



THE QUEENSLAND BADMINTON ASSOCIATION INC

CONSTITUTION

I hereby certify that this is a true copy of the rules amended by the Members at the General Meeting on 27th March 2025.

Tristan Clow, Secretary

Date: 27th March 2025

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1. NAME

The name of the Incorporated Association shall be "The Queensland Badminton Association Inc" trading as "Queensland Badminton Association" and "Badminton Queensland". The organisation was originally established in 1950.

2. DEFINITIONS

- (a) "Association" hereinafter refers to the Queensland Badminton Association Inc
- (b) "Board" hereinafter refers to the elected Board of the Queensland Badminton Association Inc
- (c) "Secretary" hereinafter refers to the Secretary of the Queensland Badminton Association Inc
- (d) "Treasurer" hereinafter refers to the Treasurer of the Queensland Badminton Association Inc
- (e) "Sub-Committee" hereinafter refers to all sub-committees appointed under the by-laws of the Queensland Badminton Association Inc
- (f) "BWF" hereinafter refers to Badminton World Federation
- (g) "BA" hereinafter refers to Badminton Australia and/or Badminton Australia Ltd.
- (h) "Life Membership Committee" hereinafter refers to a group of current life Members who shall recommend to the Board nominations for the award of Life Membership.
- (i) "Regional Area" refers to a location outside the boundaries of a Regional Association.
- (j) "Small Association" refers to an Association of two (2) affiliated clubs.
- (k) "Medium Association" refers to an Association of three to five (3-5) affiliated clubs.
- (l) "Large Association" refers to an Association of six (6) or more affiliated clubs.
- (m) "Not-for-profit" refers to an organisation that operates for its purpose and not for the profit or gain of its members, and can take various forms like charities, sporting groups, or community organisations.

3. OBJECTIVES

The objects of the Association shall be:

- (a) Be recognised as the single peak body for the sport of badminton across Queensland to promote, develop, control and manage the game of Badminton throughout Queensland.
- (b) Be the sole affiliate with Badminton Australia Ltd in Queensland, and to represent Queensland thereon and to deal with the various States for the advancement and control of Badminton in Australia.
- (c) To promote visits to Queensland by teams and/or persons from other States or Countries and by teams and/or persons from Queensland to other States or Countries.
- (d) To arrange, sanction, regulate and control all Queensland Championships and other matters of whatever nature over which Affiliated Associations have not exclusive control.
- (e) To regulate and approve the dates of the various Affiliated Open and Association Championships.
- (f) To uphold, maintain and, if necessary, publish the Rules and Regulations for the time being in force for the game of Badminton and whether affecting Interstate or other matches and to decide all doubtful or disputed questions as to Rules and Regulations and all disputes which may arise between Affiliated Associations.
- (g) To raise monies or arrange sponsorships, through whatever activities are considered appropriate, for the financial benefit of the Association. Such monies cannot be directed to any individual player, except where the Board may decide from time to time, to donate to, or subsidise travel and/or accommodation costs of, selected State teams or individuals to attend national or international tournaments.
- (h) To do all such acts and things whether solely or in conjunction with any persons or Associations as the Association may in its absolute discretion consider incidental or conducive to any of the objects of the Association.

4. POWERS

The powers of the Association are:

- (a) To subscribe to, become a Member of and cooperate with any other association, Affiliated Club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its

funds any Affiliated Club, association or organisation which does not prohibit the distribution of its income and property among its Members to an extent at least as great as that imposed on the Association under or by virtue of Clause 30(q);

- (b) In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the Members of the Association;
- (c) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association: Provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts;
- (d) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- (e) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association;
- (f) To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated association or promotion of the incorporated association or in the furtherance of its objects;
- (g) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;

- (h) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit;
 - (i) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
 - (j) In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
 - (k) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or payoff any such securities;
 - (l) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
 - (m) In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;
 - (n) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others;
 - (o) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Associations but subject always to the proviso in sub rule (d);
 - (p) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise;
 - (q) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;
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- (r) In furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their Members to an extent at least as great as that imposed upon the Association under or by virtue of Clause 30(q);
- (s) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- (t) In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- (u) To make donations for patriotic, charitable or community purposes;
- (v) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;
- (w) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.
- (x) To impose any sanctions on individual Members as may from time to time be required.

5. MEMBERSHIP:

The Members of the Association shall be the following, willing to conform to the Associations Constitution, Rules, Regulations and Bylaws and there shall be no limit to the number of Members in each class of Membership.

All affiliate entities as defined in rules 5(a) and 5(b) must have a name that does not conflict or can reasonable be deemed as to cause confusion between itself and other affiliate entities. The Association shall determine any such cases.

VOTING AFFILIATE MEMBERSHIP

- (a) **Affiliated Badminton Associations:** An Affiliated Badminton Association may be formed with the consent of the Association by two or more Affiliated Clubs with each club Membership of not less than twenty-five (25) QBA adult registered players and shall not be formed within fifty (50) kilometres of any other Affiliated Associations.

Privileges: Subject to this Constitution, Affiliated Associations shall be entitled to appoint delegates to attend, represent them, participate in and vote at all general meetings of the Association.

- (b) **Affiliated Clubs:** An Affiliated Club having a Membership of not less than twelve and a constitution approved by the Association, may apply for and be granted affiliation with the Association if there is not an Affiliated Badminton Association within fifty (50) kilometres of such Affiliated Club.

Privileges: Subject to this Constitution, Affiliated Associations shall be entitled to appoint delegates to attend, represent them, participate in and vote at all general meetings of the Association.

- (c) **Queensland Badminton Association Sub-committees:** Sub-committees created under Association bylaws.

