Souths Sunnybank Rugby League Football Club Incorporated

Constitution

Version 2.1

Document Control	Details
Document Title	Souths Sunnybank Rugby League Football Club Incorporated Constitution
Version	2.1 – Working Draft
Status	Working Draft / Proofreading Copy
Prepared by	William Quinnell, Treasurer
Purpose	To reconstruct, consolidate and modernise the Constitution while preserving the constitutional intent of Version 2.0, incorporating approved amendments and adopting the agreed Model Rules structure where applicable.
Source Documents	Constitution Version 2.0; adopted Model Rules structural framework; Constitution Updated No. 2 working draft.
Note	This Word document is prepared as a printable proofreading copy of Version 2.1 Working Draft. Life Membership criteria are to be determined in accordance with Rule 48 and the Association's Life Membership Policy.
Document Status	This Working Draft incorporates approved constitutional amendments and editorial revisions completed during the Version 2.1 reconstruction project. It is prepared for Committee and QRL review and has not yet been formally adopted by the members of the Association.

Editorial statement

Version 2.1 is a reconstructed and modernised edition of the existing Souths Sunnybank Rugby League Football Club Constitution. Once formally adopted, it is intended to supersede Version 2.0.

Constitution and Rules

of

Souths Sunnybank Rugby League Football Club Incorporated

Approved and Endorsed under the Common Seal of the Association
on this the _____ day of _____ 20____,
by _____ [President] signed: _____
and _____ [Secretary] signed: _____

Change Log

Version	Description	Date
v0.1	Initial Draft	20/10/2009
v1.0	Accepted by 2009 AGM	29/10/2009
v1.1	Draft of changes to Classes of Members	21/10/2010
v2.0	Accepted by 2010 AGM – added change log	08/12/2010
V2.1	Working Draft – reconstructed, modernised and amended	26/07/2026
V2.1	Final – reconstructed, modernised and amended. To be adopted at AGM.	06/11/2026

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1 Interpretation

1. In these rules:

Act means the Associations Incorporation Act 1981.

aggrieved party see rule 13A.3

Dispute Resolution Centre means a dispute resolution centre established under the Dispute Resolution Centres (DRC) Act 1990.

Present:

(a) at a management committee meeting, see rule 24.6; or

(b) at a general meeting, see rule 36.2.

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

2 Name

The name of the incorporated association is the Souths Sunnybank Rugby League Football Club Inc. (the association).

3 Objects

The objects of the association are:

1. To promote, encourage, grow and foster the game of rugby league football throughout the districts provided for the association by the Queensland Rugby League. This includes relationships within the association and nearby schools.
2. To construct and maintain playing fields and Club premises and all matters pertaining thereto; to conduct and promote social, educational and sporting functions for the benefit of members and registered players.
3. To purchase or by other means acquire any freehold, leasehold, or other property for any estate or interest whatsoever, and any rights, privileges or easements over or in respect of any property or rights whatsoever which may be necessary for or may be conveniently used with or may enhance the value of any other property of the association.

4 Powers

1. The association has the powers of an individual.
2. The association may, for example:

(a) enter into contracts; and

(b) acquire, hold, deal with and dispose of property; and

(c) make charges for services and facilities it supplies; and

(d) do other things that are necessary or convenient to be done in carrying out its affairs.

3. The association may also issue secured and unsecured notes, debentures and debenture stock for the association.

5 Classes of members

1. The membership of the association consists of ordinary members, and any of the following classes of members:

Member Type	Definition	Voting Rights	Membership Fee Payable
Ordinary Member	Non-Playing Members who are not included in the other Member types defined below.	Yes	Yes
Senior Player	A registered player who has attained the age of 18 years at time of registration and is registered to play in the Senior Football grades.	Yes	No – Incorporated into Registration Fee.
Junior Player	A registered player who has not yet attained the age of 18 years at the time of registration and is registered to play in the Junior or Senior Football grades.	No	No – Incorporated into Registration Fee.
Parent / Guardian	The Parent / Guardian / Primary Caregiver of a Junior Player as defined above. Note – One Parent Member per Junior Player Only.	Yes	No – Incorporated in Junior Player Registration Fee.
Management Committee/ Office Bearers	Volunteers as voted in AGM or Committee Meeting	Yes	No
Life Member	A person appointed as a Life Member in accordance with Rule 48 and the Association's Life Membership Policy.	Yes	No.

