

# ICE SKATING QUEENSLAND INC.

## Rules

ASSOCIATIONS INCORPORATION ACT 1981  
ASSOCIATIONS INCORPORATION REGULATION 1999  
Amended 17 November 2010

### 1. NAME

- 1.1 The name of the incorporated association will be "Ice Skating Queensland Inc.", hereinafter referred to as "the Association"

### 2. DEFINITIONS AND INTERPRETATIONS

- 2.1 In these Rules unless the context otherwise requires:

"Act" means the *Associations Incorporation Act 1981 (QLD)* as amended, repealed or re-enacted from time to time.

- 2.2 "Advisory Committees" are committees appointed by the Council to recommend to the Council the implementation of appropriate action or policy for the attainment of the Association's objects.

"Affiliated Club" means a member of Ice Skating Queensland Inc. as an affiliated club.

"AGM" means Annual General Meeting.

"Council" means the management committee of the Association.

"Financial Year" means the year ending on 31 December.

"Figure Skating" means all disciplines of figure skating as governed by the International Skating Union and for these Rules exclude Speed Skating and ice Hockey.

"ISA" means Ice Skating Australia Incorporated.

"ISU" means International Skating Union.

"Member" means a member of Ice Skating Queensland Inc.

"Objects" means the Association's objects set out in Rule 3.2, and includes the Primary Object.

"Ordinary Resolution" means a resolution passed by a simple majority.

"Primary Object" means the Association's primary object as stated in Rule 3.1

"Rules" means these rules of the Association.

"Special Resolution" means a resolution passed by not less than 75% of those Members entitled under these Rules to vote and who are present at any meeting of which notice specifying the intention to propose the resolution as a Special Resolution was given in accordance with these Rules.

"Subcommittees" are committees appointed by the Council to help with the conduct of the Association's operations and the attainment of the Association's objects.

- 2.3 Headings are for convenience only and do not affect the interpretation of these Rules.

- 2.4 Words importing the singular include the plural and vice versa.

2.5 Words importing the gender include all genders.

### **3. OBJECTS**

3.1 The Primary Object of the Association is to encourage all branches of Figure Skating.

3.2 The Association is the peak body for the administration of Figure Skating activities in Queensland and in addition to its Primary Object, is established for the following Objects:

- (a) conduct championships, tests and competitions in all branches of Figure Skating;
- (b) affiliate and otherwise liaise with ISA or its successor;
- (c) conduct, encourage, advance, control and administer Figure Skating activities in and throughout Queensland;
- (d) provide for the conduct, encouragement, promotion and administration of Figure Skating activities through and by various Affiliated Clubs for the mutual and collective benefits of the Members;
- (e) act in good faith and loyalty to ensure the maintenance and enhancement of the Association and Figure Skating, its standards, quality and reputation for the collective and mutual benefit of the Members and Figure Skating;
- (f) at all times operate with and encourage mutual trust and confidence between the Association and the Members in pursuit of these Objects;
- (g) at all times to act on behalf of, in the interests of, and in conjunction, with the Members;
- (h) encourage the sporting success, strength and stability of the Association and the Affiliated Clubs and to act interdependently with each Affiliated Club in pursuit of these Objects;
- (i) ensure compliance with the Rules and by-laws as amended from time to time of ISA and ISU;
- (j) make Queensland the leader in Figure Skating;
- (k) apply the property and capacity of the Association towards the fulfilment and achievement of these Objects;
- (l) collect, distribute and publish information in connection with Figure Skating;
- (m) encourage and to the relevant extent, control state, national and international competitions and championships and the conduct of ISA tests;
- (n) strive for governmental and public recognition of the Association, the Affiliated Clubs and Figure Skating;
- (o) promulgate and secure uniformity in the Rules of the Affiliated Clubs as may be necessary or appropriate for the management and control of Figure Skating and related activities in Queensland;

- (p) through or in Association with Affiliated Clubs or other entities or of itself, encourage the health and safety of all individual Members;
- (q) encourage, preserve, foster and encourage good fellowship and friendship amongst Members;
- (r) formulate or adopt and implement appropriate policies, including in relation to Member protection, equal opportunity, health, safety, junior and senior programs and such other matters as arise from time to time as issues to be addressed in Figure Skating;
- (s) represent the interests of its Members and of Figure Skating generally in any appropriate forum.

