

**CONSTITUTION**

**OF**

**QUEENSLAND DEAF BASKETBALL ASSOCIATION**

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**CONSTITUTION OF  
QUEENSLAND DEAF BASKETBALL ASSOCIATION INCORPORATED**

**1. NAME**        The name of the association shall be Queensland Deaf Basketball Association, Inc (in these Rules called "The Association")

**2. OBJECTS**

The objects for which the Association is established are:

- (1) to promote, foster, develop and maintain the sport of Basketball in such manner as desired for the Deaf people in Queensland
- (2) to affiliate with the Australian Deaf Basketball Association (Deaf Basketball Australia) and to participate in any competition so determined by DBA.
- (3) to conduct the basketball fixtures within the Brisbane regions and to affiliate with the Queensland Basketball Association (Basketball Queensland).
- (4) To promote and encourage the game of basketball; provide and maintain playing areas and accommodation for games and social functions; to provide amenities for members and the encouragement of good fellowship among its members.
- (5) To develop and implement programs for Deaf junior players in special units where the Deaf children are enrolled.

**3. POWERS**

The powers of the Association are:-

- (1) To take over the funds, other assets, and the liabilities of the present unincorporated body known as "The Queensland Deaf Basketball Association"
- (2) To subscribe to, become a member of and co-operate with any other association or organization, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not

subscribe to or support with its funds any association or organization which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of rule 28 (10);

- (3) In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or representatives frequenting the Association's premises;
- (4) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and representational, and any rights or privileges which may be objects of the Association: Provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts;
- (5) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- (6) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other representatives as may be necessary or convenient for the purposes of the Association;
- (7) To remunerate any representative or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes,

debentures or other securities of the association, or in or about the incorporated association or promotion of the association or in the furtherance of its objects;

- (8) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- (9) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit;
- (10) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
- (11) In furtherance of the objects of the Association to lend and advance money or give credit to any representative or body corporate; to give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any representative or body corporate, and otherwise to assist any representative or body corporate;
- (12) To borrow or raise money either alone or jointly with any other representative or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay-off any such securities;

- (13) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- (14) In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;
- (15) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balances of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others;
- (16) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Associations but subject always to the proviso in sub-rule (4);
- (17) To take such steps by representational or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise;
- (18) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;
- (19) In furtherance of the objects of the Association to amalgamate with any one or more associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its members to an extent at least as great as that imposed upon the Association under or by virtue of rule 28 (10);

- (20) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorized to amalgamate;
- (21) In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorized to amalgamate;
- (22) To make donations for missionary, charitable or community purposes;
- (23) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;
- (24) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

#### **4. CLASSES OF MEMBERS**

- (1) The membership of the Association shall consist of deaf or hard of hearing members who participate in competitions as an athlete and any of the following classes of members:-
  - (a) Associate Members
  - (b) Life Members
- (2) The associate member applies to any hearing people, and any deaf or hard of hearing people who do not participate in competitions as an athlete during the period of their membership, who agree to and support the objects of the association. They are entitled to all benefits of the membership applicable to them.

- (3) The number of members shall be unlimited.
- (4)
- a) Every life member of the unincorporated association at the time of the incorporation of the association shall be life member of the new incorporated association.
  - b) Life member shall be entitled to all privileges of the membership.
  - c) Unless otherwise stated by the Management Committee, admission to any function shall be at no cost. The exception is that he/she shall pay the admission to any fundraising functions.
  - d) The number of life members at one stage shall be limited to seven(7).
  - e) Life membership shall be bestowed upon any person who:
    - gives their loyal service in a voluntary capacity to the association for over ten (10) years in area of playing, Management Committee, functions and financial supports.
    - Donates in excess of \$20,000.00 to the association at any one stage. Such person shall be automatically granted life membership. For a person who donates more than \$1000.00 but no more than \$20,000.00, a certificate or plaque of appreciation shall be bestowed.
  - f) Candidate for life membership shall be nominated and seconded by any member of the association and submit to the Management Committee not more than 60 days preceding the Annual General Meeting.
  - g) Every life member at the Annual General Meeting shall be presented with a plaque entitled to him/her to the privileges of life membership. The plaque shall be of the same size, shape and design for all life members at every presentation of life membership.
  - h) When a person is nominated for life membership and the list is full, such a person, subject to provision 4 (f), shall be awarded an Award of Service. Such a person shall be automatically be upgraded to life membership in case of cessation of one or more life members. Life membership shall be awarded in the pecking order. A plaque of life membership shall be presented at the next Annual General Meeting.

