



# CONSTITUTION

Masters Swimming Queensland  
Trading as  
MASTERS SWIMMING QUEENSLAND INC





**Masters Swimming Queensland**  
trading as  
**Masters Swimming Queensland Inc.**

# CONSTITUTION

Adopted February 2002  
Amended April 2006  
Amended March 2011  
Amended March 2015  
Amended August 2019

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*The Masters Swimming Australia Purpose is “To encourage adults, regardless of age or ability, to swim regularly in order to promote fitness and improve their general health”*

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## QC 1.

### NAME

- QC 1.1 The name of the incorporated association shall be **Masters Swimming Queensland Inc.**, (in these rules called "the Branch"), trading as Masters Swimming Queensland.  
The name change from **Queensland Masters Swimming** to **Masters Swimming Queensland** was endorsed at the 2010 AGM and approved by the Office of Fair Trading on the 18<sup>th</sup> March 2011.

## QC 2.

### INTERPRETATION

- QC 2.1 MSA shall mean the Masters Swimming in Australia national organisation.
- QC 2.2 The "**Branch Management Board**" shall consist of all elected or appointed members to the positions described in clause QC 15.1. "The Branch Management Board", which has Executive Powers, shall consist of the Branch President, Treasurer and Vice Presidents North, Central, Sunshine and South.
- QC 2.3 "Sub-committee" shall mean a subsidiary committee duly formed by the BMB or the BMB to perform a specified task. Sub-committees shall consist of the Directors of Recording, Coaching, Technical and Risk Management.
- QC 2.4 "Clubs" shall mean clubs affiliated with the Branch and which are in compliance with the Branch Constitution and By-Laws.
- QC 2.5 "Members" shall mean registered financial members of affiliated clubs.
- QC 2.6 "By-Laws" shall mean the By-Laws of the Branch as may be amended from time to time.
- QC 2.7 Words importing the singular number only shall include the plural number and vice versa, words importing the masculine gender shall include the feminine gender and words importing persons shall include corporations.

## QC 3

### PURPOSE

- QC 3.1 To encourage adults, regardless of age or ability, to swim regularly in order to promote fitness and improve their general health.

## QC 4.

### OBJECTIVES

- QC 4.1 To encourage clubs to promote fitness by way of fitness program (in compliance with National Rules)
- QC 4.2 To co-ordinate the activities of individuals through clubs so that they may meet together for competition, for swimming training and social interaction at interclub, national and international levels.
- QC 4.3 To publish results of these meetings so as to provide stimulus to others to take part in Masters' Swimming activities and to measure their own performance against those of similar age.
- QC 4.4 To initiate, promote and assist in research into benefits derived from swimming. Thereafter to publish the results of said research.
- QC 4.5 To develop accredited coaches and officials.
- QC 4.6 To encourage safe practices in Masters' swimming activities.

## QC 5

### POWERS AND FUNCTIONS OF THE BMB

- QC 5.1 To set and implement policy and directions for the Branch.
- QC 5.2 To receive and accept donations, endowments, gifts of money and any other asset whatsoever, either subject or not subject to any special trusts or conditions.
- QC 5.3 To make and carry out any arrangements for joint working or cooperation by affiliation or otherwise with any organisation or body, whether incorporated or not, carrying on work similar to any work carried out by the Branch and paying any monies incidental thereto.
- QC 5.4 To enter into any arrangements with any authority or department of National, State or Local Governments.
- QC 5.5 To accumulate, sell, improve, manage, develop, exchange, lease, mortgage or otherwise dispose of or deal with or turn to account all or any property or rights of the Branch provided that no disposition of any real or leasehold property shall be made without such consent or approval, if any, as may be required by law.
- QC 5.6 To employ, hire, appoint, engage, remove or suspend such managers, secretaries, officers, clerks, agents or other servants for permanent, temporary, part time or special services as may from time to time be thought fit and to determine their duties and to grant, continue and pay such salaries, pensions, gratuities or other forms of enrolments in recognition of services as may from time to time be requisitioned by the BMB. The only exception to this would be as defined in QC 15.5 and QC15.6
- QC 5.7. Except as otherwise provided by these Rules and subject to resolutions of the members of the Branch carried at any General Meeting, the members of the BMB:
- - (a) Shall have the general control and management of the administration of the affairs, property and funds of the Branch; and
  - (b) Shall have authority to interpret the meaning of these Rules and any matter relating to the Branch on which these Rules are silent.
- QC 5.8 Except as otherwise provided by these Rules and subject to resolutions of the members of the Branch carried at any General Meeting, the members of the BMB have the power to: -
- (a) borrow or raise or secure the payment of money in such manner as the members of the Branch 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 Branch in any way and in particular by the issue of debentures, perpetual or otherwise charged upon all or any of the Branch's property, both present and future, and to purchase, redeem or pay off any such securities;
  - (b) borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Queensland for overdrawn accounts on money lent, 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 Branch, and to provide and pay off any such securities; and
  - (c) Invest in such manner as the members of the BMB may from time to time recommend.