#### **4. POWERS**

4.1 The Association has the powers of an individual.

4.2 The Association may for example:

- (a) enter into contracts;
- (b) acquire, hold, deal with and dispose of property;
- (c) make charges for services and facilities it supplies;
- (d) own and carry on the management and operation of ice skating rinks and associated services solely in furtherance of the Objects of the Association; and
- (e) do other things necessary or convenient to be done in carrying out its affairs.

4.3 The Association may also issue secured and unsecured notes, debentures and debenture stock for the Association.

#### **5. CLASSES OF MEMBERS**

5.1 The membership of the Association shall consist of any of the following classes of members:

- (a) Senior Members;
- (b) Junior Members;
- (c) Cadet Members;
- (d) Associate Members;
- (e) Social Members; and
- (f) Honorary Members.

5.2 The number of Members in each class shall be unlimited.

## **6. MEMBERSHIP**

- 6.1 Every applicant for membership of the Association shall be proposed by one current Senior Member of the Association and seconded by another current Senior Member of the Association.
- 6.2 An application for membership must be:
- (a) in writing;
  - (b) signed by the applicant and the applicant's proposer and seconder; and
  - (c) in the form decided by the Council.
- 6.3 All Members who actively participate in the sport by taking tests or by entering competitions shall be members of an Affiliated Club.
- 6.4 All applications for Association membership and renewals of such membership for those persons who are required to be members of an Affiliated Club in accordance with Rule 6.3 shall be submitted through the Members' respective clubs.
- 6.5 A club submitting a Member's application for new membership or membership renewal shall be deemed to be that Member's home club in the relevant branch of the sport for that membership year, unless the Association is informed in writing by both the former club and the new home club of any change.
- 6.6 A person is eligible to become a Senior Member of the Association if he/she is aged 18 years or over, and :
- (a) has passed the Preliminary Test of ISA or its equivalent as determined by ISA procedures for overseas skaters; or
  - (b) is the parent of a current Junior Member who has passed the Preliminary Test of ISA or its equivalent; or
  - (c) is a Senior Member of the Association as at the 17 day of November 2010.
- 6.7 A person is eligible to become a Junior Member of the Association if he/she is under the age of 18 years and has passed the Preliminary Test of ISA or its equivalent.
- 6.8 A person is eligible to become a Cadet Member of the Association if he/she is under the age of 18 years and has not passed the Preliminary Test of ISA or its equivalent.
- 6.9 A person is eligible to become an Associate Member of the Association if he/she is aged 18 years or over and :
- (a) is a candidate for the Preliminary Test of ISA ; or
  - (b) seeks to enter Association competitions or championships which do not require a test entry qualification.
- 6.10 A person is eligible to become a Social Member of the Association if he/she is aged 18 years or over and is not eligible to become a Senior Member or Associate Member but supports the Primary Object of the Association.

- 6.11 Honorary Members are those members granted that status by the Council and whom the Council especially desires to honour for valuable service rendered to the Association or in the encouragement of Figure Skating.

## **7. MEMBERSHIP FEES**

- 7.1 The membership fee for each class of membership:
- (a) is the amount decided by the Council from time to time; and
  - (b) is payable when, and in the way, the Council decides.

