Table of Contents

1. Interpretation 3
2. Name 3
3. Objects 3
4. Powers 3
5. Classes of members 3
6. New Membership 4
7. Membership fees 4
8. Admission and rejection of new members 5
9. When membership ends 5
10. Appeal against rejection or termination of Membership 6
11. General meeting to decide appeal 6
12. Register of members 7
13. Prohibition on use of information on register of members 7
14. General rights of members 8
15. Rights not transferable 8
16. Notice requirements 8
17. Grounds for taking disciplinary action 9
18. Disciplinary subcommittee 9
19. Notice to member 9
20. Decision of subcommittee 10
21. Appeal rights 10
22. Conduct of disciplinary appeal meeting 11
23. Application 11
24. Parties must attempt to resolve the dispute 11
25. Appointment of mediator 11
26. Mediation process 12
27. Failure to resolve dispute by mediation 12
28. Appointment or election of secretary 12
29. Removal of secretary 13
30. Functions of secretary 13
31. Treasurer 14
32. Membership of management committee 14
33. Electing the management committee 14
34. Resignation, removal or vacation of office of management committee member 15
35. Vacancies on management committee 16
36. General Duties of management committee 16
37. Functions of management committee 17
38. Meetings of management committee 18
39. Quorum for, and adjournment of, management committee meeting 18
40. Special meeting of management committee 19
41. Minutes of management committee meetings 19
42. Appointment of subcommittees 19
43. Acts not affected by defects or disqualifications 20
44. Resolutions of management committee without meeting 20
45. Annual general meetings 20
46. Business to be conducted at annual general meeting of level 1 incorporated associations and particular level 2 and 3 incorporated associations 20
47. Business to be conducted at annual general meeting of other level 2 incorporated associations 21
48. Business to be conducted at annual general meeting of other level 3 incorporated associations 21
49. Notice of general meeting 22
50. Quorum for, and adjournment of, general meeting 22
51. Procedure at general meeting 23

52. Voting at general meeting 23
53. Special resolutions 24
54. Determining whether resolution carried 24
55. Special general meeting 25
56. Proxies 25
57. Minutes of general meetings 25
58. Alteration of rules 26
59. Common seal 26
60. Funds and accounts 27
61. General financial matters 27
62. Documents 27
63. Financial Year 28
64. Distribution of surplus assets to another entity 28
65. Publicity 28
66. Association Emblem 28
67. Rules of the game 28
68. By-laws 28
69. Tennis Queensland — Mandatory clauses 29

Mooloolaba Tennis Club Inc. By-Laws; 30

1. Interpretation

(1) In these rules—

Act means the *Associations Incorporation Act 1981.*

Present—

a. At a management committee meeting, see rule 22(6); or

b. At a general meeting, see rule 36(2).

c. Tennis Queensland means Royal Queensland Lawn Tennis Association Ltd.

d. Tennis Australia means The Lawn Tennis Association of Australia.

(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

(1) The name of the incorporated association is MOOLOOLABA TENNIS CLUB INC.

3. Objects

(1) The objects of the association are— to promote, encourage and advance the game of tennis and to provide, control and maintain suitable grounds and premises for this purpose.

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) Ordinary senior members.

(b) Ordinary junior members.

(c) Life members.

(d) Honorary members.

(2) The number of ordinary members is unlimited

(3) Admissions of ordinary Senior Members shall be available only to persons aged 18 years old or over at the date of application for admission

(4) Admission of ordinary Junior Members shall be available to persons aged less than 18 years at the date of application for admission.

6. New Membership

(1) An applicant for membership of the association must be proposed by 1 member of the association (the ***proposer***) and seconded by another member (the ***seconder***).

(2) An application for membership must be—

(a) In writing; and

(b) Signed by the applicant and the applicants proposer and seconder; and

(c) In the form decided by the management committee.

(3) Any person who has given outstanding service to the Association may be elected as a Life Member. A written nomination must be submitted to the Management Committee. If it is approved by a two-thirds majority of the Management Committee, it will then be submitted to the next Annual General Meeting where it must also be approved by a two-thirds majority.

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 the members from time to time at a general meeting; and

(b) Is payable when, and in the way, the management committee decides.

(c) The management committee may determine that any new member who joins after the start of a financial year must, for that financial year, pay a fee equal to—

(i) the full annual subscription; or

(ii) a pro rata annual subscription based on the remaining part of the financial year; or

(iii) a fixed amount determined from time to time by the management

committee.

(2) The rights of a member (including the right to vote) who has not paid the annual subscription by the due date are suspended until the subscription is paid.

