

The Constitution  
of  
The Mt Gravatt Hawks  
Soccer Club Inc.

(Incorporated on: 13/02/2001)  
(Last revised: 18/11/2010)

## **1 Interpretation**

(1) In these rules—

**Act** means the *Associations Incorporation Act 1981*.

**present**—

- (a) at a management committee meeting, see rule 23(6); or
- (b) at a general meeting, see rule 37(2).

(2) A word or expression that is not defined in these model 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 is *Mt Gravatt Hawks Soccer Club Inc. (the association)*.

## **3 Objects**

The objects of the association are—

- (a) To provide for members and for member' guests a sporting club with all the usual facilities of a club including but not limited to playing fields, club house, dressing rooms and all other facilities and appurtenances as the committee may think fit for the use of members and members' guests.
- (b) To promote, foster, support, encourage and perpetuate the growth of soccer and sports in general.
- (c) To field teams to contest the game of soccer in all places as the club may from time to time agree upon.
- (d) To encourage good sportsmanship and fair playing among the participants therein.
- (e) To promote social gatherings, activities, functions and entertainment and enterprises of similar nature for the benefit of the club or any other purpose as the board may think fit.
- (f) To affiliate with any other body having similar objects and with any other sporting body.
- (g) To promote, foster and encourage sports in all its aspects.

## **4 Powers**

(1) The association has the powers of an individual.

(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.

(3) The association may also issue secured and unsecured notes, debentures and debenture stock for the association.

## **5 Classes of members**

(1) The membership of the association consists of ordinary members, and any of the following classes of members—

- (a) Associate members
- (b) Honorary Members
- (c) Life Members

(2) The number of ordinary, associate and honorary members is unlimited. Life Members shall be limited to 20 persons at any one time.

## **6 Membership**

- (1) Any person having attained the age of eighteen years and having a desire to further the aims and objects of the club shall be eligible for membership and must be of such good repute and character as to be compatible with existing members.
- (2) Players are members of the Club when they are a member of an approved team.
- (3) A parent or legal guardian of players on membership are members of the Club (membership is transferrable between parents – only 1 voting right per membership).

## **7 Membership fees**

- (1) The membership fee for each ordinary membership and for each other class of membership (if any)—
  - (a) is the amount decided by management committee; and
  - (b) is payable when, and in the way, the management committee decides.
- (2) The annual subscriptions other than the first subscriptions shall be payable on the Sign On and if a subscription has not been paid on or before the Kick-Off the defaulter shall cease to be a member of the club. A person may be re-admitted to membership on payments of all arrears and the current subscription.

## **8 Admission and rejection of new members**

- (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.
- (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 persons 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.
- (3) The management committee must decide at the meeting whether to accept or reject the application.
- (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.
- (5) The secretary of the association must, as soon as practicable after the management committee decides to accept or reject an application, give the applicant a written notice of the decision.

## **9 Resignation**

- (1) A member may resign from the association by giving a written notice of resignation to the secretary.
- (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.

## **10 Suspension and termination**

- (1) The management committee may suspend from the club any member whose conduct on the premises or grounds of the club or any other Soccer ground is, in the opinion of the management committee, injurious to the character or interests of the club or such as to render them unfit to associate with the members of the club, or for any other reason,

but no suspension shall become operative until the management committee have enquired into their conduct after such member shall be given seven day notice of such enquiry.

- (2) The management committee may suspend such member for such period as the Committee may in its discretion determine and during such period of suspension may prohibit the member from the Club premises and grounds.
- (3) The Management Committee shall have the power to issue a warning without suspension or to order a suspension conditional upon some further complaint being made against such member within a period of time nominated by the management committee failing which the suspension shall take effect but not so as to be concurrent with any other suspension.
- (4) The Management Committee may in its discretion decide that a fine may be imposed on the suspended member depending upon the seriousness of the offence. Non-payment of the fine shall have the same effect as non-payment or default payment of subscription.
- (5) The management committee may terminate a members 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 2 months; or
  - (d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association.
- (6) 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.
- (7) 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.

### **11 Associate members**

- (1) Any player under eighteen years shall be an Associate Member of the Club. Associate members are entitled to all benefits and privileges of full members with the exception of voting rights at any Annual General Meeting of the Mt. Gravatt Hawks Soccer Club Inc.