Privileges: Sub-committees shall be entitled to appoint one delegate to attend, represent, participate and vote at all general meetings of the Association.

NONVOTING AFFILIATE MEMBERSHIP:

- (a) **Other Affiliated Organisation:** Any School, Association of Schools or any organisation such as the YMCA, PCYC, etc. may make application for affiliation upon such terms and conditions as the Association may from time to time determine. Affiliation by any such organisation shall entitle them to one appoint delegate to attend, represent them and participate in but not vote at any meeting of the Association.

Privileges: Shall be entitled to appoint one delegate to attend all general meetings but have no voting rights.

(b) Commercial Partners:

The Association may establish arrangements with commercial operators, these may be to assist in promoting the sport by running pennants, fixture seasons or air badminton competitions.

Must register all members participating and pay the membership fees prescribed by the Association from time to time.

Privileges: Subject to this constitution, a Commercial Partner shall receive official notice to attend General Meetings of the association. They shall be represented by their Commercial Partner's delegate/s who have the right to be present and debate at General Meetings for and on behalf of the Commercial Partner. They cannot vote at General Meetings.

Commercial Partners must hold their own public liability insurance.

All directors, management and staff must maintain a valid working with children check (Blue Card). If employing staff, they must ensure that all obligations of an employer are met in accordance with the Fair Work Act.

Must register at least 300 members and pay the affiliation fees of a large association.

All Commercial Partners will have a contract with the Association.

The number of Commercial Partners may be limited.

(c) Academy: An Academy may only be a member of the Association and must register at least seventy-five (75) members and pay the membership fees prescribed by the Association.

Privileges: Shall be entitled to appoint one delegate to attend all general meetings but have no voting rights.

Seventy-five (75) percent of its membership must be of junior age. An Academy shall also pay an affiliation fee of the same as a large Association.

Academies must ensure that all committee, directors, management, staff and volunteers etc maintain a valid working with children check (Blue Card). If employing staff, they must ensure that all obligations of an employer are met in accordance with the Fair Work Act. They must also ensure that all coaches are appropriately qualified and maintain their coaching registration with Badminton Australia.

All Academies must have a contract between with the Association.

Persons operating coaching (private coaching) outside of affiliates activities will not be covered by insurance arrangements.

All smaller academies of twenty (20) or less people may be attached to an Affiliated Club or Association but must be a legal entity and must abide by the Fair Work Act.

Must register all members participating and pay the membership fees prescribed by the Association from time to time.

The number of Academies may be limited.

All affiliate entities must have a name that does not conflict or reasonable be deemed as to not cause confusion between itself and other affiliate entities. The Association shall determine any such cases.

NONVOTING INDIVIDUAL MEMBERSHIP:

- (a) **Registered Players:** All persons who are Amateurs and who are Members of an Affiliated Club or Affiliated Association and who pay an annual subscription to be fixed from time to time by the Association, shall be deemed to be Registered Players or Registered Junior Players of the Association. Persons under the age of sixteen (16) years as of the 31st of December each year shall be deemed a Junior.

Registered Players will have a rolling membership, i.e. Their membership will be valid for twelve (12) months from the date of purchase.

Privileges: Registered Players only shall be entitled to attend and take part in all discussions at all general meetings of the Association but are not entitled to vote in their capacity as Registered Players, but Registered Players and Registered Junior Players shall be entitled to take part in all and any open competitions and tournaments authorised by the Association to be conducted or promoted by the Association or any Affiliated Badminton Association, Affiliated Club or Other Affiliated Organisation.

- (b) **Associate Players:** Any person not being a Member of an Affiliated Badminton Association or Affiliated Club who shall conform to the rules of the Association, and pay an annual subscription to be fixed from time to time by the Association may at the discretion of the Association be elected by it as an Associate Player of the Association and shall be entitled to the same privileges as a Registered Player provided that such person does not live within fifty (50) kilometres of an existing Affiliated Badminton Association or Affiliated Club.

Associate Players will have a rolling membership, i.e. Their membership will be valid for twelve (12) months from the date of purchase.

Privileges: Associate and Associate Junior Players shall be entitled to the same privileges as Registered and Registered Junior Players of the Association.

- (c) **Honorary Life Memberships:** Any person so elected by the Annual General Meeting of the Association following recommendation by a Life Membership Committee.

Privileges: Honorary Life Members shall be granted automatic and continuous Membership of the Association at all times and in addition to the privileges of Registered Players of the Association they shall be entitled, at the discretion of the Board, to free admission to functions and events sanctioned by the Association.

- (d) **Honorary Memberships:** The Association may elect temporary Honorary Members as it may think fit for a period not exceeding one (1) month.

Privileges: Excepting the right to attend and take part in all discussions at general meetings of the Association. Honorary Members shall have the same privileges as Registered Players with the exception that may not vote.

- (e) **Social Memberships:** Social Members shall be deemed to be registered players and shall be entitled to the privileges of Registered Players except that they shall not be permitted to participate in any official Association, Affiliated Badminton Association or Affiliated Club competitions (e.g. fixtures, leagues, interclub match etc) or coaching.

Social Members will have a rolling membership, i.e. Their membership will be valid for twelve (12) months from the date of purchase.

Privileges: Excepting the right to take part in competitions and tournaments in which all other Members can participate, Social Members shall have the same privileges as Registered Players.

All classes of Memberships shall be bound by every Resolution and Act of the Association passed or performed within the powers conferred by this Constitution and by the Rules made in accordance therewith.

6. ADMISSION AND REJECTION OF AFFILIATE MEMBERSHIPS

At the next meeting of the Board after the receipt of any application and the fee applicable for any class of affiliate Membership, such application shall be considered by the Board who shall thereupon determine the admission or rejection of the applicant.

