



## RULES OF THE

### BRISBANE TABLE TENNIS ASSOCIATION INC

#### 1. INTERPRETATION

- a. In these rules—
  - i. *Act* means the *Associations Incorporation Act 1981*.
  - ii. *present*—
    1. at a Council meeting, see rule 23(e); or
    2. at a general meeting, see rule 35(a).
  - iii. *The Council* mentioned throughout these rules means the Management Committee for the time being of the Association.
  - iv. *In writing* means written, email or printed or partly written and partly printed.
  - v. *The Chief Executive* as mentioned in Rule 41 refers to the government representative for the Office of Fair Trading (OFT) responsible for managing approvals and the compliance with the Act.
  - vi. Words importing singular include the plural and words importing the plural include the singular.
- b. 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.

#### 2. NAME

The name of the incorporated association shall be The Brisbane Table Tennis Association Inc (in these Rules called "the Association")

#### 3. OBJECTS

The objects of the association are—

- a. To seek affiliation with the Body controlling Table Tennis in Queensland and Australia.
- b. To arrange for the representation of the "Association" on any body of a similar nature formed for the purpose of
  - i. promoting and controlling the game of Table Tennis, and
  - ii. promoting sport generally.

- c. To foster, promote, and control the game of Table Tennis in the City of Brisbane in such a way as to enable participation of all persons without distinction of age, gender, sexual orientation, race, or religious belief.
- d. To arrange, regulate, and control all fixture matches, tournaments, championships, and other matches of whatever nature, over which other affiliated bodies do not have sole jurisdiction.
- e. To uphold the Constitutions, Bylaws and Policies of Table Tennis Australia and Table Tennis Queensland.
- f. To uphold the *Laws of Table Tennis* as laid down by the International Table Tennis Federation.
- g. To uphold and maintain the By-laws, Policies and Regulations of the Brisbane Table Tennis Association Inc.
- h. To provide, furnish, and maintain, a satisfactory headquarters in Brisbane, necessary or convenient for the purposes of the Association.

#### **4. POWERS**

The powers of the Association are:-

- a. To take over the funds and other assets and the liabilities of the present unincorporated association known as the "Brisbane Table Tennis Association".
- b. To subscribe to, become a member of and cooperate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of rule 47;
- c. In furtherance of the objects of the Association to buy, sell, and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises;
- d. To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association: Provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law with regard to such trusts;
- e. To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it

- desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- f. To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workers and, other persons as may be necessary or convenient for the purposes of the Association;
  - g. To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated association or promotion of the incorporated association or in the furtherance of its objects;
  - h. To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
  - i. To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit;
  - j. To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
  - k. In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee, and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
  - l. To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay-off any such securities;
  - m. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
  - n. In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association:

- o. To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's or any money due to the Association from purchasers and others;
- p. To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the proviso in sub-rule 3 (d);
- q. To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association in the shape of donations, annual subscriptions or otherwise;
- r. To print and publish any newspapers, periodicals, books, leaflets, websites, social media posts, and online newsletters that the Association may think desirable for the promotion of its objects;
- s. In furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of rule 47;
- t. In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of anyone or more of the incorporated associations with which the Association is authorised to amalgamate;
- u. In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of this incorporated associations with which the Association is authorised to amalgamate;
- v. To make donations for patriotic, charitable or community purposes; and
- w. To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

## **5. CLASSES OF MEMBERS**

- a. The membership of the Association shall consist of ordinary members, associate members, social members, and life members:
- b. **Definitions**
  - i. **Ordinary member** is a player who is registered with Table Tennis Queensland (TTQ) as a TTQ Full Members through BTTA Inc as their primary club. Ordinary members aged 18 or more are entitled to vote at any level of the Association.
  - ii. **Associate member** is a player who is registered with Table Tennis Queensland (TTQ) as a TTQ Full Member through another association or club.

