

Townsville and District Beekeepers Association

Constitution Incorporated

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| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 1 of 21 |

Contents

| | |
|---|----|
| Townsville and District Beekeepers Association..... | 1 |
| Constitution Incorporated..... | 1 |
| 1 Interpretation | 4 |
| 2 Name | 4 |
| 3 Objectives..... | 4 |
| 4 Powers | 4 |
| 5 Classes of members | 5 |
| ORDINARY MEMBERS | 5 |
| AFFILIATE MEMBERS | 6 |
| LIFE MEMBERS | 6 |
| ASSOCIATE MEMBERS | 7 |
| HONORARY MEMBERS..... | 8 |
| PROBATIONARY MEMBERS | 8 |
| REGISTER of MEMBERS | 9 |
| 6 Automatic membership | 9 |
| 7 New membership..... | 9 |
| 8. Membership fees | 9 |
| 9. Admission and rejection of new members | 9 |
| 10. When membership ends | 10 |
| 11. Appeal against rejection or termination of membership | 10 |
| 12. General meeting to decide appeal | 10 |
| 13. Register of members..... | 11 |
| 14. Prohibition on use of information on register of members | 11 |
| 15. Appointment or election of secretary | 11 |
| 16. Removal of secretary..... | 12 |
| 17. Functions of secretary | 12 |
| 18. Membership of management committee | 12 |
| 19. Electing the management committee | 12 |
| 20. Resignation, removal or vacation of office of management committee member | 13 |
| 21. Vacancies on management committee | 13 |
| 22. Functions of management committee | 13 |
| 23. Meetings of management committee | 14 |

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 2 of 21 |

| | |
|---|----|
| 24. Quorum for, and adjournment of, management committee meeting | 14 |
| 25. Special meeting of management committee..... | 15 |
| 26. Minutes of management committee meetings..... | 15 |
| 27. Appointment of subcommittees | 15 |
| 28. Acts not affected by defects or disqualifications | 15 |
| 29 Resolutions of management committee without meeting | 15 |
| 30. First annual general meeting | 16 |
| 31. Subsequent annual general meetings..... | 16 |
| 32. Business to be conducted at annual general meeting of level 1 incorporated associations and particular level 2 and 3 incorporated associations..... | 16 |
| 33. Business to be conducted at annual general meeting of other level 2 incorporated associations..... | 16 |
| 34. Business to be conducted at annual general meeting of other level 3 incorporated associations..... | 16 |
| 35. Notice of general meeting | 17 |
| 36. Quorum for, and adjournment of, general meeting..... | 17 |
| 37. Procedure at general meeting | 17 |
| 38. Voting at general meeting | 18 |
| 39. Special general meeting | 18 |
| 40. Proxies..... | 18 |
| 41. Minutes of general meetings | 19 |
| 42. By-laws..... | 19 |
| 43. Alteration of rules..... | 20 |
| 44. Common seal..... | 20 |
| 45. Funds and accounts | 20 |
| 46. General financial matters | 20 |
| 47. Documents..... | 20 |
| 48. Financial year | 21 |
| 49. Distribution of surplus assets to another entity | 21 |

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 3 of 21 |

1 Interpretation

(1) In these rules—

Act means the *Associations Incorporation Act 1981*.

present—

(a) at a management committee meeting, see rule 23(6); or

(b) at a general meeting, see rule 37(2).

(2) A word or expression that is not defined in the constitution, but is defined in the Act has, if the context permits, the meaning given by the Act.

2 Name

The name of the incorporated association is: **Townsville & District Beekeepers Association Inc.**

3 Objectives

The objectives of the association are—

- 3.1 To increase the knowledge of bees and bee culture.
- 3.2 To increase the standard of beekeeping among beekeepers.
- 3.3 To assist in the study of subjects allied and relevant to apiarist activities.
- 3.4 To afford advice and assistance to beginning beekeepers, particularly in overcoming their early difficulties.
- 3.5 To arrange lectures, discussions, demonstrations and field days for the benefit of members.
- 3.6 To assist members in obtaining suitable apiculture materials, bees and equipment.
- 3.7 To promote, encourage and support appropriate experimental work connected with beekeeping.
- 3.8 To promote knowledge and understanding of natural honey resources that may assist in the protection of honey-producing flora.
- 3.9 To work with government, semi-government and non-government agencies for the benefit of members of the Association.
- 3.9 To collect, produce, publish and disseminate information on beekeeping to members and to the wider community.