2. It should be noted that members of the club entitled to vote at any meeting of the club do not include temporary or honorary members or minors.
3. The number of ordinary members is unlimited.
4. Membership fees for each class of membership shall be set by the Management Committee/Office Bearers and subject to annual review.
5. Voting Rights

Only financial adult members of the Association, being members who are 18 years of age or older, and Life Members are entitled to vote at an Annual General Meeting or Special General Meeting of the Association.

6 Automatic membership – Players and Parents

1. The Parent, Guardian or Caregiver of a minor who registers as a Junior Player with the association shall be granted Automatic Membership of the association under the following conditions:
   (a) A Person granted such membership shall have the same status as an Ordinary Member, including the right to vote at General Meetings of the association.
   (b) Only one parent Membership shall be permitted for each registered Junior Player.

(c) An individual shall only receive the voting rights of 1 Ordinary Member regardless of the number of Junior Players they are responsible for.

For Example: For a family with two or more Junior Players, Automatic Membership shall be granted to both Parents/Guardians with one vote each. If there is only one Parent/Guardian only one vote shall be granted.

2. Correctly completed Player registration documentation shall be considered by the association to be a written application for membership.
3. An application for Automatic membership of the association shall be considered to have been proposed by the registrar of the association and seconded by the treasurer subject to the reports detailed in rules 9.3 and 9.4.

7 New membership — Ordinary Member

1. An applicant for Ordinary membership of the association must be proposed by 1 member of the association (the proposer) and seconded by another member (the seconder).
2. An application for membership must be:
   (a) in writing; and
   (b) signed by the applicant and the applicant's proposer and seconder; and
   (c) in the form decided by the management committee.

8 Membership fees

1. The membership fee for each ordinary membership and for each alternate class of membership (if any):
   (a) is the amount decided by the management committee from time to time at a management committee meeting; and
   (b) is payable when, and in the way, the management committee decides; and
   (c) shall be subject to annual review by the management committee as early as practicable in the financial year.

9 Admission and rejection of new members

1. The management committee must consider an application for membership at the next committee meeting held after it receives
   (a) the application for membership (including valid Player registration documentation); and
   (b) the appropriate membership fee for the application.
2. The management committee must ensure that, as soon as possible, after the person applies to become a member of the association, and before the management committee considers the person's application, the person is advised:
   (a) whether or not the association has public liability insurance; and
   (b) if the association has public liability insurance-the amount of the insurance.
3. The treasurer shall provide a report to the management committee detailing any monies (including fees and fines) that remain outstanding from previous financial years for those people applying for membership.
4. The registrar shall provide a report to the management committee detailing and current suspensions or other sanctions that have been applied to the person seeking membership.
5. The management committee must decide at the meeting whether to accept or reject the application with consideration given to the detail contained in the reports referred to in rules 9.3 and 9.4.

6. If a majority of the members of the management committee present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.
7. The secretary of the association must, as soon as practicable after the management committee decides to accept or reject an application, give the applicant a written notice of the decision.

10 When membership ends

1. A member may resign from the association by giving a written notice of resignation to the secretary.
2. The resignation takes effect at:
   (a) the time the notice is received by the secretary; or
   (b) if a later time is stated in the notice—the later time.
3. The management committee may terminate a member's membership if the member:
   (a) is convicted of an indictable offence; or
   (b) does not comply with any of the provisions of these rules; or
   (c) has membership fees in arrears for at least two months; or
   (d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association.
4. Before the management committee terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.
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 written notice of the decision.

11 Appeal against rejection or termination of membership

1. A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.
2. A notice of intention to appeal must be given to the secretary within one month after the person receives written notice of the decision.
3. If the secretary receives a notice of intention to appeal, the secretary must, within one month after receiving the notice, call a general meeting to decide the appeal.

12 General meeting to decide appeal

1. The general meeting to decide the appeal must be held within three months after the secretary receives the notice of intention to appeal.
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.
3. Also, 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.
4. An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.

5. If a person whose application for membership has been rejected does not appeal against the decision within one 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.

