



TOOWOOMBA BASKETBALL ASSOCIATION INC

CONSTITUTION

As adopted at the Special General Meeting

6th May

2015

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ATTACHMENT 1

PART 1 - INTRODUCTORY

1. INTRODUCTION

- 1.1 The name of the association is "Toowoomba Basketball Association Inc" (herein referred to as (the Association).
- 1.2 This document (herein referred to as the constitution) contains the rules of the association for the purposes of the Act.
- 1.3 The association is an affiliated association of Basketball Queensland Inc (herein referred to as (BQ) in accordance with section 10 of the (BQ) Constitution. The association agrees to abide by the rules for affiliated associations set out in Part 3 of the Basketball Queensland Constitution.

2. DEFINITIONS AND INTERPRETATION

The following definitions apply to this constitution:

"Act" means the Associations Incorporation Act 1981 and includes the Regulation and any other

statutory instrument under that Act or Regulation.

"association" see subrule 1.1.

"constitution" see subrule 1.2.

"financial member" see subrule 11.3.

"full voting rights" means the rights, if a member is a financial member, to attend and vote at general meetings of the association.

"membership fee" see rule 12.1

"nominated notice board" means the associations web site/face book page and the notice board where the association competitions are played.

"Basketball Queensland" see subrule 1.3.

"unfinancial member" see subrule 11.3.

A word or expression that is not defined in this constitution, but is defined in the Associations Incorporation Act 1981, has, if the context permits, the meaning given by the Act.

3. OBJECTS

The object of the association is to ensure equitable as possible access to all basketball competition by the membership and that it shall at all times within its operation reflect the wishes of the membership. The association will also endeavour to :

- (a) foster, develop and support the sport of basketball;
- (b) promote the bonds of friendship and fellowship between all members of the association;
- (c) make rules and regulations for all members of the association and for all clubs affiliated with the association;
- (d) have the supervision and control over all clubs affiliated with the association and the policies to be adopted by such clubs;
- (e) make rules and regulations relating to playing, viewing, coaching and refereeing of basketball in Toowoomba and District;
- (f) appoint coaches, referees and other officials for the sport;
- (g) control, arrange, supervise and organise all basketball competitions and the sport in Toowoomba and District;
- (h) provide basketball stadiums, facilities, clubrooms and amenities in connection with the sport; and

- (i) provide or contribute to the provision of awards, prizes and distinctions for members of the association.

4. POWERS

- 4.1 The association has, in the exercise of its affairs, the powers of an individual.
- 4.2 The association may, for example:
 - (a) enter into contracts;
 - (b) acquire, hold, deal with and dispose of property;
 - (c) make charges for services and facilities it supplies; and
 - (d) do other things necessary or convenient to be done in carrying out its affairs.
- 4.3 The association may also issue secured and unsecured notes, debentures and debenture stock for the association.

PART 2 - MEMBERSHIP

5. CLASSES OF MEMBERS

- 5.1 The membership of the association is to consist of the following classes:

Voting Members	Ordinary members (see rule 6) Junior members (see rule 7) Associate members (see rule 10) Life Members (see rule 8)
Non-voting Members	Honorary Members (see rule 9)

- 5.2 The number of members overall, and the number within each class, are unlimited.

6. ORDINARY MEMBERS

- 6.1 Ordinary Members shall be those members who are registered as players by payment of the membership fee as determined from time to time by the association and have reached the age of 18 years in the year of their registration.
- 6.2 Ordinary Members shall have full voting rights.
- 6.3 It is compulsory for all basketball players who participate in competitions organised by the association and are 18 years of age to apply to become an Ordinary Member.

7. JUNIOR MEMBERS

- 7.1 Junior Members shall be those members who are registered as players by payment of the membership fee as determined from time to time by the association and have not reached the age of 18 years in the year of their registration.
- 7.2 Junior Members shall have full voting rights that can only be exercised by either a parent or legal guardian.
- 7.3 It is compulsory for all basketball players who participate in competitions organised by the association and are not 18 years of age to apply to become a Junior Member.