### **12 Life members**

- (1) No person shall be made a Life Member except by resolution of an Annual General Meeting of the Club, following the submission to such meeting of an appropriate recommendation from the management committee.
- (2) To qualify for Life Membership, the person or persons nominated must have been directly associated with the Club for a period of ten (10) years and have been closely associated in the activities of the Club.
- (3) All nominations for Life Membership shall be in writing signed by three (3) members of the management committee and shall be in the hands of the secretary not later than fourteen (14) days prior to the Annual Meeting.
- (4) The management committee shall from the nominations so received determine the person or persons who are to be submitted for election at the Annual General Meeting.
- (5) Only two persons shall be submitted for election as a Life Member at any Annual General Meeting.

### **13 Honorary members**

- (1) Honorary Membership may be granted by the management committee without payment of any subscription to any person over the age of eighteen years provided he has one of the following qualifications:-
  - (a) manager or member of any visiting country, interstate or overseas sporting team for the duration of the visit of such team.
  - (b) a member of a club registered under the provisions of the Liquor Act which member is visiting the Club premises for the purpose of participating in a sport or competition being held on the Club premises.
  - (c) any prominent citizen or sportsman visiting Brisbane for some special occasion.
- (2) An honorary member shall be entitled only to the social privileges of the Club and to play such games, recreations and pastimes as determined by or on the invitation of the management committee from time to time.
- (3) The management committee shall have the power to cancel the honorary membership of any person at any time and without assigning any reason.

### **14 Patrons**

- (1) At the Annual General Meeting of the Club, the meeting shall recommend that prominent and distinguished members of the community be invited to accept the positions of either Patron or Vice-Patron.

### **15 Register of members**

- (1) The management committee must keep a register of members of the association.
- (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 year of admission as a member;
  - (d) details about the termination or reinstatement of membership;
  - (e) any other particulars the management committee or the members at a general meeting decide.
- (3) The register must be open for inspection by members of the association at all reasonable times.
- (4) A member must contact the secretary to arrange an inspection of the register.
- (5) 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.

### **16 Prohibition on use of information on register of members**

- (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.
- (2) Subrule (1) does not apply if the use or disclosure of the information is approved by the association.

### **17 Appointment or election of secretary**

- (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 management committee as secretary—
    - (i) a member of the associations management committee;
    - (ii) another member of the association;
    - (iii) another person.
- (2) If a vacancy happens in the office of secretary, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after the vacancy happens.
- (3) If the management committee appoints a person mentioned in subrule (1)(b)(ii) as secretary, other than to fill a casual vacancy on the management committee, the person does not become a member of the management committee.
- (4) However, if the management committee appoints a person mentioned in subrule (1)(b)(ii) as secretary to fill a casual vacancy on the management committee, the person becomes a member of the management committee.
- (5) If the management committee appoints a person mentioned in subrule (1)(b)(iii) as secretary, the person does not become a member of the management committee.
- (6) In this rule— casual vacancy, on a management committee, means a vacancy that happens when an elected member of the management committee resigns, dies or otherwise stops holding office.

### **18 Removal of secretary**

- (1) The management committee of the association may at any time remove a person appointed by the committee as the secretary.
- (2) If the management committee removes a secretary who is a person mentioned in rule 17(1)(b)(i), the person remains a member of the management committee.
- (3) If the management committee removes a secretary who is a person mentioned in rule 17(1)(b)(ii) and who has been appointed to a casual vacancy on the management committee under rule 17(4), the person remains a member of the management committee.

### **19 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.

### **20 Membership of management committee**

- (1) The management committee of the association consists of a:
  - (a) President;
  - (b) Secretary;
  - (c) Treasurer;

- (d) Club Director (x2);
  - (e) Chairperson, Senior Football;
  - (f) Senior Director;
  - (g) Chairperson, Junior Football;
  - (h) Junior Director (x3);
  - (i) and any other members the association members elected at a general meeting.
- (2) A member of the management committee, other than a secretary appointed by the management committee under rule 17(1)(b)(iii), must be a member of the association.
- (3) The management committee shall be elected by the general body of members from persons nominated as hereinafter provided, for a period of two (2) years at which time the members of the management committee must retire from office, but are eligible, on nomination, for re-election.
- (4) A member of the association may be appointed to a casual vacancy on the management committee under rule 24.