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.

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 4 of 21 |

- (3) The association may take over the funds and other assets and liabilities of the present unincorporated association known as the [to be completed] (the **unincorporated association**).
- (4) 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 consists of ordinary members, and any of the following classes of members—

- a. Ordinary members
- b. Affiliate members
- c. Life members
- d. Associate members
- e. Honorary members
- f. Probationary members

The number of Ordinary, Affiliate and Associate members shall be unlimited.

The number of members in classes (c), (e), (f) shall be limited according to the decision made by the association.

ORDINARY MEMBERS

- 5.1 Ordinary Members shall be active beekeepers, beekeeping enthusiasts, or persons with an active interest in apiarist pursuits and objectives.
- 5.2 The period of Ordinary Membership shall be for one year or part thereof from the first day of July of the year of becoming an Ordinary Member to the thirtieth day of June of the ensuing year unless terminated earlier by resignation or expulsion.
- 5.3 If more than one application for Ordinary Membership is received from an affiliated association, the Executive Committee shall endeavour to amalgamate the bodies concerned, and if such endeavour fails, the Executive Committee shall refer the applications to the Australian Beekeeping Association for determination.
- 5.4 Any Affiliated association applying for membership shall:
 - 1. have a minimum of seven persons qualifying for Affiliate membership; and
 - 2. submit with its application a copy of its Statement of Rules (constitution) and a register of its Management Committee.
- 5.5 If the Townsville & District Beekeeping Association Inc accept the application, the applicant body will become an Ordinary Member of the Association and shall be deemed, together with all its individual members, to be bound by these Rules and the reasonable directives of the Townsville & District Beekeeping Association Inc.
- 5.6 An Ordinary Member may resign from the Association by giving notice in writing thereof to the Secretary, but they shall remain liable for all subscriptions, fees and levies for which they had become liable up to the time of giving such notice.

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 5 of 21 |

- 5.7 Upon the resignation of an Ordinary Member being accepted, the Secretary shall advise the bulletin editor if one is currently on the executive. The resignation will be notified in the next scheduled bulletin.
- 5.8 If the executive is advised that a member or members considers that an Ordinary Member is not undertaking acceptable beekeeping practices or beekeeping management or that the member appears to be incapable of providing the standard of beekeeping activities required by the Association, the executive may request the nominated Member to submit a report to the Secretary within four weeks of the request setting out, in full, detail of his/her activities and show cause why they should not be expelled from the Association.
- 5.9 The request shall state that if the report is not duly submitted, the Ordinary Member shall automatically be suspended from the Association.
- 5.10 After considering the report and any such oral submissions and representations, the Special Committee Meeting may order:
 - 1. that the Ordinary Member be reprimanded and the suspension lifted;
 - 2. that the Ordinary Member be expelled; or
 - 3. that such other action be taken as the Special Meeting considers appropriate.
 - 4. In the event of expulsion of an Ordinary Member the matter will be dealt with as if the Ordinary Member had resigned.
- 5.11 The number of ordinary members is unlimited.

