

CONSTITUTION

SUNSHINE COAST TABLE TENNIS CLUB INC.

1. NAME

The name of the incorporated club is **Sunshine Coast Table Tennis Club Inc.** (*the Club*).

2. OBJECTS

The objects of the Club are:

- 2.1 As determined by the members, seek affiliation with the Body controlling Table Tennis.
- 2.2 To conduct table tennis competitions at Team, Social and Club levels
- 2.3 To assist members to improve their table tennis skills through coaching and advice.
- 2.4 To encourage wider interest in table tennis mainly in the Sunshine Coast area.
- 2.5 To carry out all such actions as may be deemed necessary to achieve any or all of the above objectives.

3. POWERS

- 3.1 The Club has the powers of an individual.
- 3.2 The Club may –
 - (a) enter into contracts.
 - (b) acquire, hold, deal with and dispose of property.
 - (c) make charges for services and facilities it supplies.
 - (d) do other things necessary or convenient to be done in carrying out its affairs
- 3.3 The Club may also issue secured and unsecured notes, debentures and debenture stock for the Club.

4. CLASSES OF MEMBER

- 4.1 The membership of the Club shall consist of ordinary members and life members.
- 4.2 Admission as an ordinary member shall be approved by the Executive of the Management Committee upon the payment of the annual membership fee that is set by the Management Committee.
- 4.3 The Management Committee may determine differential classes of ordinary membership from time to time for the purpose of setting fees which reflect the ability of ordinary members to pay. Such classes may include students, senior, or other groups as determined by the committee.
- 4.4 The number of ordinary members shall be unlimited.
- 4.5 Any member under the age of 18 years shall not have a vote at any level of the Club.
- 4.6 Designation as a life member shall occur in the following manner:
 - (a) Nomination for life membership shall be made by the management committee
 - (b) To be eligible for nomination, a member must have been active in the interests of the Club and made a significant contribution in the interests of the Club for a total period of at least 10 years
 - (c) The nomination must initially be approved by at least 75% of the Club membership at an Annual General Meeting
 - (d) Not more than one (1) life member shall be appointed in any one year. If more than one nomination is received by the Management Committee, the final nominee is to be determined by secret ballot within the Management Committee.

5. MEMBERSHIP FEES

- 5.1 The membership fees for each class of membership shall be determined by the Management Committee. This amount will consist of the sum of Table Tennis Queensland affiliation fees and those fees relevant to the Club itself.
- 5.2 The membership fees for each class of membership shall be payable at such time and in such manner as determined by the Management Committee from time to time.
- 5.3 Life members will not be required to pay membership fees.

6. PLAYING FEES

- 6.1 In addition to annual membership fees, the Club may levy playing fees. Such playing fees may be applied to members (and visitors) in relation to social play and all levels of competition.
- 6.2 The Club may set differential playing fees for social play in the same manner as it determines membership fees. Playing fees for competitions will be set in a similar manner as for social play.

7. ADMISSION AND REJECTION OF MEMBERS

- 7.1 After the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Executive of the Management Committee who shall thereupon determine upon the admission or rejection of the applicant.
- 7.2 Upon rejection of an application for any class of membership the secretary shall forthwith give the applicant notice of such rejection.

8. TERMINATION OF MEMBERSHIP

- 8.1 A member may resign from the Club any time by giving notice in writing to the secretary. Such resignation will take effect at the time the notice is received by the secretary unless a later date is specified in the notice when it will take effect on that later date.
- 8.2 The Management Committee may consider whether a membership will be terminated under the following conditions:
 - If a member:
 - (a) is convicted of an indictable offence
 - (b) fails to comply with any of the provisions of the Club rules
 - (c) has membership fees in arrears for a period of two (2) months or more
 - (d) conducts him/herself in a manner deemed to be injurious or prejudicial to the character, reputation, or interests of the Club
- 8.3 The member concerned shall be given a full and fair opportunity to present their case to the Management Committee. Should the Management Committee resolve to terminate the membership, it will instruct the secretary to advise the member in writing.

9. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- 9.1 A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving written notification thereof lodge with the secretary written notice of his/her intention to appeal against the decision of the Management Committee.
- 9.2 Upon receipt of a notification of intention to appeal against a rejection or termination of membership, the secretary shall convene, within three (3) months of the date of receipt of the notice, a General Meeting to determine the appeal. At such meeting, both the applicant and the Management Committee shall be given the opportunity to fully present their cases to the membership. The outcome will be determined by a majority vote of **all** members present at the meeting.

10. REGISTER OF MEMBERS

- 10.1 The Management Committee shall cause a register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Club and dates of their admission.
- 10.2 Particulars shall also be entered into the register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Management Committee or the members at any general meeting may require from time to time.
- 10.3 The register shall be open for inspection at all reasonable times by any member who previously applies to the secretary for such inspection.

11. MEMBERSHIP OF MANAGEMENT COMMITTEE

- 11.1 The Management Committee shall consist of no fewer than seven (7) or more than twelve (12) members, each of whom must be current financial members of the Club. The committee will consist of executive members and ordinary members. An executive member may hold up to two (2) executive positions.
- 11.2 The Executive members shall consist of a President, Vice-President, Secretary and Treasurer. All executive positions must be filled for a functional committee to exist. The maximum number of ordinary members shall be eight (8).
- 11.3 For meeting purposes, a quorum consists of half the members of the committee plus one.
- 11.4 Membership of the Management Committee shall be determined on an annual basis by the Club membership at an Annual General Meeting. Current members of the Management Committee shall preside over the Annual General Meeting to its completion. All current members of the Management Committee shall be eligible for re-election upon nomination.
- 11.5 The election of officers and other members of the Management Committee shall take place in the following manner -
 - (a) Any member of the Club may nominate any other member to serve as an officer or ordinary member of the Management Committee providing the nominee is a member and the

nomination is seconded by another member. A member may be nominated for more than one single position on the Management Committee.

- (b) The current Management Committee shall call for nominations for Management Committee positions at least 42 days (6 weeks) prior to the scheduled Annual General Meeting. The nominations shall be in writing on the appropriate form provided and must be signed by the proposer, seconder and member. The form must be lodged with the secretary at least fourteen (14) days before the Annual General Meeting at which the election is to take place.
- (c) Voting papers shall be prepared and distributed to all members with the notice of the Annual General Meeting to enable members who may not attend the meeting in person to cast a vote. Such voting papers will contain the positions to be filled and names of the people nominated for each position. If more than one nomination occurs for any single position, the names of those nominated shall be listed in alphabetical order.
- (d) In the event of only one nomination being received at the close of nominations for any single position to be filled on the Management Committee, the nominated person is duly elected to that position. Should no nominations be received for any single position by the close of nominations, nominations for that position will be called for from the floor at the Annual General Meeting.
- (e) Voting for Management Committee members shall be by open ballot at the Annual General Meeting. Club members may exercise only one vote for each position to be voted on. Should a member have already exercised an absentee vote, they may not exercise a vote from the floor of the meeting.
- (f) Proxy votes can not be exercised for member positions of the Management Committee.

12. RESIGNATION FROM THE MANAGEMENT COMMITTEE

Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the secretary. Such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date or such member may be removed from the office at a General Meeting of the Club where that member shall be given the opportunity to fully present his/her case. The question of removal shall be determined by the vote of the members present at such a General Meeting. The member will have no right of appeal against the members' decision.

13. VACANCIES ON MANAGEMENT COMMITTEE

- 13.1 The Management Committee shall have power at any time to appoint any member of the club to fill any casual vacancy on the Management Committee until the next Annual General Meeting.
- 13.2 The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.
- 13.3 However, if the number of committee members is less than seven (7) the continuing members may act only to –
 - (a) increase the number of Management Committee members to the number required for a quorum; or
 - (b) call a General Meeting of the Club.