13A Grievance procedure

1. This rule sets out a grievance procedure for dealing with a dispute under the rules between parties as mentioned in section 47A (1) of the Associations Incorporation Act 1981 (Qld).
2. To remove any doubt, it is declared that the grievance procedure cannot be used by a person whose membership has been terminated if the rules provide for an appeal process against the termination.
3. A member (the aggrieved party) initiates the grievance procedure in relation to the dispute by giving a notice in writing of the dispute to-
4. The other party; and
5. if the other party is not the management committee, the management committee.
6. If two or more members initiate a grievance procedure in relation to the same subject matter, the management committee may deal with the disputes in a single process, and the members must choose one of the members (also the aggrieved party) to represent the members in the grievance procedure.
7. Subject to rule 13B, the parties to the dispute must, in good faith, attempt to resolve the dispute.
8. If the parties to the dispute cannot resolve the dispute within 14 days after the aggrieved party initiates the grievance procedure, the aggrieved party may, within a further 21 days, ask the association's secretary to refer the dispute to mediation.
9. Subject to rule 13B, if the aggrieved party asks the association's secretary to refer the dispute to mediation under sub-rule (6), the management committee must refer the dispute within 14 days after the request.
10. If the aggrieved party does not ask the association's secretary to refer the dispute to mediation under sub-rule (6), the grievance procedure in relation to the dispute ends.

13B Grievance procedure not continued in particular circumstances

1. This rule applies if-
   (a) a member initiates a grievance procedure in relation to a dispute, and the association or association's management committee is the other party to the dispute; or
   (b) the aggrieved party asks the association's secretary to refer the dispute to mediation under rule 13A.6.
2. The management committee does not have to act under rule 13A.5 or 13A.7 if—
   (a) the aggrieved party has, within 21 days before initiating the grievance procedure, behaved in a way that would give the management committee grounds for taking disciplinary action under the rules against the aggrieved party in relation to the matter the subject of the grievance procedure; or
   (b) before the grievance procedure was initiated, a process had started to take action under the rules against the aggrieved party or terminate the aggrieved party's membership, as provided for under the rules, and the dispute relates to that process or to a matter relevant to that process; or
   (c) the dispute relates to an obligation under the Liquor Act 1992 or any other State law to prevent the entry of the aggrieved party to, or to remove the aggrieved party from, premises used by the association, or to refuse to serve liquor to the aggrieved party at the premises; or
   (d) the dispute could reasonably be considered frivolous, vexatious, misconceived or lacking in substance, or relates to a matter that has already been the subject of the grievance procedure.

13C Electronic communication for grievance procedure

1. Any meeting or mediation session required under the grievance procedure may be conducted by electronic means if the parties to the dispute and, for a mediation, the mediator agree.

13D Appointment of mediator

1. If a dispute under rule 13A is referred to mediation-
   (a) the parties to the dispute must choose a mediator to conduct the mediation; or
   (b) if the parties are unable to agree on the appointment of a mediator within 14 days after the dispute is referred to mediation, the mediator must be-
   (i) for a dispute between a member and another member, a person appointed by the management committee; or
   (ii) for a dispute between a member and the management committee or the association, an accredited mediator or a mediator appointed by the director of a dispute resolution Centre.
2. An accredited mediator may refuse to be the mediator, or the director of a dispute resolution Centre may refuse to appoint a mediator to mediate the dispute.
3. If sub-rule (2) applies, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

13E Conduct of mediation

1. If a mediator is appointed under rule 13D, the mediator must start the mediation as soon as possible after the appointment and try to finish the mediation within 28 days after the appointment.
2. Sub-rule (1) does not apply if the mediator is a mediator appointed by the director of a dispute resolution Centre.
3. The mediator:
   (a) must give each party to the dispute an opportunity to be heard on the matter, the subject of the dispute: and
   (b) must comply with natural justice; and
   (c) must not act as an adjudicator or arbitrator; and
   (d) during the mediation - may see the parties with or without their representatives, together or separately.
4. The parties to the dispute must act reasonably and genuinely in the mediation and help the mediator to start and finish the mediation within the period mentioned in sub-rule (1).
5. The costs of the mediation, if any, are to be shared equally between the parties unless otherwise agreed.
6. If the mediator cannot resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

13F Representation for grievance procedure

1. A party to a dispute may appoint any qualified person to act on behalf of the party in the grievance procedure.
2. For sub-rule (1), a person is qualified to act on behalf of a party if the person:
   (a) has sufficient knowledge of the matter, the subject of the dispute to be able to represent the party effectively; and
   (b) is authorised to negotiate an agreement for the party.