AFFILIATE MEMBERS

- 5.12 Affiliate Members are subordinate or subsidiary organizations who are accepted by the Association as having similar objectives as the Association. The affiliate organizations shall have at least seven financial members.
- 5.13 If an affiliated organization has less than three financial members, that organization shall be allowed a period of not more than twelve calendar months to increase its membership to not less than seven such members.
- 5.14 Affiliate Membership fees become payable after 30th June each year. A half-yearly fee will be available to any new Affiliate Member and to any previous Affiliate Member who has not been a Financial Member in the previous twelve months who becomes financial between the 1st January and the following 30th June.
- 5.15 Change of name of any Affiliate Member already registered, shall be notified by the Affiliate Member in the same manner as new registrations, except that no fee shall be payable and any change of address shall be similarly notified.
- 5.16 The number of affiliate members is unlimited

LIFE MEMBERS

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 6 of 21 |

- 5.17 Life Members are Affiliate Members who are elected on the recommendation of the Executive Committee. The recommendation will be made in recognition of outstanding service to the Association, by the Member.
- 5.18 Nominations for Life Members may be made at any time but at least one month before an Annual General Meeting by any Ordinary or Affiliate Member and shall be submitted directly to the Association Secretary together with the appropriate citation, necessary information and supporting documents.
- 5.19 The Association Secretary shall:
1. Acknowledge receipt of such nominations to their source;
 2. request any additional information required;
 3. Prepare additional information, statistics or records that may be available in Townsville & District Beekeeping Association Inc files.
 4. make inquiries necessary of Ordinary Members or other sources to confirm the validity of a nomination and supporting data; such inquiries shall be made in strict confidence and without the identity of the nominee or nominator being made public; and
 5. Compile a dossier in suitable form for presentation at the Annual General Meeting, such a dossier to include a statement on the correctness of the nomination.
- 5.20 Any detail of any nomination shall first be published in a supplement to the agenda of the Annual General Meeting. It shall not be included in any agenda issued previously nor in any report or minutes of any meeting held before the AGM.
- 5.21 No action by any Ordinary Member or its Officers or by any other body shall cause any nomination to be withheld from consideration by the Annual General Meeting. Action by an Ordinary Member [or its officers] on a nomination referred to it is limited to confirmation of detail or of answering queries directed by the Association executive.
- 5.22 Life Members shall have the same privileges as Affiliate Members of the Association, except that no membership fees are payable.
- 5.23 All voting for Life Membership shall be decided by secret ballot and requires a 75% majority vote of the Association Members.
- 5.24 Members of the Townsville and District Beekeeping Association executive are ineligible for election for Life Membership during their term as Executive Member except in exceptional circumstances as determined by the Executive.
- 5.25 The number Life Members shall be limited according to the decision made by the Association.

ASSOCIATE MEMBERS

- 5.26 Any person who has a causal or close connective relationship with an Ordinary Member may apply for Associate Membership.

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 7 of 21 |

5.27 If the Executive Committee approves the application, it shall grant Associate Membership to the applicant either verbally or in writing.

5.28 Associate Members shall be entitled to the same privileges as other Affiliate Members of the Association.

5.29 Associate members do not pay any annual membership fee.

Associate members may be charged a membership fee, subsequent to resolution to this effect being put to an AGM and carried by a majority vote at that meeting. Associate members would then become Ordinary Members of the Association.

5.30 The number of Associate Members is unlimited

HONORARY MEMBERS

5.31 An Honorary Member is a temporary member of the Association appointed by the Association to undertake duties nominated by the association for a period nominated by the Association.

Any person or organization may be nominated by an Ordinary Member of the Association as a candidate for Honorary Membership by notice, in writing, to the Executive Committee.

5.32 The Executive Committee may, at its discretion, appoint a person so nominated as an Honorary Member, for such period or periods as it shall think fit.

5.33 The Ordinary Member of the Association who has nominated a person so appointed as an Honorary Member shall be responsible to the Association for that Honorary Member, and if the nominating Ordinary Member, for any reason, ceases to be a member of the Association, the person nominated by it shall automatically cease to be an Honorary Member.

5.34 In addition to the above, members of an inter-state or overseas beekeeping association who are temporarily in Australia shall, on application, be admitted as Honorary Members during their stay in Townsville and District.

5.35 Honorary Members shall not be liable to pay any membership fee to the Association for the duration of their Honorary Membership.

5.36 Honorary Members shall not be eligible to become Officers of the Association, but otherwise they shall have the same privileges as other Affiliate Members of the Association.

