1. Name of the association

The name of the association is**: Barracudas Water Polo Club Inc**

1. Definitions

In these rules, unless the contrary intention appears:

“Act” means the Associations Incorporation Act 1981 as amended.

“annual general meeting” means the meeting convened under rule 20.

“BWP” means Brisbane Water Polo Inc.

“convene” means to call together for a formal meeting.

“Department” means the government department with responsibility for administering the Associations Incorporation Act (Qld) 1981

“financial year” means the year set out in rule 31.

“general meeting” means a meeting to which all members are invited.

“Management Committee meeting” means a meeting referred to in rule 15.

“Management Committee member” means a person referred to in sub-rule 11.1.

“member” means member of the Association.

“ordinary resolution” means a resolution other than a special resolution.

“poll” means voting conducted in written form (as opposed to a show of hands).

“special general meeting” means a general meeting other than the annual general meeting.

“special resolution” has the meaning given by section 3 of the Act, that is:

* + a resolution is a special resolution if it is passed by a majority of not less than three fourths of the members of the Association who are entitled under the rules of the Association to vote and vote in person or, where proxies or postal votes are allowed by the rules of the Association by proxy or postal vote, at a general meeting of which notice specifying the intention to propose a resolution as a special resolution was given in accordance with those rules.”

“WPA” means Water Polo Australia Limited.

“WPQ” means Water Polo Queensland Inc.

1. Objects of Association

3.1 The objects of the Association are:

1. To encourage the development of, support of, further the interests of, promote and support water polo in our community;
2. Encouraging participation and skills improvement of individual members;
3. To develop the importance of members’ contributions to team values; and
4. To facilitate pathways to representative water polo including Brisbane Barracudas Water Polo Incorporated National League participation.

3.2 The property and income of the Association shall be applied solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

1. Powers of Association

The powers conferred on the Association are the same as those conferred by section 25 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Association may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may:

4.1 To take over the funds and other assets and liabilities of the incorporated association known as the “Tugun Amateur Water Polo Club”.

4.2 To subscribe to, become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, Association or organisation which does not prohibit the distribution of its income and property among it’s members to an extent at least as great as that imposed on the Association under or by virtue of subrule 29.10.

4.3 In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association’s premises

4.4 To purchase, take on lease or in exchange, hire and otherwise acquire any lands, building, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association: Provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts.

4.5 To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions

4.6 To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association

4.7 To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated association or promotion of the incorporated association or in the furtherance or it’s objects

4.8 To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association’s interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof

4.9 To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit;

4.10 To take or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate

4.11 In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate

4.12 To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association’s property or assets present or future and to purchase, redeem or pay-off any such securities

4.13 To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments

4.14 In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association

4.15 To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, or any unpaid balance of the purchase price, of any part of the Association’s property of whatsoever kind sold by the Association, or any money due to the Association from purchases and others

4.16 To take any gift or property whether subject to any special trust or not, for any one or more of the objects of the Associations but subject always to the proviso in sub-rule 4.4

4.17 To take such steps by personal or written appeals, public meetings or otherwise as may from time to time be deemed expedient for the purpose of procuring contribution to the funds of the Association, in the shape of donations, annual subscriptions or otherwise

4.18 To print and publish newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects

4.19 In furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of sub-rule 29.10

4.20 In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate

4.21 In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate

4.22 To make donations for patriotic, charitable or community purposes

4.23 To transact any lawful business in aide of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged

4.24 To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association

5. Classes of Membership

5.1 The Membership for the Association shall consist of the classes set out in Attachment “A”.

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

5.3 Every applicant for any class of membership of the Association shall be proposed by one member of the Association and seconded by another member. Unless the Management Committee prescribes otherwise, the application shall be made in writing signed by the applicant and his proposer and seconder.

6. Membership Fees

6.1 The membership fees for each class of membership shall be such sum as the members shall from time to time at any general meeting so determine

6.2 The membership fees for each class of membership shall be payable at such time and in such manner as the Management Committee shall from time to time determine

7. Admission and Rejection of Members

7.1 At the next meeting of the Management Committee after the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant

7.2 Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for

7.3 Upon the acceptance or rejection of an application for any class of membership, the Secretary shall forthwith give the applicant notice in writing of such acceptance or rejection

8. Termination or Suspension of Membership

8.1 A member may resign from the Association at any time by giving notice in writing to the Secretary. Such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.