## **8. ADMISSION AND REJECTION OF MEMBERS**

- 8.1 The Council must consider an application for membership at the next Council meeting held after it receives:
- (a) the application for membership;
  - (b) the appropriate membership fee for the application; and
  - (c) for Junior and Cadet membership applications, proof of age (such as a birth certificate or passport) or an ISA proof of age number.
- 8.2 The Council must ensure that, prior to or as soon as possible after the person applies to become a Member of the Association, and before the Council considers the persons 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 insurance.
- 8.3 The Council must decide at the meeting whether to accept or reject the application.
- 8.4 In making the decision in Rule 8.3, the Council must determine whether the proposed Member is eligible under these Rules for the membership class for which she/he is applying for.
- 8.5 The Council may reject the application for membership if the Council has evidence that the proposed Member conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Association.
- 8.6 If the majority of the Council 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.
- 8.7 The secretary of the Association must, as soon as practicable after the Council decides to accept or reject an application, give the applicant a written notice of the decision, and if rejected, reason/s for rejection.

## **9. WHEN MEMBERSHIP ENDS**

- 9.1 A Member may resign from the Association by giving a written notice of resignation to the secretary.
- 9.2 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.
- 9.3 The Council may terminate a Member's membership, if the member:
- (a) is convicted of an indictable offence;
  - (b) does not comply with the provisions of these Rules;
  - (c) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Association.
- 9.4 Before the Council terminates a Member's membership, the Council must give the Member a full and fair opportunity to show why the membership should not be terminated.
- 9.5 If, after considering all representations made by the Member, the Council decides to terminate the membership, the secretary of the Council must give the Member a written notice of the decision.
- 9.6 Any Member who has not paid her/his membership fees within 2 months of the end of the Financial Year will have all rights under these Rules immediately terminated except for any right of Appeal under Rule 10.

## **10. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP**

- 10.1 A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.
- 10.2 A notice of intention to appeal must be given to the secretary within one month after the person receives written notice of the decision.
- 10.3 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.

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

- 11.1 The general meeting to decide an appeal must be held within three months after the secretary receives the notice of intention to appeal.
- 11.2 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.
- 11.3 Also, the Council and the members of the Council 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.
- 11.4 An appeal must be decided by a majority of the Members present and eligible to vote at the meeting.
- 11.5 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.

- 11.6 Council is not required to consider any subsequent application for membership from a person who fails to appeal against the decision to reject membership or who unsuccessfully appeals the decision.

## **12. REGISTER OF MEMBERS**

- 12.1 The Council must keep a register of Members of the Association.
- 12.2 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 date of resignation of the Member;
  - (e) details about the termination or reinstatement of membership;
  - (f) any other particulars the Council or the Members at a general meeting decide.
- 12.3 The register must be open for inspection by Members of the Association at all reasonable times.
- 12.4 A Member must contact the secretary to arrange an inspection of the register.
- 12.5 The Council 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 Council has reasonable grounds for believing the disclosure of the information would put the Member at risk of harm.

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

- 13.1 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.
- 13.2 Rule 13.1 does not apply if the use or disclosure of the information is approved by the Association.

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

- 14.1 The secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is:
- (a) a Senior Member of the Association elected by the Association as secretary; or
  - (b) any of the following persons appointed by the Council as secretary:

- (i) a member of the Association's Council;
- (ii) another Senior Member of the Association;
- (iii) another person.

14.2 If a vacancy happens in the office of secretary, the members of the Council must ensure a secretary is appointed or elected for the Association within 1 month after the vacancy happens.

14.3 If the Council appoints a person mentioned in Rule 14.1(b)(ii) as secretary, the person does not become a member of the Council.

14.4 If the Council appoints a person mentioned in Rule 14.1(b)(iii) as secretary, the person does not become a member of the Council.

14.5 The Council may at any time remove a person appointed by the Council as the secretary under this Rule.

## **15. FUNCTIONS OF SECRETARY**

15.1 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, with the approval of the president of the Association;
- (b) keeping minutes of each meeting;
- (c) keeping copies of all correspondence and other documents relating to the Association; and
- (d) maintaining the register of Members of the Association.

