

Association Rules

(July 2024)

In accordance with the

Associations Incorporation Regulation 2023, made under the

Associations Incorporation Act 1991

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# Part 1.1 Preliminary

**1. Definitions and Interpretation**

**1.1 Definitions**

In these Rules A definition applies except so far as the contrary intention appears (see section 155 of the Legislation Act 2001 (Cth).

**“ACT”** shall refer the Australian Capital Territory, a body politic established under the *Australian Capital Territory (Self Government Act 1988)* (Cth).

**“Act”** means the *Associations Incorporation Act 1991* and includes where relevant the Regulations pertaining to the Act.

**“Affiliate Members”** means schools that are members of their SSACT Region. Affiliate members do not have voting rights, as they are represented through their SSACT Region.

**“Association”** shall refer to School Sport ACT.

**“Calendar”** shall refer to the calendar of sporting events published by the Association each year.

**“Council”** shall refer to the Board appointed to manage the affairs of the Association.

**“Department”** shall refer to the ACT Government Department responsible for school based education.

**“Education Providers”** shall refer to the Education Directorate, the Catholic Education Office and the Association of Independent Schools.

**“Financial Year”** shall refer to the period 1 January to 31 December each year.

**“Member”** shall refer to a member, whether an individual or body corporate and however described, of the Association.

 **“Proxy vote”** shall refer to the transfer in writing of a Member’s vote either in general or specifically for a specific meeting or meetings to another Member.

**“Region”** shall refer to the School Sport ACT Regional Councils.

**“Registrar-General”** shall refer to the ACT Registrar of Incorporated Associations.

**“Regulation”** means the *Associations Incorporation Regulation 1991*.

**“RSSAG” shall refer to the Regional School Sport Advisory Group.**

**“Secretary”** means the person holding office under these Rules as secretary of the Association or, if no such person holds that office, the public officer of the Association.

 **“SSA”** shall refer to School Sport Australia Incorporated.

 **“SSACT”** shall refer to School Sport ACT.

 **“Sports”** shall refer to the sports approved by the Association for inclusion in the School Sport ACT Calendar for competition.

**“Sub Committees”** shall refer to the Committees established to coordinate and manage the various levels of activities or initiatives.

**“Vested Interest”** shall refer to any interest held by a Member in an external body or individually from which a benefit could be derived, whether economically, politically, socially or financially, resulting from the Member being a Member of this Association.

**2. Model Rules Application**

These model rules, as in force from time to time, are the rules of the ACT Schools Sports Council (Trading Name School Sport ACT) (***the Association***).

*Note* The Association may, by special resolution, at any time, decide to adopt rules other than these model rules (see Act, s 33). However, if a rule is inconsistent with the Act or another law in force in the ACT, the rule has no effect (see Act, s 34). Also, if the model rules make provision for a matter not provided for in the Association’s rules, the Association’s rules are taken to include the provision of the model rules in relation to that matter (see Act, s 31 (2)).

**3. Objects of the Association.**

**3.1 Purpose**

The major purpose of the Association shall be:

*“To promote, coordinate, support and encourage ACT students’ participation in competitive sport to complement educational learning outcomes.”*

To achieve the major purpose of the Association the Objects shall be:

* 1. **Objects**
1. To facilitate the achievement of the major purpose through a recognised School Sport Pathway identified as:
2. Interschool Sport;
3. Representative sport based on some form of regional representation;
4. ACT level representative sport;
5. School Sport Australia Championships; and
6. School Sport Australia representation at international level.
7. To liaise with and advise the Education providers on matters relating to

school sport.

(c) To participate in SSA activities through duly appointed representatives.

(d) To establish close liaisons with community providers of school age sporting

 facilities and competitions.

**4. Powers of the Association.**

4.1 Solely for the purpose of furthering the Objects, in addition to any powers it has

 under the Act, the Association shall have the powers to:

a) govern ACT local and representative school sport in accordance with these Rules, through ratification or otherwise of RSSAG, Regions and Sub-Committees;

b) act as the Appeals Body for appeals against decisions of the RSSAG, Regions and Sports Specific Sub-Committees in accordance with these Rules

c) receive and allocate education provider grants, sponsorship monies, team levies and other monies in accordance with the Association’s policies as may from time to time be approved;

d) negotiate the purchase of sports uniforms, equipment and other requisites for all regional and representative teams, and to negotiate travel and accommodation arrangements for ACT school representative sporting teams;

e) to appoint such staff as may be required to enable the Association to fulfill its duties and obligations under these Rules and under the Act on such terms and conditions as the Association may from time to time approve;

f) to delegate any of its powers to the RSSAG, Regional Councils and Sub-Committees under such conditions as the Association approves other than the power to decide on approved sports; and

g) do such other things as may be required to meet the Objects of the Association.