- (a) Any applicant who receives a majority of the votes of the Members of the Board present at the meeting at which such application is being considered shall be accepted as a Member to the class of Membership applied for.
- (b) Upon the acceptance or rejection of an application for any class of affiliate Membership the Secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

7. TERMINATION OF SANCTION OF MEMBERSHIP

(a) TERMINATION

(1) Affiliate Membership

- (a) An affiliate Member may resign from the Association at any time by giving three (3) months' notice in writing to the Secretary. Such resignation shall take effect at the time specified in the notice.

(2) Individual Membership

- (a) If an Individual Member:
 - (a) is convicted of an indictable offence; or
 - (b) fails to comply with any of the provisions of this Constitution; or
 - (c) has Membership fees in arrears for a period of two months or more; or
 - (d) conducts themselves in a manner considered to be injurious or prejudicial to the character or interests of the Association,

- (3) the Board shall consider whether an individual's Membership shall be rejected or terminated.

(b) SANCTIONS

- (1) Sanctions may be imposed against individual Members by the Association in the following circumstances:
- (2) Drug Testing
- (3) Any individual Member who tests positive to illegal drugs, or who fails to comply with drug testing requests will have any relevant BWF and/or BA sanctions imposed on them. Any technical issues arising out of any drug related matter will be determined by the Australian Sports Anti-Doping Agency (ASADA) or its precedent bodies.

(c) CIVIL OFFENCES

- (1) Any Member found guilty of a civil offence considered to be injurious or prejudicial to the character, interests or development of the Association.

(d) OTHER

- (1) Any Member who conducts themselves in a manner considered to be injurious or prejudicial to the character, interests or development of the Association.
- (2) The Board shall determine and enforce the necessary action required in all cases as per the relevant By-Laws.
- (3) The Member concerned shall be given a full and fair opportunity of presenting their case and if the Board resolves to terminate the Membership it shall instruct the Secretary to advise the Member in writing accordingly.

8. APPEAL AGAINST REJECTION, SANCTION OR TERMINATION OF MEMBERSHIP:

- (a) A person whose application for Membership has been rejected or whose Membership has been terminated may within one (1) month of receiving written notification thereof, lodge with the Secretary written notice of their intention to appeal against the decision of the Board.
- (b) Upon receipt of a notification of intention to appeal against rejection or termination of Membership the Secretary shall convene, within three months of the date of receipt by them of such notice, a meeting to determine the appeal. At any such meeting the applicant shall be

given the opportunity to fully present their case, and the Board or those Members thereof who rejected the application for Membership or terminated the Membership subsequently shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of the Members present at such meeting.

- (c) Where a person whose application is rejected, does not appeal against the decision of the Board within the time prescribed by this Constitution or so appeals but the appeal is unsuccessful, the Secretary shall forthwith refund the amount of any fee paid.

9. GRIEVANCE PROCEDURE TERMINATION OF SANCTION OF MEMBERSHIP

- (a) This rule sets out a grievance procedure for dealing with a dispute under the rules between parties as mentioned in section 47A(1) of the Act.
- (b) To remove any doubt, it is declared that the grievance procedure cannot be used by a person whose membership has been terminated if the rules provide for an appeal process against the termination.
- (c) A member (the aggrieved party) initiates the grievance procedure in relation to the dispute by giving a notice in writing of the dispute to:
 - (d) the other party; and
 - (e) if the other party is not the Board—the Board.
- (f) If 2 or more members initiate a grievance procedure in relation to the same subject matter, the committee may deal with the disputes in a single process and the members must choose 1 of the members (also the aggrieved party) to represent the members in the grievance procedure.
- (g) Subject to rule 12B, the parties to the dispute must, in good faith, attempt to resolve the dispute.
- (h) If the parties to the dispute cannot resolve the dispute within 14 days after the aggrieved party initiates the grievance procedure, the aggrieved party may, within a further 21 days, ask the association's secretary to refer the dispute to mediation.

- (i) Subject to rule 12B, if the aggrieved party asks the association's secretary to refer the dispute to mediation under sub rule (6), the Board must refer the dispute within 14 days after the request.
- (j) If the aggrieved party does not ask the association's secretary to refer the dispute to mediation under sub rule (6), the grievance procedure in relation to the dispute ends.

10. GRIEVANCE PROCEDURE NOT CONTINUED IN PARTICULAR CIRCUMSTANCES

This rule applies if:

- (a) a member initiates a grievance procedure in relation to a dispute and the association or association's Board is the other party to the dispute; or
- (b) the aggrieved party asks the association's secretary to refer the dispute to mediation under rule 10(6).
- (c) The Board does not have to act under rule 10(5) or (7) if—
 - 1. the aggrieved party has, within 21 days before initiating the grievance procedure, behaved in a way that would give the Board grounds for taking disciplinary action under the rules against the aggrieved party in relation to the matter the subject of the grievance procedure; or
 - 2. before the grievance procedure was initiated, a process had started to act under the rules against the aggrieved party or terminate the aggrieved party's membership, as provided for under the rules, and the dispute relates to that process or to a matter relevant to that process; or
 - 3. the dispute relates to an obligation under the Liquor Act 1992 or any other State law to prevent the entry of the aggrieved party to, or to remove the aggrieved party from, premises used by the association, or to refuse to serve liquor to the aggrieved party at the premises; or
 - 4. the dispute could reasonably be considered frivolous, vexatious, misconceived or lacking in substance, or relates to a matter that has already been the subject of the grievance procedure.

