



# CONSTITUTION OF ECTA

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*Preschool Teachers Association Established 1973  
Name changed to Early Childhood Teachers' Association in 1975  
Incorporated on 3 November 1983*

*Adoption and revision history  
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# CONSTITUTION OF ECTA INC

## 1. NAME

The name of the incorporated association shall be: -

"EARLY CHILDHOOD TEACHERS' ASSOCIATION INCORPORATED."

## 2. OBJECTS

The object for which the Association is established is: -

A professional learning community empowering early childhood professionals

This development is enhanced by: -

- 1) Providing a united influential voice that
  - promotes the philosophy of a quality play based Early Childhood Education
  - allows for the expression of a common voice on educational matters in the interests of members
- 2) Providing Connections within the early childhood community through
  - encouraging interactions between all Early Childhood Professionals
  - disseminating relevant information
  - fostering and funding the formation of local groups
- 3) Promoting Professional Identity and Growth through
  - organising an annual conference;
  - organising and supporting Early Childhood Professional Development

## 3. POWERS

The powers of the Association are: -

- (1) To subscribe to, become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of rule 28 (10);
- (2) In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises;
- (3) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, building, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association: Provided that in case the Association shall take or hold any property which may be subject to any trusts the

Association shall only deal with the same in such manner as is allowed by law having regard to such trusts;

- (4) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- (5) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association;
- (6) To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated association or promotion of the incorporated association or in the furtherance of its objects;
- (7) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, building, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- (8) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit;
- (9) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
- (10) In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
- (11) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay-off any such securities;
- (12) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;

- (13) In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;
- (14) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money, due to the Association from purchasers and others;
- (15) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Associations but subject always to the proviso in sub-rule (4);
- (16) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise;
- (17) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;
- (18) In furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association 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 that imposed upon the Association under or by virtue of rule 28 (10);
- (19) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- (20) In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- (21) To make donations for patriotic, charitable or community purposes;
- (22) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;
- (23) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

#### 4. CLASSES OF MEMBERS

- (1) Membership with full voting rights shall be unlimited and open to the following:

**Individual Membership**

- (a) Fully registered qualified early childhood teachers
- (b) Fully qualified early childhood professionals not registered

**Life Member**

- (a) Individual Members recognised for their dedication to ECTA who have been a longstanding volunteer and who have contributed significantly to the objectives of ECTA. Unanimous approval of the Management Committee is required in order to become a life member of ECTA. Life members are entitled to hold positions on the Management Committee or Subcommittees. Life members receive all benefits of Individual Members. No annual registration fee required.

- (2) Associative Membership with no voting rights shall unlimited and be open to the following:

**Associative Membership**

- (a) Persons working or studying in the area of Early Childhood Education and Care
- (b) Registered teachers (not qualified in Early Childhood Education) interested in the field of Early Childhood Education

**Student EYC Membership** shall be open to the following:

- a) Full Time or Part Time students of Early Childhood Education

**Student Membership** shall be open to the following:

- (a) Full Time students of Early Childhood Education

**Organisational Membership** shall be open to the following:

- (a) Groups or associations involved in Early Childhood Education and Care

**Concessional Membership** shall be open to the following:

- (a) Low Income individuals or retired teachers (proof required for example Health Care Card)

**Individual & Organisational OS member** shall be open to the following:

- (a) Same as above with additional fee for postage

- (3) Associate classes of membership may be changed from time to time by the Management Committee

#### 5. MEMBERSHIP

- (1) Every application for membership of the Association shall be made in writing using the Membership Form or on such form as the Management Committee from time to time prescribes.

- (2) The application must be signed (or electronic equivalent) by the applicant and lodged with the secretary.

## **6. MEMBERSHIP FEES**

- (1) The membership fees for each class of membership shall be such sum as the members shall from time to time at any general meeting so determine.
- (2) The membership fees for each class of membership shall be payable at such time and in such manner as the Management Committee shall from time to time determine.