**5 Application of Certain Acts**

5.1 The following Acts apply to the Association’s rules as if the rules were an instrument made under the Act:

(a) the *Electronic Transactions Act 2001*;

(b) the *Legislation Act 2001*.

*Note 1* Under the *Electronic Transactions Act 2001*, s 8, information required to be given in writing may be given electronically. For example, applications for membership may be given by email.

*Note 2 The* Legislation Act contains definitions and other provisions relevant to the Association’s rules.

Part 1.2 Membership

1. **Membership Application**
2. A nomination of an entity for membership of the Association—
	1. must be made by a Member of the Association in writing in the form set out in Appendix 1; and
	2. must be lodged with the Secretary of the Association.
3. As soon as is practicable after receiving a nomination for membership, the Secretary must refer the nomination to the Council which must decide whether to approve or to reject the nomination.
4. If the Council decides to approve a nomination for membership, the Secretary must as soon as practicable after that decision notify the nominee of that approval and request the nominee to pay within 28 days after receipt of the notification any applicable membership fees.
5. The Secretary must, on payment by the nominee of the amounts outlined in the annual Membership Information Information document, enter the nominee's name in the register of Members and, on the name being so entered, the nominee becomes a Member of the Association.
6. The current Members include the following:

a) ACT Education Directorate;

b) ACT Catholic Education Office;

c) ACT Association of Independent Schools;

d) SSACT Regions;

e) Australian Education Union (ACT Branch);

f) Independent Education Union;

g) ACT Council of Parents and Citizens Associations Inc;

h) Association of Parents and Friends of ACT Schools; and

i) Sport and Recreation (ACT Government).

1. Schools in the ACT may become Affiliate Members by virtue of their membership of a SSACT Region. As Affiliate Members they will not have voting rights.
2. **Cessation of membership**

7.1 An entity ceases to be a Member of the Association if the entity—

a) the person resigns under section 9; or

(b) the person has not paid their annual membership fee by the due date; or

(c) the person’s membership is cancelled as a result of disciplinary action taken under part 1.3; or

(d) if the member is an individual—the individual—

(i) dies; or

(ii) is not physically or mentally fit to exercise the functions of membership; or

(e) if the member is a corporation—the corporation is wound up; or

(f) the incorporation of the Association is cancelled under—

(i) the Act, section 83 (Cancellation where continued incorporation inappropriate); or

(ii) the Act, section 85 (Cancellation of incorporation following voluntary transfer); or

(iii) the Act, section 93 (Cancellation of incorporation); or

(g) the Association is wound up under—

(i) the Act, section 88 (Voluntary winding-up); or

(ii) the Act, section 90 (Winding-up by the court).

1. **Resignation of membership**

8.1 A member may resign their membership of the Association by giving written notice to the Council.

8.2 The resignation takes effect—

(a) on the day the Council receives the notice; or

(b) if another day is stated in the notice—on that day.

8.3 Despite section 10 (b), a Member who resigns their membership remains liable for any annual membership fee the person owes the Association when the resignation takes effect.

 *Note* An amount owing under a law may be recovered as a debt in a court of competent jurisdiction or the ACAT (see Legislation Act, s 177).

8.4 The Council must remove information about the member from the register of members as soon as practicable after the member’s resignation takes effect.

1. **Fee, subscriptions etc**
	1. Any annual membership fee of the Association is as determined by resolution of the Council and must be available on request from the Association
	2. Any annual membership fee is payable—

except as provided by paragraph (b)—before 1 January in each calendar year; or

* 1. if an entity becomes a Member on or after 1 January in any calendar year—within 30 days of becoming a Member.
1. **Membership Rights and Liabilities not transferable**

10.1 A member’s rights and liabilities—

* 1. are not transferable; and

(b) end when the member’s membership ends.

**11. Dispute Resolution and Disciplinary Procedure**

11.1 This division sets out the dispute resolution procedure for dealing with a

 dispute between parties, under the Act or the Association’s rules between—

(a) a member and another member; or

 (b) a member and the committee.

*Note* A member may appoint someone to act on their behalf in the dispute resolution procedure (see Act, s 65B (2)).

* 1. If the Council is of the opinion that a Member—
	2. has persistently refused or neglected to comply with a provision of these Rules; or
	3. has persistently and wilfully acted in a manner prejudicial

 to the interests of the Association;

the Council may, by resolution—

* 1. expel the Member from the Association; or
	2. suspend the Member from the rights and privileges of

membership of the Association that the Council may decide for a specified period.

