



Toowoomba Table Tennis Association Incorporated

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1 Interpretation

1.1 In these rules:

Act means the *Associations Incorporation Act 1981*.

present:

- (i) at a management committee meeting, see rule 21.5; or
- (ii) at a general meeting, see rule 32.2.

1.2 A word or expression that is not defined in these rules, but is defined in the Act has, if the context permits, the meaning given by the Act.

2 Name

2.1 The name of the incorporated association is the *Toowoomba Table Tennis Association Incorporated* (hereinafter referred to as TTTA) which was first incorporated in 1991.

3 Objects

The objects of the TTTA are:

- 3.1 To promote and manage the sport of table tennis within Toowoomba without discrimination, and to contribute to the administration and promotion of the sport in other areas where appropriate.
- 3.2 To provide, furnish and maintain satisfactory premises in Toowoomba, necessary or convenient for the purposes of the TTTA.
- 3.3 To maintain the laws of table tennis as laid down by Queensland Table Tennis (hereinafter referred to as TTQ), Table Tennis Australia (hereinafter referred to as TTA) and the International Table Tennis Federation (hereinafter referred to as the ITTF) as set out in the TTQ constitution, TTA constitution and ITTF handbook.

4 Powers

The powers of the TTTA are:

- 4.1 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 TTTA, provided that the TTTA must 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 TTTA under or by virtue of rule 41.5.

- 4.2 In furtherance of the objects of the TTTA to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the TTTA or persons frequenting the TTTA's premises.
- 4.3 To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, 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 TTTA provided that in case the TTTA must take or hold any property which may be subject to any trusts the TTTA must only deal with the same in such manner as is allowed by law having regard to such trusts.
- 4.4 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 TTTA.
- 4.5 To obtain from any Government or Authority any rights, privileges and concessions which the TTTA may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- 4.6 To appoint, employ, remove or suspend such managers, clerks, secretaries, employees and other persons as may be necessary or convenient for the purposes of the TTTA.
- 4.7 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.
- 4.8 To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the TTTA'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.
- 4.9 To invest and deal with the money of the TTTA not immediately required in such manner as may from time to time be thought fit.
- 4.10 To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
- 4.11 In furtherance of the objects of the TTTA to lend and advance money or give credit to any person or body corporate.
- 4.12 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.

- 4.13 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 monies 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.
- 4.14 To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- 4.15 In furtherance of the objects of the TTTA 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 TTTA.
- 4.16 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 TTTA's property of whatsoever kind sold by the TTTA, or any money due to the TTTA from purchasers and others.
- 4.17 To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the TTTA but subject always to the exception in rule 4.3.
- 4.18 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 TTTA, in the shape of donations, annual subscriptions or otherwise.
- 4.19 To print and publish any newspapers, periodicals, books or leaflets that the TTTA may think desirable for the promotion of its objects.
- 4.20 In furtherance of the objects of the TTTA to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the TTTA and which must 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 TTTA under or by virtue of rule 45.1.
- 4.21 In furtherance of the objects of the TTTA 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 TTTA is authorised to amalgamate.
- 4.22 In furtherance of the objects of the TTTA to transfer all or any part of the property, assets, liabilities and engagements of the TTTA to any one or more of the incorporated associations with which the TTTA is authorised to amalgamate.
- 4.23 To make donations for patriotic, charitable or community purposes.

- 4.24 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 TTTA.

5 Classes of members

The membership of the TTTA consists of:

5.1 Individual Members

- 5.1.1 The number of individual members is unlimited.
- 5.1.2 Levels / classes of individual members and any concessions for juniors, students and pensioners shall be defined in the TTTA by-laws.

5.2 Life Members

- 5.2.1 The number of life members is unlimited.
- 5.2.2 The annual general meeting of the TTTA may grant life membership to any person who has rendered significant service to the TTTA and to the sport of table tennis. Examples of significant service include: (i) at least ten years of meritorious service in the interests of the TTTA and the sport of table tennis; and (ii) at least ten consecutive years service as a TTTA management committee member.
- 5.2.3 To nominate a person for life membership an individual member may submit to the secretary, the name and history of service of any individual deemed eligible to become a life member, 90 days prior to the Annual General Meeting.
- 5.2.4 Only one person may be awarded life membership at any annual general meeting. If one or more persons are nominated, a vote must be taken by secret ballot to determine who, by receiving a seventy-five (75) per cent majority of all votes cast in such ballot, is named as a life member.
- 5.2.5 A life member will be entitled to attend and speak at all general meetings of the TTTA, including the privilege of speaking and voting but will not on any occasion have a vote as a life member if he or she has a vote in any other capacity. Life members may attend management committee meetings and speak, but not participate in any vote.
- 5.2.6 Life members have all the rights and privileges of individual membership of the TTTA.

