

Queensland Rugby Referees Association (Brisbane) Inc.

Constitution

1. Interpretation

1.1 In these rules—

Act means the *Associations Incorporation Act 1981*.

present—

1.1.1 At a management committee meeting, see rule 23.6; or

1.1.2 At a general meeting, see rule 37.2.

special resolution means a resolution put to the QRRRA members that requires 75% of the members at a general or special meeting to vote for the resolution in order for it to pass.

1.2 A word or expression that undefined in these model rules, but defined in the Act has, if the context permits, the meaning given by the Act.

1.3 Family means a mother and/or father (or another in a parenting role) with a child/ren under 18 years of age.

2. Name

2.1 The name of the incorporated association is Queensland Rugby Referees Association (Brisbane) Inc. (***the association or QRRRA***).

3. Objects

3.1 To recruit eligible persons from all ages, cultures and abilities as referees, assistant referees and referee coaches and to assist those persons in gaining the necessary accreditation as duly qualified referees, assistant referees and referee coaches for all forms of rugby as approved by Rugby Australia and World Rugby.

3.2 To ensure and maintain the theoretical and practical standards for refereeing and quality administration of the referees of rugby union in Brisbane and surrounding areas. Such standards to be in accordance with Rugby Australia and World Rugby.

3.3 To provide equal opportunity for all members of the association to attain and maintain the highest and most satisfying accreditation of which the member is capable, based on merit and equity.

3.4 To appoint referees, assistant referees and referee coaches to rugby matches played in Brisbane and surrounding areas or as invited by any Rugby Union Club or other body affiliated with Rugby Australia.

4. Powers

4.1 QRRRA has the powers of an individual.

4.2 QRRRA may, for example—

4.2.1 Enter into contracts; and

4.2.2 Acquire, hold, deal with and dispose of property; and

4.2.3 Make charges for services and facilities it supplies; and

4.2.4 Do other things necessary or convenient to be done in carrying out its affairs.

4.3 Deleted Intentionally.

5. Classes of members

5.1 The membership of the association consists of ordinary members, in any of the following classes of members—

	Membership Category	Definition	Voting Rights At General Meeting
1.	Senior Member	A person 18 years and over of age registered to referee rugby or coach referees.	Yes
2.	Junior Member	A person under 18 years of age registered to referee rugby	No
3.	Parent / Carer Member	A nominated person from each family with Junior Members. .	No
4.	Junior Affiliate Member	Any person under 18 who volunteers for the organisation but is not eligible for another category of membership.	No
5.	Senior Affiliate Member	Any person over 18 who volunteers for the organisation but is not eligible for another category of membership.	Yes
6.	Active Life Member	A Life Member: <ul style="list-style-type: none"> accepted at an AGM under the conditions of the current By-Laws; and who has volunteered or attended a general meeting in the past two years.	Yes
7.	Non Active Life Member	A Life Member: <ul style="list-style-type: none"> accepted at an AGM under the conditions of the current By-Laws; and who has not volunteered or attended a general meeting in the past two years. 	No
8.	Honorary Member	Person or organisation invited to membership by the management committee in the interest of refereeing rugby for such a period as deemed appropriate and appointed according to the current By-Laws.	No

5.2 The number of ordinary members is unlimited.

6. Automatic membership

6.1 Not Applicable.

7. New membership

7.1 An applicant for membership of the QRRA must ~~be~~ submit an application for membership to the QRRA.

7.2 An application for membership must be—

7.2.1 In writing (this can be online); and

7.2.2 Signed by the applicant (this can be the process of filling out the form online); and

7.2.3 in the form decided by the management committee.

8. Membership fees

8.1 The membership fee for each ordinary membership and for each other class of membership (if any)—

- 8.1.1 Is the amount decided by the management committee from time to time at a meeting; and
- 8.1.2 Is payable when, and in the way, the management committee decides.
- 8.2 A member of the QRRRA who, before becoming a member, has paid the members annual subscription for membership of the unincorporated association on or before a day fixed by the management committee, is not liable to pay a further amount of annual subscription for the period before the day fixed by the management committee as the day on which the next annual subscription is payable.

