

CONSTITUTION

SQUARE DANCING SOCIETY OF QUEENSLAND INC.

SUBMITTED OFFICE OF FAIR TRADING QUEENSLAND

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1. NAME

The name of the organisation shall be the "Square Dancing Society of Queensland Inc.", hereinafter referred to as the "Association".

2. OBJECTS

The objects of the Association shall be –

- 2.1 To provide a central, autonomous body to organise, promote, publicise and encourage the art of square dancing.
- 2.2 To improve the public image, awareness and acceptance of square dancing.
- 2.3 To develop a spirit of fellowship among all members of the square dance fraternity.
- 2.4 To co-ordinate the activities of the Association clubs and the establishment of new clubs, for the orderly presentation of square dancing.
- 2.5 To co-operate with other organisations having similar objects.
- 2.6 To discourage any act by a person, organisation or group which is, in the opinion of the Association, not in the best interests of square dancing.
- 2.7 To administer the funds and property of the Association in furtherance of its objects and protection of its assets.
- 2.8 To do all such other things as are conducive or incidental to the attainment and maintenance of the above objects , or any one of them.

3. INTERPRETATIONS

In this Constitution and for any By-Laws –

- 3.1 The Act refers to the Association Incorporation Act of 1981
- 3.2 Unless inconsistent with the context, words referring to the masculine gender shall also include the feminine gender
- 3.3 References to Square Dance, Square Dancing and Square Dancers shall also embrace Round Dancing, Clogging and other associated activities and persons who call, lead or work for any of these forms of dance or activity.
- 3.4 A special resolution to alter the Constitution, Regulations or By-Laws requires a majority of three quarters (3/4) of eligible voters present or represented at the meeting.
- 3.5 Where possible the Oxford Dictionary shall be used for interpretation of the meaning of any word contained in the Constitution, Regulations and By-Laws.

4. POWERS

- 4.1 The Association has the power of an individual
- 4.2 The powers of the Association are regulated by the Act, Constitution, Regulations and By-Laws and where any rules are in conflict, the provision of the Constitution will prevail.

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4. POWERS cont'd

- 4.3 The Association shall have the power to –
- (a) enter into contracts
 - (b) acquire, hold, deal with or dispose of, property
 - (c) make charges for services and facilities it supplies
 - (d) do other things necessary or convenient to be done in carrying out its affairs.

5. MEMBERSHIP

5.1 Membership shall be available to all persons subscribing to the Objects of the Association, on payment of the prescribed fee, provided they pledge adherence to the “Code of Ethics” and “Standards of Conduct” separately described, and are accepted by the Management Committee.

5.2 Classes of Members

(a) **Individual**

- (i) Person individually interested in the furtherance of Association Objects.

(b) **Affiliate**

- (i) Any Club, Association or body whose objects or activities are related to, or directed towards, square dancing shall be eligible to become an Affiliate Member of the Association provided that they make application in writing to the Secretary.
- (ii) Application for affiliation shall be subject to the approval of the Management Committee.
- (iii) An affiliate member may have up to two voting delegates who have the same rights, obligations and responsibilities as an individual member.

(c) **Life Members**

- (i) This is an awarded position of honour to a member who has performed exceptional service to the Association. Consideration should be given to–
1. length of service
 2. quality and amount of special duties performed.
- (ii) Nominations –
1. Nomination for Life Membership must be submitted for the consideration of the Management Committee at least 28 days prior to the Annual General Meeting.
 2. A Life Member may also accept nomination for, and be elected as, a member of the Management Committee or Sub-Committee.
 3. Life Members shall enjoy full membership, rights and privileges at no financial cost to themselves.

- (d) The number of members in all classes is unlimited.

6. MEMBERSHIP FEES

The membership fee for each Individual and Affiliate Membership –

6.1 is the amount decided by the members from time to time at a general meeting

6.2 is payable when, and in the way, that the Management Committee decides.

7. ADMISSION AND REJECTION OF NEW MEMBERS

- 7.1 The Management Committee must consider an application for membership at the next committee meeting held after it receives –
- (a) the application for membership; and
 - (b) the appropriate membership fee for the application.
- 7.2 The Management Committee must ensure that, as soon as possible after the person applies to become a member of the association, and before the Management Committee considers the person's application, the person 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.
- 7.3 The Management Committee must decide at the meeting whether to accept or reject the application.
- 7.4 If a majority of the members of the Management Committee 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
- 7.5 The registrar of the association should, as soon as practicable after the Management Committee decides to accept or reject an application, give the applicant a written notice of the decision.

