

EAST COAST DERBY DOLLS Inc.
Est. 2013

Constitution
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EAST COAST DERBY DOLLS Inc.
CONSTITUTION

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Part 1 – Association Name and Objects

East Coast Derby Dolls Inc (ECDD) is a non-profit organization run by volunteers - by the skater, for the skater. As a non-profit organization, no member of ECDD receives any payment for the services they provide in managing the ECDD. ECDD is dedicated to promoting the sport of women's flat track roller derby and supports, encourages and develops skaters in their skating ability, whilst promoting the values of goodwill and good sportsmanship.

The ECDD is managed through an Executive Management Committee with the assistance of the sub-committee's operating under the various position heads as set out in this Constitution. The ECDD seeks and values the input of all members into the management of the ECDD.

The ECDD will provide a safe environment for people to skate and participate in the sport of women's flat track roller derby. The ECDD has accepted the Women's Flat Track Derby Association's (WFTDA) rules and plays under these rules. The ECDD will encourage all members in their skating ability and will provide the opportunities for all members to realise their full potential.

Bullying and harassment in any form will not be tolerated, and will be managed in accordance with the Grievance provisions contained in this Constitution and in accordance with the ECDD Code of Conduct and Rules and Regulations.

The ECDD strives for excellence in skating and bouting. The ECDD will present high-quality roller derby bouts, both inter-league and intra-league and will promote the sport of roller derby. The ECDD will seek out sponsorship and promotional opportunities in areas that are relevant and suitable for the image of the ECDD and the sport of roller derby.

The ECDD will aim to foster strong inter-league relationships with roller derby leagues within Queensland, Australia and internationally, and will utilise these relationships to improve and enhance the skills of the ECDD skaters and to support the growth of roller derby around the world.

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Part 2 - Preliminary

1. Definitions

(1) In this Constitution:

Address means the postal, residential or email address of a member

Annual General Meeting (AGM) means a meeting convened under the Act for the Association to elect office bearers, present the Associations annual financial statements and conduct any other business required. The AGM must be held in the month of November each year.

General Meeting means a meeting of the Association that is not an Annual General Meeting. A General Meeting includes special, ordinary and extraordinary general meetings. A general meeting will be convened to deal with any other matters arising which require a decision of the general membership of the Association.

Association means the East Coast Derby Dolls Incorporated (ECDD)

Office bearer means a member of the Executive Committee who holds one of the following positions:

President
Secretary
Public Officer

Executive Committee Member means one of the following positions:

President
Secretary
Treasurer
Training Coordinator
Memberships
Head Official
Promotions

And any other positions that may be elected into the Executive Committee

Sub-Committee Member means a member of the committee who works under the delegation of an Executive Committee position. A sub-committee member is appointed by the Executive Committee.

In writing means any correspondence received by regular mail, email or any other written form including short message service (SMS).

Grievance means an injury, injustice or wrong that causes harm to another

Dispute means a disagreement between parties

Secretary means:

- (a) The person holding office under this Constitution as Secretary of the Association; or
- (b) If no such person holds that office, the Public Officer of the Association

Financial Year means the financial year of the Association as stated in this Constitution.

The Act

The Act means: The Queensland Associations Incorporations Act 1981

The Regulation means: The *Associations Incorporation Regulation 1999*

As per Sec. 1B of the Act: The Act prevails if association's rules are inconsistent with Act. To remove any doubt, it is declared that if a rule of an association is inconsistent with this Act, this Act prevails to the extent of the inconsistency.

In this Constitution:

- (a) A reference to a function includes a reference to a power, authority and duty and
- (b) A reference to the exercise of such function includes, if the function is a duty, a reference to the performance of that duty.

The provisions of the *Interpretation Act 1954 (Rev. Sept. 2013)* apply to and in respect of this Constitution in the same manner as those provisions would so apply if this Constitution were an instrument made under that Act.

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Part 3 – Membership

2. Memberships Generally

Membership in both Skater and Official classes are unlimited in number.

Roller derby requires time, energy and commitment. It requires Members dedicated to the process of constant learning and to bettering oneself whilst respecting measures that promote the safety of self and others at roller derby.