5.37 The number of Honorary Members shall be limited according to the decision made by the Association.

PROBATIONARY MEMBERS

5.38 Probationary Members are persons, not being or having been Affiliate Members who are granted temporary Affiliate Membership, without reference to the Executive Committee, for the purpose of gaining familiarisation with hive management and beekeeping experience.

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 8 of 21 |

5.39 The name any of such Probationary Member shall be forwarded to the Association Secretary if the member mentoring the probationary member deems that the probationary member may wish to join the Association.

REGISTER of MEMBERS

5.40 The Registrar shall keep and maintain individual registers of all membership classes showing full name and address of the members and their membership class.

5.41 The register shall be available for inspection by appointment with the Secretary.

6 Automatic membership

A person who, on the day the association is incorporated, was a member of the unincorporated association and who, on or before a day fixed by the management committee, agrees in writing to become a member of the incorporated association, must be admitted by the management committee—

- (a) to the equivalent class of membership of the association as the member held in the unincorporated association; or
- (b) if there is no equivalent class of membership—as an ordinary member.

7 New membership

(1) An applicant for membership of the association must be proposed by one member of the association (the *proposer*) and seconded by another member (the *seconder*).

(2) An application for membership must be—

- (a) in writing; and
- (b) signed by the applicant and the applicants proposer and seconder; and
- (c) in the form decided by the management committee.

8. Membership fees

(1) The membership fee for each ordinary membership and for each other class of membership (if any)—

- (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 management committee decides.

(2) A member of the incorporated association who, before becoming a member, has paid the members annual subscription for membership of the unincorporated association on or before a day fixed by the management committee, is not liable to pay a further amount of annual subscription for the period before the day fixed by the management committee as the day on which the next annual subscription is payable.

9. Admission and rejection of new members

(1) The management committee must consider an application for membership at the next committee meeting held after it receives—

- (a) the application for membership; and
- (b) the appropriate membership fee for the application.

(2) The management committee must ensure that, as soon as possible after the person applies to become a member of the association, and before the management committee considers the persons application, the person is advised—

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 9 of 21 |

- (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 management committee must decide at the meeting whether to accept or reject the application.
- (4) If a majority of the members of the management committee 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 management committee decides to accept or reject an application, give the applicant a written notice of the decision.

10. 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 management committee may terminate a members membership if the member—
 - (a) is convicted of an indictable offence; or
 - (b) does not comply with any of the provisions of these rules; or
 - (c) has membership fees in arrears for at least 2 months; or
 - (d) conducts himself or herself in a way considered injurious or prejudicial to the character or interests of the association.
- (4) Before the management committee terminates a member’s membership, the committee 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 management committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

11. Appeal against rejection or termination of membership

- (1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person’s intention to appeal against the decision.
- (2) A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.
- (3) If the secretary receives a notice of intention to appeal, the secretary must, within 1 month after receiving the notice, call a general meeting to decide the appeal.

12. General meeting to decide appeal

- (1) The general meeting to decide an appeal must be held within 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 management committee and the members of the committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- (4) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 10 of 21 |

(5) If a person whose application for membership has been rejected does not appeal against the decision within 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.

13. Register of members

- (1) The management committee 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 management committee 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 management committee 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 management committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

14. 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) Sub rule (1) does not apply if the association approves the use or disclosure of the information.

15. 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 of the following persons appointed by the management committee as secretary—
 - (i) a member of the association’s management committee;
 - (ii) another member of the association;
 - (iii) another person.
- (2) If the association has not elected an interim officer as secretary for the association before its incorporation, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after incorporation.
- (3) If a vacancy happens in the office of secretary, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after the vacancy happens.
- (4) If the management committee appoints a person mentioned in sub rule (1) (b) (ii) as secretary, other than to fill a casual vacancy on the management committee, the person does not become a member of the management committee.
- (5) However, if the management committee appoints a person mentioned in sub rule (1) (b) (ii) as secretary to fill a casual vacancy on the management committee, the person becomes a member of the management committee.

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 11 of 21 |

(6) If the management committee appoints a person mentioned in sub rule (1) (b) (iii) as secretary, the person does not become a member of the management committee.

