

BURNSIDE BEEFSTEAK & BURGUNDY CLUB INC.

**CONSTITUTION
AND
RULES**

INDEX

	Page
Constitution	1- 2
Rules	2
No.	
1. Office Holders.....	2
2. Management.....	3
3. Election of Office Holders.....	5
4. Public Officer.....	6
5. Membership.....	6
6. Members Subscription and Fees.....	9
7. General Meetings.....	9
8. Affiliation and Trade Mark.....	12
9. Financial Year.....	13
10. Banking and Records.....	13
11. Auditor.....	14
12. Disciplinary Procedure.....	14
13. Insurance.....	16
14. Amendments to Constitution.....	16
15. Seal.....	17
16. Non Profit.....	17
17. Winding Up.....	17

BURNSIDE BEEFSTEAK & BURGUNDY CLUB INC.

CONSTITUTION

1. By the sanction of BEEFSTEAK AND BURGUNDY CLUB INCORPORATED this affiliated Club was formed at Adelaide in the State of South Australia on 20th February 1956 and Charter No.3 was issued to it.
2. The name of the Club is Burnside Beefsteak & Burgundy Club Inc.

INTERPRETATION

3. In this Constitution the following interpretations shall apply:
 - 3.1 "the Act" shall mean the *Associations Incorporation Act 1985*;
 - 3.2 "General Secretary" shall mean the General Secretary of the Founding Club;
 - 3.3 "the Founding Club" shall mean BEEFSTEAK AND BURGUNDY CLUB INCORPORATED;
 - 3.4 "the Club" shall mean this affiliated Club;
 - 3.5 "the Committee" shall mean the Committee of this affiliated Club;
 - 3.6 "Special Resolution" means a resolution passed at a duly convened meeting of the members of the Club:
 - 3.6.1 of which at least twenty one (21) days written notice specifying the intention to propose the resolution as a special resolution has been given to all members; and
 - 3.6.2 it is passed at such meeting by a majority of not less than three-quarters of such members of the Club, as being entitled to do so, vote in person, or where proxies are allowed, by proxy, at that meeting;
 - 3.7 There shall be no gender differentiation and the singular shall include the plural and vice versa as the case requires.

OBJECTS

4. The objects for which the Club is formed are:
 - 4.1 To promote good fellowship and goodwill amongst all sections of the community.
 - 4.2 To further the education of its members and the community in the appreciation and understanding of good food and wines, especially those produced locally.

- 4.3 To arrange dinners, luncheons, social and other functions, visits to vineyards, hold wine tasting functions, produce discussion papers on the developments in the field of wine making, develop and promote educational activities related to the knowledge and understanding of wine and of the preparation and presentation of food, and to arrange meetings, conventions, conferences and seminars and conduct such other activities relevant to all of the above as members see fit.
- 4.4 In general to encourage the appreciation and temperate consumption of fine wine and other beverages in conjunction with the serving and enjoyment of food in an environment of good fellowship and mutual respect for all persons.
5. These objects may be altered or expanded in the same manner as amendments to the Rules.

RULES

1. OFFICE HOLDERS

- 1.1 The Committee of the Club shall comprise the following officers, all of whom, save for the Immediate Past President (who automatically becomes a member of the Committee) shall be elected at an Annual General Meeting and hold office until the next Annual General Meeting when all offices shall become vacant:

President;

Vice President;

Immediate Past President;

Cellarmaster;

Honorary Secretary;

Honorary Treasurer;

Committee members (4).

- 1.2 Any officer may concurrently hold another office without an office being declared vacant.
- 1.3 A quorum for a meeting of the Committee shall be one half of the officers. Each officer personally present shall be entitled to one vote

notwithstanding that the officer may concurrently hold more than one office.