* 1. Resolving dispute by agreement
1. The parties to a dispute must attempt to resolve the dispute

 by agreement between themselves.

1. A party to the dispute may ask the committee to help the

 parties resolve the dispute by agreement if—

(i) the committee is not a party to the dispute; and

1. the parties are unable to resolve the dispute between

 themselves.

11.4 Dispute resolution procedure—starting the procedure

(a) If the parties to a dispute do not resolve the dispute by

 agreement under section 13, any party to the dispute may start

 the dispute resolution procedure by giving written notice to the

 committee.

*Note* A member who is the subject of a disciplinary procedure must not start a dispute resolution procedure in relation to the same matter until the disciplinary procedure (including any appeal) is complete (see Act, s 65C (4)).

(b) The notice must—

(i) include the names and contact details of the parties to the dispute; and

(ii) give a brief summary of the matters in dispute (a ***dispute summary***) including the relevant provisions of the Act and the Association’s rules (if known); and

(iii) briefly state the steps the parties have taken to resolve the dispute.

11.5 Dispute resolution procedure—appointing decision-maker

(a) As soon as practicable after receiving a notice, the committee must appoint a decision-maker to decide the outcome of the dispute.

*Note For laws about appointments, see the* Legislation Act, pt 19.3.

(b) The committee must ensure that the decision-maker—

(i) is unbiased; and

(ii) has, or can quickly acquire, knowledge of the following:

* the Act;
	+ - the Association’s rules;
		- the Association’s objects;
		- the management and operation of the Association; and
* does not have a conflict of interest.
* The committee must give the decision-maker a copy of the notice.

11.6Dispute resolution procedure—notice to parties about decision-maker

(a) As soon as practicable after a decision-maker is appointed under

section 15, the secretary must give written notice to each party to the dispute that the dispute resolution procedure has started.

(b) However, if the committee is a party to the dispute, the secretary is not required to give the committee notice under subsection (1).

(c) The notice must include—

(i) a copy of the dispute summary for the dispute; and

(ii) the name and contact details of the decision-maker; and

1. information about the dispute resolution procedure.

11.7 Dispute resolution procedure—opportunity to be heard

(a) Before deciding the outcome of a dispute, the decision-maker must invite each party to make a written or oral submission (or both) about the dispute.

(b) The invitation must state—

(i) if the decision-maker invites the parties to make a written submission—a period of not less than 14 days in which a party may make a written submission (the ***submission period***); and

(ii) if the decision-maker invites the parties to make oral submissions—the day and time (within the submission period) when the party can make their oral submissions.

1. The decision-maker may also attempt to resolve the dispute with the agreement of the parties to the dispute.

11.8 Dispute resolution procedure—outcome

(a) As soon as practicable after the submission period has ended, the decision-maker must—

* + 1. consider any submissions received by the decision-maker during the submission period; and
		2. decide the outcome of the dispute (the ***dispute decision***);

 and give the parties to the dispute a written notice stating—

* the dispute decision; and
* the reasons for the dispute decision; and
* that a party to the dispute may appeal the dispute
* decision under division 1.3.3 (Appealing decisions); and
* if the Council is not a party to the dispute—give the

 Council a copy of the notice.

*Note For what must be included in a statement of reasons, see the* Legislation Act, s 179.

* 1. Dispute resolution procedure—ending dispute by agreement
1. The parties to a dispute may agree to end the dispute at any time before the decision-maker decides the outcome of the dispute.
2. If the parties agree to end the dispute, they must give written

 notice to the following people:

1. if the Council is not a party to the dispute—the Council;
2. if a decision-maker has been appointed for the dispute—the decision-maker.

(c) The notice must state—

(i) that the parties have agreed to end the dispute; and

(ii) the terms of the agreement.

11.10 Disciplinary procedure—grounds for disciplinary action

 Each of the following is a ***ground for disciplinary action*** against a

 member of the Association:

1. the member has failed to comply with the Act or the Association’s

rules;

1. the member has acted in a way that is likely to be harmful to the

Association.

11.11 Disciplinary procedure—proposed disciplinary action

If the committee is satisfied that a ground for disciplinary action exists in relation to a member of the Association, the committee may, by resolution, propose to take disciplinary action (the ***proposed disciplinary action***) against the member in relation to the member’s status as a member.

See Model Rules Disciplinary Procedure if further actions are required.