(7) In this rule— *casual vacancy*, on a management committee, means a vacancy that happens when an elected member of the management committee resigns, dies or otherwise stops holding office.

16. Removal of secretary

(1) The management committee of the association may at any time remove a person appointed by the committee as the secretary.

(2) If the management committee removes a secretary who is a person mentioned in rule 15(1) (b) (i), the person remains a member of the management committee.

(3) If the management committee removes a secretary who is a person mentioned in rule 15(1) (b) (ii) and who has been appointed to a casual vacancy on the management committee under rule 15(5), the person remains a member of the management committee.

17. Functions of secretary

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

(a) calling meetings of the association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the association; and

(b) keeping minutes of each meeting; and

(c) keeping copies of all correspondence and other documents relating to the association; and

(d) maintaining the register of members of the association.

18. Membership of management committee

(1) The management committee of the association consists of a president, treasurer, and any other members the association members elect at a general meeting.

(2) A member of the management committee, other than a secretary appointed by the management committee under rule 15(1) (b) (iii), must be a member of the association.

(3) At each annual general meeting of the association, the members of the management committee must retire from office, but are eligible, on nomination, for re-election.

(4) A member of the association may be appointed to a casual vacancy on the management committee under rule 21.

19. Electing the management committee

(1) A member of the management committee may only be elected as follows—

(a) any two members of the association may nominate another member (the *candidate*) to serve as a member of the management committee;

(b) the nomination must be—

(i) in writing; and

(ii) signed by the candidate and the members who nominated him or her; and

(iii) given to the secretary at least 14 days before the annual general meeting at which the election is to be held;

(c) each member of the association present and eligible to vote at the annual general meeting may vote for one candidate for each vacant position on the management committee;

(d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 12 of 21 |

- (2) A person may be a candidate only if the person—
 - (a) is an adult; and
 - (b) is not ineligible to be elected as a member under section 61A of the Act.
- (3) A list of the candidate's names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the association for at least 7 days immediately preceding the annual general meeting.
- (4) If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- (5) The management committee must ensure that, before a candidate is elected as a member of the management committee, the candidate is advised—
 - (a) whether or not the association has public liability insurance; and
 - (b) if the association has public liability insurance—the amount of the insurance.

20. Resignation, removal or vacation of office of management committee member

- (1) A member of the management committee may resign from the committee 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 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 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 member has no right of appeal against the members removal from office under this rule.
- (6) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

21. Vacancies on management committee

- (1) If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another member of the association to fill the vacancy until the next annual general meeting.
- (2) The continuing members of the management committee may act despite a casual vacancy on the management committee.
- (3) However, if the number of committee members is less than the number fixed under rule 24(1) as a quorum of the management committee, the continuing members may act only to—
 - (a) increase the number of management committee members to the number required for a quorum; or
 - (b) call a general meeting of the association.

22. Functions of management committee

- (1) Subject to these rules or a resolution of the members of the association carried at a general meeting, the management committee has the general control and management of the administration of the affairs, property and funds of the association.
- (2) The management committee 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 associations rules are inconsistent with the Act—see section 1B of the Act.

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 13 of 21 |

- (3) The management committee 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 sub rule (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 financial institution for the association—the financial institution nominated by the management committee.

23. Meetings of management committee

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

24. Quorum for, and adjournment of, management committee meeting

- (1) At a management committee meeting, more than 50% of the members elected to the committee as at the close of the last general meeting of the members form a quorum.
- (2) If there is no quorum within 30 minutes after the time fixed for a management committee meeting called on the request of members of the committee, the meeting lapses.
- (3) If there is no quorum within 30 minutes after the time fixed for a management committee meeting called other than on the request of the members of the committee—
 - (a) the meeting is to be adjourned for at least 1 day; and
 - (b) the members of the management committee who are present are to decide the day, time and place of the adjourned meeting.

