



# TOOWOOMBA JUNIOR RUGBY LEAGUE INC.

Incorporation Number (IA05767)

## Constitution

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Date of adoption	<<DATE>>
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# 1 INTRODUCTION

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## 1.1. INTERPRETATION

- a) In these rules, if not inconsistent with the subject or context, the words standing in the first column of the following table shall bear the meanings set opposite them respectively in the second column thereof:

<b>Word</b>	<b>Meaning</b>
Act	The <i>Associations Incorporation Act 1981</i>
Affiliated Club	Any Club accepted by the TJRL as a member.
Affiliated Delegate(s)	One (1) of either of the President, Secretary or Treasurer of an Affiliated Club. At the AGM it is the President and one (1) of either the Secretary or Treasurer of an Affiliated Club.
Annual General Meeting	The general meeting of the TJRL held each year as required by the Corporations Act and this Constitution.
Association	The Toowoomba Junior Rugby League Inc.
By-laws	The By-laws of the TJRL.
By lot	Making a determination or choice by lottery. For example, this might include conducting a draw at random.
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.
Chairperson	The Chairperson of the Board of Directors or a Board of Delegates (as applicable) appointed under this Constitution from time to time.
Club	A Rugby League Football club established or recognised by the TJRL for participation in one or more Local Leagues.
Committee	Committee of persons of a Local League to whom the management committee have delegated any of their powers under these rules.
Constitution	This/the Constitution and all schedules and annexures to it, as from time to time amended or replaced in accordance with the Act.
Fee	A payment of money due to the Local League by its members.
General Committee	Board of Directors and Affiliated Delegates.

Local League	The Toowoomba Junior Rugby League Inc.
Majority	More than half of all members present and voting at a management committee meeting or a general meeting.
Management Committee	The management committee of the TJRL, as constituted in accordance with these rules. The whole or any number of the management committee of the TJRL for the time being assembled at a meeting of the management committee, being not less than the quorum, or such one or more of them as shall have authority to act for the TJRL and management committee will have a corresponding meeting.
Member	A person who has been duly accepted as such by the management committee in accordance with the rules and who has paid any membership fees due to the association.
Objects	The objects of the TJRL as set out in these rules.
QRL	Queensland Rugby Football League Limited ACN 009 878 013
Registered Office	The Registered office of the TJRL.
Registers of Members	The Register of Members of the TJRL required to be kept by the Act.
Rugby League Football	The game of rugby league football.
Rules	Has the meaning set out in this Constitution.
Seal	The Common Seal of the TJRL.
Secretary	Any person appointed to perform the duties or any of the duties of Secretary of the TJRL from time to time.
Signed	Agreed in writing.
Special Resolution	A resolution that is passed at a general meeting (including the annual general meeting) by the votes of at least 75% of the members who are present and voting.
TJRL	Toowoomba Junior Rugby League Inc. IA 05767.
Written/in writing	Unless the contrary intention appears, all forms of visible words, including printed, hard copy or digital formats.

b) Words importing the singular include the plural where context requires or permits.

- c) 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.

## **1.2. NAME**

- a) The name of the incorporated Association is Toowoomba Junior Rugby League Inc. (in these rules called “the Local League”).

## **1.3. REGISTERED OFFICE**

- a) The name of the incorporated Association is Toowoomba Junior Rugby League Inc. (in these rules called “the Local League”).

# **2 OBJECTS AND POWERS**

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## **2.1. OBJECTS**

The objects of the Local League are:

- a) To foster, promote, support and encourage the game of rugby league in the local area;
- b) To affiliate with the Queensland Rugby League and such other bodies as the Local League deems fit;
- c) To abide by the rules regulating the conduct of the sport of rugby league;
- d) To foster a healthy environment and encourage sportsmanship, good fellowship and a sense of community spirit amongst members and visitors;
- e) To do such things as are incidental or conducive to the attainment of any or all of these objects.

## **2.2. POWERS**

- a) The Local League has the powers of an individual.
- b) The Local League may, for example:
  - (i) Enter into contracts; and
  - (ii) Acquire, hold, deal with and dispose of property; and
  - (iii) Make charges for services and facilities it supplies; and
  - (iv) Do other things necessary or convenient to be done in carrying out its affairs.
- c) The Local League may issue secured and unsecured notes, debentures and debenture stock for the Local League.