**12 Appealing Decisions**

12.1 Appeal outcome—setting aside decision-maker’s decision

A dispute decision or disciplinary action decision may be set aside only by special resolution of the Association.

*Note 1* A special resolution requires at least 21 days notice and needs to be passed with at least ¾ of the votes (see Act, s 70).

*Note 2* If a decision of the Association deprives a member of a right provided by the Association’s rules, the member may apply to the court for an order to vary or set aside the decision (see Act, s 49).

12.2 Who can appeal a decision?

(a) A party to a dispute may appeal the dispute decision.

(b) The following people may appeal a disciplinary action decision:

(i) the member who is the subject of the disciplinary action decision;

(ii) the committee.

12.3 Appeal notices

(a) A person appealing a decision must, within 7 business days after being given notice of the decision, give the secretary written notice of the appeal (an *appeal notice*) stating the grounds for the appeal.

(b) Withdrawing an appeal

A person appealing a decision may, at any time before the appeal is decided, withdraw the appeal by giving written notice to the secretary.

12.4 General meeting to decide appeal

(a) As soon as practicable after the secretary receives an appeal notice—

(i) the secretary must give the parties to the appeal a copy of the appeal notice; and

(ii) the committee must call a general meeting to consider a special resolution about the appeal.

*Note* A special resolution requires at least 21 days notice and needs to be passed with at least ¾ of the votes (see Act, s 70).

(b) The chair of the general meeting must ensure that—

(i) the special resolution is the only item of business at the general meeting called under subsection (1) (b); and

(ii) the parties to the appeal are given the opportunity to be heard about the special resolution; and

(iii) the members vote on the special resolution by a secret ballot.

(c)The parties to the appeal must not vote on the special resolution.

(d) In this section:

***party*** to the appeal, means—

 (i) if the appeal is against a disciplinary action decision—

* + - the member who is the subject of the disciplinary procedure; and
		- the committee.

# Part 1.3 Council

1. **Powers of Council**

The Council, subject to the Act, the Regulation, these Rules, and to any resolution passed by the Association in general meeting—

* 1. shall be responsible for the efficient management of the Association and will develop and approve all major policies; and
	2. may exercise all functions that may be exercised by the Association other than those functions that are required by these rules to be exercised by the Association in general meeting; and
	3. has power to perform all acts and do all things that appear to the Council to be necessary or desirable for the proper management of the affairs of the Association.
	4. has the power to delegate any of the above functions to the Executive Officer.
1. **Membership and Functions**

14.1 The Council shall consist of an independently appointed Chair and seven other members all of whom shall be appointed for two year terms with half the Council members’ terms concluding each year at the Annual General Meeting of the Association.

14.2 Council members shall be appointed by the Association at its Annual General Meetings.

14.3 Each Member of the Council holds office, subject to these Rules, until the conclusion of the second annual general meeting following the date of the Member's election, but the Member is eligible for re-election in which case their period of office would be extended by the corresponding period.

14.4 The Association shall appoint the initial Council members at its Annual General Meeting where these Rules are first approved.

14.5 The Association shall appoint the initial Chair of the Council at its Annual General Meeting where these Rules are first approved.

14.6 The Chair shall be appointed initially for two years and shall be eligible for re-nomination at the end of this term.

14.7 Subject to the Act and these Rules, the business of SSACT shall be managed

 and the powers of SSACT shall be exercised by the Council.

14.8 The Council may at any time appoint up to two additional Council members with skills that will complement the skills of existing Council members.

14.9 In the event of a casual vacancy on the Council the Council may appoint an appropriately qualified person to fill the vacancy and the person so appointed holds office, subject to these Rules, until the conclusion of the next annual general meeting after the date of the appointment.

14.10 Any Council member appointed to fill a casual vacancy will be appointed to complete the term of the Council member so replaced and then be eligible for re-nomination at the end of this term.

14.11 Functions

(a) Chair

The functions of the Chair include—

(i) chairing committee meetings and general meetings (including annual general meetings); and

(ii) exercising any other function given to the Chair—

* under the Act or the Association’s rules; or
* by the Council or the members to achieve the Association’s objects.

(b) Secretary

The Executive Officer of the Association will fulfil the role of Secretary of the Association, unless an alternative Secretary is appointed.

The Secretary must keep minutes of—

(i) all elections and appointments of office-bearers and Ordinary Council Members; and

(ii) the names of Members of the Council present at a Council meeting or a general meeting; and

(iii) all proceedings at Council meetings and general meetings.

