



CONSTITUTION OF ASHGROVE RANGERS ATHLETIC CLUB INC

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NAME

1. The name of the incorporated association shall be ASHGROVE RANGERS ATHLETIC CLUB INC. (in these rules called "the Association").

OBJECTS

2. The objects for which the Association is established are:

(a) To promote athletics as set out in the Memorandum and Articles of Association of the Queensland Athletic Association Limited by establishing and maintaining such facilities and services as are calculated to be appropriate to the practice and competition of athletics.

(b) To conduct athletic meetings in the Ashgrove area.

POWERS

3. Solely for the purpose of carrying out the aforesaid objects and not otherwise the powers of the Association are:

- (1) To cooperate with any other association, whether incorporated or not, whose objects are altogether or in part similar to those of the Association;
- (2) To make such rules as are necessary for the proper conduct of the Association;
- (3) To raise money and create funds for any purpose of the Association by subscription or otherwise and to use such funds for carrying out the said objects of the Association;
- (4) To buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises;
- (5) To acquire any lands, buildings or property, real and personal, and any rights or privileges which may be requisite for the purpose of, or capable of being conveniently used in connection with any of the objects of the Association;
- (6) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit;
- (7) To print and publish any information in any form of media, leaflet or book that the association may think desirable for the promotion of its objects;
- (8) To assist all schools in the Association's district where practicable by offering coaching and any other facility or assistance the Association is able to provide;
- (9) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association;
- (10) To employ or enter into a contract with any individual person or entity.

CLASSES OF MEMBERS

4. (1) The membership of the Association shall consist of the following classes of members:

(a) Registered member – A person who is registered with the Queensland Athletic Association Limited. Such member may be a competitor, official, volunteer or coach.

(b) Honorary member - A person, who is capable of furthering the objectives of the Association, may be granted such membership by election at the annual general meeting of the Association. Such member shall not be entitled to voting rights. Such membership shall terminate not later than the day immediately preceding the next annual general meeting held after their election.

(c) Life Member - Life membership may be awarded to a member who has rendered at least 10 years meritorious service to the Association by the vote

of at least two-thirds of the members present and eligible to vote at an annual general meeting. Life members shall not be required to pay any subscriptions or levies that may be imposed by the Association. Life members shall be entitled to the same rights as registered members. Life members shall receive a badge of the Association with the date of their election to life membership engraved thereon. A life member may also be a registered member.

(2) The number of members in each class of membership shall be unlimited.

(3) Members aged less than 18 years shall not:

(a) vote at a general meeting,

(b) be counted for the purpose of determining if a quorum is present for a general meeting,

(c) nominate a member of the Association to serve as an officer or other member of the management committee, or

(d) be a member of the management committee.

MEMBERSHIP APPLICATION

5. Every application for membership of the Association shall be on the prescribed application form signed by the applicant or applicant's parent/guardian (where appropriate) in such form as the management committee from time to time prescribes. The management committee may request the application be made available at the next committee meeting.

MEMBERSHIP FEES

6. (1) The membership fees for each class of membership other than life membership shall be such sum as the management committee shall from time to time determine.

(2) The membership fees for each class of membership shall be payable at a time and in such manner as determined by the management committee from time to time.

(3) A member whose membership fees are in arrears shall not:

(a) vote at a general meeting; or

(b) be an officer or other member of the management committee; or

(c) nominate a member to serve as an officer or other member of the management committee; or

(d) be entitled to inspect the minutes of meetings, register of members or other records of the Association.

RESIGNATION AND TRANSFER OF MEMBERSHIP

7. (1) A member may resign from the Association at any time by giving notice in writing to the secretary. Such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date. All outstanding fees and charges shall be settled by such member at the date of notice.

(2) Applications for transfer to another club must be submitted to the Queensland Athletic Association Limited on the appropriate form.

TERMINATION AND SUSPENSION OF MEMBERSHIP

8. (1) If a member:

- (a) is convicted of an indictable offence; or
- (b) fails to comply with any of the provisions of these rules; or
- (c) has membership fees in arrears for a period of two months or more; or
- (d) conducts themselves in a manner considered to be injurious or prejudicial to the character or interests of the Association;

the management committee shall consider whether their membership shall be terminated or suspended for a specific period. Any member dealt with under this rule shall receive seven (7) days notice to attend a specified meeting of the committee. Such notice shall clearly state the purpose for which the member has been requested to attend.

