

RULES OF GOLD COAST HOCKEY ASSOCIATION  
INC.

May 2015

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## 1. Introductory provisions

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### 1.1. Interpretation

1.1.1. In these rules:

- a. **act** means the *Associations Incorporation Act 1981*;
- b. **affiliated club** means a hockey club affiliated with the association and comprising at least one hockey team;
- c. **association** means Gold Coast Hockey Association Inc.;
- d. **board** means management committee, as defined in the Act;
- e. **by-laws** means the by-laws of the association;
- f. **casual vacancy**, on the Board, means a vacancy that happens when an elected member of the Board resigns, dies or otherwise stops holding office;
- g. **chief executive** means the Chief Executive of the Queensland Government Office of Fair Trading;
- h. **club delegate** means a member nominated by an affiliated club to vote at general meetings on behalf of that affiliated club;
- i. **director of finance** means treasurer, as defined in the Act;
- j. **fee** means a payment of money due to the association by its members;
- k. **levy** means a payment of money other than fees, which members may be called upon to pay to the association;
- l. **special resolution** means a resolution that is passed at a general meeting (including an annual general meeting) by the votes of at least 75% of the members who are present and entitled to vote;
- m. **team** means a hockey team comprising at least 12 playing members.

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

### 1.2. Name

1.2.1. The name of the incorporated association is GOLD COAST HOCKEY ASSOCIATION INC.

## **2. Objects and powers**

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### **2.1. Objects**

- 2.1.1. The objects of the association are:
- a. to encourage, promote, control and manage the game of hockey amongst affiliated clubs;
  - b. to select, control, manage and develop representative hockey teams;
  - c. to affiliate with Hockey Queensland and such other bodies as the association deems fit;
  - d. to abide by the rules regulating the conduct of the game of hockey, as determined by the International Hockey Federation;
  - e. to encourage and develop high standards of administration, playing, coaching and umpiring at all levels of the association;
  - f. to establish and maintain playing facilities and amenities for the benefit, social comfort and advancement of the sport, the association, its members and visitors;
  - g. to do such things as are incidental or conducive to the attainment of any or all of these objects.

### **2.2. Powers**

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

### **3. Membership**

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#### **3.1. Classes of members**

3.1.1. The membership of the association consists of the following classes:

- a. Ordinary:
  - i ordinary members must be at least 18 years of age and support the objects and bylaws of the association and the Hockey Australia Member Protection Policy;
  - ii financial members of affiliated clubs are ordinary members;
  - iii ordinary membership is open to players, parents of junior members, non-playing volunteers and other persons as approved by the Board;
  - iv ordinary members are eligible for nomination by their affiliated club to be a club delegate to the association;
  - v ordinary members are not entitled to vote at general meetings of the association unless they are a club delegate to the association and therefore entitled to vote on behalf of his or her affiliated club;
  - vi ordinary members are eligible for election to the Board;
  - vii fees payable by an ordinary member can be waived or discounted by the Board.
- b. Junior:
  - i junior members must be below the age of 18 years and support the objects and bylaws of the association and the Hockey Australia Member Protection Policy;
  - ii financial junior members of affiliated clubs are junior members. Other persons under the age of 18 years may be approved by the Board for junior membership;
  - iii junior members are not eligible for nomination by their affiliated club to be a club delegate to the association;
  - iv junior members are not entitled to vote at general meetings of the association;
  - v junior members are not eligible for election to the Board;
  - vi fees payable by a junior member can be waived or discounted by the Board.
- c. Affiliated club:
  - i any hockey club which supports the objects and bylaws of the association and the Hockey Australia Member Protection Policy and comprises at least one hockey team, is eligible to be an affiliated club;
  - ii each affiliated club with less than 45 financial playing members is entitled to nominate one club delegate to act as the