All Members must:

- Respect other members rights and the leagues rights to privacy and safety
- Understand and agree to follow the Constitution, Code of Conduct and Rules and Regulations
- Attend training, meetings, promotional activities and fundraisers as set out in the ECDD Rules and Regulations and Code of Conduct
- Pass the written and practical tests as set out by ECDD Rules and Regulations before being eligible to train or bout at a new skill level
- Purchase insurance from a suitable insurance provider as outlined by ECDD, and sign a waiver
- Pay the required membership annually
- Purchase and maintain own skates and safety equipment
- Not belong to, be members of, or train regularly with other local leagues at the same time, except in the case of relocating (skaters only) or that the ECDD Management committee has give express permission, or in the case that ECDD has entered into a “Sister League” Agreement / Contract. A further exclusion to this relates to male ECDD member so as to enable them to skate with a competition male team until such time that ECDD may field a male team.

ECDD will endeavour to accept all membership applications and work with them in determining their individual level of involvement in the league. Rejections of a Member should only be considered if they have previously demonstrated disrespect for the code of conduct, rules and regulations or constitution.

Applicants must apply for membership within one month (or 4 training sessions) of starting with ECDD.

The Committee must consider an application for Membership as soon as practicable after an application has been submitted. The Member will submit the following for consideration:

- Application form for membership
- Insurance form
- Appropriate membership fee
- Insurance premium and waiver
- Signed that the Constitution/Code of Conduct/Rules and Regulations have been read and understood
- Medical emergency form
- Photography release

(1) A person is eligible for membership of the Association if:

- (a) The person is over 18 years of age, unless subclause 2(2) applies; and
- (b) The person has been nominated and approved for membership of the Association in accordance with Clause 3.

(2) A person under the age of 18 years may be considered for membership. Consideration will be based on the individual circumstances and characteristics of the person, and after consultation and agreement with the person’s parents or guardians. A decision regarding membership of a person under the age of 18 years will be made by the Executive Committee after consideration has been given to the above.

(3) A person is taken to be a member of the Association if the person was one of the individuals on whose behalf an application for registration of the Association under Part 2 s7 (1) of the Act was made.

3. Nominations for Membership

(1) A nomination of a person for membership of the association:

- (a) Must be made by the nominee in writing in the form set out in Appendix 1 to this Constitution, and
- (b) Must be lodged with the Secretary of the association.

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(2) As soon as practicable after receiving a nomination for membership, the Secretary must refer the nomination to the Executive Committee which is to determine whether to approve or to reject the nomination.

(a) If the Committee approved the nomination, notify the nominee in writing and request the nominee to pay (within the period of 14 days after the nomination has been received by ECDD) the sum payable under this constitution by a member as monthly dues and an annual membership fee.

(3) As soon as practicable after the Committee makes that determination, the Secretary must:

(a) Notify the nominee, in writing if the committee rejected the nomination, and

(b) If the Committee approved the nomination, notify the nominee in writing and request the nominee to pay (within the period of 14 days after the nomination has been received by ECDD) the sum payable under this constitution by a member as monthly dues and an annual membership fee.

(c) The new Member will then be subject to a 3 month probationary period, during which the member or committee can reject or cancel the membership without due notice.

Membership application fees will be fully refunded (any other expenses such as training fees already attended will not be refunded).

(4) The Secretary must, on payment by the nominee of the amounts referred to in subclause (3)(b) within the period referred to in that provision, enter or cause to be entered the nominee's name in the register of members and, on the name being so entered, nominee becomes a Probationary Member of the association until that probationary period has concluded.

4. Cessation of Membership

A person ceases to be a member of the association if the person:

(a) dies, or

(b) fails their probationary period and does not win on appeal

(c) resigns membership, or

(d) is expelled from the association, or

(e) fails to pay the annual membership fee under clause 8 (2) within 30 days after the fee is due.

5. Membership entitlements not transferable

A right, privilege or obligation, which a person has by reason of being a member of the association:

(a) is not capable of being transferred or transmitted to another person, and

(b) terminates on cessation of the person's membership.

6. Resignation of Membership

(1) A Member of the association may resign from membership of the association by giving the Secretary written notice stipulating the Member's intention to resign and the date of the resignation as determined by the Member. On the date of resignation as determined by the Member, the member ceases to be a Member of the Association. If no date is provided by the member, the date the notification was received will be used as the date of resignation.

(2) If a Member of the Association ceases to be a Member under subclause (1), and in every other case where a Member ceases to hold membership, the Secretary must make an appropriate entry in the register of Members recording the date on which the Member ceased to be a Member.

(3) A member of the association who resigns their membership of the association is not entitled to a refund in full or pro-rata for any membership fees or monthly dues paid to the association.