## **16. MEMBERSHIP OF COUNCIL**

16.1 The Council of the Association consists of a president, treasurer and three to six other Senior Members (known as 'Councillors') of the Association who Senior Members elect at a general meeting.

16.2 A member of the Council, other than a secretary appointed by the Council under Rule 14.1(b)(iii), must be a Senior Member of the Association.

## **17. ELECTING THE COUNCIL**

17.1 Once elected at an AGM, a member of the Council shall hold office for two years subject to Rules 17.2 and 17.4.

17.2 At the next AGM of the Association after the adoption of these Rules, half the members of the Council, namely the president and three Councillors, must retire from office, but shall be eligible upon nomination for re-election. The remaining members of the Council, shall continue in office and retire from office at the following AGM, but shall be eligible upon nomination for re-election. Each half of the Council shall continue to retire in an alternate manner at subsequent AGM's, but shall be eligible upon nomination for re-election.



- 17.3 The term of all Council members shall continue until the end of the AGM in the year in which their term expires.
- 17.4 On adoption of these Rules, the initial term of office shall be until the next AGM for the president and the three Councillors with the fewest number of votes at the previous AGM.
- 17.5 The pattern of 2 year terms of Council members with a specific half retiring at each subsequent AGM shall continue, regardless of interim vacancies, retirements and re-elections at special general meetings. For example, a member elected to Council by special general meeting would retire at the AGM when that Council position was next due to retire.
- 17.6 A person may be a candidate for a Council position only if the person:
- (a) is a Senior Member of the Association; and
  - (b) is not ineligible to be elected as a member under section 61A of the Act.
- 17.7 The Council must ensure that, before a candidate is elected as a member of the Council, 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.
- 17.8 Nominations for all Council positions, shall be as follows:
- (a) any 2 Senior Members of the Association may nominate another Senior Member (the ***candidate***) to serve as a member of the Council;
  - (b) the nomination must be:
    - (i) in writing;
    - (ii) on the form prescribed by Council;
    - (iii) signed by the candidate and the Senior Members who nominated him or her; and
    - (iv) given to the secretary at least 14 days before the AGM at which the election is to be held,
- 17.9 For at least 7 days immediately preceding the AGM, 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 all ice rinks within the jurisdiction of the Association and on the official Association website.
- 17.10 If, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- 17.11 In any year in which the president of the Association is not up for election the president provided he or she is present at the AGM shall chair the meeting during the election of council. The president remains entitled to vote in the election.

- 17.12 Should the president be up for election or not present at the AGM the chair of the meeting during the election shall be a Senior Member present at the meeting elected by a majority of Members present. The Chairperson so elected is entitled to vote in the election.
- 17.13 If the number of nominations exceeds the number of vacancies to be filled, balloting lists must be prepared containing the names of the candidates in alphabetical order and a secret ballot shall be taken;
- (a) each Senior Member of the Association present and eligible to vote at the AGM may vote for 1 candidate for each vacant position of President, Treasurer and Secretary (if the Secretary is not to be appointed by the Council under Rule 14.1 (b)); and
  - (b) each Senior Member of the Association present and eligible to vote at the AGM may vote for a maximum of 1 candidate for each vacant position as Councillor.
  - (c) The chairperson shall appoint no less than 2 Senior Members to conduct the secret ballot in the way the chairperson decides.
  - (d) The result of the secret ballot as declared by the chairperson shall determine the election of council
- 17.14 In the event that the election for any position on council results in a tied vote, a second ballot shall be immediately conducted for the position for which the vote was tied.
- 17.15 If following the second ballot the vote is still tied, the chairperson shall determine the outcome of the vote by chance.

