



**Joint Council of Queensland  
Teachers' Associations Inc.  
PO Box 6128  
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Joint Council of Queensland Teachers' Associations

Established 1992 - Incorporated 1994

### **Adoption and revision history**

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## **TABLE OF CONTENTS**

1. WORDS AND EXPRESSIONS TO HAVE MEANING IN THE ACT.....	2
2. NAME .....	4
4. POWERS .....	4
5. CLASSES OF MEMBERSHIP .....	5
6. MEMBERSHIP .....	5
7. ANNUAL MEMBERSHIP FEES .....	6
8. APPROVAL OR REJECTION OF MEMBERSHIP APPLICATION.....	6
9. CESSATION OF MEMBERSHIP .....	6
10. REGISTER OF MEMBERS .....	8
11. THE MANAGEMENT COMMITTEE.....	8
12. ELECTING THE MANAGEMENT COMMITTEE .....	9
13. MANAGEMENT COMMITTEE OFFICERS .....	9
14. RESIGNATION, REMOVAL OR VACATION OF OFFICE OF MANAGEMENT COMMITTEE MEMBER.....	10
15. VACANCIES ON THE MANAGEMENT COMMITTEE .....	11
16. FUNCTIONS OF THE MANAGEMENT COMMITTEE.....	11
17. MEETINGS OF THE MANAGEMENT COMMITTEE.....	12
18. DELEGATION OF MANAGEMENT COMMITTEE POWERS.....	12
19. ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS .....	13
20. RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING.....	13
21. FUNCTIONS OF THE BOARD .....	13
22. GENERAL MEETINGS OF THE BOARD .....	13
23. ANNUAL GENERAL MEETING .....	15
25. BY-LAWS .....	16
26. ALTERATION OF RULES.....	16
27. COMMON SEAL .....	16
28. FUNDS.....	16
29. CUSTODY OF RECORDS.....	17
30. FINANCIAL YEAR .....	17
31. DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY.....	17

### **1. Words and expressions to have meaning in the Act**

A word or expression that is not defined in these rules, but is defined in the Associations Incorporation Act 1981 (QLD) has, if the context permits, the meaning given by the Act. In these Rules:

**Annual Membership Fee** means the fee payable to the Association for membership, as determined by the Joint Council at the annual general meeting.

**Associate Member** means informal networks that become members of the Association pursuant to the Rules for a time period and annual membership fee to be negotiated with the Management Committee.

**Association Representative** means the person nominated, in writing to the Secretary of the Joint Council, by the member association to represent its interests on the Joint Council. The representative will have voting rights as determined in clause 22.6.

**The Board** consists of the Management Committee and nominated representatives of member associations.

**A general meeting** is a meeting of the Board.

**Extraordinary general meeting** is an additional general meeting called by representatives to address a specific issue with 14 days' notice.

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

**Honorary member is a Board approved** individual with relevant knowledge and skill or a longstanding volunteer who has made valuable contributions to the objectives of the Joint Council.

**In writing** means documents may be in either electronic or hard copy format.

**Joint Council** means the Joint Council of Queensland Teachers' Associations Inc.

**Joint Council Representative** means a member of a member association that is approved by the Board to represent the Joint Council at forums or meetings to which the Joint Council has been invited to attend.

**Management Committee** means the elected Management Committee of the Joint Council.

**Member Association** means a Queensland teachers' association which has become a financial member with the Joint Council in accordance with the affiliation Clause 5 and has not resigned or been expelled from the Joint Council.

**Rules** mean the Rules of the Association (this document), as amended.

**Secretary** means:

1. the person holding office under these Rules as Secretary of the Association, or
2. if no such person holds that office – the Public Officer of the Association.

**Teachers' Association** means an incorporated association or registered 'not for profit' company. It must be an independent professional organisation initiated, managed or supported primarily by teachers but may include others interested in educational matters.

**The Act** means the Associations Incorporation Act 1981.

**The Regulations** means regulations under the Act.

## **2. Name**

The name of the incorporated association will be the JOINT COUNCIL OF QUEENSLAND TEACHERS' ASSOCIATIONS INC. (in these rules called the Joint Council).