9. Admission and rejection of new members

- 9.1 The management committee must consider an application for membership at the next committee meeting held after it receives—
 - 9.1.1 The application for membership; and
 - 9.1.2 The appropriate membership fee for the application.
- 9.2 The management committee must ensure that, as soon as possible after the person applies to become a member of the QRRRA, and before the management committee considers the persons application, they advise the person—
 - 9.2.1 Whether or not the QRRRA has public liability insurance; and
 - 9.2.2 If the QRRRA has public liability insurance—the amount of the insurance.
- 9.3 The management committee must decide at the meeting whether to accept or reject the application.
- 9.4 If a majority of the members of the management committee present at the meeting vote to accept the applicant as a member, the applicant becomes a member for the class of membership for which they applied.
- 9.5 The secretary or nominee of the QRRRA must, as soon as practicable after the management committee decides to reject an application, give the applicant a written notice of the decision.

10. When membership ends

- 10.1 A member may resign from the QRRRA by giving a written notice of resignation to the secretary.
- 10.2 The resignation takes effect at—
 - 10.2.1 The time the notice is received by the secretary; or
 - 10.2.2 If a later time is stated in the notice—the later time.
- 10.3 The management committee may terminate a member's membership if the member—
 - 10.3.1 Is convicted of an indictable offence; or
 - 10.3.2 Does not comply with any of the provisions of these rules; or
 - 10.3.3 Has membership fees in arrears and who has been notified of the arrears and has not paid the fees within 14 days of the date of the notice; or
 - 10.3.4 conducts himself or herself in a way considered injurious or prejudicial to the character or interests of the QRRRA.
- 10.4 Before the management committee terminates a member's membership, the member shall have a full and fair opportunity to show why the membership should not be terminated.
- 10.5 If, after considering all representations made by the member, the management committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

11. Appeal against rejection or termination of membership

- 11.1 A person whose membership application is rejected, or whose membership is terminated, may give the secretary written notice of the person's intention to appeal the decision.
- 11.2 The person must give the secretary a notice of intention to appeal within 1 month after the person receives written notice of the decision.

- 11.3 Within one month of receiving a notice of intention to appeal, the secretary must call a general meeting to decide the appeal.

12. General meeting to decide appeal

- 12.1 The general meeting to decide an appeal must occur within 3 months after the secretary receives the notice of intention to appeal.
- 12.2 At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- 12.3 The management committee and the members of the committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- 12.4 An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.
- 12.5 If a person whose application for membership has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the membership fee paid by the person.

13. Register of members

- 13.1 The management committee must keep a register of members of the QRRRA.
- 13.2 The register must include the following particulars for each member—
 - 13.2.1 The full name of the member;
 - 13.2.2 The postal or residential address of the member;
 - 13.2.3 The date of admission as a member;
 - 13.2.4 The date of death or time of resignation of the member;
 - 13.2.5 Details about the termination or reinstatement of membership; and
 - 13.2.6 Any other particulars the management committee or the members at a general meeting decide.
- 13.3 The register must be open for inspection by members of the QRRRA at all reasonable times.
- 13.4 A member must contact the secretary to arrange an inspection of the register.
- 13.5 However, the management committee may, on the application of a member of the QRRRA, withhold information about the member (other than the members full name) from the register available for inspection if the management committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

14. Prohibition on use of information on register of members

- 14.1 A member of the QRRRA must not—
 - 14.1.1 Use information obtained from the register of members of the QRRRA to contact, or send material to, another member of the QRRRA for the purpose of advertising for political, religious, charitable or commercial purposes; or
 - 14.1.2 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 QRRRA for advertising for political, religious, charitable or commercial purposes.
- 14.2 Sub-rule 14.1 does not apply if the use or disclosure of the information is approved by the QRRRA.

