



# TOWNSVILLE HOCKEY ASSOCIATION INC. RULES OF ASSOCIATION

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**1 INTERPRETATION: IN THESE RULES**

The Association	as mentioned through these Rules means the <b>Townsville Hockey Association Inc. (THA)</b> .
(1) A Word	importing singular include the plural and words importing the plural include the singular.
(2) A word not defined	a word or expression that is not defined in these model Rules, but is defined in the Act has, if the context permits, the meaning given by the Act.
(3) Act	means the Associations Incorporation Act 1981.
(4) Active Life Member	as mentioned in <u>Rule 5 (5)(c)</u> means a Life Member who continues to live locally and who from time to time actively participates in, supports or contributes to the Association, its programs, events and or services during the year.
(5) Activity Fees and Charges	as mentioned in <u>Rule 7 (2)</u> refers to fees and charges such as but not limited to – playing the game charges, national and state affiliation, operating, activity, program, event costs, fees and or levies determined by the Board from time to time.
(6) Affiliated Club Member	mentioned in <u>Rule 5 (1)</u> and throughout these Rules refers to the 'Founding THA Club Members' as described in <u>Subrule (18)</u> irrespective of their incorporation status, and any other Incorporated Club or Incorporated or Non-Incorporated Branch see <u>Subrule (9)</u> who provide Hockey to its members in Townsville and meet the criteria of a minimum of three (3) teams of different players and who agree to actively participate within the THA collective system and who remains a compliant participant that does not challenge either by action or by legal means any majority decision determined by the Association and its members. If an Affiliated member was found to have breached, then the member's status may be relegated to an Associate Member or their eligibility altered in accordance with <u>Subrule 1 (11)</u> . The decision and right of appeals against Relegation shall be in accordance with <u>Rule 10 (7 and 8)</u> .
(7) Affiliation Membership Terms	mentioned in <u>Rule 5 (1)</u> and throughout these Rules refers to Hockey Queensland's 'Membership Terms' (or any other name it so determines from time to time) required of its member Associations and their member Clubs, Branches and or Teams to be an affiliated member of HQ. To breach these terms is considered to be a serious breach.
(8) Attendance at Meetings	as mentioned in <u>Rule 19 (7)</u> to ensure that the business of the Association can be discharged, members of the Board's attendance is required. Hence if a member of the Board attends less than 80% of the meetings called or fails to attend two (2) consecutive meetings without the express and unanimous approval of the Board, their position will be declared vacant under <u>Rule 20</u> . This rule applies regardless of any apology, written or otherwise, that may be submitted.

- (9) Branches (Incorporated or not) as mentioned throughout these rules means a collection of teams whose members determine to be a Branch of THA (incorporated or not) and not a club. A Branch maybe a full Member Club if it complies with Rule 5.1
- (10) Branch Committee Members (if applicable) as mentioned in Rule (47) (2) throughout these Rules refers to the Branches Operational Volunteers appointed to a Branch as 'Branch Manager', 'Branch Hockey Coaching Coordinator' or any other positions or titles determined by the members of the Branch and approved by the Board from time to time.
- (11) Compliant member as mentioned in Rule 5 (1)(c) throughout these Rules means each Affiliated Club member who is fully compliant member under the Hockey Queensland Membership Terms. If an Affiliated Club member is not compliant when the notice of a General meeting has been given they shall be eligible to attend but not eligible to vote or speak at the said meeting.
- (13) Employed Member of Staff as mentioned in Rule 17 (6) refers to those individuals who have been employed under contract as a full time, part time and/or casual employee. It does not refer to those individuals who casually provide the Association service as a volunteer as described in Subrule (35). The status of an individual will be determined by the Board.
- (14) Family member as mentioned in Rule 41 (14) refers to those who are related by birth, marriage or adoption, and includes partners and their family. It also includes any persons living or cohabitating with the member regardless of their relationship to the member.
- (15) Finance Committee as mentioned in Rule 42 (10) will be at least two (2) in number and be a registered Auditor, Accountant and or Bookkeeper.
- (16) Finance Committee Obligations as mentioned in Rule 42 (11) is to provide the Board with appropriate financial advice that ensures the Association can grow and prosper. The Board's obligation is to operate within the advice provided and to do otherwise would be seen as a breach of these Rules.
- (17) Financial Audit Requirements as mentioned in Rule 31(f) means the audit levels determined by the Act from time to time: at the time these Rules were approved **Level 1 Association** is defined under the Act as an Association that has current assets of more than \$100,000 or total revenue of more than \$100,000. This level Association requires a certified accountant or auditor to audit the Association's full financial statements.
- Level 2 Association** is defined under the Act as an Association that has current assets between \$20,000 and \$100,000 and or their total revenue is between \$20,000 and \$100,000. This level requires an Auditors Verification Statement. The statement must be provided by a certified accountant or auditor and they must verify they have sighted the Association's financial records

- and these records show the Association has book keeping processes in place to adequately record the Association's income and expenditure and dealings with its assets and liabilities.
- (18) Founding Hockey Club Members Founding Member as mentioned Subrule (6) means Brothers, Commercial, Parks and Wests Hockey Clubs and or Branches. Founding members' branding, history and colours are to be maintained by the Association and any such changes must be approved by 75% of the members of the Club and or Branch conducted by a 'Club or Branch specific members poll' be they incorporated or not.
- (19) General Meetings referred to throughout these Rules means the Annual General Meeting (AGM), General Meetings and Special Meetings of the Association. At such meetings members are provided opportunity to vote on matters put to members for a decision.
- (20) In Person as mentioned in Rule 34 (1) means that **proxy voting is not allowed**. A member must be in person and or able to participate in the discussion to cast a vote therefore Section 47(1) of the Act does not apply to these Rules.
- (21) In writing means any written or partly written, email or item printed and partly printed.
- (22) Meetings of the Board mentioned in Rule 22 (1) in order to abide by the law in relation to members' privacy and matters of confidentiality, meetings of the Board cannot be made open to individual members. Therefore, members are not entitled under these Rules to attend such meetings. The Board though, may from time to time, invite a member/s to participate in a specific section of a meeting that is relevant to the member as an invited guest, if 75% of the Board members agree. Affiliated Club Members and Program Areas are provided opportunity to participate at General Meetings, Meetings of the Board and Affiliated Club as mentioned in Subrule (6) and Subrule (23) whilst individual members are entitled to be heard at Branch General Meetings.
- (23) Meeting Board and Club, Branch/Program Areas as mentioned in Rule 51 (1) and throughout these Rules refers to meetings conducted between the Board and or Board Representatives and the various Clubs, Branches and Program Areas, including but not limited to: Clubs, Competition, Development, Representative, Referees, Officials and if invited, Associate Team Members.
- (24) Member or (Ordinary Member) mentioned throughout these Rules and the Act refers to all member classes provided a vote under Rule 5.
- (25) Membership fee as mentioned in Rule 7 (1) refers to the Association joining fee or Association membership and or annual subscription only and doesn't refer to activity costs, fees charges or activity registration as mentioned in Subrule (5).

- (26) Position Statements referred to throughout these Rules means the Associations' (Board, Branch and all operational staff and or volunteers) position overviews, position descriptions and appropriate position task sheets or other statements produced by the Board from time to time.
- (27) Program Area/Player Group as mentioned in Rule 26 (2)(f) and throughout these Rules refers to the Association Program Area/Player Group such as but not limited to Introductory, Social, Junior, Youth, Senior, Masters hockey programs or representative teams.
- (28) Reasons for Resigning as mentioned in Rule 19 (10) does not apply to those individuals who resign from one position to take on another Board position or for those individuals who satisfy the Board that their reason for resigning was due to a legitimate change to the individual's work commitments and or family circumstances.
- (29) Recent Bank Statement as mentioned in Rule 42 (4) means the original hard or electronic statement not a CSV version of the bank transactions as this is not deemed a true record of transactions as said document is easily altered.
- (30) Safe custody of books, documents as mentioned in Rule 43 safe means in the cloud or electronic environment that is safe from accidental or malicious destruction or loss.
- (31) Sport's Governing Bodies as mentioned in Rule 3 (7) and throughout these Rules means our sport's recognised State Sporting Body, Regional Association and National Body where the matter defers to their level.
- (32) The Chief Executive as mentioned in Rule 39 refers to the government representative for the Office of Fair Trading (OFT) responsible for managing approvals and the compliance with the Act.
- (33) User Pays Financial System referenced in Rule 42 (2) and throughout these Rules means a user of our service or resource is required to pay for the amount they use, rather than the cost being shared by all unless the members determine differently from time to time.
- (34) Vacant Board Position (not for election) as mentioned in Rule 17 (1) 'not for election' means the position may only be used when the Board is required to remove a member elected Board member from their position because they have not completed their position tasks and or attended meetings but they choose to remain on the Board and or the Board are waiting to take the matter to the members for decision.
- (35) Volunteer as mentioned in Rule 5 (6) refers to all volunteer members of the workforce selected or appointed by the Board or Branch to deliver the Association and or Branch operations, programs and services in an official capacity who do not receive a regular wage, salary or contract for the services they provide as described in Subrule (13). Volunteer status is not impacted if the organisation chooses to reward or remunerate some of the costs incurred whilst volunteering, or if they pay a fee to entice

- volunteers to work in areas that are critical to the sport's delivery such as umpiring, technical services, game delivery to name a few.
- (36) Volunteer Appointment and or Removal as mentioned in Rule 5 (4) refers to the Board or its Branch Committees rights to appoint and or remove volunteers under their jurisdiction as it so determines from time to time. The Board or Branch Committee may remove an appointed volunteer member under their jurisdiction at any time for any reason under these Rules. The Board, or Branch Committee are not required to provide said volunteer with a formal reason why they have not accepted a nomination or are terminating their voluntary services and as such the Board's decision on these matters shall be final.
- (37) Volunteers - General as mentioned in Rule 26 (5)(h) means those volunteers who provide player/team support, canteen or general task in an official capacity from time to time.
- (38) Volunteers - Operational as mentioned in Rule 26 (5)(g) means those volunteers who support operational tasks such as registrar, coordinator roles, administration and management tasks, to name a few.
- (39) Vote entitlements as mentioned in Rule 5 (3)(e) & (f) a player member is entitled to vote they are a fully paid member of the Association and HQ and if Board approval has been made thirty (30) days before a the Association Poll.