## **7. ADMISSION AND REJECTION OF MEMBERS**

At the next meeting of the Management Committee after the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant.

- (1) Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.
- (2) Upon the acceptance or rejection of an application for any class of membership the secretary shall forthwith give the applicant notice in writing (or electronic equivalent) of such acceptance or rejection.

## **8. TERMINATION OF MEMBERSHIP**

- (1) A member may resign from the Association at any time by giving notice in writing to the secretary. Such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date.
- (2) If a member –
  - i is convicted of an indictable offence; or
  - ii fails to comply with any of the provisions of these Rules; or
  - iii has membership fees in arrears for a period of two months or more; or
  - iv conducts themselves in a manner considered to be injurious or prejudicial to the character or interests of the Association.the Management Committee shall consider whether their membership shall be terminated.
- (3) The member concerned shall be given a full and fair opportunity of presenting their case and if the Management Committee resolves to terminate their membership it shall instruct the secretary to advise the member in writing accordingly.

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

- (1) A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving written notification thereof, lodge with the secretary written notice of their intention to appeal against the decision of the Management Committee.
- (2) Upon receipt of a notification of intention to appeal against rejection or termination of membership the secretary shall convene, within three months of the date of receipt by

them of such notice, a general meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present their case and the Management Committee or those members thereof who rejected the application for membership or terminated the membership subsequently shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of the members present at such meeting.

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

## **10. REGISTER OF MEMBERS**

- (1) The Management Committee shall cause a Register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Association and the dates of their admission.
- (2) Particulars shall also be entered into the resignations, terminations and reinstatements of membership and any further particulars as the Management Committee or the members at any general meeting may require from time to time.
- (3) The Register shall be open for inspection at all reasonable times by any member who previously applies to the secretary for such inspection.
- (4) Memberships not renewed for 7 years will be removed from the Register.

## **11. PROHIBITION ON USE OF INFORMATION ON REGISTER OF MEMBERS**

- (1) A member of the association must not—
  - (a) use information obtained from the register of members of the association to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable, or commercial purposes; or
  - (b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable, or commercial purposes.
- (2) Sub rule (1) does not apply if the use or disclosure of the information is approved by the association.

## **12. APPOINTMENT OR ELECTION OF SECRETARY**

- (1) The secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is—
  - (a) a member of the association elected by the association as secretary; or
  - (b) any of the following persons appointed by the management committee as secretary—
    - (i) a member of the associations management committee;
    - (ii) another member of the association;

- (iii) another person.
- (2) If 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.

### **13. 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.

### **14. 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.



## **15. MEMBERSHIP OF MANAGEMENT COMMITTEE**

- (1) The Management Committee of the Association shall consist of a President, Vice-President, Secretary, and Treasurer, and such number of other members as the members of the Association at any general meeting may from time to time elect or appoint.
- (2) All Members elected to the Management Committee are required to
  - Have held ECTA membership for at least three years.
  - Be a Queensland registered fully qualified early childhood teacher with experience in the teaching of children under eight years of age.

It is at the discretion of the Management Committee to accept a member with less than three years ECTA membership onto the Management Committee.
- (3) At the annual general meeting of the Association, all the members of the Management Committee for the time being shall retire from office but shall be eligible upon nomination for re-election.
- (4) The election of officers and other members of the Management Committee shall take place in the following manner: -
  - (a) Any member of the Association in conjunction with a currently serving member of the Management Committee shall be at liberty to nominate any other member to serve as an officer or other member of the Management Committee;
  - (b) The nomination, which shall be in writing and signed (or electronic equivalent) by the member and their proposer and seconder, shall be lodged with the secretary at least fourteen days before the annual general meeting at which the election is to take place;
  - (c) A list of the candidates' names in alphabetical order, with the proposers' and seconders' names, shall be posted in in the Members Centre Secure Area of the website for at least seven days immediately preceding the annual general meeting;
  - (d) Balloting lists shall be prepared (if necessary) containing the names the candidates in alphabetical order, and each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;
  - (e) Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.
  - (f) If insufficient nominations are received to fill all vacancies on the Management Committee, the candidates nominated shall be deemed to be elected and no further nominations shall be received at the annual general meeting.
  - (g) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
  - (h) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
  - (i) The ballot for the election of members of the Management Committee shall be conducted at the annual general meeting in such usual and proper manner as the Management Committee may direct.