## **3. Objectives**

The objectives for which the Joint Council is formed are:

- 3.1. to provide a forum for member associations as defined in these rules;
- 3.2. to promote greater collaboration and understanding between member associations;
- 3.3. to uphold within the teaching profession and to proclaim in the community the higher values of education;
- 3.4. to allow for an expression of a common voice on educational matters in the interests of member associations;
- 3.5. to act as the peak body representing associations and provide a direct means of communication between member associations and education authorities;
- 3.6. to liaise with other bodies on matters of mutual interest to its members;
- 3.7. to sponsor and support activities that may assist teachers in the practice of their profession, and the development of their expertise, within educational institutions and the community;
- 3.8. to promote co-operation and liaison between similar associations at state, national and international levels;
- 3.9. to promote and encourage research and investigation as it relates to teaching and the teaching profession;
- 3.10. to encourage the publication of teaching papers or other information related to teaching and the teaching profession;
- 3.11. to consider and examine the standards, organisation, administration and laws relating to teaching and the teaching profession and to propose and procure reforms and improvements thereto;
- 3.12. to promote links between industry and the teachers' associations; and
- 3.13. to nurture and support appropriate networks and groups to become incorporated professional teachers' associations.

## **4. Powers**

- 4.1. The Joint Council has the powers of an individual.
- 4.2. The Joint Council 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) accept donations; and
- (e) do other things necessary or convenient to be done in carrying out its affairs.

## **5. Classes of membership**

5.1. The membership of the Joint Council consists of ordinary members, associate members and honorary members. Types of membership shall be:

5.1.1. **Ordinary members** shall be either an Incorporated Association under the Associations Incorporation Act 1981, incorporated under the relevant legislation pertaining to incorporated associations, or registered as a not for profit company limited by guarantee and must remain incorporated or registered for so long as they remain members of the Joint Council. The number of ordinary members is unlimited. Ordinary members shall nominate one representative to attend meetings. These representatives are entitled to hold positions of office within the Joint Council and shall be entitled to 1 vote at general meetings of the Joint Council.

5.1.2. Associate members shall be organisations that represent special purposes associated with education and formed with relevance to the teaching profession. The number of associate members is unlimited. Associate members are not entitled to hold positions of office within the Joint Council and shall be entitled to 1 vote at General meetings.

5.1.3. **Honorary members** shall be individuals with relevant knowledge and skill or longstanding volunteers who have contributed to the objectives of the Joint Council. Unanimous approval of the Board is required in order to become an honorary member of the Joint Council. Honorary members are entitled to hold positions of office with the Joint Council for a maximum of 2 years at a time.

## **6. Membership**

6.1. Membership of the Joint Council shall not be allowed for any current or potential Member Association or Associate Member which has:

- (a) objects that are concerned mainly with industrial matters;
- (b) objects that are concerned mainly with commercial matters;
- (c) aims that are not consistent with the objectives of the Joint Council.

6.2. Member Associations must keep current the annual membership fee payable to the Joint Council.

6.3. An application for membership of the Joint Council:

- (a) must be made by a member of the applying organisation in writing using the membership form; and
- (b) must be lodged with the Secretary; and
- (c) decided by the management committee.

## **7. Annual Membership Fees**

- 7.1. The annual membership fee shall be determined at the annual general meeting and appropriate notification given to the member associations, and is payable when, and in the way, the management committee decides.
- 7.2. The fee will be reviewed on an annual basis and may be changed by majority vote at the annual general meeting.
- 7.3. The Joint Council has the right to impose additional special levies on members from time to time as determined at a general meeting of the Joint Council.

## **8. Approval or rejection of membership application**

- 8.1. As soon as practicable after the Management Committee decides to accept or reject an application, the Secretary must:
  - (a) notify the applicant, in writing, that the application has been approved or rejected;
  - (b) request the applicant to pay (within the period of 28 days after receipt by the applicant of the notification) the annual membership fee.
  - (c) enter the applicant's name in the register of member associations.
- 8.2. Upon an application being approved the Management Committee shall notify the Board.
- 8.3. Should the application be rejected by the Management Committee it shall be referred to the Board for further consideration.
- 8.4. In addition to any other grounds for rejecting an application for membership of the Joint Council, the Board may reject the application if the Board rules that the objectives or rules of that teachers' association are incompatible with the objectives or rules of the Joint Council.
- 8.5. Where an application has been approved, the member association shall notify the Secretary within 14 days of the name and address of their nominated representative.
- 8.6. A right, privilege or obligation of a member by reason of membership of the Joint Council is not capable of being transferred or transmitted to another member association save that any member association may at any time change its nominated representative by notifying the Secretary in writing.
- 8.7. Where the Board of the Joint Council rejects an application for membership of the Joint Council or adjourns the application to a further general meeting, the Secretary shall as soon as practicable notify the applicant in writing of the reasons for the rejection of the application