8.2 If a Member;

1. Is convicted of an indictable offence; or
2. Fails to comply with any of the provisions of the rules; or
3. Has membership fees in arrears for a period of 2 months or more; or
4. Conducts himself or herself in a manner considered to be injurious or prejudicial to the character or interests of the Association,

the Management Committee shall consider whether his or her membership shall be suspended or terminated

8.3 The Member concerned shall be given a full and fair opportunity of presenting his/her case and if the Management Committee resolves to suspend or terminate his or her membership it shall instruct the Secretary to advise the member in writing accordingly.

8.4 Subject to Rule 9, a member has his or her membership suspended or terminated on the day on which the decision to suspend or terminate membership is communicated to him or her under sub-rule 8.3.

9. Appeals Against Rejection or Suspension or Termination of Membership

9.1 A person whose application for membership has been rejected or whose membership has been suspended or terminated may within fourteen days of receiving written notification thereof, lodge with the Secretary written notice of his intention to appeal against the decision of the Management committee.

9.2 Upon receipt of a notification of intention to appeal against rejection, suspension or termination of membership the Secretary shall convene, within two months of the date of receipt by him/her of such notice, a general meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present his case and the Management Committee or those members thereof who rejected the application for membership or suspended or terminated the membership subsequently shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of the members present at such meeting.

9.3 When Notice is given under sub-rule 9.1, the member who gave that notice is not suspended or does not cease to be a member unless and until the decision of the Management Committee to suspend or expel him or her is confirmed under this sub-rule.

9.4 Where a person whose application is rejected, does not appeal against the decision of the Management Committee within the time prescribed by these Rules or so appeals but the appeal is unsuccessful, the Secretary shall forthwith refund the amount of any fee paid.

10. Register of members of Association

10.1 The Secretary, on behalf of the Association, must comply with section 27 of the Act by keeping and maintaining in an up to date condition a register, electronic or otherwise, of the members of the Association and their postal, email or residential addresses and, upon the request of a member of the Association, shall make the register available for the inspection of the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.

10.2 The register must be so kept and maintained at the Secretary’s place of residence, or at such other place as the members at a general meeting decide.

10.3 The Secretary must cause the name of a person who dies or who ceases to be a member, to be deleted from the register of members

11. Membership of the Management Committee

11.1 Subject to rule 16, the affairs of the Association will be managed exclusively by a Management Committee consisting of a President, Secretary, Treasurer, Registrar and such number of other members as the members of the Association at any general meeting may from time to time elect or appoint, all of whom shall be members of the Association.

11.2 At the Annual General meeting of the Association all the members of the Management Committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.

11.3 The election of officers and other members of the Management Committee shall take place in the following manner:

1. Any two members of Association shall be at liberty to nominate any other member to serve as an officer or other member of the Management Committee
2. The nomination, which shall be in writing and signed by the member and his/her proposer and seconder, shall be lodged with the Secretary at least fourteen (14) days before the Annual General Meeting at which the election is to take place
3. A list of the candidates’ names in alphabetical order, which the proposers and seconders names, shall be posted in a conspicuous place in the office or usual place of meeting of the association for at least seven (7) days immediately preceding the Annual General Meeting
4. Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies
5. Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting

12. Casual Vacancies

A casual vacancy occurs in the office of a Management Committee member and that office becomes vacant if the Management Committee member:

1. Dies;
2. Resigns by notice in writing delivered to the President or, if the Management Committee member is the President, to the Vice President and that resignation is accepted by resolution of the Committee;
3. Is convicted of an offence under the Act;
4. Is permanently incapacitated by mental or physical ill health;
5. Is absent from more than three (3) consecutive Management Committee meetings or three (3) Management Committee meetings in the same financial year, without tendering an apology to the person presiding at each of those Management Committee meetings of which meeting the member received notice, and the Management Committee has resolved to declare the office vacant;
6. Ceases to be a member of the Association; or
7. Is the subject of resolution passed by a general meeting of members terminating his/her appointment as a Management Committee member.

13. Vacancies on the Management Committee

13.1 The Management Committee shall have power at any time to appoint any member of the Association to fill any casual vacancy on the Management Committee until the next Annual General Meeting.

13.2 The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of the increasing the number of members of the Management Committee to that number or of summoning a General Meeting of the Association, but for no other purpose.