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 14 of 21 |

(4) If, at an adjourned meeting mentioned in sub rule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

25. Special meeting of management committee

- (1) If the secretary receives a written request signed by at least 33% of the members of the management committee, the secretary must call a special meeting of the committee by giving each member of the committee 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 management committee must be held within 14 days after notice of the meeting is given to the members of the management committee.

26. Minutes of management committee meetings

- (1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting are entered in a minute book.
- (2) To ensure the accuracy of the minutes, the minutes of each management committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next management committee meeting, verifying their accuracy.

27. Appointment of subcommittees

- (1) The management committee may appoint a subcommittee consisting of members of the association considered appropriate by the committee to help with the conduct of the associations operations.
- (2) A member of the subcommittee who is not a member of the management committee is not entitled to vote at a management committee meeting.
- (3) A subcommittee may elect a chairperson of its meetings.
- (4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose one of their number to be chairperson of the meeting.
- (5) A subcommittee may meet and adjourn, as it considers appropriate.
- (6) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

28. Acts not affected by defects or disqualifications

- (1) An act performed by the management committee, a subcommittee or a person acting as a member of the management committee is taken to have been validly performed.
- (2) Sub rule (1) applies even if the act was performed when—
 - (a) there was a defect in the appointment of a member of the management committee, subcommittee or person acting as a member of the management committee; or
 - (b) a management committee member, subcommittee member or person acting as a member of the management committee was disqualified from being a member.

29 Resolutions of management committee without meeting

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 15 of 21 |

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

30. First annual general meeting

The first annual general meeting must be held within 6 months after the end date of the association's first reportable financial year.

31. Subsequent annual general meetings

Each subsequent annual general meeting must be held—

- (a) at least once each year; and
- (b) within 6 months after the end date of the association's reportable financial year.

32. Business to be conducted at annual general meeting of level 1 incorporated associations and particular level 2 and 3 incorporated associations

- (1) This rule applies only if the association is—
 - (a) a level 1 incorporated association; or
 - (b) a level 2 incorporated association to which section 59 of the Act applies; or
 - (c) a level 3 incorporated association to which section 59 of the Act applies.
- (2) The following business must be conducted at each annual general meeting of the association—
 - (a) receiving the association's financial statement, and audit report, for the last reportable financial year;
 - (b) presenting the financial statement and audit report to the meeting for adoption;
 - (c) electing members of the management committee;
 - (d) for a level 1 incorporated association—appointing an auditor or an accountant for the present financial year;
 - (e) for a level 2 incorporated association, or a level 3 incorporated association, to which section 59 of the Act applies—appointing an auditor, an accountant or an approved person for the present financial year.

33. Business to be conducted at annual general meeting of other level 2 incorporated associations

- (1) This rule applies only if the association is a level 2 incorporated association to which section 59A of the Act applies.
- (2) The following business must be conducted at each annual general meeting of the association—
 - (a) receiving the association's financial statement, and signed statement, for the last reportable financial year;
 - (b) presenting the financial statement and signed statement to the meeting for adoption;
 - (c) electing members of the management committee;
 - (d) appointing an auditor, an accountant or an approved person for the present financial year.

34. Business to be conducted at annual general meeting of other level 3 incorporated associations

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 16 of 21 |

- (1) This rule applies only if the association is a level 3 incorporated association to which section 59B of the Act applies.
- (2) The following business must be conducted at each annual general meeting of the association—
 - (a) receiving the association's financial statement, and signed statement, for the last reportable financial year;
 - (b) presenting the financial statement and signed statement to the meeting for adoption;
 - (c) electing members of the management committee.

35. Notice of general meeting

- (1) The secretary may call a general meeting of the association.
- (2) The secretary must give at least 14 days notice of the meeting to each member of the association.
- (3) If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
- (4) The management committee 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 management committee'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.

