

Archery Queensland Inc Constitution

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(3).

(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 Archery Queensland Inc (*the association*).

3 Recital and objects

- (1) The association, Archery Queensland Inc, has been established to be the governing body for archery in Queensland.
- (2) The constitution of Archery Queensland Inc has been established such that founding bodies can be one or both of the existing incorporated associations (the Regional Governing Bodies) namely the South Queensland Archery Society Inc and the North Queensland Archery Association Inc
- (3) It is recognised that Queensland is a large diverse state and that for efficient local administration it may be desirable to have administrative regions within the state.
- (4) The 2 existing Regional Governing Bodies, should they both become founding ordinary members, shall form the two geographic administrative regions within Queensland as part of Archery Queensland Inc, for the day to day running of the sport of archery within their region in Queensland, but reporting to Archery Queensland Inc in furthering the objectives of the association and following the directions of Archery Queensland Inc on state matters and state wide programmes.

The objects of the association are —

- (1) To promote archery as a recreational and as a competitive sport in Queensland.
- (2) To be recognised by and establish and maintain a relationship (affiliate) with Archery Australia and World Archery (Fita) via Archery Australia.
- (3) To be the overarching governing body for the sport of archery in Queensland.
- (4) To represent in Queensland the sport of archery to the State Government, and to other sporting associations, including the Olympic movement and the Commonwealth Games Association.
- (5) To provide state wide programs for the advancement of the sport of archery in Queensland.

- (6) To sponsor or arrange State archery events and tournaments.
- (7) To promote skills development and support participation in the sport of archery at all levels.
- (8) To promote a safe and enjoyable drug free sport.
- (9) To host or support national and/or international events on behalf of Archery Australia or other bodies.
- (10) To follow the shooting rules of Archery Australia and World Archery (Fita).

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 take over the funds and other assets and liabilities of unincorporated associations (*unincorporated association*).
- (4) The association may issue secured and unsecured notes, debentures and debenture stock for the association.
- (5) The association may adopt the policies and procedures of bodies it affiliates with, e.g. Archery Australia's Inc policies, procedures and archery rules, and may supplement these as it see fit from time to time.
- (6) The association may arrange any relevant insurance through bodies it affiliates with, e.g. an Archery Australia Inc insurance policy that names 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 members
 - b. Affiliates
 - c. Life affiliates
 - d. Honorary affiliates
 - e. Temporary affiliates
 - f. Associates
- (5) The number of ordinary members is unlimited.
- (6) The ordinary members shall be of the following subclasses;
 - a. Both or either of the Regional Governing Bodies of Archery Queensland Inc, the South Queensland Archery Society Inc and the North Queensland Archery Association Inc, on agreeing to become ordinary members, e.g. at the founding of Archery Queensland or at a later date.

- b. The 7 largest archery clubs in South Queensland Archery Society Inc and the 7 largest archery clubs in North Queensland Archery Association Inc (as measured by the number of adult full shooting affiliate members who are financial with Archery Australia), that are incorporated, and also affiliated with Archery Australia, and also affiliated with either the South Queensland Archery Society Inc or the North Queensland Archery Association Inc, and that have been invited by the management committee and that have agreed to become ordinary members. Such ordinary membership shall apply from the time of declaration by the management committee of the results of a census (or other means) for determining the number of financial adult shooting affiliate members registered with Archery Australia. Should an ordinary member loose the ranking as one of the 7 largest clubs then it will cease to be an ordinary member from the time of the declaration of the census by the management committee, however the club shall remain as an associate club of Archery Queensland.

Archery clubs that do not meet the requirements of b. above may be recognised by the management committee as associates, but as they are not ordinary members will not be entitled to vote at a general meeting.

To determine the requirements of b. above the management committee shall at least every 2 years arrange a census or other means to review the status of the archery bodies. Archery bodies so determined and accepting ordinary membership shall remain ordinary members between such censuses and until declaration by the management committee.

- (7) The founding Regional Governing Bodies as well as being ordinary members of the association shall manage day to day operations of the sport of archery in the State of Queensland as geographic regions of Archery Queensland Inc, but on state matters and state wide programmes shall be subject to the overarching direction by Archery Queensland Inc.
- (8) The powers of the ordinary members exercised at general meetings shall be exercised by delegates appointed by the ordinary member organisations. The number of delegates that may be appointed and the votes allotted is covered by rule 36.
- (9) Should a Regional Governing Body be wound-up as an incorporated organisation or withdraw (resign) from ordinary membership of the association or merge with Archery Queensland, then Archery Queensland shall endure. In this event any ongoing Regional Governing Body shall remain as an ordinary member. Also in this event the management committee may approve new geographic distribution of area for new administrative divisions in Queensland, including increasing or decreasing the number of administrative divisions. However no reduction or increase in the geographic area of a Regional Governing Body's region shall take place without the consent of the remaining Regional Governing Body concerned. Any new administrative division shall not be an incorporated body but fall under the general management direction of the association. New administrative divisions shall be managed for the day to day operations as determined by the management committee, and an oversight committee may also be appointed by the

management committee. New administrative divisions shall have no rights as members of the association.