## **9. Cessation of membership**

- 9.1. A member association or Associate Member ceases to be a member of the Joint Council if they:
  - (a) fail to pay the annual membership fee within 8 weeks of receiving a reminder that its payment is overdue, or
  - (b) give written notice of resignation to the Secretary, or
  - (c) are expelled from the Joint Council pursuant to clause 9.3.

- 9.2. Upon the expiration of a notice given under clause 9.1 the Secretary must make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be member.
- 9.3. The Management Committee may by resolution expel a member association from the Joint Council or suspend membership for a specified period if the member association:
- (a) does not comply with any of the provisions of these rules; or
  - (b) has membership in arrears as per clause 9.1(a).
- 9.4. A resolution of the Management Committee under clause 9.3.
- (a) does not take effect unless the Joint Council at a general meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under clause 9.5 confirms the resolution in accordance with this clause; and
  - (b) where the member exercises a right of appeal to a general meeting of the Joint Council under this clause, it does not take effect unless the general meeting of the Joint Council confirms the resolution in accordance with this clause.
- 9.5. Where the Board passes a resolution under clause 9.3, the Secretary must as soon as practicable, cause to be served on the member a notice in writing:
- (a) setting out the resolution of the Board and the grounds on which it is based;
  - (b) stating that the member may address the Board at a general meeting to be held not earlier than 14 and not later than 28 days after service of the notice;
  - (c) stating the date, place and time of that meeting;
  - (d) informing the member that the member teacher association may do one or more of the following:
    - (i) have its nominated representative attend and address that meeting;
    - (ii) give to the Board before the date of that meeting a written statement seeking the revocation of the resolution.
- 9.6. At a general meeting in accordance with clause 9.5, the Board must:
- (a) give to the Board and the nominated representative of the member association an opportunity to be heard;
  - (b) give due consideration to any written statement submitted by the member;
  - (c) by resolution determine whether to confirm or to revoke the resolution;
  - (d) vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- 9.7. Appeal against rejection or termination of membership.
- (a) An association whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the persons intention to appeal against the decision.
  - (b) A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.

(c) 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.

9.8. General meeting to decide appeal.

(a) The general meeting to decide an appeal must be held within 3 months after the secretary receives the notice of intention to appeal.

(b) 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.

(c) 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.

(d) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.

(e) If an association 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 association appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the membership fee paid by the association.

## 10. Register of Members

10.1. The Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member association together with the full name and address of the representative of that member association and the register shall be available for inspection by members on application to the Secretary or at any general meeting.

10.2. Prohibition on use of information on register of members. 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.

Subrule (10.2) does not apply if the use or disclosure of the information is approved by the association.

## 11. The Management Committee

11.1. The Management Committee of the Joint Council consists of a President; a Vice-President; a Treasurer; and a Secretary and 1-6 members as elected at an Annual General Meeting, who are representatives of member associations.

11.2. A member of the Management Committee must be a member of an association who is member of the Joint Council and eligible to hold office.



- 11.3. At each Annual General meeting of the Joint Council the members of the Management Committee must retire from office, but are eligible, on nomination, for re-election.

## **12. Electing the management committee**

- 12.1. Nominations of candidates for election as members of the Management Committee:
- (a) shall be made in writing, signed by two members of the Joint Council and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - (b) shall be delivered to the secretary of the Joint Council not less than 14 days before the date fixed for the holding of the annual General meeting.
- 12.2. If insufficient nominations are received to fill all vacancies on the Management Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- 12.3. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 12.4. If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- 12.5. The ballot for the election of members of the Management Committee shall be conducted at the annual general meeting in such usual and proper manner as the Management Committee may direct.
- 12.6. A candidate for election may not fill more than one position on the Management Committee without the unanimous approval of the Board.
- 12.7. Upon election of a representative to the Management Committee member associations may appoint another representative to the Board however the association is limited to 2 votes at general meetings.
- 12.8. Member associations are limited holding to 2 offices on the Management Team.