8. LIFE MEMBERS

- 8.1 Life membership may be granted to any member without payment of any fee provided that at least 5 years service shall have been rendered in furthering the objects of the association or objects of a similar nature.
- 8.2 The association may at its annual general meeting in any 1 year create 1 Life Member.
- 8.3 Life Members shall only have the right to vote at special general or annual general meetings

- 8.4 Nomination for Life membership shall be submitted in written form to the secretary of the association at least 21 days prior to the scheduled date of the annual general meeting. Such nomination shall include the written resume of the nominee as per 8.1 above. The secretary shall ensure that the nomination and resume are circulated to all members with the notice of meeting at least 14 days prior to the scheduled date of the meeting and that such nomination is placed on the meeting agenda.

9 HONORARY MEMBERS

- 9.1 Where the association considers it expedient to do so in furtherance of its objects, it may at its discretion, by resolution, confer the title of Honorary Member on any person.
- 9.2 An Honorary Member may attend any meeting of the association with the consent of the meeting's chairperson, but shall not have voting rights.
- 9.3 Honorary membership shall remain in force until the next annual general meeting or until otherwise revoked in accordance with rule 8 of this constitution.
- 9.4 The number of Honorary Members is unlimited.

10. ASSOCIATE MEMBERS

- 10.1 An Associate Member shall be any other person to whom the association deems it desirable to grant membership by resolution, not covered by the previous classes of membership, and shall have full voting rights.
- 10.2 The number of Associate Members is unlimited.

PART 3 - GENERAL MEMBERSHIP

11. MEMBERSHIP

- 11.1 An applicant for membership of the association, must be proposed by one financial member of the association (the 'proposer') and seconded by another financial Member of the association ('the seconder').
- 11.2 An application for membership must be:
- (a) In writing;
 - (b) Signed by the applicant, the applicant's proposer and seconder; and
 - (c) In the form decided by or acceptable to the Management Committee.
- 11.3 A member becomes a financial member on payment of the annual membership fee determined by the association from time to time. A member becomes an unfinancial member when their membership fees are in arrears by at least 1 calendar month.
- 11.4 Registration will expire annually on April 30th.

12. MEMBERSHIP FEES

- 12.1 The membership fees for each class of membership:
- (a) is the amount decided by the association from time to time at a general meeting; and
 - (b) is payable when, and in the way, the Management Committee decides.

12.2 Determinations under Subrule 12.1 may:

- (a) differ for different classes of membership;
- (b) distinguish between different categories of members within a class;
- (c) be made more than once during a financial year;
- (d) provide for membership fees, or types of membership fees, to be payable according to a formula or a number of formulas;
- (e) provide for fixed amounts, or parts or proportions, of membership fees to be payable at different times; and
- (f) by the application of any of these formulas, parts or proportions, mean that a member does not have to pay any membership fees.

13. ADMISSION AND REJECTION OF MEMBERS

- 13.1 The Management Committee must consider an application for membership at the next meeting of the committee held after it receives:
 - (a) the application; and
 - (b) the appropriate membership fee for application.
- 13.2 The Management Committee must decide at the meeting whether to accept or reject the application.
- 13.3 If a majority of the Management Committee members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member to the class of membership applied for.
- 14.4 The secretary of the association must, as soon as practicable after the Management Committee decides to accept or reject an application, give the applicant a written notice of the decision.