15. Appointment or election of secretary

- 15.1 The secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is—
- 15.1.1 A member of the QRRRA elected by the QRRRA as secretary; or
- 15.1.2 Any of the following persons appointed by the management committee as secretary—
- 15.1.2.1 A member of the QRRAs management committee;
- 15.1.2.2 Another member of the QRRRA;
- 15.1.2.3 Another person.
- 15.2 Not Applicable.
- 15.3 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 QRRRA within 1 month after the vacancy happens.
- 15.4 If the management committee appoints a person mentioned in sub-rule 15.1.2.2 as secretary, other than to fill a casual vacancy on the management committee, the person does not become a member of the management committee.
- 15.5 However, if the management committee appoints a person mentioned in sub-rule 15.1.2.2 as secretary to fill a casual vacancy on the management committee, the person becomes a member of the management committee.
- 15.6 If the management committee appoints a person mentioned in sub-rule 15.1.2.3 as secretary, the person does not become a member of the management committee.
- 15.7 In this rule— ***casual vacancy***, on a management committee, means a vacancy that happens when an elected member of the management committee resigns, dies or otherwise stops holding office.

16. Removal of secretary

- 16.1 The management committee of the QRRRA may at any time remove a person appointed by the committee as the secretary.
- 16.2 If the management committee removes a secretary who is a person mentioned in rule 15.1.2.1, the person remains a member of the management committee.
- 16.3 A secretary removed by the management committee, who is a person mentioned in rule 15.1.2.2 who has been appointed to a casual vacancy on the management committee under rule 15.5, remains a member of the management committee.

17. Functions of secretary

- 17.1 The secretary's functions include, but are not limited to—
- 17.1.1 Calling meetings of the QRRRA, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the QRRRA; and
- 17.1.2 Keeping minutes of each meeting; and
- 17.1.3 Keeping copies of all correspondence and other documents relating to the QRRRA; and
- 17.1.4 Maintaining the register of members of the QRRRA.

18. Membership of management committee

- 18.1 The management committee of the QRRRA consists of a president, vice president, secretary, treasurer, and at least four (4) other members the QRRRA members elect at a general meeting.
- 18.2 A member of the management committee, other than a secretary appointed by the management committee under rule 15.1.2.3, must be a member of the QRRRA.
- 18.3 At each annual general meeting of the QRRRA, the members of the management committee must retire from office, but are eligible, on nomination, for re-election.

- 18.4 A member of the QRRRA may be appointed to a casual vacancy on the management committee under rule 21.
- 18.5 A maximum of two family members may serve on the management committee at one time.
- 18.6 A management committee member, who holds office for a period of four consecutive 1-year terms (the maximum period) in any position or 10 years taken together, is not eligible for election until the Annual General Meeting which follows the Annual General Meeting at which the maximum period was completed.
- 18.7 A person may act as both the secretary and treasurer

19. Electing the management committee

- 19.1 A member of the management committee is elected as follows—
 - 19.1.1 Any two members of the QRRRA may nominate another member (the ***candidate***) to serve as a member of the management committee.
 - 19.1.2 The nomination must be—
 - 19.1.2.1 In writing, email or text; and
 - 19.1.2.2 Signed by the candidate and the members who nominated him or her; and
 - 19.1.2.3 Given to the secretary at least 14 days before the annual general meeting at which the election is held.
 - 19.1.3 Each member of the QRRRA present and eligible to vote at the annual general meeting may vote for one candidate for each vacant position on the management committee.
 - 19.1.4 If, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- 19.2 A person may be a candidate only if the person—
 - 19.2.1 Is an adult; and
 - 19.2.2 is eligible for elected as a member under section 61A of the Act.
- 19.3 A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the QRRRA for at least 7 days immediately preceding the annual general meeting.
- 19.4 If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- 19.5 The management committee must ensure that, before a candidate is elected as a member of the management committee, the candidate is advised—
 - 19.5.1 Whether or not the QRRRA has public liability insurance; and
 - 19.5.2 If the QRRRA has public liability insurance—the amount of the insurance.

20. Resignation, removal or vacation of office of management committee member

- 20.1 A member of the management committee may resign from the committee by giving written notice of resignation to the secretary.
- 20.2 The resignation takes effect at—
 - 20.2.1 The time the notice is received by the secretary; or
 - 20.2.2 If a later time is stated in the notice—the later time.
- 20.3 A member may be removed from office at a general meeting of the QRRRA if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
- 20.4 Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- 20.5 A member has no right of appeal against the member's removal from office under this rule.
- 20.6 A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

21. Vacancies on management committee

- 21.1 If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another member of the QRRRA to fill the vacancy until the next annual general meeting.
- 21.2 The continuing members of the management committee may act despite a casual vacancy on the management committee.
- 21.3 However, if the number of committee members is less than the number fixed under rule 24.1 as a quorum of the management committee, the continuing members may act only to—
 - 21.3.1 Increase the number of management committee members to the number required for a quorum; or
 - 21.3.2 Call a general meeting of the QRRRA.

