



**MORETON BAY DISTRICT**

**LADIES BOWLING**

**ASSOCIATION INCORPORATED**

**CONSTITUTION**

**(Based on Model Rules from Fair Trading v 6 -2017)**

**Confirmed 29<sup>th</sup> July 2018 (Brisbane North DLBA) and 30<sup>th</sup> July 2018 (Caboolture DLBA)  
Amended 6<sup>th</sup> September per Office of Fair Trading Recommendations  
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## 1 Interpretation

- 1.1 **The Association** means the MORETON BAY DISTRICT LADIES BOWLING ASSOCIATION INC.
- 1.2 **Act** means the Associations Incorporation Act 1981 and the Associations Regulations, 1999.
- 1.3 **Management Committee** means the members of the Management Committee for the time being of the Association or District.
- 1.4 **Member** shall be any Club affiliated with the Association.
- 1.5 **Club** means an affiliated Bowls Club.
- 1.6 **Delegate** means a member of an affiliated Club who has been elected or appointed to represent their Club at District level.
- 1.7 **General Meeting** has the same meaning as past reference to Council Meeting.
- 1.8 **General Meetings** comprise of one (1) delegate elected or appointed by each affiliated Club of the Association.
- 1.9 **WB** means World Bowls.
- 1.10 **BA** means Bowls Australia Limited.
- 1.11 **BQ** means Bowls Queensland Ltd.

A word or expression that is not defined in these model rules, but is defined in the Act has, if the context permits, the meaning given by the Act.

## 2 Name

The name of the incorporated association is Moreton Bay District Ladies Bowling Association Inc (***the association***).

## 3 Objects

The objects of the Association are—

- 3.1 The promotion and development of the Sport of Bowls within the powers of the Association and the encouragement of good fellowship;
- 3.2 The promotion, management, and control of games, competitions and such other matches as may be decided from time to time;
- 3.3 The provision, development and promotion of such other activities which from time to time are deemed to benefit the Sport of Bowls and members of the affiliated Clubs.
- 3.4 To be a strong and fair advocate for all affiliated Clubs.

## 4 Powers

- 4.1. The Association has the powers of an individual.
- 4.2. The Association may, for example—
  - (a) enter into contracts; and
  - (b) acquire, hold, deal with and dispose of property; and
  - (c) make charges for services and facilities it supplies; and
  - (d) do other things necessary or convenient to be done in carrying out its affairs.
- 4.3. The Association may also issue secured and unsecured notes, debentures and debenture stock for the association.
- 4.4. Select and administer teams or sides to represent the Association.
- 4.5. Approve and/or design the attire and/or uniform to be worn by all players, markers, umpires and officials of the Association.

## **5 Affiliated Club**

An affiliated Club, or the division/section of an amalgamated Bowls Club is any Bowls Club affiliated with BQ which associates itself with the Association in accordance with [Rule 6](#) of this Constitution.

## **6 Members of the Association**

### **6.1 Members of the Association**

- (a) Shall be the affiliated Clubs, which will be represented at meetings by one (1) delegate elected or appointed by each Club (or by a proxy duly notified by the Club Secretary).
- (b) A distant Club may appoint its own delegate or may request the Association to appoint a Club member to attend meetings, provided they are not already a delegate.
- (c) The delegates will be recognised as the members of General Meetings.
- (d) Membership of the Association shall be unlimited.

### **6.2 Club Members**

- (a) Shall be a person of eighteen (18) years of age or over who has been admitted to membership of an affiliated Club and for whom a fee is paid by that Club as a member or Life Member of that Club.
- (b) These members shall be eligible for election to office.

### **6.3 Junior Club Members**

- (a) Shall be members who are under the age of eighteen (18) years of age.
- (b) They shall be entitled to play bowls in any Club or District competitions according to the conditions laid down for playing the event.
- (c) They are not eligible to vote at meetings or hold a position on the Management Committee.

## **7 Membership of Clubs into the Association**

7.1 Any Bowls Club, or the Division/Section of an Amalgamated Bowls Club which resolves to be a member of this Association, and which, in all respects conforms with the requirements of B.Q., shall be eligible to apply for membership of this Association and, if duly accepted, shall be entitled to exercise the rights and privileges of a Club which is a member of this Association.