3. If a party appoints a person under sub-rule (1) to act on the party's behalf, the party must give written notice of the appointment to each of the following entities:
   (a) the other party to the dispute.
   (b) the management committee.
   (c) if a mediator has been appointed before the party appoints the person-the mediator.

13G Failure of mediation

13G.1 If mediation does not resolve the dispute the matter may be referred to an independent arbitrator or to the QRL governance unit (or other relevant body) for final determination.

13G.2 This grievance procedure applies to disputes and grievances involving members and the Association and does not replace or limit any disciplinary process or powers contained elsewhere in this Constitution.

13H Disciplinary Action and Misconduct

13H.1 The Association or Management Committee may investigate and determine allegations of misconduct, breaches of this Constitution, breaches of any by-laws, policies or codes of conduct, or conduct contrary to the interests of the Association.

13H.2 A member who is the subject of disciplinary action must be afforded procedural fairness and natural justice, including an opportunity to respond to any allegations before a determination is made.

13H.3 The Association or Management Committee may impose disciplinary sanctions including warnings, suspension of membership rights, removal from office or expulsion from membership in accordance with this Constitution.

13H.4 A member may not commence or continue a grievance procedure under Rules 13A to 13G in relation to a matter that is the subject of a disciplinary process until that disciplinary process has been completed.

13H.5 Any appeal rights in relation to disciplinary decisions are those provided elsewhere in this Constitution or under any applicable policies or by-laws of the Association.

14 Register of members

1. The management committee must keep a register of members of the association.
2. The register must include the following particulars for each member:
   (a) the full name of the member.
   (b) the postal or residential address of the member.
   (c) the date of admission as a member.
   (d) the date of death or time of resignation of the member.
   (e) details about the termination or reinstatement of membership.
   (f) any other particulars the management committee or the members at a general meeting decide.
3. The register must be open for inspection by members of the association at all reasonable times.
4. A member must contact the secretary to arrange an inspection of the register.
5. However, the management committee may, on the application of a member of the association, withhold information about the member (other than the member's 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.

15 Prohibition on use of information on register of members

1. A member of the association must not:
   (a) use information obtained from the register of members of the association to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes; or
   (b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes.
2. Rule 15.1(a) does not apply if the use or disclosure of the information is approved by the association.

16 Appointment or election of secretary

1. The secretary must be an individual residing in Queensland, or in another State but not more than 65 km from the Queensland border, who is:
   (a) a member of the association elected by the association as secretary; or
   (b) any of the following people appointed by the management committee as secretary:
      (i) a member of the association's management committee.
      (ii) another member of the association.
      (iii) another person.
2. If the association has not elected an interim officer as secretary for the association before its incorporation, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after incorporation.
3. If a vacancy happens in the office of secretary, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after the vacancy happens.
4. If the management committee appoints a person mentioned in Rule 16.1(b)ii as secretary, other than to fill a casual vacancy on the management committee, the person does not become a member of the management committee.
5. However, if the management committee appoints a person mentioned in Rule 16.1(b)ii as secretary to fill a casual vacancy on the management committee, the person becomes a member of the management committee.
6. If the management committee appoints a person mentioned in Rule 16.1(b)iii as secretary, the person does not become a member of the management committee.
7. In this rule, casual vacancy on a management committee means a vacancy that happens when an elected member of the management committee resigns, dies or otherwise stops holding office.

17 Removal of secretary

1. The management committee of the association may at any time remove a person appointed by the committee as the secretary.
2. If the management committee removes a secretary who is a person mentioned in Rule 16.1(b)i, the person remains a member of the management committee.
3. If the management committee removes a secretary who is a person mentioned in Rule 16.1(b)ii and who has been appointed to a casual vacancy on the management committee under Rule 16.5, the person remains a member of the management committee.

18 Functions of secretary

1. The secretary's functions include, but are not limited to:
   (a) calling meetings of the association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the association; and
   (b) keeping minutes of each meeting; and
   (c) keeping copies of all correspondence and other documents relating to the association; and
   (d) maintaining the register of members of the association.