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, record the resolution in the minutes of the committee meeting 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. When membership ends

(1) All Memberships terminate at midnight on 31st December each year or the date decided by a majority vote of Members at a General Meeting.

(2) The membership of a person ceases on resignation, expulsion or death.

(3) If a person ceases to be a member of the Association, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

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

(5) 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.

(6) A member is taken to have resigned if—

(a) the member's annual subscription is more than 2 months in arrears; or

(b) where no annual subscription is payable—

(i) the Secretary has made a written request to the member to confirm that he or she wishes to remain a member; and

(ii) the member has not, within 2 months after written request has been sent to the last recorded address of the member, confirmed in writing that he or she wishes to remain a member.

(7) 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.

(8) Before the management committee terminates a member's membership, for any other reason, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.

(9) 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.

10. Appeal against rejection or termination of Membership

(1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.

(2) A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.

(3) 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.

11. General meeting to decide appeal

(1) The general meeting to decide an appeal must be held within 3 months after the secretary receives the notice of intention to appeal.

(2) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.

(3) 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.

(4) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.

(5) 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.

12. 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 date of admission as a member;

(d) The date of death or time of resignation of the member;

(e) Details about the termination or reinstatement of membership;

(f) Any other particulars the management committee or the members at a general meeting decide.

(3) A register of Members names must be open for inspection by members of the association at all reasonable times.

(4) If a member requires further details, that member may apply in writing to the committee, stating the reason said details are required before the committee may allow the request.

(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 if the management committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

13. 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) Sub rule (1) does not apply if the use or disclosure of the information is approved by the association.

14. General rights of members

(1) A member of the association who is entitled to vote has the right—

(a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and

(b) to submit items of business for consideration at a general meeting; and

(c) to attend and be heard at general meetings; and

(d) to vote at a general meeting; and

(e) to have access to the minutes of general meetings and other documents of the Association as provided under rule 57.3; and

(f) to inspect the register of members.

(2) A member is entitled to vote if—

(a) the member is a member other than an associate member; and

(b) more than 182 days have passed since he or she became a member of the Association; and

(c) the member's membership rights are not suspended for any reason

15. Rights not transferable

(1) The rights of a member are not transferable and end when membership ceases.

16. Notice requirements

(1) Any notice required to be given to a member or a committee member under these Rules may be given—

(a) by handing the notice to the member personally; or

(b) by sending it by post to the member at the address recorded for the member on the register of members; or

(c) by email or facsimile transmission.

(2) Any notice required to be given to the Association or the Committee may be given—

(a) by handing the notice to a member of the Committee; or

(b) by sending the notice by post to the registered address; or

(c) by leaving the notice at the registered address; or

(d) If the Committee determines that it is appropriate in the circumstances—

(i) by email to the email address of the Association or the Secretary; or

(ii) by facsimile transmission to the facsimile number of the Association.

Disciplinary action

17. Grounds for taking disciplinary action

(1) The Association may take disciplinary action against a member in accordance with this Division if it is determined that the member—

(a) has failed to comply with these Rules; or

(b) refuses to support the purposes of the Association; or

(c) has engaged in conduct prejudicial to the Association.

18. Disciplinary subcommittee

(1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.

(2) The members of the disciplinary subcommittee—

(a) may be Committee members, members of the Association or anyone else; but

(b) must not be biased against, or in favour of, the member concerned.

19. Notice to member

(1) Before disciplinary action is taken against a member, the Secretary must give written notice to the member—

(a) stating that the Association proposes to take disciplinary action against the member; and

(b) stating the grounds for the proposed disciplinary action; and

(c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the ***disciplinary meeting***); and

(d) advising the member that he or she may do one or both of the following—

(i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;

(ii) give a written statement to the disciplinary subcommittee at any time

before the disciplinary meeting; and

(e) setting out the member's appeal rights under rule 21.

(2) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

20. Decision of subcommittee

(1) At the disciplinary meeting, the disciplinary subcommittee must—

(a) give the member an opportunity to be heard; and

(b) consider any written statement submitted by the member.

(2) After complying with subrule (1), the disciplinary subcommittee may—

(a) take no further action against the member; or

(b) subject to subrule (3)—

(i) reprimand the member; or

(ii) suspend the membership rights of the member for a specified period; or

(iii) expel the member from the Association.

(3) The disciplinary subcommittee may not fine the member.

(4) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

21. Appeal rights

(1) A person whose membership rights have been suspended or who has been expelled from the Association under rule 20 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.

(2) The notice must be in writing and given—

(a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or

(b) to the Secretary not later than 48 hours after the vote.