Minutes of proceedings at a meeting must be accepted at the next succeeding meeting

(c) Treasurer

 The Council may appoint either a Finance Committee or an individual to

 fulfil the role of Treasurer of the Association. The Treasurer of the

 Association must—

(i) collect and receive all amounts owing to the Association and make all payments authorised by the Association; and

(ii) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.

(iii) If a Finance Committee is appointed, it shall consist of appropriately qualified individuals with a minimum of 2 members and a maximum of 5 members.

(iv)The Finance Committee shall have a chair, and the chair shall be a Member of the Council.

(v) If the Finance Committee chair is unavailable to attend a Council meeting, he or she will nominate a representative from the Finance Committee to attend the Council meeting in their place.

1. **Election of Council members**

(a) Nominations of candidates for election as office-bearers of the Association or as ordinary Council Members—

(i) must be made in writing, signed by 2 Members of the Association, or Council, and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and

(ii) must be given to the Secretary of the Association not less than 7 days before the date fixed for the annual general meeting at which the election is to take place.

(b) If insufficient nominations are received to fill all vacancies on the Council, the candidates nominated are taken to be elected and further nominations may be received at the annual general meeting.

(c) If insufficient further nominations are received, any vacant positions remaining on the Council are taken to be vacancies.

(d) If the number of nominations received is equal to the number of vacancies to be filled, the people nominated are taken to be elected.

(e) If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held.

(f) The ballot for the election of office-bearers and Ordinary Council Members must be conducted at the annual general meeting in the way the Council may direct.

(g) A person is not eligible to simultaneously hold more than 1 position on the Council.

1. **Terms of Office**

16.1 (a) The term of office of a committee member begins—

(i) for an elected committee member—at the end of the annual general meeting at which the member is elected; or

(ii) for a committee member appointed to fill a casual vacancy under section 48—on the day the appointment commences.

(b) The term of office of a committee member ends on the earliest of the following:

(i) the end of the annual general meeting held after the committee member’s term of office begins;

(ii) if the person resigns from office—the day the resignation takes effect;

*Note* A committee member may resign from the committee by written notice given to the public officer (see Act, s 64A).

(iii) if the person’s membership of the Association ends—the day the membership ends;

(iv) if the person is disqualified from holding committee membership under—

* + - the Act, section 63 (Disqualification from office—convictions or bankruptcy)—the day the disqualification takes effect; or
		- the Act, section 63A (Disqualification from office—noncompliance with Act)—the day the disqualification takes effect; or
		- the Act, section 63B (Disqualification from office—disqualified under other legislation)—the day the disqualification takes effect;

(c) if the person is removed from office under section 47—the day the removal takes effect.

16.2 Filling casual vacancies

(a) The committee may appoint a member to fill a position on the

 committee that—

(i) was not filled at the last annual general meeting; or

(ii) becomes vacant because a person’s committee membership ends for a reason mentioned in section 46 (2) (b) to (e).

(b) If there is a vacancy on the committee during a term of the committee, the committee may appoint a member to the committee for the remainder of the term of the committee.

*Note For laws about appointments, see the* Legislation Act, pt 19.3.

(c) However, the committee must not appoint a member under this section if disciplinary action has been taken against the member under division 1.3.2 in the previous 2 years.

*Note* A person may also be disqualified from appointment to the committee under the Act, s 63, s 63A and s 63B.

1. **Removal of Council members**

The Association may, by resolution passed at a general meeting, remove a committee member from the committee before the end of their term of office if the member—

(a) does not exercise their functions or discharge their duties under the Act, section 66A (Duty of care and diligence); or

(b) does not exercise their functions or discharge their duties under the Act, section 66B (Duty of good faith and proper purpose); or

(c) contravenes—

(i) the Act, section 66C (Use of position); or

(ii) the Act, section 66D (Use of information); or

(d) fails to attend 2 consecutive committee meetings and does not have the agreement of the committee to be absent from 1 or both of the meetings; or

(e) does not exercise the functions of their office for a period of 3 months.

1. **Council meetings and quorum**

18.1 (a)The Council must meet at least 4 times in each calendar year at

 the place and time that the Council may decide.

(b) Additional meetings of the Council may be called by a minimum of three Members of the Council, by written notice to the Secretary.

(c) Oral or written notice of a meeting of the Council must be given by the Secretary to each Member of the Council at least 48 hours (or any other period that may be unanimously agreed on by the Members of the Council) before the time appointed for the holding of the meeting.

(d) Notice of a meeting must specify the general nature of the business to be transacted at the meeting and no business other than that business may be transacted at the meeting, except business that the Council Members present at the meeting unanimously agree to treat as urgent business.