6 Membership

- 6.1 Applications for individual membership of the TTTA must be made on the prescribed form, and be accompanied by the appropriate fee.

7 Membership fees

- 7.1 Individual members must pay such fees and levies determined by the members at the annual general meeting and are payable at such time and in such manner as the management committee determines.
- 7.2 Life members will not be required to pay membership fees.

8 Admission and rejection of new members

- 8.1 The management committee must consider applications for individual members received with the applicable fee for such membership, at the next management committee meeting. The management committee must then determine the admission or rejection of the applicant.
- 8.2 Upon rejection of an application to be an individual member, the secretary must, as soon as practicable after the management committee decides to reject an application, give the applicant a written notice of the decision.

9 When membership ends

- 9.1 A member may resign from the TTTA at any time by giving notice in writing to the secretary. Such resignation takes effect at the time such notice is received by the secretary unless a later date is specified in the notice when it takes effect on that later date.
- 9.2 The management committee may suspend the membership of any individual member due to failure to pay the prescribed fees and levies agreed to within the application for membership. The management committee may suspend the membership of any individual due to failure to pay any monies due and payable to the TTTA outstanding for a period of sixty days or more from the date of issue of invoice. Suspension of membership remains until monies owed are paid in full.
- 9.3 The management committee must consider if membership is terminated if the member:
 - 9.3.1 Is convicted of an indictable offence;
 - 9.3.2 Fails to comply with any of the provisions of these rules;
 - 9.3.3 Has fees in arrears for a period of three months or more; and/or
 - 9.3.4 Conducts himself / herself in a manner considered to be injurious or prejudicial to the character or interests of the TTTA.
- 9.4 Before the management committee terminates a member's membership, the management committee must give the member a full and fair opportunity to show why the membership should not be terminated.

- 9.5 If, after considering all representations made by the member, the management committee decides to terminate the membership, the secretary of the management committee must give the member a written notice of the decision.

10 Appeal against rejection or termination of membership

- 10.1 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 the person's intention to appeal against the decision of the TTTA management committee.
- 10.2 Upon receipt of a notification of intention to appeal against rejection or termination of membership the secretary must convene, within three months of the date of receipt by the secretary of such notice, a general meeting to decide the appeal.
- 10.3 At any such general meeting the applicant must be given the opportunity to fully present the applicant's case and the TTTA management committee who rejected or terminated the membership must likewise have the opportunity to present their case.
- 10.4 The appeal must be decided by the majority vote of the members present and eligible to vote at such meeting, with no further appeal being possible.
- 10.5 Where a person whose application is rejected, does not appeal against the decision of the management committee within one month of receiving written notification thereof, or so appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the amount of any fee paid by the person.
- 10.6 Where a person's membership is terminated no refund of fees is possible.

11 Register of members

- 11.1 The management committee must cause a register to be kept in which must be entered the names and addresses of all persons admitted to membership of the TTTA and the dates of their admission.
- 11.2 Particulars must also be entered into the register of winding ups in the case of an association, deaths, 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.
- 11.3 The register must be open for inspection at all reasonable times by any individual member who previously applies to the secretary for such inspection. However, the management committee may, on the application of a member of the TTTA, 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.

12 Prohibition on use of information on register of members

12.1 A member of the TTTA must not:

12.1.1 use information obtained from the register of members of the TTTA to contact, or send material to, another member of the TTTA for the purpose of advertising for political, religious, charitable or commercial purposes; or

12.1.2 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 TTTA for the purpose of advertising for political, religious, charitable or commercial purposes.

12.2 Rule 12.1 does not apply if the use or disclosure of the information is approved by the TTTA.

13 Appointment or election of secretary

13.1 The secretary must be a member of the TTTA elected by the TTTA as secretary in accordance with rule 17.

13.2 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 TTTA within one month after the vacancy happens.

13.3 If the management committee appoints a member of the TTTA who is not a member of the TTTA's management committee as secretary, other than to fill a casual vacancy on the management committee, the person does not become a member of the management committee.