## **18. RESIGNATION, REMOVAL OR VACATION OF OFFICE OF COUNCIL MEMBER**

- 18.1 A member of the Council may resign from the Council by giving written notice of resignation to the secretary.
- 18.2 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.
- 18.3 A Member may be removed from office at a general meeting of the Association if a majority of the Members present and eligible to vote at the meeting vote in favour of removing the Member.
- 18.4 Before a vote of Members is taken about removing the Member from office, the Member must be given a full and fair opportunity to show cause, why he or she should not be removed from office.
- 18.5 A Member has no right of appeal against the Member's removal from office under this Rule.
- 18.6 A Member immediately vacates the office in the circumstances mentioned in section 64(2) of the Act.

## **19. VACANCIES ON COUNCIL**

- 19.1 The continuing members of the Council may act despite a casual vacancy on the Council.
- 19.2 If a casual vacancy happens on the Council, the continuing members of the Council must ensure the vacancy is filled within 6 weeks after the vacancy happens.
- 19.3 To fill the casual vacancy, the Council will direct the secretary to call a general meeting to fill the vacancy on the Council.
- 19.4 The procedure for filling the casual vacancy will occur in accordance with Rule 17.
- 19.5 However, if the number of Councillors is less than the number fixed under Rule 22.1 as a quorum of the Council, the continuing members may act only to call a general meeting of the Association.
- 19.6 In this Rule – ***casual vacancy***, on the Council, means a vacancy that happens when an elected member of the Council resigns, dies or otherwise stops holding office.

## **20. FUNCTIONS OF THE COUNCIL**

- 20.1 Subject to these Rules or a resolution of the Senior Members of the Association carried at a general meeting, the Council has the general control and management of the administration of the affairs, property and funds of the Association.
- 20.2 The Council has authority to interpret the meaning of the 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.
- 20.3 The Council may exercise the powers of the Association for the furtherance of the Objects, including, but not limited to:
  - (a) borrow, raise or secure the payment of amounts in a way the members of the Council decide;
  - (b) 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 Association's property, both present and future;
  - (c) purchase, redeem or pay off any securities issued;
  - (d) borrow amounts from Members and pay interest on the amounts borrowed;
  - (e) mortgage or charge the whole or part of its property;
  - (f) issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association;
  - (g) provide and pay off any securities issued; and
  - (h) invest in a way the members of the Council may from time to time decide.

- 20.4 For Rule 20.3(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 institutions for the Association; or
  - (b) if there is more than one financial institution for the Association, the financial institution nominated by the Council.

## **21. MEETINGS OF COUNCIL**

- 21.1 Subject to this Rule, the Council may meet and conduct its proceedings as it considers appropriate.
- 21.2 The Council must meet at least once every 2 months to exercise its functions, and where practicable monthly.
- 21.3 The Council must decide how a meeting is to be called.
- 21.4 Notice of a meeting is to be given in the way decided by the Council.
- 21.5 The Council may hold meetings, or permit a council member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- 21.6 A council member who participates in the meeting as mentioned in Rule 21.5 is taken to be present at the meeting.
- 21.7 A question arising at a Council meeting is to be decided by a majority vote of Members of the Council present at the meeting and, if the votes are equal, the question is decided in the negative.
- 21.8 A member of the Council 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.
- 21.9 The president is to preside as chairperson at a Council meeting.
- 21.10 If there is no president or if the president is not present within 10 minutes after the time fixed for a Council meeting, the members may choose one of their number to preside as chairperson at the meeting.

## **22. QUORUM FOR, AND ADJOURNMENT OF COUNCIL MEETINGS**

- 22.1 At a Council meeting, more than 50% of the Members elected to the Council as at the close of the last general meeting of the Members form a quorum.
- 22.2 If there is no quorum within 30 minutes after the time fixed for a Council meeting called on the request of members of the Council, the meeting lapses.
- 22.3 If there is no quorum within 30 minutes after the time fixed for a Council meeting called other than on the request of the members of the Council, or in the event a failure in communications prevents Rule 21.5 from being satisfied by a quorum of Council members and the issue is not resolved within 15 minutes from the interruption of the meeting then:
- (a) the meeting is to be adjourned for at least 1 day; and