22. Functions of management committee

- 22.1 Subject to these rules or a resolution of the members of the QRRRA carried at a general meeting, the management committee has the general control and management of the administration of the affairs, property and funds of the QRRRA.
- 22.2 The management committee has authority to interpret the meaning of these rules and any matter relating to the QRRRA on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.
Note— The Act prevails if the associations rules are inconsistent with the Act—see section 1B of the Act.
- 22.3 The management committee may exercise the powers of the QRRRA—
 - 22.3.1 To borrow, raise or secure the payment of amounts in a way the members of the QRRRA decide; and
 - 22.3.2 To secure the amounts mentioned in sub-rule 22.3.1 or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the QRRRA in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the QRRAs property, both present and future; and
 - 22.3.3 To invest in a way the members of the QRRRA may from time to time decide.

23. Meetings of management committee

- 23.1 Subject to this rule, the management committee may meet and conduct its proceedings, as it considers appropriate.
- 23.2 The management committee must meet at least once every 4 months to exercise its functions.
- 23.3 The management committee must decide how to call a meeting.
- 23.4 The management committee shall decide how to give a notice of a meeting.
- 23.5 The management committee may hold meetings or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- 23.6 A committee member who participates in the meeting as mentioned in sub-rule 23.5 must be present at the meeting.
- 23.7 A question arising at a committee meeting is decided by a majority vote of members of the committee present at the meeting and, if the votes are equal, the question is defeated.
- 23.8 A member of the management committee must not vote on a question about a contract or proposed contract with the QRRRA if the member has an interest in the contract or proposed contract and, if the member does vote, the member's vote shall not count.
- 23.9 The president is to preside as chairperson at a management committee meeting.
- 23.10 If there is no president or if the president is not present within 10 minutes after the time fixed for a management committee meeting, the members may choose one of their number to preside as chairperson at the meeting.

24. Quorum for, and adjournment of, management committee meeting

- 24.1 At a management committee meeting, more than 50% of the members elected to the committee as at the close of the last general meeting of the members form a quorum.
- 24.2 If there is no quorum within 30 minutes after the time fixed for a management committee meeting called on the request of members of the committee, the meeting lapses.
- 24.3 If there is no quorum within 30 minutes after the time fixed for a management committee meeting called other than on the request of the members of the committee—
 - 24.3.1 The meeting is to be adjourned for at least 1 day; and
 - 24.3.2 The members of the management committee who are present are to decide the day, time and place of the adjourned meeting.
- 24.4 If, at an adjourned meeting mentioned in sub-rule 24.3, there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

25. Special meeting of management committee

- 25.1 If the secretary receives a written request signed by at least 33% of the members of the management committee, the secretary must call a special meeting of the committee by giving each member of the committee notice of the meeting within 14 days after the secretary receives the request.
- 25.2 If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- 25.3 A request for a special meeting must state—
 - 25.3.1 Why the special meeting is called; and
 - 25.3.2 The business to be conducted at the meeting.
- 25.4 A notice of a special meeting must state—
 - 25.4.1 The day, time and place of the meeting; and
 - 25.4.2 The business to be conducted at the meeting.
- 25.5 A special meeting of the management committee must occur within 14 days after notice of the meeting is given to the members of the management committee.

26. Minutes of management committee meetings

- 26.1 The secretary must ensure that a minute book contains full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting.
- 26.2 To ensure the accuracy of the minutes, the chairperson for the meeting, or the chairperson of the next management committee meeting, must sign the minutes of each management committee meeting, verifying their accuracy.

27. Appointment of subcommittees

- 27.1 The management committee may appoint subcommittees consisting of members of the QRRR considered appropriate by the committee to help with the conduct of the QRRR's operations. Any subcommittee must act in accordance with the By-Laws.
- 27.2 A member of a subcommittee who is not a member of the management committee is not entitled to vote at a management committee meeting.
- 27.3 A subcommittee may elect a chairperson of its meetings.
- 27.4 If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose one of their number to be chairperson of the meeting.