- 1.4 The Committee shall meet in every calendar month at a date, time and venue recorded in the minutes of the previous meeting .
- 1.5 The Committee may in the exercise of its discretion, suspend or vary the operation of Rules 1.3 and 1.4 if it determines that exceptional or special circumstances require such departure to enable it to carry out its management functions, including the use of telecommunication, electronic, video conferencing or other recognised medium.
- 1.6 The President shall ordinarily be the chairman of meetings of the Committee and shall determine its procedures unless the Committee by resolution determines otherwise. In respect of any motion to determine Committee procedure, but not otherwise, the Chairman shall have a casting vote in addition to a deliberative vote.
- 1.7 No member is eligible for election or is to remain a member of the Committee if disqualified by the Act, expelled as a member under these Rules or while any money which is due and payable by the member to the Club remains unpaid.
- 1.8 A member of the Committee may resign from the Committee by giving written notice to the Secretary. The resignation takes effect upon receipt of the written notice by the Secretary.
- 1.9 Subject to Rule 1.2 the Committee may fill a casual vacancy.
- 1.10 The Secretary shall maintain an accurate record of all Committee and General Meetings. Such minutes shall be confirmed by the members present at a subsequent meeting, and signed by the presiding member at the meeting at which the proceedings took place or by the member presiding at the meeting at which the minutes are confirmed.

2. MANAGEMENT

- 2.1 The business, operations, conduct, administration, general affairs, funds, cellared wine and other property of the Club are under the exclusive management and control of the Committee.

- 2.2 Without limiting the generality of Rule 2.1 and for the purpose of giving effect to the Constitution and these Rules, the Committee has power to:
- 2.2.1 acquire, hold, deal with and dispose of any real or personal property;
 - 2.2.2 open and operate bank accounts including credit card and overdraft accounts;
 - 2.2.3 borrow money and give security for loans;
 - 2.2.4 invest the Club's money in any authorised trustee investment or other investment from time to time;
 - 2.2.5 administer any property on trust;
 - 2.2.6 appoint agents and attorneys to transact any business on behalf of the Club;
 - 2.2.7 enter into any contract it considers necessary or desirable;
 - 2.2.8 appoint and disband sub-committees as it considers expedient and to set terms of reference as to their powers, duties and conduct of their business;
 - 2.2.9 appoint a Public Officer;
 - 2.2.10 make, amend or repeal Bylaws not inconsistent with the Rules including but not limited to:
 - 2.2.10.1 regulating the respective rights, privileges and obligations of members;
 - 2.2.10.2 regulating the conduct of functions sanctioned by the Club and the dress requirements to be observed at such functions;
 - 2.2.10.3 regulating the invitation of guests to Club functions;
 - 2.2.10.4 regulating the conduct of General Meetings where no specific provision is made by the Rules;
 - 2.2.10.5 regulating any other matter or procedure for the purposes of giving effect to the Rules or to the objects.

- 2.2.11 interpret the meaning of these Rules and to decide any question or issue for which the Rules or the Bylaws do not make provision including giving directions for dispute resolution between members and if necessary the appointment of an independent mediator at the members' cost ;
- 2.2.12 do all such things as are within the objects of the Club and are not by the Act or by the Rules required to be done by the members in General Meeting.

3. ELECTION OF OFFICE HOLDERS

- 3.1 Subject to earlier termination of office under the Rules, all offices become vacant at the Annual General Meeting as provided in Rule 1.1 and are to be filled in the course of an election conducted at the Annual General Meeting and in respect thereof:
 - 3.1.1 Each candidate for election must be an Ordinary Member or Life Member and must be nominated in writing specifying the office for which the candidate is nominated, signed by a proposer and seconder (each of whom must be an Ordinary Member or Life Member) and by the candidate;
 - 3.1.2 A member is ineligible to be a candidate, or a proposer or seconder of a candidate while any money which is due and payable by the member to the Club remains unpaid;
 - 3.1.3 No person is eligible for election to, or is to remain a member of the Committee whilst that person is an officer of, or member of the committee of another club within the Beefsteak and Burgundy group of clubs unless approved by resolution at a General Meeting of the Club;
 - 3.1.4 The candidate's nomination must be delivered to the Secretary but may be delivered at the Annual General Meeting;
 - 3.1.5 If no more persons are nominated for any offices than there are vacancies the Chairman of the Annual General Meeting will declare those persons duly elected;

- 3.1.6 If more candidates are nominated than there are vacancies to be filled, an election by secret ballot shall be held and ballot papers shall bear the names of the candidates in alphabetical order;
- 3.1.7 A returning officer appointed by the Committee shall conduct the ballot and certify to the Chairman of the Annual General Meeting the names of the persons elected. Subject to any manifest error, the certificate of the returning officer is conclusive of the result of the ballot.
- 3.2 As soon as practicable after the Annual General Meeting in each year and in any event by the 15th day of September, the Secretary who held office immediately prior to the Annual General Meeting (and if that person shall be unable or unwilling, the current Secretary) shall submit to the General Secretary on the form provided by him, the name, telephone number, postal and electronic address of the President and Secretary together with the affiliation fee payable to the Founding Club.
- 3.3 The Secretary shall maintain a current register of the names and addresses of the officer holders of the Club and shall promptly notify the General Secretary of any change of address of the Secretary.