36. Quorum for, and adjournment of, general meeting

- (1) The quorum for a general meeting is at least the number of members elected or appointed to the management committee at the close of the association's last general meeting plus 1.
- (2) However, if all members of the association are members of the management committee, the quorum is the total number of members less 1.
- (3) No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- (4) If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the management committee or the association, the meeting lapses.
- (5) If there is no quorum within 30 minutes after the time fixed for a general meeting called other than on the request of members of the management committee or the association—
 - (a) the meeting is to be adjourned for at least 7 days; and
 - (b) the management committee is to decide the day, time and place of the adjourned meeting.
- (6) 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.
- (7) If a meeting is adjourned under sub rule (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (8) The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- (9) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

37. Procedure at general meeting

- (1) A member may take part and vote in a general meeting in person, by proxy, by attorney 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 sub rule (1) is taken to be present at the meeting.
- (3) At each general meeting—
 - (a) the president is to preside as chairperson; and

| | | | | |
|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 17 of 21 |

- (b) if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 of their number to be chairperson of the meeting; and
- (c) the chairperson must conduct the meeting in a proper and orderly way.

38. Voting at general meeting

- (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.
- (2) Each member present and eligible to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- (3) A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.
- (4) The method of voting is to be decided by the management committee.
- (5) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- (6) If a secret ballot is held, the chairperson must appoint two members to conduct the secret ballot in the way the chairperson decides.
- (7) The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

39. Special general meeting

- (1) The secretary must call a special general meeting by giving each member of the association notice of the meeting within 14 days after—
 - (a) being directed to call the meeting by the management committee; or
 - (b) being given a written request signed by—
 - (i) at least 33% of the number of members of the management committee when the request is signed; or
 - (ii) at least the number of ordinary members of the association equal to double the number of members of the association on the management committee when the request is signed plus 1; or
 - (c) being given a written notice of an intention to appeal against the decision of the management committee—
 - (i) to reject an application for membership; or
 - (ii) to terminate a person's membership.
- (2) A request mentioned in sub rule (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 3 months after the secretary—
 - (a) is directed to call the meeting by the management committee; or
 - (b) is given the written request mentioned in sub rule (1) (b); or
 - (c) is given the written notice of an intention to appeal mentioned in sub rule (1) (c).
- (4) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting

40. Proxies

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

[Name of association]:

I, _____ of _____, being
a member of the association, appoint _____
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 _____

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|---|---------------|--------------|--------------|-------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 18 of 21 |

- (1) The management committee 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.

43. Alteration of rules

- (1) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- (2) However an amendment, repeal or addition is valid only if it is registered by the chief executive.

44. Common seal

- (1) The management committee must ensure the association has a common seal.
- (2) The common seal must be—
 - (a) kept securely by the management committee; and
 - (b) used only under the authority of the management committee.
- (3) Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by—
 - (a) the secretary; or
 - (b) another member of the management committee; or
 - (c) someone authorised by the management committee.

45. 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 management committee.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- (3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- (4) A payment by the association of \$100 or more must be made by cheque or electronic funds transfer.
- (5) If a payment of \$100 or more is made by cheque, the cheque must be signed by any 2 of the following—
 - (a) the president;
 - (b) the secretary;
 - (c) the treasurer;
 - (d) any one of three other members of the association who have been authorised by the management committee to sign cheques issued by the association.
- (6) However, one of the persons who sign the cheque must be the president, the secretary or the treasurer.
- (7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- (8) A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.
- (9) All expenditure must be approved or ratified at a management committee meeting.

46. General financial matters

- (1) On behalf of the management committee, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- (2) The income and property of the association must be used solely in promoting the association's objectives and exercising the association's powers.

47. Documents

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|---|---------------|--------------|--------------|-----------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 20 of 21 |

The management committee must ensure the safe custody of books, documents, instruments of title and securities of the association.

48. Financial year

The end date of the association's financial year is [*insert date*] in each year.

49. 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 entity—
 - (a) having objectives similar to the association's objectives; 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..

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|---|---------------|--------------|--------------|-----------------|
| Townsville & District Beekeepers Association Incorporated | Document Type | Constitution | Document No. | 000001 |
| Only electronic copy on server is controlled. List | | | Revision | 0 |
| | | | Date | 05 Nov 2019 |
| | | | Page | 21 of 21 |