



TIBRO'S NETBALL CLUB INCORPORATED

CONSTITUTION

Approved 2020 AGM

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PART 1 - PRELIMINARY

1. DEFINITIONS / TERMS

1.1 In the rules:

- a) The **Act** means the Associations Incorporate Act 1981.
- b) **By-Laws** means the by-laws of the club made in accordance with Rule 43
- c) **Executive** means the Executive Committee provided for in Rule 22.
- d) **Management Committee** means the Executive and Administrative Committees
- e) **Secretary** means the person holding office under these rules as secretary of the Club
- f) **AGM** means the Annual General Meeting of the Club
- g) **Special General Meeting** means a general meeting of the Club other than an AGM
- h) **Team** means a team of no less than seven (7) persons actively and regularly participating in a competition.
- i) **Sub-rule** means rules outlined in the Clubs By-Laws
- j) **Member** means a member of the club as described in rule 10

1.2 A word or expression that is not defined in section 1.1, but is defined in the Act has, if the context permits, the meaning given by the Act.

2. NAME OF THE ASSOCIATION

2.1 The name of the Association shall be Tibro's Netball Club Incorporated

3. OBJECTS OF THE ASSOCIATION

3.1 The objects for which Tibro's Netball Club Incorporated is established are:

- a) To conduct, promote, encourage, and administer netball in the local area,
- b) To act on behalf of, and in the interest of, the Club members and netball in the local area, and;
- c) To affiliate and liaise with Caloundra District Netball Association on behalf of the Club members, and;
- d) To undertake what is necessary to advance these objects.

4. COLOURS USED

4.1 The colours of the club shall be green, black and white

5. AFFILIATIONS

5.1 The club is a club affiliated with:

- a) The Glasshouse Mountains Sports Club
- b) Caloundra District Netball Association
- c) Netball Queensland

6. HEADQUARTERS

6.1 The headquarters of the Club shall be at the Glass Glasshouse Mountains Sports Club, 902 Steve Irwin Way, Glass House Mountains.

7. POWERS

7.1 The Club has the powers of an individual

7.2 The Club 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

7.3 The Club may also issue secured and unsecured notes, debenture and debenture stock for the Club.

8. FINANCIAL YEAR

8.1. The financial year of the Club shall be the period of 12 months commencing on August 1st and ending on July 31st each year.

9. NOT-FOR-PROFIT BODY

9.1. The income and property of the Club shall be derived from such sources as the Management Committee determine from time to time.

9.2. The income and property of the Club shall be applied solely towards the promotion of the objects or purposes of the Club as set out in Rule 3.

PART 2 – MEMBERSHIP

10. CLASSES OF MEMBERSHIP

10.1 The Club will consist of the following memberships:

- a) Junior Member
- b) Senior Member
- c) Non-playing Member
- d) Life Member

10.2 Junior Playing Membership

- a) A junior playing member is
 - i. any person who is or will be under 18 years of age; unless still in school, in the calendar year of their membership
 - ii. is or will be allocated to a team at the Club
 - iii. has had their registration accepted at the Club via MyNetball
 - iv. is a financial member
- b) One parent or guardian may vote on behalf of their membership as the members voting representative.
- c) Junior Playing Members must reapply for their membership in every year that they intend to be a junior playing member

10.3 Senior Playing Membership

- a) A senior playing member is any person who
 - i. Is or will be allocated to Ladies or Mixed team at the Club
 - ii. Has had their registration accepted at the Club
 - iii. Is a financial member
- b) Any senior playing member has full voting rights
- c) Senior Playing Members must re-apply for membership in each season that they intend to be a senior playing member, during the registration period of this class of membership

10.4 Non-playing Membership

- a) Any non-playing person who is appointed to any of the following roles at the Club must be registered as a non-playing member
 - i. Coach
 - ii. Umpire
 - iii. Team Manager
 - iv. Committee Member
- b) Any non-playing member who is not a committee member does not have voting rights, but has any other rights conferred on members by these rules or approved by resolution at a general meeting or determined by the committee.
- c) Any non-playing member who is a committee member has full voting rights and any other rights conferred on members by these rules or approved by resolution at a general meeting or determined by the committee.
- d) Any person who registers as a non-playing member under sub-rule 10.4 is not liable for membership fees at the Club.
- e) Non-playing Members must re-apply for membership in every year that they intend to be a non-playing member, during the registration period of this class of membership.

10.5 Life Membership

- a) The Executive Committee may consider the recommendation from a member, of any club member who has provided the Club with not less than ten (10) years of exceptional volunteer service, which must include a minimum of five (5) years on the committee as an Executive or in a named committee position.

- b) The secretary shall call for recommendations for Life Membership in June of each year.
- c) No more than two (2) Life Memberships shall be awarded in any one (1) year.
- d) Any such recommendations shall be submitted to the Secretary in writing, not less than two (2) months before the AGM.
- e) The Executive shall, in approving such recommendations, propose such nominee for election as a Life Member at the AGM by two-thirds majority of those present and entitled to vote.
- f) Life Members shall have the same privileges and voting rights at all Meetings of the Club
- g) The numbers of Life Members are unlimited

11. MEMBERSHIP

- 11.1 An application for Junior Membership must be completed online via MyNetball and lodged with appropriate fees. Senior Ladies/Mixed applicants must complete the required form and lodge with fees to the Convenor.
- 11.2 The Club may accept or reject an application whether the applicant has complied with the requirements or not. The Club shall not be required or compelled to provide any reason for such acceptance or rejection.
- 11.3 Where the Club accepts an application, the applicant shall become a Member. Membership shall be deemed to commence upon acceptance of the application by the club. The Register shall be amended accordingly as soon as practical.
- 11.4 The club has the right to refuse membership to any person regarded as unsuitable by two-thirds of members present at a general meeting provided that at least seven days' notice of such matters shall have been previously given.
- 11.5 Where the Club rejects an application, it shall refund any fees forwarded with the application and the application shall be deemed rejected by the Club.
- 11.6 Members (other than Life Members) must renew their membership annually in accordance with the procedures set down by the Club in Regulations from time to time.
- 11.7 Upon acceptance of the application, a member shall be deemed to be affiliated and bound by the Constitution and By-Laws of the Club and the resolutions of the Management Committee and Members in General Meeting.