4. PUBLIC OFFICER

- 4.1 The Club shall appoint a Public Officer as provided in the Act. The appointment of, or change of the Public Officer shall be forthwith notified to Consumer and Business Services or as otherwise required by the Act.
- 4.2 The Registered Office of the Club shall be the address of the Public Officer and any change shall be forthwith notified as in Rule 4.1.

5. MEMBERSHIP

- 5.1 The membership of the Club shall be limited to thirty (30) Ordinary Members.
- 5.2 There shall be three (3) categories of membership, namely: Ordinary Members, Honorary Members and Life Members. A member shall not be considered to be a "financial member" whilst any money which is due and payable by the member to the Club remains unpaid.

ORDINARY MEMBERS

- 5.3 Application for Ordinary Membership may be made in writing on the prescribed form and signed by a person who has attended at least two (2) functions as the guest of a member. Such application must be signed by a proposer and seconder who are financial Ordinary Members or financial Life Members of the Club who shall personally vouch for the applicant. The applicant must undertake to be bound by and comply with the Constitution and Rules of the Club and enter into the spirit of the objects.
- 5.4 The Committee shall consider the application and its decision on acceptance or rejection shall be final without being required to ascribe any reason therefor.

HONORARY MEMBERS

- 5.5 A member of the Beefsteak and Burgundy group of clubs transferred from interstate or overseas to the vicinity of the Club shall have the right to apply for Honorary Membership of the Club within six months of taking up residency. Such application may be granted at the discretion of the Committee. If the application is approved the Committee may at its discretion place the name of such Honorary Member on a waiting list for Ordinary Membership.
- 5.6 A visitor from interstate or overseas who is temporarily resident within the area from which the Club draws its membership may be admitted as an Honorary Member for periods not exceeding 12 months.
- 5.7 The Committee may at its discretion require the payment of fees or levies as a condition of granting Honorary Membership. Honorary Members shall be additional to the membership limit imposed by Rule 5.1 but the number of Honorary Members shall not at any time exceed five (5).

LIFE MEMBERS

- 5.8 An Ordinary Member who has given long and continuous service to the Club over a number of years and has been actively engaged in the welfare of the Club may be awarded Life Membership. Life Membership

should not be lightly bestowed and should only be for meritorious service.

- 5.9 The awarding of Life Membership shall be upon recommendation of the Committee and must be confirmed by Special Resolution of members of the Club before being submitted to the General Secretary with full details of the long and meritorious service, for approval by the Committee of the Founding Club. A request should be made to the General Secretary to issue an inscribed Life Membership Certificate.
- 5.10 Life Membership waives payment of the annual subscription fee but other levies and membership charges are payable if the Life Member continues in active membership of the Club.
- 5.11 Life Members shall be additional to the membership limit imposed by Rule 5.1 and there shall be no limit to the number of Life Members.

REGISTER OF MEMBERS

- 5.12 The Secretary shall maintain a current register of members containing the names, postal and email addresses and telephone numbers of the members of the Club.
- 5.13 Each member is responsible for accurately providing the details and any changes thereto for the register of members. The Club must not, unless compelled by law, disclose to any person or corporation any particulars of the member recorded in the registrar of members without the prior written consent of that member.
- 5.14 In the absence of manifest error on the part of the Club, the Club is entitled to rely upon the information contained in the register of members in all its dealings with and notifications to members.
- 5.15 Notices to members:
 - 5.15.1 may be delivered personally;
 - 5.15.2 may be posted by prepaid post to the postal address in the register of members and such notices will be deemed to be received on the second business day following the date of posting;

5.15.3 may be sent by recognised electronic communication (such as email) to the electronic address in the register of members and such notices will be deemed to be received on the day of transmission.