- iii. **Social member** is one who may use the facilities of the BTTA Inc but is not entitled to play fixtures.
  - iv. **Junior member** is an Ordinary, Associate or Social member under 18 years of age. Any member under the age of 18 years does not have a vote at any level of the Association.
  - v. **Life Member.** A life member is one who in the opinion of the council has given meritorious service in the interests of the Association over a period of not less than fifteen (15) years.
- c. **Process to Elect Life Members**
- i. Not more than one (1) Life Member shall be appointed in any one year.
  - ii. Nominations for Life Members to be in the hands of the Secretary of the Council sixty (60) days prior to the A.G.M. to allow the Council to rule on the eligibility as per rule 5(b). All names to be submitted to the A.G.M. for decision by members as provided for in Rule 4(a).
  - iii. Where there are two or more nominations for Life Membership a secret ballot shall be held and the nominee receiving the most votes will progress to stage 2.
  - iv. Where there is one nomination for Life Membership or two or more nominations have been reduced to a single candidate in line with rule 5.c.iii, the elected member is to be decided by the Annual General Meeting of the Association by secret ballot and by receiving seventy-five (75) per cent or more of all votes cast in such ballot.
- d. **Life Member Privileges**
- i. Life Members shall be entitled to exercise all the privileges of the Association including the privilege of speaking and voting at any General meeting of the Association but shall not on any occasion have an additional vote as a Life Member if he or she has a vote in any other capacity.
  - ii. Life Members who are in the opinion of the Council active within the Association shall have their membership with Table Tennis Queensland paid by the Association.
- e. The number of members in each class shall be unlimited.

## **6. Automatic membership**

A person who, on the day the association is incorporated, was a member of the unincorporated association and who, on or before a day fixed by the Council, agrees in writing to become a member of the incorporated association, must be admitted by the Council—

- a. to the equivalent class of membership of the association as the member held in the unincorporated association; or
- b. if there is no equivalent class of membership—as an ordinary member.

## **7. New Membership**

Every applicant or nominee for any class of membership of the Association (other than the members of the unincorporated Association referred to in Rule 6 shall complete the application form as prescribed by the Council. This application will be considered by the Council at the next Council meeting after receipt of the application.

## **8. Membership & Participation Fees**

- a. Active Life Members will not be required to pay membership fees.
- b. Membership fees shall be such sum as determined by the Council from time to time.
- c. Participation fees shall be such sum as determined by the Council from time to time.
- d. The membership fees shall be payable at such time and in such manner as the Council shall from time to time determine.

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

- a. At the next meeting of the Council after the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Council, who shall thereupon determine upon the admission or rejection of the applicant.
- b. Any applicant or nominee who receives a majority of the votes of the members of the Council present at the meeting at which such application is being considered shall be accepted as a member to the class of membership for which applied.
- c. Upon rejection of an application for any class of membership the Secretary shall forthwith give the applicant notice in writing of such rejection.

## **10. When membership ends**

- a. A member may resign from the association by giving a written notice of resignation to the secretary.
- b. The resignation takes effect at—
  - i. the time the notice is received by the secretary; or
  - ii. if a later time is stated in the notice—the later time.
- c. If a member has membership fees unpaid on 31 March in any year,
  - i. that member's membership is automatically terminated without notice and without appeal.
  - ii. that member is free to reapply for membership as per Rule 7.
- d. The Council may terminate an ordinary, associate or social member's membership if the member—
  - i. is convicted of an indictable offence; or
  - ii. does not comply with any of the provisions of these rules; or
  - iii. conducts themselves in a way considered to be injurious or prejudicial to the character or interests of the association.

- e. Before the Council terminates a member's membership, the Council must give the member a full and fair opportunity to show why the membership should not be terminated.
- f. If, after considering all representations made by the member, the Council decides to terminate the membership, the secretary must give the member a written notice of the decision.
- g. A General Meeting, on the recommendation of the Council, may terminate a life member's membership if the member—
  - i. is convicted of an indictable offence; or
  - ii. does not comply with any of the provisions of these rules; or
  - iii. conducts himself in a way considered to be injurious or prejudicial to the character or interests of the association.
- h. At the General Meeting, the Life Member must be given a full and fair opportunity to show why the Life Membership should not be terminated.
- i. Also, the Council and the members of the committee who recommended terminating the life membership must be given a full and fair opportunity to show why the life membership should be terminated.
- j. A motion to terminate life membership must be determined by secret ballot and by receiving seventy-five (75) per cent or more of all votes cast in such ballot.
- k. There is no appeal against termination of Life Membership.

**11. Appeal against rejection or termination of ordinary, associate or social membership**

- a. A person whose application for membership has been rejected, or whose ordinary, associate or social membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.
- b. A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.
- c. If the secretary receives a notice of intention to appeal, the secretary must, within 1 month after receiving the notice, call a general meeting to decide the appeal.