8. WHEN MEMBERSHIP ENDS

- 8.1 **Resignation.** A member may resign from the association by giving a written notice of resignation to the secretary.
- (a) 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.
- 8.2 **Termination.** The Management Committee may terminate a members 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) has membership fees in arrears for at least 2 months; or
 - (iv) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association.
- 8.3 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.
- 8.4 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.
- 8.5 **Appeal against rejection or termination**
- (a) 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.

8. WHEN MEMBERSHIP ENDS cont'd

8.5 Appeal against rejection or termination contd.

- (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.

8.6 General meeting to decide appeal

- (a) The general meeting to decide an appeal must be held within three (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 Management Committee 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.
- (f) A member whose membership is terminated shall not be eligible to re-join the Association for at least 3 years from the date of termination.

9. REGISTER OF MEMBERS

- 9.1 The Management Committee must keep a register of members of the association.
- 9.2 The register must be open for inspection by members of the Association at all reasonable times.
- 9.3 A member must contact the Registrar to arrange an inspection of the register.
- 9.4 However, the Management Committee may, on the application of a member of the Association, withhold information about the member (other than the members full name) from the register available for inspection if the Management Committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

10. PRIVACY

- 10.1 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.
- 10.2 Sub-rule (1) does not apply if the use or disclosure of the information is approved by the Association.

11. MANAGEMENT STRUCTURE

11.1 Executive Committee

- (a) The Executive Committee shall consist of –
 - President
 - Senior Vice-President
 - Secretary
 - Treasurer
 - Executive Assistant
- (b) All members of the Executive Committee must be financial members of the Association
- (c) A financial member of the Association can be appointed to a casual vacancy on the Executive Committee
- (d) Any decision resolved by a majority of Executive Committee members shall be subject to approval by the Management Committee at their next meeting.

11.2 Management Committee

- (a) Subject to these rules or a resolution of the members of the Association carried at a general meeting, the Management Committee has the general control and management of the administration of the affairs, property and funds of the Association.
- (b) The Management Committee 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.
- (c) The Management Committee shall consist of –
 - President
 - Senior Vice President
 - Secretary
 - Treasurer
 - Executive Assistant
 - Regional Vice-Presidents
 - Registrar
 - Review Editor/Distributor
 - Association Functions Co-ordinator
 - Promotion and Publicity Co-ordinator
 - Up to six (6) elected dancer representatives
- (d) All members of the Management Committee must be financial members of the Association.
- (e) A member of the Association can be appointed to a casual vacancy on the Management Committee.

12. DUTIES AND RESPONSIBILITIES

12.1 Executive Committee –

- (a) To deal with matters of an extraordinary nature that in the opinion of the majority of members of the Management Committee cannot ordinarily be conducted by the Management Committee
- (b) To deal with matters that are not specifically provided for in the Constitution or other related documents.

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12. DUTIES AND RESPONSIBILITIES contd.**12.2 Management Committee –**

- (a) To administer the affairs of the Association in accordance with this Constitution and Regulations, directions, given decisions made at Association meetings
- (b) To rule in the interpretation and application of all clauses of this Constitution and Regulations
- (c) To do all such other things as may be necessary in accordance with this Constitution and Regulations.

12.3 Duties of the President

- (a) To represent the Association and square dancing in general with dignity at all times
- (b) To be the Chairman at meetings of the Association, provide guidance to Sub-committees and be an ex officio member of all Sub-committees
- (c) To present an Annual Report at the ensuing Annual General Meeting
- (d) To perform all such other duties as directed by the Association in accordance with this Constitution and Regulations as required by the Act.

12.4 Duties of the Senior Vice-Presidents

- (a) Preside over meetings in the absence of, or as directed by, the President
- (b) Become thoroughly acquainted with the President's duties and responsibilities
- (c) Assist the President in any way.
- (d) Liaise with and ensure that Reports are available from Regional Vice Presidents for presentation at Management Committee Meetings.
- (e) To perform all such other duties as directed by the Association in accordance with this Constitution and Regulations as required by the Act.