7. Register of Members

(1) The Secretary / Public Officer of the association must establish and maintain a register of members of the association specifying the name and postal or residential address of each person who is a member of the association together with the date on which the person became a member.

(2) The register of members must be kept in Queensland:

(a) at the main premises of the association, or

(b) if the association has no premises, at the association's official address.

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(3) The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.

(4) A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.

(5) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.

(6) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:

- (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
- (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

8. Fees and subscriptions

(1) A member of the Association must, on admission to membership, pay to the Association an annual fee and monthly membership dues (such as training fees) of an amount determined by the committee.

(2) Annual membership fees can only be set at a General meeting of the Association, including a special general meeting or annual general meeting. Any alteration to the Association's annual membership fees as handed down at the most recent Annual General Meeting will only be made if the resolution is passed by a majority of votes cast.

(3) A Member must pay monthly dues of an amount determined by the Association in accordance with the ECDD Rules and Regulations (Appendix 3). In the event that a Member does not pay monthly dues, their membership may be suspended until all outstanding dues are paid or a satisfactory payment arrangement is agreed between the Member and the Executive Committee.

(4) The amount of Monthly Dues may be reduced in instances of injury or leave of absence, as per the Rules and Regulations set out by ECDD.

9. Members' liabilities

The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 8.

10. 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 an appeal meeting of the committee.

(4) The appeal meeting of the committee must be held within 1 month after the secretary receives the notice of intention to appeal.

(5) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or membership terminated, this may be in writing or in person. The person may choose to have the assistance of the grievance officer at the meeting.

(6) Also, 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.

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

(8) 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 treasurer must, as soon as practicable, refund the membership fee paid by the person. This does not include training fees paid.

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Part 4 – Grievance Procedures and Dispute Resolution Procedures

11. Grievance Procedure

(1) This dispute resolution process is designed to ensure that the Association maintains a safe and welcoming environment free from intimidation, abuse or other hostile behaviour. The steps detailed provide a mechanism for concerns to be raised confidentially with a focus on restoring relationships and fairly resolving problems that negatively impact on the functioning of the Association. It may not always be possible for grievances and disputes to be resolved to the satisfaction of the parties involved.

(2) The procedures set out in this section applies to grievances and disputes arising between members and disputes between a member and the Association.

(3) The following examples may be handled by this procedure:

- a. Member has a concern with an ECDD decision
- b. Member has a concern with a coaching or selection decision
- c. Member has a concern with a referring decision
- d. Member has a concern with another skater
- e. Member has a concern with a referee
- f. Member believes they are being harassed or bullied by electronic means (including email, Facebook etc)
- g. Member believes they are being harassed, abused or bullied by another member outside the derby environment

(4)(a) If a Member of the Association wishes to raise a formal grievance or dispute, a grievance form is to be completed within 48 hours of the incident and provided to the Grievance Officer.

(b) If the Grievance Officer is not available, the Member can provide the completed Grievance Form to any other Executive Committee member.

12. General Principles

(1) All resolution processes will focus on restoration of a positive relationship between the parties.

(2) The principles of natural justice will be maintained throughout all grievance resolution processes. This means that all accusations of misconduct or inappropriate behaviour will not be assumed to have been proved until relevant investigations have been concluded.

(3) Once the resolution process is instigated the investigation and agreed action items must be progressed in a timely manner. The times defined in this procedure may be extended by mutual agreement between the parties.

(4) These procedures do not limit the member's right to pursue external resolution processes at any time.

(5) All parties will ensure confidentiality is maintained throughout the entire grievance process.

13. Record Keeping

(1) All parties to the grievance will be verbally notified of the grievance and will receive a copy of the initial grievance form for their records.

(2) Accurate and appropriate records will be kept by the Grievance Officer or Executive Member in charge of the process. When the grievance is concluded the records will be forwarded to the Secretary in a sealed envelope and filed confidentially.

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(3) On conclusion of the grievance process all parties will receive written confirmation of the agreed resolution. This confirmation may take the form of an email.

(4) Outcomes must remain confidential unless by agreement in writing between the parties.

14. Process

The resolution process has 4 levels, with the aim of the process to obtain resolution at the lowest level possible. In the event of a conflict of interest for the Grievance Officer or another member of the Executive may take the lead in the resolution process.

(1) Level 1

If a Member has a grievance or dispute with another member, the first step is to address this with the other Member. The sooner this is raised the easier resolution will be.