**12. General meeting to decide appeal**

- a. The general meeting to decide an appeal must be held within 3 months after the secretary receives the notice of intention to appeal.
- b. 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.
- c. Also, the Council and the members of the committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- d. An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.
- e. If a person whose application for membership has been rejected does not appeal against the decision within 1 month after receiving written notice of the

decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the membership fee paid by the person.

**13. Register of members**

- a. The Council shall cause a Register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Association and the dates of their admission.
- b. Particulars shall also be entered into the Register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Council or the members at any General meeting may require from time to time.
- c. A list of names of members and their membership level shall be open for inspection at all reasonable times by any member who previously applies to the Secretary for such inspection.

**14. Prohibition on use of information on register of members**

- a. A member of the association must not—
  - i. 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
  - ii. 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.
- b. Subrule (a) does not apply if the use or disclosure of the information is approved by the Council.

**15. Appointment or election of secretary**

- a. The secretary must be an individual residing in Queensland who is—
  - i. a member of the association elected by the association as secretary; or
  - ii. any of the following persons appointed by the Council as secretary—
    1. a member of the association's Council;
    2. another member of the association;
    3. another person.
- b. If a vacancy happens in the office of secretary, the members of the Council must ensure a secretary is appointed or elected for the association within 1 month after the vacancy happens.
- c. If the Council appoints a person mentioned in subrule (a)(ii)(2) as secretary, other than to fill a casual vacancy on the Council, the person does not become a member of the Council.
- d. However, if the Council appoints a person mentioned in subrule (a)(ii)(2) as secretary to fill a casual vacancy on the Council, the person becomes a member of the Council.
- e. If the Council appoints a person mentioned in subrule (a)(ii)(3) as secretary, the person does not become a member of the Council.



- f. In this rule— *casual vacancy*, on a Council, means a vacancy that happens when an elected member of the Council resigns, dies or otherwise stops holding office.
- g. If the elected secretary is temporarily unavailable or incapacitated, the Council must appoint one of their number as interim secretary for a maximum period of 3 months.

**16. Removal of secretary**

- a. The Council of the association may at any time remove a person appointed by the Council as the secretary.
- b. If the Council removes a secretary who is a person mentioned in rule 15(a)(ii)(1), the person remains a member of the Council.
- c. If the Council removes a secretary who is a person mentioned in rule 15(a)(ii)(2) and who has been appointed to a casual vacancy on the Council under rule 15(e), the person remains a member of the Council.

**17. Functions of secretary**

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

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

**18. Membership Of Council**

- a. The Council of the Association shall consist of a President, Vice-President, Secretary, Treasurer, and up to six ordinary members.
- b. All members of the Council of the Association shall fulfill the following eligibility criteria:
  - i. all members of Council shall be ordinary, social or life members of the Association.
  - ii. all members of Council shall not hold a committee position with any other member association of Table Tennis Queensland or any state level Table Tennis Association other than Table Tennis Queensland.
  - iii. all members of Council shall fulfil the eligibility requirements of the Associations Incorporation Act 1981 and its amendments.

**19. Electing the Council**

- a. At the 2016 Annual General meeting of the Association, all the members of the Council for the time being shall retire from office, but shall be eligible upon nomination for re-election.

- b. Thereafter, at the Annual General meeting of the Association, half of the Council for the time being shall retire from office, but shall be eligible upon nomination for re-election as follows:
  - i. Group A - in even numbered years the positions filled by the President, the Secretary and three of the ordinary council members.
  - ii. Group B - in odd numbered years the positions filled by the Vice-President, the Treasurer and the other three ordinary council members.
  - iii. Ordinary members of the council will be placed into Groups A & B by lot at the first Council Meeting after the 2016 AGM.
- c. The election of officers and other members of the Council shall take place in the following manner:-
  - i. Any two members of the Association shall be at liberty to nominate any other member to serve as an officer or other member of the Council;
  - ii. The nomination, which shall be in writing and signed by the member and his proposer and seconder, shall be lodged with the Secretary at least twenty-one days before the Annual General meeting at which the election is to take place.
  - iii. A list of candidates' names in alphabetical order, with the proposers' and seconders' names, shall be posted in a conspicuous place in the office or usual place of meeting of the association for at least fourteen days immediately preceding the Annual General Meeting.
  - iv. Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the Annual General meeting, shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;
  - v. Where there is only one properly nominated candidate for any position, that candidate shall be declared elected unopposed.
  - vi. Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

**20. Resignation, removal or vacation of office of Council member**

- a. A member of the Council may resign from the committee by giving written notice of resignation to the secretary.
- b. The resignation takes effect at—
  - i. the time the notice is received by the secretary; or
  - ii. if a later time is stated in the notice—the later time.
- c. A member may be removed from office at a general meeting of the association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.