- (b) the members of the Council who are present are to decide the day, time and place of the adjourned meeting.
- 22.4 If the meeting is adjourned in accordance with Rule 22.3, the secretary must notify all Council members within 12 hours of the adjournment.
- 22.5 If, at an adjourned meeting mentioned in Rule 22.3 there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

### **23. SPECIAL MEETING OF COUNCIL**

- 23.1 If the secretary receives a written request signed by at least 33% of the members of the Council, the secretary must call a special meeting of the Council by giving each member of the Council notice of the meeting within 2 days after the secretary receives the request.
- 23.2 If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- 23.3 A request for a special meeting must state:
- (a) why the special meeting is called; and
  - (b) the business to be conducted at the meeting.
- 23.4 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.
- 23.5 A special meeting of the Council must be held within 5 days after notice of the meeting is given to the members of the Council.

### **24. MINUTES OF COUNCIL MEETINGS**

- 24.1 The secretary must ensure full and accurate minutes of all material questions, matters, resolutions and other proceedings of each Council meeting are entered in a minute book or recorded electronically.
- 24.2 To ensure the accuracy of the minutes, the minutes of each Council meeting must be:
- (a) approved by the Council at the next meeting; and
  - (b) the minutes of each Council meeting must be signed by the chairperson of the meeting, or the chairperson of the next Council meeting, verifying their accuracy.

### **25. COMMITTEES**

- 25.1 The Council may appoint Subcommittees consisting of Members of the Association considered appropriate by the Council.
- 25.2 The Council may appoint Advisory Committees consisting of Members of the Association considered appropriate by the Council.

- 25.3 A member of a Subcommittee and/or Advisory Committee who is not a member of the Council is not entitled to vote at a Council meeting.
- 25.4 A Subcommittee and/or Advisory Committee may elect a chairperson of its meetings.
- 25.5 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.
- 25.6 A Subcommittee and/or Advisory Committee may meet and adjourn as it considers appropriate.
- 25.7 A question arising at a Subcommittee meeting and/or Advisory Committee meeting is to be decided by a majority vote of the Members present at the meeting and, if the votes are equal, the question is decided in the negative.

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

- 26.1 An act performed by the Council, a Subcommittee or a person acting as a member of the Council is taken to have been validly performed.
- 26.2 Rule 26.1 applies even if the act was performed when:
- (a) there was a defect in the appointment of a member of the Council, Subcommittee, Advisory Coordinator, Advisory Committee member or person acting as a member of the Council; or
  - (b) a Council member, Subcommittee member, Advisory Coordinator, Advisory Committee member or person acting as a member of the Council was disqualified from being a member.

## **27. RESOLUTIONS OF COUNCIL WITHOUT MEETING**

- 27.1 A written resolution signed by a majority of members of the Council, which has been sent to all members of the Council, is as valid and effectual as if it had been passed at a Council meeting that was properly called and held.
- 27.2 A resolution mentioned in Rule 27.1 may consist of several documents in like form, each signed by 1 or more members of the Council.

## **28. ANNUAL GENERAL MEETINGS**

- 28.1 The AGM of the Association 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.

## **29. BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING**

- 29.1 The following business must be conducted at each AGM of the Association:
- (a) tabling of the minutes from general meetings held during the previous year;
  - (b) receiving the Association's financial statement, and audit report, for the last reportable financial year;

- (c) presenting the financial statement and audit report to the meeting for adoption;
- (d) electing members of the Council;
- (e) appointing an auditor for the present financial year;

### **30. NOTICE OF GENERAL MEETING**

- 30.1 The secretary may call a general meeting of the Association, upon a resolution by Council.
- 30.2 The secretary must give at least 21 days written notice of the meeting to each eligible voting Member of the Association.
- 30.3 If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
- 30.4 Written notice of a general meeting must be sent to all eligible voting Members.
- 30.5 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 Council'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.
- 30.6 A notice of a general meeting must state the business to be conducted at the meeting.