14. Functions of the Management Committee

14.1 Except as otherwise provided by these Rules and subject to resolutions of the Members of the Association carried at any general meeting the Management Committee –

1. Shall have the general control and management of the administration of the affairs, property and funds of the Association; and
2. Shall have authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent

14.2 The management Committee may exercise all the powers of the Association –

1. To borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association’s property, both present and future, and to purchase, redeem or pay off any such securities;
2. To borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities; and
3. To invest in such manner as the members of the Association may from time to time determine

##### 14.3 The President’s duties and responsibilities include:

1. Manage committee meetings
2. Manage the annual general meeting
3. Represent the club at local, regional, state and national levels and sustain and grow relationships with WPA, WPQ, BWP and other stakeholders
4. Play a leading role in ensuring the Management Committee and General Committee, through effective delegation, are empowered to undertake the necessary tasks required for their roles so as to achieve harmony and effectiveness
5. Provide on going input into the strategic direction of the Club
6. Act as a facilitator for club activities
7. Ensure the planning and budgeting for the future is carried out in accordance with the wishes of the members.

14.4 The Secretary must:

1. Co-ordinate the correspondence of the Association;
2. Keep full and correct minutes of the meetings of the Management Committee and of the Association;
3. Comply on behalf of the Association with:
4. keeping a register of members of the Association, as referred to in rule 10;
5. keeping and maintaining in an up to date condition, the rules of the Association and upon the request of a member of the Association, must make available those rules for the inspection of the member and the member may make a copy of or take an extract from the rules but will have no right to remove the rule for that purpose; and
6. by maintaining a record of the names and residential or postal addresses of the persons who hold the offices of the Association provided for by these rules, including all offices held by the persons who constitute the Management Committee and persons who are authorised to use the common seal of the Association under rule 28;
7. Unless the members resolve otherwise at a general meeting otherwise, have custody of all books, documents, records and registers of the Association, including those referred to in paragraph (c) but other than those required by rule 14.4 to be kept and maintained by or in the custody of the Treasurer;
8. calling meetings of the Association including preparing Notices of the meeting and of the business to be conducted at the meeting in consultation with the President of the Association; and
9. perform such other duties as are imposed by these rules on the Secretary.

14.5 The Treasurer must;

1. Be responsible for the receipt of all monies paid to or received by, or by him or her on behalf of, the Association and must issue receipts for those monies in the name of the Association;
2. Pay all monies referred to in paragraph (a) into such account or accounts of the Association as the Management Committee may from time to time direct;
3. Make payments from the funds of the Association with the authority of a general meeting or of the Management Committee and in doing so, ensure that all cheques or Electronic Transfers are signed or authorised by himself or herself and at least one other authorised Committee member or by any two others as are authorised by the Management Committee;
4. With respect to the accounting records of the Association by:
5. keeping such accounting records as correctly record and explain the financial transactions and financial position of the Association;
6. keeping its accounting records in such manner as will enable true and fair accounts of the Association to be prepared from time to time;
7. keeping its accounting records in such manner as will enable true and fair accounts of the Association to be conveniently and properly audited; and
8. submitting to members at each annual general meeting of the Association, accounts of the Association showing the financial position of the Association at the end of the immediately preceding financial year;
9. Whenever directed to do so by the President, submit to the Management Committee a report, balance sheet or financial statement in accordance with that direction;
10. Unless the members resolve otherwise at a general meeting, have custody of all securities, books and documents of a financial nature and accounting records of the Association, including those referred to in paragraphs (d) and (e); and
11. Perform such other duties as are imposed by these rules on the Treasurer.

14.6 The Registrar must assist the Secretary to comply with all duties and responsibilities under rule 10 and sub-rule 14.4 in relation to maintaining a Register of Members.

15 Meetings of Management Committee

15.1 The Management Committee shall meet at least once every calendar month to exercise its function

15.2 A special meeting of the Management Committee shall be convened by the Secretary on the requisition In writing signed by not less than one third of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat

15.3 At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and / or appointed to the Management Committee as at the close of the last general meeting of the members, shall constitute a quorum.

15.4 Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit: Provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes the person presiding at the Management Committee meeting will have a casting vote in addition to his/her deliberative vote.

15.5 A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which he is interested, or any matter arising there out, and if he does so vote his vote shall be counted

15.6 Not less than fourteen days notice shall be given by the Secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed there at.

15.7 The President shall preside as Chairman at every meeting of the Management Committee, or if there is no President, or if at any meeting he or she is not present within ten minutes after the time appointed for holding the meeting, the Vice President shall be Chairman or if the Vice President is not present then the members may choose ne of their number to be Chairman of the meeting.