## **13. Management Committee officers**

### **13.1. President**

The President is the senior officer, figurehead and senior representative of the Joint Council. The President presides as Chair at all meetings and maintains meeting order and effectiveness.

### **13.2. Vice-President**

The Vice-President shall provide support for the President in the fulfillment of the President's duties and shall replace the President as senior officer and Chairperson if the President is unable to fulfill that task from time to time.

### **13.3. Secretary**

The Secretary of the Joint Council must, as soon as practicable after being appointed as Secretary, lodge notice with the Joint Council of his or her address.

- 13.3.1. It is the duty of the Secretary to keep minutes of:

- (a) all appointments of office-bearers and members of the Management Committee and Joint Council;
- (b) the names of members of the Management Committee and Joint Council present at a meeting,
- (c) all proceedings at Management Committee and Joint Council meetings, and
- (d) distribute a copy of the minutes to Joint Council members.

13.3.2. The Secretary, in association with the Chair, will be responsible for compiling the agenda for each general meeting.

#### **13.4. Treasurer**

13.4.1. It is the duty of the treasurer of the Joint Council to:

- (a) collect and receive all moneys due to the Joint Council and make all payments authorised by the Joint Council; and
- (b) keep correct accounts and books showing the financial affairs of the Joint Council with full details of all receipts and expenditure connected with the activities of the Joint Council.

13.4.2. The accounts and books referred to in 13.4.1 shall be available for inspection by members.

#### **13.5. Immediate Past President**

The Immediate Past President assumes the position upon the election of a new President. The incumbent provides support for the President and continuity of corporate knowledge and networks either as an ex-officio (no voting rights) member of the Management Committee or as an informal point of contact as decided at a general meeting.

#### **13.6. Appointment of Officers**

The Board may appoint, whether by contract or direct employment, an Executive Officer (without voting rights) and such other staff that may from time to time be deemed necessary to carry out the business of the Joint Council.

### **14. Resignation, removal or vacation of office of management committee member**

14.1. A Management Committee member may resign from the committee by giving written notice of resignation to the secretary.

14.2. The resignation takes effect on:

- (a) the day and at the time the notice is received by the secretary; or
- (b) if a later day is stated in the notice – the later day.

14.3. The Joint Council at a general meeting may by resolution remove any individual member of the Management Committee from office, because of unprofessional conduct,

before the expiration of the term of office and appoint another member to hold office until the expiration of the term of the first-mentioned member.

- 14.4. Where the member to whom a proposed resolution referred to in clause 14.3 makes representations in writing to the Secretary or President of the Joint Council (not exceeding a reasonable length) and requests that they be presented to the Board of the Joint Council, the secretary or the President may send a copy of the representations to each Board member or, if they are not so sent, the member may require that they be read out at the meeting.
- 14.5. 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.
- 14.6. A member has no right of appeal against the members removal from office under this rule.
- 14.7. A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

#### **15. Vacancies on the Management Committee**

- 15.1. In the event of a casual vacancy in any office referred to in clause 14.3 the Management Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of his or her appointment.
- 15.2. The continuing members of the management committee may act despite a casual vacancy on the management committee.
- 15.3. However, if the number of committee members is less than the number fixed under rule 21.5 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.

#### **16. Functions of the Management Committee**

- 16.1. The Management Committee has:-
- (a) the general control and management of the operational issues of the business of Joint Council;
  - (b) authority to interpret the meaning of these rules and any matter relating to the Joint Council on which the rules are silent.
- 16.2. The Management Committee may exercise the powers of the Joint Council –
- (a) to borrow, raise or secure the payment of amounts in a way the Joint Council members 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

Joint Council in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Joint Council's 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 Joint Council; and
- (g) to provide and pay off any securities issued; and
- (h) to invest in a way the members of the Joint Council may from time to time decide.

16.3. 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 Joint Council; or
- (b) if there is more than 1 financial institution for the Joint Council - the financial institution nominated by the Joint Council.

## **17. Meetings of the Management Committee**

17.1. The Management Committee may meet and conduct its proceedings as it considers appropriate.

17.2. The Management Committee must meet regularly via digital conferencing, phone, email or face to face to exercise its functions.

17.3. A question arising at a Management Committee meeting is to be decided by a majority vote and, if the votes are equal, the question is decided in the negative.