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

- 31.1 The quorum for a general meeting is at least double the number of Members elected or appointed to the Council at the close of the Association's last general meeting plus one.
- 31.2 However, if all Members of the Association are members of the Council, the quorum is the total number of Members less one.
- 31.3 No business may be conducted at a general meeting unless there is a quorum of Members when the meeting proceeds to business.
- 31.4 If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the Council or the Association, the meeting lapses.
- 31.5 If there is no quorum within 30 minutes after the time fixed for a general meeting called other than on the request of members of the Council or the Association:
  - (a) the meeting is to be adjourned for at least 7 days; and
  - (b) the Council is to decide the day, time and place of the adjourned meeting.

- 31.6 The chairperson:
- (a) may, with the consent of any meeting at which there is a quorum; and
  - (b) must if directed by the meeting,  
adjourn the meeting from time to time and from place to place.
- 31.7 If a meeting is adjourned under Rule 31.6, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- 31.8 The secretary must give the Members notice of an adjournment within 2 days of the adjournment.
- 31.9 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.

## **32. PROCEDURE AT GENERAL MEETING**

- 32.1 A Senior Member may take part and vote in a general meeting including an AGM only by the Member attending in person.
- 32.2 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 the president is unwilling to act or continue 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.

## **33. VOTING AT GENERAL MEETING**

- 33.1 At a general meeting, each question, matter or resolution, other than a Special Resolution, must be decided by a majority of votes of the Members present.
- 33.2 Senior Members and no others, subject to these Rules, are entitled to attend and vote.
- 33.3 Each Member present and eligible to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- 33.4 A Member is not entitled to vote at a general meeting if the Member's annual subscription is in arrears at the date of the meeting.
- 33.5 The method of voting is to be decided by the Council.
- 33.6 However, if at least one Member present demands a secret ballot, voting must be by secret ballot.
- 33.7 If a secret ballot is held, the chairperson must appoint 2 Members to conduct the secret ballot in the way the chairperson decides.



33.8 The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

#### **34. SPECIAL GENERAL MEETING**

34.1 The secretary must call a special general meeting by giving each voting Member of the Association notice of the meeting within 14 days after:

- (a) being directed to call the meeting by the Council; or
- (b) being given a written request signed by:
  - (i) at least 33% of the number of members of the Council when the request is signed; or
  - (ii) at least the number of Senior Members of the Association equal to double the number of Members of the Association on the Council when the request is signed plus 1; or
- (c) being given a written notice of an intention to appeal against the decision of the Council:
  - (i) to reject an application for membership; or
  - (ii) to terminate a person's membership.

34.2 A request mentioned in Rule 34.1(b) must state:

- (a) why the special general meeting is being called; and
- (b) the business to be conducted at the meeting.

34.3 A special general meeting must be held within 3 months after the secretary:

- (a) is directed to call the meeting by the Council; or
- (b) is given the written request mentioned in Rule 34.1(b); or
- (c) is given the written notice of an intention to appeal mentioned in Rule 34.1(c).

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

#### **35. MINUTES OF GENERAL MEETINGS**

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

35.2 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 AGM 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 AGM, verifying their accuracy.
- 35.3 If asked by a Member of the Association, the secretary must, within 28 days after the request is made:
- (a) make the minute book or electronic record for a particular general meeting available for inspection by the Member at a mutually agreed time and place; and/or
  - (b) give the Member copies of the minutes of the meeting.
- 35.4 The Association may require the Member to pay the reasonable costs of providing copies of the minutes.

### **36. PROXY OR OTHER VOTING**

- 36.1 Members are not entitled to vote at any meeting of the Association by proxy, attorney or by using technology.

### **37. SECTION 47(1) OF THE ACT**

- 37.1 Section 47(1) of the Act does not apply to the Association.

### **38. BY-LAWS**

- 38.1 The Council may make, amend or repeal by-laws, consistent with these Rules, for the internal management of the Association.
- 38.2 A by-law may be set aside by a vote of Members at a general meeting of the Association.