Members may seek confidential advice from the Grievance Officers if unsure how to do this.

If the grievance is with a referee's conduct the member must approach the Head Referee in the first instance. The Grievance Officer is to be approached in the case of a conflict of interest that may arise with the Head Referee.

If the grievance or dispute is with an Executive action or decision, this must be raised within five working days of the action or the communication of the decision.

Once notified of the existence of the dispute or grievance, the Grievance Officer or Executive shall attempt to resolve the problem and respond verbally within five working days from the date the matter was raised. For grievances against the Executive, if agreed by both parties the Executive may appoint a conciliator to assist in resolution.

(2) Level 2

If the matter is unable to be resolved at Level 1, or the time required for response has elapsed, the Member should complete the Notification of Grievance Form and submit to the Grievance Officer, or alternate in the instance of a conflict of interest or extended absence.

The Grievance Officer should ensure all relevant parts of the form are complete and commence the resolution process. All parties must cooperate with all reasonable directions from the Grievance Officer to ensure effective resolution.

If the matter concerns a refereeing decision or conduct the Head Referee (or alternate) must be consulted.

If the grievance or dispute is with the Executive Committee or a member of the Executive Committee the Notification of Grievance Form should be submitted to President or Secretary depending if there is a conflict of interest.

All parties must be given verbal notice of the complaint, including the content of the Notification of Grievance Form and associated action plan. All parties are entitled to have access to all relevant documentation and information relating to the matter.

Resolution must occur within 10 working days of the receipt of the Notification of Grievance Form, or escalation to Level 3 will occur.

On conclusion, all parties should receive written notification of the outcome. Parties must be advised in writing of escalation should it occur.

(3) Level 3

If the matter is unable to be resolved at Level 2, or the time required for response has elapsed the Grievance Officer must inform two (2) members of the Executive Committee that the matter remains unresolved. The parties involved in the grievance may select which two Executive Committee Members they wish to have notified about the dispute. The Grievance Officer should provide a written report to the two Executive Committee Members detailing the resolution process and recommendations for resolution.

If this dispute is not resolved within 15 working days of the matter escalating to level 3, all members of the Executive Committee will be notified and will convene within the following 15 working days and determine actions to resolve the grievance or dispute.

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On conclusion of the resolution process, the Executive Committee must provide all parties with written notification of the outcome. If the Member is unhappy with the outcome, escalation to Level 4 may occur. Parties must be advised in writing of escalation should it occur.

(4) Level 4

Where the grievance is not resolved at Level 3, and timeframes have elapsed, the Member may seek a recommendation from the Department of Justice and Attorney-General. The member must notify the Dispute Resolution Centre within 10 working days of receipt of written notice of resolution of the matter from the Executive Committee. If this does not occur the Level 3 decision will be binding.

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Part 5 - The Executive Committee

15. Powers of the Executive Committee

Subject to the Act, the Regulations and this Constitution, and to any resolution passed by the Association in general meeting, the Executive Committee:

- (a) Is to control and manage the affairs of the Association; and
- (b) May exercise all such functions as may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and
- (c) Has power to perform all such acts and do all such things as appear to the Executive Committee to be necessary or desirable for the proper management of the affairs of the Association.

16. Composition and Membership of Executive Committee

(1) The Executive Committee is to consist of:

- (a) the Office-Bearers of the Association; and
- (b) a maximum 5 ordinary Executive Committee members, each of whom is to be elected at the Annual General Meeting of the Association under Clause 13.

(2) The total number of Executive Committee Members is to be not more than 7.

(3) The Office-Bearers of the Association are:

- (a) the President
- (b) the Secretary
- (c) the Treasurer

(4) An Executive Committee Member can only hold 1 Office on the Executive Committee unless subclause 15 (5) applies.

(5) In the event that the Executive office of Secretary is not filled at the Association's annual general meeting, this office shall be held by the Public Officer until the office of Secretary is filled. The Public Officer is the only Executive Committee position that can hold 2 executive offices.

(6) Each Member of the Executive Committee is, subject to this Constitution, to hold office until the conclusion of the Annual General Meeting following the date of the Member's election, but is eligible for re-election.

(7) Each Member of the Executive Committee cannot hold office for more than 2 consecutive committee seasons (years), but will be eligible to apply for re-election after one year of standing down.

(8) An Executive Committee Member cannot have a sponsorship interest in ECDD.