12.5 Duties of the Secretary

- (a) To cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Association meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection.
The minutes of every meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding meeting of that type verifying their accuracy.
- (b) To maintain an adequate supply of membership application forms, committee nomination forms, ballot papers and envelopes.
- (c) To call meetings as per Clause 15.4 and to distribute notices, minutes and agendas of meetings to all members of the Association.
- (d) To conduct correspondence and perform all secretarial work necessary to effectively carry out the business of the Association.
- (e) To take charge of and keep secure the Common Seal and all documents and records belonging to the Association.
- (f) To perform all such other duties as directed by the Association in accordance with this Constitution and Regulations or as required by the Act.

12.6 Duties of the Treasurer

- (a) To receive all moneys due to the Association and issue receipts therefore and deposit all funds as soon as practicable in the name of the Association in such financial institution as decided by the Association.

12. DUTIES AND RESPONSIBILITIES cont'd.**12.6 Duties of the Treasurer cont'd**

- (b) To pay all expenditure authorised by the Association, all amounts of twenty dollars or over shall be paid, by either cheque or electronic transfer.
- (c) To keep proper books of account maintained either in written or printed form in the English language showing correctly the financial affairs of the Association and particulars usually shown in books of a like nature.
- (d) To issue invoices concerning fees, subscriptions, advertisements and other charges at prescribed times or as directed by the Association.
- (e) To present a Financial Statement at each Management Meeting.
- (f) Comply with the Act with respect to accounting records and practices.
- (g) As soon as practicable after the end of each financial year (1 January to 31 December), prepare and submit financial statements relevant to the appropriate Level of Incorporation. All such statements shall be examined, by the Auditor who shall present his report prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.
- (h) To perform all such other duties as directed by the Association in accordance with this Constitution and Regulations as required by the Act.

12.7 Duties of the Executive Assistant

- (a) To assist in other Executive positions as necessary
- (b) To fill any casual vacancy occurring in the membership of the Management Committee
- (c) Maintain the web page
- (d) Maintain the Association Red Book
- (e) Maintain the archives as relevant to square dancing in Queensland
- (f) Report on activities at each Management Meeting
- (g) To perform all such other duties as directed by the Association in accordance with this Constitution and Regulations as required by the Act.

12.8 Duties of Regional Vice-Presidents

- (a) To represent the Association and square dancing in general, particularly in their designated area, with dignity at all times.
- (b) To convene meetings in their designated area
- (c) Report to the Association on the activity and progress within such area, particularly to the Annual General Meeting.
- (d) To perform all such other duties as directed by the Association in accordance with this Constitution and Regulations or as required by the Act.

12.9 Duties of Registrar

- (a) To maintain a register in which shall be entered the names and addresses of all members of the Association and the dates of their admission. Particulars shall also be entered into the register of deaths, resignations, terminations, suspensions and reinstatements of membership and any further particulars as the Management Committee or general meeting may require from time to time. The Register shall be kept open for inspection at all reasonable times by any member who previously applies to the Registrar for such inspection.
- (b) Report on activities at each Management Meeting
- (c) To perform all such other duties as directed by the Association in accordance with this Constitution and Regulations or as required by the Act.

- 12.10 **Duties of Review Editor and Distributor**
- (a) To do all such things as deemed necessary to collate club details, news and advertisements for inclusion in the Australian Square Dance Review.
 - (b) To ensure that all relevant accounts are prepared, distributed and reconciled. A detailed report must be forwarded to the Treasurer.
 - (c) To receive and distribute copies of the Review within Queensland as per the designated list, by the most convenient and cost effective means.
 - (d) To perform all such other duties as directed by the Association in accordance with this Constitution and Regulations or as required by the Act.
 - (e) Report on activities at each Management meeting
 - (f) If required a Sub-committee can be formed. [Reference Clause 16. Appointment Of A Sub-Committee]
- 12.11 **Duties of Association Functions and Events Co-ordinator**
- (a) To obtain expressions of interest and negotiate with clubs/individuals to host Association functions in line with guidelines as set for such functions.
 - (b) Report on activities at each Management meeting
 - (c) To perform all such other duties as directed by the Association in accordance with this Constitution and Regulations or as required by the Act.
- 12.12 **Duties of Promotions/Publicity Officer**
- (a) To obtain maximum favourable publicity for the Association and square dancing in general.
 - (b) To promote square dancing and square dance activities.
 - (c) To assist individual clubs in the promotion of square dancing.
 - (d) To authorise use of the Association name in advertising and promotion.
 - (e) Report on activities at each Management meeting
 - (f) If required a Sub-committee can be formed. [Reference Clause 16. Appointment Of A Sub-Committee]
 - (g) To perform all such other duties as directed by the Association in accordance with this Constitution and Regulations or as required by the Act.
- 12.13 **Duties of Dancer Representatives**
- (a) To supply the Management Committee with feedback from the general dancer population,
 - (b) To perform all such other duties as directed by the Association in accordance with this Constitution and Regulations or as required by the Act.