12. MEMBERSHIP PERIOD

- 12.1 Members (other than Life Members) must renew their membership annually or in accordance with the procedures set down by the Club in Regulations from time to time.
- 12.2 Junior Membership shall be from the 1st day of February in the current year (unless sooner, as determined by the Clubs registration opening)
- 12.3 Senior Membership shall be for the duration of the year or playing seasons: Season 1 (January to June) and Season 2 (July to December)

13. MEMBERSHIP FEES

- 13.1 The membership fee for each class of membership shall be discussed prior to each season and said fees will be set at the first committee meeting after the AGM.
- 13.2 The membership fees for each class of membership shall be payable at such time and in such manner as the executive committee shall from time to time determine.
- 13.3 A member shall not compete in fixtures conducted by the Club until they have registered with the Club and paid all relevant registration fees and other fees (which shall be determined and levied by the Executive from year to year), and complied with any other provisions specified in the By-Laws.

- 13.4 Any member who desires to withdraw from the club shall remain liable for all membership fees and/or levies incurred on behalf of that member up to the time of withdrawal and shall forfeit the balance of any club membership fee paid for that period.
- 13.5 If a member has not paid the Annual Membership fee within the period of one (1) month after the due date, the member ceases to be a member on the expiry of that period.
- 13.6 If a person who has ceased to be a member under rule 13.5 offers to pay the annual membership fee after the period referred to in that rule has expired:
 - a) The Committee may, at its discretion, accept that payment
 - b) If the payment is accepted the person's membership shall be reinstated from the date the payment is accepted.

14. WHEN MEMBERSHIP ENDS

- 14.1 A person ceases to be a member when any of the following take place:
 - a) A person dies
 - b) The person resigns from the club under Rule 15
 - c) The person is expelled from the Club under Rule 18
 - d) The person ceases to be a member under rule 13.5
 - e) The person is convicted of an indictable offence
 - f) Breaches any of the clauses of this Constitution or By-Laws
 - g) Conducts themselves in a manner considered to be detrimental or prejudicial to the character or interests of the Club.
 - h) The person fails to re-apply for their membership during the registration period for that membership type, where applicable
- 14.2 Before the Management Committee terminates a member's membership, the committee must give the member a full and fair opportunity remedy the breach or show why the membership should not cease.
- 14.3 The registrar must keep a record for at least one year after a person ceases to be a member of:
 - a) The date on which the person ceased to be a member
 - b) The reason why the person ceased to be a member, if known.

15. RESIGNATION

- 15.1 A member may resign from membership of the Club by giving written notice of the resignation to the secretary.
- 15.2 The registration takes effect:
 - a) When the secretary receives the notice or
 - b) If a later time is stated in the notice.
- 15.3 A Person who has resigned from membership of the Club remains liable for any fees that are owed to the Club (the amount owed) at the time of resignation.
 - a) The owed amount may be recovered by the Club in a court of competent jurisdiction as a debt due to the Club.

16. REGISTER OF MEMBERS

- 16.1 The registrar, or another person authorised by the committee, is responsible for the requirements imposed on the Club under section 53 of the Act to maintain the register of members and record in that register any change in the membership of the Club.
 - a) The register of members may be maintained in hard copy or soft
- 16.2. In addition to the matters referred to in section 53(2) of the Act, the register of members must include the class of membership (if applicable) to which each member belongs and the date on which each member becomes a member
- 16.3. The register of members must be kept at the registrar's place of residence or at another place determined by the committee.

16.4. A member who wishes to inspect the register of members must contact the Registrar to make the necessary arrangements.

16.5. If:

a) A member inspecting the register of members wishes to make a copy of, or take an extract from the register under section 54(2) of the Act or

b) A member makes a written request under section 56(1) of the Act to be provided with a copy of the register of members

The committee may require the member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the club.

17. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

17.1 A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the person's intention to appeal against the decision, but must be done within (1) one month of notification of rejection or termination.

17.2 If the Secretary receives a notice of intention to appeal, the Secretary must, within (1) one month after the day of receipt, call a general meeting to decide the appeal.

17.3 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, and will be decided upon by the members present at the meeting.

17.4 If, after considering all representations made by the member, the members present at the meeting vote in favour of the termination of the membership by a majority of 2/3, the Secretary of the committee must give the member a written notice of the decision.

17.5 If a person whose application has been rejected does not appeal against the decision within (1) one month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the Secretary must, as soon as possible, refund any registration fees paid by the person.