## **5. MEMBERSHIP**

- (1) Every person who at the date of incorporation of the association was a member of the unincorporated association and who on or before a date fixed by the management committee for the purpose agrees in writing to become a member of the association shall be admitted by the management committee to the same class of membership of the association as that member held in the unincorporated association.
- (2) Every member of the association, previously agreeing to become a member of the association and has paid the member's subscription on or before the date fixed by the management committee for the purpose, as a member of the unincorporated association, shall not be liable to pay any further sum by way of annual subscription to the association for the period before the date fixed by the management committee as the date the next annual subscription becomes due.
- (3) Every applicant for any class of membership of the association (other than the members of the unincorporated association referred to in sub-rule (1)) shall be proposed by 1 member of the association and seconded by another member.
- (4) The application for membership shall be made in writing, signed by the applicant and the applicant's proposer and seconder shall be in such form as the management committee from time to time prescribes.

## **6. MEMBERSHIP FEES**

- (1) The membership fees for each class of membership shall be such sum as the members shall from time to time at any general meeting so determine.
- (2) The membership fees for each class of membership shall be payable at such time and in such manner as the management committee shall from time to time determine.

## **7. ADMISSION AND REJECTION OF MEMBERS**

- (1) At the next meeting of the management committee after the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the management committee, who shall thereupon determine upon the admission or rejection of the applicant.
- (2) Any applicant who receives a majority of the votes of the members of the management committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.
- (3) Upon the acceptance or rejection of an application for any class of membership the secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

## **8. TERMINATION OF MEMBERSHIP**

- (1) A member may resign from the association at any time by giving notice in writing to the secretary.
- (2) Such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date.
- (3) If a member –
  - (a) Is convicted of an indictable offence; or
  - (b) fails to comply with any of the provisions of these rules; or
  - (c) has membership fees in arrears for a period of 2 months or more; or
  - (d) conducts himself or herself in a manner considered to be injurious or prejudicial to the character or interests of the association, the management committee shall consider whether the member's membership shall be terminated.
- (4) The member concerned shall be given a full and fair opportunity of presenting the member's case and if the management committee resolves to terminate the membership it shall instruct the secretary to advise the member in writing accordingly.

## **9. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP**

- (1) A person whose application for membership has been rejected or whose membership has been terminated may within 1 month of receiving written notification thereof, lodge with the secretary written notice of the person's intention to appeal against the decision of the management committee.
- (2) Upon receipt of a notification of intention to appeal against rejection or termination of membership the secretary shall convene, within 3 months of the date of receipt by the secretary of such notice, a general meeting to determine the appeal.
- (3) At any such meeting the applicant shall be given the opportunity to fully present the applicant's case and the management committee or those members thereof who rejected the application for membership or terminated the membership subsequently shall likewise have the opportunity of presenting it's or their case.
- (4) The appeal shall be determined by the vote of the members present at such meeting.
- (5) Where a person, whose application is rejected, does not appeal against the decision of the management committee within the time prescribed by these rules or so appeals but the appeal is unsuccessful, the secretary shall forthwith refund the amount of any fee paid.

## **10. REGISTER OF MEMBERS**

- (1) The management committee shall cause a register to be kept in which shall be entered the names and residential addresses of all person admitted to membership of the association and the dates of their admission.
- (2) Particulars shall also be entered into the register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the management committee or the members at any general meeting may require from time to time.

- (3) Any member who previously applies to the secretary may view their own personal details listed on the register at all reasonable times.
- (4) However, the management committee may, on the application of a member of the association, withhold information about the member (other than the members full name) from the register available for inspection if the management committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.
- (5) A member of the association must not—
  - (a) use information obtained from the register of 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.
- (6) Subrule (5) does not apply if the use or disclosure of the information is approved by the association.

## **11. SECRETARY**

- (1) If the association has not elected an interim officer as secretary for the association before its incorporation, the members of the management committee must appoint or elect a secretary for the association within 14 days after incorporation.
- (2) If a vacancy happens in the office of secretary, the members of the management committee must appoint or elect a secretary within 14 days after the vacancy happens.
- (3) The secretary must be an individual residing in the State who is –
  - (a) a member of the association elected by the association as secretary; or
  - (b) a member of the association’s management committee appointed by the committee as secretary; or

- (c) appointed by the management committee as secretary (whether or not the individual is a member of the association).
- (4) The management committee may appoint and remove the secretary at any time.
- (5) 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.