- d. 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.
- e. A member has no right of appeal against the members removal from office under this rule.
- f. A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

**21. Vacancies on Council**

- a. If a casual vacancy happens on the Council, the continuing members of the committee may appoint another member of the association to fill the vacancy until the next annual general meeting.
- b. The continuing members of the Council may act despite a casual vacancy on the Council.
- c. However, if the number of committee members is less than the number fixed under rule 24(a) as a quorum of the Council, the continuing members may act only to—
  - i. increase the number of Council members to the number required for a quorum; or
  - ii. call a general meeting of the association.

**22. Functions of Council**

- a. Subject to these rules or a resolution of the members of the association carried at a general meeting, the Council has the general control and management of the administration of the affairs, property and funds of the association.
- b. The Council 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 associations rules are inconsistent with the Act—see section 1B of the Act.

- c. The Council may exercise the powers of the association—
  - i. to borrow, raise or secure the payment of amounts in a way the members of the association decide; and
  - ii. to secure the amounts mentioned in paragraph (i) 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 associations property, both present and future; and
  - iii. to purchase, redeem or pay off any securities issued; and
  - iv. to borrow amounts from members and pay interest on the amounts borrowed; and
  - v. to mortgage or charge the whole or part of its property; and
  - vi. to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association; and
  - vii. to provide and pay off any securities issued; and

- viii. to invest in a way the members of the association may from time to time decide.
- d. For subrule (c)(iv), 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—
  - i. the financial institution for the association; or
  - ii. if there is more than 1 financial institution for the association—the financial institution nominated by the Council.

### **23. Meetings of Council**

- a. Subject to this rule, the Council may meet and conduct its proceedings as it considers appropriate.
- b. The Council must meet at least once every 2 months to exercise its functions.
- c. The Council must decide how a meeting is to be called.
- d. Notice of a meeting is to be given in the way decided by the Council.
- e. The Council may hold meetings, or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- f. A committee member who participates in the meeting as mentioned in subrule (e) is taken to be present at the meeting.
- g. A question arising at a committee meeting is to be decided by a majority vote of members of the committee present at the meeting and, if the votes are equal, the question is decided in the negative.
- h. A member of the Council 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 members vote must not be counted.
- i. The president is to preside as chairperson at a Council meeting.
- j. If there is no president or if the president is not present within 10 minutes after the time fixed for a Council meeting, the Vice-President shall preside. If there is no Vice-President or if the Vice-President is not present within 10 minutes after the time fixed for a Council meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

### **24. Quorum for, and adjournment of, Council meeting**

- a. At a Council meeting, more than 50% of the members elected to the committee as at the close of the last general meeting of the members form a quorum.
- b. If there is no quorum within 30 minutes after the time fixed for a Council meeting called on the request of members of the committee, the meeting lapses.
- c. If there is no quorum within 30 minutes after the time fixed for a Council meeting called other than on the request of the members of the committee—
  - i. the meeting is to be adjourned for at least 7 days; and
  - ii. the members of the Council who are present are to decide the day, time and place of the adjourned meeting.
- d. If, at an adjourned meeting mentioned in subrule (c), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

**25. Special meeting of Council**

- a. If the secretary receives a written request signed by at least 33% of the members of the Council, the secretary must call a special meeting of the committee by giving each member of the committee notice of the meeting within 14 days after the secretary receives the request.
- b. If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- c. A request for a special meeting must state—
  - i. why the special meeting is called; and
  - ii. the business to be conducted at the meeting.
- d. A notice of a special meeting must state—
  - i. the day, time and place of the meeting; and
  - ii. the business to be conducted at the meeting.
- e. A special meeting of the Council must be held within 14 days after notice of the meeting is given to the members of the Council.

**26. Minutes of Council meetings**

- a. The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Council meeting are properly recorded in a suitable electronic format.
- b. To ensure the accuracy of the minutes, the minutes of each Council meeting must be signed by the chairperson of the meeting, or the chairperson of the next Council meeting, verifying their accuracy.