11. APPOINTMENT OF MEDIATOR

- (a) If a dispute under rule 10 is referred to mediation—
 - 1. the parties to the dispute must choose a mediator to conduct the mediation; or
 - 2. if the parties are unable to agree on the appointment of a mediator within 14 days after the dispute is referred to mediation, the mediator must be—
 - 3. for a dispute between a member and another member—a person appointed by the Board; or
 - 4. for a dispute between a member and the Board or the association—an accredited mediator or a mediator appointed by the director of a dispute resolution centre.
- (b) An accredited mediator may refuse to be the mediator, or the director of a dispute resolution centre may refuse to appoint a mediator, to mediate the dispute.
- (c) If sub rule (2) applies, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

12. CONDUCT OF MEDIATION

- (a) If a mediator is appointed under rule 10, the mediator must start the mediation as soon as possible after the appointment and try to finish the mediation within 28 days after the appointment.
- (b) Sub rule (1) does not apply if the mediator is a mediator appointed by the director of a dispute resolution centre.
- (c) The mediator—
 - 1. must give each party to the dispute an opportunity to be heard on the matter the subject of the dispute; and
 - 2. must comply with natural justice; and
 - 3. must not act as an adjudicator or arbitrator; and
- (d) during the mediation—may see the parties with or without their representatives, together or separately.
- (e) The parties to the dispute must act reasonably and genuinely in the mediation and help the mediator to start and finish the mediation within the period mentioned in sub rule (1).

- (f) The costs of the mediation, if any, are to be shared equally between the parties unless otherwise agreed.
- (g) If the mediator cannot resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

13. REPRESENTATION FOR GRIEVANCE PROCEDURE

- (a) A party to a dispute may appoint any qualified person to act on behalf of the party in the grievance procedure.
- (b) For sub rule (1), a person is qualified to act on behalf of a party if the person—
 - 1. has sufficient knowledge of the matter the subject of the dispute to be able to represent the party effectively; and
 - 2. is authorised to negotiate an agreement for the party.
- (a) If a party appoints a person under sub rule (1) to act on the party's behalf, the party must give written notice of the appointment to each of the following entities—
 - 1. the other party to the dispute;
 - 2. the Board;
 - 3. if a mediator has been appointed before the party appoints the person—the mediator.

14. ELECTRONIC COMMUNICATION FOR GRIEVANCE PROCEDURE

Any meeting or mediation session required under the grievance procedure may be conducted by electronic means if the parties to the dispute and, for a mediation, the mediator agree.

15. REGISTER OF REGISTERED PLAYERS

- (a) The Association shall keep a Register of Registered Players to be kept in which shall be entered the names and residential addresses of all persons admitted to registered Membership of the Association and the dates of their admission.
- (b) Particulars shall also be entered into the register of deaths, resignations, terminations, and reinstatement of Memberships and any further particulars as the Board or the Members at any general meeting may require from time to time.

- (c) The Register shall be open for inspection at all reasonable times by any affiliated Member or registered player who previously applies to the Secretary for such inspection.

16. FEES

Subject to this Constitution, fees for affiliation of Affiliated Associations, Affiliated Clubs, and Other Affiliated Associations and for registration of all categories of Membership with the Association shall be determined at the Annual General Meeting of the Association but any failure to so determine any one or more of the various categories of affiliation and Membership fees shall not invalidate the fees determined in respect of any other category.

(a) AFFILIATION FEE

Associations, Clubs and Other Organisations desiring to affiliate with the association pay an affiliation fee as determined by the Annual General Meeting of the Association. Such fee is payable by the 30th of April each year and remains current for one year from that date.

(b) REGISTRATION FEE

Persons desirous of competing in fixtures, matches and tournaments conducted by the Association, Affiliated Associations or Affiliated Clubs in Queensland or any other State, shall pay a registration fee as determined at the AGM.

On payment of that fee, the player becomes a "registered player" for a calendar year from the date payment signed by player on the registration form.

No player may participate in the above-mentioned activities, matches and tournaments until such fee has been paid. Payment of such fee must be made through an Affiliated Club or Affiliated Badminton Association, Other Affiliated Organisation, Commercial Partner or Academy as allowed in Clause 5(c)(i).

17. LIABILITY OF OFFICERS

It shall be a condition of affiliation of any Affiliated Association, Affiliated Club, Other Affiliated Organisation that, unless the same shall be an incorporated body, the officers thereof shall be jointly and severally liable for the payment of all fees payable thereby to the Association.

18. AFFILIATION

Each Association, Club or Member shall, on application for affiliation, lodge with the Secretary, a copy of its constitution and a list of its office bearers currently holding office, and the prescribed affiliation fee.

Any alteration to any of those constitutions or change of office bearers must be notified to the Association Secretary within 14 days of such alteration.

19. REGISTRATION OF REGISTERED PLAYERS & EXPIRY OF PRIVILEGES

- (a) The Secretary of each Affiliated Badminton Association, Affiliated Club or Other Affiliated Organisation shall furnish to the Secretary not later than the 31st March and at any other time when called upon, a list of all persons who are Members of such Affiliated Association, Affiliated Club, Other Affiliated Organisation together with all affiliation and registration fees, and shall register and pay registration fees for all new Memberships within two weeks after they have joined such Affiliated Association, Affiliated Club or Other Affiliated Organisation.
- (b) The final date for the furnishing of the list and the payment of the affiliation and registration fees referred to in Clause 10(a) of this Constitution shall be the 30th of April in each year and the privileges attaching to Membership of the Association shall expire for Members registered up to but not after such date.

20. APPOINTMENT OF DELEGATES

A Delegate shall be appointed by each Affiliated Badminton Association, Affiliated Club, Other Affiliated Organisation, and notice in writing thereof shall be given to the Secretary.

- (a) Each Delegate shall be a registered Member of the Association.