(d) Borrow, raise or secure the payment of money with or without security for the purposes of the Branch provided no money shall be raised by mortgage of any property of the Branch without such written and recorded approval of the BMB.

(e) Undertake, execute and perform any trusts and conditions affecting any real or personal property of any description acquired by the Branch.

- QC5.9 To form Clubs, and sub-committees, to organise classes, courses, clinics and lectures, to publish and sell or distribute papers, to generate web pages, books of instruction, pamphlets and information, for the purpose of stimulating interest in and promoting the objectives of the Branch and to take all other measures which may seem necessary for providing and maintaining an efficient organisation.
- QC 5.10 To invest all monies and funds of the Branch which are not immediately required to be expended in authorised trustee investments as approved by the BMB.
- QC 5.11 To arrange for the importation and/or manufacture and distribution of awards, badges, clothing etc. for the Branch.
- QC 5.12 To do all such other acts and things as are or may be deemed incidental or conducive to the attainment of any of the purposes of the Branch.
- QC 5.13 To promote, organise and conduct entertainment and other functions, raffles and lotteries when legally permitted to do so for the raising of funds for the purpose of furthering the aims and objectives of the Branch.
- QC 5.14 To promote, conduct and organise swim meets, competitions and awards.

## QC 6

### MEMBERSHIP

- QC 6.1 Membership is gained by joining a club which is affiliated with the Branch. The Club registers the members with the Branch, which then registers that member with Masters Swimming in Australia Inc. (In compliance with National By-laws)
- QC 6.2 Registration of membership is limited to adults who are 18 at the time of registration or 19 years or older by the 31st of December in the year of proposed registration. (in compliance with National By-laws)
- QC 6.3 Membership of the Branch is limited to full membership and that member must be registered. Membership is unlimited in numbers. (In compliance with National By-laws)

## QC 7.

### LIFE MEMBERSHIP

- QC 7.1 Life membership may be conferred upon a member where it can be shown that the person's contribution is of sustained excellence to the furtherance of the objectives of the Branch.
- QC 7.2 Any nomination for life membership shall only be considered by the BMB if it can be shown the nominee has achieved the following minimum requirements:
- Minimum of seven years' service at Branch level
  - Sustained excellence in service to the Branch
  - Is currently a member of the Branch
- Note that this service does not have to be continuous, nor is it essential that the nominee serve or has served on any Branch Committee.
- QC 7.3 The nomination must come from a club with endorsements from two (2) other clubs. The nominee may be a member of one of these clubs, but it is not a mandatory requirement.
- QC 7.4 (a) An application shall be endorsed by the BMB if a three quarters majority (taken to the highest number) is in favour of the nomination.

(b) Once endorsement is given, the submitted nomination and a letter of endorsement by the BMB shall be distributed to all clubs, along with a postal ballot paper for the purpose of registering a vote.

(c) Circulation of such information will be undertaken by the BMB no later than 60 days prior to the Annual General Meeting.

(d) The voting rights conferred upon clubs shall be the same voting entitlement as at an Annual General Meeting and will be based upon the membership registration at the time the postal ballots are distributed.

(e) Clubs will be required to return their completed postal ballot paper in a plain envelope placed inside an outer envelope that details the name of the club casting the vote no later than fourteen days prior to the Annual General Meeting.

(f) All votes shall be opened, and ballots counted in the presence of at least three (3) members of the BMB.

(g) The ballot shall be determined on the majority decision of the votes cast.

(h) The official announcement of Branch Life Membership shall only be made at a General Meeting as defined in Clause QC 19.

QC 7.5 No more than two (2) life members can be elected in any one year.

QC 7.6 Life membership confers the same voting rights as an ordinary member.

QC 7.7 Life members may attend any BMB meetings or Branch sub-committee meetings as a non-participatory member. They are not eligible to vote at these meetings and attend at their own expense.

QC 7.8 Where a Branch Life Member transfers to another Branch of Masters Swimming in Australia, the privileges remain in the Branch of origin of the Branch Life Membership.

## **QC 8**

### **MEMBERSHIP FEES**

QC 8.1 The membership fees shall be such sum as the BMB shall from time to time so determine.