## **12. MEMBERSHIP OF MANAGEMENT COMMITTEE**

- (1) (a) The management committee of the association shall consist of a president, Vice-president, treasurer, all of whom shall be members of the association, and such number of other members as the members of the association at any general meeting may from time to time elect or appoint.
  - (b) A minimum of 60% of members of the management committee shall be deaf or hard of hearing.
  - (c) Members elected onto the management committee agree to and support the objectives of the association.
- (2) At the annual general meeting of the association, all the members of the management committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.
- (3) The election of officers and other members of the management committee shall take place in the following manner –
  - (a) any 2 members of the association shall be at liberty to nominate any other member to serve as an officer or other member of the management committee;

- (b) the nomination, which shall be in writing and signed by the member and the member's proposer and seconder, shall be lodged with the secretary at least 14 days before the annual general meeting at which the election is to take place;
- (c) a list of the candidates' names in alphabetical order, with the proposers' and seconders' names, shall be posted in a conspicuous place in the office or usual place of meeting of the association for at least 7 days immediately preceding the annual general meeting;
- (d) balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;
- (e) should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

### ***13. RESIGNATION OR REMOVAL FROM OFFICE OF MEMBER OF MANAGEMENT COMMITTEE***

- (1) Any member of the management committee may resign from membership of the management committee at any time by giving notice in writing to the secretary but such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date or such member may be removed from office at a general meeting of the association where that member shall be given the opportunity to fully present the member's case.
- (2) The question of removal shall be determined by the vote of the members present at such a general meeting.
- (3) There is no right of appeal against a member's removal from office under this section.

**14. VACANCIES ON MANAGEMENT COMMITTEE**

- (1) The management committee shall have power at any time to appoint any member of the association to fill any casual vacancy on the management committee until the next annual general meeting.
- (2) The continuing members of the management committee may act notwithstanding any casual vacancy in the management committee, but if and so long as their number is reduced below the number fixed by or pursuant to these rules as the necessary quorum of the management committee, the continuing member or members may act for the purpose of increasing the number of members of the management committee to that number or of summoning a general meeting of the association, but for no other purpose.

**15. FUNCTIONS OF THE MANAGEMENT COMMITTEE**

- (1) Except as otherwise provided by these rules and subject to resolutions of the members of the association carried at any general meeting the management committee –
  - (a) shall have the general control and management of the administration of the affairs, property and funds of the association; and
  - (b) shall have authority to interpret the meaning of these rules and any matter relating to the association on which these rules are silent.
- (2) The management committee may exercise all the powers of the association –
  - (a) to borrow or raise or secure the payment of money in such manner as the members of the association may think fit and secure the same 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 and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the association's property, both present and future, and to purchase, redeem or pay off any such securities;

- (b) to borrow amounts from members and to pay interest on the amounts borrowed and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association, and to provide and pay off any such securities; and
  - (c) to invest in such a manner as the members of the association may from time to time determine.
- (3) For sub-section (2)(b) the rate of interest must not be more than the rate for the time being charged for overdrawn accounts for money lent (whatever the term of the loan) by –
- (a) the financial institution of the association; or
  - (b) if there is more than 1 financial institution for the association – the financial institution nominated by the association.

## **16. MEETINGS OF MANAGEMENT COMMITTEE**

- (1) The management committee shall meet at least once every calendar months to exercise its functions
- (2) The management committee must decide how a meeting is to be called.
- (3) Notice of a meeting is to be given in the way decided by the management committee.
- (4) A special meeting of the management committee shall be convened by the secretary on the requisition in writing signed by not less than one-third of the members of the management committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- (5) At every meeting of the management committee a quorum shall be 50% of the number of members elected and/or appointed to the management committee as at the close of the last general meeting of the members, plus one.
- (6) Subject as previously provided in this section, the management committee may meet together and regulate its proceedings as it thinks

fit.