- (b) Should any Delegate be unable to attend any meeting of the Association, then the Affiliated Badminton Association, Affiliated Club or Other Affiliated Organisation may request in writing, a proxy for their Delegate, for such meeting, and upon the Association accepting such proxy he/she shall represent their Affiliated Badminton Association, Affiliated Club or Other Affiliated Organisation at that meeting.
- (c) No Delegate shall have the right to vote or speak at any meeting unless notification of their appointment, signed by the Secretary of the Affiliated Badminton Association, Affiliated Club or Other Affiliated Organisation which he represents is in the hands of the Secretary before the commencement of the meeting.

21. VOTING ENTITLEMENTS

The voting entitlements at Annual and other General Meetings shall be as follows:

- (a) The President, Secretary, Treasurer and additional Board Members shall be entitled to attend, speak at, move and second motions, and shall be entitled to one deliberative vote at those Meetings - EXCEPT for the election of the Board. If the Secretary and Treasurer are the same person, then that person shall have one deliberative vote only.
- (b) Each of the Delegates representing Affiliated Badminton Associations, Affiliated Club, and Sub-Committees shall be entitled to attend, speak at, and to move and second motions and shall be entitled to vote as follows at all such meetings of the Association:
 - (c) For election of Board one (1) deliberative vote only.
 - (d) For all other matters - one deliberative vote for the first fifty (50) or part thereof registered Members plus one additional vote for each additional fifty (50) or part thereof registered Memberships, up to a maximum of six (6) votes.
 - (e) Each of the delegates representing Queensland Badminton Association Sub-Committees shall be entitled to attend, speak at and to move and second motions and shall be entitled to one (1) deliberative vote on all voting matters at those Meetings.

22. VOTING AT MEETINGS

A majority vote shall rule at all meetings.

In the event of a tied vote, the motion shall be declared lost.

23. DELEGATES AND VOTING POWER

It shall be compulsory for a Delegate, or their proxy, from all Affiliated Associations or Affiliated Clubs (whose Membership is 12 Memberships or more) to attend all General Meetings.

Failure to comply will result in a fine which shall be set by the Board from time to time and shall be paid within 30 days of the receipt of such fine.

Every Affiliated Association, Affiliated Club, or Sub-Committee represented at a General Meeting shall be entitled to vote according to Clause 15(b) of this Constitution.

24. CONTROL OF ASSOCIATION AFFAIRS

The affairs of the Association shall be directed and controlled by:

- (a) An Annual General Meeting
- (b) Special General Meetings.
- (c) The Board
- (d) An Annual General Meeting shall be held every year prior to 30th day of June and in which shall be vested all the powers of the Association. Notice of each Annual General Meeting shall be sent to:
 - (e) All Board Members, Life Members and Patrons
 - (f) The Secretary of each Affiliated Badminton Association, Affiliated Club, Other Affiliated Organisation.
 - (g) Sub-Committee Chairpersons.
 - (h) Such notice to be sent not less than twenty-one (21) days prior to the date of the Meeting.

- (i) Nominations for the Board and Agenda Items, in writing, must be received by the Secretary at least fourteen (14) days prior to the date of the Annual General Meeting. Nominations must be signed by both the nominee, as indication of acceptance of the nomination, and the nominator. Nominees must be current registered Members of an Affiliated Association/Club as at 31st of December of the previous year and be endorsed by the Affiliated Association or Regional Club.
- (j) The list of nominations and Agenda Items shall be sent to (i), (ii) and (iii) above not less than ten (10) days prior to the date of the Meeting.

25. APPOINTMENT OR ELECTION SECRETARY

- (a) The secretary must be an adult whose primary residence is in Queensland, and is—
 - 1. a member of the association elected by the association as secretary; or
 - (b) any of the following persons appointed by the Board as secretary—
 - 1. a member of the association's Board;
 - 2. another member of the association;
 - 3. another person.
 - (c) If the association has not elected an interim officer as secretary for the association before its incorporation, the members of the Board must ensure a secretary is appointed or elected for the association within 1 month after incorporation.
 - (d) If a vacancy happens in the office of secretary, the members of the Board must ensure a secretary is appointed or elected for the association within one (1) month after the vacancy happens.
 - (e) If the Board appoints a person mentioned in sub rule (a)(b)(ii) as secretary, other than to fill a casual vacancy on the Board, the person does not become a member of the Board.
 - (f) However, if the Board appoints a person mentioned in sub rule (a)(b)(ii) as secretary to fill a casual vacancy on the Board, the person becomes a member of the Board.
 - (g) If the Board appoints a person mentioned in sub rule (a)(b)(iii) as secretary, the person does not become a member of the Board.
 - (h) In this rule— casual vacancy, on a Board, means a vacancy that happens when an elected member of the Board resigns, dies or otherwise stops holding office.
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26. REMOVAL OF SECRETARY

- (a) The Board of the association may at any time remove a person appointed by the committee as the secretary.
- (b) If the Board removes a secretary who is a person mentioned in rule 15(1)(b)(i), the person remains a member of the Board.
- (c) If the Board 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 Board under rule 15(5), the person remains a member of the Board.

27. 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
- (d) documents relating to the association; and
- (e) maintaining the register of members of the association.

28. MEMBERSHIP OF BOARD

- (a) The Board of the association consists of a president, treasurer, and any other members the association members elect at a general meeting.
- (b) A member of the Board, other than a secretary appointed by the Board under rule 15(1)(b)(iii), must be a member of the association.
- (c) At each annual general meeting of the association, the members of the Board must retire from office, but are eligible, on nomination, for re-election.
- (d) A member of the association may be appointed to a casual vacancy on the Board under rule 21.