(e) Any 5 Members of the Council constitute a quorum for the transaction of the business of a meeting of the Council.

(f) No business may be transacted by the Council unless a quorum is present and, if within half an hour after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to the same place and at the same hour of the same day in the following week, unless notice is given by the Secretary of an alternate time in accordance with subsection (3).

(g) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting is dissolved.

(h) At meetings of the Council—

(i) the Chair or, in the absence of the Chair, the Chair shall appoint an alternative Council Member to preside; or

(ii) if the Chair and the alternative-Chair are absent—1 of the remaining Members of the Council may be chosen by the Members present to preside.

18.2 Committee meetings—minutes

(a) The committee must ensure that minutes are taken and kept for each committee meeting.

(b) The following must be recorded in the minutes:

(i) the names of the committee members at the meeting;

(ii) whether the committee agreed that the minutes of the previous meeting are correct;

(iii) a description of the business conducted at the meeting;

(iv) if a committee member makes a disclosure of a material personal interest as required by the Act, section 65 (1)—

* + - the nature and extent of the interest; and
		- the relation of the interest to the Association’s activities;

(v) any motion on which a vote is taken at the meeting and the outcome of the vote.

*Note* A summary of the minutes of committee meetings must be provided to members on request (see Act, s 35). However, the committee may refuse access if satisfied that allowing access would be prejudicial to the Association’s interests (see Act, s 35A).

18.3 Committee meetings—records

The committee must keep the following records for each committee meeting:

(a) committee meeting notices;

(b) minutes of committee meetings;

(c) copies of documents considered at committee meetings.

1. **Delegation by Council to Sub Committees**

(a) The Council may, in writing, delegate to 1 or more subcommittees the exercise of the functions of the Council that are specified in the instrument, other than—

(i) this power of delegation; and

(ii) a function that is a function imposed on the Council by the Act, by any other Territory law, or by resolution of the Association in a general meeting.

(b) A function, the exercise of which has been delegated to a sub- committee under this section may, while the delegation remains unrevoked, be exercised from time to time by the committee in accordance with the terms of the delegation.

(c) A delegation under this section may be made subject to any conditions or limitations about the exercise of any function, or about time or circumstances that may be specified in the instrument of delegation.

(d) Despite any delegation under this section, the Council may continue to exercise any function delegated.

(e) Any act or thing done or suffered by any committee acting in the exercise of a delegation under this section has the same force and effect as it would have if it had been done or suffered by the Council.

(f) The Council may, in writing, revoke wholly or in part any delegation under this section.

(g) A committee may meet and adjourn as it considers appropriate.

1. **Voting and decisions**

(a) Questions arising at a meeting of the Council or of any sub-committee appointed by the Council are decided by a majority of the votes of Members of the Council or sub-committee present at the meeting.

(b) Each Member present at a meeting of the Council or of any sub-committee appointed by the Council (including the person presiding at the meeting) is entitled to 1 vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.

*Note* A committee member who has a material personal interest in a matter must not be present while the matter is being considered by the committee and must not vote on the matter (see Act, s 65A).

# Part 1.4 General meetings

1. **Annual general meetings—holding of**

(a) With the exception of the first annual general meeting of the association, the Association must, at least once in each calendar year and within 5 months after the end of each financial year of the association, call an annual general meeting of its Members.

(b) The Chair of the Council attends as an ex-officio and is therefore entitled to vote and exercise all powers of a member of the Association.

1. **Annual general meetings—calling of and business at**

(a) The annual general meeting of the Association must, subject to the Act, be called on the date and at the place and time that the Council considers appropriate.

(b) In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting is—

(i) to confirm the minutes of the last annual general meeting and of any general meeting held since that meeting; and

(ii) to receive from the Council reports on the activities of the Association during the last financial year; and

(iii) to elect members of the Council, including office-bearers; and

(iv) to receive and consider the statement of accounts and the reports that are required to be submitted to members under section 73 (1) the Act.

(c) An annual general meeting must be specified as such in the notice calling it in accordance with section 27 **(Notice).**

(d) An annual general meeting must be conducted in accordance with the provisions of this part.

1. **General meetings—calling of**

(a) The Council may, whenever it considers appropriate, call a general meeting of the Association.

The Council must, on the requisition in writing of not less than 5% of the total number of Members, call a general meeting of the Association.

(b) A requisition of Members for a general meeting—

(i) must state the purpose or purposes of the meeting; and

(ii) must be signed by the Members making the requisition; and

(iii) must be lodged with the Secretary; and

(iv) may consist of several documents in a similar form, each signed by 1 or more of the Members making the requisition.