**27. Appointment of subcommittees**

- a. The Council may appoint a subcommittee consisting of members of the association considered appropriate by the committee to help with the conduct of the association's operations.
- b. A member of the subcommittee who is not a member of the Council is not entitled to vote at a Council meeting.
- c. A subcommittee may elect a chairperson of its meetings.
- d. If a chairperson is not elected, or 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.
- e. A subcommittee may meet and adjourn as it considers appropriate.
- f. A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

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

- a. An act performed by the Council, a subcommittee or a person acting as a member of the Council is taken to have been validly performed.
- b. Subrule (a) applies even if the act was performed when—
  - i. there was a defect in the appointment of a member of the Council, subcommittee or person acting as a member of the Council; or

- ii. a Council member, subcommittee member or person acting as a member of the Council was disqualified from being a member.

**29. Resolutions of Council without meeting**

- a. A written resolution signed by each member of the Council is as valid and effectual as if it had been passed at a committee meeting that was properly called and held. A written resolution may take the form of an email.
- b. A resolution mentioned in subrule (a) may consist of several documents in like form.

**30. First annual general meeting**

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

**31. Subsequent annual general meetings**

Each subsequent 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.

**32. Business to be conducted at annual general meeting**

The business to be transacted at every Annual General meeting shall be:

- a. receive and consider the Minutes of the previous Annual meeting.
- b. the receiving of the Council reports and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the association for the preceding financial year;
- c. the receiving of the auditor's report upon the books and accounts for the preceding financial year;
- d. the election of members of the Council;
- e. the appointment of an auditor;
- f. the appointment of a patron;
- g. the appointment of life members of the Association; and
- h. general business.

**33. Notice of general meeting**

- a. The secretary may call a general meeting of the association.
- b. The secretary must give at least 14 days notice of the meeting to each member of the association.
- c. If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
- d. The Council may decide the way in which the notice must be given.
- e. However, notice of the following meetings must be given in writing—
  - i. a meeting called to hear and decide the appeal of a person against the Council's decision—
    - 1. to reject the person's application for membership of the association; or
    - 2. to terminate the person's membership of the association;

- ii. a meeting called to hear and decide a proposed special resolution of the association.
- f. A notice of a general meeting must state the business to be conducted at the meeting.

**34. Quorum for, and adjournment of, general meeting**

- a. The quorum for a general meeting is at least the number of members elected or appointed to the Council at the close of the association's last general meeting plus 1.
- b. However, if all members of the association are members of the Council, the quorum is the total number of members less 1.
- c. No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- d. If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the Council or the association, the meeting lapses.
- e. 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 Council or the association—
  - i. the meeting is to be adjourned for at least 7 days; and
  - ii. the Council is to decide the day, time and place of the adjourned meeting.
- f. 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.
- g. If a meeting is adjourned under subrule (f), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- h. 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.
- i. 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.
- j. The members present at an adjourned meeting shall constitute a quorum.

**35. Procedure at general meeting**

- a. A member may take part and vote in a general meeting in person or by using any technology that reasonably allows the member to hear and take part in discussions as they happen. Proxies are not permitted.
- b. A member who participates in a meeting as mentioned in subrule (1) is taken to be present at the meeting.
- c. At each general meeting—
  - i. the president is to preside as chairperson; and
  - ii. 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 will preside; and

- iii. if there is no vice-president or if the vice-president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, then the members present shall elect one of their number to be Chair of the meeting; and
- iv. the chairperson must conduct the meeting in a proper and orderly way.

**36. Voting at general meeting**

- a. At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.
- b. Each member present and eligible 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.
- c. 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.
- d. The method of voting is to be decided by the Council.
- e. However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- f. If a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides.
- g. 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.

**37. Special general meeting**

- a. The secretary must call a special general meeting by giving each member of the association notice of the meeting within 14 days after—
  - i. being directed to call the meeting by the Council; or
  - ii. being given a written request signed by—
    - 1. at least 33% of the number of members of the Council when the request is signed; or
    - 2. at least the number of ordinary members of the association equal to double the number of members of the association on the Council when the request is signed plus 1; or
  - iii. being given a written notice of an intention to appeal against the decision of the Council—
    - 1. to reject an application for membership; or
    - 2. to terminate a person's membership.
- b. A request mentioned in subrule (a)(ii) must state—
  - i. why the special general meeting is being called; and
  - ii. the business to be conducted at the meeting.
- c. A special general meeting must be held within 3 months after the secretary—
  - i. is directed to call the meeting by the Council; or
  - ii. is given the written request mentioned in subrule (a)(ii); or
  - iii. is given the written notice of an intention to appeal mentioned in subrule (a)(iii).
- d. If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.