(9) No individual Executive Committee Member may make significant decisions without the approval of the other Executive Committee Members.

17. Election of Executive Committee Members

(1) Nominations of candidates for election as office-bearers of the Association or as ordinary Executive Committee Members:

- (a) must be made in writing, accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
- (b) must be delivered to the Secretary of the association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.

(2) If insufficient nominations are received to fill all Executive Committee positions prior to the annual general meeting, further nominations can be received at the annual general meeting.

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- (3) At the annual general meeting, all candidates must state that they accept or decline the nomination. All Executive Committee positions must be voted in by a majority of the votes cast at the annual general meeting.
- (4) If insufficient further nominations are received, any vacant positions remaining on the Executive Committee are taken to be casual vacancies and shall be filled in accordance with Clause 19.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary Executive Committee Members is to be conducted at the annual general meeting in such usual and proper manner as the Executive Committee may direct.
- (7) A person nominated as a candidate for election as an office-bearer or as an ordinary Executive Committee member of the Association must be a member of the Association.
- (8) To be eligible to be elected as an Executive Committee Member, a Member must be a member of the ECDD for 6 months or longer.

18. Secretary

- (1) The Secretary of the Association must, as soon as practicable after being appointed as Secretary, lodge notice with the Association of his or her address.
- (2) It is the duty of the Secretary to keep minutes of:
- (a) all appointments of office-bearers and members of the Executive Committee, and
 - (b) the names of members of the Executive Committee present at a committee meeting or a general meeting, and
 - (c) all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

19. Treasurer

- It is the duty of the Treasurer of the association to ensure:
- (a) that all money due to the association is collected and received and that all payments authorised by the association are made, and
 - (b) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

20. Casual vacancies

- (1) In the event of a casual vacancy occurring in the membership of the Executive Committee, the Executive Committee may appoint a member of the Association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- (2) A casual vacancy in the office of a member of the committee occurs if the member:
- (a) dies, or
 - (b) ceases to be a member of the association, or
 - (c) resigns office by notice in writing given to the Secretary, or
 - (d) is removed from office under clause 19, or
 - (e) becomes a mentally incapacitated person, or
 - (f) is absent without the written consent of the Executive Committee from 3 consecutive meetings of the Executive Committee, or
 - (g) is convicted of an offence involving fraud or dishonesty for which the

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maximum penalty on conviction is imprisonment for not less than 3 months, or
(h) an Office Bearer is prohibited from being a director of a company under Part
2D.6 (Disqualification from managing corporations) of the *Corporations Act*
2001 of the Commonwealth.

(3) A member must provide written notice (can include texting) to the Secretary at least 1 hour prior to any Executive Committee meeting if they are unable to attend the meeting.

21. Removal of Executive Committee members

(a) The Association in a general meeting may by resolution remove any member of the Committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

(b) If a member of the Committee to whom a proposed resolution referred to in subclause (a) relates makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the Secretary or the President may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

22. Committee meetings and quorum

(1) Executive Committee Meetings

(a) The Executive Committee must meet at least once per month for a period of 12 months at such place and time as the Committee may determine.

(b) Executive Committee members must attend at least 80% of Executive Committee meetings.

(2) All eligible ECDD Members are invited/welcome to attend Executive Committee meetings as spectators, but will not be entitled to vote.

(a) A Member can supply items for the Executive Committee agenda through written notice to the Secretary no later than 7 days prior to the meeting. The Member must be available at the meeting to present their item for the agenda.

(b) Due to some items on the agenda containing sensitive or confidential information, all Members that are not part of the Executive Committee must vacate near the end of the meeting, so that the Executive Committee Members can conclude the final items confidentially.

(3) Additional meetings of the Committee may be convened by any member of the Committee.

(4) Oral or written notice of a meeting of the Committee must be given by the Secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the Committee) before the time appointed for the holding of the meeting.

(5) Notice of a meeting given under Sec 26 subclauses (1) and (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.

(6) Any members making up 50 per cent plus one of the Executive Committee constitute a quorum for the transaction of the business of a meeting of the Executive Committee, however the quorum must include an Office Bearer (Secretary or President).

(7) No business is to be transacted by the Executive Committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is

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not present, the meeting is to stand adjourned to the same place and at the same hour of the day no later than one week following.

(8) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.