29. ELECTION OF BOARD

The Board shall comprise of:

- (a) Six (6) elected members who must all be Registered Individuals:
 - 1. A President
 - 2. A Secretary
 - 3. A Treasurer who may be the same person as the Secretary in the absence of no nomination for one or the other.
- (b) Three (3) Board Members.
- (c) All Office Bearers shall hold office for one year effective from the Annual General Meeting from which they are elected.
- (d) In accordance with the National Gender Equity in Sports Governance Policy, the Association should aim to be comprised of 50% women and/or gender diverse individuals.
- (e) One (1) elected Board Member should be located from a Regional Area (i.e. outside of the southeast region) with the total Board being no less than three (3) Affiliated Associations/Affiliated Clubs.

To be eligible for election to the Board of the Association the individual must already be a registered Member of the Association and a Member of an affiliated Association or Club. Members of Other Affiliated Organisations, Academies, and Commercial Partners are not eligible to be appointed to the Board.

Nominations must:

- (a) be submitted in writing; and
- (b) be signed by the candidate and the members who nominated them; and
- (c) be given to the secretary at least fourteen (14) days before the annual general meeting at which the election is to be held;
- (d) Not be a person who is a director, owner or employee an Other Affiliate (e.g. an Academy or Business related to Badminton such as a Venue).
- (e) In addition:
 - 1. Each member of the association present and eligible to vote at the annual general meeting may vote for 1 candidate for each vacant position on the Board.

2. If, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting; and
 3. If required by the Board, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- (f) The Board must ensure that, before a candidate is elected as a member of the Board, the candidate is advised—
1. whether or not the association has public liability insurance; and
 2. if the association has public liability insurance—the amount of the insurance.

30. TENURE OF OFFICE OR BOARD

The processes for the tenure of office of Board Members shall be determined as follows:

- (a) All tenures shall be for one (1) year.
- (b) All retiring Board Members shall be eligible for re-election.
- (c) The Board shall, subject to this Constitution, direct, manage, and control the affairs of the Association including:
- (d) Preparation and economic implementation of policies and programs decided by the Annual General Meeting of the Association.
- (e) Authorisation of expenditure of Association funds as required to implement the decisions of the Association and to progress approved programs.
- (f) Authority to nominate suitable candidates for Office Bearers.
- (g) Setting up and appointment of all Committees required to serve the objectives of the Association, and to monitor their conformation with the policies and Bylaws laid down for their operation.
- (h) Appointment of all officials required to serve the objectives of the Association and to monitor their performance in the discharge of their duties.
- (i) Disbandment of any Sub-Committee and termination of appointment of any Committee Membership or other official as deemed necessary by the Board.
- (j) Continual review of this Constitution, and the making of recommendations for changes to such to Annual General Meetings of the Associations.

- (k) Continual review of the Bylaws of the Association, and the effecting of changes as necessary for the proper operating of the Association.
- (l) Attending all Annual and other General meetings of the Association.
- (m) In the event of a Board Member being absent for three (3) consecutive Board meetings without leave of absence, the Board Member in question shall satisfy one of the following requirements;
- (n) Provide a satisfactory explanation of absence; or
- (o) Show cause why they should remain on the Board; or
- (p) Cease to become a Board Member.

31. TERMINATION OF OFFICE AND LIMITATIONS ON ELIGIBILITY

Termination of Office Bearers, and limitations on their eligibility shall be as follows:

- (a) In the case of the death, resignation, retirement, or removal from office of any Office Bearer, in accordance with this sub clause, the Board, (except in the case of Memberships Delegates) appoint an Office Bearer to hold that office until the expiration of the term of office of the person so dying, retiring, resigning or being removed or until the next Annual General Meeting of the Association, whichever is the earlier.
- (b) All Office Bearers and officials of the Association shall be indemnified by the Association at all times against all costs and losses and expenses which any such Office Bearer or official may incur or be liable to pay by reason of any contract entered into or act or deed done lawfully by them as such Office Bearer or official, or in any way in the discharge of the duties. The amount for which such indemnity is provided shall have priority between the Members over all other claims. A Delegate shall not accept payment or remuneration for any service rendered by them to the Association in their capacity as Delegate.
- (c) No Office Bearer or Official of the Association shall be liable for the accounts, receipts, neglects or defaults of any other Office Bearer, or Official, or for joining in any receipt or other act, or the insufficiency or deficiency of any securities in or upon which any of the monies of the Association shall be invested, or for the loss or damage arising from bankruptcy, insolvency, or

wrongful acts of any person with whom any monies, securities or effects shall be deposited, or from any loss, damage, or misfortune whatever which shall happen in the execution of the duties of their office, and in relation thereto, unless the same happens through their own wilful act or default.

- (d) Any Office Bearer may be suspended, removed from office or inflicted with such other penalty thereon whether monetary or otherwise as the Association may deem fit by a motion properly passed at an Annual or other General Meeting of the Association called following a submission by three Members as defined by Clause 24 (a), (b) and (c) of this Constitution or a majority of Board Members. Provided that no Office Bearer shall be suspended or removed from office unless:
- (e) They have, in the opinion of the Meeting suspending them, or removing them from office, been guilty of misconduct or conduct detrimental to the interests of the Association, and:
- (f) The motion suspending them, or removing them from office is supported by two thirds of the votes cast, and:
 - 1. They shall have been given at least fourteen (14) days previous notice in writing of the intention to move for their suspension from office. Such notice shall be sent Certified Mail and shall invite them to attend the Meeting and speak on the motion.
 - 2. Any expulsion or suspension under this rule shall, if the Association so determines, extend to all or any of the Officers and Members of any such Association, Affiliated Club, Other Affiliated Organisation or School.