## 2 NAME

The name of the incorporated Association is the Townsville Hockey Association Inc. (*the Association*).

## 3 OBJECTS

The objects of the Association will be to:

- (1) foster, develop, promote, control and manage all aspects of the game of Hockey in the Townsville Region and surrounding areas on behalf of the members and our governing body;
- (2) manage and deliver the administration and financial requirements of the Association;
- (3) increase participation in our sport by offering our clients a high level of service and programs that meet their needs and ensure our members do likewise;
- (4) develop a competition system that enhances the game of Hockey and the participation experience for players of all ages;
- (5) promote, control and manage competition matches amongst affiliated members;
- (6) select and manage representative teams to participate in State and Regional Hockey competitions and events;
- (7) coordinate and manage facility access, usage and operational requirements on behalf of the Association and its Affiliated Clubs and Program Areas;
- (8) be an affiliated member of the sport's recognised governing bodies as mentioned in Rule 1 (31) and to operate in accordance with their constitutions, membership terms, policies, procedures and codes for the management and conduct of the Game;
- (9) ensure our Affiliated Clubs, Program Areas and our people promote and encourage the playing of Hockey competitively and socially;
- (10) ensure that they promote and develop the necessary skills of the game and a sense of sportsmanship, fair play and respect for others;
- (11) share our knowledge and successes with other Hockey Associations for the betterment of Hockey in the state.

## 4 POWERS

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

## 5 CLASSES OF MEMBERS

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

### **Full Members - Voting and Fully Entitled Members of the Association (Ordinary Members)**

- (1) Affiliated Club Members

### **Part Members - Non-Voting and Limited Entitled Members of the Association**

- (2) Associate Team Members
- (3) Player Members
- (4) Life Members
- (5) Volunteer Members
- (6) Social Player Members
- (7) Corporate Members.

- (1) **AFFILIATED CLUB MEMBERS** shall be any Hockey Club as described in Rule 1 (6) who signs and remains compliant under the Affiliation Membership Terms as described in Rule 1 (7) on payment of the subscription or such other sum as may be determined from time to time and who have been approved by the Board and Affiliated Clubs from time to time.

Affiliated Club Members shall be:

- (a) subject to the provisions of these Rules, THA Club Model Rules of Association, Affiliation Membership Terms and THA Collective Governance System;
- (b) when participating in activities provided by the Association, subject to the Rules stipulated by the Association and its governing bodies;
- (c) on signing the Affiliation Membership Terms, and whilst the member remains a compliant member as described in Rule 1 (11) within the collective governance system they shall be entitled to one (1) vote; and
- (d) its members if over the age of 18 years, or parents or legal guardians of a member under the age of 18 years, are entitled to hold office or otherwise take part in the management of the Association and or its Branches and all privileges connected therewith irrespective of a Branch's legal status.

**Affiliated Club Members shall be unlimited.**

- (2) **ASSOCIATE MEMBERS** shall be any other hockey club, branch, school and such other entities comprising of at least one (1) hockey team who have agreed to sign and operate under the Association's Membership Terms on payment of the subscription or such other sum as may be determined from time to time by the Board and have obtained approval to be an Associate Member.

Associate Members shall be:

- (a) subject to the provisions of these Rules and Hockey Queensland Affiliation Membership Terms;
- (b) eligible to participate in competition and events arranged by the Association;
- (c) when participating in activities provided by the Association, subject to the Rules stipulated by the Association and its governing bodies;
- (d) be entitled to attend General Meetings of the Association but not entitled to participate and will not be entitled to vote; and

- (e) its members are not entitled to hold office or otherwise take part in the management of the Association.

**Associate Members shall be limited and as such the Board will determine its number from time to time.**

- (3) **PLAYER MEMBERS** shall be a person who is a hockey player of an Affiliated Club, Associate Member, Team or THA Participation Program Area while that player remains a fully compliant member of the Affiliated Club, Associate Member and or Program Area.

**Player Members shall be:**

- (a) effected on acceptance of the player's membership by the Board;
- (b) subject to the provisions of these Rules;
- (c) when participating in activities provided by the Association, subject to the Rules stipulated by the Association;
- (d) are not entitled to attend, speak or vote at General Meetings of the Association;
- (e) playing members over eighteen (18) years of an Affiliated Club are entitled to take part in the management of the Association, and participate in any Association Player Polls if they are a member as described in Rule 1 (39);
- (f) playing members under eighteen (18) years' parent or legal guardian aged over eighteen (18) years of an Affiliated Member Club, are entitled to take part in the management of the Association, and entitled to participate in any Association Player poll as described in Rule 1 (39) of which their child or children are a member;
- (g) afforded all the entitlements of a member of the Association.

**Player Members shall be unlimited.**

- ( ) **BOARD MEMBERS** shall be a person who has been elected by members or appointed by the Board to fill an official position on the Association's Board as described in Rule 17.

**Board Members shall be:**

- (a) subject to the provisions of these Rules and the rules and policies stipulated by Hockey's governing bodies;
- (b) exempt from the payment of membership fees;
- (c) if a member of the Board at the time of a General Meeting, then they shall be entitled to attend and speak but not vote as an individual, though the Board shall be entitled to one (1) collective vote determined by their majority at General Meetings; and
- (d) afforded all the entitlements of a member of the Association.

(4) **LIFE MEMBER** of the Association

- (1) **Association Life Member** shall be a person who has provided meritorious services to the Association and meets the criteria as set by the Association and whose nomination has been passed by the Board and confirmed by a majority of members present at the Annual General Meeting of the Association.

**Association Life Members shall be:**

- (a) subject to the provisions of these Rules and the rules and policies stipulated by the Sport's governing bodies;
- (b) exempt from the payment of membership fees only;
- (c) if they have been determined by the Board to be an active Life Member as described in Rule 1 (4), they shall be entitled to attend all General Meetings of the Association and entitled to speak but not vote, and if a Life Member has been determined by the Board to be inactive they shall be entitled to attend General Meetings of the Association, but not be entitled to speak or vote; and
- (d) afforded all the entitlements offered to Player Members.

**Life Members shall be limited in number to no more than two (2) nominations per Association or Branch per year.**

- (5) **VOLUNTEER MEMBERS** (appointed) shall be a person who does not hold any other class of membership who has been appointed by the Board to fill an official volunteer position for the Association as described in Rule 1 (35).

Appointed Volunteer Members shall be:

- (a) appointed, rejected or removed by the Board as described in Rule 1 (36);
- (b) subject to the provisions of these Rules and the rules and policies stipulated by the Sport's governing bodies whilst holding a voluntary position within the organisation;
- (c) exempt from the payment of membership fees;
- (d) not entitled to attend General Meetings of the Association;
- (e) if over the age of eighteen (18) years shall be entitled to hold office or otherwise take part in the management of the Association all privileges connected therewith; and
- (f) afforded the entitlements determined by the Board from time to time.

**Volunteer Members shall be determined in number from time to time by the Board and Affiliated Clubs.**

- (6) **SOCIAL PLAYER MEMBER** shall be any persons playing social hockey conducted by the Association on payment of the subscription or such other sum as the Board may from time to time nominate and or be declared by the Association at any General Meeting.

**Social Members shall be:**

- (a) subject to the provisions of these Rules and the rules and policies stipulated by the Sport's governing bodies; and
- (b) not entitled to attend or vote at General Meetings of the Association or to hold office or otherwise take part in the Management of the Association.

The Social Members numbers shall be unlimited.

- (7) **CORPORATE MEMBERS** shall be a Company, Business, Co-Op, Incorporated Group or Individual who supports the Association's objectives and on payment of the subscription or such other sum as may be nominated from time to time by the Board and or declared upon the Association at any General Meeting.

**Corporate Members shall be:**

- (a) subject to the provisions of these Rules while participating at Association activities; and
- (b) not entitled to attend or vote at General Meetings of the Association or to hold office or otherwise take part in the management of the Association.