QC 8.2 The membership fees shall be payable at such time in such manner as the BMB in conjunction with the National office shall from time to time determine.

## **QC 9**

### **TERMINATION OF CLUB AFFILIATION**

QC 9.1 A club may resign from the Branch at any time by giving notice in writing to the Administrator. Such resignation shall take effect at the time such notice is received by the Administrator unless a later date is specified in the notice when it shall take effect on that later date.

QC 9.2 The BMB shall consider whether a Club's affiliation is to be terminated if that Club is found responsible for any of the following:

1. Fails to comply with any of the provisions of the Rules of Masters or the Branch
2. Has affiliation fees in arrears for a period of one month
3. Acts in a manner considered to be injurious or prejudicial to the character or interests of Masters Swimming or the Branch

QC 9.3 (a) Where termination of Club affiliation is considered by the BMB, the Club under enquiry shall be given a full and fair opportunity to present a case.

(b) The case shall be heard by the BMB in the presence of a representative from that Club, if that club so desires.

(c) The decision to terminate Club affiliation or otherwise remains the responsibility of the BMB and shall be determined by vote of the BMB.

(d) In the case where a member of the BMB is a member of the Club under enquiry, that member shall not take part in any discussions or vote on any motions pertaining to the enquiry.

(e) The representative from the Club under enquiry shall not be present during any vote but shall be informed of the result formally in writing by the Branch President.

## QC 10

### TERMINATION OF MEMBERSHIP

QC 10.1 A member may resign from the Branch at any time by giving notice in writing to the Administrator. Such resignation shall take effect at the time such notice is received by the Administrator unless a later date is specified in the notice when it shall take effect on that later date.

QC 10.2 The BMB shall consider whether an Individual's membership is to be terminated if that individual is found responsible for any of the following:

1. Is convicted of an indictable offence
2. Fails to comply with any of the provisions of the Rules of Masters Swimming or the Branch
3. Has membership fees in arrears
4. Acts in a manner considered to be injurious or prejudicial to the character or interests of Masters Swimming or the Branch.

QC 10.3 (a) Where termination of membership is considered by the BMB, the individual under enquiry shall be given a full and fair opportunity to present a case.

(b) The case shall be heard by the BMB in the presence of the member under enquiry, if that person so desires.

(c) The decision to terminate membership or otherwise remains the responsibility of the BMB and shall be determined by vote of the BMB.

(d) In the case where a member of the BMB is a member of the same Club as the member under enquiry, that member shall not take part in any discussions or vote on any motions pertaining to the enquiry.

(e) The member under enquiry shall not be present during any vote but shall be informed of the result formally in writing by the Branch President.

## QC 11

### APPEAL AGAINST REJECTION OR TERMINATION OF CLUB AFFILIATION

QC 11.1 A Club whose application for affiliation has been rejected or whose affiliation has been terminated, may within four (4) weeks of receiving written notification thereof, lodge with the Administrator written notice of intention to appeal against the decision of the BMB.

QC 11.2 (a) Upon receipt of a notification of intention to appeal against rejection or termination of affiliation the Administrator shall convene, within six (6) weeks of the date of receipt of such notice, a meeting to determine the appeal.

(b) At any such meeting the applicant shall be given the opportunity to fully present a case and the BMB or those members thereof who rejected the application for affiliation or termination of affiliation subsequently shall likewise have the opportunity of presenting a case.

(c) The appeal shall be determined by a member of the Masters Swimming National Board, who is not a member of Queensland Branch.



(d) Should an appeal be lodged, the right of “innocent till proven guilty” shall deem that all benefits of affiliation shall continue until a determination has been conveyed to the club.

- QC 11.3 Where a club whose application for affiliation is rejected or whose affiliation has been terminated, does not appeal against the decision of the BMB within the time prescribed by these Rules or so appeals, but the appeal is unsuccessful, the Branch Treasurer shall forthwith refund the monthly pro rata amount of any affiliation fee paid.

## **QC 12**

### **APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP**

- QC 12.1 A person whose application for membership has been rejected or whose membership has been terminated may within four (4) weeks of receiving written notification thereof, lodge with the Administrator written notice of intention to appeal against the decision of the BMB.
- QC 12.2 (a) Upon receipt of a notification of intention to appeal against rejection or termination of membership the Administrator shall convene, within six (6) weeks of the date of receipt of such notice, a meeting to determine the appeal.  
(b) At any such meeting the applicant shall be given the opportunity to fully present a case and the BMB or those members thereof who rejected the application for membership or termination of membership subsequently shall likewise have the opportunity of presenting a case.  
(c) The appeal shall be determined by a member of the Masters Swimming National Board who is not a member of Queensland Branch.  
(d) Should an appeal be lodged, the right of “innocent till proven guilty” shall deem that all benefits of membership shall continue until a determination has been conveyed to the member.
- QC 12.3 Where a person whose application is rejected, does not appeal against the decision of the BMB within the time prescribed by these Rules or so appeals but the appeal is unsuccessful, the Administrator shall forthwith refund the monthly pro rata amount of any membership fee paid.