- (7) However, questions arising at any meeting of the management committee shall be decided by a majority of votes, and in the case of equality of votes, the question shall be deemed to be decided in the negative.
- (8) A member of the management committee shall not vote in respect of any contract or proposed contract with the association in which the member is interested, or any matter arising thereout, and if the member does so vote the member's vote shall not be counted.
- (9) Not less than 14 days notice shall be given by the secretary to members of the management committee of any special meeting of the management committee.
- (10) Such notice shall clearly state the nature of business to be discussed thereat.
- (11) The president shall preside as chairperson at every meeting of the management committee, or if there is no president, or if at any meeting the president is not present within 10 minutes after the time appointed for holding the meeting, the Vice-President shall be the chairperson or if the Vice-President is not present at the meeting then the members may choose 1 of their number to be chairperson of the meeting.
  - a. If within half an hour from the time appointed for the commencement of a management committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the management committee, shall lapse.
  - b. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the management committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

**17. DELEGATION OF POWERS OF MANAGEMENT COMMITTEE**

- (1) The management committee may delegate any of its powers to a subcommittee consisting of such members of the association as the management committee thinks fit.
- (2) Any subcommittee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the management committee.
- (3) A subcommittee may elect a chairperson of its meeting.
- (4) If no such chairperson is elected, or if at any meeting the chairperson is not present within 10 minutes after the time appointed for holding the meeting, the members present may choose one (1) of their number to be chairperson of the meeting.
- (5) A subcommittee may meet and adjourn as it thinks proper.
- (6) Questions arising at any meeting shall be determined by a majority of votes of the members present, and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.

**18. ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS**

All acts done by any meeting of the management committee or of a subcommittee or by any person acting as members of the management committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the management committee or person acting as aforesaid, or that the members of the management committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the management committee.

## **19. RESOLUTIONS OF THE COMMITTEE WITHOUT MEETING**

- (1) A resolution in writing signed by all the members of the management committee for the time being entitled to receive notice of a meeting of the management committee shall be as valid and effectual as if it had been passed at a meeting of the management committee duly convened and held.
- (2) Any such resolution may consist of several documents in like form, each signed by 1 or more members of the management committee.

## **20. FIRST GENERAL MEETING**

- (1) The first general meeting must be held not less than 1 month, and not more than 3 months, after the day the association is incorporated.
- (2) The management committee must decide where the meeting is to be held.
- (3) The business to be transacted at the first general meeting must include the appointment of an auditor.

## **21. FIRST ANNUAL GENERAL MEETING**

The first annual general meeting must be held within 6 months after the end date of the association's first reportable financial year.

## **22. SUBSEQUENT ANNUAL GENERAL MEETINGS**

Each subsequent annual general meeting must be held –

- i. At least once a year; and
- ii. Within 6 months after the end of the association's previous financial year.

### **23. BUSINESS TO BE TRANSACTED AT ANNUAL GENERAL MEETING**

The following business must be transacted at every annual general meeting-

- a) the receiving of the statement of income and expenditure, assets and liabilities and of mortgages, charges and securities affecting the property of the association for the last financial year;
- b) the receiving of the auditor's report on the financial affairs of the association for the last financial year;
- c) the presenting of the audited statement to the meeting for adoption;
- d) the election of members of the management committee;
- e) the appointment of an auditor.

### **24. SPECIAL GENERAL MEETING**

- (1) The secretary shall convene a special general meeting by sending out notice of the meeting within 14 days of:-
  - a) being directed to do so by the management committee; or
  - b) being given a requisition in writing signed by not less than one-third of the members presently on the management committee or not less than the number of ordinary members of the association which equals double the number of members presently on the management committee plus one;
  - c) being given a notice in writing of an intention to appeal against the decision of the management committee to reject an application for membership or to terminate the membership of any person.
- (2) A requisition mentioned in sub-section (1)(b) shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat.

**25. QUORUM AT GENERAL MEETING**

- (1) At any general meeting the number of members required to constitute, a quorum shall be half the number of members of the association plus one.
- (2) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.
- (3) For the purposes of this rule –  
“member” includes a person attending as a proxy or as representing a corporation which is a member.
- (4) If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members of the management committee or the association, shall lapse.
- (5) In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the management committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.
- (6) The chairperson may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (7) When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
- (8) Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

## **26. NOTICE OF GENERAL MEETING**

- (1) The secretary shall convene all general meetings of the association by giving not less than 14 days notice of any such meeting to the members of the association.
- (2) The manner by which such notice shall be given shall be determined by the management committee.
- (3) However, notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his membership by the management committee, shall be given in writing.
- (4) Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

## **27. PROCEDURE AT GENERAL MEETING**

- (1) Unless otherwise provided by these rules, at every general meeting –
  - a) the president shall preside as chairperson, or if there is no president, or if the president is not present within 15 minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be chairperson or if the Vice-President is not present or is unwilling to act then the members present shall elect 1 of their number to be chairperson of the meeting; and
  - b) the chairperson shall maintain order and conduct the meeting in a proper and orderly manner; and
  - c) every question, matter or resolution shall be decided by majority of votes of the members present; and
  - d) every member present shall be entitled to 1 vote and in the case of an equality of votes the chairperson shall have a second or casting vote; and
  - e) however, no member shall be entitled to vote at any general meeting if the member's annual subscription is more than 1 month in arrears at the date of the meeting; and