The number of Corporate Members shall be determined by the Board from time to time.

## 6 NEW MEMBERSHIPS

- (1) An applicant for membership of the Association must be proposed by one (1) member of the Association (the proposer) and seconded by another member (the seconder).
- (2) An application for membership must be in writing as defined in Rule 1 (21) and signed by the applicant and the applicant's proposer and seconder in the form decided by the Board.

## 7 FEES AND CHARGES

- (1) The membership fee as mentioned in Rule 1 (25)
  - (a) is the amount decided by the members from time to time at a General Meeting; and
  - (b) is payable when, and in the way, the Board decides.
- (2) Activity Fees and Charges (Registration) as mentioned in Rule 1 (5)
  - (a) is the amount decided by the Board from time to time; and
  - (b) is payable when, and in the way, the Board decides.
- (3) Annual membership subscriptions shall be payable in advance on a date determined by the Board from time to time and shall be valid until the day on which the next annual subscription is payable.
- (4) No resignation, termination or forfeiture of membership shall entitle the former member to refunds of the current year's subscription or other related Activity fees and charges, other than for those members whose membership has been rejected on application and their refunds shall be in accordance with Rule 11 (5).

## 8 ADMISSION AND REJECTION OF NEW MEMBERS

- (1) The Board must consider an application for membership at the next Board Meeting held after it receives, the application for membership; and the appropriate membership fee for the application.
- (2) The Board must ensure that, as soon as possible after the person applies to become a member of the Association, and before the Board considers the person's application, the person is advised:
  - (a) whether or not the Association has public liability insurance; and
  - (b) if the Association has public liability insurance, the amount of the insurance.

- (3) The Board must decide at an Official Board Meeting whether to accept or reject a new application for membership and or decide whether to accept or reject an application for individual membership: though any application from a person or persons under a suspension order for failure to pay or breaches of behaviour from another hockey club or the governing body or any other recognised sporting club within Australia shall be denied the privileges of membership for the period of suspension, expulsion or removal.
- (4) If a majority of the members of the Board 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.
- (5) The Secretary of the Association must, as soon as practicable after the Board decides to accept or reject an application, give the applicant a written notice of the decision.

## 9 WHEN MEMBERSHIP ENDS

- (1) A member may resign from the Association by giving a written notice of resignation to the Secretary.
- (2) The resignation takes effect at—
  - (a) the time the notice is received by the Secretary; or
  - (b) if a later time is stated in the notice, the later time.
- (3) The Board may terminate a member's membership if the member—
  - (a) is convicted of an indictable offence; or
  - (b) does not comply with any of the provisions of these or our sports governing bodies Rules as described in Rule 1(31); or
  - (c) membership fees are in arrears; or
  - (d) conduct himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Association
  - (e) is a Volunteer Member in accordance with Rule 1 (38)
- (4) Before the Board terminates a member's membership other than a volunteer member as defined in Rule 5 (6), the Board must give the member a full and fair opportunity to show why the membership should not be terminated.
- (5) If, after considering all representations made by the member, the Board decides to terminate the membership, the Secretary of the Board must give the member a written notice of the decision.
- (6) The member is to pay all outstanding membership, activity fees, and any other money due to the Association, if the member withdraws from the Association

## 10 APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

Appeal process for Full Members as described in Rule 5 shall be as follows:

- (1) Whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the member's intention to appeal against the decision.
- (2) A notice of intention to appeal must be given to the Secretary within one month (1) after the person receives written notice of the decision.

- (3) If the Secretary receives a notice of intention to appeal from a Full Member as described in Rule 5, the Secretary must, within one (1) month after receiving the notice, call a General Meeting to decide the appeal and as such the members' decision on the matter shall be final.

Appeals process for Part Members as described in Rule 5 shall be as follows:

- (4) Whose application for membership has been rejected, or whose membership has been terminated, other than a Volunteer Member as described in Rule 5 (6) may give the Secretary written notice of the person's intention to appeal against the decision;
- (5) A notice of intention to appeal must be given to the Secretary within one month (1) after the person receives written notice of the decision; and
- (6) If the Secretary receives a notice of intention to appeal, the Secretary must, within one (1) month after receiving the notice, call a Special Board Meeting to decide the appeal and as such their decision on the matter shall be final.

Appeals process for any membership status relegation from Full to Part Member status shall be as follows:

- (7) If an Affiliated Club Member's membership status has been Relegated by the Board then a notice of intention to appeal must be given to the Secretary within one month (1) after the member receives written notice of the decision; and
- (8) If the Secretary receives a notice of intention to appeal, the Secretary must, within one (1) month after receiving the notice, call a Special 'Board and Affiliated Club Members' Meeting to decide the appeal and as such their decision on the matter shall be final;

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

- (1) The General Meeting to decide an appeal must be held within three (3) months after the Secretary receives the notice of intention to appeal.
- (2) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- (3) Also, the Board and the members of the Board who rejected a Member's application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- (4) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.
- (5) If a person whose application for membership has been rejected does not appeal against the decision within one (1) 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.

## 12 REGISTER OF MEMBERS

- (1) The Board must keep a register of members of the Association.
- (2) The register must include the following particulars for each member—
  - (a) the full name of the member;
  - (b) the postal or residential address of the member;
  - (c) the date of admission as a member;
  - (d) the date of death or time of resignation of the member;
  - (e) details about the termination or reinstatement of membership;
  - (f) any other particulars the Board or the members at a General Meeting decide.
- (3) The register must be open for inspection by members of the Association at all reasonable times.
- (4) A member must contact the Secretary to arrange an inspection of the register
- (5) **However, the Board may, on the application of a member of the Association, withhold information about the member (other than the members full name) from the register available for inspection if the Board 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

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



#### 14 APPOINTMENT OR ELECTION OF SECRETARY

- (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 member of the Association elected by the Association as Secretary; or
  - (b) any person who is appointed by the Board.
- (2) If a vacancy happens in the office of Secretary, the members of the Board must ensure a Secretary is appointed or elected for the Association within one (1) month after the vacancy happens.
- (3) If the Board appoints a Secretary, other than to fill a casual vacancy on the Board, the person does not become a member of the Board.
- (4) However, if the Board appoints a person as Secretary to fill a casual vacancy on the Board, the person becomes a member of the Board.
- (5) If the appointed Secretary is not remunerated for the services provided over and above reimbursements for expenses incurred while executing the duties of the position, the Appointed Secretary is deemed by these Rules to be a volunteer and as such will be subject to Rule 17 (10).
- (6) In this rule— **casual vacancy**, on a Board, means a vacancy that happens when an elected member of the Board resigns, dies or otherwise stops holding office.

#### 15 REMOVAL OF SECRETARY

- (1) The Board of the Association may at any time remove a person appointed by the Board as the Secretary.
- (2) The Board of the Association may remove a Secretary elected by the members, though the person remains a member of the Board.

#### 16 FUNCTIONS OF SECRETARY

The Secretary's functions include, but are not limited to: calling meetings of the Association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the President of the Association and keeping minutes of each meeting; and copies of all correspondence and other documents relating to the Association; and maintaining the register of members of the Association.

## 17 MEMBERSHIP OF THE BOARD

- (1) The Board of the Association shall be a minimum of five (5) and maximum of nine (9). The Board shall consist of the positions required under legislation and the organisation's governance structure determined by the Board and or the members at a General Meeting and as such position titles may alter in name from time to time.
  - (1) Chairperson (President)
  - (2) Director Hockey Participation (Vice President)
  - (3) Director Competitions & Fixtures
  - (4) Director Facility Operations
  - (5) Director Championship & Events Management
  - (6) Director Revenue
  - (7) Director Development, Rep and Pathways
  - (8) Administration Officer (Non-Voting Director Appointed Secretary)
  - (9) Vacant Board Position (not available for election) as described in Rule 1 (34)

The number of employed staff (remunerated not honorariums) members on the Board shall be limited to two (2) in number and as such shall be non-voting Directors.

- (2) A member of the Board, other than a Secretary if appointed by the Board, must be a member of the Association as described in Rule 18 (2) and not in conflict with Rule 18 (1)
- (3) The Office Bearers of the Association shall be positions one (1), six (6) and eight (8)
- (4) All Board members, voluntary or paid, must be fully independent and as such must not hold a position on an Affiliated Member Branch or any other Hockey Association unless 75% of voting members of the Association agree.
- (5) No Affiliated Club shall have more than three (3) persons (voting) on the Board at any one time and positions two (2) and three (3) must never be held by individuals from the same Affiliated Club unless it is agreed to unanimously by the Member Clubs of the Association.
- (6) No person who is currently employed or has been employed as a member of staff as defined in Rule 1 (13) within the previous twenty-four (24) months can nominate for any elected volunteer Board positions unless the Board and Affiliated Clubs unanimously agree.
- (7) No Affiliated Club Committee personnel, can hold a position on the Board unless they relinquish their position within the Club or Branch.
- (8) At each Annual General Meeting (AGM) of the Association, the members of the Board must retire from office in line with subrule (9) and are eligible, on nomination, for re-election in line with subrule (10).
- (9) At the Annual General Meeting of the Association held on odd years, all positions with an odd number listed above, if held by a volunteer, shall be declared vacant irrespective of what years' financial statements are being presented. At the Annual General Meeting of the Association held on even years all even numbered positions similarly held shall be declared vacant. Any Board member whose position has been declared vacant under this sub-rule shall be eligible upon nomination for re-election subject to subrule (6).
- (10) No volunteer Board member or the appointed Secretary, if deemed a volunteer as defined in Rule 14 (5), can hold any position on the Board for more than four (4) consecutive years and must retire for a minimum of one (1) year from the Board before they will be eligible for re-election to any Board position and on said retirement are entitled to hold operational or general volunteer position within the organisation; and

- (11) If a position has no nominations and the Board are unable to recruit a new board member then a retired member (who has served four years) may be reappointed for an extra term (2-years) if 75 % of the members agree. At the end of this term the member must retire for a minimum of one (1) year.
- (12) A member of the Association may be appointed to a casual vacancy on the Board under Rule 20.