7.2 A Club applying for membership shall support its application with a letter signed by the Secretary giving the following information:

- (a) the name of the Club;
- (b) copy of the letter granting the Club affiliation to B.Q.;
- (c) a copy of the Club's Constitution and Rules;
- (d) names of current Office-Bearers; and
- (e) name and address of the person elected by the Club to represent the Club as its delegate.

7.3 A similar letter shall be furnished by a Club at any time if so required by the Association.

7.4 When the members of the General Meeting are satisfied with an application for membership, they may grant membership at any General Meeting.

7.5 Each Club shall provide details of any changes in administration at their Club within thirty (30) days of their Clubs' Annual General Meeting or when changes occur.

## **8 Life Membership of the Association**

8.1 Life Membership of the Association may be awarded to any Club member who has performed distinguished service to the Association over a combined period of not less than 10 years.

8.2 Clubs and/or management may recommend Club members to be considered. These should reach the district office at least 2 months prior to the next General Meeting for verification of such service. These will be presented at the following General Meeting for ratification

8.3 Life Members shall be entitled to all the privileges of membership of the Association and may attend and speak at all meetings but shall not, by virtue of such Life Membership alone, be entitled to move or second motions or amendments to motions or to vote on same.

8.4 The number of Life Members shall be at the discretion of the members of a General Meeting.

## **9 Register of Member Clubs**

9.1 The Management Committee must keep a register of Member Clubs.

9.2 The register must include the following particulars for each member—

- (a) the full name of the Member Club and Office Bearers;
- (b) the postal address of the Member Club;
- (c) the date of admission as a Member Club;
- (d) the date of resignation of the Member Club;
- (e) details about the termination or reinstatement of membership;
- (f) any other particulars the Management Committee or the delegates at a General Meeting decide.

## **10 When Membership Ends**

10.1 A Club may resign from the Association by giving a written notice of resignation to the Secretary.

10.2 The resignation takes effect at—

- (a) the time the notice is received by the Secretary; or
- (b) if a later time is stated in the notice—the later time.

10.3 The Management Committee may terminate a Club's membership if it—

- (a) does not comply with any of the provisions of these rules; or
- (b) has membership fees in arrears for at least (3) months; or
- (c) conducts themselves in a way considered to be injurious or prejudicial to the character or interests of the Association.

10.4 A written report of any such breach or misconduct shall be investigated by the Management Committee who have the power to demand and direct apologies, reprimand, suspend or terminate an affiliated Club.

10.5 Before the Management Committee terminates a Club's membership, the committee must give the Club a full and fair opportunity to show why the membership should not be terminated.

10.6 If, after considering all representations made by the Club the Management Committee decides to terminate the membership, the Secretary of the committee must give the Club a written notice of the decision.

## **11 Appeal Against Rejection or Termination of Membership**

11.1 A Club whose application for membership has been rejected or terminated may give the Secretary written notice of the Club's intention to appeal the decision.

11.2 A notice of intention to appeal must be given to the Secretary within one (1) month after the Club receives written notice of the decision.

11.3 If the Secretary receives a notice of intention to appeal, the Secretary must within one (1) month after receiving the notice, call a General Meeting to decide the appeal.

## **12 General Meeting to Decide Appeal**

12.1 The General Meeting to decide an appeal must be held within three (3) months after the Secretary receives the notice of intention to appeal.

12.2 At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.

12.3 The Management Committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.

12.4 An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.

12.5 If a Club whose application for membership has been rejected does not appeal against the decision within one (1) month after receiving written notice of the decision, or the Club

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appeals but the appeal is unsuccessful, the Secretary must, as soon as practicable, refund the membership fee paid by that Club, if applicable.

### **13 Prohibition on Use of Information on Register of Members**

13.1 A member must not—

- (a) use information obtained from the register of Club members of the Association to contact, or send material to, another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes; or
- (b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes.

13.2 [Sub-rule \(13.1\)](#) does not apply if the use or disclosure of the information is approved by the Association.