FUNCTION ATTENDANCE OBLIGATION

- 5.16 All members have an obligation of regular attendance at functions approved by the Committee in furtherance of the Club's objects. A member shall not be absent from three (3) consecutive dining functions without leave of the Committee.
- 5.17 A member may resign from membership by giving written notice to the Secretary. The resignation takes effect upon receipt by the Secretary of the written notice.
- 5.18 Any resigning member shall continue to be liable for any outstanding subscriptions or other money which is due and payable to the Club at the date of resignation and the same may be recovered as a debt due to the Club. The Committee in its discretion may waive payment or allow a pro rata discount of such moneys.

6 MEMBERS SUBSCRIPTIONS AND FEES

- 6.1 The annual subscriptions together with levies or fees shall be fixed by the members at the Annual General Meeting and shall be payable in advance by the 15th September following the Annual General Meeting. For new members a pro rata amount shall be payable immediately upon admission to membership.
- 6.2 The fees referred to in Rule 6.1 shall be the main source of funds for the Club but additional funds may be raised from functions and activities consistent with the objects and Rules.

7 GENERAL MEETINGS

- 7.1 Only financial members as defined in Rule 5.2 may attend or vote at any General Meeting. The General Meetings of the Club shall fall into the following categories:

7.1.1 Annual General Meeting for the purposes of Rule 7.2, of which at least fourteen (14) days written notice must be given;

7.1.2 Special General Meeting for the purpose of passing a Special Resolution of which at least 21 days written notice must be given;

7.1.3 General Meetings for the purposes of Rules requiring a resolution of a General Meeting (such as Rules 3.1.3, 7.6 and 12.5) of which at least fourteen (14) days written notice must be given.

7.2 An Annual General Meeting of members of the Club shall be held in July or August each year, but no later than 31st August at a date, time and place appointed by the Committee.

7.3 The Secretary shall give at least fourteen (14) days notice in writing by ordinary post or recognised electronic communication (such as email) of the proposed date, time and venue of the Annual General Meeting and of the business to be discussed, to all members entitled to vote at the meeting.

7.4 The following items shall be included in the agenda of the Annual General Meeting:

7.4.1 Notice of Meeting;

7.4.2 Apologies;

7.4.3 Minutes of the previous Annual General Meeting;

7.4.4 President's Report;

7.4.5 Secretary's Report;

7.4.6 Treasurer's Report and presentation of Financial Statements;

7.4.7 Auditor's Report;

7.4.8 Cellarmaster's Report;

7.4.9 Authorise payment of the annual affiliation fee to the Founding Club;

7.4.10 Nomination of office bearers;

7.4.11 Election of offices;

7.4.12 Fixing of annual subscription, levies, fees;

- 7.4.13 Appointment of Auditor;
 - 7.4.14 Transact any business of which notice has been given;
 - 7.4.15 Other business which may properly be discussed.
- 7.5 A quorum for all General Meetings shall be calculated to be one half of the number of Ordinary Members, excluding from the count those with leave of absence and those who have been granted function attendance exemption pursuant to Rule 5.16 (“the quorum number”). All Ordinary Members and Life Members personally present at a General Meeting and proxies may constitute the quorum number and each such member personally present or by proxy shall be entitled to one vote.
- 7.6 A General Meeting or a Special General Meeting may be called by the Committee or at the request of at least one third of the combined number of Ordinary Members and Life Members. In the case of a request by members, such meeting shall be called within fourteen (14) days of the request.
- 7.7 Notice of any General Meeting shall be given in the same manner as the procedure set out in Rule 7.3, with appropriate variation to accommodate specific time requirements.
- 7.8 If within thirty (30) minutes after the appointed time for a General Meeting a quorum is not present, then:
- 7.8.1 if the meeting has been convened upon the request of members it shall lapse;
 - 7.8.1 if the meeting is the Annual General Meeting, or has been called by the Committee, it shall stand adjourned to the same day in the next week at the same time and place (unless the President otherwise directs because of unavailability of venue) and if at such adjourned meeting a quorum is not present within thirty (30) minutes of the appointed time for the meeting, the members present shall constitute a quorum.
- 7.9 No business other than the business specified in the notice calling the meeting may be conducted at a Special General Meeting.