# **3 MEMBERSHIP**

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## **3.1. CLASSES OF MEMBERS**

- a) The membership of the Local League consists of the following classes:

- (1) Ordinary:
  - (i) Ordinary members must be at least 18 years of age and support the objects of the Local League and abide by the Local League's By-laws and codes of conduct;
  - (ii) Ordinary members may include parents of junior members, non-playing volunteers and officials and other persons;
  - (iii) Ordinary members are entitled to vote at general meetings of the Local League;
  - (iv) Ordinary members are eligible for election to the management committee;
  - (v) Fees payable by an ordinary member can be waived or discounted by the management committee.
  
- (2) Junior:
  - (i) Junior members must be below the age of 18 years and support the objects of the Local League and abide by the Local League's By-laws and codes of conduct;
  - (ii) Junior members may include players, non-playing volunteers and other people;
  - (iii) Junior members are not entitled to vote at general meetings of the Local League;
  - (iv) Junior members are not eligible for election to the management committee;
  - (v) Fees payable by a junior member can be waived or discounted by the management committee.
  
- (3) Affiliated:
  - (i) Affiliated members must be at least 18 years of age and support the objects of the Local League and abide by the Local League's By-laws and codes of conduct;
  - (ii) Affiliated members may include parents of junior members, non-playing volunteers and officials and other persons who are members of affiliated Clubs within the Local League;
  - (iii) Affiliated members are entitled to vote at general meetings of the Local League;
  - (iv) Affiliated members are eligible for election to the management committee;
  - (v) Fees payable by an affiliated member can be waived or discounted by the management committee.
  
- (4) Life:
  - (i) Life members must be at least 18 years of age and support the objects of the Local League and abide by the Local League's By-laws and codes of conduct;
  - (ii) Life membership is open to persons who have rendered extraordinary and meritorious service to the Local League for an extended period;
  - (iii) Any ordinary member, affiliated member or life member may recommend to the management committee a nominee for election as a life member;
  - (iv) Recommendations for life membership must be in writing, signed by the member(s) making the recommendation and received by the secretary of the Local League no less than 14 days prior to the annual general meeting;
  - (v) On the management committee's approval of the recommendation, the management committee will propose the nominee for election as a life member at the annual general meeting;
  - (vi) The management committee may propose any other member for election as a life member at the annual general meeting;
  - (vii) Life members must be elected by the passing of a special resolution;
  - (viii) Life members are entitled to vote at general meetings of the Local League;
  - (ix) Life members are eligible for election to the management committee;
  - (x) Life members are not required to pay membership fees to the Local League.
  
- (5) Social:
  - (i) Social members must be at least 18 years of age and support the objects of the Local League and abide by the Local League's By-laws and codes of conduct;
  - (ii) Social members are not entitled to vote at general meetings of the Local League;



- (iii) Social members are not eligible for election to the management committee or subcommittees;
  - (iv) Fees payable by a social member can be waived or discounted by the management committee.
- b) The number of members in all classes of membership is unlimited.

### **3.2. NEW MEMBERSHIP**

- a) An application for membership must be:
  - (i) In writing; and
  - (ii) In the form decided by the management committee.

### **3.3. MEMBERSHIP FEES**

- a) The membership fee for each class of membership, other than life membership, is:
  - (i) The amount decided by the management committee; and
  - (ii) Payable when, and in the way, the management committee decides.

### **3.4. ADMISSION AND REJECTION OF NEW MEMBERS**

- a) The management committee must consider an application for membership at the next management committee meeting held after it receives:
  - (i) The application for membership; and
  - (ii) The appropriate membership fee for the application.
- b) The management committee must ensure that, as soon as possible after the person applies to become a member of the Local League, and before the management committee considers the person's application, the person is advised:
  - (i) Whether or not the Local League has public liability insurance; and
  - (ii) If the Local League has public liability insurance, the amount of the insurance.
- c) The management committee must decide at the meeting whether to accept or reject the application.
- d) If a majority of the members of the management committee present and voting 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.
- e) If the management committee decides to reject an application, the secretary of the Local League must, as soon as practicable, give the applicant notice of the decision in a manner determined by the management committee.