### **14 Association Membership Fees**

#### **14.1 Membership Fee**

- (a) Each affiliated Club shall pay a membership fee towards the funds of the Association annually.
- (b) The amount of such fee shall be fixed at the August General Meeting;
- (c) When so determined the membership fee shall be deemed to be due on the first (1<sup>st</sup>) day of January and payable by the fifteenth (15<sup>th</sup>) of March each year and shall apply to the period first (1<sup>st</sup>) January until the thirty first (31<sup>st</sup>) of December each year.
- (d) The Association membership fee is based on all Club members and Life Members of Clubs (other than Life Members of the Association), as at thirty first (31<sup>st</sup>) December preceding the year for which the membership fee was fixed;
- (e) Junior members of the Association shall pay a fee as determined by the Management Committee and ratified at a General Meeting.

#### **14.2 Failure to Pay Membership Fees**

- (a) Any Club which fails to pay any membership fee as per [Rule 14.1](#) or any Special Levy within thirty (30) days of the due date shall be deemed to be unfinancial and shall forthwith be deprived of all privileges of membership to the Association including:
  - (i) the right of its delegate to speak or vote at meetings; and
  - (ii) the right of members of Clubs to enter for and play in any Association matches or be selected to represent the Association.

#### **14.3 Penalty**

The Association shall at any Special General Meeting called for that purpose expel any Club which is in excess of at least three (3) months in arrears in payment of its membership fee or any special levy.

### **15 Appointment or Election of Secretary**

15.1 The Secretary must be an individual residing in Queensland, or residing not more than 65km from the Queensland border, who is—

- (a) a District Club Member elected by the Association as Secretary; or
- (b) any person appointed by the Management Committee as Secretary who is either-
  - (i) a member of the Association's Management Committee;
  - (ii) another member of the Association; or
  - (iii) another person.

15.2 If a vacancy happens in the office of Secretary, the members of the Management Committee must ensure a Secretary is appointed or elected for the Association within one (1) month after the vacancy happens.

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- 15.3 If the Management Committee appoints a Secretary, other than to fill a casual vacancy on the Management Committee, the person does not become a member of the Management Committee.
- 15.4 However, if the Management Committee appoints a Secretary to fill a casual vacancy on the Management Committee, the person becomes a member of the Management Committee.
- 15.5 If the Management Committee appoints a person mentioned in sub-rule (15.1) (b) (iii) as secretary, the person does not become a member of the Management Committee.
- 15.6 In this rule— **casual vacancy**, on a Management Committee, means a vacancy that happens when an elected member of the Management Committee resigns, dies or otherwise stops holding office.

### 16 Removal of Secretary

- 16.1 The Management Committee of the Association may at any time remove a person appointed by the committee as the Secretary.
- 16.2 If the Management Committee removes a secretary who is a person mentioned in [Rule 15\(1\) \(b\) \(i\)](#), the person remains a member of the Management Committee.
- 16.3 If the Management Committee removes a Secretary who is a person mentioned in [Rule 15\(1\) \(b\) \(ii\)](#) and who has been appointed to a casual vacancy on the Management Committee under [Rule 15.4](#), the person remains a member of the Management Committee.

### 17 Functions of Secretary

The Secretary's functions include, but are not limited to—

- (a) calling meetings of the Association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the Association; and
- (b) keeping minutes of each meeting; and
- (c) keeping copies of all correspondence and other documents relating to the Association; and
- (d) maintaining the register of members of the Association.

### 18 Membership of Management Committee

- 18.1 The Management Committee of the Association consists of a minimum of five (5) members and a maximum of seven (7):
- (1) President
  - (2) Senior Vice President
  - (3) Junior Vice President
  - (4) Secretary
  - (5) Treasurer
  - (6) Match
  - (7) (If required)
- 18.2 A member of the Management Committee, other than a Secretary appointed by the Management Committee under [Rule 15.1\(b\) \(iii\)](#), must be a member of the Association.
- 18.3 At each annual general meeting of the Association, the members of the Management Committee must retire from office, but are eligible, on nomination, for re-election.
- 18.4 A member of the Association may be appointed to a casual vacancy on the Management Committee under [Rule 21](#).
- 18.5 The Executive Office Bearers of the Association shall be President, Secretary and Treasurer.