17.4. The Management Committee must decide the frequency of general meetings, to be ratified at the annual general meeting.

## **18. Delegation of Management Committee powers**

18.1. The Management Committee may delegate the whole or part of its powers to a subcommittee consisting of the member associations considered appropriate by the Committee.

18.2. A subcommittee may only exercise delegated powers in the way the Management Committee decides.

18.3. A subcommittee may elect a chairperson of its meetings.

18.4. If a chair is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the representatives present may choose 1 of their number to be chairperson of the meeting.

18.5. A subcommittee may meet and adjourn as it considers appropriate.

18.6. A question arising at a subcommittee meeting is to be decided by a majority vote of the representatives present at the meeting and, if the votes are equal, the question is decided in the negative.

### **19. Acts Not Affected By Defects or Disqualifications**

19.1. 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.

19.2. Clause 19.1 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.

### **20. Resolutions of management committee without meeting**

20.1. 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.

20.2. A resolution mentioned in sub-rule 20.1 may consist of several documents in like form, each signed by one or more members of the committee.

### **21. Functions of the Board**

Board members:-

(a) bring issues of common interest to meetings;

(b) share projects, practice and expertise with member associations;

(c) identify and initiate opportunities for collaboration among associations;

(d) keep the member associations informed of Joint Council issues and projects; and

(e) make decisions on strategic directions of the Joint Council.

### **22. General meetings of the Board**

22.1. Following the annual general meeting the Management Committee will set the dates for the general meetings for the coming year. The date, time and place of the next general meeting will be included at the end of the minutes of each meeting to be forwarded to representatives.

22.2. The Board will meet at least quarterly.

22.3. If the secretary receives a written request signed by at least 33% of the Board members, the secretary must call a meeting of the Board.

22.4. A request for a meeting of the Board must state:

(a) why the meeting is being called; and

(b) the business to be conducted at the meeting.

- 22.5. At a Board meeting more than 50% of members elected or appointed to the Management Committee as at the close of the last General Meeting of the members form a quorum.
- 22.6. For questions arising at a Board meeting the nominated association representative is entitled to one vote. Questions are decided by a majority vote of Board members present at the meeting. If the votes are equal, the question is decided in the negative.
- 22.7. A Board member must not vote on a question about a contract or proposed contract with the Joint Council if the member has an interest in the contract or proposed contract, and if the member does vote the member's vote must not be counted.
- 22.8. If there is no president or if the president is not present within 10 minutes after the time fixed for the Board meeting, the Vice-President is to preside as chairperson at the meeting.
- 22.9. If the President and the Vice-President are absent from a Board meeting, the members may choose one of the Board members to preside as chairperson at the meeting.
- 22.10. If a quorum is not present within 30 minutes after the time fixed for a Board meeting called on the request of members, the meeting lapses.
- 22.11. If, at the adjourned meeting mentioned in clause 22.10, a quorum is not present within 30 minutes after the time fixed for the meeting, the meeting lapses.
- 22.12. The Management Committee may decide the way in which the notice of the lapsed meeting must be given.
- 22.13. An Agenda for the Board meeting must be circulated prior to the meeting along with minutes from the previous meeting.
- 22.14. Business other than that set out in the Agenda may be introduced at any Board meeting after advertised business has been dealt with.
- 22.15. A representative desiring to bring any business to a meeting may give notice of that business in writing or by telephone to the Secretary or President, and that business must be included in the Agenda for the next Board meeting.
- 22.16. A representative is not entitled to vote at a Board meeting if the member association annual membership fee is in arrears at the date of the meeting; and
- (a) voting may be by a show of hands, unless at least 20% of the representatives present demand a secret ballot; and
  - (b) if a secret ballot is held, the chair must appoint two representatives to conduct the secret ballot in the way the chair decides; and
  - (c) the result of a secret ballot as declared by the chair is taken to be a resolution of the meeting at which the ballot was held; and
  - (d) to be eligible to vote associations must have nominated, in writing, their representative and/or notified the Secretary, in writing, of an alternate representative for the meeting.
- 22.17. There are no proxies for general meetings unless an issue of importance is nominated by the Board that requires a response from all Associations.

22.18. To ensure the accuracy of the minutes recorded under clause 13.3.1.

(a) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and

(b) the minutes of each annual general meeting must be signed by the chair of the meeting, or the chair of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.