17.6 If a person's membership is terminated the person will not be entitled to a refund.

PART 3 – DISCIPLINARY ACTION, COMPLAINT HANDLING & MEDIATION

18. SUSPENSION OR EXPULSION

- 18.1 The Executive may decide to suspend a member's membership or to expel a member from the Club if:
- a) member violates any of these rules and by-laws; or
 - b) the member acts detrimentally to the interests of the Club.
- 18.2 The secretary must give the member written notice of the proposed suspension or expulsion at least 14 days before the meeting of the Executive at which the proposal is to be considered by the Executive.
- 18.3 The notice given to the member must state
- a) when and where the meeting of the Executive is to be held; and
 - b) the grounds on which the proposed suspension or expulsion is based; and
 - c) that the member, or the member's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both) submissions to the Executive about the proposed suspension or expulsion.
- 18.4 At the meeting of the Executive, the Executive must:
- a) give the member, or the member's representative, a reasonable opportunity to make written or oral (or both) submissions to the committee about the proposed suspension or expulsion; and
 - b) give due consideration to any submissions so made; and
 - c) decide:
 - i. whether or not to suspend the member's membership and, if the decision is to suspend the membership, the period of suspension; or
 - ii. whether or not to expel the member from the Club.
- 18.5 A decision of the Executive to suspend the member's membership or to expel the member from the Club takes immediate effect.
- 18.6 The Executive must give the member written notice of the Executive's decision, and the reasons for the decision, within 7 days after the meeting of the Executive at which the decision is made.
- 18.7 A member whose membership is suspended or who is expelled from the Club may, within 14 days after receiving notice of the Executive's decision under rule 18.6, give written notice to the secretary requesting the appointment of a mediator under rule 20.
- 18.8 If notice is given under rule 18.7, the member who gives the notice and the Executive are the parties to the mediation.
- 18.9 During the period a member's membership is suspended, the member
- a) loses any rights (including voting rights) arising as a result of membership
 - b) is not entitled to a refund, rebate, relief, or credit for membership fees paid, or payable to the club.
- 18.20 When a member's membership is suspended, the registrar must record in the register of members:
- a) that the members membership is suspended
 - b) the date on which the suspension takes effect and
 - c) the period of suspension
 - d) When the period of suspension ends, the registrar must record in the register of members that the member's membership is no longer suspended.

19. COMPLAINT HANDLING

Tibro's Netball Club will follow the guidelines set out by Netball Queensland's Member Protection Policy Part G – Complaint Handling Policy.

- 19.1 The parties in dispute must attempt to resolve the dispute between themselves.
- 19.2 If the parties in dispute are unable to resolve the dispute between themselves, any party in the dispute may start the grievance procedure by giving written notice to the secretary stating:
 - a) The parties to the dispute
 - b) The matters that are the subject of the dispute
- 19.3 Once received to the secretary, the dispute/complaint will be reviewed by the Executive Committee and determine what, if any, initial action to take. This action may include:
 - a) Appointing a person to investigate the dispute/complaint – appointed Complaints Officer,
 - b) Referring the dispute/complaint to an informal or a formal mediation session or investigate,
 - c) Referring the matter to a Hearing Tribunal,
 - d) Referring the Complaint to the police or other appropriate authority, and/or
 - e) Taking no further action and dismissing the dispute/complaint.
- 19.4 A complaint may be handled informally or formally. Informal resolution could be possible by a low-key conversation where both parties accept the basic facts of a situation; the person 'in the wrong' can be instructed about a better way to have acted.
- 19.5 The complainant may indicate their preference and the Complaints Officer should consider whether that is an appropriate way to handle the particular complaint. For example, the law may require that the complaint/allegation be reported to an appropriate authority. The Club is not obliged to comply with the complainant's preference.
- 19.6 All complaints should aim to be resolved quickly (given the nature of the complaint and the nature of potential harm) and fairly. Complaints may be resolved by agreement between the people involved with no need for disciplinary action.
- 19.7 There may be times when a complaint will need to be investigated and further evidence gathered. Investigations help determine the facts as well as produce findings and recommendations. Any investigations that are conducted shall be fair to all parties involved.

20. MEDIATION

- 20.1 Mediation is a confidential process that allows those involved in a complaint to discuss the issue or incident in question and come up with a mutually agreed solution. It may occur before, after, or instead of an investigation. Mediation might not be a suitable method for all complaints.
- 20.2 Mediation can only occur with the agreement of both parties. If a complainant wishes to resolve the complaint with the help of a mediator, the complaints officer will, in consultation with the complainant, arrange for an independent mediator where possible.
- 20.3 Support persons or representatives may be permitted to participate in the mediation process with the consent of the other party.
- 20.4 The mediator does not decide who is right or wrong and does not tell either side what they must do. Instead the mediator helps those involved talk through the issues making sure that the process is as fair as possible for all concerned.
- 20.5 If the complaint is resolved through mediation, the mediator will prepare a document that sets out the agreement reached between the parties and will be signed by them as their agreement. The Club expects each party involved to respect and comply with the terms agreed to.
- 20.6 If the complaint is not resolved by mediation, the matter will be returned to the Executive Committee for further consideration and direction.

PART 4 - COMMITTEE

21. COMMITTEE

- 21.1 The committee members are the persons who, are the management committee of the Club, have the power to manage the affairs of the Club.
- 21.2 Subject to the Act, these rules, the By-Laws and any resolution passed at a general meeting, the committee has power to do all things necessary or convenient to be done for the proper management of the affairs of the Club.
- 21.3 The committee must take all reasonable sets to ensure that the Club complies with the Act, these rules, and the By-Laws.