- (10) Affiliates, life affiliates and honorary affiliates shall be the individual persons (natural persons) who are generally members of archery clubs, and may attend any open meeting of Archery Queensland Inc, as determined by the management committee, but have no other rights. In addition the management committee may accept archery clubs or other organisations as associates or affiliates.
- (11) The management committee may accept, award or appoint directly to Archery Queensland; affiliates, life affiliates, honorary affiliates and temporary affiliates.
- (12) The management committee shall determine the criteria for the award of life, honorary and temporary affiliation.
- (13) Life affiliates shall be awarded on the basis of service to the sport of archery or the association. There shall not be more than one life affiliate awarded in any one year. Life affiliates may not be charged annual fees for affiliation to Archery Queensland.
- (14) Temporary affiliation shall be available for someone who is not an affiliate of a club or association but who the management committee wishes to allow to participate in some archery activity on a temporary basis, e.g. beginners on a course, school children at a “come and try” event. The award of temporary affiliation may be delegated by the management committee.
- (10) The management committee shall determine the criteria for associates and the process for their acceptance as associates. Associates may be individual persons or organisations i.e. archery clubs or other organisations, and the management committee shall determine the agreements for the relationship on a case by case basis or collectively for this class or a sub class.
- (11) The management committee may further subdivide any class, other than ordinary member, into further classes or divisions for any purpose including the purposes of association or competition, and these may be based on criteria such as bow type used in competition, gender and age or other criteria.
- (12) Except for founding of the association, an archery club shall only become an ordinary member if it has been formally invited to do so by the secretary with the approval of the management committee, and if and when ratified at a general meeting of the association.
- (13) At the time of or within 12 months of founding of Archery Queensland archery clubs meeting the requirements of rule 5 (6) shall be approved by the management committee as ordinary members without the need for further endorsement or ratification by a general meeting.

6 Patronage, affiliations and insignia

- (1) There may be such patronage as the management committee shall from time to time determine.
- (2) The management committee may arrange for the association to form or enter into formal relationships with other organisations, associations or companies such as alliances, affiliations or associations. Such organisations may include the Olympic Movement and the Commonwealth Games Association.

- (3) The management committee shall determine the colours, logo, insignia, branding and uniform of the association. Until determined otherwise the colours shall be white, green and maroon.

7 New membership

- (1) Ordinary membership of the association shall be determined in accordance with rule 5.
- (2) For classes of membership or affiliation other than ordinary membership, the management committee may appoint, award or accept individuals or organisations as other classes of members or affiliates as detailed in rule 5(1). This power may be delegated by the management committee.
- (4) Unless determined otherwise by the management committee the individual members (natural persons) of archery clubs (either ordinary members or associates) shall automatically be affiliates of the association.
- (5) Unless determined otherwise by the management committee an archery club that is a member of one of the two Regional Governing Bodies (if that Regional Governing Body is an ordinary member of Archery Queensland) shall be associates of the association.

8 Membership fees

- (1) The membership fee for each ordinary membership and for each other class or sub class of membership —
 - (a) is the amount decided by the delegates from time to time at a general meeting; and
 - (b) is payable when, and in the way, the management committee decides.

9 Admission and rejection of new members

- (1) For classes of members other than ordinary members, the management committee may reject or accept a new membership, or may terminate a membership at any time, with or without reason.

10 When membership ends

- (1) An ordinary member may withdraw (resign) from the association at any time. The withdrawal (cease to be an ordinary member) from the association must be 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.
- (3) The management committee may terminate an ordinary 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 3 months; or
 - (d) undertakes conduct that is considered to be injurious or prejudicial to the character or the interests of the association or acts in a way that is not beneficial to the association.

(4) Before the management committee terminates the ordinary membership, the committee must give the ordinary member a full and fair opportunity to show why the membership should not be terminated.

(5) If, after considering a representations made by the ordinary member, the management committee decides to terminate the ordinary membership, the secretary must give the member a written notice of the decision.

11 Appeal against termination of membership

(1) An ordinary member whose ordinary membership has been terminated, may within 1 month after the organisation receives notice of the decision, give the secretary written notice of appeal against the decision.