13.4 However, if the management committee appoints a member of the TTTA who is not a member of the TTTA's management committee as secretary to fill a casual vacancy on the management committee, the person becomes a member of the management committee.

13.5 In this rule, casual vacancy, on the management committee, means a vacancy that happens when an elected member of the management committee resigns, dies or otherwise stops holding office.

14 Removal of secretary

14.1 The management committee of the TTTA may at any time remove a person appointed by the management committee as the secretary.

14.2 If the management committee removes a secretary, the person remains a member of the management committee.

- 14.3 If the management committee removes a secretary who has been appointed to a casual vacancy on the management committee under rule 13.4, the person remains a member of the management committee.

15 Functions of secretary

- 15.1 The secretary's functions include, but are not limited to:
- 15.1.1 calling meetings of the TTTA, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the TTTA; and
 - 15.1.2 keeping minutes of each meeting; and
 - 15.1.3 keeping copies of all correspondence and other documents relating to the TTTA; and
 - 15.1.4 maintaining the register of members of the TTTA.

16 Membership of management committee

- 16.1 The management committee consists of a president, vice-president, secretary, treasurer and up to four elected management committee members all of whom must be individual members of the TTTA.
- 16.2 At each annual general meeting of the TTTA, the members of the management committee must retire from office, but are eligible, on nomination, for re-election.
- 16.3 A member of the TTTA may be appointed to a casual vacancy on the management committee under rule 19.

17 Electing the management committee

- 17.1 A member of the management committee may only be elected as follows:
- 17.1.1 any 2 members of the TTTA may nominate another member (the candidate) to serve as a member of the management committee;
 - 17.1.2 the nomination must be:
 - (i) in writing; and
 - (ii) signed by the candidate and the members who nominated him or her; and
 - (iii) given to the secretary at least 14 days before the annual general meeting at which the election is to be held;

- 17.1.3 each member of the TTTA present and eligible to vote at the annual general meeting may vote for one candidate for each vacant position on the management committee;
- 17.1.4 if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- 17.2 A person may be a candidate only if the person:
- 17.2.1 is an adult; and
 - 17.2.2 is not ineligible to be elected as a member under section 61A of the Act.
- 17.3 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 TTTA for at least 7 days immediately preceding the annual general meeting.
- 17.4 If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- 17.5 The management committee must ensure that, before a candidate is elected as a member of the management committee, the candidate is advised:
- 17.5.1 whether or not the TTTA has public liability insurance; and
 - 17.5.2 if the TTTA has public liability insurance - the amount of the insurance.

18 Resignation, removal or vacation of office of management committee member

- 18.1 A member of the management committee may resign from the management committee by giving written notice of resignation to the secretary.
- 18.2 The resignation takes effect at:
- 18.2.1 the time the notice is received by the secretary; or
 - 18.2.2 if a later time is stated in the notice - the later time.
- 18.3 A member may be removed from office at a general meeting of the TTTA if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
- 18.4 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.

- 18.5 A member has no right of appeal against the member's removal from office under this rule.
- 18.6 A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.
- 18.7 The management committee can remove one of its members if the majority of the voting members present vote in favour of removing the member, and the person to be removed has full and fair opportunity to show cause as to why he or she should not be removed from office.
- 18.8 The secretary must as soon as practicable after the management committee decides to remove a member, give the removed management committee member written notice of the decision.
- 18.9 Any member of the management committee, who has been removed from office by virtue of rule 18.7, must have the right to appeal to a general meeting of members, provided that such appeal is lodged with the secretary within seven days of receiving written advice of their removal from the secretary.

19 Vacancies on management committee

- 19.1 The management committee has the power at any time to appoint any individual member of the TTTA to fill any casual vacancy on the management committee until the next annual general meeting at which that management committee position would have been up for election.
- 19.2 The continuing members of the management committee may act despite a casual vacancy on the management committee.
- 19.3 However, if the number of management committee members is less than the number fixed under rule 22.1 as a quorum of the management committee, the continuing members may act only to:
- 19.3.1 increase the number of management committee members to the number required for a quorum; or
 - 19.3.2 call a general meeting of the TTTA.

20 Functions of management committee

- 20.1 Subject to these rules or a resolution of the members of the TTTA 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 TTTA.

20.2 The management committee has authority to interpret the meaning of these rules and any matter relating to the TTTA 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 TTTA's rules are inconsistent with the Act - see section 1B of the Act.)