13. ELECTIONS

- 13.1 Positions on the Management Committee at succeeding Annual General Meetings shall be declared vacant in two groups which will then be elected at alternate Annual General Meetings.
- 13.2 **Group 1** shall be elected in the odd numbered years and shall consist of –
- Senior Vice President
 - Secretary
 - Registrar
 - Executive Assistant
 - Promotions and Publicity Officer
 - Review State Editor/Distributor
 - Half of the elected dancer representatives

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13. ELECTIONS cont'd

- 13.2 **Group 2** shall be elected in the even numbered years and shall consist of –
President
Treasurer
Regional Vice-Presidents
Events Co-ordinator
Half of the elected dancer representatives
- 13.3 All retiring officials shall be eligible for re-election provided they have been nominated in the prescribed manner.
- 13.4 The secretary shall ensure that official nomination forms for positions on the Management Committee shall be published in the State newsletter, in mail-outs and Minutes dispatched to club representatives prior to the end of October.
- 13.5 No Management Committee member shall serve more than four (4) consecutive years in the same position, unless no other nominations are forthcoming.
- 13.6 Nominations shall be made on the prescribed form and directed to the Secretary so as to arrive at least 45 clear days prior to the Annual General Meeting. All such nominations must be agreed to by the nominee and signed by the proposer who must both be financial members of the Association at time of nomination. Nominations should be accompanied by a resume of the nominee's experience sufficient to serve as an introduction to members and a guide to their suitability for the nominated position.
- 13.7 The secretary shall circulate a list of nominations, official ballot papers and an envelope endorsed "Ballot Paper – to be opened by Returning Officer only", to all members and voting delegates at least thirty (30) days prior to the Annual General Meeting. Each ballot paper shall be signed by the Association President to guarantee its authenticity, but shall not be marked in any other way to identify the member or affiliate to which it has been sent. Ballot papers should be returned to the Secretary prior to the commencement of the Annual General Meeting, and held by the Secretary, pending the appointment of a Returning Officer by the Annual General Meeting.
- 13.8 If only one nomination is received for a vacant position, the person so nominated shall be declared elected to that position.
- 13.9 Should, at the commencement of the Annual General Meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.
- 13.10 No member shall hold more than one Executive position on the Management Committee at the same time.

14. CASUAL VACANCIES, RESIGNATION, REMOVAL OR VACATION OF OFFICE OF MANAGEMENT COMMITTEE

- 14.1 A member of the Management Committee may resign from the committee by giving written notice of resignation to the secretary.
- 14.2 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.

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14. CASUAL VACANCIES, RESIGNATION, REMOVAL OR VACATION OF OFFICE OF MANAGEMENT COMMITTEE cont'd

- 14.3 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.
- 14.4 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 should not be removed from office.
- 14.5 A member has no right of appeal against the members removal from office under this rule.
- 14.6 A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

15. MEETINGS

15.1 Voting

- (a) All interested persons may attend meetings of the Association and the voting shall be restricted as follows:
- (i) Executive Committee Meetings – Members of the Executive Committee
 - (ii) Management Committee Meetings – Members of the Management Committee
 - (iii) All other meetings – Financial Members.
- (b) Voting shall be by show of hands except for the election of Committee Members which shall be as prescribed in Clause 13.
- (c) Each member shall be entitled to one (1) vote and all decisions shall require a simple majority unless specified.
- (d) In the event of an equality of voting on any motion, it shall be resolved so as to preserve the status quo.
- (e) Every special resolution to alter this Constitution shall be decided by a three quarter (3/4) majority of voters of those present and entitled to vote.