PART 4 - TERMINATION OF MEMBERSHIP

14. WHEN MEMBERSHIP ENDS

- 14.1 A member may resign from the association by giving written notice to the secretary.
- 14.2 The resignation takes effect on:
 - (a) the day and at the time the notice is received by the secretary; or
 - (b) if a later day is stated in the notice - the later day.
- 14.3 The Management Committee may terminate a member's membership if the member:
 - (a) is convicted of an indictable offence;
 - (b) does not comply with any of the provisions of these rules;
 - (c) has membership fees in arrears for at least 2 months; or
 - (d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association.
- 14.4 Before the Management Committee terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.
- 14.5 If, after considering all representations made by the member, the Management Committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

15. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- 15.1 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.
- 15.2 A notice of intention to appeal must be given to the secretary within 1 calendar month after the person receives written notice of the decision.
- 15.3 If the secretary receives a notice of intention to appeal, the secretary must, within 3 calendar months after the day of receipt, call a general meeting to decide the appeal.
- 15.4 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.
- 15.5 Also, the Management Committee and the committee members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership should be terminated.
- 15.6 An appeal must be decided by a vote of the members present at the meeting.

PART 5 - OTHER MEMBERSHIP MATTERS

16. REGISTER OF MEMBERS

- 16.1 The Management Committee must keep a register of members.
- 16.2 The register of members must include the following particulars for each member:
- (a) the full name and residential address of the member;
 - (b) the date of admission as a member;
 - (c) the date of death or resignation of the member;
 - (d) details about the termination or reinstatement of membership;
 - (e) any other particulars the Management Committee or the members at a general meeting decide.
- 16.3 Any member of the association may inspect (but not copy) the register of members if they:
- (a) apply to the secretary to do so 7 days before the inspection; and
 - (b) pay any fees prescribed for inspecting the register.

17. SECRETARY

- 17.1 If the association has not elected an interim officer as secretary for the association before its incorporation, the members of the Management Committee must ensure a secretary is appointed or elected for the association within 1 calendar month after incorporation.
- 17.2 If a vacancy happens in the office of secretary, the members of the Management Committee must ensure a secretary is appointed or elected within 1 month after the vacancy happens.
- 17.3 The secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border who is:
- (a) a member of the association elected by the association as secretary; or
 - (b) any of the following persons appointed by the Management Committee:
 - (i) a member of the association's Management Committee;
 - (ii) a member of the association;
 - (iii) another person.
- 17.4 The Management Committee may appoint and remove the association's secretary at any time. However, to remove any doubt:
- (a) if the Management Committee appoints a person as secretary for the purposes of the Act, that person does not become a member of the Management Committee and the member of the Management Committee designated as the Secretary remains in office as a member of the Management Committee but does not have the obligations of a secretary under the Act; and,
 - (b) if the Management Committee removes the member of the Management Committee designated as the Secretary from office as the secretary under the Act, that person remains in office as a member of the Management Committee but does not have the obligations of a secretary under the Act.

PART 6 - MANAGEMENT COMMITTEE

18. MEMBERSHIP OF MANAGEMENT COMMITTEE

- 18.1 The Management Committee of the association shall consist of the President, Vice President, Treasurer, Chairperson Senior Competitions Sub-Committee, Chairperson Junior Competitions Sub-Committee, Chairperson Senior Mountaineers Sub-Committee, Chairperson Junior Mountaineers Sub Committee.
- 18.2 A member of the Management Committee, other than the secretary, must be a member of the association.
- 18.3 At each annual general meeting of the association, the members of the Management Committee must retire from office, but are eligible, on nomination, for re-election.

19. ELECTING THE MANAGEMENT COMMITTEE

- 19.1 A member of the Management Committee may only be elected as follows:
- (a) any 2 financial members of the association may nominate another financial member (the "candidate") to serve as a member of the Management Committee;
 - (b) the nomination must be:
 - (i) in writing; and
 - (ii) signed by the candidate and the members who nominated him or her; and
 - (iii) given to the secretary at least 14 days before the annual general meeting at which the election is to be held;
 - (c) each member present at the annual general meeting may vote for any number of candidates not more than the number of vacancies;
 - (d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- 19.2 A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be posted on the associations Webb site/Facebook page and the notice board where the association competitions are played at least 14 days immediately preceding the annual general meeting.
- 19.3 If required by the Management Committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- 19.4 Honorary members of the association are not eligible to serve on the Management Committee.