- 27.5 A subcommittee may meet and adjourn, as it considers appropriate.
- 27.6 A majority vote of the members present at the meeting must decide on a question arising at a subcommittee meeting and, if the votes are equal, the question is defeated.

28. Acts not affected by defects or disqualifications

- 28.1 A validly performed act occurs if performed by the management committee, a subcommittee or a person acting as a member of the management committee.
- 28.2 Sub-rule 28.1 applies to acts performed when—
 - 28.2.1 there was a defect in the appointment of a member of the management committee, subcommittee or person acting as a member of the management committee; or
 - 28.2.2 a management committee member, subcommittee member or person acting as a member of the management committee was disqualified from being a member.

29. Resolutions of management committee without meeting

- 29.1 A written resolution signed by each member of the management committee is as valid and effectual as if passed at a properly called and held committee meeting.
- 29.2 A resolution mentioned in sub-rule 29.1 may consist of several documents in like form, each signed by 1 or more members of the committee.

30. First annual general meeting

- 30.1 Not Applicable.

31. Subsequent annual general meetings

- 31.1 The QRRRA must hold each subsequent annual general meeting—
 - 31.1.1 At least once each year; and
 - 31.1.2 Within 6 months of the end of the QRRRA's reportable financial year.

32. Business to be conducted at annual general meeting of level one incorporated associations and particular level two and three incorporated associations

- 32.1 This rule applies only if the association is—
 - 32.1.1 A level 1 incorporated association; or
 - 32.1.2 A level 2 incorporated association to which section 59 of the Act applies; or
 - 32.1.3 A level 3 incorporated association to which section 59 of the Act applies.
- 32.2 The following business must be conducted at each annual general meeting of the association—
 - 32.2.1 receiving the association's financial statement, and audit report, for the last reportable financial year;
 - 32.2.2 Presenting the financial statement and audit report to the meeting for adoption;
 - 32.2.3 Electing members of the management committee;
 - 32.2.4 for a level 1 incorporated association—appointing an auditor or an accountant for the present financial year;
 - 32.2.5 For a level 2 incorporated association, or a level 3 incorporated association, to which section 59 of the Act applies—appointing an auditor, an accountant or an approved person for the present financial year.

33. Business to be conducted at annual general meeting of other level 2 incorporated associations

- 33.1 This rule applies only if the association is a level 2 incorporated association to which section 59A of the Act applies.

- 33.2 The association must conduct the following business at each annual general meeting of the association—
- 33.2.1 Receiving the association's financial statement, and signed statement, for the last reportable financial year;
 - 33.2.2 Presenting the financial statement and signed statement to the meeting for adoption;
 - 33.2.3 Electing members of the management committee;
 - 33.2.4 Appointing an auditor, an accountant or an approved person for the present financial year.

34. Business to be conducted at annual general meeting of other level 3 incorporated associations

- 34.1 This rule applies only if the association is a level 3 incorporated association to which section 59B of the Act applies.
- 34.2 The following business must be conducted at each annual general meeting of the association—
- 34.2.1 Receiving the association's financial statement, and signed statement, for the last reportable financial year;
 - 34.2.2 Presenting the financial statement and signed statement to the meeting for adoption;
 - 34.2.3 Electing members of the management committee.

35. Notice of general meeting

- 35.1 The secretary may call a general meeting of the QRRRA.
- 35.2 The secretary must give at least 14 days notice of the meeting to each member of the QRRRA.
- 35.3 If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
- 35.4 The management committee may decide the way in which the notice must be given.
- 35.5 However, written notice must be given of the following meetings—
- 35.5.1 A meeting called to hear and decide the appeal of a person against the management committee's decision—
 - 35.5.1.1 To reject the person's application for membership of the QRRRA; or
 - 35.5.1.2 To terminate the person's membership of the QRRRA;
 - 35.5.2 A meeting called to hear and decide a proposed special resolution of the QRRRA.
- 35.6 A general meeting notice must state the business being conducted at the meeting.