22. COMMITTEE MEMBERS

- 22.1 The management committee will consist of:
 - a) The Executive Officer holders of the Club
 - b) The named committee members of the Club
 - c) Three (3) general members
- 22.2 The Committee must determine annually the maximum number of members who may be general committee
- 22.3 The following are the Executive Members of the Club and have defined roles as per the Clubs By-Laws:
 - a) President
 - b) Vice President
 - c) Secretary
 - d) Treasurer
 - e) Ladies Convenor
- 22.4 The following are the named committee members of the Club and have defined roles as per the Clubs By-Laws:
 - f) Junior Registrar
 - g) Coaching Convenor
 - h) Umpiring Convenor
 - i) Uniform Convenor
 - j) Mixed Convenor
 - k) Fundraising & Events Coordinator
 - l) Publicity Officer
- 22.5 A person may be a committee member if the person is:
 - a) An individual who has reached 18 years of age
 - b) Financial with the club, if applicable
 - c) Currently is, or within the last 12months was
 - i. A senior playing member
 - ii. The parent or guardian of a junior player
 - iii. The parent or guardian of a senior player who is under the age of 18 years
 - iv. A non-playing member
 - v. A Life Member
- 22.6 A person must not hold more than one of the offices mentioned in rule 22.3 at the same time.
- 22.7 Any of the roles mentioned in rule 22.4
 - a) May be shared by two or more members of the committee as required
 - b) May be held by the same committee member or an executive office holder
 - c) May be left vacant from year to year if deemed appropriate.

23 SUB-COMMITTEES

- 23.1 To help the committee in the conduct of the Club's business, the committee may, in writing, do either or both of the following:
- a) Appoint one or more subcommittees
 - b) Create one or more subsidiary offices and appoint people to those offices.
- 23.2 A subcommittee may consist of the number people, whether or not members, that the committee consider appropriate.
- 23.3 A person may be appointed to a subsidiary office whether or not the person is a member
- 23.4 Subject to any direction given by the committee:
- a) a subcommittee may meet and conduct business as it considers appropriate and
 - b) the holder of a subsidiary office may carry out the functions given to the holder as the holder considers appropriate

24 EXECUTIVE DUTIES

- 24.1 The Executive has the following duties, to be completed in a manner to be determined by the Executive:
- a) Maintaining on behalf of the club an up-to-date copy of these rules as required under section 35(1) of the Act
 - b) Maintaining on behalf of the club, a record of committee members and other persons authorised to act on behalf of the club as required under section 58(2) of the Act.
 - c) Ensuring the safe custody of the books of the club, other than the financial records, financial statements and financial reports, as applicable to the club
 - d) Ensuring the safe custody of the Clubs financial records, financial statements and financial reports, as applicable to the Club.
 - e) Coordinating the preparation of the Clubs financial report before its submission to the Clubs Annual General Meeting
 - f) Providing any assistance required by an auditor or reviewer conducting an audit or review of the Clubs financial statements or financial reports under
 - g) Conducting the day to day management of the Club, including being solely responsible for:
 - i. Appointing a selections subcommittee and team selector
 - ii. Giving final approval of teams selected for registration for competition
 - iii. Fixing membership subscriptions fees and any other levies prior to the AGM
 - iv. Carrying out any other duties that are, from time to time, delegated to the Executive by the committee

25 BECOMING A COMMITTEE MEMBER

- 25.1 A person becomes a committee member if the person is:
- a) Nominated and elected to the committee at an AGM
 - b) Appointed to the committee by the committee to fill a casual vacancy at a committee meeting

26 NOMINATIONS & ELECTIONS

- 26.1 At least fourteen (14) days before an AGM the secretary must provide written notice to all members
- a) Calling for nominations for election to the committee
 - b) Stating the date by which nominations must be received by the secretary to comply with rule 26.2
- 26.2 A member may be elected to the management committee by:
- a) Any two (2) members (*the proposer and the seconder*) of the Club may nominate another member (*the candidate*) to serve as a member of the management committee

- i. The nomination must be in writing
 - ii. Signed by the candidate, the proposer, and the seconder. All signatories must hold voting rights.
 - iii. Submitted to the secretary no less than seven (7) days before the AGM at which the election is to be held.
- b) Each member of the Club present and eligible to vote at the AGM meeting may vote for one (1) candidate for each vacant position on the management committee.
- c) If there is no nomination for a position, the Chair, may call for nominations from the floor. The nominee must be:
 - i. An adult
 - ii. Not ineligible to be elected as a member under section 61A of the Act
- d) If only one (1) member has nominated for the position, the Chair must declare the member elected to the position
- e) If more than one (1) member has nominated for a position, an election by ballot shall be conducted. This must be prepared containing the names of the candidates in alphabetical order.
- f) The management committee must ensure that, before a candidate is elected as a member of the management committee, the candidate is advised:
 - i. Whether or not the club has public liability insurance and,
 - ii. If the club has public liability insurance, the amount of the insurance.

27 TERMS OF OFFICE

- 27.1 The term of office for a committee member begins when the member is:
- a) Elected at an AGM
 - b) Is appointed to fill a casual vacancy under rule 25.1.b)
 - c) A committee member holds office until the positions on the committee are declared vacant at the next AGM
 - d) A committee member may be re-elected
- 27.2 The term of office for an Executive Member begins when the member is:
- a) Elected at an AGM
 - b) Executive positions are held for a two (2) year term
 - i. The President and Secretary elected in a year of odd number vacate their positions at the AGM of the next occurring year of odd number.
 - ii. The Vice President, Treasure and Ladies Convenor will be held in a year of even number and vacate their positions at the AGM of the next occurring year of even number.
 - c) An Executive Member cannot hold a position as an executive for more than two (2) consecutive terms, equalling 4 years.
 - d) An Executive cannot re-elect to an executive position for a minimum of 12 months after vacating their previous executive position if they have completed two (2) terms (4 years), but maybe elected as a committee member.