20. RESIGNATION OR REMOVAL FROM OFFICE OF MANAGEMENT COMMITTEE MEMBER

- 20.1 An Management Committee member may resign from the committee by giving written notice of resignation to the secretary.
- 20.2 The resignation takes effect on:
- (a) the day and at the time the notice is received by the secretary; or
 - (b) if a later day is stated in the notice - the later day.
- 20.3 A member may be removed from office at a general meeting of the association if a majority of the members present at the meeting vote in favour of removing the member.
- 20.4 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 he or she should not be removed from office.
- 20.5 A member has no right of appeal against the member's removal from office under this rule.

21. VACANCIES ON MANAGEMENT COMMITTEE

- 21.1 If a casual vacancy happens on the Management Committee, the continuing members of the Management Committee may appoint another member of the association to fill the vacancy until the next annual general meeting.
- 21.2 The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.
- 21.3 However, if the number of committee members is less than the number fixed under these rules as a quorum of the Management Committee, the continuing members may act only to:
- (a) increase the number of Management Committee members to the number required for a quorum; or
 - (b) call a general meeting of the association.

22. FUNCTIONS OF THE MANAGEMENT COMMITTEE

- 22.1 Subject to these rules or a resolution of the association members carried at a general meeting, the Management Committee:
- (a) has the general control and management of the administration of the affairs, property and funds of the association; and
 - (b) has authority to interpret the meaning of these rules and any matter relating to the association on which the rules are silent.

- 22.2 The Management Committee may exercise the powers of the association:
- (a) to borrow, raise or secure the payment of amounts in a way the association members decide;
 - (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the association's property, both present and future;
 - (c) to purchase, redeem or pay off any securities issued;
 - (d) to borrow amounts from members and pay interest on the amounts borrowed;
 - (e) to mortgage or charge the whole or part of its property;
 - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association;
 - (g) to provide and pay off any securities issued; and
 - (h) to invest in a way the members of the association may from time to time decide.
- 22.3 For subrule 22.2(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts for money lent (regardless of the term of the loan) by:
- (a) the financial institution for the association; or
 - (b) if there is more than 1 financial institution for the association - the financial institution nominated by the association.

23. MEETING OF MANAGEMENT COMMITTEE

- 23.1 Subject to subrules 23.2 to 23.6, the Management Committee may meet and conduct its proceedings as it considers appropriate.
- 23.2 The Management Committee must meet at least once every 4 months to exercise its functions.
- 23.3 The Management Committee must decide how a meeting is to be called.
- 23.4 Notice of Management Committee meetings will be prominently displayed on the Webb Site/Facebook Page of the association and the venue where the association competitions are played 14 days in advance of the next meeting. The notice shall advise the time, date and venue of such meetings.
- 23.5 If the secretary receives a written request signed by at least 33% of the Management Committee members, the secretary must call a special meeting of the committee.
- 23.6 A request for a special meeting must state:
- (a) why the special meeting is being called; and
 - (b) the business to be conducted at the meeting.
- 23.7 At a Management Committee meeting, more than 50% of the members elected or appointed to the committee as at the close of the last general meeting of the members form a quorum.
- 23.8 A question arising at a committee meeting is to be decided by a majority vote of committee members present at the meeting and, if the votes are equal, the question is decided in the negative.
- 23.9 A Management Committee member must not vote on a question about a contract or proposed contract with the association if the member has an interest in the contract or proposed contract, and if the member does vote the member's vote must not be counted.
- 23.10 The secretary must give each Management Committee member at least 14 days notice of a special meeting of the committee.
- 23.11 A notice of a special meeting must state:
- (a) the day, time and place of the meeting; and
 - (b) the business to be conducted at the meeting.
- 23.12 The president or, if there is no president or if the president is not present within 10 minutes after the time fixed for a Management Committee meeting, the Vice president is to preside at the meeting.