(c) If the Council fails to call a general meeting within 1 month after the date when a requisition of Members for the meeting is lodged with the Secretary, any 1 or more of the Members who made the requisition may call a general meeting to be held not later than 3 months after that date.

1. **Notice**

The committee must give each member written notice of an annual general meeting at least 14 days before the meeting.

(a) The notice must—

(i) state the date, time and place of the annual general meeting; and

(ii) include the agenda for the annual general meeting; and

(iii) attach minutes of the previous annual general meeting; and

(iv) provide information and documents directly relevant to any

matters to be decided, dealt with or done at the annual general

meeting.

(b) The following must be done at an annual general meeting:

(i) the minutes of the previous annual general meeting must be confirmed;

(ii) the committee must be elected under section 45;

(iii) the documents mentioned in the Act, section 73 (1) must be presented;

*Note The* Act, s 73 (1) requires the committee to present a statement of accounts, a reviewer’s or auditor’s report, and a report about the committee membership, principal activities and profit or loss.

(iv) the documents the Association is required to lodge with the registrar-general under the Act, section 79 (1) must be dealt with.

1. **General meetings—procedure and quorum**

(a) No item of business may be transacted at a general meeting unless a quorum of Members entitled under these Rules to vote is present during the time the meeting is considering that item.

(b) Five Members present in person (who are entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

(c) If within 30 minutes after the appointed time for the start of a general meeting a quorum is not present, the meeting if called on the requisition of Members is dissolved and in any other case stands adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to Members given before the day to which the meeting is adjourned) at the same place.

(d) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, the Members present (being not less than 5) constitute a quorum.

1. **Presiding member**

(a) Unless otherwise determined by the Members, the Chair of Council will preside at each general meeting of the Association.

(b) If the Chair of Council is absent from a general meeting, the Members present must elect 1 of their number to preside at the meeting.

1. **Adjournment**

(a) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of Members present at the meeting, adjourn the meeting from time to time and place to place, but no business may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(b) If a general meeting is adjourned for 14 days or more, the Secretary must give written or oral notice of the adjourned meeting to each Member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(c) Except as provided in subsections (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

1. **Making of decisions**

(a) A question arising at a general meeting of the Association is to be decided on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

(b) At a general meeting of the Association, a poll may be demanded by the person presiding or by not less than 3 Members present in person or by proxy at the meeting.

(c) If the poll is demanded at a general meeting, the poll must be taken—

(i) immediately if the poll relates to the election of the person to preside at the meeting or to the question of an adjournment; or

(ii) in any other case—in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

1. **Voting**

(a) Each member of the Association—

(i) has 1 vote on each question arising at a general meeting; and

(ii) may vote—

* + - personally; or
		- if an authorisation of a proxy has been accepted by the

committee under section 61—by proxy.

(b) A motion is carried (except in the case of a special resolution) if a majority of the members vote in favour of the motion.

*Note A special resolution needs at least ¾ of the votes to pass (see* Act, s

 70).

(c) However, if the votes on a question are equal, the chair has a second or deciding vote.

(d) The members at a general meeting may vote on a question at the meeting orally, in writing or by a show of hands.

(e) However, a vote on a question at a general meeting must be by ballot

conducted at the meeting if—

(i) the chair decides the vote is to be by ballot; or

(ii) at least 3 members request the vote be by ballot.

(f) For this section, voting ***personally*** includes voting while taking part in a general meeting conducted using a method of communication that allows a member taking part to hear or otherwise know what each other member taking part says without the members being in each other’s presence.

1. **Appointment of proxies**

A member of the Association (the ***authorising member***) may authorise another member (the ***proxy***) to vote on their behalf at a general meeting.

(a) However, a particular member must not be a proxy for more than 5 other members at a general meeting.

(b) The authorisation must—

(i) be in writing; and

(ii) include the name and contact details of the authorising member and the proxy; and

(iii) be signed by the authorising member and the proxy; and

(iv) include anything else required by the Council; and

(v) be in a form decided by the Council.

*Note* The Council may require form 2 in pt 1.8 to be used.

(c) The authorisation may include instructions about how the proxy is to vote on the authorising member’s behalf.

(d) If the authorisation does not include instructions, the proxy may vote on the authorising member’s behalf in any way the proxy considers appropriate.

(e) The proxy may vote on the authorising member’s behalf at a general meeting only if—

(i) the authorising member gives the authorisation to the secretary not later than 24 hours before the general meeting; and

(ii) the committee accepts the authorisation.