15.2 Quorums

- (a) A quorum at Executive Committee meetings shall be a majority of the number of members of the Executive Committee.
- (b) A quorum at all other meetings shall be double the number of members of the Executive Committee, plus one (1). If within half an hour from the time appointed for the commencement of a meeting a quorum is not present, the meeting shall lapse. In such case, it shall stand adjourned to such other time and place as the Executive Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

15.3 Proxies

- (a) A member may appoint a proxy, in writing, to vote on their behalf on a specific topic/s provided that the proxy holder is a current member of the Association and presents the proxy paper to the Secretary prior to the commencement of the meeting.
- (b) Proxy voting may only be allowed where the appointer of the proxy is given instructions to the proxy holder in regard to a specific topic/s which is specified on the agenda.

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15. MEETINGS**15.4 NOTICE OF MEETINGS**

- (a) Any member of the Executive Committee may call an Executive Committee meeting by giving each member of the Executive Committee 48 hours' notice. Time and location of the meeting shall be included. Only matters pertaining to the duties and responsibilities of the Executive Committee can be discussed. Refer to Clause 12.
- (b) The Secretary shall call a Combined Management Committee and General Meeting by giving each member of the Association 28 days' notice. This direction being given by the Management Committee. Agenda, time and location of meeting shall be included.
- (c) The Secretary shall call a Special Meeting by giving each member of the Association 28 days' notice. This direction being given by the Management Committee or the Executive Committee. Time and location of the meeting shall be included.
- (d) The Secretary shall call an Annual General Meeting by giving each member of the Association sixty (60) days' notice. This direction given by the Management Committee. Matters pertaining to the election of the Management Committee are dealt with in Clause 13. Agenda, time and location of meeting shall be included.

15.5 EXECUTIVE COMMITTEE MEETINGS

- (a) Subject to this rule, the Executive Committee may meet as required and conduct its proceedings as it considers appropriate.
- (b) Any Executive Committee members having any direct or indirect pecuniary interest in a subject before the Committee shall abstain from casting a vote in relation to that subject.

15.6 COMBINED MANAGEMENT COMMITTEE AND GENERAL MEETINGS

- (a) Management Committee meeting shall be open to all financial members and voting delegates who shall be entitled to vote and encouraged to bring forth topics and engage in discussion.
- (b) The Combined Management Committee and General Meetings must be held at least once every four (4) months.
- (c) Subject to this rule, the Management Committee may meet and conduct its proceedings as it considers appropriate.
- (d) The Management Committee may hold meetings, or permit a Committee member to take part in its meeting, by using any technology that reasonably allows the member to hear and take part in discussions as they happen. Any Committee member who participates in the meeting in this fashion, is taken to be present at the meeting.
- (e) Any Committee member having any direct or indirect pecuniary interest in a subject before the Committee shall abstain from casting a vote in relation to that subject.
- (f) Order of Business shall be –
 - (i) Chairman's opening remarks
 - (ii) Attendance and confirmation of financial members and voting delegates
 - (iii) Apologies and naming of proxies
 - (iv) Minutes of previous general meeting and business therefrom
 - (v) Correspondence and business therefrom
 - (vi) Results of membership applications
 - (vii) Treasurer's Report and business therefrom

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15.6 **COMBINED MANAGEMENT COMMITTEE AND GENERAL MEETINGS**

- (f) (viii) Reports, including Executive Committee report and any active sub-Committee
- (ix) Special business with notification
- (x) General business
- (xi) Date of next meeting and closure.

15.7 **Annual General Meeting –**

- (a) The Annual General Meeting must be held within 6 months after the end date of the reportable financial year.
- (b) Order of Business shall be –
 - (i) Chairman’s opening remarks
 - (ii) Attendance and confirmation of financial members and voting delegates
 - (iii) Apologies and naming of proxies
 - (iv) Minutes of previous Annual General Meeting and business therefrom
 - (v) Correspondence relative to the Annual General Meeting and business therefrom
 - (vi) President’s report, including a resume of the operations of the Executive Committee for the preceding year
 - (vii) Treasurer’s report and business therefrom.

Level 1 incorporated associations and particular level 2 and 3 incorporated associations

(1) This rule applies only if the association is—

- (a) a level 1 incorporated association; or
- (b) a level 2 incorporated association to which section 59 of the Act applies; or
- (c) a level 3 incorporated association to which section 59 of the Act applies.

(2) 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) for a level 1 incorporated association—appointing an auditor or an accountant for the present financial year;
- (d) for a level 2 incorporated associations, or a level 3 incorporated association, to which section 59 of the Act applies—appointing an auditor, an accountant or an approved person for the present financial year

Other level 2 incorporated associations

(1) This rule applies only if the association is a level 2 incorporated association to which section 59A of the Act applies.