32. VACANCIES ON BOARD

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

- (a) Subject to these rules or a resolution of the members of the association carried at a general meeting, the Board has the general control and management of the administration of the affairs, property and funds of the association.
- (b) The Board has authority to interpret the meaning of these rules and any matter relating to the association on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.
- (c) The Board may exercise the powers of the association—
 - 1. to borrow, raise or secure the payment of amounts in a way the members of the association decide; and
 - 2. 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 association's property, both present and future; and
- (d) to purchase, redeem or pay off any securities issued; and
- (e) to borrow amounts from members and pay interest on the amounts borrowed; and
- (f) to mortgage or charge the whole or part of its property; and
- (g) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association; and
- (h) to provide and pay off any securities issued; and
- (i) to invest in a way the members of the association may from time to time decide.
- (j) 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—
- (k) the financial institution for the association; or
- (l) if there is more than 1 financial institution for the association—the financial
- (m) institution nominated by the Board.

34. MEETINGS

- (a) Subject to this rule, the Board may meet and conduct its proceedings as it considers appropriate.
- (b) The Board must meet at least five (5) times per year to exercise its functions.
- (c) The Board must decide how a meeting is to be called.
- (d) Notice of a meeting is to be given in the way decided by the Board.
- (e) The Board may hold meetings or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (f) Subject as provided in this Constitution, the Board may meet and regulate its proceedings as it thinks fit if questions arising at any meeting of the Board shall be decided by a majority of three votes.
- (g) A Member of the Board shall not vote in respect of any contract or proposed contract with the Association in which he is interested, or any matter arising there out, and if he does so vote shall not be counted.
- (h) A committee member who participates in the meeting as mentioned in subrule (5) is taken to be present at the meeting.
- (i) 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.
- (j) The president is to preside as chairperson at a Board meeting.
- (k) If there is no president or if the president is not present within 10 minutes after the time fixed for a Board meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

35. QUORUM FOR, AND ADJOURNMENT OF, BOARD MEETING

- (a) At a Board 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.
- (b) If there is no quorum within 30 minutes after the time fixed for a Board meeting called on the request of members of the committee, the meeting lapses.

- (c) If there is no quorum within 30 minutes after the time fixed for a Board meeting called other than on the request of the members of the committee—
 - 1. the meeting is to be adjourned for at least 1 day; and
 - 2. the members of the Board who are present are to decide the day, time and place of the adjourned meeting.
- (d) 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.

36. SPECIAL MEETING OF BOARD

- (a) If the secretary receives a written request signed by at least 33% of the members of the Board, 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.
- (b) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- (c) A request for a special meeting must state—
 - 1. why the special meeting is called; and
 - 2. the business to be conducted at the meeting.
- (d) A notice of a special meeting must state—
 - 1. the day, time and place of the meeting; and
 - 2. the business to be conducted at the meeting.
- (e) A special meeting of the Board must be held within 14 days after notice of the meeting is given to the members of the Board.

37. MINUTES OF BOARD MEETINGS

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

38. ANNUAL GENERAL MEETING

- (a) The Association shall hold an Annual General Meeting not later than the last day of June each year. Written notice calling for nominations and calls for notices of motion shall be sent to all:
 - 1. Office Bearers,
 - 2. Life Members,
 - 3. Affiliated Badminton Associations,
 - 4. Other Affiliated Associations, and
 - 5. Affiliated Clubs
- (b) at least twenty-one (21) clear days before the date fixed for the meeting.
- (c) Notice must be given via email and additionally via any other means as decided by The Board.
- (d) Notices of motion must be in writing, signed by the proposer and seconder and lodged with the Association Secretary at least fourteen (14) clear days prior to the date set down for the meeting.
- (e) A Special General Meeting may be called when:
 - 1. The President deems it necessary.
 - 2. The Board deems it necessary.
- (f) Any two ordinary members deem it necessary. The topics to be discussed at such meeting shall be submitted in writing, fully detailed, to the Association Secretary.
- (g) Notices calling the meeting shall be dispatched by the Secretary to the
 - 1. Office Bearers
 - 2. Life Members
 - 3. Affiliated Badminton Associations
 - 4. Affiliated Other Associations
 - 5. and Affiliated Clubs
- (h) within 10 days of receipt of request.
- (i) The meeting shall be convened in no less than fourteen (14) days and no more than twenty-one (21) days after the dispatch of the notices.

39. BUSINESS AT MEETINGS

ANNUAL GENERAL MEETINGS

- (a) The business at the AGM shall be:-
 - (a) business arising from the previous AGM and any Special General Meetings.
 - (b) receiving the Annual Report of the Association.
 - (c) receiving the association's financial statement, and audit report, for the last reportable financial year;
 - (d) presenting the financial statement and audit report to the meeting for adoption;
- (b) disclose all remuneration and other benefits given to:
 - (a) Board members
 - (b) senior staff, including people who
- (c) help make decisions that affect all or a significant part of the association's activities, or
- (d) have the capacity to significantly affect the association's financial position
- (e) their relatives, including
 - (a) Spouse
 - (b) Parent
 - (c) Sibling
 - (d) Child
 - (e) Grandparent
 - (f) Grandchild
- (f) Motions on notice to the AGM
- (g) To make appointments as necessary for the ensuing year.
- (h) Election of Office Bearers.
- (i) Election Life Members (not more than 1 in any one year) upon recommendation from the Life Membership Committee in recognition of long and single service to the Association. Provided that no Life Membership be approved unless the following provisions have been met:
- (j) Service recognised by the Life Membership Committee as being worthy of such award.

- (k) The proposal be approved at least by a three fourths majority of those present at the relevant meeting.
- (l) To fix the Registration fee and Affiliation fee.
- (m) To deal with other business that may be legally brought up.