## **16. RESIGNATION OR REMOVAL OF A MEMBER OF THE MANAGEMENT COMMITTEE**

- (1) Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the secretary, but such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date.
- (2) A member may be removed from office at a general meeting of the Association where that member shall be given the opportunity to fully present their case. The question of removal shall be determined by the vote of the members present at such a general meeting.
- (3) If any member of the Management Committee is absent from three (3) consecutive meetings of the Management Committee without any explanation satisfactory to the remaining Management Committee, their position may be declared vacant by the remaining Management Committee.
- (4) If any member of the Management Committee ceases to be a financial member of The Association, their membership of the Management Committee shall thereupon automatically become vacant.

## **17. VACANCIES ON MANAGEMENT COMMITTEE**

- (1) The Management Committee shall have power at any time to appoint any member of the Association to fill any casual vacancy on the Management Committee until the next annual general meeting.
- (2) The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a general meeting of the Association, but for no other purpose.

## **18. FUNCTIONS OF MANAGEMENT COMMITTEE**

- (1) Except as otherwise provided by these Rules and subject to resolutions of the members of the Association carried at any general meeting the Management Committee: -
  - (a) shall have the general control and management of the administration of the affairs, property, and funds of the Association; and
  - (b) shall have authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent.
- (2) The Management Committee may exercise all the powers of the Association: -
  - (a) to borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by they are sue of

debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities;

- (b) to borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane 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 Association, and to provide and pay off any such securities; and
- (c) to invest in such manner as the members of the Association may from time to time determine.

## **19. MEETINGS OF THE MANAGEMENT COMMITTEE**

- (1) The Management Committee shall meet at least seven times per calendar year to exercise its functions.
- (2) 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. A committee member who participates in the meeting as mentioned is taken to be present at the meeting.
- (3) At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee as at the close of the last general meeting of the members, shall constitute a quorum.
- (4) Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit. Provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
- (5) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which they are interested, or any matter arising thereout, and if they do so vote, their vote shall not be counted.
- (6) The President shall preside as Chairperson at every meeting of the Management Committee, or if there is no President, or if at any meeting they are not present within ten minutes after the time appointed for holding the meeting, the Vice-President shall be Chairperson or if the Vice-President is not present at the meeting then the members may choose one of their number to be Chairperson of the meeting.
- (7) If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may

determine, and if at the adjournment meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

- (8) A special meeting of the Management Committee shall be convened by the Secretary on the requisition in writing, signed by not less than one-third of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- (9) Not less than fourteen days notice shall be given by the secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat.

## **20. 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.

## **21. SUB-COMMITTEES**

- (1) The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the Association as the Management Committee thinks fit. 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 Management Committee.
- (2) A sub-committee may elect a Chairperson of its meetings. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their number to be Chairperson of the meeting.
- (3) A sub-committee may meet and adjourn, as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.

## **22. ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS**

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

### **23. RESOLUTIONS**

- (1) A resolution in writing (or equivalent electronic form), signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee, shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

### **24. ANNUAL GENERAL OR GENERAL MEETINGS**

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

### **25. BUSINESS AT ANNUAL GENERAL MEETINGS**

- (1) The business to be transacted at every annual general meeting shall be: -
  - (a) the receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the association for the preceding financial year;
  - (b) the receiving of the auditor's report upon the books and accounts for the preceding financial year;
  - (c) the election of members of the Management Committee; and
  - (d) the appointment of an auditor.

### **26. SPECIAL MEETINGS**

- (1) The secretary shall convene a special general meeting: -
  - (a) when directed to do so by the Management Committee; or
  - (b) on the requisition in writing signed by not less than one-third of the members presently on the Management Committee or not less than the number of ordinary members of the Association which equals double the number of members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat; or
  - (c) on being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person.