- 7.10 A question for decision at a General Meeting, other than a Special Resolution, must be determined by a majority of members who vote in person, or where the Committee has allowed proxies, by proxy at that meeting. If allowed, a proxy must be appointed in writing and be a natural person who is also a member of the Club.
- 7.11 Unless a poll is demanded by not less than five (5) members, a question for decision at a General Meeting must be determined by a show of hands.
- 7.12 If a poll is demanded at a General Meeting by at least five (5) members, it must be conducted in a manner specified by the chairman and the result of the poll is the resolution of the meeting on that question. A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.
- 7.13 The President shall be chairman at any General Meeting and the meeting shall be conducted in accordance with accepted meeting procedures.
- 7.14 For the purposes only of the Annual General Meeting, the Committee may in the exercise of its discretion, determine that exceptional or special circumstances exist which prevent the attendance in person of members and direct that such meeting be conducted by telecommunication, electronic, video conferencing or other recognised medium.

8. AFFILIATION AND TRADE MARK

- 8.1 The Club shall maintain affiliation as a branch club of the Beefsteak and Burgundy group of clubs and shall:
- 8.1.1 pay to the Founding Club by the 15th September in each year (in accordance with Rule 3.2) an affiliation fee in such amount as may be determined by the Founding Club;
 - 8.1.2 pay as an extra imposition to the affiliation fee, any fines imposed by the Founding Club for late payment in such amount as the Founding Club may determine;
 - 8.1.3 not use without the written authority of the General Secretary, the Founding Club's registered Trade Mark logo

of the Bull's Head and Wine Glass (which authority may be withdrawn at the discretion of the Founding Club);

8.1.4 not hold itself out to be an agent of, or have the authority to bind the Founding Club in any manner whatsoever;

8.1.5 require officers and members to strictly observe the Constitution and Rules and do nothing to jeopardise the name "Beefsteak and Burgundy Club" nor to warrant the withdrawal of the Club's Charter by the Founding Club;

8.2 In the event that the Club's Charter is withdrawn by the Founding Club, or if the Club of its own decision elects to cease to be an affiliated member of the Beefsteak and Burgundy group of Clubs it must take the following action:

8.2.1 within two months of notice from the Founding Club of withdrawal of the Club's Charter, the Club shall hold a Special General Meeting for the purpose of changing the name of the Club and amending the Constitution and Rules to give effect to disaffiliation from The Founding Club;

8.2.2 if the Club is to be wound up, forthwith take the necessary action required by Rule 17;

8.2.3 cease in any way to identify itself as being part of the Beefsteak and Burgundy group of Clubs and forthwith surrender the original Charter document to the General Secretary.

9. FINANCIAL YEAR

9.1 The financial year of the Club shall end on 30th June in each year.

10. BANKING AND BOOKS

10.1 The Committee shall maintain accounts with financial institutions. Any amount exceeding \$100.00 drawn on the Club's bank accounts must be paid by cheque or electronic transfer. Any such drawings must be authorised by two officers, one of whom must be either the

President, Secretary or Treasurer and one of whom may be one of three Committee members appointed by the Committee.

10.2 The custody of the books, documents, electronics records and securities shall be in the hands of the Treasurer or Secretary as the Committee directs. Such material may be inspected by members at reasonable times by arrangement.

10.3 The Treasurer shall maintain the books, records and accounts on a current basis in accordance with recognised accounting practices and in a manner which can readily be made available to the Auditor at any time.

11. AUDITOR

11.1 An auditor who must not be a member of the Committee unless authorised by resolution at a General Meeting, must be elected at each Annual General Meeting. The Club's property, accounts, books papers and electronic records must be made available as required by the Auditor.

11.2 The Committee has power to fill any casual vacancy in the office of Auditor.

12. DISCIPLINARY PROCEDURE

12.1 If the Committee receives a written complaint relating to the conduct of a member or if the Committee determines in respect of a member that:

12.1.1 the subscription of that member continues to be unpaid after 30th September in any year, or moneys due and payable by the member to the Club remain unpaid at the expiration of 14 days from the date of written demand for payment;

12.1.2 the member fails to attend at least three (3) consecutive dining functions of the Club without leave of the Committee;

12.1.3 the member has been convicted anywhere in Australia of an offence for which imprisonment is a penalty (whether or not imposed), or has been convicted outside of Australia of an

offence for which had it been committed in Australia, imprisonment would be a penalty (whether or not imposed);

12.1.4 the member in the opinion of the Committee has engaged in conduct which prejudicially affects or has the potential to prejudicially affect the reputation and standing of the Club or THE CLUB, or is detrimental either directly or indirectly to the interests of the Club, including its tangible and intellectual property, licences, registrations and affiliations;

12.1.5 the member has failed to comply with the Club Constitution, Rules, Bylaws, lawful direction of the Committee or with any resolution of the members in General Meeting;

that member is for the purposes of this Rule, a Cited Member.