36. Quorum for, and adjournment of, general meeting

- 36.1 The quorum for a general meeting is at least the number of members elected or appointed to the management committee at the close of the QRRRA's last general meeting plus one.
- 36.2 However, if all members of the QRRRA are members of the management committee, the quorum is the total number of members less one.
- 36.3 No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- 36.4 If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the management committee or the QRRRA, the meeting lapses.
- 36.5 If there is no quorum within 30 minutes after the time fixed for a general meeting called other than on the request of members of the management committee or the QRRRA—
- 36.5.1 The meeting is to be adjourned for at least 7 days; and
 - 36.5.2 The management committee is to decide the day, time and place of the adjourned meeting.
- 36.6 The chairperson may, with the consent of any meeting with a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- 36.7 If a meeting is adjourned under sub-rule 36.6, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.

- 36.8 The secretary is not required to give the members notice of an adjournment or of the business being conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- 36.9 If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

37. Procedure at general meeting

- 37.1 A member may take part and vote in a general meeting in person, or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- 37.2 A member who participates in a meeting as mentioned in sub-rule 37.1 is taken to be present at the meeting.
- 37.3 At each general meeting—
 - 37.3.1 The president is to preside as chairperson; and
 - 37.3.2 if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 of their number to be chairperson of the meeting; and
 - 37.3.3 The chairperson must conduct the meeting in a proper and orderly way.

38. Voting at general meeting

- 38.1 At a general meeting, a majority of votes of the members present must decide each question, matter or resolution, other than a special resolution.
- 38.2 Each member present and eligible to vote is entitled to one vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- 38.3 A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.
- 38.4 The management committee shall decide the voting method.
- 38.5 However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- 38.6 If holding a secret ballot, the chairperson must appoint two members to conduct the secret ballot in the way the chairperson decides.
- 38.7 The result of a secret ballot declared by the chairperson constitutes a resolution of the meeting holding the ballot.

39. Special general meeting

- 39.1 The secretary must call a special general meeting by giving each member of the QRRRA notice of the meeting within 14 days after—
 - 39.1.1 Being directed to call the meeting by the management committee; or
 - 39.1.2 Being given a written request signed by—
 - 39.1.2.1 At least 33% of the number of members of the management committee when the request is signed; or
 - 39.1.2.2 At least the number of ordinary members of the QRRRA equal to double the number of members of the QRRRA on the management committee when the request is signed plus 1; or
 - 39.1.3 Being given a written notice of an intention to appeal against the decision of the management committee—
 - 39.1.3.1 To reject an application for membership; or
 - 39.1.3.2 To terminate a person's membership.
- 39.2 A request mentioned in sub-rule 39.1.2 must state—
 - 39.2.1 Why the special general meeting is being called; and
 - 39.2.2 The business to be conducted at the meeting.

- 39.3 A special general meeting must occur within 3 months after the secretary—
 39.3.1 Is directed to call the meeting by the management committee; or
 39.3.2 Is given the written request mentioned in sub-rule 39.1.2; or
 39.3.3 Is given the written notice of an intention to appeal mentioned in sub-rule 39.1.3.
- 39.4 If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

40. Proxies

40.1 An instrument appointing a proxy must be in writing and be in the following or similar form—
[Name of association]:
 I, _____ of _____, being
 a member of the QRRRA, appoint _____
 of _____
 as my proxy to vote for me on my behalf at the (annual) general meeting of the QRRRA, to be held on the _____ day
 of _____
 _____ 20____
 and at any adjournment of the meeting.
 Signed this _____ day of _____ 20____.

Signature

- 40.2 The instrument appointing a proxy must—
 40.2.1 If the appointor is an individual—be signed by the appointor or the appointor's attorney properly authorised in writing; or
 40.2.2 If the appointor is a corporation—
 40.2.2.1 Be under seal; or
 40.2.2.2 Be signed by a properly authorised officer or attorney of the corporation.

- 40.3 A proxy may be a member of the QRRRA or another person.
 40.4 The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
 40.5 Each instrument appointing a proxy must be given to the secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
 40.6 Unless otherwise instructed by the appointor, the proxy may vote, as the proxy considers appropriate.
 40.7 If a member wants a proxy to vote for or against a resolution, the instrument appointing the proxy must be in the following or similar form—

[Name of association]:
 I, _____ of _____, being
 a member of the QRRRA, appoint _____
 of _____
 as my proxy to vote for me on my behalf at the (annual) general meeting of the QRRRA, to be held on the _____ day
 of _____
 _____ 20____
 and at any adjournment of the meeting.
 Signed this _____ day of _____ 20____.