### **3.5. WHEN MEMBERSHIP ENDS**

- a) A member may resign from the Local League by giving a written notice of resignation to the secretary.
- b) The resignation takes effect at:
  - (i) The time the notice is received by the secretary; or

- (ii) If a later time is stated in the notice, the later time.
- c) The management committee may terminate or suspend a member's membership if the member:
  - (i) Is convicted of an indictable offence; or
  - (ii) Does not comply with any of the provisions of these rules; or
  - (iii) Has membership fees in arrears for at least two months; or
  - (iv) Conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Local League.
- d) If the management committee decides to terminate or suspend a member's membership, the secretary must, within seven days of the decision, give the member written notice:
  - (i) Setting out the decision of the committee and the grounds on which it is based;
  - (ii) Stating that the member may address the committee at a meeting to be held not earlier than seven days and not later than 28 days after the service of the notice;
  - (iii) Stating the date, place and time of that meeting;
  - (iv) Informing the member that the member may do either or both of the following:
    - 1) Attend and speak at that meeting;
    - 2) Submit to the committee at or before the date of that meeting written representations relating to the resolution.
- e) Before the management committee terminates or suspends a member's membership, the management committee must:
  - (i) Give the member a full and fair opportunity to make verbal representations at a meeting as mentioned in rule 3.5 (d)(ii);
  - (ii) Give due consideration to any written representations submitted to the committee by the member at or before the meeting mentioned in rule 3.5 (d)(ii).
- f) If, after considering all representations made by the member, the management committee decides by resolution to terminate or suspend the membership, the secretary of the management committee must, within seven days of the of the meeting mentioned in rule 3.5 (d)(ii), give the member a written notice of the decision.

### **3.6. APPEAL AGAINST REJECTION, TERMINATION OR SUSPENSION OF MEMBERSHIP**

- a) A person whose application for membership has been rejected, or a member whose membership has been terminated or suspended, may give the secretary written notice of their intention to appeal against the decision.
- b) A notice of intention to appeal must be given to the secretary within seven days after the person receives written notice of the decision.
- c) If the secretary receives a notice of intention to appeal, the secretary must, within 14 days after receiving the notice, call a general meeting to decide the appeal.

### **3.7. GENERAL MEETING TO DECIDE APPEAL**

- a) The general meeting to decide an appeal must be held within 28 days after the secretary receives the notice of intention to appeal.
- b) At the meeting, the applicant must be given a full and fair opportunity show why the application should not be rejected or the membership should not be terminated or suspended.

- c) Also, the management committee and the members of the management committee who rejected the application or terminated or suspended the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated or suspended.
- d) An appeal must be decided by a majority vote of the members present and voting at the meeting.
- e) If a person whose application for membership has been rejected does not appeal against the decision within seven days after receiving written notice of the decision, or the applicant appeals but the appeal is unsuccessful, the secretary must, as soon as possible, refund any membership fees paid by the person.

### **3.8. REGISTER OF MEMBERS**

- a) The management committee must keep a register of members of the Local League.
- b) The register must include the following particulars for each member:
  - (i) The full name of the member;
  - (ii) The postal or residential address of the member;
  - (iii) The date of admission as a member;
  - (iv) The date of death or time of resignation of the member;
  - (v) Details about the termination or reinstatement of membership;
  - (vi) Any other particulars the management committee or the members at a general meeting decide.
- c) The register must be open for inspection by members of the Local League at all reasonable times.
- d) A member must contact the secretary to arrange an inspection of the register.
- e) However, the management committee may, on the application of a member of the Local League, 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.

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

- a) A member of the Local League must not:
  - (i) Use information obtained from the register of members of the Local League to contact, or send material to, another member of the Local League for the purpose of advertising for political, religious charitable or commercial purposes; or
  - (ii) 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 Local League for the purpose of advertising for political, religious, charitable or commercial purposes.
- b) Rule 3.9 (a) does not apply if the use or disclosure of the information is approved by the Local League.

## **4 SECRETARY**

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

- a) The secretary must be an individual residing in Queensland, or in another state but not more than 65km from the Queensland border, who is:
  - (i) A member of the Local League elected by the Local League as secretary; or
  - (ii) Any of the following persons appointed by the management committee as secretary:
    - 1) A member of the Local League's management committee;
    - 2) Another member of the Local League;
    - 3) Another person.
- b) 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 Local League within one month after the vacancy happens.
- c) If the management committee appoints a person mentioned in rule 4.1 (a)(ii)(2) as secretary, other than to fill a casual vacancy on the management committee, the person does not become a member of the management committee.
- d) However, if the management committee appoints a person mentioned in rule 4.1 (a)(ii)(2) as secretary to fill a casual vacancy on the management committee, the person becomes a member of the management committee.
- e) If the management committee appoints a person mentioned in rule 4.1 (a)(2)(iii) as secretary, the person does not become a member of the management committee.

### **4.2. REMOVAL OF SECRETARY**

- a) The management committee of the Local League may at any time remove a person appointed by the management committee as the secretary.
- b) If the management committee removes a secretary who is a person mentioned in rule 4.1 (a)(ii)(1), the person remains a member of the management committee.
- c) If the management committee removes a secretary who is a person mentioned in rule 4.1 (a)(ii)(2) and who has been appointed to a casual vacancy on the management committee under rule 4.1 (d), the person remains a member of the management committee.