12.2 The Secretary shall give to a Cited Member written notice containing full details of the allegations against that member and the matters set out in Rule 12.3. In the case of a written complaint, such notice is to be given within seven (7) days of receipt of such written complaint.

12.3 For the purpose of dealing with the allegations against the Cited Member, within fourteen (14) days of receipt of a written complaint, but otherwise as determined by the Committee, the Committee must convene a meeting and the written notice referred to in Rule 12.2 must advise the Cited Member:

12.3.1 the time, date and place of the Committee meeting convened to consider the allegations against the Cited Member;

12.3.2 that the Cited Member has a right to present to the Committee meeting either verbally or in writing any material in response to the allegations;

12.3.3 that the Cited Member has a right to have a person of the Cited Member's choosing as counsel or a support person at the Committee meeting.

12.4 At the conclusion of the Committee meeting referred to in Rule 12.3, if the Committee is satisfied on the balance of probabilities that the allegations (or a substantial part of them) have been established against the Cited Member, the Committee may in its discretion:

12.4.1 expel the Cited Member from all membership of the Club;

12.4.2 suspend the membership of the Cited Member for such period as the Committee determines:

12.4.3 reprimand the Cited Member

and shall promptly inform the Cited Member in writing of Committee's decision.

12.5 A Cited Member may within seven (7) days of receipt of notice of the decision of the Committee referred to in Rule 12.4, serve on the Secretary written notice of appeal in which event the Secretary shall within three(3) weeks thereof convene a General Meeting of members (at which the Cited Member may attend and present verbal or written material) to consider the matter. A decision by majority vote of those present at the General Meeting shall be final.

12.6 The rules of natural justice shall apply to all proceedings under this Rule 12.

13. INSURANCE

13.1 The Club shall do all things necessary to maintain for the Club the public liability and director's insurance cover taken out by the Founding Club for the benefit of affiliated Clubs. Should such insurance not be available for the Club, it shall forthwith arrange equivalent alternative cover with a recognised insurer.

14. AMENDMENTS TO CONSTITUTION

14.1 The Constitution and Rules may only be altered with the authority in writing of the Founding Club and the following procedure is required:

14.1.1 The amendment in draft form is to be presented to the General Secretary for consideration by the Founding Club;

14.1.2 Upon receiving written advice from the General Secretary of the Founding Club's approval of the amendments, a Special General Meeting of members of the Club shall be called to adopt the amendments;

14.1.3 At the Special General Meeting, a Special Resolution is required to adopt the proposed amendments and if so carried, the amendments shall be registered with Consumer and Business Services or as the Act otherwise requires, and upon registration the amendments come into effect;

14.2 The registered Constitution and Rules shall bind the Club and every member to the same extent as if they had respectively signed and sealed them and agreed to be bound by all the provisions of them.

15. SEAL

15.1 The Club shall have a common seal upon which its name shall appear in legible characters. The seal shall not be used without a resolution of the Committee and only be affixed in the presence of two of the Club's officers, one of whom shall be the Secretary.

16. NON PROFIT

16.1 The income and property of the Club shall be used and applied solely in the promotion of its objects and no portion thereof shall be paid, distributed or transferred, directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member, provided that nothing herein contained shall prohibit the payment in good faith of moneys owing by the Club to a member, or of remuneration for services actually rendered, or reimbursement of out of pocket expenses incurred on behalf of the Club.

17. WINDING UP

17.1 The Club may be wound up and dissolved by a Special Resolution passed at a Special General Meeting called for that purpose. Upon such a Special Resolution being passed, the Committee shall

realise all the assets of the Club and apply the realised funds in the discharge of the Club's debts and liabilities.

- 17.2 If after satisfaction of the Club's debts and liabilities surplus funds or assets remain, the same shall be distributed to an organisation which has similar objects, or is a charity, and has rules which prohibit the distribution of its assets and income to its members. Such organisation shall be identified and determined by a resolution of members in General Meeting.
- 17.3 A copy of the minutes of the Special General Meeting referred to in Rule 17.1 together with the Club's original Charter document and any remaining Beefsteak and Burgundy Club insignia, medallions and supplies shall be delivered to the General Secretary.