- 23.13 If the president and the Vice president are absent from a Management Committee meeting, the members may choose 1 of their number to preside as chairperson at the meeting.
- 23.14 If a quorum is not present within 30 minutes after the time fixed for a Management Committee meeting called on the request of committee members, the meeting lapses.
- 23.15 If a quorum is not present within 30 minutes after the time fixed for a Management Committee meeting called other than on the request of committee members, the meeting is to be adjourned to:
- (a) the same day, time and place in the next week; or
 - (b) a day, time and place decided by the committee.
- 23.16 If, at the adjourned meeting mentioned in subrule 24.15, a quorum is not present within 30 minutes after the time fixed for the meeting, the meeting lapses.
- 23.17 A draft copy of the minutes of the previous Management Committee must be posted on a nominated notice board of the association. The draft is to be posted within seven (7) days of the date when the meeting was held.
- 23.18 The Management Committee has the final decision in any dispute regarding voting rights.
24. DELEGATION OF MANAGEMENT COMMITTEE POWERS
- 24.1 The Management Committee may delegate the whole or part of its powers to a subcommittee consisting of association members considered appropriate by the Management Committee.
- 24.2 A sub-committee may only exercise the delegated powers and responsibilities which shall be clearly articulated in writing by the management committee to the chairperson at the time of their election at the annual general meeting.
- 24.3 The Management Committee may recommend to a special general meeting that a subcommittee be adjourned or disbanded.
- 24.4 If the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.
- 24.5 A subcommittee may meet and adjourn as it considers appropriate.
- 24.6 A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.
25. PERMANENT SUBCOMMITTEES
- 25.1 There shall be 4 permanent sub-committees called the senior competitions sub-committee, the junior competitions sub-committee, the senior mountaineer's sub-committee, the junior mountaineer's sub-committee. These sub-committees shall be chaired by the relevant chairpersons who sit on the management committee.
- 25.2 All sub-committee chairpersons shall be empowered to co-opt any other member with a particular skill or interest that would enhance the relevant sub-committees ability to more effectively carry out their delegated powers and responsibilities. Each affiliated club shall be entitled to one position on each sub-committee. All sub-committee persons shall be members of the Association as per part 6, 24.1
26. ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS
- 26.1 An act performed in good faith by the Management Committee, a subcommittee or a person acting as a member of the Management Committee is taken to have been validly performed.
- 26.2 Subrule 26.1 applies even if the act was performed when:
- (a) there was a defect in the appointment of a member of the Management Committee, subcommittee or person acting as a member of the Management Committee; or

- (b) a Management Committee member, subcommittee member or person acting as a member of the Management Committee was disqualified from being a member.

27. RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING

- 27.1 A written resolution signed by each member of the Management Committee for the time being entitled to receive notice of a committee meeting is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.
- 27.2 A resolution mentioned in subrule 27.1 may consist of several documents in like form, each signed by 1 or more members of the Management Committee.

PART 7 - GENERAL MEETINGS

28. ANNUAL GENERAL MEETINGS:

- 28.1 An annual general meeting must be held:
 - (a) at least once a year; and
 - (b) within 3 months after the end of the association's previous financial year.

29. BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING

- 29.1 The following business must be conducted at each annual general meeting:
 - (a) Receiving the management committees report on the activities of the association during the past year.
 - (b) receiving the statement of income and expenditure, assets, liabilities and mortgages, charges and securities affecting the property of the association for the last financial year;
 - (c) receiving the auditor's report on the financial affairs of the association for the last financial year;
 - (d) presenting the audited statement to the meeting for adoption;
 - (e) election of patron.
 - (f) electing members of the Management Committee; and
 - (g) appointing an auditor.
 - (h) Appointing the association board member to the Toowoomba Sports club as Required.