(9) At a meeting of the Executive Committee:

(a) the President is to preside as chairperson, or

(b) if the President is absent or unwilling to act, such one of the remaining members of the Committee as may be chosen by the members present at the meeting is to preside as chairperson.

23. Voting and decisions

(1) Questions arising at a meeting of the Executive Committee are to be determined by a majority of the votes of members of the Executive Committee present at the meeting. All eligible ECDD Members are invited/welcome to attend Executive Committee meetings as spectators, but will not be entitled to vote at the Executive Committee Meeting.

(2) Each Executive Committee Member present at a meeting of the Executive Committee (including the person presiding at the meeting) is entitled to one vote. In the instance of an equality of votes on any question, the answer is to be decided in the negative; however the issue can be open for discussion and another vote at the next meeting.

(3) The Executive Committee may act despite any vacancy on the Executive Committee.

(4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Executive Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Executive Committee.

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Part 6 - General Meetings

24. Annual General Meeting - holding of

(1) The association must hold its first annual general meeting within 18 months after its registration under the Act.

(2) The association must hold its annual general meetings:

- (a) within the month of November of each year, or
- (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

25. Annual General Meetings - calling of and business at

(1) The Annual General Meeting of the association is, subject to the Regulation and Sec 35, to be convened on such date and at such place and time as the Committee thinks fit.

(2) In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting is to include the following:

- (a) to confirm the minutes of the last preceding Annual General Meeting and of any special general meeting held since that meeting,
- (b) to receive from the committee reports on the activities of the association during the last preceding financial year,
- (c) to elect office-bearers of the Association, and ordinary Executive Committee members
- (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (e) to set the annual membership fees payable by the members in the year following the Annual General meeting

(3) An annual general meeting must be specified as such in the notice convening it.

(4) The Association's financial year is from the date of application for incorporation being 1 November 2013 to 31 October in the following year. Each successive financial year will fall on the anniversary of this date.

26. Special general meetings - calling of

(1) The Executive Committee may, whenever it thinks fit, convene a special general meeting of the association.

(2) The Executive Committee must, on the requisition in writing of at least 5 per cent of the total number of Members, convene a special general meeting of the association.

(3) A requisition of Members for a special general meeting:

- (a) must state the purpose or purposes of the meeting, and
- (b) must be signed by the members making the requisition, and
- (c) must be lodged with the Secretary, and
- (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

(4) If the Executive Committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of Members for the meeting is lodged with the Secretary, any one or more of the Members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

(5) A special general meeting convened by a Member or Members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the Executive Committee.

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27. Notice

(1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the Secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

(2) Notice of the general meeting is to be in writing to each member at the address held in Register of Members kept by the Association.

(3) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution.

(4) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 24 (2).

(5) A member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary at least 7 days prior to the General Meeting. The Secretary must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

(6) Any business of which due notice has been given, if unsuccessful, cannot be resubmitted nor can any other business having a similar effect be moved at a subsequent General Meeting for a period of 3 months unless a Special General Meeting is called to deal with the business.

28. Quorum for general meetings, including annual general meetings

(1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.

(2) 51% of the Members present (being Members entitled under this constitution to vote at a general meeting) including a minimum 4 Executive Committee Members constitute a quorum for the transaction of the business of a general meeting.

(3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:

- (a) if convened on the requisition of members, is to be dissolved, and
- (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

29. Presiding member

(1) The President may preside as chairperson at each general meeting of the association.

(2) If the President is absent or unwilling to act, the members present may elect one of their number to preside as chairperson at the meeting.

30. Adjournment

(1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

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(2) If a general meeting is adjourned for 14 days or more, the Secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(3) Except as provided in subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

31. Making of decisions

(1) A question arising at a general meeting of the association is to be determined by either:

- (a) a show of hands, or
- (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.

(2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

(3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

32. Special resolutions

(1) A special resolution is required for:

- (a) changing the associations name
- (b) changing the associations objects
- (c) changing the associations constitution
- (d) applying for registration by an unincorporated group
- (e) amalgamating with another registered association
- (f) an existing corporation seeking to register as an association
- (g) an existing registered association applying to transfer incorporation
- (h) voluntarily winding up or cancelling the registered association and distributing property.

(2) A special resolution can be passed at a meeting

(3) For a special resolution to be passed at a meeting

- (a) members must receive 21 days notice before the meeting date. The notice should include the terms of the resolution and a statement that it is to be passed as a special resolution a quorum of members must be present at the meeting
- (b) votes must be in person or by proxy,
- (c) support from at least three-quarters (75%) of the votes cast is required.