## **21 Duties of office bearers**

### **(1) President**

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

- (a) To provide leadership to the management committee and the membership;
- (b) To represent the club in a variety of forums;
- (c) To support the club and its policies internally and externally;
- (d) To exercise the governing authority of the management committee when advised to do so by the management committee;
- (e) Plan and chair management committee and general meetings, including meeting agenda preparation in consultation with the executive director;
- (f) To enforce adherence to the Association's Constitution and By-laws and assure the integrity of the management committee process;
- (g) To review financial reports submitted by the treasurer, and to advise the management committee of these reports and any necessary actions by the Board;
- (h) To communicate with the membership on a regular basis.

### **(2) Treasurer**

- (a) ensure that adequate accounts and records exist regarding the association's financial transactions including accurate and up-to-date records of all income and expenditure;
- (b) coordinate the preparation of a budget and monitor it;
- (c) issue receipts and promptly deposit all monies received in the association's bank account;
- (d) make all approved payments and invoice groups/members promptly;
- (e) act as the signatory to the organisation's bank accounts, cheque accounts, investments and loan facilities (with at least one other management committee member);
- (f) manage the organisation's cash flow and be accountable for the organisation's petty cash;
- (g) prepare and present regular financial statements to the committee at meetings;
- (h) regularly file business activity statements (including GST) with the relevant authorities, where applicable;
- (i) prepare financial accounts for an annual audit, and provide the auditor with information as required;

- (j) prepare an annual financial report.
- (3) Club Director
- (a) To represent the club in a variety of forums;
  - (b) To assist in establishing direction and vision of the club;
  - (c) To support the club and its policies internally and externally;
  - (d) To act in the best interest of the club at all times and to support the functions of the club including involvement in subcommittees;
  - (e) To be responsible for forming subcommittees on an as required basis to support special events and projects;
  - (f) To undertake through management and coordination projects as identified by the management committee.
- (4) Chairperson, Senior Football
- (a) To be responsible in forming a Senior Subcommittee and to act as the chairperson;
  - (b) To be responsible for all senior men's and women's teams as approved by the management committee;
  - (c) To attend all relevant governing body meetings;
  - (d) To be responsible for distribution and collection of all senior teams playing equipment;
  - (e) To be responsible for collection of all registration fees for all senior teams and to be responsible in the organisation of senior registrations;
  - (f) To be responsible for and coordinate all aspects of the senior match day program of events.
- (5) Senior Director
- (a) To be part of the Senior Subcommittee and to act as chair in the absence of the Chairperson, Senior Football;
  - (b) To assist the Chairperson, Senior Football in the establishment, organisation, management and coordination of all aspect of senior football within the club.
- (6) Chairperson, Junior Football
- (a) To be responsible in forming a Junior Subcommittee and to act as the chairperson;
  - (b) To be responsible for all junior boy's and girl's teams as approved by the management committee;
  - (c) To attend all relevant governing body meetings;
  - (d) To be responsible for distribution and collection of all junior teams playing equipment;
  - (e) To be responsible for collection of all registration fees for all junior teams and to be responsible in the organisation of junior registrations;
  - (f) To be responsible for and coordinate all aspects of the junior match day program of events.
- (7) Junior Director
- (a) To be part of the Junior Subcommittee and to act as chair in the absence of the Chairperson, Junior Football;
  - (b) To assist the Chairperson, Senior Football in the establishment, organisation, management and coordination of all aspect of senior football within the club;
  - (c) To take on specific roles and responsibilities as required to effectively manage the junior football program.



## **22 Electing the management committee**

- (1) A member of the management committee may only be elected as follows—
  - (a) any 2 members of the association may nominate another member (the candidate) to serve as a member of the management committee;
  - (b) the nomination must be—
    - (i) in writing; and
    - (ii) signed by the candidate and the members who nominated him or her; and
    - (iii) given to the secretary at least 14 days before the annual general meeting at which the election is to be held;
  - (c) each member of the association present and eligible to vote at the annual general meeting may vote for 1 candidate for each vacant position on the management committee;
  - (d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- (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 member under section 61A of the Act.
- (3) A list of the candidates names in alphabetical order, with the names of the members 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 7 days immediately preceding the annual general meeting.
- (4) If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- (5) The management committee must ensure that, before a candidate is elected as a member of the management committee, 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.

## **23 Resignation, removal or vacation of office of management committee member**

- (1) A member of the management committee may resign from the committee by giving written notice of resignation to the secretary.
- (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) 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.
- (4) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- (5) A member has no right of appeal against the member's removal from office under this rule.
- (6) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

## **24 Vacancies on management committee**

- (1) If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another member of the association to fill the vacancy until the next annual general meeting.