(2) The member concerned shall be given a full and fair opportunity of presenting their case and if the management committee resolves to recommend to terminate the person's membership it shall instruct the secretary to call a special general meeting to consider its recommendation and to advise the member in writing accordingly. At such special general meeting the member shall be given a fair and full opportunity of presenting their case and if the special general meeting endorses the management committee recommendation the secretary shall confirm the decision in writing to the member.

APPEAL (against rejection or suspension of membership)

9.(1) A person whose application for membership has been rejected or whose membership has been suspended may within one month of receiving written notification thereof, lodge with the secretary written notice of their intention to appeal against the decision of the management committee.

(2) Upon receipt of a notification of intention to appeal against rejection or suspension of membership, the secretary shall convene within three months of the date of receipt of such notice, a general meeting to determine the appeal. At any such meeting the appellant shall be given the opportunity to fully present their case and the management committee or those members thereof who rejected the application for membership or suspended the membership subsequently shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of the members present at such meeting.

(3) Where a person whose application is rejected, does not appeal against the decision of the management committee within the time prescribed by these rules or so appeals but the appeal is unsuccessful, the secretary shall forthwith refund the amount of any fee paid.

REGISTER OF MEMBERS

10. (1) The registrar or secretary or their nominee shall cause a register to be kept which shall be retained as a permanent record of all members. The register shall record:

- (a) the name and residential address of all persons admitted to membership of the Association;
- (b) the date/s of admission of each member;
- (c) the date of death or resignation of each member;
- (d) details of the termination or reinstatement of membership;
- (e) the appointment of various positions within the Association, state and national representatives and when life membership was awarded; and
- (f) any other particulars the management committee or members at a general meeting decide.

(2) Subject to rule 6(3), the register of current members' names shall be made available for inspection at all reasonable times to any member who previously applies to the secretary for such inspection.

ELECTING THE MANAGEMENT COMMITTEE

11. (1) The management committee of the Association shall consist of the president, the vice-president, the secretary (subject to clause 11(2) below), and the treasurer, all of whom shall be registered members of the Association and of such number of other registered members as the members of the Association at any general meeting may from time to time elect or appoint. The number of other members shall be no fewer than three (3) or more than five (5).

(2) The secretary may be elected by the members of the Association or may be appointed by the management committee as an employee of the Association. To remove any doubt it is declared that, except where the management committee appoints a secretary as an employee of the Association, the management committee may only appoint a secretary under the provision of rule 14(1). The secretary shall be the executive officer of the Association and shall undertake the duties as allocated by the management committee. A secretary appointed as an employee of the Association shall not have voting rights at management committee meetings.

(3) At the annual general meeting of the Association, all of the members of the management committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.

(4) The election of officers and other members of the management committee shall take place in the following manner:

- (a) Subject to rule 4(3), rule 6(3) and rule 11(1), any two members of the Association may nominate any other member of the Association to serve as an officer or other member of the management committee.

(b) The nomination, which shall be in writing and signed by the member and the proposer and seconder, shall be lodged with the secretary at least fourteen (14) days before the annual general meeting at which the election is to take place.

(c) A list of the candidates' names in alphabetical order, with the proposer and seconders' names, shall be posted in a conspicuous place in the office or usual place of meeting of the Association and on the web-site of the Association for at least seven (7) days immediately preceding the annual general meeting.

(d) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order.

(e) Subject to rule 4(3) and rule 6(3), each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies.

(f) Should, at the commencement of such meeting, there be an insufficient number of candidates nominated for any particular position, nominations may be taken from the floor of the meeting for that position.

VACANCIES ON THE MANAGEMENT COMMITTEE

12. Any member of the management committee may resign from membership of the management committee at any time by giving notice in writing to the secretary. Such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice, when it shall take effect on that later date.

13. A member of the management committee may be removed from office at a general meeting of the Association where that member shall be given the opportunity to fully present their case. The question of removal shall be determined by the vote of the members present at such a general meeting.

14. (1) Subject to rule 4(3) and rule 6(3) the management committee shall have the power at any time to appoint any member of the Association to fill any casual vacancy on the management committee until the next annual general meeting.

(2) The continuing members of the management committee may act notwithstanding any casual vacancy in the management committee, but if and so long as their number is reduced below the number fixed by or pursuant to these rules as the necessary quorum of the management committee, the continuing member or members may act for the purpose of increasing the number of members of the management committee to that number or of summoning a general meeting of the Association, but for no other purpose.