(2) The appeal must include all the grounds for the appeal and full details of argument against the decision.

(3) The secretary shall refer the appeal to the next general meeting of the association to decide the appeal.

(4) There shall be no right of appeal against non-acceptance or termination of the membership of any other class of membership and the management committee decision shall be final.

12 General meeting to decide appeal

(1) The general meeting to decide an appeal must be held within 12 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 delegates present and eligible to vote at the general meeting, and the decision must be in accordance with the provisions of these rules.

(5) If an organisation whose application for ordinary 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 organisation or person may request from the secretary refund the membership fee paid, however the refund shall be at the discretion of the management committee.

13 Register of members

(1) The management committee must keep a register of ordinary 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 address of the member;

(c) the date of admission as a member;

(d) the date 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) 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 member's 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.

14 Prohibition on use of information on register of members

(1) Except for the business of the association 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 management committee or at a general meeting of the association.

15 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 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.

(5) 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.

(6) 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.

(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.

16 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 15(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 15(1)(b)(ii) and who has been appointed to a casual vacancy on the management committee under rule 15(5), the person remains a member of the management committee.

17 Functions of secretary

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

(a) calling meetings of the association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the association; and

(b) keeping minutes of each meeting; and

(c) keeping copies of all correspondence and other documents relating to the association; and

(d) maintaining the register of members of the association.

18 Membership of management committee (Board of Archery Queensland Inc)

(1) The management committee (Board of Archery Queensland Inc) of the association consists of a total of up to 6 members.

(2) Elected members of the management committee shall hold office for a 2 year term. Half of the 6 management committee to be elected shall be elected each year at the Annual General Meeting.

(3) The management committee's members shall elect from their own number a president or chairman and a vice president or deputy chairman, and may elect any management committee member as the secretary and a member as the treasurer.

(4) If a secretary is not elected from the management committee, a secretary who is not a member of the management committee must be appointed.

(5) The secretary whether a member of the management committee or not, may be appointed also to other roles such as the Chief Executive Officer or Chief Operating Officer, Chief Financial Officer or other appropriate title and function.

(6) A member of the management committee, other than a secretary appointed by the management committee under rule 15(1)(b)(iii), or appointed member of the management committee under subrule (9), must be an affiliate.

- (7) At each annual general meeting of the association, the members of the management committee who have served their term must retire from office, but are eligible, on nomination, for re-election.
- (8) An affiliate of the association may be appointed to a casual vacancy on the management committee under rule 21.
- (9) The president of the South Queensland Archery Society Inc and the president of the North Queensland Archery Association (if an ordinary member organisations) are advisors to the management committee and may attend all management committee meetings and be involved in all matters before the management committee as if they were members of the management committee, however they are not members of the management committee.
- (10) The management committee of the association may appoint additional advisors to assist the management committee. These additional appointed advisors should hold special qualifications, experience, skills or knowledge, such as professional qualifications in law or accounting, finance or business management. Alternatively the management committee may appoint a person who may be able to represent an association or Archery Body or Regional Governing Body. A non-elected advisor is not a member of the management committee.

19 Electing the management committee

- (1) The delegates of the ordinary member associations shall elect 3 persons to the management committee each year and these management committee members shall hold office for a 2 year term.
- (2) The election of members to the management committee shall be as follows—
 - i. An ordinary member of the association may nominate an affiliate (the *candidate*) to serve as a member of the management committee;
 - ii. the nomination must be—
 - b. in writing; and
 - c. signed by the candidate and endorsed by the management representative of the ordinary member organisation who nominated him or her; and
 - d. given to the secretary at least 30 days before the annual general meeting at which the election is to be held;
 - i. each delegate eligible to vote at the annual general meeting may vote for 3 candidates for membership to the management committee;
 - ii. if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting;
 - iii. in the event of a tie in votes, as the means to break the tie of the original vote there shall be a re-ballet with the candidates who received the tie. In this case delegates shall elect in the re-ballot the number of persons needed to fill the remaining vacancies not already filled by the original vote.
 - iv. candidates that do not receive any votes shall not be permitted to take part in a re-ballot;
 - v. in the event of a subsequent tie a second re-ballot shall be held;