(4) Alteration of Rules

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

33. Voting

(1) On any question arising at a general meeting of the association a member has one vote only.

(2) In the case of an equality of votes on a question at a general meeting, the answer is to be decided in the negative; however the issue can be open for discussion and another vote at the next meeting

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(3) A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.

(4) The member must be over 18 years of age to be entitled to vote at any general meeting of the Association.

34. Proxy votes permitted

(1) Proxy voting can be undertaken at or in respect of a general meeting.

(2) Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed. Each member is entitled to appoint a relative or friend as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed. The notice appointing the proxy must be in accordance with the Regulation.

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Part 7 – Miscellaneous

35. Insurance

The Association must effect and maintain insurance.

36. Funds – source

(1) The funds of the Association are to be derived from annual membership fees and periodic dues of members, sponsorship, donations, and, subject to any resolution passed by the Association in general meeting, any other sources as the Executive Committee determines.

(2) All money received by the Association must be deposited as soon as practicable and without deductions into the Association's authorised financial institution or other authorised deposit making institution account.

(3) The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

37. Funds - Management

(1) Subject to these rules or a resolution 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 income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.

(3) A cheque issued by the association must be signed by any 2 of the following members of the association.

- a) the President of the association;
- b) the Secretary of the association;
- c) the Treasurer of the association;
- d) another member of the association previously approved by the committee of the association;

However, one of the persons who signs the cheque must be the President, Secretary or Treasurer.

38. Change of Name, Objects, and Constitution

An application to the Director-General for registration of a change in the association's name, objects or constitution in accordance with section 35 of the Act is to be made by the public officer or a committee member.

39. Custody of books etc

Except as otherwise provided by this constitution, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the association.

40. Inspection of books etc

(1) The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:

- (a) records, books and other financial documents of the association,
- (b) this constitution,
- (c) minutes of all committee meetings and general meetings of the association.

(2) A member of the association may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.

41. Service of notices

(1) For the purpose of this constitution, a notice may be served on or given to a person:

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- (a) by delivering it to the person personally, or
- (b) by sending it by pre-paid post to the address of the person, or
- (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.

(2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:

- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

42. Financial year

The financial year of the Association is:

- (a) the period of time commencing on the date of the Association's application for incorporation being 01 November 2013 ending on the following 31 October 2014, and
- (b) each period of 12 months after the expiration of the previous financial year of the association.

43. 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.

44. 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 objects similar to the association's objects; and
 - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
- (4) In this rule - surplus assets see section 92 (3) of the Act.

45. Application for Membership of the Association

This Constitution is to be read in conjunction with the Association's Membership Application, which may be amended from time to time by a majority vote of the Executive Committee. A copy of the Application for Membership is available in Appendix 1.

46. Code of Conduct

This Constitution is to be read in conjunction with the Association's Code of Conduct, which may be amended from time to time by a majority vote of the Executive Committee, and any other Codes of Conduct developed by the Association. A copy of the Code of Conduct is available in Appendix 2.

47. Rules and Regulations

This Constitution is to be read in conjunction with the Association's Rules and Regulations, which may be amended from time to time by a majority vote of the

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Executive Committee, and any other Rules and Regulations developed by the Association. A copy of the Code of Conduct is available in Appendix 3.

Appendix 1: Forms

Application for Membership of the Association
Photo Release Agreement
Medical Information Disclosure

Appendix 2: Code of Conduct

The Association's Code of Conduct is available attached to this Constitution.

Appendix 3: Rules and Regulations

The Association's Rules and Regulations is available attached to this Constitution.

Appendix 4 - Legislation and References

(1) Legislation

This Constitution is made in accordance with the provisions of the Queensland Associations Incorporation Act 1981 and the Associations Incorporations Regulation 1999. The Act and the Regulation are available at www.fairtrading.qld.gov.au

The full link to the Act is:

<https://www.legislation.qld.gov.au/LEGISLTN/CURRENT/A/AssocIncorpA81.pdf>

The full link for the Regulation is:

https://www.legislation.qld.gov.au/LEGISLTN/SUPERSED/A/AssocIncorpR99_120713.pdf

(2) References

This Constitution utilised the resources available from the QLD Office of Fair Trading (OFT).

This information is available at:

<http://www.fairtrading.qld.gov.au/incorporated-associations.htm>