## QC 13

### REGISTER OF CLUBS

- QC 13.1 The BMB shall cause Registers to be kept in which shall be entered details of all clubs granted affiliation to the Branch and the dates of their admission.
- QC 13.2 Such particulars as the BMB may direct, as listed in the By-laws, or as directed by the majority of clubs represented at any general meeting may determine, shall be kept.
- QC 13.3 The Register of Clubs shall be open for inspection as legislated under the Freedom of Information act at the time of the written request.

## QC 14

### REGISTER OF MEMBERS

- QC 14.1 The BMB shall cause Registers to be kept in which shall be entered details of all persons granted membership to the Branch and the dates of their admission. Such registers are held by a third-party Database e.g. SportsSTG.
- QC 14.2 Such particulars as the BMB may direct, as listed in the By-laws, or as directed by the majority of clubs represented at any general meeting may determine shall be kept.
- QC 14.3 The Register of members and the Register of Clubs shall be open for inspection as legislated under the Freedom of Information act at the time of the written request

## QC 15

### MEMBERSHIP OF THE BMB, Sub-Committee Directors and position of Administrator

- QC 15.1 The BMB of the Branch shall consist of the Executive Committee:
- President
  - Vice Presidents North, Central, Sunshine and South
  - Treasurer
- QC 15.2 The BMB shall consist of the Members of the Executive Committee as listed in clause QC15.1. A sub-committee, which reports to the Executive Committee of the BMB, shall comprise of:
- Director of Recording
  - Director of Technical Services
  - Director of Coaching Services
  - Director of Risk Management.
- QC 15.3 (a) The position of Administrator shall be as defined in the By-Laws. Swimming Qld will provide the Administrator, the BMB and the sub-committees with financial and administrative support as defined in the "Scope of Service Provision" by SQ to MSQ.
- (b) The Administrator is required to be present at all BMB meetings
- (c) The Administrator shall report on all matters pertaining to activities undertaken for the BMB
- (d) The Administrator shall be a non-voting member of any committee or sub-committee of the Branch if so appointed.
- (e) The position and purpose of the Administrator shall be as defined in the By-Laws and the requirements as per the 'Service Level Agreement' between MSQ and SQ. MSQ purchases administrative services from SQ and these are fulfilled primarily by the Administrator, who may delegate specific duties to SQ staff

- QC 15.4 “The functions of the Executive Committee will be to oversee the day to day operations of the four portfolios. The sub-committees, with the approval of the BMB, shall provide training for coaches and technical officials and information to clubs relevant to risk management and recording. All members of the BMB shall be members of a club affiliated with the Branch.
1. All members of the BMB shall be elected at an Annual General Meeting. Casual vacancies of the BMB will be filled in compliance with Clause QC 16.
  2. Each Vice President shall be a member of a club located within that particular region. Each particular Vice President shall be elected at an Annual General Meeting by clubs from that particular region only.
  3. The position of Branch Delegate to the National Board shall be the Branch President. If the President declines the position for any reason, then the position shall be appointed by the BMB from among its members. The Branch Delegate shall report to the BMB as so determined by them.
- QC 15.4.4 The Directors of Coaching and Technical Services will be the Branch representatives on the National Coaching and Technical Committees.
- QC 15.5 Any member of the BMB holding an elected position, either elected at the Annual General Meeting or co-opted by the BMB to fill a casual vacancy for an elected position, shall be entitled to expenses incurred in the fulfillment of their duties, but shall not be entitled to payment of any nature for their time in relationship to their position on any Branch or sub-committee.
- QC 15.5.1 A sub-committee Director shall be entitled to payment as a full or part course presenter, including the assessment component.
- QC 15.6 Any person appointed or co-opted to the BMB from time to time, either on a short or long term basis, who receives a gratuity or payment of any nature for their time in relationship to their position on any Branch or sub-committee, shall be a non-voting member only of any such Committee or sub-committee.
- QC 15.7 Any member of the BMB may resign from office at any time by giving notice in writing to the Administrator. Such notice of resignation shall take effect at the time such notice is received by the Administrator unless a later date is specified in the notice. In such a case, the resignation will be effective as of the date specified in the written notice.
- QC 15.8 Any member may be removed from the BMB where: -
- (a) A motion of no confidence with a minimum of seven days’ notice is put to the respective committee and that no confidence motion is carried by a majority of two thirds calculated to the highest number of the remaining members of that respective committee
  - (b) That person has had their membership terminated as per clause QC 10 of this document.
  - (c) That person fails to attend three or more consecutive meetings of the BMB without first gaining a written leave of absence from the relevant committee.
- QC 15.9 Where a member of the BMB retires by not re-nominating for election, resigns their position or is removed from office, all assets and intellectual property pertaining to the Branch shall be returned to the Branch within 30 days of such event as per clause QC 24.
- QC 15.10 Notification of any change to the membership of the BMB shall be made known to affiliated clubs within 28 days of any such change occurring.