20.3 The management committee may exercise the powers of the TTTA:

20.3.1 to borrow, raise or secure the payment of amounts in a way the members of the TTTA decide; and

20.3.2 to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the TTTA in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the TTTA's property, both present and future; and

20.3.3 to purchase, redeem or pay off any securities issued; and

20.3.4 to borrow amounts from members and pay interest on the amounts borrowed; and

20.3.5 to mortgage or charge the whole or part of its property; and

20.3.6 to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the TTTA; and

20.3.7 to provide and pay off any securities issued; and

20.3.8 to invest in a way the members of the TTTA may from time to time decide.

20.4 For rule 20.3.4, the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by:

20.4.1 the financial institution for the TTTA; or

20.4.2 if there is more than 1 financial institution for the TTTA—the financial institution nominated by the management committee.

21 Meetings of management committee

21.1 The management committee must meet at least once every calendar month to exercise its functions.

21.2 The management committee must decide how a meeting is to be called.

21.3 Notice of a meeting is to be given in the way decided by the management committee.

- 21.4 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.
- 21.5 A management committee member who participates in the meeting as mentioned in rule 21.4 is taken to be present at the meeting.
- 21.6 The president must preside as chairperson at every meeting of the management committee, or if there is no president, or if at any meeting s/he is not present within ten minutes after the time appointed for holding the meeting, the vice-president must be chairperson, or if the vice-president is not present then the members may choose 1 of their number to be chairperson of the meeting.
- 21.7 Subject to rule 21.1, 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 must be decided by a majority of votes and, in the case of equality of votes, the question must be decided in the negative.
- 21.8 A member of the management committee must not vote in respect of any contract or proposed contract with the TTTA in which he or she is interested, or any matter arising therefrom, and if he or she does so vote his or her vote must not be counted.

22 Quorum for, and adjournment of, management committee meeting

- 22.1 At a management committee meeting, more than 50% of the members elected to the management committee as at the close of the last general meeting of the members form a quorum.
- 22.2 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 management committee, the meeting lapses.
- 22.3 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 management committee:
- 22.3.1 the meeting is to be adjourned for at least 1 day; and
- 22.3.2 the members of the management committee who are present are to decide the day, time and place of the adjourned meeting.
- 22.4 If, at an adjourned meeting mentioned in rule 22.3, there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

23 Special meeting of management committee

- 23.1 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 management committee notice of the meeting within 14 days after the secretary receives the request.
- 23.2 If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- 23.3 A request for a special meeting must state:
- 23.3.1 why the special meeting is called; and
 - 23.3.2 the business to be conducted at the meeting.
- 23.4 A notice of a special meeting must state:
- 23.4.1 the day, time and place of the meeting; and
 - 23.4.2 the business to be conducted at the meeting.
- 23.5 A special meeting of the management committee must be held within 14 days after notice of the meeting is given to the members of the management committee.

24 Minutes of management committee meetings

- 24.1 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.
- 24.2 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.

25 Appointment of subcommittees

- 25.1 The management committee may appoint a subcommittee consisting of members of the TTTA, including members of the management committee, considered appropriate by the management committee to help with the conduct of the TTTA's operations.
- 25.2 A member of the subcommittee who is not a member of the management committee is not entitled to vote at a management committee meeting.
- 25.3 A subcommittee may elect a chairperson of its meetings.

- 25.4 If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.
- 25.5 A subcommittee may meet and adjourn, as it considers appropriate.
- 25.6 A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

26 Acts not affected by defects or disqualifications

- 26.1 An act performed by the management committee, a subcommittee or a person acting as a member of the management committee is taken to have been validly performed.
- 26.2 Rule 26.1 applies even if the act was performed when:
- 26.2.1 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
 - 26.2.2 a management committee member, subcommittee member or person acting as a member of the management committee was disqualified from being a member.

27 Resolutions of management committee without meeting

- 27.1 A written resolution signed by each member of the management committee is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.
- 27.2 A resolution mentioned in rule 27.1 may consist of several documents in like form, each signed by one or more members of the management committee.

28 Annual general meetings

- 28.1 The annual general meeting of the TTTA must be held within 3 months of the close of the financial year.
- 28.2 Notices calling the annual general meeting must be forwarded by the secretary to all members at least 14 days prior to the date set for the meeting.
- 28.3 Notices of motions, recommendations and other business to be dealt with at the meeting must be forwarded to the secretary by members no later than 28 days prior to the date of the meeting.