### **4.3. FUNCTIONS OF SECRETARY**

The secretary's functions include, but are not limited to:

- a) Calling meetings of the Local League, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the Local League; and
- b) Keeping minutes of each meeting; and
- c) Keeping copies of all correspondence and other documents relating to the Local League; and
- d) Maintaining the register of members of the Local League.

## 5 MANAGEMENT COMMITTEE

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### 5.1. MEMBERSHIP OF MANAGEMENT COMMITTEE

- a) The management committee of the Local League must have at least three members and no more than eight members, of whom one holds the position of president, another of whom holds the position of treasurer and any other members that the Local League members elect at a general meeting.
- b) A member of the management committee, other than a secretary appointed by the management committee under rule 4.1 (a)(ii)(3) must be a member of the Local League.
- c) At each annual general meeting of the Local League, the members of the management committee must retire from office, but are eligible, on nomination, for re-election
- d) A management committee member must exercise his or her powers and discharge his or her duties in good faith, in the best interests of the Local League for proper purpose and with a degree of care and diligence that a reasonable person would exercise in the circumstances.

### 5.2. ELECTING THE MANAGEMENT COMMITTEE

- a) A member of the management committee may only be elected as follows:
  - (i) The secretary calls for nominations for management committee positions with sufficient notice before the annual general meeting at which the election is to be held;
  - (ii) Any two members of the Local League may nominate another member (the **candidate**) to serve as a member of the management committee;
  - (iii) Nominations must be:
    - 1) In writing; and
    - 2) Signed by the candidate and the members who nominated him or her; and
    - 3) Given to the secretary at least 14 days before the annual general meeting is to be held.
  - (iv) Each member present and entitled to vote at the annual general meeting may vote for one candidate for each vacant position on the management committee. Any equality in voting is resolved as follows:
    - 1) If there are two candidates and both candidates receive an equal number of votes, voting is determined by lot;
    - 2) If there are three or more candidates and two or more candidates receive an equal highest number of votes, a second vote is conducted between only those candidates who received the equal highest number of votes. In the event that following the second vote, two or more candidates receive an equal highest number of votes, voting is determined by lot.
  - (v) If there is only one candidate for a position, the candidate is declared elected if approved by a majority of members present and voting. If the candidate is not approved, nominations for the position may be taken from the floor of the meeting;
  - (vi) If, at the start of the annual general meeting, there are no candidates nominated for any position, nominations for that position may be taken from the floor of the meeting.
- b) A person may be a candidate only if the person:
  - (i) Is an adult; and
  - (ii) Is not ineligible to be elected as a member under section 61A of the Act.

- c) A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be open for inspection by members of the association for at least seven days immediately preceding the annual general meeting.
- d) If required by the management committee, balloting lists must be prepared containing the names of the candidates in order determined by lot.
- e) The management committee must ensure that, before a candidate is elected as a member of the management committee, the candidate is advised:
  - (i) Whether or not the Local League has public liability insurance; and
  - (ii) If the Local League has public liability insurance, the amount of the insurance.
- f) Upon being elected as a member of the management committee that member shall forthwith resign from any Executive position that person holds in any affiliated Rugby League Football Club within the Local League.

### **5.3. RESIGNATION, REMOVAL OR VACATION OF OFFICE OF MANAGEMENT COMMITTEE MEMBER**

- a) A member of the management committee may resign from the management committee by giving written notice of resignation to the secretary.
- b) The resignation takes effect at:
  - (i) The time the notice is received by the secretary; or
  - (ii) If a later time is stated in the notice, the later time.
- c) A member of the management committee may be automatically removed from office if that member is absent from three consecutive management committee meetings without leave of the management committee.
- d) A member may be removed from office at a general meeting of the Local League if a majority of the members present and voting at the meeting vote in favour or removing the member.
- e) Before a vote 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.
- f) A member has no right of appeal against the member's removal from office under this rule.
- g) A member immediately vacates the office of management committee member in the circumstances mentioned in section 64 (2) of the Act.

### **5.4. VACANCIES ON MANAGEMENT COMMITTEE**

- a) If a casual vacancy happens on the management committee, the continuing members of the management committee may appoint another member of the Local League to fill the vacancy until the next annual general meeting.
- b) With the exceptions of the positions of president and treasurer, the continuing members of the management committee may act despite a casual vacancy on the management committee.
- c) If the number of management committee members is less than the number fixed under rule 5.7 (a) as a quorum of the management committee, the continuing members of the management committee may act only to:
  - (i) Increase the number of management committee members to the number required for a quorum; or
  - (ii) Call a general meeting of the Local League.