(3) If a person has given notice under subrule (2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 21 days, after the notice is received.

(4) Notice of the disciplinary appeal meeting must be given to each member of the Association who is entitled to vote as soon as practicable and must—

(a) specify the date, time and place of the meeting; and

(b) state—

(i) the name of the person against whom the disciplinary action has been taken; and

(ii) the grounds for taking that action; and

(iii) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

22. Conduct of disciplinary appeal meeting

(1) At a disciplinary appeal meeting—

(a) no business other than the question of the appeal may be conducted; and

(b) the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and

(c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.

(2) After complying with subrule (1), the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.

(3) A member may not vote by proxy at the meeting.

(4) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

Grievance procedure

23. Application

(1) The grievance procedure set out in this Division applies to disputes under these Rules between—

(a) a member and another member;

(b) a member and the Committee;

(c) a member and the Association.

(2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

24. Parties must attempt to resolve the dispute

(1) The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

25. Appointment of mediator

(1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 24, the parties must within 10 days—

(a) notify the Committee of the dispute; and

(b) agree to or request the appointment of a mediator; and

(c) attempt in good faith to settle the dispute by mediation.

(2) The mediator must be—

(a) a person chosen by agreement between the parties; or

(b) in the absence of agreement—

(i) if the dispute is between a member and another member—a person appointed by the Committee; or

(ii) if the dispute is between a member and the Committee or the Association—a person appointed or employed by the Dispute Settlement Centre of Victoria.

(3) A mediator appointed by the Committee may be a member or former member of the Association but in any case must not be a person who—

(a) has a personal interest in the dispute; or

(b) is biased in favour of or against any party.

26. Mediation process

(1) The mediator to the dispute, in conducting the mediation, must—

(a) give each party every opportunity to be heard; and

(b) allow due consideration by all parties of any written statement submitted by any party; and

(c) ensure that natural justice is accorded to the parties throughout the mediation process.

(2) The mediator must not determine the dispute.

27. Failure to resolve dispute by mediation

(1) If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

28. 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 association's management committee;

(ii) Another member of the association;

(iii) Another person.

(2) If the association has not elected an interim officer as secretary for the association before its incorporation, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after incorporation.

(3) 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.

(4) If the management committee appoints a person mentioned in sub rule (l)(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.

(5) However, if the management committee appoints a person mentioned in sub rule (l)(b)(ii) as secretary to fill a casual vacancy on the management committee, the person becomes a member of the management committee.

(6) If the management committee appoints a person mentioned in sub rule (1)(b)(iii) as secretary, the person does not become a member of the management committee.

(7) 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.

29. 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 28 (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 28 (1) (b) (ii) and who has been appointed to a casual vacancy on the management committee under rule 28 (5), the person remains a member of the management committee.

30. 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.

31. Treasurer

(1) The Treasurer must—

(a) receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association; and

(b) ensure that all moneys received are paid into the account of the Association as soon as practical; and

(c) make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds; and

(d) ensure cheques are signed by at least two of the three signatories held by the bank.

(2) The Treasurer must—

(a) ensure that the financial records of the Association are kept in accordance with the Act; and

(b) co-ordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual general meeting of the Association.

(3) The Treasurer must ensure that at least one other committee approved committee member has access to the accounts and financial records of the Association.

32. Membership of management committee

(1) The management committee of the association consists of a president, treasurer, and any other members the association members elect at a general meeting.

(2) A member of the management committee, other than a secretary appointed by the management committee under rule 28 (1) (b) must be a member of the association.

(3) At each annual general meeting of the association, the members of the management committee must retire from office, but are eligible, on nomination, for re-election.

(4) A member of the association may be appointed to a casual vacancy on the management committee under rule 35.

33. 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 candidate's 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.

34. 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.

35. 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 39 (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.

36. General Duties of management committee

(1) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act.

(2) The Committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these Rules.

(3) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.

(4) Committee members must exercise their powers and discharge their duties—

(a) in good faith in the best interests of the Association; and

(b) for a proper purpose.

(5) Committee members and former committee members must not make improper use of—

(a) their position; or

(b) information acquired by virtue of holding their position—

(i) so as to gain an advantage for themselves or any other person or to cause detriment to the Association.

(ii) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a

general meeting.

37. 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 association's 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 sub rule (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.

38. 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 4 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 sub rule (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.

39. 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 sub rule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

40. 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.

41. 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.

42. 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.

43. 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) Sub rule (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.

44. 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 sub rule (1) may consist of several documents in like form, each signed by 1 or more members of the committee.