### 19 Electing the Management Committee

- 19.1 A member of the Management Committee may only be elected as follows—
- (a) any 2 club members of the Association may nominate a club member (the **candidate**) to serve as a member of the Management Committee;
  - (b) the nomination must be—

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- (i) in writing; and
  - (ii) signed by the candidate and the proposer and seconder who nominated them; and
  - (iii) given to the Secretary at least fourteen (14) days before the annual general meeting at which the election is to be held;
- (c) each member present and eligible to vote at the annual general meeting may vote for one (1) candidate for each vacant position on the Management Committee;
- (d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- 19.2 A person may be a candidate only if the person—
- (a) is an adult; and
  - (b) is not ineligible to be elected as a member under section 61A of the Act.
- 19.3 A list of the candidates names in alphabetical order, with the names of the Club members who proposed and seconded each candidate, shall be posted in a conspicuous place in the office or usual place of meeting of the Association and all Clubs for at least seven (7) days immediately preceding the Annual General Meeting.
- 19.4 If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- 19.5 The management committee must ensure that, before a candidate is elected as a member of the management committee, the candidate is advised—
- (a) whether or not the association has public liability insurance; and
  - (b) if the association has public liability insurance—the amount of the insurance.
- 19.6 If after a vote has been conducted in the case of two (2) candidates being tied the result will be decided by the numbers present, re-voting.
- 19.7 If after a vote has been conducted in the case of more than two (2) candidates, where two (2) candidates are tied, the result will be decided by the members present, re-voting.

## 20 Resignation, Removal or Vacation of Office of Management Committee Member

- 20.1 A member of the Management Committee **may resign** from the committee by giving written notice of resignation to the Secretary.
- 20.2 The resignation takes effect at—
- (a) the time the notice is received by the Secretary; or
  - (b) if a later time is stated in the notice—the later time.
- 20.3 A Management Committee member **may be removed** from office if it is proven that they fail to abide by the Association's rules, policies, codes of conduct or position responsibilities and shall be terminated and provided opportunity to appeal as stipulated under [Sub-rule 20.5](#)
- 20.4 A Management Committee member may be removed from office at a General Meeting of the Association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
- 20.5 Before a vote of members is taken about removing the Management Committee member from office, the member must be given a full and fair opportunity to show cause why they should not be removed from office.
- 20.6 A member has no right of appeal against the member's removal from office under this rule.
- 20.7 A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

## 21 Vacancies on Management Committee

- 21.1 If a casual vacancy happens on the Management Committee, the continuing members of the committee may appoint another Club member to fill the vacancy until the next annual general meeting.
- 21.2 The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.
- 21.3 However, if the number of committee members is less than the number fixed under [Rule 24.1](#) as a quorum of the Management Committee, the continuing members may act only to—



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- (a) increase the number of Management Committee members to the number required for a quorum; or
- (b) call a General Meeting of the Association.

### **22 Functions of Management Committee**

- 22.1 Subject to these rules or a resolution of the members carried at a General Meeting, the Management Committee has the general control and management of the administration of the affairs, property and funds of the Association.
- 22.2 The Management Committee has authority to interpret the meaning of these rules and any matter relating to the Association on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

#### **Note—**

**The Act prevails if the Association's rules are inconsistent with the Act—see section 1B of the Act.**

- 22.3 The Management Committee may exercise the powers of the Association—
- (a) to borrow, raise or secure the payment of amounts in a way the members decides; and
  - (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Association's property, both present and future; and
  - (c) to purchase, redeem or pay off any securities issued; and
  - (d) to borrow amounts from members and pay interest on the amounts borrowed; and
  - (e) to mortgage or charge the whole or part of its property; and
  - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association; and
  - (g) to provide and pay off any securities issued; and
  - (h) to invest in a way the members through a General Meeting may from time to time decide.
- 22.4 For [sub-rule \(22.3\) \(d\)](#), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by—
- (a) the financial institution for the Association; or
  - (b) if there is more than 1 financial institution for the Association—the financial institution nominated by the Management Committee.