FUNCTIONS OF THE MANAGEMENT COMMITTEE

15. (1) Except as otherwise provided by these rules and subject to the resolutions of the members of the Association carried at any general meeting, the management committee:

- (a) shall have the general control and management of the administration of the affairs, property and funds of the Association; and
- (b) shall have authority to interpret the meaning of these rules and any matter relating to the Association on which these rules are silent.

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- (2) The management committee may only exercise the powers of the Association to raise funds by way of loans and debentures if at a special general meeting of the Association the members vote in a two-thirds majority to do so. The members of the Association may decide to:
 - (a) borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same 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 and in particular by the issue of debentures, perpetual or otherwise, charged upon any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities; and/or
 - (b) borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by the Reserve Bank of Australia whether the term of the loan be short or long, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities; and/or
 - (c) invest in such manner as the members of the Association may from time to time determine.

MEETINGS OF THE MANAGEMENT COMMITTEE

- 16. (1) The Management Committee shall meet every calendar month to exercise its functions.
- (2) (a) A special meeting of the management committee shall be convened by the secretary on the requisition in writing signed by not less than one-third of the members of the management committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- (b) The secretary shall issue notice in writing, or by electronic transmission sent from the electronic address of the secretary, of a special meeting of the management committee within seven (7) days of receiving a requisition in writing that complies with the provisions of rule 16(2)(a).
- (c) Any special meeting of the management committee must be held not less than seven (7) nor more than fourteen (14) days from the date of the issue of the notice of the meeting.
- (3) A quorum at every meeting of the management committee shall be five (5) members of the management committee.
- (4) Subject as previously provided in this rule, the management committee may meet and regulate its proceedings as it thinks fit; provided that questions arising at any meeting of the management committee shall be decided by a

majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.

(5) A member of the management committee shall not vote in respect of any contract or proposed contract with the Association in which the member has an interest or potentially has a vested interest or any matter arising therefrom, and if the member does so vote the vote of the member shall not be counted.

(6) The president shall preside as chairperson at every meeting of the management committee, or if there is no president, or if at any meeting the chairperson is not present within ten minutes after the time appointed for holding the meeting, the vice-president shall be chairperson or if the vice-president is not present at the meeting then the members may choose one of their number to be chairperson of the meeting.

(7) If within half an hour from the time appointed for the commencement of a management committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the management committee, shall lapse. In any other case it shall stand adjourned to the same day and at such other time and place as the management committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the meeting shall lapse.

(8) The secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every management committee meeting to be entered in a book. Subject to rule 6(3), such minutes shall be open for inspection at all reasonable times by any member of the Association who previously applies to the secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes the minutes of every management committee meeting shall be signed by the chairperson of that meeting or the chairperson of the succeeding management committee meeting verifying their accuracy.

17. (1) The management committee may delegate any of its powers to a sub-committee consisting of such members of the Association as the management committee thinks fit. The instrument appointing a sub-committee is to state the purpose of the sub-committee and the powers delegated to the sub-committee. The management committee may appoint any sub-committee chairperson to the management committee from time to time, but any sub-committee chairperson so appointed shall not have voting rights at management committee meetings except where the appointment is under the provision of rule 14(1).

(2) A sub-committee may elect a chairperson of its meetings. If no such chairperson is elected, or if at any meeting the chairperson is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their number to be chairperson of the meeting.

(3) A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.

18. All acts done by any meeting of the management committee or of a sub-committee or by any person acting as a member of the management committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the management committee or any person acting as aforesaid, or that the members of the management committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the management committee.

19. A resolution in writing signed by a majority of the members of the management committee for the time being entitled to receive notice of a meeting of the management committee shall be as valid and effectual as if it had been passed at a meeting of the management committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the management committee. An electronic transmission sent from the electronic address of a member of the management committee is a valid document for the purpose of this rule.

ANNUAL GENERAL MEETING

20. (1) The annual general meeting shall be held within three (3) months of the close of the financial year.

(2) The business to be transacted at every annual general meeting shall be:

- (a) the receiving of the management committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the association for the preceding financial year;
- (b) the receiving of the auditor's report upon the books and accounts for the preceding financial year;
- (c) the election of officers of the Association and other members of the management committee, and delegates to the Queensland Athletic Association Limited;
- (d) the appointment of an auditor;
- (e) the appointment of a patron;
- (f) the election of other positions as the management committee may determine from time to time as necessary;
- (g) the election of delegate/s to the Queensland Masters Athletic Association Inc; and
- (h) general business.