## 18 ELECTING THE BOARD

- (1) A member of the Board may only be elected if the person:
  - (a) is an adult eligible to be elected as a member under section 61A of the Act;
  - (b) has not been expelled as a Board, Committee Member or Director of any not-for-profit or Australian Company Limited by Guarantee; and
  - (c) is not in conflict with Rule 17
- (2) Any two (2) members of the Association entitled to vote may nominate another member or parent or legal guardian of a player member under the age of 18 years who is the "candidate", not in conflict with subrule (1), to stand as a member of the Board.
- (3) All nominations for membership of the Board are to be in writing and in the hands of the Secretary eighteen (18) days prior to the Annual General Meeting. If no nominations have been received by the due date for a specific position/s or an application was received late due to a valid reason as determined by the Board, the Board shall be entitled to accept and present late nominations to members for consideration.
- (4) All candidates will be required to indicate in writing their ability to meet the skills, tasks and time required for the applied position as defined by the Association's 'Board Position Info Pak'. All prospective candidates will be required to complete the Board Application Form and have it signed by the candidate and two (2) nominees who are members of the Association.
- (5) Candidates application forms must be posted via email to Affiliated Club members at least fourteen (14) days immediately preceding the Annual General Meeting.
- (6) Each Affiliated Club present and eligible to vote at the Annual General Meeting may vote for one (1) candidate for each vacant position on the Board.
- (7) Voting Members are entitled to request a vote be taken on the suitability of any candidate to fill a position prior to any election and or if a position has only one (1) candidate, members are entitled to accept or reject the nomination.
- (8) In the absence of a valid nomination **the meeting will not be entitled** to call or accept nominations from the floor and as such the position will be declared vacant and the vacancy shall be filled by the Board in accordance with subrule 12.
- (9) Balloting lists shall be prepared, if necessary, containing the names of the accepted candidates in alphabetical order for each position and each voting member present at the Annual General Meeting shall be entitled to vote.
- (10) If after a vote has been conducted and candidates for one (1) position remains tied and deadlocked, the members present and entitled to vote can vote to accept or reject both candidates and if both candidates are accepted the number of Board members may be increased by one (1) additional position until such time as the position is up for re-election as defined in Rule 17 (4).

- (11) If rejected the position shall remain vacant; and
- (12) Any remaining vacancies will remain vacant until a suitable volunteer can be found under Rule 20 (1) or that the Association has the ability to buy in the services of skilled personnel.

## **19 RESIGNATION, REMOVAL OR VACANCIES OF OFFICE OF THE BOARD**

- (1) A member of the Board may resign from the Board by giving written notice of resignation to the Secretary.
- (2) The resignation takes effect at:
  - (a) the time the notice is received by the Secretary; or
  - (b) if a later time is stated in the notice, the later time.
- (3) A Board 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.
- (4) Before a vote of members is taken about removing the Board member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- (5) A Board member has no right of appeal against the member's removal from office under this rule.
- (6) A Board member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.
- (7) **A member-elected Board individual** may be removed from their position but take up a vacant position on the Board if it is proven they are unable to deliver their position responsibilities as agreed to and or if they fail to attend official meetings of the Board as described in Rule 1 (8); or
- (8) If it is proven the individual failed to abide by the Association's Rules, Confidentiality Agreement, Policies, Procedures, Codes of Conduct and Behaviour and or position responsibilities, shall be terminated in accordance with Rule 9 and provided opportunity to appeal as stipulated under Rule 10.
- (9) **A member of the Board appointed to a casual vacancy** by the Board may be removed from office by a majority vote of the remaining members of the Board if it is proven that they fail to abide by the Association's Rules, Confidentiality Agreement, Policies, Procedures, Codes of Conduct and Behaviour and or position responsibilities and shall be provided a right of appeal in accordance with the Association's disputes resolution policy and any such decision shall be final.
- (10) A Board member who has resigned from the Board will not be eligible to hold a position on the Board for one term (two years) from their resignation date other than for those individuals who have resigned for a reason mentioned in Rule 1 (28).

## 20 VACANCIES ON THE BOARD

- (1) If a casual vacancy happens on the Board, the continuing members of the Board may appoint another member of the Association to fill the vacancy in line with Rule 17 until the next Annual General Meeting.
- (2) The continuing members of the Board may act despite a casual vacancy on the Board.
- (3) However, if the number of Board members is less than the number fixed under Rule 23 (1) as a quorum of the Board, the continuing members may act only to:
  - (a) increase the number of Board members to the number required for a quorum; or
  - (b) call a General Meeting of the Association.

## 21 FUNCTIONS OF THE BOARD

- (1) Subject to these rules or a resolution of the members of the Association carried at a General Meeting, the Board has the general control and of the administration of the affairs, property and funds of the Association.
- (2) The Board has authority to interpret the meaning of these rules and any matter relating to the Association on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

*Note:* The Act prevails if the Association's rules are inconsistent with the Act – see section 1B of the Act.

- (3) The Board may exercise the powers of the Association:
  - (a) to borrow, raise or secure the payment of amounts in a way the members of the Association decide; and
  - (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Associations property, both present and future; and
  - (c) to purchase, redeem or pay off any securities issued; and
  - (d) to borrow amounts from members and pay interest on the amounts borrowed; and
  - (e) to mortgage or charge the whole or part of its property; and
  - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association; and
  - (g) to provide and pay off any securities issued; and
  - (h) to invest in a way the members of the Association may from time to time decide.
- (4) For subrule (3)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by:
  - (a) the financial institution for the Association; or
  - (b) if there is more than one (1) financial institution for the Association, the financial institution nominated by the Board.

## 22 MEETINGS OF THE BOARD

- (1) Subject to this Rule, the Board may meet as described in Rule 1 (22) and conduct its proceedings as it considers appropriate.
- (2) The Board must meet at least once every 4 months to exercise its functions.
- (3) The Board must decide how a meeting is to be called.
- (4) Notice of a meeting is to be given in the way decided by the Board.
- (5) The Board may hold meetings, or permit a Board member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (6) A Board member who participates in the meeting as mentioned in subrule (5) is taken to be present at the meeting.
- (7) A question arising at a Board Meeting is to be decided by a majority vote of members of the Board present at the meeting and, if the votes are equal, the question is decided in the negative.
- (8) A member of the Board 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 members vote must not be counted.
- (9) The President is to preside as Chairperson at a Board Meeting.
- (10) If there is no President or if the President is not present within ten (10) minutes after the time fixed for a Board Meeting, the members may choose one (1) of their number to preside as Chairperson at the meeting.

## 23 QUORUM FOR, AND ADJOURNMENT OF, A BOARD MEETING

- (1) At a Board Meeting four (4) voting members are required to form a quorum.
- (2) If there is no quorum within thirty (30) minutes after the time fixed for a Board Meeting called on the request of members of the Board, the meeting lapses, other than on the request of the members of the Board for:
  - (a) the meeting is to be adjourned for at least one (1) day; and
  - (b) the members of the Board who are present are to decide the day, time and place of the adjourned meeting; or
  - (c) If a Board quorum cannot be achieved, the continuing members may act as required under Rule 20 (3).
- (3) If, at an adjourned meeting mentioned in subrule (2a, 2b), there is no quorum within thirty (30) minutes after the time fixed for the meeting, the meeting lapses.

## **24 SPECIAL MEETING OF THE BOARD**

- (1) If the Secretary receives a written request signed by at least three (3) of the members of the Board, the Secretary must call a special meeting of the Board by giving each member of the Board notice of the meeting within 14 days after the Secretary receives the request.
- (2) If the Secretary is unable or unwilling to call the special meeting, the President must call the meeting.
- (3) A request for a special meeting must state:
  - (a) why the special meeting is called; and
  - (b) the business to be conducted at the meeting.
- (4) A notice of a special meeting must state:
  - (a) the day, time and place of the meeting; and
  - (b) the business to be conducted at the meeting.
- (5) A special meeting of the Board must be held within 14 days after notice of the meeting is given to the members of the Board.