- vi. in the event of a further tie the position shall be declared as a casual vacancy, and the management committee shall determine how to fill the vacancy in accordance with Rule 21, at the next management committee meeting.
- (3) A person may be a candidate only if the person—
 - i. is an adult; and
 - ii. is not ineligible to be elected as a member under section 61A of the Act.
 - (4) A list of the candidates' names in alphabetical order must be sent to each ordinary member at least 14 days immediately preceding the annual general meeting. The list of names may include additional information or attachments that are considered appropriate by the management committee.
 - (5) If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
 - (6) The management committee must ensure that, before a candidate is elected as a member of the management committee, the candidate is advised—
 - i. whether or not the association has public liability insurance; and
 - ii. if the association has public liability insurance—the amount of the insurance.
 - (7) At the first annual general meeting 6 members shall be elected to the management committee. The term of office for the first management committee election shall be 2 years for 3 management committee members and 1 year for the other 3 management committee members. The candidates who received the greatest number of votes shall hold office for the 2 year term, or in the case of a tie the elected members who tied shall determine between themselves, or lots shall be drawn. The presidents of South Queensland Archery Society Inc and the North Queensland Archery Association Inc shall attend the management committee as advisors while they hold these respective positions with their ordinary member organisation.
 - (8) If at an election for the management committee all vacancies are not filled a casual vacancy shall exist.
 - (9) The management committee shall determine what information, if any, candidates may provide with their application for distribution to ordinary members. Candidates shall not solicit votes in any manner or allow any party to campaign on their behalf unless authorised by the management committee.

20 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. Email notice will be a valid form of such notice. Should either the president of the South Queensland Archery Society or the North Queensland Archery Association resign as advisors or decline to take up the position of advisor to the management committee, the respective original member organisation shall appoint a replacement.
- (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 of the management committee may be removed from office at a general meeting of the association if a majority of the delegates present and eligible to vote at the meeting vote in favour of removing the member.
- (4) Before a vote of delegates 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.

21 Vacancies on management committee

- (1) If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another affiliate 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 24
- (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.

22 Functions of management committee

- (1) Subject to these rules or a resolution of the ordinary 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.
- (5) The management committee may appoint or employ such officers and staff as it sees fit for the running of the association’s affairs. These officers may include a Chief Executive Officer, a Chief Operating Officer, a Chief Financial Officer, a Development Officer, a Coaching Coordinator, a State Coach, a Recorder, an Officiating Director, administrative staff or such other officer as deemed necessary.

23 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 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 president or if absence the vice president or if absence the chairperson has a casting vote in addition to a primary vote.
- (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 15 minutes after the time fixed for a management committee meeting, the vice president or in the absence of both the members may choose 1 of their number to preside as chairperson at the meeting.

24 Quorum for, and adjournment of, management committee meeting

- (1) At a management committee meeting, more than 50% of the substantive members of 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.

25 Special meeting of management committee

- (1) If the secretary receives a written request signed by at least 33% of the substantive 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 30 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 30 days after notice of the meeting is given to the members of the management committee.

26 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.

27 Appointment of subcommittees

- (1) The management committee may appoint a subcommittee consisting of members or affiliates 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) The management committee shall appoint the chairperson of the subcommittee or if one is not appointed, the 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 subject to any direction from the management committee.
- (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 lapses, i.e. is decided in the negative so as to take no action.
- (7) The powers delegated to a subcommittee shall be determined by the management committee.

28 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.

29 Resolutions of management committee without meeting

- (1) A written resolution signed by a majority of the members 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 (2) may consist of several documents in like form, each signed by 1 or more members of the committee.

30 First annual general meeting

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

31 Subsequent annual general meetings

Each subsequent annual general meeting must be held—

- (a) at least once each calendar year; and
- (b) within 6 months after the end date of the association's reportable financial year.

32 Business to be conducted at annual general meeting 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.

33 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.

34 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.

35 Notice of general meeting

- (1) The secretary may call a general meeting of the association.
- (2) The secretary must give at least 30 days notice of the meeting to each ordinary 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 against the management committee's decision—
 - (i) to reject an application for membership of the association; or
 - (ii) to terminate a 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 ordinary members shall be represented at general meetings of the association by delegates. Delegates shall remain as delegates until resigning that appointment or until new delegates have been appointed by the ordinary member organisation.
- (2) Each delegate shall have one vote.
- (3) The following number of delegates shall be appointed by the respective ordinary members;
 - a. The founding Regional Governing Body, the South Queensland Archery Society Inc – two delegates
 - b. The founding Regional Governing Body, the North Queensland Archery Association Inc. – two delegates
 - c. Archery clubs who are ordinary members with less than 50 adult full members – one delegate per archery club
 - d. Archery clubs who are ordinary members with 50 or more adult shooting members – two delegates each
- (4) The quorum for a general meeting is a majority of the number of delegates entitled to attend.
- (5) No business may be conducted at a general meeting unless there is a quorum of delegates when the meeting proceeds to business.
- (6) 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 ordinary members of the association, the meeting lapses.
- (7) 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 ordinary members of 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.
- (8) 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.