28 VACANCIES ON MANAGEMENT COMMITTEE

- 28.1 If a casual vacancy happens on the management committee, the continuing committee may appoint another eligible member of the club to fill the vacancy until the next general meeting.
- 28.2 The continuing members of the management committee may act despite a casual vacancy on the management committee.
- 28.3 If the position of secretary becomes vacant, the committee must appoint an eligible member to fill this position within fourteen (14) days of the vacancy.
- 28.4 If there are fewer committee members than required for a quorum under rule 31.2, the committee may act only for the purpose of:
- a) Appointing committee members

- b) Convening a general meeting

29 RESIGNATION OR REMOVAL OF MEMBERS OF MANAGEMENT COMMITTEE

- 29.1 A member of the management committee may resign from the committee by giving written notice of resignation to the secretary.
- 29.2 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, at the later time.
- 29.3 A member may be removed from the office at a general meeting of the club if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
 - a) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why they should not be removed from office.
 - b) A member has no right of appeal against the removal from office under this rule.
 - c) A member immediately vacates the office of members in the circumstances mentioned in section 64 (2) of the Act.
- 29.4 A person ceases to be a committee member if the person:
 - a) Dies or otherwise ceases to be a member.
 - b) Resigns from the committee or is removed from office under rule 29.3,
 - c) Becomes ineligible to accept an appointment or act as a committee member under section 39 of the Act.
 - d) Becomes permanently unable to act as a committee member because of mental or physical disability.
 - e) Fails to attend 3 consecutive committee meetings, of which the person has been given notice, without having notified the committee that they are unable to attend.
- 29.5 When a person ceases to be a member of the committee, that person is to, as soon as practicable, deliver to the new committee member all the relevant documentation and records they hold pertaining to the position held on the committee and any other relevant details relating to the management of the associations affairs.

30 MANAGEMENT COMMITTEE

- 30.1 Subject to these rules or a resolution of the members of the club 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 club.
- 30.2 The Management Committee has authority to interpret the meaning of these rules and any matter relating to the club 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 club's rules are inconsistent with the Act – see section 1B of the Act.
- 30.3 The Management Committee may exercise the power of the club:
 - a) To borrow, raise or secure the payment of amounts in a way the members of the club decide, 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 club in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the clubs property, both present or 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 of the club may from time to time decide.
- 30.4 For rule 30.3.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 club
 - b) If there is more than 1 financial institution for the club, the financial institution nominated by the Management Committee.

31 MANAGEMENT COMMITTEE MEETINGS

- 31.1 The Committee must meet at least once every 4 months to exercise its functions
- 31.2 The date, time, and place of the first Committee meeting must be determined by the committee members as soon as practical after the AGM at which the committee members are elected.
- 31.3 The date of subsequent Committee meetings will be decided at the end of each meeting and confirmed with each member at least 48 hours before the time of the meeting.
- a) The notice must state the date, time and place of the meeting.
- 31.4 Special committee meetings may be convened by the president and any two (2) committee members
- 31.5 Motions and resolutions on urgent business may be made outside of a committee meeting by the Executive, the Committee or a Sub-Committee
- i. If a motion or resolution is proposed outside of a meeting, a vote must be taken by email or other electronic communication: The motion can only be passed by a majority vote of all relevant Executive, Committee or Sub-Committee
 - ii. All relevant members of the Executive, Committee or Sub-Committee must be given opportunity to speak on any proposal put forward by electronic communication prior to a vote being taken, within reason:
 - All votes taken must be recorded in writing
 - The motion being considered, and the outcome of the vote must be minuted at the next Committee meeting
 - If the decision is made by Sub-Committee, immediate notice must be given to the executive of the outcome of the vote.
- b) For a motion or resolution to be validly proposed under rule 31.4 it must be so time sensitive in nature that it is not possible to postpone its consideration until the next scheduled Committee meeting.
- 31.6 Procedures and order of business:
- a) The President or in the President's absence, the Vice President must preside as chair of each meeting
 - b) If the President or Vice President are absent or unwilling to act as chair of the meeting, the committee members at the meeting must choose of them to act as chair for the meeting
 - c) The procedure to be followed at a meeting is:
 - i. Welcome, including apologies for absent members
 - ii. Previous minutes - reviewed and passed.
 - iii. Correspondence
 - iv. Presidents report
 - v. Financials
 - vi. Position reports
 - vii. General business
 - viii. Closing and next meeting
 - d) A member or other person who is not a committee member may attend a committee meeting if invited to do so by the committee

- e) A person invited under rule 31.6.d) has no right to any agenda, minutes, or other document circulated at the meeting and must not comment or discuss any matters unless invited to do so. Invited members cannot vote on any matter being decided at the meeting.
- 31.7 If a committee member is unable to attend a committee meeting in person, the committee member may dial into the meeting by phone, video link or other means of instantaneous communication. The member dialling in is considered present at the meeting and may vote.
- 31.8 Quorum for and Adjournment of Management Committee Meetings:
- a) The quorum for a committee meeting is at least the number of members elected or appointed to the executive committee at the close of the Club's last AGM plus one (1); Six (6) committee members.
 - b) No business is to be conducted at a committee meeting unless a quorum is present.
 - c) If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting:
 - i. The meeting lapses
 - ii. The meeting may be adjourned to the same time, day and place in the following week, and committee members must be notified in writing if a meeting is adjourned.
 - d) If:
 - i. A quorum is not present within 30 minutes after the commencement time of a committee meeting held under rule 31.8,c)i.
 - ii. At least two (2) committee members are present at the meeting, those members present are taken to constitute a quorum.
- 31.9 Voting at a Committee Meeting:
- a) Each committee member present at a committee meeting has one vote on any question arising at the meeting.
 - b) A motion is carried if a majority of the committee members present at the committee meeting vote in favour of the motion.
 - c) If the votes are divided equally on a question, the chair of the meeting has a second or casting vote.
 - d) A vote may take place by the committee members present indicating their agreement or disagreement or by a show of hands, unless the committee decides that a secret ballot is needed to determine a particular question.
 - e) If a secret ballot is needed, the chair of the meeting must decide how the ballot is to be conducted.
- 31.10 Minutes of the Committee Meeting:
- a) The committee must ensure that minutes are taken and kept of each committee meeting.
 - b) The minutes must record the following:
 - i. The names of the committee members present at the meeting
 - ii. The names of any person attending the meeting under rule 31.6.d)
 - iii. The business considered at the meeting
 - iv. Any motion on which a vote is taken at the meeting and the result of the vote.
 - c) The minutes of a committee meeting must be entered in the club's minute book within 30 days after the meeting is held.
 - d) The chair must ensure that the minutes of a committee meeting are reviewed and signed as correct by:
 - i. The chair of the meeting or
 - ii. The chair of the next committee meeting
 - e) When the minutes of a committee meeting have been signed as correct, they are until the contrary is proved, evidence that:

- i. The meeting to which the minutes relate was duly convened and held,
- ii. The matters recorded as having taken place at the meeting took place as recorded, and
- iii. Any appointment purportedly made at the meeting was validly made.

PART 5 – GENERAL MEETINGS

32 ANNUAL GENERAL MEETING

- 32.1 The committee must determine the date, time and place of the annual general meeting.
- 32.2 Notice of the AGM is to be advertised in the local paper
- 32.3 If it is proposed to hold the AGM more than six (6) months after the end of the Club's financial year, the secretary must apply to the Commissioner for permission under section 50(3)(b) of the Act within four (4) months after the end of the financial year.
- 32.4 The ordinary business of the AGM is as follows:
 - a) Opening, recording attendances and apologies
 - b) Presidents address and welcome
 - c) To confirm the minutes of the previous AGM and of any Special General Meetings held since then if the minutes of that meeting have not yet been confirmed.
 - d) To receive and consider:
 - i. The committee's annual report on the Club's activities during the receding financial year,
 - ii. The financial statement of the Club for the preceding financial year presented under part 5 of the Act,
 - iii. The financial report of the Club for the preceding financial year presented under Park 5 of the Act, and
 - iv. A copy of the report of the review or auditors report on the financial statements or financial report.
 - e) Appoint or remove a reviewer or auditor of the Club in accordance with the Act,
 - f) Review and adopt amendments and additions to the Constitution and By-Laws.
 - g) To elect the office holders of the Club and other committee members,
 - h) Appointment of Life Members
- 32.5 Any other business of which notice has been given in accordance with these rules may be conducted at the AGM.

33 SPECIAL GENERAL MEETINGS

- 33.1 The committee may convene a special general meeting
- 33.2 The secretary must call a special general meeting by giving each member of the association notice of the meeting within fourteen (14) days after:
 - a) Being directed to call the meeting by the management committee
 - 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 ordinary members of the association 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
 - ii. To terminate a persons membership
- 33.3 The members requiring a special general meeting to be convened must:
 - a) Make the requirement by written notice given to the secretary, and
 - b) State in the notice the business to be considered at the meeting, and
 - c) Each sign the notice.
- 33.4 The special general meeting must be convened within twenty-eight (28) days after notice is given under rule 33.3a)

- 33.5 If the committee does not convene a special general meeting within that twenty-eight (28) day period, the members making the requirement (or any of them) may convene the special general meeting.
- 33.6 A special general meeting convened by members under rule 33.5
 - a) Must be held within three (3) months after the date of the original requirement was made, and
 - b) May only consider business stated in the notice by which the requirement was made.

34 NOTICE OF GENERAL MEETINGS

- 34.1 The secretary, must give to each member fourteen (14) days notice of a General Meeting
- 34.2 The notice must:
 - a) Specify the date, time and place of the meeting,
 - b) Indicate the general nature of each item of business to be considered at the meeting
 - c) If the meeting is for the AGM, include the names of the members who have nominated for election to the committee under rule
 - d) If a special resolution is proposed:
 - i. Set out the wording of the proposed resolution as required

35 PRESIDING MEMBERS AND QUORUM FOR GENERAL MEETINGS

- 35.1 The president or, in the president's absence, the vice president must preside as president of each general meeting
- 35.2 if the president and vice president are absent or are unwilling to act as president of a general meeting, committee members at the meeting must choose one of them to act as president for the meeting.
- 35.3 The quorum for general meetings is at least the number of members elected or appointed to the Management Committee at the close of the Club's last general meeting plus 1.
- 35.4 No business is to be conducted at a general meeting unless a quorum is present.
- 35.5 If a quorum is not present within 30minutes after the notified commencement time of a general meeting:
 - a) In the case of a special general meeting – the meeting lapses
 - b) In the case of the Annual General Meeting – the meeting is adjourned to
 - i. The same time and day in the following week
 - ii. The same place, unless the president specifies another place at the time of the adjournment or written notice of another place is given to the members before the day to which the meeting is adjourned.
- 35.6 Notice of an adjourned general meeting must be given in compliance with rule 74 of the Act.
- 35.7 If:
 - a) A quorum is not present within 30minutes after the commencement time of an Annual General Meeting held under rule 35.5b)
 - b) At least 2 voting members are present at the meeting,
Those members present are taken to constitute a quorum.

36 ADJOURNING A GENERAL MEETING

- 36.1 The chair of a general meeting at which a quorum is present may, with the consent of a majority of the general members present at the meeting, adjourn the meeting to another time and place.
- 36.2 without limiting rule 36.1, a meeting may be adjourned:
 - a) If there is insufficient time to deal with the business at hand or
 - b) To give the members more time to consider an item of business.

- 36.3 No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- 36.4 Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for fourteen (14) days or more, in which case notice of the meeting must be given in accordance with rule 60 of the Act.