45. Annual general meetings

Each 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.

46. Business to be conducted at annual general meeting of 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) Electing members of the management committee;

(d) For a level 1 incorporated association—appointing an auditor or an accountant for the present financial year;

(e) For a level 2 incorporated association 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.

47. Business to be conducted at annual general meeting of 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;

(c) Electing members of the management committee;

(d) Appointing an auditor, an accountant or an approved person for the present financial year.

48. Business to be conducted at annual general meeting of 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;

(c) Electing members of the management committee.

49. 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-

(iii) To reject the person's application for membership of the association; or

(iv) 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.

50. 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 sub rule (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.

51. Procedure at general meeting

(1) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.

(2) For the purposes of this Part, a member participating in a general meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

(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.

52. 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.

(8) The only members eligible to vote are financial senior members and life members who have held Senior Membership for the immediate preceding 182 days.

53. Special resolutions

A special resolution is passed if not less than three quarters of the members voting at a general meeting vote in favour of the resolution.

Note

In addition to certain matters specified in the Act, a special resolution is required—

(a) to remove a committee member from office ;

(b) to alter these Rules, including changing the name or any of the purposes of the Association.

54. Determining whether resolution carried

(1) Subject to subsection (2), the Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been—

(a) carried; or

(b) carried unanimously; or

(c) carried by a particular majority; or

(d) lost—,

and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.

(2) If a secret ballot is demanded in accordance with Rule 52:

(a) the ballot must be taken at the meeting in the manner determined by the Chairperson of the meeting; and

(b) the Chairperson must declare the result of the resolution on the basis of the ballot.

(3) a ballot demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.

(4) a ballot demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

55. 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 sub rule (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 sub rule (1)(b); or

(c) Is given the written notice of an intention to appeal mentioned in sub rule (1)(c).

(4) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

56. Proxies

(1) No proxy or postal voting will be allowed at any general meeting including at an AGM or SGM, or any disciplinary appeal meeting.

(2) Notice of a general meeting given to a member under rule 49 must state that-

(a) a member may not appoint another member as a proxy for the meeting:

(b) postal votes will not be allowed.

57. 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—

(c) 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

(d) 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.

58. 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.

59. 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.

60. 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 $100 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 two 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.

61. 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.

62. Documents

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

63. Financial Year

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

64. 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.

65. Publicity

Only the President, Vice-President, Secretary or nominated member may make a statement on the Association's affairs at a public meeting or to the media.

66. Association Emblem

The Association's emblem shall be a blue "Snapper"

67. Rules of the game

The rules of the game under which members shall play shall be those adopted by Tennis Queensland.

68. 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.

69. Tennis Queensland — Mandatory clauses

(1) The association shall affiliate with Tennis Queensland and the Secretary shall sign such application forms as may be required under the Tennis Queensland Articles of Association and By-Laws on behalf of the association. The association shall pay affiliation fees and other fees, which shall be of such amount and payable at such times as may be prescribed in By-Laws of Tennis Queensland.

(2) Members of the association shall, so far as the same are applicable, be bound by and shall comply with the Memorandum of Association, Articles of Association and By-Laws of Tennis Queensland in relation to the playing of the sport.

(3) Members of the association shall be Registered Affiliates of that Company, Tennis Queensland, but shall not be Company Members, and consequently, shall not be conferred, or imposed with the rights and obligations of Company Membership.

(4) Members of the association shall pay to the association Registered Affiliate Fees, which shall be of such an amount and payable at such times as may be prescribed in the By-Laws of Tennis Queensland. Registered Affiliate Fees collected by the association shall be forwarded to Tennis Queensland on a monthly basis.

(5) Only Tennis Australia approved balls shall be used for fixtures, tournaments and any other competitions.

END

Mooloolaba Tennis Club Inc. By-Laws;

a) All fees and privileges to be set annually at the AGM.

b) Any queries arising must be put in writing to the Management Committee, as they are the sole interpreters of the Club rules. Any guidance sought or offered by a Committee member should be adhered to but is only that person's opinion and would be clarified by the Committee at a meeting if so required.

c) An up to date copy of the model and playing rules to be placed in the Clubhouse for perusal by all members.

d) No advertising or information material to be placed in or on Club premises without approval of the Management Committee.

e) Children's behavior is the responsibility of their parents or guardians. The Club provides playing areas, but is not responsible for their supervision.

f) Tennis Queensland Dress Code and Court behavior should be adhered to.

g) Annual fees are due and payable from the 1ST t January each year.

h) Life and Honorary members are excluded from paying club membership.

END