15.8 If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. 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 a day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

16. Appointment of Sub-Committee

16.1. The Management Committee may delegate any of its powers to a sub - committee consisting of such members of the Association as the Management Committee thinks fit. Any sub - committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee by an Act or any other law. The Management Committee may, in writing, revoke wholly or in part any delegation under this sub-rule.

16.2. A sub-committee may elect a Chairman of its meetings. If no such Chairman is elected, or if at any meeting the Chairman is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their numbers to be Chairman of the meeting.

16.3. A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.

17. Acts not affected by Defects or Disqualifications

All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.

18. Resolutions of management committee without meeting

A resolution in writing signed by all members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

##### Annual General or General Meetings

19. First annual general meeting

The first General Meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the Association, and at such place as the Management Committee may determine.

20. Subsequent annual general meetings

20.1 The Annual General Meeting shall be held within three months of the close of the financial year.

20.2 The business to be transacted at every Annual General Meeting shall be:

1. The receiving of the Management Committee’s report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Association for the preceding financial year;
2. The receiving of the Auditors report upon the books and accounts for the preceding financial year;
3. The election of members of the Management Committee; and
4. The appointment of an Auditor

**21.** The Secretary shall convene a Special General Meeting:-

1. When directed to do so by the Management Committee; or
2. On the requisition in writing signed by not less than one-third of the members presently on the Management Committee or not less than the number of ordinary members of the Association which equals double the number of members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such Special General Meeting is being convened and the nature of the business to be transacted thereat; or
3. On being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person

**22. Proceedings at General Meetings**

22.1 At any General Meeting the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.

22.2 No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of this rule “member” includes a person attending as a proxy or as representing a corporation, which is a member.

22.3 If within half an hour from the time appointed for the commencement of a General Meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.

22.4 The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

**23. Notice of General Meeting**

23.1 The Secretary shall convene all General Meetings of the Association by giving not less than fourteen (14) days’ notice of any such meeting to the members of the Association.

23.2 The manner by which such notice shall be given shall be determined by the Management Committee: provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his or her membership by the Management Committee, shall be given in writing. Notice of a General Meeting shall clearly state the nature of the business to be discussed thereat.

24. Unless otherwise provided by these rules, at every General Meeting:

24.1 The President shall preside as Chairman, or if there is no President, or if he or she is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, then the members present shall elect one of their number to be Chairman of the meeting;

24.2 The Chairman shall maintain order and conduct the meeting in a proper and orderly manner;

24.3 Every question, matter or resolution shall be decided by a majority of votes of the members present;

23.4 Every member present shall be entitled to one vote and in the case of an equality of votes the Chairman shall have a second or casting vote: Provided that no member shall be entitled to vote at any General Meeting if his or her annual subscription is more than one month in arrears at the date of the meeting;

24.5 Voting shall be by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which event there shall be a secret ballot. The Chairman shall appoint two members to conduct the secret ballot in such a manner as he/she shall determine and the result of the ballot as declared by the Chairman shall be deemed to be the resolution of the meeting at which the ballot was demanded.

24.6 A member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote;

24.7 The instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointor or of his or her attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy may but need not be a member of the Association. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a ballot;

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

ASSOCIATION:

I of

Being a member of the above named Association, hereby appoint

of

Or failing him

of

As my proxy to vote for me on my behalf at the (Annual) General Meeting of the Association, to be held on the day of 20\_\_ and at any adjournment thereof.

Signature

This form is to be used \*in favour of or \*against the resolution.

(\*Strike out whichever is not desired. Unless otherwise instructed, the proxy may vote as he/she thinks fit)

24.9 The instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and

24.10 The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and General Meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of recording such minutes, the minutes of every Management Committee meeting shall be signed by the Chairman of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every General Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General Meeting: Provided that the minutes of any Annual General Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General Meeting or Annual General Meeting.

25 Minutes of Meeting of Association

25.1 The Secretary must cause proper minutes of all general meetings and Management Committee meetings to be taken and to be entered within thirty (30) days after the holding of each general meeting or Management Committee meeting as the case requires, in the Minute Book kept for that purpose.

25.2 The President must ensure that the minutes taken of a general meeting or Management Committee meeting under sub-rule 25.1 are checked and signed as correct by the chairperson of the general meeting or the Management Committee meeting to which those minutes relate or by the chairperson of the next succeeding general meeting or Management Committee meeting, as the case requires.