## **25 MINUTES OF THE BOARD MEETINGS**

- (1) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Board Meeting are entered in a minute book or electronically secure folder.
- (2) To ensure the accuracy of the minutes, the minutes of each Board Meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next Board Meeting, verifying their accuracy.
- (3) The minutes compiled by the Secretary and duly signed by the Chairperson authenticating their accuracy shall be deemed as the official minutes.

## **26 DUTIES OF THE ASSOCIATION AND BOARD**

### **(1) The duty of the Association to the Board Personnel**

Shall be to:

- (a) ensure all individual Board personnel are compensated for the costs associated with completing their duties in accordance with the 'Association's Board Reimbursement Policy and Procedures'.
- (b) provide the support and training required to complete the tasks required of their position according to the Association's 'Volunteer' policies and procedures by ensuring that all Board personnel receive appropriate:
  - (i) 'Board Induction Training' prior to the commencement of their duties; and
  - (ii) 'Board Task Sheet'; and
  - (iii) 'Education and or training' required to complete their tasks or position requirements at the Association's cost.

**(2) The duties of the Board and Board Personnel to the Association**

Shall be to:

- (a) continue to develop the Association and the sport of Hockey by implementing modern, efficient and effective administration, management and financial practises that support the longevity and financial security of the Association;
- (b) develop, approve and administer the Association and Affiliated Club policies, procedures, sport's operational framework, management and compliance requirements and set the fines and penalties for breaches or non-compliance;
- (c) provide members with the support they require to develop within the constraints of the Association's financial and human capacity;
- (d) not dismiss or disregard lightly the concepts, issues or advice provided, raised or presented by the Affiliated Club Members;
- (e) ensure that the differences and variances in usage and volunteer contributions are reflected in the members' affiliation fee/s;
- (f) ensure NO Affiliated Member Club or Association Program Area/Player Group as described in Rule 1 (27) is sacrificed or suppressed for the development of another; and
- (g) know the Association members and the sport's governing bodies as described in Rule 1(31) are empowered to set the standard, penalties for non-compliance of the Association's Board and or individual Board members and if necessary empowered to enact the support required to ensure the Association, Clubs and or the sport in the region is not placed at risk.

**The individual Board members' duty shall be to:**

- (h) follow the Rules of the Association, management, administration, processes, policies and procedures, Hockey Queensland's Membership Terms, rules of Hockey, code of conduct and codes of behaviour of the Association, Hockey's governing bodies and land owners and or land managers;
- (i) attend meetings, actively and constructively participate in the discussions and decision-making process and know that breaches of confidentiality, non-attendance or disruptive behaviour may result in disciplinary action or expulsion;
- (j) when representing the Association, do so in a manner that reflects and promotes the objectives of the Association and ensure your actions do not place the Association, member Clubs', the sport of Hockey and or the sport's governing bodies and or land owners reputation at risk with the community or government;
- (k) effectively and efficiently deliver their roles, responsibilities and portfolio responsibilities and or members' expectations for the role;
- (l) oversee the Association workforce service delivery standards and outcomes;
- (m) support the majority decisions made by the Board irrespective of personal opinion;
- (n) make decisions based on what is best for the collective not individuals;
- (o) know the Board and Hockey's governing bodies are empowered to set the standard and penalties for non-compliance of individuals and or the collective.



**(3) The duty of the Association/Board to Affiliated Member Clubs**

Shall be to:

- (a) operate in accordance with the Hockey Queensland Membership Terms as described in Rule 1 (7) for the Association;
- (b) oversee the standard of Affiliated Club Member service delivery and their delivery of Hockey Queensland Membership Terms requirements and obligations for Clubs and or Branches;
- (c) organise and control Hockey participation system, competition/s, selections, representative and social and development system and programs; and
- (d) to oversee the Clubs administration and reporting obligations as agreed to by the Clubs from time to time.

**(4) The duty of Affiliated Club Members to the Association****(1) Affiliated Clubs shall be to:**

- (a) operate with a fully functional Committee or Branch committee and know if an Affiliated Branch is unable to fill a position with appropriate individual/s to fill the position responsibilities the Association will appoint a person/s to fill any positions and or vacancies;
- (b) attend Association meetings, actively and constructively participate in the discussions and decision-making process and **know that breaches of confidentiality**, non-attendance or disruptive or disrespectful behaviour may result in disciplinary action or expulsion of the individual or the Club or Branch;
- (c) actively promote the playing of Hockey at the Association and actively participate in the Association's competition, programs and activities;
- (d) refer questions pertaining to Hockey to the Association for a decision;
- (e) be responsible for the actions of your Members and those visitors attending or participating in the Association's activities and or events;
- (f) when representing the Association, do so in a manner that reflects and promotes the objectives of the Association and ensure your actions do not place the Association, member Clubs', the sport of Hockey and or the sport's governing bodies and or land owners reputation at risk with the community or government;
- (g) know the Board and Hockey's governing bodies are empowered to set the standard and penalties for non-compliance.

**(2) Affiliated Club Representatives at Association Meeting shall be to:**

- (a) provide an individual with the skill sets and time available to attend Association Meetings
- (b) ensure the club has a representative in attendance at General Meetings of the Association;
- (c) carry out the duties of a Club Representative set by the Board and these Rules;
- (e) know the Board and or the Association and the Sport's governing bodies are empowered to set the standard and penalties for non-compliance.

**(3) Associate Members shall be to:**

- (a) actively promote the playing of Hockey at the Association and participation in the Association competition, programs and activities;
- (b) agree to develop their players, coaches to the standard required of the division they have entered;
- (c) operate in accordance with the 'Association Codes of Behaviour' and rules of the Game as determined by Hockey's governing bodies;
- (d) notify the Secretary of the Association of any change in the management personnel and or player members' status within seven (7) days;
- (e) refer questions pertaining to Hockey to the Association's Board for a decision;
- (f) provide a representative to represent your organisation and or to make decisions on behalf of your organisation when invited to do so by the Board;
- (g) attend meetings when invited and actively and constructively participate in the discussions and decision-making process and know disruptive or disrespectful behaviour may result in disciplinary action or expulsion of the individual or the team;
- (h) follow the Rules of the Association, management, administration, processes, policies and procedures, rules of Hockey, code of conduct and codes of behaviour of the Association, and its representatives, land owners and or land managers;
- (i) be responsible for the actions of your team members and those visitors attending or participating in the Association's activities and or events;
- (m) when representing the Association, do so in a manner that reflects and promotes the objectives of the Association and ensure your actions do not place the Association, member Clubs', the sport of Hockey and or the sport's governing bodies and or land owners reputation at risk with the community or government; and
- (n) know the Board and Hockey's governing bodies are empowered to set the standard and penalties for non-compliance.

**(5) The duties of the Board to our Workforce Paid and or Volunteer**

The duty to Staff shall be to:

- (a) undertake ongoing recruitment to ensure there are appropriately qualified and motivated personnel with sufficient time to fulfil paid positions in the Association;
- (b) place staff based on experience, skills and or their potential to develop the skills;
- (c) provide staff with a document that clarifies the requirements of the paid position such as length of tenure, hours, entitlements, line manager, reporting process, communication requirements, review process; and
- (d) provide all staff with Induction training, Position Description, job responsibilities and Codes of Conduct and Behaviour and performance appraisals at least once per annum.

The duty to Appointed Volunteers shall be to:

- (e) undertake ongoing recruitment to ensure there are appropriately qualified and motivated personnel with sufficient time to fulfil the volunteer positions;
- (f) place the individual based on experience, skills and or their potential to develop the skills in order that no volunteer is placed knowingly in a position or given a task that is beyond his or her known capabilities unless adequate support is provided. If the skills cannot be obtained or supported, the volunteer shall be removed or redeployed to a position or task that better suits their situation and or ability;
- (g) ensure operational volunteers as mentioned in Rule 1 (38), are rested from all voluntary duties within or for the Association for a period of not less than one (1) season after six (6) years consecutive years of service;
- (h) ensure that general volunteers and team volunteers as mentioned in Rule 1 (37), are provided an off season from all voluntary duties within or for the Association;
- (i) ensure the needs of the Association's most valued resource, its volunteer workforce, are supported by modern volunteer policies, procedures, codes and practises;
- (j) recognise and reward the commitment and contribution of the Association's volunteers according to the Association's volunteer policies, procedures and industry standards; and
- (k) if the Association is unable to recruit personnel with the appropriate skills, time or commitment to key and or high risk positions the Board may buy in the service/s at the members' cost.

**(6) The duty of Association Workforce Paid and or Volunteer to the Association**

Shall be to:

- (a) effectively and efficiently deliver their roles and responsibilities as stipulated under their Position Statements and or Operational Task Sheets;
- (b) uphold the vision, values, goals, policies and procedures of the Association;
- (c) follow the rules, policies, procedures, rules of the sport, codes of conduct and codes of behaviour of the Association and the sport's governing bodies;
- (d) when representing the Association, do so in a manner that reflects and promotes the objectives of the Association and ensure your actions do not place the Association, member Clubs', the sport of Hockey and or the sport's governing bodies and or land owners reputation at risk with the community or government; and
- (e) know the Board and the Sport's governing bodies are empowered to set the standard and penalties for non-compliance.