### **23 Meetings of Management Committee**

- 23.1 Subject to this rule, the Management Committee may meet and conduct its proceedings as it considers appropriate.
- 23.2 The Management Committee must meet monthly to exercise its functions.
- 23.3 The Management Committee must decide how a meeting is to be called. (General Meeting to be called bi-monthly.)
- 23.4 Notice of a meeting is to be given in the way decided by the Management Committee.
- 23.5 The Management Committee may hold meetings, or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- 23.6 A committee member who participates in the meeting as mentioned in [sub-rule \(23.5\)](#) is taken to be present at the meeting.
- 23.7 A question arising at a committee meeting is to be decided by a majority vote of members of the committee present at the meeting and, if the votes are equal, the question is decided in the negative.
- 23.8 A member of the Management Committee must not vote on a question about a contract or proposed contract with the Association if the member has an interest in the contract or proposed contract and, if the member does vote, the member's vote must not be counted.
- 23.9 The president is to preside as chairperson at a Management Committee meeting.

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- 23.10 If there is no president or if the president is not present within ten (10) minutes after the time fixed for a Management Committee meeting, the members may choose one (1) of their number to preside as chairperson at the meeting.
- 23.11 Any member of the Management Committee who absents themselves from two (2) or more consecutive official meetings without approval, shall automatically vacate their position and the management committee will fill such vacancy in line with [Rule 21.1](#)

### **24 Quorum for, and Adjournment of, Management Committee Meeting**

- 24.1 At a Management Committee meeting, more than 50% of the members elected to the committee as at the close of the last annual general meeting of the members form a quorum.
- 24.2 If there is no quorum within thirty (30) minutes after the time fixed for a Management Committee meeting called on the request of members of the committee, the meeting lapses.
- 24.3 If there is no quorum within thirty (30) minutes after the time fixed for a Management Committee meeting called other than on the request of the members of the committee—
- (a) the meeting is to be adjourned for at least 1 day; and
  - (b) the members of the Management Committee who are present are to decide the day, time and place of the adjourned meeting.
- 24.4 If, at an adjourned meeting mentioned in [sub-rule \(24.3\)](#), there is no quorum within thirty (30) minutes after the time fixed for the meeting, the meeting lapses.

### **25 Special Meeting of Management Committee**

- 25.1 If the Secretary receives a written request signed by at least 33% of the members of the Management Committee, the Secretary must call a special meeting of the committee by giving each member of the committee notice of the meeting within fourteen (14) days after the secretary receives the request.
- 25.2 If the Secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- 25.3 A request for a special meeting must state—
- (a) why the special meeting is called; and
  - (b) the business to be conducted at the meeting.
- 25.4 A notice of a special meeting must state—
- (a) the day, time and place of the meeting; and
  - (b) the business to be conducted at the meeting.
- 25.5 A special meeting of the Management Committee must be held within fourteen (14) days after notice of the meeting is given to the members of the Management Committee.

### **26 Minutes of Management Committee Meetings**

- 26.1 The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting are entered in a minute book.
- 26.2 To ensure the accuracy of the minutes, the minutes of each Management Committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next Management Committee meeting, verifying their accuracy.
- 26.3 These signed minutes shall be deemed as the official minutes.

### **27 Appointment of Subcommittees**

- 27.1 The Management Committee may appoint a subcommittee consisting of Club Members considered appropriate by the committee to help with the conduct of the Associations operations.
- 27.2 A member of the subcommittee who is not a member of the Management Committee is not entitled to vote at a Management Committee meeting.
- 27.3 A subcommittee may only exercise delegated powers in the way the Management Committee decides.
- 27.4 A subcommittee may elect a chairperson of its meetings.

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- 27.5 If a chairperson is not elected, or if the chairperson is not present within ten (10) minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.
- 27.6 A subcommittee may meet and adjourn as it considers appropriate.
- 27.7 A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

### **28 Acts not affected by defects or disqualifications**

- 28.1 An act performed by the Management Committee, a subcommittee or a person acting as a member of the Management Committee is taken to have been validly performed.
- 28.2 [Sub-rule \(28.1\)](#) applies even if the act was performed when—
- there was a defect in the appointment of a member of the Management Committee, subcommittee or person acting as a member of the Management Committee; or
  - a Management Committee member, subcommittee member or person acting as a member of the Management Committee was disqualified from being a member.