- representative of the affiliated club, who is entitled to vote at general meetings of the association;
  - iii each affiliated club with 45 or more financial playing members is entitled to nominate two club delegates to act as the representatives of the affiliated club, who are both entitled to vote at general meetings of the association;
  - iv nomination of club delegates must be in writing and signed by the president or secretary of the affiliated club;
  - v a club delegate may not simultaneously serve as a member of the Board.
- d. Life:
- i life membership is open to persons who have rendered extraordinary and meritorious service to the association for an extended period;
  - ii any ordinary member, life member or affiliated club may recommend to the Board a nominee for election as a life member;
  - iii recommendations for life membership must be in writing, signed by the member(s) making the recommendation and received by the secretary of the association no less than 14 days prior to the annual general meeting;
  - iv on the Board's approval of the recommendation, the Board will propose the nominee for election as a life member at the annual general meeting;
  - v life members must be elected by the passing of a special resolution at an annual general meeting by the votes of at least 75% of the members who are present and entitled to vote;
  - vi life members are entitled to the same privileges as ordinary members;
  - vii life members are not required to pay an annual fee.
- e. Honorary:
- i honorary members must support the objects and bylaws of the association and the Hockey Australia Member Protection Policy and must be deemed by the Board to be of value to the association in pursuance of its objects;
  - ii honorary members do not apply for membership. The Board bestows membership upon honorary members;
  - iii honorary members are not entitled to vote at general meetings of the association;
  - iv honorary members are not eligible for election to the Board;
  - v honorary members are not required to pay an annual subscription.

- 3.1.2. The number of members in each class of membership is unlimited.

### **3.2. New membership**

- 3.2.1. An applicant for membership of the association must be proposed by one member of the association (the proposer) and seconded by another member (the seconder).
- 3.2.2. Any ordinary member, life member or affiliated club may propose or second an application for membership.
- 3.2.3. An application for membership must be:
  - a. in writing; and
  - b. in the form decided by the Board.

### **3.3. Membership fees**

- 3.3.1. The membership fee for each class of membership, other than life membership, is:
  - a. the amount decided by the Board; and
  - b. payable when, and in the way, the Board decides.

### **3.4. Admission and rejection of new members**

- 3.4.1. The Board must consider an application for membership at the next Board meeting held after it receives:
  - a. the application for membership; and
  - b. the appropriate membership fee for the application.
- 3.4.2. The Board must ensure that, as soon as possible after the applicant applies to become a member of the association, and before the Board considers the application, the applicant is advised:
  - a. whether or not the association has public liability insurance; and
  - b. if the association has public liability insurance, the amount of the insurance.
- 3.4.3. The Board must decide at the meeting whether to accept or reject the application.
- 3.4.4. If a majority of the members of the Board present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.
- 3.4.5. The secretary of the association must, as soon as possible after the Board decides to accept or reject an application, give the applicant a written notice of the decision.



### **3.5. When membership ends**

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

### **3.6. Appeal against rejection or termination of membership**

- 3.6.1. An applicant whose application for membership has been rejected, or a member whose membership has been terminated, may give the secretary written notice of their intention to appeal against the decision.
- 3.6.2. A notice of intention to appeal must be given to the secretary within seven days after the applicant or member receives written notice of the decision.
- 3.6.3. If the secretary receives a notice of intention to appeal, the secretary must, within 14 days after receiving the notice, call a general meeting to decide the appeal.

### **3.7. General meeting to decide appeal**

- 3.7.1. The general meeting to decide an appeal must be held within 28 days after the secretary receives the notice of intention to appeal.
- 3.7.2. At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- 3.7.3. The Board and the members of the Board who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.

- 3.7.4. An appeal must be decided by a majority vote of the members present and entitled to vote at the meeting.
- 3.7.5. If an applicant whose application for membership has been rejected does not appeal against the decision within seven days after receiving written notice of the decision, or the applicant appeals but the appeal is unsuccessful, the secretary must, as soon as possible, refund the membership fee paid by the applicant.

### **3.8. Register of members**

- 3.8.1. The Board must keep a register of members of the association.
- 3.8.2. The register must include the following particulars for each member:
  - a. the full name of the member;
  - b. the postal or residential address of the member;
  - c. the date of admission as a member;
  - d. the date of death or time of resignation of the member;
  - e. details about the termination or reinstatement of membership;
  - f. any other particulars the Board or the members at a general meeting decide.
- 3.8.3. For each affiliated club, the register of members includes:
  - a. All necessary particulars for every club member;
  - b. The names and contact details of all management committee members.
- 3.8.4. The register must be open for inspection by members of the association at all reasonable times.
- 3.8.5. A member must contact the secretary to arrange an inspection of the register.
- 3.8.6. However, the Board may, on the application of a member of the association, withhold information about the member (other than the member's full name) from the register available for inspection if the Board has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

### **3.9. Prohibition on use of information on register of members**

- 3.9.1. A member of the association must not:
  - a. use information obtained from the register of members of the association to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes; or
  - b. disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send

material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes.

- 3.9.2. Rule 3.9.1 does not apply if the use or disclosure of the information is approved by the association.