- d) If a casual vacancy happens in the position of president or treasurer, the continuing members of the management committee may act only to:
  - (i) Appoint another member of the Local League to fill the casual vacancy; or
  - (ii) Call a general meeting of the Local League.

## 5.5. FUNCTIONS OF MANAGEMENT COMMITTEE

- a) The management committee must take all reasonable steps to ensure that the Local League complies with its obligations under the Act and these rules.
- b) Subject to these rules or a resolution of the members of the Local League 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 Local League.
- c) The management committee has authority to interpret the meaning of these rules and any matter relating to the Local League 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 Local League's rules are inconsistent with the Act; see section 1B of the Act.*

- d) The management committee may exercise the powers of the Local League:
  - (i) To borrow, raise or secure the payment of amounts in a way the members of the Local League decide; and
  - (ii) To secure the amounts mentioned in rule 5.5 (d)(i) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Local League in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Local League's property, both present and future; and
  - (iii) To purchase, redeem or pay off any securities issued; and
  - (iv) To borrow amounts from members and pay interest on the amounts borrowed; and
  - (v) To mortgage or charge the whole or part of its property; and
  - (vi) To issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Local League; and
  - (vii) To provide and pay off any securities issued; and
  - (viii) To invest in a way the members of the Local League may decide.
- e) For rule 5.5 (d)(i), 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:
  - (i) The financial institution of the Local League; or
  - (ii) If there is more than one financial institution of the Local League, the financial institution nominated by the management committee.

## 5.6. MEETINGS OF MANAGEMENT COMMITTEE

- a) Subject to this rule, the management committee may meet and conduct its proceedings, as it considers appropriate.
- b) The management committee shall meet monthly to exercise its functions.
- c) The management committee must decide how a meeting is to be called.
- d) Notice of a meeting is to be given in the way decided by the management committee.

- e) The management committee may hold meetings, or permit a management 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.
- f) A management committee member who participates in the meeting as mentioned in rule 5.6 (e) is taken to be present at the meeting.
- g) A question arising at a management committee meeting is to be decided by a majority vote of members of the management committee present and voting at the meeting and, if the votes are equal, the question is resolved so as to maintain the status quo.
- h) If a management committee member has a material personal interest in a matter that relates to the affairs of the Local League:
  - (i) The management committee member must declare the interest;
  - (ii) The management committee member must not vote on matters that relate to the interest and, if the member does vote, the member's vote must not be counted;
  - (iii) The Local League cannot avoid the transaction merely because of the existence of the interest.
- i) The president is to preside as chairperson at a management committee meeting.
- j) If there is no president or the president is not present within 30 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.

#### **5.7. QUORUM FOR, AND ADJOURNMENT OF, MANAGEMENT COMMITTEE MEETING**

- a) 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.
- b) 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.
- c) 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:
  - (i) The meeting is to be adjourned for at least one day; and
  - (ii) The members of the management committee who are present are to decide the day, time and place of the adjourned meeting.
- d) If, at an adjourned meeting mentioned in rule 5.7 (c), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

#### **5.8. SPECIAL MEETING OF MANAGEMENT COMMITTEE**

- a) 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 management committee by giving each member of the management committee notice of the meeting within 14 days after the secretary receives the request.
- b) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- c) A request for a special meeting must state:
  - (i) Why the special meeting is called; and
  - (ii) The business to be conducted at the meeting.
- d) A notice of a special meeting must state:



- (i) The day, time and place of the meeting; and
  - (ii) The business to be conducted at the meeting.
- e) Only the business listed on the notice of a special meeting of the management committee may be conducted at a special meeting of the management committee.
  - f) 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.

#### **5.9. MINUTES OF MANAGEMENT COMMITTEE MEETINGS**

- a) 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.
- b) 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.

#### **5.10. DELEGATION**

- a) The management committee may delegate any or all of its powers and authorities, duties and functions to any person or to any subcommittee except:
  - (i) The power to delegate; and
  - (ii) A function that is a duty imposed on the management committee by the Act or any other law.
- b) Despite any delegation under this rule, the management committee may continue to exercise all its functions, including any function that has been delegated to a subcommittee and remains accountable for the exercise of those functions at all times.