19 Membership of management committee

1. The management committee of the association consists of a president, treasurer, and any other members the association members elect at a general meeting.
2. A member of the management committee, other than a secretary appointed by the management committee under rule 16.1(b)(iii), must be a member of the association.
3. At each annual general meeting of the association, the members of the management committee must retire from office, but are eligible, on nomination, for re-election.
4. A member of the association may be appointed to a casual vacancy on the management committee under Rule 22.
5. Membership fees are to be determined in accordance with Rule 5.1.

20 Electing the management committee

1. A member of the management committee may only be elected as follows:
   (a) any 2 members of the association may nominate another member (the candidate) to serve as a member of the management committee.
   (b) 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.
   (c) each member of the association present and eligible to vote at the annual general meeting may vote for one candidate for each vacant position on the management committee.
   (d) If, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
2. A person may be a candidate only if the person:
   (a) is an adult; and
   (b) is not ineligible to be elected as a member under section 61A of the Act.
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 association for at least 7 days immediately preceding the annual general meeting.
4. If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
5. The management committee must ensure that, before a candidate is elected as a member of the management committee, the candidate is advised:
   (a) whether or not the association has public liability insurance; and
   (b) if the association has public liability insurance - the amount of the insurance.

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

1. A member of the management committee may resign from the committee by giving written notice of resignation to the secretary.
2. The resignation takes effect at:
   (a) the time the notice is received by the secretary; or
   (b) if a later time is stated in the notice—the later time.
3. A member may be removed from office at a general meeting of the association if a majority of the members are present and eligible to vote at the meeting vote in favour of removing the member.
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.
5. A member has no right of appeal against the members' removal from office under this rule.
6. A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Associations Incorporation Act 1981 (Qld).

22 Vacancies on management committee

1. If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another member of the association to fill the vacancy until the next annual general meeting.
2. The continuing members of the management committee may act despite a casual vacancy on the management committee.
3. However, if the number of committee members is less than the number fixed under Rule 25.1 as a quorum of the management committee, the continuing members may act only to:
   (a) increase the number of management committee members to the number required for a quorum; or
   (b) call a general meeting of the association.

23 Functions of management committee

1. Subject to these rules or a resolution of the members of the association 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 association.
2. The management committee has authority to interpret the meaning of these rules and any matter relating to the association 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 association's rules are inconsistent with the Act: see section 1B of the Act.
3. The management committee may exercise the powers of the association:
   (a) to borrow, raise or secure the payment of amounts in a way the members of the association decide; and
   (b) 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 association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the associations property, both present and future; and
   (c) to purchase, redeem or pay off any securities issued; and
   (d) to borrow amounts from members and pay interest on the amounts borrowed; and
   (e) to mortgage or charge the whole or part of its property; and
   (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association; and

(g) to provide and pay off any securities issued; and

(h) to invest ina way the members of the association may from time to time decide.

4. For Rule 23.3(d), 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:

(a) the financial institution for the association; or

(b) if there is more than one financial institution for the association, the financial institution nominated by the management committee.

24 Meetings of management committee

1. Subject to this rule, the management committee may meet and conduct its proceedings as it considers appropriate.
2. The management committee must meet at least once every 4 months to exercise its functions.
3. The management committee must decide how a meeting is to be called.
4. Notice of a meeting is to be given in the way decided by the management committee.
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.
6. A committee member who participates in the meeting as mentioned in subrule (5) is taken to be present at the meeting.
7. A question arising at a committee meeting is to be decided by a majority vote of members of the committee present at the meeting and, if the votes are equal, the question is decided in the negative.
8. A member of the management committee must not vote on a question about a contract or proposed contract with the association if the member has an interest in the contract or proposed contract and, if the member does vote, the member's vote must not be counted.
9. The president is to preside as chairperson at a management committee meeting.
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.

25 Quorum for, and adjournment of, management committee meeting

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.
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.
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:

(a) the meeting is to be adjourned for at least 1 day; and

(b) the members of the management committee who are present are to decide the day, time and place of the adjourned meeting.

4. If, at an adjourned meeting mentioned in subrule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

26 Special meeting of management committee

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.
2. If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
3. A request for a special meeting must state:
   (a) why is the special meeting called; and
   (b) the business to be conducted at the meeting.
4. A notice of a special meeting must state:
   (a) the day, time and place of the meeting; and
   (b) the business to be conducted at the meeting.
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.