(iii) The committee must not accept the authorisation of a proxy if the committee has already accepted 5 authorisations for that proxy.

(f) If the committee does not accept the authorisation, the committee must, as soon as practicable before the meeting, give the authorising member written notice that the authorisation has not been accepted.

(g) To remove any doubt, an authorising member is not taken to be present at a general meeting only because they have authorised a proxy to vote on their behalf at the meeting.

# Part 1.5 Miscellaneous

1. **Funds—source**

(a) The funds of the Association must be derived from payments from Members and donations, subject to any resolution passed by the Association in general meeting and subject to section 114 of the Act, any other sources that the Council decides.

(b) All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank account.

(c) The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

1. **Funds—management**

(a) Subject to any resolution passed by the Association in general meeting, the funds of the Association must be used for the Objects of the Association, as stated in these Rules, in the way that the Council decides.

(b) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 Members of the Council or employees of the Association, being Members of the Council or employees authorised to do so by the Council.

1. **Alteration of Objects and Rules**

Neither the Objects of the Association mentioned in section 29 of the Act, and stated in these Rules, nor these Rules themselves may be altered except in accordance with Division 3.4 of the Act.

1. **Common Seal**

(a) The common seal of the Association must be kept in the custody of the Secretary.

(b) The common seal must not be attached to any instrument except by the authority of the Council and the attaching of the common seal must be attested by the signatures either of 2 Members of the Council or of 1 Member of the Council and of the Secretary.

1. **Records and other documents**

Subject to the Act, the Regulations and these Rules, the Secretary must keep in his or her custody or under his or her control all records, books, and other documents relating to the Association.

*Note 1* The committee may refuse to allow a member to inspect a record or other document if satisfied that allowing access would be prejudicial to the Association’s interests (see Act, s 35A).

*Note 2* A copy of certain documents (including the Association’s rules) must also be provided to members on request (see Act, s 35) unless the committee is satisfied that allowing access would be prejudicial to the Association’s interests (see Act, s 35A).

*Note 3* The Act provides for inspection of the register of members (see Act, s 67A). A member may apply to restrict access to personal information of the member recorded on the register of members (see Act, s 67B).

1. **Inspection of books**

Following a request in writing by the Member to the Secretary, with a reasonable amount of notice, the records, books and other documents of the Association must be made available for inspection at a place in the ACT, free of charge, by a Member of the Association during business hours.

**37 Surplus property**

The Association may pass a special resolution nominating another association, or a fund, authority or institution, in which surplus property of the Association will vest if the Association is dissolved or wound up.

*Note 1* If the Association does not nominate another association, fund, authority or institution, the surplus property will vest in the registrar-general (see Act, s 92 (1) (c)).

*Note 2* An association may be nominated only if it complies with the Act, s 92 (2). A fund, authority or institution may be nominated only if it is in Australia and is mentioned in the *Income Tax Assessment Act 1997* (Cwlth), sdiv 30-B (see Act, s 92 (1) (a) and (b)).

*Note 3* A special resolution requires at least 21 days notice and needs to be passed with at least ¾ of the votes (see Act, s 70).

# Appendix 1

(see s 7 (1))

## Application for membership of Association

..................................................................................................................

Incorporated (Incorporated under the *Associations Incorporation Act 1991*) I,

..................................................................................................................

(full name of applicant) of

..................................................................................................................

(address)

..................................................................................apply to become

(occupation)

a Member of the incorporated association. If I am admitted as a Member, I agree to be bound by the rules of the Association for the time being in force.

.......................................

(Signature of applicant) Date ................................

I,

..................................................................................................................

(full name)

a Member of the Association, nominate the applicant, who is personally known to me, for the membership of the Association.

.......................................

(Signature of proposer) Date ................................

I,

...............................................................................................................

(full name)

a Member of the Association, second the nomination of the applicant, who is personally known to me, for membership of the Association.

.........................................

(Signature of seconder) Date ................................

Appendix 2

(see s 34 (2))

## Form of appointment of proxy

I,

..................................................................................................................

(full name) of

..................................................................................................................

(address)

a member of

..................................................................................................................

(name of incorporated association) appoint

..................................................................................................................

(full name of proxy)

of

..................................................................................................................

(address)

a member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the Association (annual general meeting or other general meeting, as the case may be) to be held on

..................................................................................................................

And at any adjournment of that meeting.

\*My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (insert details).

.......................................

(Signature of Member appointing proxy) (\*To be inserted if desired.)

Date ................................

Note A proxy vote may not be given to a person who is not a Member.