30. SPECIAL GENERAL MEETING

- 30.1 The secretary may only call a special general meeting by giving each member notice of the meeting within 14 days after:
 - (a) being directed to call the meeting by the Management Committee; or
 - (b) being given a written request signed by:
 - (i) at least 33% of the members of the association presently on the Management Committee; or
 - (ii) at least the number of ordinary members of the association equal to double the number of members of the association presently on the Management Committee plus 1; or
 - (c) being given a written notice of an intention to appeal against the decision of the Management Committee:
 - (i) to reject an application for membership; or
 - (ii) to terminate a person's membership.
- 30.2 A request mentioned in subrule 30.1(b) must state:
 - (a) why the special general meeting is being called; and
 - (b) the business to be conducted at the meeting.

31. NOTICE OF GENERAL MEETING

- 31.1 The secretary may call a general meeting of the association.

- 31.2 The secretary must give at least 14 days notice of the meeting to each association member.
- 31.3 The Management Committee may decide the way in which the notice must be given.
- 31.4 However, notice of the following meetings must be given in writing:
 - (a) a meeting called to hear and decide the appeal of a member against the rejection or termination of the member's membership by the Management Committee: or
 - (b) a meeting called to hear and decide a proposed special resolution of the association.
- 31.5 A notice of a general meeting must state the business to be conducted at the meeting.

32. QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING

- 32.1 Subject to subrule 32.5 at a general meeting the number of members equal to double the number of members of the association presently on the Management Committee plus 1 form a quorum.
- 32.2 No business may be conducted at a general meeting unless a quorum of members is present when the meeting proceeds to business.
- 32.3 If a quorum is not present within 30 minutes after the time fixed for a general meeting called on the request of members of the Management Committee or the association, the meeting lapses.
- 32.4 If a quorum is not present within 30 minutes after the time fixed for a general meeting called other than on the request of members of the Management Committee or the association, the meeting is to be adjourned to:
 - (a) the same day, time and place in the next week; or
 - (b) a day, time and place decided by the Management Committee.
- 32.5 If at an adjourned meeting, a quorum under subrule 32.1 is not present within 30 minutes after the time fixed for the meeting, the members present form a quorum.
- 32.6 The Chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- 32.7 If a meeting is adjourned under subrule 32.6, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- 32.8 The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- 32.9 If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.
- 32.10 In this rule, "member" includes a person attending as a proxy or representing a corporation that is a member.

33. PROCEDURE AT GENERAL MEETING

- 33.1 Subject to these rules, at each general meeting:
 - (a) the president or, if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the Vice president is to preside as chairperson; and
 - (b) if the vice president is absent or unwilling to act as chairperson, the members present must elect 1 of their number to be chairperson of the meeting; and
 - (c) the chairperson must conduct the meeting in a proper and orderly way; and
 - (d) each question, matter or resolution must be decided by a majority of votes of the members present; and
 - (e) each member present and entitled to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote; and

- (f) only a member with full voting rights who is a financial member is entitled to vote at the general meeting;
- (g) voting must be by a show of hands or a division of members, unless at least 20% of the members present demand a secret ballot; and
- (h) if a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides; and
- (i) if a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides; and
- (j) a member may vote in person or by proxy or by attorney and:
 - (i) on a show of hands, each person present who is a member or a representative of a member has 1 vote; and
 - (ii) in a secret ballot, each member present in person or by proxy or by attorney or other properly authorised representative has 1 vote; and
- (k) an instrument appointing a proxy must be in writing and:
 - (i) if the appointor is an individual - signed by the appointor or the appointor's attorney properly authorised in writing; or
 - (ii) if the appointor is a corporation - either under seal or signed by a properly authorised officer or attorney of the corporation; and
- (l) a proxy may be a member of the association or another person; and
- (m) the instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot; and
- (n) if someone wants to appoint a proxy, the instrument must be in the form set out in Attachment 1; and
- (o) each instrument appointing a proxy must be given to the secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote; and
- (p) the secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Management Committee meeting and general meeting are entered in a minute book; and
- (q) the secretary must ensure the minute book for each general meeting is open for inspection at all reasonable times (which will be decided by the Management Committee from time to time) by any financial member who previously applies to the secretary for the inspection.