(2) The following business must be conducted at each annual general meeting of the association—

- (a) receiving the association's financial statement, and signed statement, for the last reportable financial year;
- (b) presenting the financial statement and signed statement to the meeting for adoption;
- (d) appointing an auditor, an accountant or an approved person for the present financial year.

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15.7 Annual General Meeting – Treasurer report cont'd

Other level 3 incorporated associations

- (1) This rule applies only if the association is a level 3 incorporated association to which section 59B of the Act applies.
- (2) The following business must be conducted at each annual general meeting of the association—
 - (a) receiving the association's financial statement, and signed statement, for the last reportable financial year;
 - (b) presenting the financial statement and signed statement to the meeting for adoption;
 - (viii) Appointment of an interim chairman, if required, and scrutineers
 - (ix) Election of Management Committee
 - (x) Appointment of Patron
 - (xi) Special business with notification relative to Annual General Meeting
 - (xii) General business relative to Annual General Meeting
 - (xiii) Date of next meeting and closure.

15.8 Special Meetings

At which only business for which the meeting was convened may be discussed, shall be held –

- (a) at the discretion of the Executive Committee
- (b) at the discretion of a general meeting
- (c) on requisition in writing signed by at least 25 members, who must be financial at the time of request, each request to state the reason for the request and the nature of business to be transacted thereat
- (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 must be held within 30 days after notice of the meeting is given.

16. APPOINTMENT OF A SUB-COMMITTEE

- 16.1 The Management Committee may appoint a sub-committee consisting of members of the Association considered appropriate by the Committee to help with the conduct of the Association's operations
- 16.2 A member of the sub-committee who is not a member of the Management Committee is not entitled to vote at a Management Committee meeting.
- 16.3 If a chairperson is not appointed, the members should elect one of their numbers to be chairperson of the sub-committee.

17. APPOINTMENT OF PATRON AND AUDITOR

Appointment of Patron and Honorary Auditor, who need not be members of a represented club, organisation or group or an individual member, shall be discussed at the Management Committee meeting prior to the Annual General Meeting. The selected persons shall be approached only by a representative of the Executive Committee.

18. REGULATIONS AND BY-LAWS

- 18.1 Rules for the Regulations and By-Laws of Association business and proceedings shall be formulated by the Management meeting and shall be read and construed in conjunction with this Constitution.

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18. REGULATIONS AND BY-LAWS continued

- 18.2 Amendments to the Regulations and By-Laws may only be made by a special resolution carried out at any Management meeting, provided that all members receive notice in writing of such amendment as part of notice of the relevant meeting.

19. COMMON SEAL

- 19.1 The Management Committee must ensure the Association has a common seal.
- 19.2 The common seal must be –
- (a) kept securely by the Secretary; and
 - (b) used only under the authority of the Management Committee.
- 19.3 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 authorised by the Management Committee.

20. APPLICATION OF ASSETS

- 20.1 The income and property of the Association whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers.
- 20.2 No portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Association provided that nothing herein contained shall prevent the remuneration to any officers or servants of the Association or other person in return for any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable or proper rent for premises demised or let to the Association.

21. FINANCIAL YEAR

The end date of the association's financial year is 31st December in each year.

22. FUNDS AND ACCOUNTS

- 22.1 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.
- 22.2 If payment is made by cheque, the cheque must be signed by one of the following.
- (i) the president
 - (ii) the secretary
 - (iii) the treasurer
 - (iv) other member authorised from time to time by the Executive Committee.

Written authority must be obtained from any other two. Cheques shall be crossed "not negotiable" except those in payment of allowances or petty cash recoupments which may be open.

- 22.3 If payment is made by electronic transfer this will be carried out by the Treasurer and written authority must be obtained from any two (2) of the President, Secretary or other member authorised from time to time by the Executive Committee prior to payment being made.
- 22.4 All expenditure must be approved or ratified at a management committee meeting.

23. DISSOLUTION

The Association can and must be dissolved only if:

- 23.2 A special resolution to this effect is carried by the eligible voters present, or represented at a special meeting called for that purpose.
- 23.2 In the event of dissolution, all assets of the Association, after payment of outstanding accounts, together with Association records and other material, shall be transferred to another entity with similar objects to 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 is imposed on the Association or as directed by Application of Assets clause in this Constitution. Such institution or institutions shall be determined by the members of the Association.

FINISH