25.3 When minutes have been entered and signed as correct under this rule, they are, until the contrary is approved, evidence that:

1. the general meeting or Management Committee to which they relate (in this sub-rule called “the meeting”) was duly convened and held;
2. all proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and
3. all appointments or elections purporting to have been made at the meeting have been validly made.

26. By-Laws

The Management Committee may from time to time make, amend or repeal by-laws not inconsistent with these Rules, for the internal management of the Association and any by-law may be set aside by a General Meeting.

27. Alteration of Rules

Subject to the provisions of the Associations Incorporation Act (Qld) 1981, these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any General Meeting: Provided that no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the Chief Executive of the Department.

28. Common Seal

The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the Seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the Secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

29. Funds and Accounts

29.1 The funds of the Association shall be deposited in the name of the Association in such Bank or Permanent Building Society as the Management Committee may from time to time direct.

29.2 Proper books and accounts shall be kept and maintained either in written, electronic or printed form in the English language showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.

29.3 All moneys shall be deposited as soon as practicable after receipt thereof.

29.4 All amounts of money shall be paid by cheque or Electronic Transfer, authorised by any two of the President, Secretary, Treasurer or other member authorised from time to time by the Management Committee.

29.5 Cheques shall be crossed “not negotiable” except those in payment of wages, allowances or petty cash recoupments which may be open.

29.6 The Management Committee shall determine the amount of petty cash, which shall be kept, on the imprest system.

29.7 All expenditure shall be approved or ratified at a Management Committee meeting.

29.8 As soon as practicable after the end of each Financial Year the Treasurer shall cause to be prepared a statement containing the particulars of:

1. The income and expenditure for the financial year just ended; and
2. The assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year

29.9 All such statements shall be examined by the auditor who shall present his or her report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the Financial Year in respect of which such audit was made.

29.10 The income and property of the Association whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Association provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of moneys advanced by him/her to the Association or otherwise owing by the Association to him/her or of remuneration to any officers or servants of the Association or to any member of the association or other person in return for any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.

30. Documents

The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

31. Financial Year

The Financial Year of the Association shall close on May 30 in each year.

32. Distribution of Surplus Assets

If the Association shall be wound up in accordance with the provisions of the Associations Incorporation Act (Qld) 1981, and there remains, after satisfaction of all its debts and liabilities, and property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of sub-rule 29.10, such institution or institutions to be determined by the members of the association.

33. Disputes and Mediation

33.1 The complaint procedure set out in this rule applies to disputes under these rules between:

1. a member and another member; or
2. a member and the Association; or
3. if the Association provides services to non-members, those non-members who receive services from the Association, and the Association.

33.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen (14) days after the dispute comes to the attention of all of the parties.

33.3 If the dispute remains unresolved, the parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

33.4 The mediator, in conducting the mediation, must:

1. give the parties to the mediation process every opportunity to be heard;
2. allow due consideration by all parties of any written statement submitted by any party; and
3. ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

33.5 The parties to the dispute must comply with, as far as possible, the Complaints Procedures under the Member Protection Policy published from time to time by WPA. The Management Committee of the Association must determine any issue that may arise regarding the interpretation or implementation of these Procedures.

33.6 The mediation must be confidential and without prejudice.

33.7 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

**APPENDIX A**

**Classes of Membership of Barracudas Water Polo Club Inc**

|  |  |  |  |
| --- | --- | --- | --- |
| **Class of** | **Description of membership** | | |
| **Member** | **a.)****Number of members in this class** | **b.) Membership eligibility**  (Describe what criteria have to be met for this class of membership. | **c.)** **Membership limitations**  This refers to the voting rights and election to committees |
| 1. Ordinary | Unlimited | 1. Must be 18 years or over 2. Must be a registered water polo player 3. Must support the objectives of the Association | 1. Nil |
| 2. Junior | Unlimited | 1. Must be under 18 years of age 2. Must be a registered water polo player 3. Must support the objectives of the Association | 1. May not vote (until reaching 18 years of age) except that only one parent or guardian of a junior player may vote in respect of that junior player 2. Not eligible for election to the Management Committee |
| 3.Life Member | Unlimited | 1. Voted by the Management Committee and meeting approved criteria 2. Expected minimum 10 year membership and contribution of meritorious service to the Association 3. Must support objectives of the Association | Nil |
| 4. Associate | Unlimited | 1. Former Player or Club Supporter 2. Must be 18 Years or over 3. Must support the objectives of the Association | Nil |