27 Minutes of management committee meetings

1. The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting are entered in a minute book.
2. To ensure the accuracy of the minutes, the minutes of each management committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next management committee meeting, verifying their accuracy.

28 Appointment of subcommittees

1. The management committee may appoint a subcommittee consisting of members of the association considered appropriate by the committee to help with the conduct of the association's operations.
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.
3. A subcommittee may elect a chairperson of its meetings.
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.
5. A subcommittee may meet and adjourn as it considers appropriate.
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.

29 Acts not affected by defects or disqualifications

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.
2. Rule 29.1 applies even if the act was performed when:
   (a) 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
   (b) management committee member, subcommittee member or person acting as a member of the management committee was disqualified from being a member.

30 Resolutions of management committee without meeting

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.
2. A resolution mentioned in Rule 30.1 may consist of several documents in like form, each signed by one or more members of the committee.

31 First annual general meeting

1. The first annual general meeting must be held within 6 months after the end date of the association's first reportable financial year.

32 Subsequent annual general meetings

1. Each subsequent annual general meeting must be held:
   (a) at least once each year; and
   (b) within 6 months after the end date of the association's reportable financial year.
   (c) the association must elect the members of the management committee at each annual general meeting of the association.

33 Business to be conducted at annual general meeting

1. The following business must be conducted at each annual general meeting of the association—
   (a) receiving the association's financial statement, and audit report, for the last reportable financial year.
   (b) presenting the financial statement and audit report to the meeting for adoption.
   (c) electing members of the management committee.
   (d) appointing an auditor or an accountant for the present financial year.

34 Notice of general meeting

1. The secretary may call a general meeting of the association.
2. The secretary must give at least 14 days notice of the meeting to each member of the association.
3. If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
4. The management committee may decide the way in which the notice must be given.
5. However, notice of the following meetings must be given in writing:
   (a) 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 association; or
      (ii) to terminate the person's membership of the association.
   (b) a meeting called to hear and decide a proposed special resolution of the association.
6. A notice of a general meeting must state the business to be conducted at the meeting.

35 Quorum for, and adjournment of, general meeting

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 association's last general meeting plus one.
2. However, if all members of the association are members of the management committee, the quorum is the total number of members less one.

3. No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
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 association, the meeting lapses.
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 association:
   (a) the meeting is to be adjourned for at least 7 days; and
   (b) the management committee is to decide the day, time and place of the adjourned meeting.
6. 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.
7. If a meeting is adjourned under Rule 35.6, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
8. 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.
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.

36 Procedure at general meeting

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.
2. A member who participates in a meeting as mentioned in Rule 36.1 is taken to be present at the meeting.
3. At each general meeting:
   (a) the president is to preside as chairperson; and
   (b) 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
   (c) the chairperson must conduct the meeting in a proper and orderly way.

37 Voting at general meeting

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.
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.
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.
4. The method of voting is to be decided by the management committee.
5. However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
6. If a secret ballot is held, the chairperson must appoint two members to conduct the secret ballot in the way the chairperson decides.
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.

38 Special general meeting

1. The secretary must call a special general meeting by giving each member of the association notice of the meeting within 14 days after:
   (a) being directed to call the meeting by the management committee; or
   (b) 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
      (ii) at least the number of ordinary members of the association equal to double the number of members of the association on the management committee when the request is signed plus 1; or
   (c) 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.
2. A request mentioned in Rule 38.1(b) must state:
   (a) why the special general meeting is being called; and
   (b) the business to be conducted at the meeting.
3. A special general meeting must be held within 3 months after the secretary:
   (a) is directed to call the meeting by the management committee; or
   (b) is given the written request mentioned in Rule 38.1(b); or
   (c) is given the written notice of an intention to appeal mentioned in Rule 38.1(c).
4. If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

39 Proxies

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

> *Souths Sunnybank Rugby League Football Club Inc:*
>
> *I, [Insert Full Name of Member] of [Insert Address of Member], being a member of the association,*
>
> *appoint [Insert Full Name of Proxy] of [Insert Address of Proxy] as my proxy to vote for me on my behalf at the Annual/Special General meeting of the association,*
>
> *to be held on the _____ day of _____ 20___ and at any adjournment of the meeting.*
>
> *Signed this _____ day of _____ 20___.*
>
> *Signature _____*

2. The instrument appointing a proxy must:
   (a) if the appointor is an individual, be signed by the appointor or the appointor's attorney properly authorised in writing; or
   (b) if the appointor is a corporation:
      (i) be under seal; or
      (ii) be signed by a properly authorised officer or attorney of the corporation.
3. A proxy may be a member of the association or another person.
4. The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.