**(7) The duty of the Board to Association's Operational Groups/Individuals:**

Shall be to:

- (a) enable the groups/individuals to be involved in the decision-making process relevant to their group and or members of the organisation in which they represent;
- (b) provide the support required for the group to achieve the objective/s set by the Board; and
- (b) provide the group with realistic objectives.

**(8) The duty of Association's Operational Groups to the Association**

Shall be to:

- (a) assist the Board to make decisions on operational matters;
- (b) attend and actively participate in Official Operational Meetings;
- (c) contribute to the development of the Association, sport, players and technical personnel;
- (d) provide the Board with realistic options for consideration within the timeframe and in the format required by the Board;
- (e) operate according to the roles, responsibilities and procedures established by the Board;
- (f) when representing the Association, do so in a manner that reflects and promotes the objectives of the Association and ensure your actions do not place the Association, member Clubs', sport and or the sport's governing bodies and or land owners reputation at risk with the community or government; and
- (f) know the Board and the Sport's governing bodies are empowered to set the standard and penalties for non-compliance.

**(9) The duty of all Players to the Association**

Shall be to:

- (a) follow the rules of the Association, rules of the activity, codes of conduct and codes of behaviour of the Association, the sport and land owners and or land managers;
- (b) when representing the Association, do so in a manner that reflects and promotes the objectives of the Association and ensure your actions do not place the Association, member Clubs, Branch, Team, the sport of Hockey and or the sport's governing bodies and or land owners reputation at risk with the community or government; and
- (c) know the Association and the Sport's governing bodies are empowered to set the standard and penalties for non-compliance.

**(10) The duty of all Family/Friends of Association Members to the Association**

Shall be to:

- (a) follow the rules of the Association, rules of the activity, codes of conduct and codes of behaviour of the Association, the sport and land owners and or land managers;
- (b) when attending Association competition, training or activities, do so in a manner that reflects and ensure your actions do not place the Association, member Clubs, the sport of Hockey, the sport's governing bodies, and or land owners reputation at risk with the community or government; and
- (c) know the Board and the Sport's governing bodies are empowered to set the standard and penalties for non-compliance.

**(11) The duty of all Corporate Members to the Association**

Shall be to:

- (a) follow the Rules of the Association, policies and procedures, codes of conduct and codes of behaviour of the Association and land owners and or land managers;
- (b) when attending Association competition, training or activities, do so in a manner that reflects and ensure your actions do not place the Association, member Clubs, the sport of Hockey, the sport's governing bodies, and or land owners reputation at risk with the community or government; and
- (c) know the Board and the Sport's Governing Body are empowered to set the standard and penalties for non-compliance.

**27 APPOINTMENT OF OPERATION GROUPS**

- (1) The Board may appoint a group consisting of members of the Association considered appropriate by the Board to help with the conduct of the Associations operations.
- (2) The Board will determine the manner in which the group will operate and report from time to time.

**28 ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS**

- (1) An act performed by the Board, an operational group or a person acting as a member of the Board is taken to have been validly performed.
- (2) Subrule (1) applies even if the act was performed when:
  - (a) there was a defect in the appointment of a member of the Board, operational group or person acting as a member of the Board; or
  - (b) a Board member, operational group or person acting as a member of the Board was disqualified from being a member.

**29 RESOLUTIONS OF THE BOARD WITHOUT MEETING**

- (1) A written resolution signed by each member of the Board is as valid and effectual as if it had been passed at a Board Meeting that was properly called and held.
- (2) A resolution mentioned in subrule (1) may consist of several documents in like form, each signed by one (1) or more members of the Board.

**30 ANNUAL GENERAL MEETINGS (AGM)**

Annual General Meeting must be held at least once each year and within **6 months** after the end date of the Association's reportable financial year.

**31 BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING**

- (1) The following business must be conducted at each Annual General Meeting of the Association:
  - (a) Opening, recording of attendance and apologies;
  - (b) Chairperson's (President's) address and welcome;
  - (c) Approval of minutes of the previous Annual General Meeting;
  - (d) Business arising from the minutes;
  - (e) Election of Life Members, Service Award recipients and Merit Certificate recipients;
  - (f) Financial Report for the Association (and if applicable its Branches be they incorporated or not) and the receipt for the last reportable financial year (audit) as required by Law and mentioned in Rule 1 (17);
  - (g) Appointment of an auditor for the new financial year;
  - (h) Approval of the Association membership fee for the next financial year;
  - (i) Board recommendations;
  - (j) Notice of motions/Resolutions; and
  - (k) Election for members of the Board.
  - (l) Appointment of Affiliated Member Club Representative Personnel.

**32 NOTICE OF ANNUAL GENERAL MEETING AND GENERAL MEETINGS**

- (1) The Secretary may call a General Meeting of the Association.
- (2) The Secretary must give at least fourteen (14) day's notice of the meeting.
- (3) If the Secretary is unable or unwilling to call the meeting, the President must call the meeting.
- (4) The Board may decide the way in which the notice must be given.
- (5) However, notice of the following meetings must be given in writing:
  - (a) a meeting called to hear and decide the appeal of a person against the Board's decision—
    - (i) to reject the person's application for membership of the Association; or
    - (ii) to terminate the person's membership of the Association;
  - (b) a meeting called to hear and decide a proposed special resolution of the Association.
- (6) A notice of a General Meeting must state the business to be conducted at the meeting.

### 33 QUORUM FOR, AND ADJOURNMENT OF, ALL GENERAL MEETINGS

- (1) The quorum for a General Meeting will be half the number of Affiliated Member Clubs plus one (1) who are compliant at that time of the meeting and whose members are deemed present and eligible to vote.
- (2) No business may be conducted at a General Meeting unless there is a quorum of members when the meeting proceeds to business.
- (3) If there is no quorum within thirty (30) minutes after the time fixed for a General Meeting called on the request of members of the Board or the Association, the meeting lapses.
- (4) In any other case it shall 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 Board 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.
- (5) The Chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (6) If a meeting is adjourned under subrule (4), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (7) 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 thirty (30) days.
- (8) If a meeting is adjourned for at least thirty (30) days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

### 34 PROCEDURE AT GENERAL MEETING

- (1) A eligible member as determined in Rule 5 may take part and vote in a General Meeting in person as described in Rule 1 (20), or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (2) A member who participates in a meeting as mentioned in subrule (1) is taken to be present at the meeting.
- (3) At each General Meeting:
  - (a) the Chairman of the Board is to preside as Chairperson; and
  - (b) if there is no Chairperson of the Board or if the Chairperson of the Board is not present within fifteen (15) minutes after the time fixed for the meeting or is unwilling to act, the members present must elect one (1) of their number to be Chairperson of the meeting; or if it is known there will be no Chairperson before the meeting, the Board may nominate one of its own or appoint an other appropriate person to chair the meeting; and
  - (c) the Chairperson must conduct the meeting in a proper and orderly way; and
  - (d) accordingly members must conduct their manner and behaviour properly and according to the direction of the Chair and the majority of members' wishes.

### 35 VOTING AT AGM OR GENERAL MEETING OF THE ASSOCIATION

- (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 and eligible to vote.
  - (a) A **special resolution** must be decided by 75% of votes of the Affiliated Club Members present and eligible to vote.
- (2) Each Affiliated Club shall be entitled to have two (2) representatives attend General meetings of the Association; and
- (3) Affiliated Clubs present and eligible to vote shall be entitled to one (1) vote and the Board Members deemed present (if their number is not less than 3) shall be entitled to one (1) collective vote and if the votes are equal, the motion, matter, or resolution shall be determined to retain the status quo.
- (4) The method of voting is to be decided by the Board, **though a secret ballot may not be conducted** to protect a Club Member's and their management committee right to view how their Club representative cast their vote on their behalf
- (5) A Special General Meeting called in line with Rule 36 shall have only questions, matters or resolutions circulated to members within the 'Notice of Meeting' in accordance with these Rules discussed and determined by the members present and eligible to vote.
- (6) At any General Meeting only those questions, matters or resolutions that are circulated to members within the 'Notice of Meeting' issued in accordance with these Rules may be discussed and determined by the members present and eligible to vote at the meeting.

### 36 SPECIAL GENERAL MEETING

- (1) The Secretary must call a Special General Meeting by giving each member of the Association notice of the meeting within fourteen (14) days after:
  - (a) being directed to call the meeting by the Board; or
  - (b) being given a written request signed by at least three (3) Board Members who at the time of signing the request are voting members of the Board; or at least half of Affiliated Club Members plus one (1);
  - (c) being given a written notice of an intention to appeal against the decision of the Board:
    - (i) to reject an application for membership; or
    - (ii) to terminate a person's membership.
- (2) A request mentioned in subrule (1)(b) must state:
  - (a) why the Special General Meeting is being called; and
  - (b) the business to be conducted at the meeting.
- (3) A Special General Meeting must be held within three (3) months after the Secretary:
  - (a) is directed to call the meeting by the Board; or
  - (b) is given the written request mentioned in subrule (1)(b); or
  - (c) is given the written notice of an intention to appeal mentioned in subrule (1)(c).
- (4) If the Secretary is unable or unwilling to call the special meeting, the President must call the meeting.