#### **5.11. APPOINTMENT OF SUBCOMMITTEES**

- a) The management committee may appoint one or more subcommittees consisting of members of the Local League considered appropriate by the management committee to help with the conduct of the Local League's operations.
- b) Subcommittees shall have such membership, powers and duties as the management committee shall confer on them, or which the management committee shall delegate to them.
- c) Any act or thing done or suffered by a subcommittee acting in the exercise of a delegation under these rules has the same force and effect as it would have if it had been done or suffered by the management committee.
- d) A subcommittee may meet and adjourn as it considers appropriate, or as requested by the management committee.
- e) A member of the subcommittee who is not a member of the management committee is not entitled to vote at a management committee meeting.
- f) A subcommittee may elect a chairperson of its meetings.
- g) 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.

- h) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present and voting at the meeting and, if the votes are equal, the question is decided so as to maintain the status quo.

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

- a) 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.
- b) Rule 5.12 (a) applies even if the act was performed when:
  - (i) 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
  - (ii) A management committee member, subcommittee member or person acting as a member of the management committee was disqualified from being a member.

#### **5.13. RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING**

- a) A written resolution agreed in writing by all members of the management committee is as valid and effectual as if it had been passed at a management committee meeting that was properly called and held.
- b) Such a resolution may be validly transmitted and agreed in writing electronically.
- c) A resolution mentioned in rule 5.13 (a) may consist of several documents in like form, each agreed in writing by one or more members of the management committee.

### **6 MEETINGS OF MEMBERS**

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#### **6.1. ANNUAL GENERAL MEETINGS**

- a) The Local League's annual general meeting must be held:
  - (i) At least once each year; and
  - (ii) Within 6 months after the end date of the Local League's reportable financial year.

#### **6.2. BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING OF LEVEL 1 INCORPORATED ASSOCIATIONS AND PARTICULAR LEVEL 2 AND LEVEL 3 INCORPORATED ASSOCIATIONS**

- a) This rule applies only if the Local League is:
  - (i) A level 1 incorporated association; or
  - (ii) A level 2 incorporated association to which section 59 of the Act applies; or
  - (iii) A level 3 incorporated association to which section 59 of the Act applies.
- b) The following business must be conducted at each annual general meeting of the association:
  - (i) Receiving the association's financial statement, and audit report, for the last reportable financial year;
  - (ii) Presenting the financial statement and audit report to the meeting for adoption;
  - (iii) Electing members of the management committee;

- (iv) For a level 1 incorporated association – appointing an auditor or an accountant for the present financial year;
- (v) For a level 2 incorporated association, or a level 3 incorporated association, to which section 59 of the Act applies – appointing an auditor, an accountant or an approved person for the present financial year.

### **6.3. BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING OF OTHER LEVEL 2 INCORPORATED ASSOCIATIONS**

- a) This rule applies only if the Local League is a level 2 incorporated association to which section 59A of the Act applies;
- b) The following business must be conducted at each annual general meeting of the association:
  - (i) Receiving the association’s financial statement, and signed statement, for the last reportable financial year;
  - (ii) Presenting the financial statement and signed statement to the meeting for adoption;
  - (iii) Electing members of the management committee;
  - (iv) Appointing an auditor, an accountant or an approved person for the present financial year.

### **6.4. BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING OF OTHER LEVEL 3 INCORPORATED ASSOCIATIONS**

- a) This rule applies only if the Local League is a level 3 incorporated association to which section 59B of the Act applies;
- b) The following business must be conducted at each annual general meeting of the association:
  - (i) Receiving the association’s financial statement, and signed statement, for the last reportable financial year;
  - (ii) Presenting the financial statement and signed statement to the meeting for adoption;
  - (iii) Electing members of the management committee

### **6.5. NOTICE OF GENERAL MEETING**

- a) A general meeting shall be held for all affiliated club delegates a minimum of four times annually, one of which shall be the annual general meeting, at such time (not being in the case of the annual general meeting more than fifteen months after the holding of the last preceding annual general meeting) and place as may be prescribed by the management committee or as the management committee shall appoint.
- b) The secretary may call a general meeting of the Local League.
- c) The secretary must give at least 14 days’ notice of the meeting to each member of the Local League.
- d) If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
- e) The management committee may decide the way in which the notice must be given.
- f) However, notice of the following meetings must be given in writing:
  - (i) A meeting called to hear and decide an appeal against the management committee’s decision:
    - 1) To reject an applicant’s application for membership of the Local League; or
    - 2) To terminate or suspend a member’s membership of the Local League.
  - (ii) A meeting called to hear and decide a proposed special resolution of the Local League.

- g) A notice of a general meeting must state the business to be conducted at the meeting.