### **27. QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING**

- (1) At any general meeting the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.
- (2) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of this rule "member" includes a person attending as a proxy or as representing a corporation which is a member.

- (3) If, within half an hour from the time appointed for the commencement of a general meeting, a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week, at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.
- (4) The Chairperson may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. 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 an adjourned meeting.

## **28. NOTICE OF GENERAL MEETING**

- (1) The secretary shall convene all general meetings of the Association by giving not less than fourteen day's notice of any such meeting to the members of the Association.
- (2) The manner by which such notice shall be given shall be determined by the Management Committee: Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of their membership by the Management Committee, shall be given in writing. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

## **29. PROCEDURE AT GENERAL MEETING**

Unless otherwise provided by these Rules, at every general meeting: -

- (1) the President shall preside as Chairperson, or if there is no President, or if they are not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be the Chairperson or if the Vice-President is not present or is unwilling to act then the members present shall elect one of their number to be Chairperson of the meeting;
- (2) the Chairperson shall maintain order and conduct the meeting in a proper and orderly manner;
- (3) every question, matter or resolution shall be decided by a majority of votes of the members present;
- (4) every member present shall be entitled to one vote and in the case of an equality of votes the Chairperson shall have a second or casting vote. Provided that no member shall be entitled to vote at any general meeting if their annual subscription is more than one month in arrears at the date of the meeting;



- (9) the instrument appointing a proxy shall be deposited with the secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote, and;
- (10) the secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and general meeting to be entered in a book or electronic record to be open for inspection at all reasonable times by any financial member who previously applies to the secretary for that inspection.
- (11) For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairperson of that meeting, or the Chairperson of the next succeeding Management Committee meeting, verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting,

Provided that the minutes of any annual general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting or annual general meeting.

### **30. 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 register.
- (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.

### **31. BY-LAWS**

The management Committee may, from time to time, make, amend, or repeal by-laws, not inconsistent with these Rules, for the internal management of the Association and any by-law may be set aside by a general meeting of members.



### **32. ALTERATION OF RULES**

Subject to the provisions of the Associations Incorporation Act 1981, these Rules may be amended, rescinded, or added to from time to time by a special resolution carried at any general meeting: Provided that no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the Under Secretary, Department of Justice, Brisbane.

### **33. COMMON SEAL**

The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

### **34. FUNDS AND ACCOUNTS**

- (1) The funds of the Association shall be banked in the name of the Association in such bank as the Management Committee may from time to time direct.
- (2) Proper books and accounts shall be kept and maintained either in written or electronic form in the English language showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.
- (3) All moneys shall be banked as soon as practicable after receipt thereof.
- (4) A payment by the association of \$100 or more must be made by debit card or electronic funds transfer.
- (5) If a payment of \$100 or more is made by debit card, the expenditure must be authorised by a second member of the management committee.
- (6) All expenditure must be approved or ratified at a management committee meeting.
- (7) As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing particulars of -
  - (a) the income and expenditure for the financial year just ended, and;
  - (b) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.
- (8) All such statements shall be examined by the auditor who will present their report upon such audit to the secretary prior to the holding of the annual general meeting next following the financial year in respect of which such audit was made.
- (9) The income and property of the Association whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out

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

### **35. DOCUMENTS**

The Management Committee shall provide for the safe custody of boxes, documents (both printed and electronic), instruments of title and securities of the Association.

- (1) Documents other than the above may be removed after 7 years.

### **36. FINANCIAL YEAR**

The financial year of the Association shall close on 30<sup>th</sup> September in each year.

### **37. DISTRIBUTION OF SURPLUS ASSETS**

If the Association shall be wound up in accordance with the provisions of the *Associations Incorporation Act 1981*, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution, or institutions, having objects similar to the objects of the Association, 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 Association under or by virtue of rule 28 (10), such institution or institutions to be determined by the members of the Association.