## **4. Secretary**

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### **4.1. Appointment or election of secretary**

- 4.1.1. 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 Board as secretary:
    - i a member of the association's Board;
    - ii another member of the association;
    - iii another person.
- 4.1.2. If a vacancy happens in the office of secretary, the members of the Board must ensure a secretary is appointed or elected for the association within one month after the vacancy happens.
- 4.1.3. If the Board appoints a person mentioned in rule 4.1.1(b)(ii) as secretary, other than to fill a casual vacancy on the Board, the person does not become a member of the Board.
- 4.1.4. However, if the Board appoints a person mentioned in rule 4.1.1(b)(ii) as secretary to fill a casual vacancy on the Board, the person becomes a member of the Board.
- 4.1.5. If the Board appoints a person mentioned in rule 4.1.1(b)(iii) as secretary, the person does not become a member of the Board.

### **4.2. Removal of secretary**

- 4.2.1. The Board of the association may at any time remove a person appointed by the Board as the secretary.
- 4.2.2. If the Board removes a secretary who is a person mentioned in rule 4.1.1(b)(i), the person remains a member of the Board.
- 4.2.3. If the Board removes a secretary who is a person mentioned in rule 4.1.1(b)(ii) and who has been appointed to a casual vacancy on the Board under rule 4.1.4, the person remains a member of the Board.

### **4.3. Functions of secretary**

- 4.3.1. The secretary's functions include, but are not limited to:
- a. calling meetings of the association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the association; and
  - b. keeping minutes of each meeting; and
  - c. keeping copies of all correspondence and other documents relating to the association; and
  - d. maintaining the register of members of the association.

## **5. Government**

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### **5.1. Membership of Board**

- 5.1.1. The Board of the association consists of a president, director of finance and any other members the association members elect at a general meeting, provided that the number of directors is not less than three.
- 5.1.2. A member of the Board, other than a secretary appointed by the Board under rule 4.1.1(b)(iii), must be a member of the association.
- 5.1.3. All Board positions comprise two-year staggered terms. The president and director of finance retire at alternating annual general meetings, with as near as possible to half of the remaining Board members also retiring at each alternating annual general meeting.
- 5.1.4. A member of the association may be appointed to a casual vacancy on the Board under rule 5.4.

### **5.2. Electing the Board**

- 5.2.1. A member of the Board may only be elected as follows:
- a. the secretary calls for nominations for Board positions at least 28 days before the annual general meeting;
  - b. any one affiliated club may nominate up to two eligible members of that club (the candidates) to serve as members of the Board;
  - c. any one affiliated club may also nominate one life member of the association (the candidate), who is not a member of any affiliated club, to serve as a member of the Board;
  - d. nominations must be:
    - i in writing; and
    - ii signed by the candidate and two management committee members of the affiliated club who nominated him or her; and
    - iii accompanied by evidence of a resolution of the affiliated club's management committee to nominate the candidate; and

- iv given to the secretary at least 14 days before the annual general meeting at which the election is to be held.
  - e. each member present and entitled to vote at the annual general meeting may vote for one candidate for each vacant position on the Board. Any equality in voting is resolved as follows:
    - i if there are two candidates and both candidates receive an equal number of votes, voting is determined by lot;
    - ii if there are three or more candidates and two or more candidates receive an equal highest number of votes, a second vote is conducted between only those candidates who received the equal highest number of votes. In the event that following the second vote, two or more candidates receive an equal highest number of votes, voting is determined by lot;
  - f. no affiliated club may be represented by more than two representatives on the Board at any one time, except as provided by rule 5.2.1(g);
  - g. if, at the start of the annual general meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting. This includes candidates from affiliated clubs which have other candidate(s) nominated to serve on the Board.
- 5.2.2. A person may be a candidate only if the person:
- a. is an adult; and
  - b. is not ineligible to be elected as a board member under section 61A of the Act.
- 5.2.3. A list of the candidates' names in alphabetical order, with the names and signatories of the affiliated clubs who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the association for at least seven days immediately preceding the annual general meeting.
- 5.2.4. If required by the Board, balloting lists must be prepared containing the names of the candidates in order determined by lot.
- 5.2.5. The Board must ensure that, before a candidate is elected as a member of the Board, the candidate is advised:
- a. whether or not the association has public liability insurance; and
  - b. if the association has public liability insurance, the amount of the insurance.