14. FUNCTIONS OF THE MANAGEMENT COMMITTEE

- 14.1 Except as otherwise provided by these rules and subject to resolutions of the members of the Club carried at any general meeting the Management Committee –
 - (a) shall have the general control and management of the administration of the affairs, property and funds of the Club.
 - (b) Shall have authority to interpret the meaning of these rules and any matter relating to the Club on which these rules are silent.
- 14.2 The Management Committee may exercise all the powers of the Club –
 - (a) to borrow or raise or secure the payment of money in such manner as the members of the Club may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Club in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Club's property, both present or future, and to purchase, redeem or pay off any such securities.
 - (b) to borrow money from members at a rate of interest charged by the financial institution for the Club, whether the term on the loan be short or long, and to mortgage or charge its property or

- any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Club, and to provide and pay off any such securities.
- (c) To invest in such manner as the members of the Club may from time to time determine.

15. MEETINGS OF MANAGEMENT COMMITTEE

- 15.1 The secretary usually calls a Management Committee meeting and the committee may meet as frequently as it needs. The Management Committee shall meet at least once every three (3) calendar months.
- 15.2 A special meeting of the Management Committee shall be convened by the secretary on the requisition in writing signed by not less than one-third of the members of the Management Committee, which requisition shall clearly state the reason why such special meeting is being convened and nature of the business to be transacted thereat.
- 15.3 At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee as at the close of the last general meeting of the members, shall constitute a quorum.
- 15.4 Subject as previously provided in the rule, the Management Committee may meet together and regulate its proceedings as it thinks fit, provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
- 15.5 A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Club in which he/she is interested, or any matter arising thereout, and if he/she does so vote his/her vote shall not be counted.
- 15.6 Not less than fourteen days notice shall be given by the secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of business to be discussed thereat.
- 15.7 The President shall preside as Chairman at every meeting of the Management Committee, or if there is no President, or if at any meeting he is not present within ten (10) minutes after the time appointed for holding the meeting, the Vice-President shall be Chairman or if the Vice-President is not present at the meeting then the members may choose one of their number to be Chairman of the meeting.
- 15.8 If within half an hour from the time appointed for the commencement of the Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse, and reconvene at a time and a place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the meeting shall lapse.
- 15.9 The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the Club as the Management Committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee.
- 15.10 A sub-committee may elect a Chairman of its meetings. If no such Chairman is elected, or if at any meeting the Chairman is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their number to be Chairman of the meeting.
- 15.11 A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
- 15.12 All acts done by any meeting of the Management Committee or of a sub-committee or by any persons acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there are some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.
- 15.13 A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if had been passed at the meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

16. ANNUAL GENERAL OR GENERAL MEETINGS

- 16.1 The Annual General Meeting shall be held within three months of the close of the financial year. The business to be transacted at every Annual General Meeting shall be –
- (a) receive and consider the Minutes of the previous Annual General Meeting

- (b) the receiving of the Management Committee reports and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Club for the preceding financial year
 - (c) the receiving of the auditor's report upon the books and accounts for the preceding financial year
 - (d) the election of members of the Management Committee
 - (e) the appointment of an auditor
 - (f) the appointment of life members of the Club
 - (g) general business
- 16.2 The secretary shall convene a Special General Meeting -
- (a) when directed to do so by the Management Committee
 - (b) on the requisition in writing signed by not less than one-third of members presently on the Management Committee or not less than the number of ordinary members of the Club which equals double the number of members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such Special General Meeting is being convened and nature of the business to be transacted thereat.
 - (c) on being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person.
- 16.3 At any General Meeting the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.
No business shall be transacted at any General Meeting unless a quorum of members is present. For this purpose "member" includes a person attending as a proxy.
If within half an hour from the time appointed for the commencement of a General Meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or the Club, shall lapse. In any other case it will stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine; and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum. The Chair may, with the consent of any meeting, at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
- 16.4 The secretary shall convene all General Meetings of the Club by giving not less than fourteen (14) days notice of any such meeting to the members of the Club.
The manner by which such notice shall be given shall be determined by the Management Committee provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his/her membership by the Management Committee, shall be given in writing. Notice of a General Meeting shall clearly state the nature of the business to be discussed.
- 16.5 At every General Meeting –
- (a) the President shall preside as Chair, or if there is no President, or if he/she is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice President will preside or if he is not present or unwilling to do so the members present shall elect one of their number to be Chair of the meeting.
 - (b) the Chair shall maintain order and conduct the meeting in a proper and orderly manner.
 - (c) every question, matter of resolution shall be decided by a majority of the votes of the members present, including votes by proxy or attorney. Proxies shall not be permitted when dealing with rights and privileges of members.
 - (d) every member present shall be entitled to one vote and in the case of an equality of votes the Chair shall have a second or casting vote provided that no member shall be entitled to vote at any General Meeting if his annual subscription is more than two (2) months in arrears at the date of the meeting.
 - (e) voting shall be by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which case there shall be a secret ballot. The Chair shall appoint two members to conduct the secret ballot in such manner as he shall determine and