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

- a) The quorum for a general meeting is at least the number of members equal to the number of members on the management committee at the close of the Local League's last general meeting plus one.
- b) However, if all members of the Local League are members of the management committee, the quorum is the total number of members less one.
- c) No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- d) 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 Local League, the meeting lapses.
- e) 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 Local League:
  - (i) The meeting is to be adjourned for at least seven days; and
  - (ii) The management committee is to decide the day, time and place of the adjourned meeting.
- f) 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 place to place.
- g) If a meeting is adjourned under rule 6.6 (f) only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- h) 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.
- i) 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.

## **6.7. PROCEDURE AT GENERAL MEETING**

- a) A member may take part and vote in a general meeting in person, by proxy or by attorney.
- b) A member who participates in a meeting as mentioned in rule 6.7 (a) is taken to be present at the meeting.
- c) At each general meeting:
  - (i) The president is to preside as chairperson; and
  - (ii) 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 may choose another management committee member to be chairperson of the meeting; and
  - (iii) If there is no management committee member present the members may choose one of their number to preside as chairperson at the meeting; and
  - (iv) The chairperson must conduct the meeting in a proper and orderly way.

## **6.8. VOTING RIGHTS AT MEETINGS**

- a) At a **general meeting** the following are entitled to vote:
  - (i) The management committee; and

- (ii) All affiliated clubs are entitled to one (1) vote at general meetings. The only parties entitled to vote are the president or if they are unable to attend either the secretary or treasurer under prior advice to the Local League.
- b) At an **annual general meeting** the following are entitled to vote:
  - (i) The management committee; and
  - (ii) All affiliated clubs shall have two (2) votes, one of which shall be the president and the other either secretary or treasurer. No affiliate club shall be entitled to vote at any annual general meeting unless all moneys owing by that affiliate to the Local League have been paid.
- c) At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority vote of the members present and voting.
- d) Each member present and entitled 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.
- e) 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.
- f) The method of voting is to be decided by the management committee.
- g) However, if at least 20% of the members present demand a secret ballot, voting must be made by secret ballot.
- h) If a secret ballot is held, the chairperson must appoint two members to conduct the secret ballot in the way the chairperson decides.
- i) 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.

## **6.9. SPECIAL GENERAL MEETING**

- a) The secretary must call a special general meeting by giving each member of the Local League notice of the meeting within 14 days after:
  - (i) Being directed to call the meeting by the management committee; or
  - (ii) Being given a written request by:
    - 1) At least 33% of the number of members of the management committee when the request is signed; or
    - 2) At least the number of ordinary members of the Local League equal to double the number of members of the Local League on the management committee when the request is signed plus one; or
  - (iii) Being given a written notice of an intention to appeal against the decision of the management committee:
    - 1) To reject an application for membership; or
    - 2) To terminate or suspend a member's membership.
- b) A request mentioned in rule 6.9 (a)(ii) must state:
  - (i) Why the special general meeting is being called; and
  - (ii) The business to be conducted at the meeting.
- c) A special general meeting must be held within 28 days after the secretary:
  - (i) Is directed to call the meeting by the management committee; or
  - (ii) Is given the written request mentioned in rule 6.9 (a)(ii); or
  - (iii) Is given the written notice of an intention to appeal mentioned in rule 6.9 (a)(iii).
- d) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

## 6.10. PROXIES

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

Toowoomba Junior Rugby League Inc.

I, ..... of .....  
..... being a member of the TJRL hereby appoint  
..... of .....

as my proxy, to vote on my behalf at the (ordinary or extraordinary as the case may be) general meeting of the TJRL to be held on the ..... day of ..... 20.... and at any adjournment thereof.

Signed this the ..... day of ..... 20 .....

Signature: .....

- b) The instrument appointing a proxy must:
- (i) If the appointor is an individual – be signed by the appointor or the appointor’s attorney properly authorised in writing; or
  - (ii) If the appointor is a corporation:
    - 1) Be under seal; or
    - 2) Be signed by a properly authorised officer or attorney of the corporation.
- c) A proxy may be a member of the Local League or another person.
- d) The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
- e) 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.
- f) The proxy may vote as the proxy considers appropriate.

## 6.11. MINUTES OF GENERAL MEETINGS

- a) 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.
- b) To ensure the accuracy of the minutes:
- (i) 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
  - (ii) 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 Local League that is a general meeting or annual general meeting, verifying their accuracy.
- c) If asked by a member of the Local League, the secretary must, within 28 days after the request is made:
- (i) Make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
  - (ii) Give the member copies of the minutes of the meeting.

- d) The Local League may require the member to pay the reasonable costs of providing copies of the minutes.

