeting before the expiration of that period.
 - (2) The Committee shall, on the requisition in writing of members representing not less than 50% of the total number of members, convene a special general meeting of the Association.
 - (3) The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more members making the requisition.

- (4) If the Committee does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

General Meeting Notice

- 13. (1) The Secretary of the Association shall, at least 7 days before the date fixed for holding a general meeting of the Association, cause to be sent to each member of the Association at his address appearing in the register of members, a notice by pre-paid post stating the place, date and time of the meeting and the nature of business to be transacted at the meeting.
- (2) No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- (3) A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next general meeting after the receipt of the notice.

Procedure

- 14. (1) All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting with the exception of that specially referred to in these rules as being the ordinary business of the annual general meeting shall be deemed to be special business.
- (2) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering the item.
- (3) At least 2 of the Committee and ten percent of members personally present (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

- (4) If within an hour after the appointed time for the commencement of the general meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within an hour after the time appointed for the commencement of the meeting, the members present (being not less than 3) shall be a quorum.
- (5) The President, or in his absence, the Vice-President, shall preside as Chairman at each general meeting of the Association.
- (6) If the President and the Vice-President are absent from a general meeting, the members present shall elect one of their number to preside as Chairman at the meeting.

Adjournment

15. (1) The Chairman of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which adjournment took place.
- (2) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
- (3) Except as provided in sub-clauses (1) and (2) it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

Voting

16. A question arising at a general meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

17. (1) Upon the question arising at a general meeting of the Association, a member has one vote only.
- (2) All votes shall be given personally or by proxy.
- (3) In the case of an equality of voting on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.
18. (1) If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at the meeting in such a manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.

Minutes

19. The Committee of the Association shall keep minutes of the resolutions and proceedings of the activities of the Association in books provided for that purpose together with a record of the names of persons present at meetings.

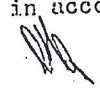
Signing of Negotiable Instruments

20. All drafts, bills of exchange, promissory notes, and other negotiable instruments shall be signed by two members of the Committee.

Common Seal

21. (1) The Common Seal of the Association shall be kept in the custody of the President.
- (2) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signature either of the two members of the Committee or of one member of the Committee and of the Public Officer of the Association.

Alterations of Statements of Purposes and Rules

22. (1) These rules and the statement of purposes of the Association shall not be altered except in accordance
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with the Act.

- (2) These By-laws may be amended by the affirmative vote of a simple majority of members of LSF Australia, subject to the amendment not being deemed inimicable to the best interests of the LSF by the LSF.

Service of Notices

23. (1) A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post to the member at his address shown in the Register of Members.
- (2) Where a document is properly addressed pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

Winding Up

24. (1) In the event of the winding up or the cancellation of the corporation of the Association, the assets of the Association shall be disposed of in accordance with the provisions of the Act.
- (2) LSF Australia may be dissolved by the affirmative vote of 75% of the members in attendance and voting.
- (3) Any surplus of funds after winding up shall be paid to the Model Aircraft Association of Australia.

Books, accounts and Other Documents

25. (1) Except as otherwise provided in these Rules, the President shall keep in their custody or under their control all books, documents and securities of the Association.
- (2) Annually, within fifteen (15) days after the end of the fiscal year, the books and accounts will be audited by a special auditing committee of two, appointed by the President, with the advice and consent of the Committee. The Committee, by a majority vote, may cause an independent audit to be made at any time when in their judgement it is deemed advisable.

Sources of Funds

26. The funds of the Association shall be derived from competition fees, donations and such other sources as the Committee determines.

General Rules

27. (1) No office of profit shall exist within the Association.
- (2) At organised flying meetings all members must abide by the various flying and safety rules drafted by the Committee.
- (3) The emblem of LSF Australia shall be that of the LSF.