### **5.3. Resignation, removal or vacation of office of Board member**

- 5.3.1. A member of the Board may resign from the Board by giving written notice of resignation to the secretary.
- 5.3.2. The resignation takes effect at:
  - a. the time the notice is received by the secretary; or

- b. if a later time is stated in the notice, the later time.
- 5.3.3. A member may be removed from office at a general meeting of the association if a majority of the members present and entitled to vote at the meeting vote in favour of removing the member.
- 5.3.4. Before a vote 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.
- 5.3.5. The Board has the power to remove from office any Board member who fails to attend three consecutive Board meetings without leave of absence first having been granted by the Board.
- 5.3.6. A member has no right of appeal against the member's removal from office under rule 5.3.5.
- 5.3.7. A member immediately vacates the office of Board member in the circumstances mentioned in section 64(2) of the Act.

#### **5.4. Vacancies on Board**

- 5.4.1. If a casual vacancy happens on the Board, the continuing members of the Board may appoint another member of the association to fill the vacancy until the expiry of the respective Board position term.
- 5.4.2. The continuing members of the Board may act despite a casual vacancy on the Board.
- 5.4.3. However, if the number of Board members is less than the number fixed under rule 5.7.1 as a quorum of the Board, the continuing members may act only to:
  - a. increase the number of Board members to the number required for a quorum; or
  - b. call a general meeting of the association.

#### **5.5. Functions of Board**

- 5.5.1. Subject to these rules or a resolution of the members of the association carried at a general meeting, the Board has the general control and management of the administration of the affairs, property and funds of the association.
- 5.5.2. The Board has authority to interpret the meaning of these rules and any matter relating to the association on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.  
**Note:** *The Act prevails if the association's rules are inconsistent with the Act; see section 1B of the Act.*
- 5.5.3. The Board may exercise the powers of the association:
  - a. to borrow, raise or secure the payment of amounts in a way the members of the association decide; and

- b. to secure the amounts mentioned in rule 5.5.3(a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the association's property, both present and future; and
  - c. to purchase, redeem or pay off any securities issued; and
  - d. to borrow amounts from members and pay interest on the amounts borrowed; and
  - e. to mortgage or charge the whole or part of its property; and
  - f. to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association; and
  - g. to provide and pay off any securities issued; and
  - h. to invest in a way the members of the association may decide.
- 5.5.4. For rule 5.5.3(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by:
- a. the financial institution for the association; or
  - b. if there is more than one financial institution for the association, the financial institution nominated by the Board.

## **5.6. Meetings of Board**

- 5.6.1. Subject to this rule, the Board may meet and conduct its proceedings, as it considers appropriate.
- 5.6.2. The Board must meet at least once every 4 months to exercise its functions.
- 5.6.3. The Board must decide how a meeting is to be called.
- 5.6.4. Notice of a meeting is to be given in the way decided by the Board.
- 5.6.5. The Board may hold meetings, or permit a Board member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- 5.6.6. A Board member who participates in the meeting as mentioned in rule 5.6.5 is taken to be present at the meeting.
- 5.6.7. A question arising at a Board meeting is to be decided by a majority vote of members of the Board present at the meeting and, if the votes are equal, the question is resolved so as to maintain the status quo.
- 5.6.8. A member of the Board 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 have an interest in the contract or proposed contract, the interest must be declared and the member must not participate in discussion or debate

about the contract or proposed contract, and if the member does vote, the member's vote must not be counted.

- 5.6.9. The president is to preside as chairperson at a Board meeting.
- 5.6.10. If there is no president or if the president is not present within 30 minutes after the time fixed for a Board meeting, the members may choose one of their number to preside as chairperson at the meeting.

### **5.7. Quorum for, and adjournment of, Board meeting**

- 5.7.1. At a Board meeting, more than 50% of the members elected to the Board as at the close of the last general meeting form a quorum.
- 5.7.2. If there is no quorum within 30 minutes after the time fixed for a Board meeting called on the request of members of the Board, the meeting lapses.
- 5.7.3. If there is no quorum within 30 minutes after the time fixed for a Board meeting called other than on the request of the members of the Board:
  - a. the meeting is to be adjourned for at least one day; and
  - b. the members of the Board who are present are to decide the day, time and place of the adjourned meeting.
- 5.7.4. If, at an adjourned meeting mentioned in rule 5.7.3, there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

### **5.8. Special meeting of Board**

- 5.8.1. If the secretary receives a written request signed by at least 33% of the members of the Board, the secretary must call a special meeting of the Board by giving each member of the Board notice of the meeting within 14 days after the secretary receives the request.
- 5.8.2. If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- 5.8.3. A request for a special meeting must state:
  - a. why the special meeting is called; and
  - b. the business to be conducted at the meeting.
- 5.8.4. A notice of a special meeting must state:
  - a. the day, time and place of the meeting; and
  - b. the business to be conducted at the meeting.
- 5.8.5. Only the business listed on the notice of a special meeting of the Board may be conducted at a special meeting of the Board.
- 5.8.6. A special meeting of the Board must be held within 14 days after notice of the meeting is given to the members of the Board.