- (2) The continuing members of the management committee may act despite a casual vacancy on the management committee.
- (3) However, if the number of committee members is less than the number fixed under rule 26(1) as a quorum of the management committee, the continuing members may act only to—
  - (a) increase the number of management committee members to the number required for a quorum; or
  - (b) call a general meeting of the association.

## **25 Functions of management committee**

- (1) 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.
- (2) 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.

Note— The Act prevails if the associations rules are inconsistent with the Act—see section 1B of the Act.

- (3) The management committee 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 paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the associations 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 from time to time decide.
- (4) For subrule (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 1 financial institution for the association—the financial institution nominated by the management committee.

## **26 Meetings of management committee**

- (1) Subject to this rule, the management committee may meet and conduct its proceedings as it considers appropriate.
- (2) The management committee must meet at least once every 2 months to exercise its functions.
- (3) The management committee must decide how a meeting is to be called.
- (4) Notice of a meeting is to be given in the way decided by the management committee.
- (5) The management committee 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.

- (6) A committee member who participates in the meeting as mentioned in subrule (5) is taken to be present at the meeting.
- (7) 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.
- (8) A member of the management committee 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.
- (9) The president is to preside as chairperson at a management committee meeting.
- (10) If there is no president or if the president is not present within 10 minutes after the time fixed for a management committee meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

### **27 Quorum for, and adjournment of, management committee meeting**

- (1) At a management committee 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.
- (2) If there is no quorum within 30 minutes after the time fixed for a management committee meeting called on the request of members of the committee, the meeting lapses.
- (3) If there is no quorum within 30 minutes after the time fixed for a management committee meeting called other than on the request of the members of the committee—
  - (a) the meeting is to be adjourned for at least 1 day; and
  - (b) the members of the management committee who are present are to decide the day, time and place of the adjourned meeting.
- (4) If, at an adjourned meeting mentioned in subrule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

### **28 Special meeting of management committee**

- (1) If the secretary receives a written request signed by at least 33% of the members of the management committee, 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.
- (2) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- (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.
- (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) A special meeting of the management committee must be held within 14 days after notice of the meeting is given to the members of the management committee.

### **29 Minutes of management committee meetings**

- (1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting are entered in a minute book.

- (2) To ensure the accuracy of the minutes, the minutes of each management committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next management committee meeting, verifying their accuracy.

### **30 Appointment of subcommittees**

- (1) The management committee may appoint a subcommittee consisting of members of the association considered appropriate by the committee to help with the conduct of the associations operations.
- (2) A member of the subcommittee who is not a member of the management committee is not entitled to vote at a management committee meeting.
- (3) A subcommittee may elect a chairperson of its meetings.
- (4) 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.
- (5) A subcommittee may meet and adjourn as it considers appropriate.
- (6) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

### **31 Acts not affected by defects or disqualifications**

- (1) An act performed by the management committee, a subcommittee or a person acting as a member of the management committee is taken to have been validly performed.
- (2) Subrule (1) applies even if the act was performed when—
  - (a) there was a defect in the appointment of a member of the management committee, subcommittee or person acting as a member of the management committee; or
  - (b) a management committee member, subcommittee member or person acting as a member of the management committee was disqualified from being a member.

### **32 Resolutions of management committee without meeting**

- (1) A written resolution signed by each member of the management committee is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.
- (2) A resolution mentioned in subrule (1) may consist of several documents in like form, each signed by 1 or more members of the committee.

### **33 Annual general meeting**

The annual general meeting of the Club will held on a date as determined by the management committee and 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.

### **34 Business to be conducted at annual general meeting**

- (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 management committee;
  - (d) appointing an auditor or an accountant for the present financial year;

### **35 Notice of general meeting**

- (1) The secretary may call a general meeting of the association.
- (2) The secretary must give at least 14 days notice of the meeting to each member of the association.
- (3) If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
- (4) The management committee may decide the way in which the notice must be given.
- (5) However, notice of the following meetings must be given in writing—
  - (a) a meeting called to hear and decide the appeal of a person against the management committee's decision—
    - (i) to reject the person's application for membership of the association; or
    - (ii) to terminate the person's membership of the association;
  - (b) a meeting called to hear and decide a proposed special resolution of the association.
- (6) A notice of a general meeting must state the business to be conducted at the meeting.