28.4 The agenda and financial statement and audit report for the last financial year, must be forwarded by the secretary to reach all members at least 14 days prior to the date of the meeting.

28.5 All voting must be in accordance with rule 33.

29 Business to be conducted at annual general meeting

29.1 The business to be transacted at every annual general meeting must be:

29.1.1 elect members of the management committee as per rule 16.1;

29.1.2 appoint a patron or patrons, an auditor or an accountant for the present financial year;

29.1.3 receive and adopt the president's annual report, the audited financial statement, and the auditor's report upon financial affairs for the preceding financial year;

29.1.4 fix levies and fees;

29.1.5 transact any other business for which notice of motion has been duly given; and

29.1.6 deal with matters raised from the floor at the president's discretion.

30 Notice of general meeting

30.1 The secretary may call a general meeting of the TTTA.

30.2 The secretary must give at least 14 days notice of the meeting to each individual and life member of the TTTA.

30.3 If the secretary is unable or unwilling to call the meeting, the president must call the meeting.

30.4 The management committee may decide the way in which the notice must be given.

30.5 However, notice of the following meetings must be given in writing:

30.5.1 A meeting called to hear and decide the appeal of a person against the management committee's decision:

(i) to reject the person's application for membership of the TTTA; or

(ii) to terminate the person's membership of the TTTA.

30.5.2 A meeting called to hear and decide a proposed special resolution of the TTTA.

30.6 A notice of a general meeting must state the business to be conducted at the meeting.

31 Quorum for, and adjournment of, general meeting

- 31.1 The quorum for a general meeting is at least twice the number of members elected or appointed to the management committee at the close of the TTTA's last general meeting plus one.
- 31.2 However, if all members of the TTTA are members of the management committee, the quorum is the total number of members less one.
- 31.3 No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- 31.4 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 TTTA, the meeting lapses.
- 31.5 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 TTTA:
- 31.5.1 the meeting is to be adjourned for at least seven days; and
 - 31.5.2 the management committee is to decide the day, time and place of the adjourned meeting.
- 31.6 If at an adjourned meeting a quorum is not present within 30 minutes after the time appointed for the meeting, the members present must form a quorum.
- 31.7 The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- 31.8 If a meeting is adjourned under rule 31.6, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- 31.9 The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days. 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.

32 Procedure at general meeting

- 32.1 A member may take part and vote in a general meeting in person, by proxy, by attorney or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.

- 32.2 A member who participates in a meeting as mentioned in rule 32.1 is taken to be present at the meeting.
- 32.3 At each general meeting:
- 32.3.1 the president is to preside as chairperson; and
 - 32.3.2 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 one of their number to be chairperson of the meeting; and
 - 32.3.3 the chairperson must conduct the meeting in a proper and orderly way.

33 Voting at general meeting

- 33.1 At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.
- 33.2 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.
- 33.3 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.
- 33.4 The method of voting is to be decided by the management committee.
- 33.5 However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- 33.6 If a secret ballot is held, the chairperson must appoint two members to conduct the secret ballot in the way the chairperson decides.
- 33.7 The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

34 Special general meeting

- 34.1 The secretary must call a special general meeting by giving each member of the TTTA notice of the meeting within 14 days after:
- 34.1.1 Being directed to call the meeting by the management committee; or
 - 34.1.2 Being given a written request signed by:
 - (i) at least 33% of the number of members of the management committee when the request is signed; or



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- (ii) at least the number of members of the TTTA equal to double the number of members of the TTTA on the management committee when the request is signed plus one; or

34.1.3 Being given a written notice of an intention to appeal against the decision of the management committee—

- (i) to reject an application for membership; or
- (ii) to terminate a person's membership.

34.2 A request mentioned in rule 34.1.2 must state:

34.2.1 why the special general meeting is being called; and

34.2.2 the business to be conducted at the meeting.

34.3 A special general meeting must be held within three months after the secretary:

34.3.1 is directed to call the meeting by the management committee; or

34.3.2 is given the written request mentioned in rule 34.1.2; or

34.3.3 is given the written notice of an intention to appeal mentioned in rule 34.1.3.