the result of the ballot as declared by the Chair shall be deemed to be the resolution of the meeting at which the ballot was demanded.

- (f) a member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote.

16.7 The instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointor or of his attorney duly authorised in writing. A proxy may but need not be a member of the Club. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot; the proxy, attorney, or other duly authorised representative shall hold not more than two (2) proxy votes.

16.6 Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit.

Sunshine Coast Table Tennis Club Inc

APPOINTMENT OF PROXY FORM

I,..... , being a paid up member of the above named Club, appoint

..... , as my proxy for the general meeting to be held on

..... (day), (date), or at any adjournment of this meeting.

Member's signature

Proxy holder's signature

.....

.....

16.7 The secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting, General Meeting and Annual General Meeting to be filed and to be open for inspection at all reasonable times by any financial member who previously applied to the secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting, General Meeting and Annual General Meeting shall be signed by the Chairman at the next meeting or the Chairman of the next succeeding meeting.

17. BY-LAWS

17.1 The Management Committee may make, amend or repeal by-laws, not inconsistent with this constitution, for the internal management of the Club.

17.2 A by-law may be set aside by a vote of members at a General Meeting of the Club.

18. ALTERATIONS TO CONSTITUTION

18.1 Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a General Meeting.

18.2 However an amendment, repeal or addition is valid only if it is registered by the Chief Executive.

19. COMMON SEAL

18.1 The Management Committee must ensure the Club has a common seal.

18.2 The common seal must be –

(a) kept securely by the Management Committee.

(b) used only under the authority of the Management Committee.

18.3 Each instrument to which the seal is attached must be signed by a member of the Management Committee and countersigned by –

- (a) the secretary; or
- (b) another member of the Management Committee; or
- (c) someone authorised by the Management Committee.

20. FUNDS AND ACCOUNTS

- 20.1 The funds of the Club must be kept in an account in the name of the Club in a financial institution decided by the Management Committee.
- 20.2 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Club.
- 20.3 All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 20.4 A payment by the Club of \$200 or more must be made by cheque or electronic funds transfer.
- 20.5 If a payment is made by cheque, the cheque must be signed by any two (2) of the following –
 - (a) the President
 - (b) the Secretary
 - (c) the Treasurer
 - (d) any one (1) of three (3) other members of the Club who has been authorised by the Management Committee to sign cheques issued by the Club.
- 20.6 However, one (1) of the persons who signs the cheque must be the President, the Secretary or the Treasurer.
- 20.7 Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- 20.8 A petty cash account must be kept on the imprest system, and the Management Committee must decide the amount of petty cash to be kept in the account.
- 20.9 All expenditure must be approved or ratified at a Management Committee meeting.

21. GENERAL FINANCIAL MATTERS

- 21.1 On behalf of the Management Committee, the Treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- 21.2 The income and property of the Club must be used solely in promoting the Club's objects and exercising the Club's powers.

22. DOCUMENTS

The Management Committee must ensure the safe custody of books, documents, instruments of title and securities of the Club.

23. FINANCIAL YEAR

The end date of the Club's financial year is 30th September in each year.

24. DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY

- 24.1 This rule applies if the Club –
 - (a) is wound-up under Part 10 of the Act and
 - (b) has surplus assets.
- 24.2 The surplus assets must not be distributed among the members of the Club.
- 24.3 The surplus assets must be given to another entity –
 - (a) having objects similar to the Club's objects.
 - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
- 23.4 In this rule - **surplus assets** see Section 92(3) of the Act.

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