## **5.9. Minutes of Board meetings**

- 5.9.1. The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Board meeting are entered in a minute book.
- 5.9.2. To confirm the accuracy of the minutes, the minutes of each Board meeting must be signed by the chairperson of the meeting, or the chairperson of the next Board meeting, verifying their accuracy.

## **5.10. Appointment of subcommittees**

- 5.10.1. The Board may appoint one or more subcommittees consisting of members of the association considered appropriate by the Board to help with the conduct of the association's operations.
- 5.10.2. A subcommittee may meet and adjourn as it considers appropriate, or as requested by the Board.

## **5.11. Acts not affected by defects or disqualifications**

- 5.11.1. An act performed by the Board, a subcommittee or a person acting as a member of the Board is taken to have been validly performed.
- 5.11.2. Rule 5.11.1 applies even if the act was performed when:
  - a. there was a defect in the appointment of a member of the Board, subcommittee or person acting as a member of the Board; or
  - b. a Board member, subcommittee member or person acting as a member of the Board was disqualified from being a member.

## **5.12. Resolutions of Board without meeting**

- 5.12.1. A written resolution signed by each member of the Board is as valid and effectual as if it had been passed at a Board meeting that was properly called and held.
- 5.12.2. A resolution mentioned in rule 5.12.1 may consist of several documents in like form, each signed by one or more members of the Board.

## **5.13. Patron**

- 5.13.1. The eligible members of the association may, upon recommendation of the Board, appoint one or more Patrons.
- 5.13.2. Patron(s) must be appointed by the passing of a special resolution at an annual general meeting.
- 5.13.3. At each annual general meeting of the association, Patron(s) must retire from their position, but are eligible, on recommendation by the Board, for re-appointment.

## **6. Meetings of members**

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### **6.1. Annual general meetings**

- 6.1.1. The association's annual general meeting must be held:
- a. at least once each year; and
  - b. within 6 months after the end date of the association's reportable financial year.

### **6.2. Business to be conducted at annual general meeting**

- 6.2.1. The following business must be conducted at each annual general meeting of the association:
- a. receiving the association's financial statement, and audit report, for the last reportable financial year;
  - b. presenting the financial statement and audit report to the meeting for adoption;
  - c. electing members of the Board;
  - d. appointing an auditor or an accountant for the present financial year.

### **6.3. Notice of general meeting**

- 6.3.1. The secretary may call a general meeting of the association.
- 6.3.2. The secretary must give at least 14 days notice of the meeting to each member of the association.
- 6.3.3. If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
- 6.3.4. The Board may decide the way in which the notice must be given.
- 6.3.5. However, notice of the following meetings must be given in writing:
- a. a meeting called to hear and decide an appeal against the Board's decision:
    - i to reject an applicant's application for membership of the association; or
    - ii to terminate a member's membership of the association.
  - b. a meeting called to hear and decide a proposed special resolution of the association.
- 6.3.6. A notice of a general meeting must state the business to be conducted at the meeting.

#### **6.4. Quorum for, and adjournment of, general meeting**

- 6.4.1. At a general meeting, more than 50% of the number of club delegates as at the close of the last Board meeting form a quorum.
- 6.4.2. No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- 6.4.3. If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the Board or the association, the meeting lapses.
- 6.4.4. If there is no quorum within 30 minutes after the time fixed for a general meeting called other than on the request of members of the Board or the association:
  - a. the meeting is to be adjourned for at least seven days; and
  - b. the Board is to decide the day, time and place of the adjourned meeting.
- 6.4.5. The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- 6.4.6. If a meeting is adjourned under rule 6.4.5, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- 6.4.7. 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.
- 6.4.8. 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.

#### **6.5. Procedure at general meeting**

- 6.5.1. At each general meeting:
  - a. the president is to preside as chairperson; and
  - b. if there is no president or if the president is not present within 30 minutes after the time fixed for the meeting or is unable or unwilling to act, the members present must elect another Board member to be chairperson of the meeting; and
  - c. the chairperson must conduct the meeting in a proper and orderly way.