## QC 16

### **NOMINATIONS FOR AND ELECTIONS OF THE BMB And the Sub-Committee Directors**

- QC 16.1 The procedure for nominating as a prospective member of the BMB shall be as follows:
- (a) Members seeking election must be nominated and seconded by two members. The nomination must be completed on the official form circulated to all clubs by the Administrator at least 90 days prior to the Annual General Meeting.
  - (b) In the case of a nomination for Vice President, the nominee, proposer and seconder shall be members of clubs from within that region.
  - (c) All nominations, signed by the nominee, proposer and seconder must be in the hands of the Administrator at least thirty (30) days prior to the date of the election and the Annual General Meeting. The Administrator shall act as returning officer as per clause QC 19.1 (g).
  - (d) All nominations shall include a brief description of the experience and/or qualifications of the nominee, relevant to the nominated position.
- QC 16.2
- (a) A list detailing all nominees, together with names of respective proposers and seconders shall be circulated to all Clubs at least twenty-one (21) days prior to the election and Annual General Meeting.
  - (b) Where there are two or more nominees for one position, the nominees shall be listed in alphabetical order on any documentation relating to the election. The submitted descriptions of experience and qualifications will also be circulated to clubs.
  - (d) Where there is no nomination received 30 days prior to an Annual General Meeting, the BMB will act subject to clause QC19.
- QC 16.3 Any member of the Branch is eligible to nominate for any position, or any number of positions on the BMB. However, a member shall only have the right to accept one (1) position should they be elected.
- QC 16.4 When a vacancy on the BMB exists, the election, confirmation or appointment to positions shall follow the following sequence. President, Vice President North, Vice President Central, Vice President Sunshine, Vice President South, Treasurer, and then in order as appears in the By-Laws.
- QC 16.5 Any one member may only hold the same position on the BMB for a maximum of five (5) continuous terms of office. This does not exclude the member from nominating for any other position on the BMB or from re-nominating for that same position should: -
- (a) one term has passed since that member previously held the position.
  - (b) no other member either 30 days prior to the Annual General Meeting or from the floor of the Annual General Meeting have nominated for the vacated position.
  - (c) a casual vacancy occurs for that position.
- QC16.6 In the event of the previous incumbent being appointed as listed in clause QC16.5 it shall be deemed that the member is in the first year of office. In the event of clause QC16.5(c) such appointment shall still be deemed to be for a full term of office for the purposes of calculation when considering clause QC16.5.
- QC 16.7
- (a) The BMB shall have power at any time to appoint a member of the Branch to fill any casual vacancy on the BMB until the next Annual General Meeting.
  - (b) The only exception shall be when a vacancy occurs for Vice President. The appointed member to act as Vice President shall be a member of the Branch from

the retiring Vice Presidents' region, but not necessarily a current member of the BMB.

- QC 16.8 (a) The continuing members of the BMB, may continue to act, notwithstanding any casual vacancy that may exist in the BMB.  
(b) If and as long as the number of members of the BMB is reduced below the number fixed by or pursuant to these rules as the necessary quorum of the BMB, the continuing number or members may act for the sole purpose of increasing the number of members of the BMB to that number required or of summoning a general meeting of the Association, but for no other purpose.