### **29 Resolutions of Management Committee without Meeting**

- 28.1 A written resolution signed by each member of the Management Committee is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.
- 28.2 A resolution mentioned in [sub-rule \(29.1\)](#) may consist of several documents in like form, each signed by one (1) or more members of the committee.

### **30 Annual General Meeting**

The annual general meeting must be held at least once a year and within three (3) months after the end date of the Association's reportable financial year.

### **31 Business to be Conducted at Annual General Meeting**

- 31.1 The following business must be conducted at each Annual General Meeting of the Association—
- Opening, recording of attendance and apologies;
  - President's address and welcome;
  - Approval of minutes of the previous annual general meeting;
  - Business arising from the minutes;
  - Presentation and adoption of the annual report;
  - Receiving and adoption of the Association's financial statement, and audit report, for the last reportable financial year;
  - Appointment of an auditor or an accountant for the present financial year;
  - Presentation of Life Membership
  - Appointment of a Patron;
  - Election for members of the management committee;
  - Consideration of general business
  - Notices of Motion

### **32 Notice of General Meeting**

- 32.1 The Secretary may call a General Meeting of the Association.
- 32.2 The Secretary must give at least fourteen (14) days' notice of the meeting to each member of the Association.
- 32.3 If the Secretary is unable or unwilling to call the meeting, the President must call the meeting.
- 32.4 The Management Committee may decide the way in which the notice must be given.
- 32.5 However, notice of the following meetings must be given in writing—
- a meeting called to hear and decide the appeal of a Club against the Management Committee's decision—
    - to reject the Club's application for membership of the

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Association; or

(ii) to terminate the Club's membership of the Association;

(b) a meeting called to hear and decide a proposed special resolution of the Association.

32.6 A notice of a meeting must state the business to be conducted at the meeting.

### **33 Quorum for, and Adjournment of, General Meeting**

33.1 The quorum for a General Meeting is at least the number of members elected or appointed to the management committee at the close of the association's last Annual General Meeting plus one (1).

33.2 However, if all members of the Association are members of the Management Committee, the quorum is the total number of members less one (1).

33.3 No business may be conducted at a meeting unless there is a quorum of members when the meeting proceeds to business.

33.4 If there is no quorum within thirty (30) minutes after the time fixed for a general meeting called on the request of members of the Management Committee or the Association, the meeting lapses.

33.5 If there is no quorum within thirty (30) minutes after the time fixed for a meeting called other than on the request of members of the Management Committee or the Association—

(a) the meeting is to be adjourned for at least seven (7) days; and

(b) the Management Committee is to decide the day, time and place of the adjourned meeting.

33.6 The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.

33.7 If a meeting is adjourned under **sub-rule (33.6)**, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting

33.8 The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least thirty (30) days.

33.9 If a meeting is adjourned for at least thirty (30) days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

### **34 Procedure at General Meeting**

34.1 A member may take part and vote in a meeting in person, by proxy, or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.

34.2 A member who participates in a meeting as mentioned in **sub rule (34.1)** is taken to be present at the meeting.

34.3 At each meeting—

(a) the President is to preside as chairperson; and

(b) if there is no President or if the President is not present within fifteen (15) minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 of their number to be chairperson of the meeting; and

(c) the chairperson must conduct the meeting in a proper and orderly way.

### **35 Voting at General Meeting**

35.1 At a General Meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.

35.2 Each member present and eligible to vote is entitled to one (1) vote only and, if the votes are equal. The matter will be decided in the negative and not passed.

35.3 A member is not entitled to vote at a meeting if the member's annual subscription is in arrears at the date of the meeting.