## **6.6. Voting at general meeting**

- 6.6.1. A question, matter or resolution arising at a general meeting, other than a special resolution, is to be decided by a majority vote of club delegates present and entitled to vote and, if the votes are equal, the chairperson has only a casting vote, but no primary vote.
- 6.6.2. A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.
- 6.6.3. The method of voting is to be decided by the Board.
- 6.6.4. However, if a majority of the members present demand a secret ballot, voting must be by secret ballot.
- 6.6.5. If a secret ballot is held, the chairperson must appoint two members to conduct the secret ballot in the way the chairperson decides.
- 6.6.6. The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

## **6.7. Special general meeting**

- 6.7.1. The secretary must call a special general meeting by giving each member of the association notice of the meeting within 14 days after:
  - a. being directed to call the meeting by the Board; or
  - b. being given a written request signed by:
    - i at least 33% of the number of members of the Board when the request is signed; or
    - ii the president or secretary of at least 33% of affiliated club members when the request is signed; or
  - c. being given a written notice of an intention to appeal against the decision of the Board:
    - i to reject an application for membership; or
    - ii to terminate a member's membership.
- 6.7.2. A request mentioned in rule 6.7.1(b) must state:
  - a. why the special general meeting is being called; and
  - b. the business to be conducted at the meeting.
- 6.7.3. A special general meeting must be held within 28 days after the secretary:
  - a. is directed to call the meeting by the Board; or
  - b. is given the written request mentioned in rule 6.7.1(b); or
  - c. is given the written notice of an intention to appeal mentioned in rule 6.7.1(c).
- 6.7.4. If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

## **6.8. Minutes of general meetings**

- 6.8.1. The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book.
- 6.8.2. To confirm the accuracy of the minutes:
  - a. 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
  - b. the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.
- 6.8.3. If asked by a member of the association, the secretary must, within 28 days after the request is made:
  - a. make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
  - b. give the member copies of the minutes of the meeting.
- 6.8.4. The association may require the member to pay the reasonable costs of providing copies of the minutes.

## **7. Rules and by-laws**

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### **7.1. By-laws**

- 7.1.1. The Board may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association.
- 7.1.2. A by-law may be set aside by a vote of members at a general meeting of the association.

### **7.2. Alteration of rules**

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

### **7.3. Common seal**

- 7.3.1. The Board must ensure the association has a common seal.
- 7.3.2. The common seal must be:
  - a. kept securely by the Board; and
  - b. used only under the authority of the Board.

- 7.3.3. Each instrument to which the seal is attached must be signed by a member of the Board and countersigned by:
- a. the secretary; or
  - b. another member of the Board; or
  - c. someone authorised by the Board.

## **8. Finance and administration**

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### **8.1. Funds and accounts**

- 8.1.1. The funds of the association must be kept in an account in the name of the association in a financial institution decided by the Board.
- 8.1.2. Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- 8.1.3. All amounts must be deposited in the financial institution account as soon as possible after receipt.
- 8.1.4. A payment by the association of \$100 or more must be made by cheque or electronic funds transfer.
- 8.1.5. Any cheque or electronic funds transfer must be signed or approved by any 2 of the following:
- a. the president;
  - b. the secretary;
  - c. the director of finance;
  - d. any 1 of 3 other members of the association who have been authorised by the Board to sign cheques or approve electronic funds transfers by the association.
- 8.1.6. However, 1 of the persons who signs the cheque must be the president, the secretary or the director of finance.
- 8.1.7. Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- 8.1.8. A petty cash account must be kept on the imprest system, and the Board must decide the amount of petty cash to be kept in the account.
- 8.1.9. All expenditure must be approved or ratified at a Board meeting.

### **8.2. General financial matters**

- 8.2.1. On behalf of the Board, the director of finance must, as soon as possible after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- 8.2.2. The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.

### **8.3. Documents**

- 8.3.1. The Board must ensure the safe custody of books, documents, instruments of title and securities of the association.

### **8.4. Financial year**

- 8.4.1. The end date of the association's financial year is 30 September in each year.

### **8.5. Distribution of surplus assets to another entity**

- 8.5.1. This rule applies if the association:
  - a. is wound-up under part 10 of the Act; and
  - b. has surplus assets.
- 8.5.2. The surplus assets must not be distributed among the members of the association.
- 8.5.3. 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.
- 8.5.4. In this rule: **surplus assets** see section 92(3) of the Act.