- (5) A Special General Meeting called in line with subrule 1 to 4 must be conducted in accordance with Rule 34 and 35.

### **37 MINUTES OF GENERAL MEETINGS**

- (1) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each General Meeting are entered in a minute book.
- (2) To ensure the accuracy of the minutes:
  - (a) the minutes of each General Meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next General Meeting, verifying their accuracy; and
  - (b) the minutes of each Annual General Meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next meeting of the Association that is a General Meeting or Annual General Meeting, verifying their accuracy.
  - (c) the minutes compiled by the Secretary and duly signed by the Chairperson authenticating their accuracy shall be deemed as the official minutes.
- (3) If asked by a member of the Association, the Secretary must, within twenty-eight (28) days after the request is made:
  - (a) make the minute book or electronically secure file for a particular General Meeting available for inspection by the member at a mutually agreed time and place; and
  - (b) give the member copies of the minutes of the meeting.
- (4) The Association may require the member to pay the reasonable costs of providing copies of the minutes.

### **38 BY-LAWS**

- (1) The Board may make, amend or repeal By-laws, not inconsistent with these rules, for the internal Management of the Association.
- (2) A By-law may be set aside by a vote of members at a General Meeting of the Association.

### **39 ALTERATION OF RULES**

- (1) Subject to the Act, these rules may be amended, repealed or added to by a **special resolution** as defined in Rule 35 1(a) carried at a General Meeting.
- (2) However an amendment, repeal or addition is valid only if it is registered by the Chief Executive as defined in Rule 1 (32).

### **40 COMMON SEAL**

- (1) The Board must ensure the Association has a common seal.
- (2) The common seal must be:
  - (a) kept securely by the Board; and
  - (b) used only under the authority of the Board.
- (3) Each instrument to which the seal is attached must be signed by a member of the Board and countersigned by:
  - (a) the Secretary; or

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

#### 41 FUNDS AND ACCOUNTS

- (1) The funds of the Association must be kept in an account in the name of the Association in a financial institution decided by the Board.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association and its THA Branches (if applicable).
- (3) All amounts must be deposited in the financial institution accounts as soon as practicable after receipt.
- (4) The Association General Funds will be utilised for the collection of Association and affiliation, player fees, training fees and Association charges and collective activity charges.
- (5) If it is so determined by a member Club or Branch that their funds be managed under a more efficient collective system then THA will be required to manage said funds (fundraising, sponsorship club fees) in accordance with one of the following:
  - (a) **THA Non Incorporated Branches:** The Association's 'General Account' may be utilised if said account issues a specific financial reporting code that tracks and records the specific Branch's income and expenditure so the specific Branch's activities, profit and loss and end of year audit can be reported in accordance with the Act; or
  - (b) **THA Incorporated Branch or Clubs:** who choose to have their accounts managed by professional services may have their account in their own name with a bank that has been approved by the Board. The Association Finance Officer will ensure each Club or Branches profit and loss and end of year audit are provided in accordance with the Act; or
  - (c) **THA Branch who are a member of a professionally managed sporting or community club** may have their funds managed by their governing Sports or Community Club if this Club manages and reports their funds on their behalf.
- (6) **Funds** mentioned in subrule (5) are for the Clubs and or Branches specific use, and their Committees shall:
  - (a) determine how their specific funds will be raised and ensure all said funds are expended in accordance with their members' expectation and in accordance with the Act; and
  - (b) ensure the Hockey Queensland requirements for fund management, risk and fraud mitigation are implemented.
- (7) The Board is required to keep a separate bank account to general funds for:
  - (a) **Asset Fund** for facility and major equipment repair, maintenance and replacement, facility loan payments and team uniform replacements; and
  - (b) **Government** for Taxes, BAS (if the Association is required by law) and Staff entitlements, superannuation and Grants though from time to time Grants may be kept in a separate account if so determined by the Board.
- (8) **The Asset funds** collected as mentioned in subrule (5)(a) may only be used for the purpose described within this subrule and as such must remain protected for this use, unless 75% of Affiliated Club at a General Meeting to determine differently.

- (9) **The Government taxes** mentioned in subrule (7)(b) funds collected may only be used for the purpose described within this subrule, unless the government provides written advice that the funds may be used for a different purpose, though all established surpluses at the end of the Government reporting timeframe may be transferred to general funds
- (10) **The Staff entitlements** mentioned in Subrule (7)(b) must be paid into this account at least quarterly and said funds must remain protected for the prescribed purpose only.
- (11) Any funds collected by the Association on behalf of an Affiliated Club or Branch are to be paid or allocated monthly by the Treasurer to their designated accounts.
- (12) The Budget for the Management of the Association and collective system is to be prepared by the Board and presented at a Board and Affiliated Club meeting in consideration of the following:
- (a) **The Board and Affiliated Club** will be required to operate within the approved Budget; and
  - (b) Any variance other than those for on-cost items such as facility usage, power, water and/or affiliation increases outside the control of the budget will require Board approval.
- (13) A payment by the Association of one hundred dollars (\$100) or more must be made by electronic funds transfer only, when that has been pre-approved by the Board.
- (14) If an Association payment of one hundred dollars (\$100) or more is made by electronic funds transfer, the electronic transfer must be authorised by any two (2) of the following not a family member as defined in Rule 1 (14):

**Association Signatories**

- (a) the Chairperson
- (b) the Secretary
- (c) the Treasurer
- (d) any other member of the Association authorised by the Board from time to time.

However, one (1) of the persons who authorises an electronic payment must be the Treasurer and if the Treasurer is unavailable then it must be the Chairperson.

**THA Branch signatories (Non-Incorporated) shall be:**

- (e) Branch Committee member and the
- (f) Branch Appointed THA Treasurer

However, one (1) of the persons who authorises a payment must be the Branch Manager and if the Branch Manager is unavailable then it must be the THA Treasurer.

- (13) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable if utilised.
- (14) All Association expenditure must be approved or ratified at a Board Meeting and all THA Branch expenditure must be ratified at a Branch Committee Meeting.
- (15) The Association is entitled and authorised to issue Bank Debit cards, Pay Pal Account or a similar type of card or account for it and its THA non-incorporated Branches use and each card or account dollar (\$), use and withdrawal limits will be determined by the Board in consideration of the Association and Branch budget and operational requirements from time to time.

- (17) These **Association cards or accounts** use will be managed by the Treasurer in line with the approved financial expenditure and reporting requirements applied from time to time by the Association and or governing bodies.
- (18) Members will be provided opportunity to reduce their Affiliation Fees and charges through the receipt of credits for volunteer services approved and in the manner determined by the Board from time to time.
- (19) A petty cash account must be kept on the imprest system, and the **Board** must decide the amount of petty cash to be kept in the account.

## 42 GENERAL FINANCIAL MATTERS

The duty of the Board shall be to:

- (1) develop, manage and administer the Association: cash management, payment system, payment compliance, utilising modern electronic financial management practises and policies and implement anti-fraud strategies;
- (2) manage the Association under a **user pays financial system** as described in Rule 1 (33) and ensure this system applies to all users irrespective of their membership status or usage;
- (3) develop and operate an Association and collective system budget annually and this budget must report the projected income and expenditure against the previous year's actual income and expenditure (if available) for the Association;
- (4) ensure all Board members sight and sign the most recent bank statement as described in Rule 1 (29) at each official meeting of the Board;
- (5) ensure all funds raised, collected and or paid by an Affiliated Club, Program Areas and or Player Groups as defined in Rule 1 (27), are held and recorded in the Association's accounts for distribution by the Board in accordance with Subrule (6); and
- (6) that these specific funds raised for said groups or Affiliated Clubs will be held by the Association for their express use and development unless the members eligible to vote of this Affiliated Club or group agree by a member specific poll as described in Rule 46;
- (7) the income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers;
- (8) ensure no items can be purchased by the Association, Affiliated Club or a representative of the Association without a Purchase Order from the Treasurer or his or her representative;
- (9) conduct a stock take at least once every six (6) months of all items under the financial responsibility of the Association or THA Clubs (Incorporated or not);
- (10) have a fully functioning Financial Committee as described in Rule 1 (15) whose task is to oversee financial and budget matters and provide advice to the Board; and
- (11) to take the advice provided by the Financial Committee in the manner described in Rule 1 (16) and if the Board disagrees then their decision to disagree must be unanimous if not then the matter must be taken to the Affiliated Clubs for decision or if the matter is significant the Board may conduct a members poll to determine their decision.

**The duty of Treasurer** shall be to:

- (12) Operate in accordance with the Association's financial policies, procedures and risk reduction strategies (fraud) always;
- (13) keep the financial records electronically and stored in the cloud to mitigate risk and ensure the Executive have access to view;
- (14) produce a budget and reporting process that clarifies the income and expenditure costs for the Association and each income stream is required to record the real expenditure costs including the income streams percentage (%) to costs to items such as power, water, equipment, administration, staff, volunteers to ensure accurate reporting of the income stream's real profit or loss;
- (15) provide a written financial report at every official meeting of the Board and such a report must include a minimum of the following:
  - (a) profit and loss report and bank reconciliation for the period (Association and for each Branch)
  - (b) the budgeted (expected) income and expenditure forecast against the actual income and expenditure for the report period; and
  - (c) produce the most recent bank statements in accordance with Subrule (4).
- (16) manage the electronic payment, purchase order and cash management systems internally and externally in accordance with financial policy and risk reduction strategies (fraud);
- (17) review the findings of the Association 'Stock Takes' within thirty (30) days of the stock take and report the percentage (%) of returns for each area to the Board for consideration; and
- (18) 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 in the manner required by the Act as defined Rule 1 (2).