35.4 The method of voting is to be decided by the Management Committee.

35.5 However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.

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- 35.6 If a secret ballot is held, the chairperson must appoint two (2) members to conduct the secret ballot in the way the chairperson decides.
- 35.7 The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

### 36 Special General Meeting

- 36.1 The Secretary must call a special meeting by giving each member of the Association notice of the meeting within 14 days after—
- (a) being directed to call the meeting by the Management Committee; or
  - (b) being given a written request signed by—
    - (i) at least 33% of the number of members of the Management Committee when the request is signed; or
    - (ii) at least the number of delegates equal to double the number of members of the association on the Management Committee when the request is signed plus 1; or
  - (c) being given a written notice of an intention to appeal against the decision of the Management Committee—
    - (i) to reject an application for membership; or
    - (ii) to terminate a Club's membership.
- 36.2 A request mentioned in [sub-rule \(36.1\) \(b\)](#) must state—
- (a) why the special meeting is being called; and
  - (b) the business to be conducted at the meeting.
- 36.3 A Special General Meeting must be held within 3 months after the secretary—
- (a) is directed to call the meeting by the Management Committee; or
  - (b) is given the written request mentioned in [sub-rule \(36.1\) \(b\)](#); or
  - (c) is given the written notice of an intention to appeal mentioned in [sub-rule \(36.1\) \(c\)](#).
- 36.4 If the Secretary is unable or unwilling to call the special meeting, the President must call the meeting.

### 37 Minutes of General Meetings

- 37.1 The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each meeting are entered in a minute book.
- 37.2 To ensure the accuracy of the minutes—
- (a) the minutes of each meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting, verifying their accuracy; and
  - (b) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the Association that is a General Meeting or Annual General Meeting, verifying their accuracy.
- 37.3 If asked by a member of the Association, the Secretary must, within twenty eight (28) days after the request is made—
- (a) make the minute book for a particular meeting available for inspection by the member at a mutually agreed time and place; and
  - (b) give the member copies of the minutes of the meeting.
- 37.4 The Association may require the member to pay the reasonable costs of providing copies of the minutes.

### 38 By-laws

- 38.1 The Management Committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Association.
- 38.2 A by-law may be set aside by a vote of members at a General Meeting of the Association.

### 39 Alteration of Rules

- 39.1 Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a General Meeting.

39.2 However an amendment, repeal or addition is valid only if it is duly registered with Office of Fair Trading.

#### **40 Discipline**

- 40.1. Any member of the Association who does not comply with any provision of these rules, By-Laws, policies, procedures or Codes of Conduct of the Association renders themselves liable to a warning, expulsion or suspension.
- 40.2. All discipline and complaints will be governed by the Association By-Laws.

#### **41 Common Seal**

- 41.1 The Management Committee must ensure the Association has a common seal.
- 41.2 The common seal must be kept securely by the Management Committee.
- 41.3 Each instrument to which the seal is attached must be signed by a member of the Management Committee and countersigned by—
- (a) the secretary; or
  - (b) another member of the Management Committee; or
  - (c) someone authorised by the Management Committee.

#### **42 Funds and Accounts**

- 42.1 The funds of the Association must be kept in an account in the name of the Association in a financial institution decided by the Management Committee.
- 42.2 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.
- 42.3 All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 42.4 A payment by the Association of \$100 or more must be made by cheque or electronic funds transfer.
- 42.5 If a payment of \$100 or more is made by cheque, the cheque must be signed by any 2 of the following—
- (a) the president;
  - (b) the secretary;
  - (c) the treasurer;
- 42.6 However, one (1) of the persons who signs the cheque must be the president, the secretary or the treasurer.
- 42.7 Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- 42.8 A petty cash account must be kept on the imprest system, and the Management Committee must decide the amount of petty cash to be kept in the account.
- 42.9 All expenditure must be approved or ratified at a Management Committee Meeting.

#### **43 General Financial Matters**

- 43.1 On behalf of the Management Committee, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- 43.2 The income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers.

#### **44 Documents**

The management committee must ensure the safe custody of books, documents, instruments of title and securities of the Association.

#### **45 Financial Year**

The end date of the Association's financial year is the thirtieth (30<sup>th</sup>) September in each year.

**46 Distribution of Surplus Assets to Another Entity**

46.1 This rule applies if the Association—

- (a) is wound-up under part 10 of the Act; and
- (b) has surplus assets.

46.2 The surplus assets must not be distributed among the members of the Association.

46.3 The surplus assets must be given to another entity—

- (a) having objects similar to the Association's objects; and
- (b) the rules of which prohibit the distribution of the entity's income and assets to its members.

46.4 In this rule— **surplus assets** see section 92(3) of the Act.