## QC 17

### **MEETINGS of the BMB and Sub-Committee Directors**

- QC 17.1 The BMB shall meet at least two or three times per calendar year. The BMB and the sub-committee Directors, or their representative/s, shall meet at the Face to Face meeting/s.
- QC 17.2 A special meeting of the BMB shall be convened by the Administrator on the requisition in writing signed by not less than one half, taken to the highest number if necessary, of the members of the relevant Committee. Such requisition shall clearly state the reasons why such a special meeting is requested and the nature of the business to be discussed.
- QC 17.3 Not less than fourteen (14) days' notice shall be given by the Administrator to members of the BMB of any special meeting of the relevant branch committee. Such notice shall clearly state the nature of the business to be discussed.
- QC 17.4 At every meeting of the BMB, a number equal to half, taken to the highest number if necessary, of the number of members elected or appointed to the BMB as at the close of the last General Meeting of the members, shall constitute a quorum.
- QC 17.5 If within half an hour from the time appointed for the commencement of a BMB meeting a quorum is not present, the meeting, if convened upon the requisition of members of the relevant branch committee, shall lapse. In any other cause 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 relevant branch 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.
- QC 17.6 A resolution in writing signed by all the members of the BMB for the time being entitled to receive notice of a meeting of the relevant branch committee shall be as valid and effectual as if it had been passed at a meeting of the relevant branch committee duly convened and held. Any such resolution may consist of several documents in like form, signed by one or more members of the relevant branch committee.

## QC 18

### SUB-COMMITTEES

- QC 18.1 The BMB may delegate any of their powers to a sub-committee consisting of such members of the Branch or others as the relevant branch committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the relevant branch committee.
- QC 18.2 A sub-committee is led by the Director of the sub-committee who acts as Chairperson. If the Director is unavailable at a meeting the sub-committee may elect a Chairperson to chair the meeting. If no such Chairman is elected, or if at any meeting the Chairman 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 Chairman of the meeting.
- QC 18.3 A sub-committee may meet as often as is required for the purpose of the sub-committee, or as directed by the relevant branch committee. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of any equality of votes, the question shall be deemed to be decided in the negative.
- QC 18.4 All decisions made by any meeting of the BMB, or any sub-committee shall be valid even if afterwards it is discovered that there was some defect in the appointment of any member of that committee.
- QC 18.5 Reports on the activities and discussions of any sub-committee will be provided on a regular basis as directed by the relevant branch committee.
- QC 18.6 A Report signed by the sub-committee chairperson on the activities of the sub-committee must be presented for inclusion in the Annual Report if so desired by the BMB.
- QC 18.7 A quorum at any sub-committee meeting shall be at least one half of the members, taken to the highest number if necessary, of that sub-committee.

## QC 19

### GENERAL MEETINGS

- QC 19.1 CONDUCT
- (a) A General Meeting is defined as either a Special General Meeting or an Annual General Meeting. At any such General Meeting, voting is only accepted from Club Delegates as described in clause QC 19.
- (b) The Administrator shall convene: -  
An Annual General Meeting giving no less than sixty (60) days' notice of any such meeting to affiliated clubs of the Branch with no less than 30 days' notice to respond to requests for agenda items.  
or  
A Special General Meeting by giving not less than thirty (30) days' notice of any such meeting to the affiliated clubs of the Branch subject to a condition of clause QC 19.1(c) being complied with.
- (c) The Administrator shall convene a Special General Meeting when: -
- directed to do so by the BMB; or
  - a requisition in writing is received, signed by not less than one half of the members presently on the BMB taken to the highest number if necessary, or
  - a requisition in writing is received, signed by not less than one third of the number of presently affiliated clubs.

Such requisition shall clearly state the reasons why such a special general meeting is being convened and the nature of the business for discussion.

- (d) At any General Meeting, the President shall preside as Chairman.
- (e) The Chairman shall maintain order and conduct the meeting in a proper and orderly manner.
- (f) If there is no President, or if the President is not present within ten minutes after the time appointed for the holding of the meeting or is unwilling to act, a Vice-President shall be elected or appointed by the club delegates present to act as the Chairman. Should no Vice-President be present then a member of the BMB shall be elected or appointed to act as the Chairman.
- (g) The Administrator shall act in the role of returning officer for all elections. In the absence of the Administrator the BMB shall appoint a proxy to fulfill this position
- (h) Business conducted at General Meetings shall be in the order (when constitutionally required) of:
  - Present
  - Apologies
  - Amendments to Minutes of previous General Meeting
  - Confirmation of Minutes of previous General Meeting
  - Business Arising
  - President's report
  - Financial report for previous financial year
  - Auditors report for previous financial year
  - Election of office bearers - (by ballot)
  - Appointment of auditor
  - Motions on Notice for Constitutional Change
  - Motions on Notice for By Law Change
  - Motions on Notice
  - General Business on Notice
  - Other
- (i) The Administrator or Minute Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every BMB meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Administrator for that inspection subject to the current Freedom of Information act at the time of the written request.
- (j) For the purposes of ensuring the accuracy of the recording of such minutes, the confirmed minutes of every BMB meeting and general meeting shall be signed by the Chairman of the meeting or the Chairman of the next succeeding BMB meeting or general meeting verifying their accuracy.