- f) voting shall be done by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which event there shall be a secret ballot; and
- g) The chairperson shall appoint 2 members to conduct the secret ballot in such manner as the chairperson shall determine and the result of the ballot as declared by the chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded; and
- h) A member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or representative of a member shall have 1 vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorized representative shall have 1 vote; and
- i) The instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointer or of the appointer's attorney duly authorized in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorized; and
- j) A proxy may but need not be a member of the association; and
- k) The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot; and
- l) Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit –

**Association:**

I, \_\_\_\_\_ of, \_\_\_\_\_, being a representative member of the abovenamed Association, hereby appoint

\_\_\_\_\_ of \_\_\_\_\_

, or failing him \_\_\_\_\_ of \_\_\_\_\_

, as my proxy to vote for me on my behalf at the (annual) general meeting of the

Association, to be held on the \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_ and at any

adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

Signature \_\_\_\_\_

This form is to be used \* in favour/against of the resolution number \_\_\_\_\_

\* Strike out whichever is not desired. (Unless otherwise instructed, the proxy may vote as he/she thinks fit.);

- m) the instrument appointing a proxy shall be deposited with the secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and
  - n) the secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every management committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by a financial member who previously applies to the secretary for that inspection.
- (2) For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every management committee meeting shall be signed by the chairperson of that meeting or the chairperson of the next succeeding management committee meeting verifying their accuracy.
  - (3) Similarly, the minutes of every general meeting shall be signed by the chairperson of that meeting or the chairperson of the next succeeding general meeting.
  - (4) However, the minutes of any annual general meeting shall be signed by the chairperson of that meeting or the chairperson of the next succeeding general meeting or annual general meeting.

## **28. BY-LAWS**

The management committee may from time to time make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association and any by-law may be set aside by a general meeting of members.

## **29. ALTERATION OF RULES**

- (1) Subject to the provisions of the *Associations Incorporations Act, 1981*, these rules may be amended, rescinded or added to from time to time by a special resolution carried out at any general meeting.
- (2) However an amendment, rescission or addition is valid only if it is registered by the chief executive.

## **30. COMMON SEAL**

- (1) The management committee shall provide for a common seal and for its safe custody.
- (2) The common seal shall only be used by the authority of the management committee and every instrument to which the seal is affixed shall be signed by a member of the management committee and shall be countersigned by the secretary or by a second member of the management committee or by some other person appointed by the management committee for the purpose.

## **31. FUNDS AND ACCOUNTS**

- (1) The funds of the association must be kept in the name of the association in a financial institution decided by the management committee.
- (2) Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the association and the particulars usually shown in books of a like nature.
- (3) All moneys shall be deposited as soon as practicable after receipt thereof.
- (4) All amounts of \$100 or over shall be paid by cheque signed by any 2 of the president, secretary, treasurer or other member authorized from time to time by the management committee.
- (5) Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recouplements which may be open.

- (6) The management committee shall determine the amount of petty cash which shall be kept on the imprest system.
- (7) All expenditure shall be approved or ratified at a management committee meeting.
- (8) As soon as practicable after the end of financial year the treasurer shall cause to be prepared a statement containing the particulars of –
  - iii. the income and expenditure for the financial year just ended;  
and
  - iv. the assets and liabilities and of all mortgages, charges and securities affecting the property of the association at the close of that year.
- (9) If the association is incorporated within 3 months of the end of the association's financial year, subsection (8) does not apply for the financial year the association is incorporated.
- (10) The auditor must examine the statement prepared under subsection (8) and present a report on it to the secretary before the next annual general meeting following the financial year for which the audit was made.
- (11) The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.

### **32. DOCUMENTS**

The management committee shall provide for the safe custody of books, documents, instruments of title and securities of the association.

### **33. FINANCIAL YEAR**

The financial year of the association shall close on the 31 December in each year.

**34. DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY**

- (1) This section applies if the association is wound-up under part 10 of the Act and there are surplus assets.
- (2) The surplus assets must not be distributed amongst the members but must be given to another entity –
  - a) that has 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.
- (3) In this section –

“surplus assets” has the meaning given by section 92(3) of the Act.