GENERAL MEETINGS

21. The secretary shall convene a general meeting:

- (a) when directed to do so by the management committee; or

(b) on the requisition in writing signed by not less than one-third of the members presently on the management committee or of not less than the number of ordinary members of the Association which equals double the number of members presently on the management committee plus one. Such requisition shall clearly state the reasons why the special general meeting is being convened and the nature of the business to be transacted thereat; or
(c) on being given a notice in writing of an intention to appeal against the decision of the management committee to reject an application for membership or to suspend the membership of any person.

22. (1) At any general meeting the number of members required to constitute a quorum shall be double the number of members presently on the management committee plus one.

(2) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.

(3) If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of members of the management committee or the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the management committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.

(4) (a) The chairperson may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(b) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

(c) Save as above it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

(5) The powers of the Association to raise funds by way of loans and debentures shall only be decided at a special general meeting of the Association where the members vote in a two-thirds majority to do so.

23. (1) The secretary shall convene all general meetings of the Association by giving not less than fourteen (14) days notice of any such meeting to the members of the Association.

(2) The manner by which such notice shall be given shall be determined by the management committee; provided that notice of any meeting convened for the purpose of hearing and determining an appeal of a member against the rejection or suspension of their membership by the management committee shall be given in writing.

(3) Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

24. Unless otherwise provided by these rules, at every general meeting:

(1) the president shall preside as chairperson, or if there is no president, or if at any meeting the president is not present within fifteen minutes after the time appointed for holding of the meeting or is unwilling to act, the vice-president shall be chairperson or if the vice-president is not present or is unwilling to act, then the members present shall elect one of their number to be chairperson of the meeting;

(2) the chairperson shall maintain order and conduct the meeting in a proper and orderly manner;

(3) every question, matter or resolution shall be decided by a majority of votes of the members present;

(4) every member present shall be entitled to one vote and in the case of an equality of votes the chairperson shall have a second or casting vote;

(5) voting shall be by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which event there shall be a secret ballot. The chairperson shall appoint two members to conduct the secret ballot in such manner as the chairperson shall determine and the result of the ballot as declared by the chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded; and

(6) the secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every general meeting to be entered in a book to be open for inspection at all reasonable times by any member who previously applies to the secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes the minutes of every general meeting shall be signed by the chairperson of that meeting or the chairperson of the succeeding general meeting; provided that the minutes of any annual general meeting shall be signed by the chairperson of that meeting or the chairperson of the succeeding general meeting or annual general meeting.

BY-LAWS (Implementation of)

25. (1) The management committee may from time to time make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Association.

(2) Any by-law may be set aside by a general meeting of the Association.

ALTERATION OF RULES

26. Subject to provisions of the Associations Incorporation Act 1981, these rules may be amended, rescinded or added to from time to time by a special

resolution carried at any general meeting; provided that no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the chief executive and provided that such change shall not be valid unless the same shall have been previously submitted to and approved by the Queensland Athletic Association Limited.

COMMON SEAL

27. If the Association has a common seal, the management committee shall ensure its safe custody and shall decide the conditions for its use.

FUNDS AND ACCOUNTS

28. (1) The funds of the Association shall be banked in the name of the Association in such bank as the management committee may from time to time direct.

(2) Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Association and the particulars usually shown in books of like nature.

(3) All moneys shall be banked as soon as practicable after receipt thereof.

(4) All amounts of twenty dollars or over shall be paid by cheque signed by any two of the president, secretary, treasurer or other member authorised from time to time by the management committee.

(5) Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupment which may be open.

(6) The management committee shall determine the amount of petty cash that shall be kept on the imprest system. To remove any doubt, it is declared that the amount of petty cash held by the Association shall always be accounted for by way of cash plus the value of expenditure vouchers issued.

(7) All expenditure shall be approved or ratified at a management committee meeting.

(8) As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing particulars of:

- (a) the income and expenditure for the financial year just ended; and
- (b) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.

(9) All such statements shall be examined by the auditor who shall present a report upon such audit to the secretary prior to the holding of the next annual general meeting following the financial year in respect of which such audit was made.

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

DOCUMENTS

29. The management committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

FINANCIAL YEAR

30. The financial year of the Association shall close on 30 June each year, except that the period from 1 April 2010 to 30 June 2011 shall be a reportable financial year for the Association.

DISTRIBUTION OF SURPLUS ASSETS

31. If the Association shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981, and there remains after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to the Queensland Athletic Association Limited.