- (9) If a meeting is adjourned under subrule (8), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (10) 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.
- (11) 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 delegate to a general meeting of the association may take part and vote in a general meeting in person, or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (2) The participation by proxy or by attorney is not permitted.
- (3) A delegate who participates in a meeting as mentioned in subrule (1) is taken to be present at the meeting.
- (4) 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 delegates present.
- (2) Each delegate 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. A delegate may not represent more than 1 ordinary member at a general meeting.
- (3) An ordinary member is not entitled to have delegates at a general meeting if the ordinary 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 delegates present demand a secret ballot, voting must be by secret ballot.
- (6) If a secret ballot is held, the chairperson must appoint 2 people 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 ordinary member of the association notice of the meeting within 30 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 50% of the number of substantive members of the management committee when the request is signed; or
 - (ii) at least the number of ordinary members of the association equal to the number of substantive members of the management committee, when the request is signed; or
 - (iii) at least the number of ordinary members equivalent to half the number of delegates entitled to attend 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 ordinary membership; or
 - (ii) to terminate an ordinary 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 This Clause Left Intentionally Blank

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 minutes 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.
- (3) By-laws to be called shooting rules, may be made by the management committee to govern the conduct of archery competitions.
- (4) Unless set aside or supplemented by the management committee, the association shall adopt the archery competition shooting rules of Archery Australia Inc.
- (5) Unless set aside or supplemented by the management committee the association shall adopt the general policies of Archery Australia Inc, e.g. member protection policy.
- (6) Ordinary members and affiliates shall comply with the requirements of all rules and by-laws as a condition of membership or affiliation with the association.
- (7) ordinary members, archery clubs and other organisations that affiliate with the association shall provide as a condition of ongoing affiliation full member details as determined by the management committee and in the format required by the secretary, which may include the use of electronic membership data bases.
- (8) affiliates shall provide personal details as required by the management committee, such as name, residential address, postal addresses, email address if any etc, and permit this information to be stored by electronic means, and commit to keep it up to date, and authorise the use of this information for communication purposes by the association.
- (9) By-laws may be made by the management committee with respect to disciplinary matters for misconduct, or acts not in the best interest of the association, breaches of codes, policies or procedures and impositions may include the fines, penalties, restrictions, exclusion from participation, suspension or termination of membership or other impositions on members or affiliates as determined appropriate.

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. A special resolution shall require a 3/4 majority to be carried.
- (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 \$100 or more must be made by cheque or electronic funds transfer.
- (5) If a payment is made by cheque, the cheque must be signed by any 2 of the following—
 - (a) the president;
 - (b) the vice president
 - (b) the secretary;
 - (c) the treasurer;
 - (d) any member of the management committee authorised to sign cheques issued by the association.
- (6) However, 1 of the persons who signs the cheque must be the president, the vice 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) Expenditure Limits shall be established by the management committee for officers. All expenditure in excess of an Expenditure Limit established by the management committee for an office bearer or sub-committee of the association must be approved or ratified at a management committee meeting.
- (10) Rules for electronic transfers shall be made by the management committee, and while electronic funds transfer rules may allow for a single office holder to make the transfer, procedures shall be implemented to govern the process. Electronic funds transfers of \$100 or more shall only be made with the prior approval of 2 officers as detailed in clause 45 (5).

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.
- (3) The association shall hold office bearers financially blameless in the honest exercising of their responsibilities but a member of the management committee may be removed under rule 20(3) with or without reason.

47 Documents

The management committee shall 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 31 December 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..

50 Definitions

- (1) Board of Archery Queensland Inc (Board) – the management committee of Archery Queensland Inc.
- (2) Advisor – a non-elected advisor appointed to provide advice to the management committee.
- (3) Regional Governing Bodies (RGB) – the existing 2 governing bodies for archery in Queensland, the South Queensland Archery Society Inc (SQAS) and the North Queensland Archery Association Inc (NQAA), which at the time of incorporation of Archery Queensland Inc are affiliated with Archery Australia Inc.
- (4) Archery club – an incorporated association which meets the membership and other provisions prescribed in these rules, and that has objectives compatible with Archery Queensland Inc and follows the disciplines and shooting rules of archery as prescribed by World Archery (Fita). An archery club can become either an associate or an ordinary member of the association only in accordance with the provisions of these rules. Clubs that are not affiliated with Archery Australia and consequently World Archery (Fita) are not archery clubs under this definition. A club must only be affiliated with one national governing association to be considered under this definition as an archery club.