Signature

This form is to be used *in favour of/*against [*strike out whichever is not wanted*] the following resolutions—
[List relevant resolutions]

41. Minutes of general meetings

- 41.1 The secretary must ensure a minute book contains full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting.
 41.2 To ensure the accuracy of the minutes—
 41.2.1 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

- 41.2.2 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 QRRRA that is a general meeting or annual general meeting, verifying their accuracy.
- 41.3 If asked by a member of the QRRRA, the secretary must, within 28 days after the request is made—
 - 41.3.1 Make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
 - 41.3.2 Give the member copies of the minutes of the meeting.
- 41.4 The QRRRA may require the member to pay the reasonable costs of providing copies of the minutes.

42. By-laws

- 42.1 The management committee may make, amend or repeal by-laws, consistent with these rules, for the internal management of the QRRRA.
- 42.2 A vote of members at a general meeting of the QRRRA may set aside a by-law.

43. Alteration of rules

- 43.1 Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- 43.2 However an amendment, repeal or addition is valid only if the chief executive registers it.

44. Common seal

- 44.1 The management committee must ensure the QRRRA has a common seal.
- 44.2 The common seal must be—
 - 44.2.1 Kept securely by the management committee; and
 - 44.2.2 used only under the authority of the management committee.
- 44.3 Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by—
 - 44.3.1 The secretary; or
 - 44.3.2 Another member of the management committee; or
 - 44.3.3 Someone authorised by the management committee.

45. Funds and accounts

- 45.1 The funds of the QRRRA must be kept in an account or accounts in the name of the QRRRA in a financial institution decided by the management committee.
- 45.2 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the QRRRA.
- 45.3 All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 45.4 A payment by the QRRRA of \$100 or more must occur by cheque or electronic funds transfer.
- 45.5 If a payment of \$100 or more is made by cheque, the cheque must be signed by any two of the following—
 - 45.5.1 The president;
 - 45.5.2 The secretary;
 - 45.5.3 The treasurer;
 - 45.5.4 Any one of three other members of the QRRRA who have been authorised by the management committee to sign cheques issued by the QRRRA.

- 45.6 When two members of one family serve (see definitions) on the management committee at one time, only one shall be an authorised signatory to the account.
- 45.7 However, one of the persons who signs the cheque must be the president, the secretary or the treasurer.
- 45.8 Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- 45.9 A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.
- 45.10 All expenditure must be approved or ratified at a management committee meeting.

46. General financial matters

- 46.1 On behalf of the management committee, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- 46.2 The income and property of the QRRA must be used solely in promoting the QRRA's objects and exercising the QRRA's powers.

47. Documents

- 47.1 The management committee must ensure the safe custody of books, documents, instruments of title and securities of the QRRA.

48. Financial year

- 48.1 The end date of the QRRA's financial year is 30 June in each year.

49. Distribution of surplus assets to another entity

- 49.1 This rule applies if the QRRA—
 - 49.1.1 Is wound-up under part 10 of the Act; and
 - 49.1.2 Has surplus assets.
- 49.2 The surplus assets must not be distributed among the members of the QRRA.
- 49.3 The surplus assets must be given to another entity—
 - 49.3.1 Having objects similar to the QRRA's objects; and
 - 49.3.2 The rules of which prohibit the distribution of the entity's income and assets to its members.
- 49.4 In this rule— **surplus assets** see section 92(3) of the Act.

50. Notices

- 50.1 Notices, documents and other communication to members may be delivered or provided by electronic communications (including email and internet websites) pursuant to procedures approved by the management committee.
- 50.2 Notices, documents and other communications required to be in writing by these Rules are accepted as being in writing where they are in a letter, facsimile, email or other electronic communication which is in English.
- 50.3 The sender or maker of notices, documents and other communications sign it inserting an electronic signature or by typing their name in plain text at the end of the notice, document and other communication.
- 50.2 The QRRA and members agree to accept notices or other communications by electronic communications.