37 VOTING AT A GENERAL MEETING

- 37.1 At a general meeting each question, matter or resolution arising, must be decided by a majority of votes from the members present.
- 37.2 Except in the case of a special resolution, a motion is carried if a majority of the voting members present at a general meeting vote in favour of the motion.
- 37.3 If votes are divided equally on a question, the president of the meeting has a second or casting vote.
- 37.4 If the question is whether or not to confirm the minutes of a previous general meeting, only members who were present at the meeting may vote.
- 37.5 For a person to be eligible to vote at a general meeting as a voting member, the voting member:
 - a) must have been a voting member at the time the notice of the meeting was given, and
 - b) must have paid any fee or other money payable to the club
- 37.6 The method of voting is usually by show of hands
- 37.7 However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
 - a) If a secret ballot is held, the chair must appoint two (2) members to conduct the secret ballot in the way the chair decides
 - b) The result of a secret ballot as declared by the chair is taken to be a resolution of the meeting at which the ballot was held.

38 WHEN A SPECIAL RESOLUTION IS REQUIRED

- 38.1 A special resolution is required if it is proposed at a general meeting
 - a) To affiliate the Club with another body, or
 - b) To request the Commissioner to apply to the State Administrative Tribunal under section 109 of the Act for the appointment of a statutory manager.
- 38.2 Sub-rule 38.1 does not limit the matters in relation to which a special resolution may be proposed.

39 DETERMINING IF RESOLUTION CARRIED

- 39.1 In this rule, **poll** means to the process of voting in relation to a matter that is conducted writing.
- 39.2 Subject to sub-rule 39.4, the president of a general meeting may, on the basis of general agreement or disagreement or by show of hands declare that a resolution has been:
 - a) Carried
 - b) Carried unanimously or
 - c) Lost
- 39.3 If the resolution is a special resolution, the declaration under sub-rule 39.2 must identify the resolution as a special resolution.
- 39.4 If a poll is demanded on any question by the chair of the meeting or by at least three (3) other voting members present in person –
 - a) The poll must be taken at the meeting in the manner determined by the president
 - b) The president must declare the determination of the resolution on the basis of the poll
- 39.5 If a poll is demanded on the election of the president or on a question of an adjournment, the poll must be taken immediately.

- 39.6 If a poll is demanded on any other question, the poll must be taken before the close of the meeting at a time determined by the chair.
- 39.7 A declaration under sub-rule 39.2 or 39.4 must be entered in the minutes of the meeting, and the entry is, without proof of the voting in relation to the resolution, evidence of how the resolution was determined.

40 MINUTES OF A GENERAL MEETING

- 40.1 The secretary, or a person authorised by the committee, must take and keep minutes of each general meeting.
- 40.2 The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- 40.3 In addition, the minutes of each AGM must record:
 - a) The names of the voting members attending the meeting,
 - b) The financial statements and/or financial report presented at the meeting as referred to in rule 32.3b)ii. or iii.
 - c) Any report of the review or auditors report in the financial statements or financial report presented at the meeting, as referred to in rule 32.3b)iv.
- 40.4 The minutes of a general meeting must be entered into the Club's minute book within thirty (30) days after the meeting is held.
- 40.5 The president must ensure that the minutes of a general meeting are reviewed and signed as correct by
 - a) The president of the meeting
 - b) The president of the next general meeting
- 40.6 When the minutes of a general meeting have been signed as correct, they are, in the absence of evidence to the contrary, taken to be proof that:
 - a) The meeting to which the minutes relate was duly convened and held, and
 - b) The matters recorded as having taken place at the meeting took place as recorded, and
 - c) Any election or appointment purportedly made at the meeting was validly made.

PART 6 – FINANCIAL MATTERS

41 SOURCE OF FUNDS

- 41.1 The funds of the Club may be derived from membership fees, annual subscriptions, donations, fund-raising activities, grants, interest, and any other sources approved by the committee.

42 CONTROL OF FUNDS

- 42.1 The club must open an account in the name of the Club with a financial institution from which all expenditure of the club is made and into which all funds received by the club are deposited.
- 42.2 Subject to any restrictions imposed at a general meeting, the committee may approve expenditure on behalf of the Club.
- 42.3 The committee may authorise the treasurer to expend funds on behalf of the Club up to a specified limit without requiring pre-approval from the committee for each item on which the funds are expended.
- 42.4 All electronic payments for the Club must be signed electronically by two (2) designated signatories
- 42.5 The club must have at least three signatures authorised at the financial institution:
 - a) Treasurer, President and Secretary.
- 42.6 If cash payments are receipted, funds must be deposited into the Club's account within five (5) working days of receipt.
- 42.7 The Treasurer shall input all financial records into the Club's Accounting Package.

43 FINANCIAL STATEMENTS AND REPORTS

- 43.1 For each financial year, the committee must ensure that the requirements imposed on the Club under Part 5 of the Act relating to the financial statements or financial report of the Club are met.
- 43.2 Without limiting sub-rule 43.1, those requirements include
 - a) The preparation of the financial report,
 - b) The review or audition of the financial statements or financial report
 - c) The presentation to the AGM of the financial statement or financial report
 - d) The presentation to the AGM of the copy of the report of the review or auditors report, as applicable, on the financial statements or financial report.