### **36 Quorum for, and adjournment of, general meeting**

- (1) The quorum for a general meeting is at least the number of members elected or appointed to the management committee at the close of the association's last general meeting plus 1.
- (2) However, if all members of the association are members of the management committee, the quorum is the total number of members less 1.
- (3) No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- (4) If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the management committee or the association, the meeting lapses.
- (5) 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 management committee or the association—
  - (a) the meeting is to be adjourned for at least 7 days; and
  - (b) the management committee is to decide the day, time and place of the adjourned meeting.
- (6) 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.
- (7) If a meeting is adjourned under subrule (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (8) The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- (9) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

### **37 Procedure at general meeting**

- (1) A member may take part and vote in a general meeting in person, by proxy, by attorney or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.

- (2) A member who participates in a meeting as mentioned in subrule (1) is taken to be present at the meeting.
- (3) 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 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 of their number to be chairperson of the meeting; and
  - (c) the chairperson must conduct the meeting in a proper and orderly way.

### **38 Voting at general meeting**

- (1) 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.
- (2) 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.
- (3) 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.
- (4) The method of voting is to be decided by the management committee.
- (5) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- (6) If a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides.
- (7) 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.

### **39 Special general meeting**

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

#### 40 Proxies

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

Mt Gravatt Hawks Soccer Club Inc.:  
I, \_\_\_\_\_ of \_\_\_\_\_, being  
a member of the association, appoint \_\_\_\_\_  
of \_\_\_\_\_  
as my proxy to vote for me on my behalf at the (annual) general meeting of the association,  
to be held on the \_\_\_\_\_ day of \_\_\_\_\_  
20\_\_\_\_  
and at any adjournment of the meeting.  
Signed this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_ .  
\_\_\_\_\_  
Signature

- (2) The instrument appointing a proxy must—  
(a) if the appointor is an individual—be signed by the appointor or the appointor's attorney properly authorised in writing; or  
(b) if the appointor is a corporation—  
(i) be under seal; or  
(ii) be signed by a properly authorised officer or attorney of the corporation.
- (3) A proxy may be a member of the association or another person.
- (4) The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
- (5) 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.
- (6) Unless otherwise instructed by the appointor, the proxy may vote as the proxy considers appropriate.
- (7) 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—

Mt Gravatt Hawks Soccer Club Inc.:  
I, \_\_\_\_\_ of \_\_\_\_\_, being  
a member of the association, appoint \_\_\_\_\_  
of \_\_\_\_\_  
as my proxy to vote for me on my behalf at the (annual) general meeting of the association,  
to be held on the \_\_\_\_\_ day of \_\_\_\_\_  
20\_\_\_\_  
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*]

#### 41 Minutes of general meetings

- (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.
- (2) To ensure 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.

- (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.
- (4) The association may require the member to pay the reasonable costs of providing copies of the minutes.

#### **42 By-laws**

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

#### **43 Alteration of rules**

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

#### **44 Common seal**

- (1) The management committee must ensure the association has a common seal.
- (2) The common seal must be—
  - (a) kept securely by the management committee; and
  - (b) used only under the authority of the management committee.
- (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.

#### **45 Funds and accounts**

- (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.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- (3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- (4) A payment by the association of \$500 or more must be made by cheque or electronic funds transfer.
- (5) If a payment of \$100 or more is made by cheque, the cheque must be signed by any 2 of the following—
  - (a) the president;
  - (b) the secretary;
  - (c) the treasurer;
  - (d) any 1 of 3 other members of the association who have been authorised by the management committee to sign cheques issued by the association.
- (6) However, 1 of the persons who signs the cheque must be the president, the secretary or the treasurer.



- (7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- (8) A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.
- (9) All expenditure must be approved or ratified at a management committee meeting.

#### **46 General financial matters**

- (1) On behalf of the management committee, 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.
- (2) The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.

#### **47 Documents**

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

#### **48 Financial year**

The end date of the association's financial year is 30<sup>th</sup> September in each year.

#### **49 Distribution of surplus assets to another entity**

- (1) This rule applies if the association—
  - (a) is wound-up under part 10 of the Act; and
  - (b) has surplus assets.
- (2) The surplus assets must not be distributed among the members of the association.
- (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.
- (4) In this rule— surplus assets see section 92(3) of the Act.