33.2 To ensure the accuracy of the minutes recorded under subrule 33 .1(p)):

- (a) the minutes of each Management Committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next Management Committee meeting, verifying their accuracy; and
- (b) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
- (c) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.

33.3 The minutes of each Management Committee meeting and any general meeting must be displayed on the nominated notice board of the association as determined by the management committee for a duration of 1 calendar month.

PART 8 - OTHER MATTERS

34. BY-LAWS

- 34.1 The Management Committee may make, amend or repeal by-laws, not inconsistent with these rules for the internal management of the association.
- 34.2 A by-law may be set aside by a simple majority vote of members at a general meeting of the association provided due notice has been circulated of the intention to set aside or alter such by-law.

35. ALTERATION OF RULES

- 35.1 Subject to the Associations Incorporation Act 1981, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- 35.2 However an amendment, repeal or addition is valid only if it is registered by the chief executive.

36. COMMON SEAL

- 36.1 The Management Committee must ensure the association has a common seal.
- 36.2 The common seal must be:
- (a) kept securely by the Management Committee; and
 - (b) used only under the authority of the Management Committee.
- 36.3 Each instrument to which the seal is attached must be signed by a member of the Management Committee and countersigned by:
- (a) the secretary; or
 - (b) another member of the Management Committee; or
 - (c) someone appointed by the Management Committee.

37. FUNDS AND ACCOUNTS

- 37.1 The funds of the association must be kept in an account in the name of the association in a financial institution decided by the Management Committee.
- 37.2 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- 37.3 All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 37.4 If an amount of \$100 or more is paid by cheque, the cheque must be signed by any 2 of the following:
- (a) the President;
 - (b) the secretary;
 - (c) the treasurer; or
 - (d) another member authorised by the Management Committee for the purpose.
- 37.5 Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'.
- 37.6 A petty cash account must be kept on the imprest system, and the Management Committee must decide the amount of petty cash to be kept in the account.
- 37.7 All expenditure must be approved or ratified at a Management Committee meeting.
- 37.8 The treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared:
- (a) the income and expenditure for the financial year just ended;
 - (b) the association's assets and liabilities at the close of the year;
 - (c) the mortgages, charges and securities affecting the property of the association at the close of the year.
- 37.9 The auditor must examine the statement prepared under subrule 37.8 and present a report about it to the secretary before the next annual general meeting following the financial year for which the audit was made.
- 37.10 The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.
- 37.11 Current financial reports as tabled at the last Management Committee meeting are to be available to all financial members of the association at all reasonable times if they:
- (a) make a verbal request to the secretary 7 days before the inspection of the reports; and
 - (b) pay any fees prescribed for inspecting the reports.
- 37.12 In addition, the treasurer of the association is to be given access to the current financial reports within 48 hours of a request for inspection being made to the secretary.

38. DOCUMENTS

- 38.1 The Management Committee must ensure the safe custody of books, documents, instruments of title and securities of the association.

39. FINANCIAL YEAR

39.1 The financial year of the association closes 31 October each year.

40. DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY

40.1 This rule applies if the association:

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

40.2 The surplus assets must not be distributed among the association members.

40.3 The surplus assets must be given to another entity:

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

40.4 In this rule "surplus assets" has the meaning given by rule 92(3) of the Act.

ATTACHMENT 1

Toowoomba Basketball Association Inc

I, of , being a member of the association, appoint

..... 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...

[Signature]

This form is to be used * in favour of / against the resolution.

* Strike out whichever word is not wanted. (Unless otherwise instructed the proxy may vote as the proxy considers appropriate).