PART 7 – GENERAL MATTERS

44 BY-LAWS

- 44.1 The Club may, by resolution at a general meeting or committee meeting, make, amend, or revoke by-laws.
- 44.2 By-laws may:
- a) Provide for the rights and obligations that apply to any classes of associate membership approved under rule 10 and
 - b) Impose restrictions on the committee's powers, including the power to dispose of the Club's assets, and
 - c) Impose requirements relating to the financial reporting and financial accountability of the Club and the auditing of the Club's accounts and
 - d) Provide for any other matter the Club considers necessary or convenient to be dealt with in the by-laws.
- 44.3 A by-law is of no effect to the extent that it is inconsistent with the Act, the regulations or these rules.
- 44.4 Without limiting rule 44.3, a by-law made for the purpose of rule 44.2c) may only impose requirements on the Club that are additional to, and do not restrict, a requirement imposed on the Club under Part 5 of the Act.
- 44.5 At the request of a member, the Club must make a copy of the by-laws available for inspection by the member.
- 44.6 A change of any kind in the by-laws, including making, amended or revoking a by-law, must be supported by a vote of not less than two-thirds of all committee members.
- 44.7 Once new or amended by-laws have been approved by a vote under rule 44.6 and have been published, those by-laws become binding on all Club Members.

45 CONSTITUTION

- 45.1 Subject to the provision of the Act, these rules may be amended, rescinded, or added to from time to time by special resolution carried at any General Meeting. However, now such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the Chief Executive of the Department administering the above Act.
- 45.2 Notice of such special resolution setting out in full the proposed amendment, rescission or addition shall be given to each member not less than three (3) weeks and not more than five (5) weeks prior to the meeting.
- 45.3 No such alteration, repeal or addition shall be effective unless it is carried by a majority of three-quarters of members present and entitled to vote.
- 45.4 No copy of the Constitution shall be issued unless a correct copy of the By-Laws in force at the date of issue is appended.
- 45.5 For the purpose of controlling the operation of the club, the Constitution and By- Laws shall be equally binding on all members.

46 EXECUTING DOCUMENTS & COMMON SEAL

- 46.1 The Club may execute a document without using a common seal if the document is signed by:
- a) authorised committee members; or
 - b) one authorised committee member and a person authorised by the committee.
- 46.2 If the Club has a common seal:
- a) the name of the Club must appear in legible characters on the common seal; and
 - b) a document may only be sealed with the common seal by the authority of the committee and in the presence of
 - i. two (2) authorised committee members; or

- ii. one (1) authorised committee member and a person authorised by the committee, and each of them is to sign the document to attest that the document was sealed in their presence.
- 46.3 A committee member may be authorised to execute a document by a special resolution.
- 46.4 The secretary must make a written record of each use of the common seal.
- 46.5 The common seal must be kept in the custody of the secretary or another committee member authorised by the committee.

47 GIVING NOTICES TO MEMBERS

- 47.1 In this rule, **recorded** means recorded in the register of members.
- 47.2 A notice or other document that is to be given to a member under these rules is taken not to have been given to the member unless it is in writing and:
- a) delivered by hand to the recorded address of the member;
 - b) or sent by prepaid post to the recorded postal address of the member; or
 - c) sent electronic transmission to an appropriate recorded number or recorded electronic address of the member.
- 47.3 A notice is taken to have been delivered and received:
- a) when delivered by hand, on the date it is delivered to the recipient;
 - b) when sent by prepaid post, on the third business day following the postage date;
 - c) if sent by email, on the earlier of:
 - i. an email delivery confirmation report being received by the sender unless the email is received by the recipient after 5.00pm (recipient's time) or on a day other than a business day in which case the notice will be effective at 9.00am (recipient's time) on the next business day; or
 - ii. 4 hours after the email was sent provided that:
 - where the notice is received after 5.00pm (recipient's time) or on a day other than a business day it will be regarded as being received at 9.00am (recipient's time) on the next business day; and
 - a notice sent by email will not be effective if the sender receives notification from its or the recipient's email server that the email is undeliverable, was not delivered or the recipient is out of the office.
- 47.4 It is the responsibility of individual members to ensure that their records with the Club are up-to-date.

48 DOCUMENTS AND RECORDS

- 48.1 The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Club.
- 48.2 The books of the Club must be retained for at least 7 years

49 INSPECTION OF RECORDS AND DOCUMENTS

- 49.1 Rule 49.2 applies to a member who wants to inspect:
- a) The register of members, under section 54.1 of the Act
 - b) The record of names of committee members, and other persons authorised to act on behalf of the Club, under section 58.3 of the Act
 - c) Any other reo
- 49.2 Members must contact the secretary to make the necessary arrangements for the inspection of records and or documents.

50 DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY

- 50.1 In this rule if the club:
- a) Is wound up under part 10 of the Act, and
 - b) Has surplus assets.

- 50.2 The surplus assets must not be distributed among the members of the club.
- 50.3 The surplus must be given to another entity having objects similar to the club's objects and the rules of which prohibit the distribution of the entities income and assets to its members.

51 ALTERATION OF RULES

- 51.1 If the Club wants to alter or rescind any of these rules, or to make additional rules, the Club may do so only by special resolution and by otherwise complying with Part 3 Division 2 of the Act.

Note for this rule:

Section 31 of the Act requires an incorporated association to obtain the Commissioner's approval if the alteration of its rules has effect to change the name of the association.

Section 33 of the Act requires an incorporated association to obtain the Commissioner's approval if the alteration of its rules has effect to alter the objects or purposes of the association or the manner in which surplus property of the association must be distributed or dealt with if the association is wound up or its incorporation is cancelled. Guidance Note – Alteration of Rules. Amendments to the rules do not take effect until required documents are lodged with the Commissioner, even if the amendments do not require the approval of the Commissioner under section 31 or section 33. The required documents must be lodged within one month after the special resolution is passed.

I hereby certify that this is a true and correct copy of the rules adopted by the members of the Tibro's Netball Club Incorporated.

Secretary

Date