### **23. Annual General Meeting**

23.1. The Joint Council must in each financial year convene an annual general meeting of its member associations.

23.2. The Annual General Meeting must be held on such day as the Management Committee determines, within three months of the end of the financial year date.

23.3. The Annual General Meeting must be specified as such in the notice convening it at least 30 days prior to the meeting.

23.4. The ordinary business of the Annual General Meeting must be:

(a) to confirm the minutes of the last preceding Annual General Meeting;

(b) receiving the association's financial statement, and signed statement, for the last reportable financial year;

(c) presenting the financial statement and signed statement to the meeting for adoption;

(d) electing members of the management committee.

23.5. The Annual General Meeting may transact special business of which 30 days notice is given in accordance with these rules.

23.6. The Annual General Meeting must be in addition to any other general meetings that are held in the same year.

23.7. Subject to subsection (5), at an Annual General Meeting the number of members equal to double the number of members of the Association presently on the Management Committee plus one form a quorum.

### **24. Extraordinary General Meetings**

24.1. The Management Committee must, on the requisition in writing of representing not less than 5% of the total number of member associations, convene an extraordinary general meeting of the Joint Council.

24.2. The requisition for an extraordinary general meeting must state the objects of the meeting and must be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.

24.3. If the Management Committee does not cause an extraordinary general meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary,

the members making the requisition or any of them, may convene an extraordinary general meeting to be held not later than three months after that date.

24.4. An extraordinary general meeting convened by members in pursuance of these rules must be convened in the same manner as nearly as possible as that in which those meetings are convened by the Management Committee and all reasonable expenses incurred in convening the meeting must be refunded by the Joint Council to the persons incurring the expenses.

## **25. By-Laws**

25.1. The Board may make, amend or repeal by-laws, consistent with these rules, for the internal management of the Joint Council.

25.2. A by-law may be set aside by a vote of members at a General Meeting of the Joint Council.

## **26. Alteration of Rules**

26.1. Subject to the *Associations Incorporation Act 1981*, these rules may be amended, repealed or added to by a special resolution carried at a General Meeting with 30 days' notice provided.

26.2. However, an amendment, repeal or addition is valid only if it is registered by the chief executive.

## **27. Common Seal**

27.1. The Management Committee must ensure the Joint Council has a common seal. The Common Seal of the Joint Council shall be kept in the custody of the Secretary.

27.2. The common seal must be used only under the authority of the Management Committee.

27.3. 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 appointed by the Management Committee.

27.4. The Common Seal shall not be affixed to any instrument except by the authority of the Management Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Management Committee or of one member of the Management Committee and of the Public Officer of the Joint Council.

## **28. Funds**

28.1. The Joint Council is a not for profit organisation. That is, the assets and income of the Joint Council shall be applied solely in promotion of its objects and in the exercise of its powers. No portion shall be distributed directly or indirectly to the member delegates to the Joint Council except as bona fide compensation for services rendered or expenses incurred on behalf of the Joint Council.

28.2. The funds of the Joint Council shall be derived from joining fees, annual membership fees, donations and such other sources as the Joint Council determines.



- 28.3. The funds of the Joint Council must be kept in an account in the name of the Joint Council in a financial institution decided by the Management Committee.
- 28.4. Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Joint Council.
- 28.5. All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 28.6. All amounts shall be authorised and paid by bank transfer by any two of the President, Vice President, Secretary, Treasurer or other member authorised from time to time by the Management Committee.
- 28.7. Expenditure up to \$2,000 can be approved by the Management Committee. Other expenditure is to be approved at a general meeting.
- 28.8. 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.
- 28.9. The income and property of the Joint Council must be used solely in promoting the Joint Council's objects and exercising the Joint Council's powers.

## **29. Custody of Records**

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

## **30. Financial Year**

The financial year of the Joint Council closes on 31 December in each year.

## **31. Distribution of Surplus Assets to another Entity**

31.1. This section applies if the Joint Council-

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

31.2 The surplus assets must not be distributed among the Joint Council members.

31.3 The surplus assets must be given to another entity:

- (a) having objects similar to the Joint Council's objects; and
- (b) the rules of which prohibit the distribution of the entity's income and assets to its members.

31.4 In this section - "**surplus assets**" has the meaning given by section 92(3) of the Act.