## **7 RULES AND BY-LAWS**

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### **7.1. BY-LAWS**

- a) The management committee may make, amend or repeal By-laws, consistent with these rules, for the internal management of the Local League.
- b) A By-law may be set aside by a vote of members at a general meeting of the Local League.

### **7.2. ALTERATION OF RULES**

- a) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- b) However, an amendment, repeal or addition is valid only if it is registered by the chief executive of the Queensland Government Office of Fair Trading.

### **7.3. COMMON SEAL**

- a) The management committee must ensure the Local League has a common seal.
- b) The common seal must be:
  - (i) Kept securely by the management committee; and
  - (ii) Used only under the authority of the management committee.
- c) Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by:
  - (i) The secretary; or
  - (ii) Another member of the management committee; or
  - (iii) Someone authorised by the management committee.

## **8 FINANCE**

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### **8.1. FUNDS AND ACCOUNTS**

- a) The funds of the Local League must be kept in an account in the name of the Local League in a financial institution decided by the management committee.
- b) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Local League.
- c) All amounts must be deposited in the financial institution account as soon as possible after receipt.

- d) A payment by the Local League of \$100 or more must be made by cheque or electronic funds transfer.
- e) Any cheque or electronic funds transfer must be signed or approved by any two of the following:
  - (i) The president;
  - (ii) The secretary;
  - (iii) The treasurer;
  - (iv) Any one of three other members of the Local League who have been authorised by the management committee to sign cheques issued or approve electronic funds transfers by the Local League.
- f) However, one of the persons who signs the cheque or approves the electronic funds transfer must be the president, the secretary or the treasurer.
- g) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed "not negotiable".
- h) A petty cash account may be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in any such account. The management committee may at its discretion utilise a debit card for the payment of such transactions.
- i) All expenditure must be approved or ratified at a management committee meeting.

## **8.2. GENERAL FINANCIAL MATTERS**

- a) On behalf of the management committee, the treasurer must, as soon as possible after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- b) The income and property of the Local League must be used solely in promoting the Local League's objects and exercising the Local League's powers and no portion shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the Local League.

## **8.3. DOCUMENTS**

- a) The management committee must ensure the safe custody of books, documents, instruments of title and securities of the Local League.

## **8.4. FINANCIAL YEAR**

- a) The end date of the Local League's financial year is 30 September in each year.

## **8.5. DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY**

- a) This rule applies if the Local League:
  - (i) Is wound-up under part 10 of the Act; and
  - (ii) Has surplus assets.
- b) The surplus assets must not be distributed among the members of the Local League;
- c) The surplus assets must be given to another entity:



- (i) Having objects similar to the Local League's objects; and
  - (ii) The rules of which prohibit the distribution of the entity's income and assets to its members.
- d) In this rule: **surplus assets** see section 92(3) of the Act.

## **9 MISCELLANEOUS**

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### **9.1. LOCAL LEAGUE JUDICIARY AND DISCIPLINARY TRIBUNAL**

- a) The Local League, with the approval of the Division, may establish a Local League Judiciary and a Local League Disciplinary Tribunal having jurisdiction over players' and/or members conduct pertaining to matches under the control of the Local League.
- b) The Local League Judiciary and the Local League Disciplinary Tribunal shall be constituted and conducted in accordance with Rule 5 of the Rules of the QRL insofar as they are applicable to the Local League and will be responsible for those disciplinary matters referred to in the said Rules of the QRL.
- c) A person dealt with by the Local League Judiciary or the Local League Disciplinary Tribunal pursuant to a Judiciary or Disciplinary Tribunal's exercise of such powers may appeal from such decision in accordance with the appeal provisions as set out in Rule 5 of the Rules of the QRL.

### **9.2. UNIFORMS**

- a) The Local League shall register its uniform and require all clubs within its jurisdiction to register their uniforms, with the secretary of the Division on or before 1 January each year.
- b) All uniforms registered must comply with such specifications as may be determined from time to time by the QRL. Further, all such uniforms must display the QRL logo on jerseys and shorts.
- c) The Division shall refuse to register the Local League's or club's uniforms if they do not comply with the Divisional Rules or directions of the QRL and are not distinctive.
- d) On registration the uniforms shall become the property of the Local League and/or clubs.
- e) Any referee may refuse to allow any player to take part in any match unless he or she is wearing the full registered uniform of the Local League or Club.

### **9.3. AFFILIATION**

- a) The Local League must sign and lodge with the QRL the QRL affiliation forms each year if the Local League desires the game of Rugby League to be played in the area of the Local League.