34.4 If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

35 Proxies

35.1 An instrument appointing a proxy must be in writing and be in the following or similar form:

Toowoomba Table Tennis Association Incorporated:

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

Signature

35.2 The instrument appointing a proxy must:

35.2.1 If the appointor is an individual: be signed by the appointor or the appointor's attorney properly authorised in writing; or

35.2.2 If the appointor is a corporation:

(i) be under seal; or

(ii) be signed by a properly authorised officer or attorney of the corporation.

35.3 A proxy may be a member of the TTTA or another person.

35.4 The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.

35.5 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.

35.6 Unless otherwise instructed by the appointor, the proxy may vote as the proxy considers appropriate.

35.7 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:

Toowoomba Table Tennis Association Incorporated:

I, _____ of _____

being a member of the TTTA, appoint _____

of _____

as my proxy to vote for me on my behalf at the (annual) general meeting of the TTTA, 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*]

36 Minutes of general meetings

36.1 The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book.

36.2 To ensure the accuracy of the minutes:

36.2.1 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

36.2.2 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 TTTA that is a general meeting or annual general meeting, verifying their accuracy.

36.3 If asked by a member of the TTTA, the secretary must, within 28 days after the request is made:

36.3.1 make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and

36.3.2 give the member copies of the minutes of the meeting.

36.4 the TTTA may require the member to pay the reasonable costs of providing copies of the minutes.

37 By-laws

37.1 The management committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the TTTA.

37.2 A by-law may be set aside by a vote of members at a general meeting of the TTTA.

38 Alteration of rules

38.1 Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.

38.2 However an amendment, repeal or addition is valid only if it is registered by the chief executive.

39 Common seal

39.1 The management committee must ensure the TTTA has a common seal.

39.2 The common seal must be:

39.2.1 kept securely by the management committee; and

39.2.2 used only under the authority of the management committee.

39.3 Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by:

39.3.1 the secretary; or

39.3.2 another member of the management committee; or

39.3.3 someone authorised by the management committee.

40 Funds and accounts

40.1 The funds of the TTTA must be kept in an account in the name of the TTTA in a financial institution decided by the management committee.

40.2 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the TTTA.

40.3 All amounts must be deposited in the financial institution account as soon as practicable after receipt.

40.4 A payment by the TTTA of \$100 or more must be made by cheque or electronic funds transfer.

40.5 If a payment of \$100 or more is made by cheque, the cheque must be signed by any two of the following:

40.5.1 the president;

40.5.2 the vice-president;

40.5.3 the secretary;

40.5.4 the treasurer;

40.5.5 any other members of the TTTA who have been authorised by the management committee to sign cheques issued by the TTTA.

40.6 However, one of the persons who signs the cheque must be the president, the secretary or the treasurer.

40.7 Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.

40.8 A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.

40.9 All expenditure must be approved or ratified at a management committee meeting.

41 General financial matters

- 41.1 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.
- 41.2 The income and property of the TTTA must be used solely in promoting the TTTA's objects and exercising the TTTA's powers.
- 41.3 The Treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared:
- 41.3.1 the income and expenditure for the financial year just ended;
 - 41.3.2 the TTTA's assets and liabilities at the close of the year;
 - 41.3.3 the mortgages, charges and securities affecting the property of the TTTA at the close of the year.
- 41.4 The auditor must examine the statement prepared under rule 41.3 and present a report about it before the next annual general meeting following the financial year for which the audit was made.
- 41.5 The income and property of the TTTA whencesoever derived must be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein. No portion thereof must 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 TTTA provided that nothing herein contained must prevent the payment in good faith of interest to any such member in respect of monies advanced by the member to the TTTA or otherwise owing by the TTTA to the member or of remuneration to any officers or servants of the TTTA or to any member of the TTTA or other person in return for any services actually rendered to the TTTA provided further that nothing herein contained must 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 TTTA or reasonable and proper rent for premises demised or let to the TTTA.

42 Documents

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

43 Financial year

- 43.1 The end date of the TTTA's financial year is 31 July in each year.

44 Distribution of surplus assets to another entity

44.1 This rule applies if the TTTA:

44.1.1 is wound-up under part 10 of the Act; and

44.1.2 has surplus assets.

44.2 The surplus assets must not be distributed among the members of the TTTA.

44.3 The surplus assets must be given to another entity:

44.3.1 having objects similar to the TTTA's objects; and

44.3.2 the rules of which prohibit the distribution of the entity's income and assets to its members.

44.4 In this rule: *surplus assets* - see section 92(3) of the Act.