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.

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

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:

> *Souths Sunnybank Rugby League Football Club Inc:*
>
> *I, [Insert Full Name of Member] of [Insert Address of Member], being a member of the association,*
>
> *appoint [Insert Full Name of Proxy] of [Insert Address of Proxy] as my proxy to vote for me on my behalf at the Annual/Special General meeting of the association,*
>
> *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]*

40 Minutes of general meetings

1. The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book.
2. To ensure the accuracy of the minutes:
   (a) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
   (b) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.
3. Ifasked by a member of the association, the secretary must, within 28 days after the request is made:
   (a) make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
   (b) give the member copies of the minutes of the meeting.
4. The association may require the member to pay the reasonable costs of providing copies of the minutes.

41 By-laws

1. The management committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association.
2. A by-law may be set aside by a vote of members at a general meeting of the association.

42 Alteration of rules

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

43 Common seal

1. The management committee must ensure the association has a common seal.
2. The common seal must be:
   (a) kept securely by the management committee; and
   (b) used only under the authority of the management committee.
3. Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by:
   (a) the secretary; or
   (b) another member of the management committee; or
   (c) someone authorised by the management committee.

44 Funds and accounts

1. The funds of the association must be kept in an account in the name of the association in a financial institution decided by the management committee.
2. Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
3. All amounts must be deposited in the financial institution account as soon as practicable after receipt.
4. A payment by the association of $100 or more must be made by cheque or electronic funds transfer.
5. If a payment of $100 or more is made by cheque, the cheque must be signed by any two of the following:
   (a) the president;
   (b) the secretary;
   (c) the treasurer;
   (d) any one of three other members of the association who have been authorised by the management committee to sign cheques issued by the association.
6. However, one of the persons who signs the cheque must be the president, the secretary or the treasurer.
7. Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
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.
9. All expenditure must be approved or ratified at a management committee meeting.

45 General financial matters

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.
2. The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.
3. The financial records of the Association must be reviewed or audited annually by an independent qualified accountant. The annual financial statements, together with any financial reporting required under grants, funding agreements or other regulatory obligations, must be prepared, reviewed or audited, as applicable, in accordance with the requirements of the Australian Charities and Not-for-profits Commission (ACNC), the Queensland Rugby League (QRL), and any other applicable legislative or funding body requirements.

46 Documents

1. The management committee must ensure the safe custody of books, documents, instruments of title and securities of the association.

47 Financial year

1. The association's financial year is 1 October to 30 September in each year.

48 Life Membership

1. The association may award Life Membership to recognise exceptional and meritorious service to the association.
2. The eligibility criteria, nomination process, assessment process and approval requirements for Life Membership are to be determined in accordance with the association's Life Membership Policy.
3. Life Membership may only be conferred by resolution of members in accordance with this Constitution.
4. A person appointed as a Life Member has the rights and privileges prescribed by this Constitution.

49 Child Protection & Risk Management

1. The association must maintain and implement a Child & Youth Risk Management Strategy that complies with the Working with Children (Risk Management and Screening) Act 2000 (Queensland) and any other applicable legislation or regulatory requirements.
2. The strategy must include, where applicable:
   (a) compliance with Blue Card requirements for all relevant personnel;
   (b) child safeguarding policies and procedures;
   (c) reporting and risk management processes;
   (d) education and training for relevant volunteers and officials; and
   (e) compliance with the requirements and policies of the Queensland Rugby League (QRL) and any other governing body having jurisdiction over the Association.

50 Distribution of surplus assets to another entity

1. This rule applies if the association:
   (a) is wound-up under part 10 of the Act; and
   (b) has surplus assets.
2. The surplus assets must not be distributed among the members of the association.
3. The surplus assets must be given to another entity:
   (a) having objects similar to the association's objects; and
   (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
4. In this rule, surplus assets see section 92(3) of the Act