## QC 19.2 QUORUM

- (a) At any General Meeting, a quorum shall be the number of club delegates equal to or higher than one third of the clubs.
- (b) No business shall commence to be transacted at any General Meeting unless a quorum is present. All business will cease if a quorum is not maintained.
- (c) 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 by requisition of members of the BMB or by a number of Clubs 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 BMB shall determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the club delegates present shall be a quorum.

- (d) The Chairman 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. 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. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at any adjourned meeting.

### QC19.3 CLUB VOTING ENTITLEMENTS and CLUB DELEGATES

(a) 30 days prior to a General Meeting the number of votes each club is entitled to will be determined based on the number of registered members at that time. Each club shall be entitled to one vote for each ten members or part thereof. E.g. 8 members = 1 vote; 12 members = 2 votes; 21 members = 3 votes.

(b) At least 21 days prior to the any General Meeting, the Administrator shall deliver to clubs in writing, notification of each club's voting entitlement, motions and nominations for BMB positions, ballot papers for BMB elections and accreditation for one club delegate.

(c) Each Club shall appoint one club delegate to represent them at the general meeting. A Club Delegate must be a registered member of an affiliated club of the branch, but not necessarily a member of the club they represent. Each club delegate must provide written proof of authority from the club they represent. A Club Delegate shall represent only one club at any General Meeting. Club Delegates shall be registered with the Administrator or proxy upon entry to any General Meeting.

(d) Club Delegates shall be issued with written verification of the club voting entitlement upon entry to a General Meeting.

(e) Every question, matter, motion or resolution tabled at a General Meeting, other than the election of members of the BMB shall be decided by a majority of votes cast by the Club Delegates.

(f) Club Delegates shall vote by a show of voting entitlements, unless not less than one fifth of the Club Delegates present (taken to the highest number if necessary) demand a ballot in which case there shall be a secret ballot.

(g) Where a secret ballot is required, the Chairman shall appoint two financial members approved by the delegates present to assist the Administrator or proxy to conduct the secret ballot in the following manner:

1. Each Club Delegate shall present their accreditation and receive a number of voting slips equal to the number of votes the club is entitled to.
2. The Administrator or proxy shall maintain a register of delegates and record the receipt and allocation of voting slips.
3. Each Club Delegate shall mark each voting slip as they desire, or their club directs
4. All completed voting slips shall be collected by the scrutineers and handed to the Administrator or proxy.



- 5 The Administrator or proxy, in the presence of the scrutineers shall count all votes.
- 6 Upon determination of the result and endorsement by the scrutineers, the result shall be passed to the Chairman, who shall declare the result of the ballot.
- 7 In the case of an equal number of votes, the chairman shall have the casting vote.
- 8 All ballot papers shall be destroyed as soon as practicable after the vote has been taken.

**QC 19.4 ELECTION OF MEMBERS of the BMB and Sub-committee Directors**

- (a) At an Annual General Meeting, all elected members of the BMB and sub-committee Directors shall retire from office but shall be eligible upon nomination for re-election.
- (b) All positions of the BMB and sub-committee Directors shall be filled by election of a nominee gaining the majority of votes from clubs.
- (c) The ballot for election of Members of the BMB and Sub-committee Directors is to be conducted at the time of the Annual General Meeting in such usual and proper manner as the BMB may direct. If a postal ballot is conducted, then the ballot paper/s must be in the hands of the Administrator or proxy prior to the commencement of the Annual General Meeting.
- (d) At the commencement of the Annual General Meeting, and in the presence and view of members, the Branch President or determined Chairperson shall deliver to the Administrator or proxy in sealed envelopes each of their selections for any contested BMB and / or Sub-committee Director position.
- (e) If a postal ballot is used then the ballot papers submitted by clubs to determine the membership of the BMB and Sub-committee Directors shall be opened by the Administrator or proxy in the presence of two scrutineers appointed by the delegates present at the Annual General Meeting.
- (f) In the event of a tie for any position other than Branch President, the outgoing Branch President's selection, which remains in the sealed envelope to this point shall be opened and cast. Should a tie still exist for any position other than President, (as may occur with three or more nominees) the outgoing Branch President shall cast a further vote so as to break the deadlock. The BMB shall consider any potential conflict of interest which may occur.
- (g) Should a tie for the position of Branch President exist, all other positions on the BMB shall be determined first. The newly elected BMB shall determine an acting Chairman as per QC19.1. The Chairman will then conduct a vote amongst the members of the BMB to determine the majority support for Branch President. Such vote shall take place as soon as practicable after the Annual General Meeting.
- (h) Where no nomination for a position on the BMB is received by the due date, the Chairman shall call for expressions of interest from the floor of a General Meeting. The BMB is empowered to consider such expressions from the floor of the meeting and elsewhere. The position will be deemed to be a casual vacancy and shall be filled in accordance with clause QC16.7 of these Rules.