#### **43 DOCUMENTS**

The Board must ensure the safe custody of books, documents, instruments of title and securities of the Association as described in Rule 1 (30)

#### **44 FINANCIAL YEAR**

The end date of the Association's financial year will be **30 June** in each year and the Association's Annual General Meeting is to be conducted before the end of the main sporting season while members are still active (August/September) unless the members agree at a Special General Meeting to an alternative time.

#### **45 ASSOCIATION NOT TO BE USED FOR BUSINESS**

- (1) No Member will give the address of the Association in any advertisement or use the Association for business purposes.

## 46 POLL OF MEMBERS OR MEMBER GROUPS

Polling of members shall be conducted electronically and the results of said poll will be determined in accordance with subrules (1) to (9). The Board may call a General Meeting to present a matter but player members' decision may only be determined via electronic poll.

**The Board shall be required to poll members as follows:**

- (1) The Board is required under these Rules to call for an electronic poll of members to determine a member's decision on any matters that:
  - (a) may impact the financial status of THA such as but not limited to a depleting surplus, or if it is required to increase fees significantly; or
  - (b) require significant funds (turf, land, building) that will impact members over time; or
  - (c) seriously alter membership access to the facility (training or competition); or
- (2) The Board have the right to conduct a member poll on any other matters they so determine from time to time.
- (3) The Board will be required to identify if the poll results for subrule (2) are being used to determine members' opinion on a matter and or if the results will determine a decision on the matter.
- (4) The Board will action the results of each member poll in accordance with how members were informed their result would be actioned (opinion/decision).

## **THA AFFILIATED BRANCHES**

Rule 47 to 49 is only applicable when an Affiliated Club and its members determines at a General Meeting of their Association to become an Affiliated Branch of THA. (Incorporated or not)

## 47 MEMBERSHIP OF AN AFFILIATED BRANCH

- (1) THA Affiliated Branch Management Committee shall be a minimum of two (2) and maximum of three (3) adults.
- (2) The Branch Committee position titles may change as described in Rule 1 (10) though position (1) Branch Manager will always remain as described:
  - (1) Branch Manager
  - (2) Branch Hockey Coaching Coordinator
  - (3) Assistant Branch Coordinator (if required)
- (3) No Affiliated Branch Management personnel can hold a position on the Board unless Rule 17 (4) has determined it so.

## 48 APPOINTMENT (ELECTION) OF THE BRANCH MANAGEMENT TEAM

**A Branch Manager may only be appointed as follows:**

- (1) A person may be a candidate only if the person:
  - (a) is an adult eligible to be elected as a member under section 61A of the Act and
  - (b) is not in conflict with Rule 47 (3); or
  - (c) is not the President, Secretary or Treasurer or committee member of an Affiliated Club.

- (2) Branch Managers must retire from the Affiliated Members Committee in line with Association Rolling Governance policy and procedures for Branches.
- (3) **AGM held in Odd Years:** directly after the AGM of the Association, all Branch Managers designated with an odd number and all Coaching Coordinators with an even number determined in the first instance by name alphabetically and then numerically for any new Branches shall be declared vacant or an **AGM held in Even years:** directly after the AGM of the Association, all even numbered Branch Managers and odd numbered Branch Coordinator positions similarly held shall be declared vacant. Any candidates whose position has been declared vacant under this rule shall be eligible upon nomination for re-appointment subject to Subrule (4).
- (4) No individual can hold a position on the Branch Committee for more than four (4) consecutive years and must retire for a minimum of one (1) year before they will be eligible for re-appointment to any Branch Management position and on said retirement are entitled to hold a general volunteer position within the Branch as described in Rule 1 (39).
- (5) All nominations for Branch positions are to be in writing and in the hands of the Secretary on the date determined by the Board from time to time.
- (6) All candidates will be required to indicate in writing their ability to meet the skills, tasks and time required for the applied position as defined by the Association's Branch 'Position Statements' within the manner and timeframe set by the Board from time to time.
- (7) On receipt of applications the Board will review all applications to ensure they meet the requirements of the position. If there is doubt, the Board and the Branch Managers will determine if the applicant meets said requirements.
- (8) If an applicant meets the requirements a list of Branch Candidates shall be presented to the specific Branch's members via a members poll as described in Rule 46 to seek Branch Members' support for their candidates appointment to their Branch Committee.
- (10) If no person/s have nominated and no candidates have met position requirements as described in Subrule (7) or a vacancy occurs mid-term the Board may directly appoint a person or persons to fill the vacancy. If no person or persons can be appointed the Board may buy in the services at the specific Branch Members' expense.

#### **47 REMOVAL OF AFFILIATED BRANCH COMMITTEE**

If it is proven a Club or Branch Committee or an individual member of the committee have failed their members, or failed to abide by the Association's Rules, Membership Terms, Collective Governance System, Policies, Confidentiality Agreements, Procedures, Codes of Conduct and Behaviour and or if they have placed the organisation's reputation within the community or sport at risk and or they are unable to deliver their responsibilities or that they are not actively participating in the development of the Branch or the sport of Hockey, the Board and remaining Club Committee personnel in conjunction with their membership will determine if the Club Committee or an individual member of the Committee are to be removed and as such their decision on the matter shall be final.

#### **50 AFFILIATED MEMBER CLUBS, PROGRAM AREAS OBLIGATIONS**

- (1) Club management personnel and or Program Area Managers are responsible for managing service delivery standards and requirements in accordance with the signed Affiliation Membership Terms as described in Rule 1 (7), Association and the sport's governing bodies operating and service delivery requirements, policies and procedures.

- (2) Club Management personnel and or Program Area managers are required to work constructively with the Association Board and other member Clubs and or Teams.
- (3) Non-Incorporated Affiliated Branches and or Program Areas are protected by Association incorporation and as such to receive such protection will require the Branch to sign the Hockey Queensland Affiliation Membership Terms and action the obligations of the membership terms.
- (4) If a breach was to occur, the Board will determine the action/s required to remedy the breach, the timeframe for compliance, penalties for non-compliance and or ceasing the Agreement and protection offered.

## **51 MEETING OF THE BOARD AND AFFILIATED CLUB MEMBERS/PROGRAM AREA**

The following Subrules relate to all meetings other than General Meetings described in Rule 1 (23)

**(1) Meeting procedures are to be conducted as follows:**

- (a) the notice of such meetings will be determined by the Board;
- (b) the Board or its appointed representative will Chair meetings and the Chairperson must conduct the meeting in a proper and orderly way;
- (d) Member Clubs and Program Area individuals must conduct themselves in an appropriate manner and in accordance with the direction of the Chair; and
- (e) the Secretary must ensure at all Official meetings of said groups that full and accurate minutes are taken and ensure all matters raised for Board consideration are placed on the agenda of the next official meeting of the Board.

**(2) Attendance at Meetings**

**Attendees or Representatives** shall be:

- (a) **Affiliated Club representatives** must be an elected or appointed member of the Club Committee.
- (b) **Program Area representatives** must be those individuals who have been officially appointed to the Program Area by the Board.
- (c) **Associate Team representatives** must be those individuals appointed by their Branch, team, school or players.

**(3) Voting procedures:**

- (a) The Board shall determine if a matter raised at such a meeting shall be for Board consideration or if the matter will be determined by those present. The Board shall inform the attendees if their vote will form a decision or be presented to the Board for consideration before any vote is taken; though
- (b) For matters relating to Strategic Business, Administration and or Finance circulated and advertised as requiring a member's vote only Affiliated Member Club representatives present and eligible to vote will be entitled to one (1) vote; and
- (c) For matters relating to the Association's service delivery requiring a decision: Affiliated Member Clubs, Associated Team Members (if invited by the Board) and or Program Area Representatives present will be entitled to one (1) vote per person however those representatives who are not directly utilising the service requiring a decision shall be entitled to speak on the matter but not entitled to vote.



**52 DISORDERLY CONDUCT AT ANY MEETING**

If a Member at any meeting:

- (1) persistently and wilfully obstructs the business of any meeting;
- (2) is guilty of disorderly conduct;
- (3) uses objectionable words and refuses to withdraw such words; or
- (4) persistently and wilfully disregards the authority of the Chairman;

the Member may be excluded by the Chairman for the duration of the meeting and may be further dealt with under the Constitution and or Policies of the Association.

**53 OBJECTION TO VALIDITY OF VOTE**

Subject to this Constitution, the Chairman will be sole and absolute judge as to the validity of any vote cast on any question, and unless objection to the validity of any vote is raised immediately after the Chairman has declared the result of the vote on its validity, cannot be again raised at any subsequent stage of the meeting.

**54 DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY**

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