### **39. ALTERATION OF RULES**

- 39.1 Subject to the Act, these Rules may be amended, repealed or added to by a Special Resolution carried at a general meeting.
- 39.2 However an amendment, repeal or addition is valid only if it is registered by the chief executive.

### **40. COMMON SEAL**

- 40.1 The Council must ensure the Association has a common seal.
- 40.2 The common seal must be:
- (a) kept securely by the secretary; and
  - (b) used only under the authority of the Council.
- 40.3 Each instrument to which the seal is attached must be signed by a member of the Council and countersigned by:
- (a) the secretary; or

- (b) another member of the Council; or
- (c) someone authorised by the Council.

#### **41. FUNDS AND ACCOUNTS**

- 41.1 The funds of the Association must be kept in bank accounts in the name of the Association, in financial institutions decided by the Council.
- 41.2 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.
- 41.3 All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 41.4 A payment by the Association of \$100 or more must be made by cheque or electronic funds transfer.
- 41.5 If a payment of \$100 or more is made by cheque or EFT, the cheque must be signed or the EFT transaction must be authorised by any 2 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 Council to sign cheques issued by the Association.
- 41.6 However, one of the persons who signs the cheque or authorises an EFT transaction must be the president, the secretary or the treasurer.
- 41.7 Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- 41.8 A petty cash account must be kept on the imprest system, and the Council must decide the amount of petty cash to be kept in the account.
- 41.9 All expenditure must be approved or ratified at a Council meeting.

#### **42. GENERAL FINANCIAL MATTERS**

- 42.1 On behalf of the Council, 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.
- 42.2 The income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers.

#### **43. DOCUMENTS**

- 43.1 The Council must ensure the safe custody of books, documents, instruments of title and securities of the Association.

#### **44. FINANCIAL YEAR**

44.1 The end date of the Association's Financial Year is 31 December in each year.

#### **45. DISTRIBUTION OF SURPLUS ASSETS**

45.1 This Rule applies if the Association—

- (a) is wound-up under part 10 of the Act; and
- (b) has surplus assets.

45.2 The surplus assets must not be distributed among the Members of the Association.

45.3 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.

45.4 In this Rule - surplus assets see section 92(3) of the Act.

#### **46. AFFILIATED CLUBS**

46.1 Any club or Association formed for the promotion of Figure Skating whether or not as the sole object of such club or Association may be constituted an Affiliated Club.

46.2 Nominations for consideration as an Affiliated Club must include a copy of their Rules.

46.3 Only Associations incorporated under the Act will be considered for affiliation.

46.4 Every Affiliated Club shall determine its own Rules and governance, but if there is any alteration in the Rules of the Affiliated Club, these must be forwarded to the secretary.

46.5 Each year the Council will determine the annual subscription fee for Affiliated Clubs.

- (a) The affiliation fees will be due by 1 January each year.
- (b) If payment is not received by the due date, the members of the Affiliated Club will lose all privileges enjoyed by the Affiliated Club until such time as payment is received.

46.6 Every Affiliated Club shall be entitled to appoint from among its own members 1 representative to attend the AGM of the Association as a non-voting observer.

46.7 The Affiliated Clubs shall be entitled to appoint one liaising representative to attend Council meetings as a non-voting observer.

- (a) The secretary of the Association must be informed of the name of the representative prior to attendance at the first meeting.
- (b) Prior to the representative attending the meeting, the Council must accept the representative from the Affiliated Club.

- 46.8 No Affiliated Club shall accept as a member any person who is in default with or indebted to any other Affiliated Club or to the Association.
- 46.9 The Council shall have the power, if it considers it desirable in the interests of the Association, to declare that any club or Association being an Affiliated Club shall cease to be an Affiliated Club as from a nominated date after giving such club or Association an opportunity of being heard before the Council by representatives of such club or Association.