**QC 20**

## **BY-LAWS**

- QC 20.1 The BMB may from time to time make, amend or repeal By-Laws, not consistent with these Rules, for the internal management of the Branch.
- QC 20.2 Any By-Laws may be created, amended or repealed at any General Meeting.

## **QC 21**

### **ALTERATION OF RULES**

- QC 21.1 Subject to the provisions of the Associations Incorporation Act 1981 (or subsequent amendments to that act) 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 is approved by the Department of Justice and Attorney General

## **QC 22**

### **COMMON SEAL**

- QC 22.1 The BMB shall provide for a Common Seal and its safe custody. The Common Seal shall only be used by the authority of the BMB and every instrument to which the seal is affixed shall be signed by a member of the BMB and shall be counter signed by the Administrator or by a second member of the BMB or by some other person appointed by the BMB for that purpose.

## **QC 23**

### **FUNDS AND ACCOUNTS**

- QC 23.1 The funds of the Branch shall be banked in the name of the Branch in such bank as the BMB may from time to time direct.
- QC 23.2 Proper books shall be kept and maintained either in written, electronic or printed form in the English language, showing correctly the financial affairs of the Branch and the particulars usually shown in books of like nature.
- QC 23.3 All monies shall be banked as soon as practical after receipt thereof.
- QC 23.4 All amounts of twenty dollars or over shall be paid by cheque signed by any two of the President, Administrator, Treasurer, or other members authorised from time to time by the BMB. Accounts shall be paid electronically by Direct Deposit, authorised by two of three signatures to the account or via the MSQ single signatory Debit Card which will have a balance of not more than \$2,000 at any one time. MSQ may also receive electronic or cheque payments.
- QC 23.5 Cheques shall be crossed "not negotiable" except those in payment of wages, allowances, or petty cash recoupments which may be open.
- QC 23.6 The BMB shall determine the amount of petty cash which shall be kept on the imprest system.
- QC 23.7 All expenditure over \$1500 shall be approved or ratified by the BMB, prior to purchase
- QC 23.8 As soon as practicable after the end of the 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 Branch at the close of that year.
- QC 23.9 All such statements shall be examined by the auditor, who shall present a report upon such audit to the Administrator prior to the holding of the Annual General

Meeting next following the financial year in respect of which such audit was made. The report shall be included in the Annual Report.

- QC 23.10 The income and property of the Branch whenever derived shall be used and applied solely in promotion of its objectives 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 Branch provided that nothing herein contained shall prevent the payment, in good faith of interest to any such member in respect of monies advanced by that member to the Branch or otherwise owing to that member by the branch or of remuneration to any officers or servants of the Branch or to any member of the Branch or other person in return for any services actually rendered to the Branch 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 Branch or reasonable and proper rent for premises demised or let to the Branch.

## QC 24

### GOODS AND PROPERTY

- QC 24.1 Unless written agreement states otherwise, any intellectual property created or used for any purpose associated with the Branch shall remain the sole property of the Branch.
- QC 24.2 The BMB shall provide for the safe custody of books, documents, instruments of title and securities of the Branch.
- QC 24.3 (a) All assets and intellectual property of the Branch with a book value of \$100 or more shall be listed in a register of assets.
- (b) Where assets and intellectual property is provided by the branch to members or others, such assets or property shall be returned to the branch within thirty (30) days of: -
- the completion of the task for which assets and/or intellectual property was required
  - a member or other person resigning, no longer continuing, or being removed from a position for which assets and/or intellectual property was provided
  - damage occurring which warrants repair
  - a written request being received from the branch for return of assets and/or intellectual property
- (c) Should any asset or property be damaged, stolen, corrupted or lost, the Branch is to be notified as soon as practical, but no later than seven (7) days after such event becoming apparent



## **QC 25**

### **FINANCIAL YEAR**

QC 25.1 The financial year of the Branch shall close on 31st December each year.

## **QC 26**

### **DISTRIBUTION OF SURPLUS ASSETS**

QC 26.1 If the Branch shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981 and any subsequent amendments, 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 Branch, but shall be given or transferred to some other institutions having objects similar to the objects of the Branch, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Branch under or by virtue of clause QC 23.10, such institution or institutions to be determined by the members of the Branch.