### 38. Proxies

- a. An instrument appointing a proxy must be in writing and be in the following or similar form—

*[Brisbane Table Tennis Association Inc.]*:

I, [Member's Name] of [Member's Address] , being

a member of the association, appoint

[Proxy's Name] of [Proxy's Address]

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

20

and at any adjournment of the meeting.

Signed this                    day of                    20       .

Signature

- b. The instrument appointing a proxy must be signed by the appointor or the appointor's attorney properly authorised in writing.
- c. A proxy must be a member of the association.
- d. A proxy shall hold not more than one (1) proxy vote.
- e. The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
- f. 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.
- g. Unless otherwise instructed by the appointor, the proxy may vote as the proxy considers appropriate.
- h. If a member wants a proxy to vote for or against a resolution, the instrument appointing the proxy must be in the following or similar form—

*[Brisbane Table Tennis Association Inc.]*:

I, [Member's Name] of [Member's Address] , being

a member of the association, appoint

[Proxy's Name] of [Proxy's Address]

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

20

and at any adjournment of the meeting.

Signed this                    day of                    20       .

Signature

This form is to be used \*in favour of/\*against [*strike out whichever is not wanted*] the following resolutions—

*[List relevant resolutions]*

### 39. Minutes of general meetings

- a. The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are recorded in a suitable electronic format.
- b. To ensure the accuracy of the minutes—
- i. 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
  - ii. 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.

- c. If asked by a member of the association, the secretary must, within 28 days after the request is made—
  - i. make the minutes for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
  - ii. give the member copies of the minutes of the meeting.
- d. The association may require the member to pay the reasonable costs of providing copies of the minutes.

#### **40. By-laws**

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

#### **41. Alteration of rules**

- a. Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- b. Any proposed amendments, rescission, or additions to these rules are to be lodged with the Secretary at least fourteen (14) days before the General Meeting. The Secretary shall post any proposed amendments, rescission, or additions received in a conspicuous place in the centre or usual place of meeting of the association for at least seven (7) days immediately preceding the General meeting.
- c. However an amendment, repeal or addition is valid only if it is registered by the chief executive.

#### **42. Common seal**

- a. The Council must ensure the association has a common seal.
- b. The common seal must be—
  - i. kept securely by the Council; and
  - ii. used only under the authority of the Council.
- c. Each instrument to which the seal is attached must be signed by a member of the Council and countersigned by—
  - i. the secretary; or
  - ii. another member of the Council; or
  - iii. someone authorised by the Council.

#### **43. Funds and accounts**

- a. The funds of the association must be kept in an account in the name of the association in a financial institution decided by the Council.
- b. Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- c. All amounts must be deposited in the financial institution account as soon as practicable after receipt.

- d. A payment by the association of \$200 or more must be made by cheque or electronic funds transfer.
- e. If a payment of \$200 or more is made by cheque, the cheque must be signed by any 2 of the following—
  - i. the president;
  - ii. the secretary;
  - iii. the treasurer;
  - iv. any other members of the association who have been authorised by the Council to sign cheques issued by the association.
- f. If a payment of \$200 or more is made by electronic transfer, the transfer must be approved by any 2 of the following—
  - i. the president;
  - ii. the secretary;
  - iii. the treasurer;
  - iv. any other members of the association who have been authorised by the Council to sign cheques issued by the association.
- g. However, one (1) of the persons who signs the cheque or approves the transfer must be the president, the secretary or the treasurer.
- h. Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed *not negotiable*.
- i. A petty cash account must be kept on the imprest system, and the Council must decide the amount of petty cash to be kept in the account.
- j. All expenditure must be approved or ratified at a Council meeting.

**44. General financial matters**

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

**45. Documents**

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

**46. Financial year**

The end date of the association's financial year is 30th June in each year.

**47. Distribution of surplus assets to another entity**

- a. This rule applies if the association—
  - i. is wound-up under part 10 of the Act; and
  - ii. has surplus assets.
- b. The surplus assets must not be distributed among the members of the association.

- c. The surplus assets must be given to another entity—
  - i. having objects similar to the association's objects; and
  - ii. the rules of which prohibit the distribution of the entity's income and assets to its members.
- d. In this rule— *surplus assets* see section 92(3) of the Act.