SPECIAL GENERAL MEETINGS

- (a) The business at the Special General Meeting shall be:
 - (a) The secretary must call a special general meeting by giving each member of the association notice of the meeting within 14 days after:
 - (b) being directed to call the meeting by the Board; or
 - (b) being given a written request signed by—
 - (a) at least 33% of the number of members of the Board when the request is signed; or
 - (b) any two ordinary member entities at least the number of ordinary members; or
 - (c) being given a written notice of an intention to appeal against the decision of the Board —
 - (a) to reject an application for membership; or
 - (b) to terminate a person's membership.
 - (d) 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.
 - (e) A special general meeting must be held within 3 months after the secretary—
 - (a) is directed to call the meeting by the Board 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).
 - (f) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

BOARD MEETINGS

- (a) The business at the Board Meeting shall be:
 - (a) Subject to this rule, the Board may meet and conduct its proceedings as it considers appropriate.

- (b) The Board must meet at least once every 4 months to exercise its functions.
- (c) The Board must decide how a meeting is to be called.
- (d) Notice of a meeting is to be given in the way decided by the Board.
- (e) The Board may hold meetings or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (f) A committee member who participates in the meeting as mentioned in sub rule (5) is taken to be present at the meeting.
- (g) 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.
- (h) The president is to preside as chairperson at a Board meeting.
- (i) If there is no president or if the president is not present within 10 minutes after the time fixed for a Board meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

40. MINUTES OF GENERAL MEETINGS

The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book.

To ensure the accuracy of the minutes—

- (a) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
- (b) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.
- (c) If asked by a member of the association, the secretary must, within 28 days after the request is made—

1. make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
- (d) give the member copies of the minutes of the meeting.

The association may require the member to pay the reasonable costs of providing copies of the minutes.

41. QUORUM FOR, AND ADJOURNMENT OF, BOARD MEETING

- (a) At a Board 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.
- (b) If there is no quorum within 30 minutes after the time fixed for a Board meeting called on the request of members of the committee, the meeting lapses.
- (c) If there is no quorum within 30 minutes after the time fixed for a Board meeting called other than on the request of the members of the committee—
 1. the meeting is to be adjourned for at least 1 day; and
 2. the members of the Board who are present are to decide the day, time and place of the adjourned meeting.
- (d) 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.

42. MINUTES OF BOARD MEETINGS

The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Board meeting are entered in a minute book.

To ensure the accuracy of the minutes, the minutes of each Board meeting must be signed by the chairperson of the meeting, or the chairperson of the next Board meeting, verifying their accuracy.

Resolutions of Board without meeting

- (a) A written resolution signed by each member of the Board is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.

- (b) 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.

43. CHAIRPERSON AT MEETINGS

ANNUAL GENERAL MEETINGS AN SPECIAL GENERAL MEETINGS

The Chairperson shall be the President, but if absent, the meeting shall elect a chairperson from those present except the Secretary.

BOARD AND OTHER MEETINGS

The President is entitled to chair any meeting of the Association which he attends. If the President is not in attendance, the chairperson may be elected from those present at the meeting.

44. QUORUM

At all meetings, a majority of the Board plus Delegates from at least TWO Affiliated Associations shall form a quorum. If a quorum be not present within thirty minutes of the appointed time, the Meeting shall be postponed to such time and place as those present shall decide, and the notice of the postponement shall be given to all those entitled to receive notice of the meeting as originally called.

45. ADJOURNMENT

Any meeting may be adjourned at the discretion of the Board to a time and place appointed. Notice of such adjournment shall be sent to all those entitled to receive notice of the adjourned meeting.

46. BYLAWS

The Board may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association.

A by-law may be set aside by a vote of members at a general meeting of the association.

47. 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 Secretary.

48. FINANCE

- (a) Each member of the Association shall pay an affiliation fee as determined at the Annual General Meeting of the Association under clause 10.
- (b) The affiliation fee must be paid as per rule 16(a), or at some other time as laid down in the bylaws.
- (c) Player registration fees must be remitted to the Association within 14 days of receipt.
- (d) Such further levies as shall be required to meet the liabilities of the Association and as shall be fixed by the Board. All levies shall be borne proportionately by the Affiliated Associations, other Associations and Affiliated Clubs, computed on the number of registered players playing in each in that year.
- (e) An Affiliated Association, Affiliated Badminton Club or Other Association shall not be entitled to attend any meeting of the Association so long as any amount due from them to the Association shall remain unpaid.
- (f) The Association may invest funds not immediately required for the purposes of the Association.
- (g) All funds and transactions of each Sub-Committee are to be managed by the Treasurer of the Association.
- (h) The funds of the Association shall be banked in the name of "The Queensland Badminton Association Inc." in such bank as the Board may from time to time direct.
- (i) Proper books and accounts shall be kept and maintained electronically in the English language showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.
- (j) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- (k) All monies shall be banked as soon as practicable after receipt thereof.

- (l) All amounts shall be paid via online means authorised by any two of the President, Secretary, Treasurer or other Membership authorised from time to time by the Board. If appropriate, payments may be made via internet banking, providing they have sighted the relevant documentation.
- (m) All expenditure shall be approved or ratified at a Board meeting as soon as practicable after the end of each financial year, the Treasurer shall cause to be prepared a statement containing particulars of:
 - (n) the income and expenditure for the financial year just ended; and
 - (o) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year
- (p) All such statements shall be examined by the auditor who shall present their report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.
- (q) The income and property of the Association whensoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the Members of the Association provided that nothing herein contained shall prevent the payment in good faith of interest to any such Member in respect of moneys advanced by them to the Association or otherwise owing by the Association to them or of remuneration to any officers or servants of the Association or to any Member of the Association or other person in return for any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any Member of out of pocket expenses, money lent, reasonable and proper rent for premises demised or let to the Association.

49. FINANCIAL YEAR

The financial year of the Association shall close on 31 December in each year.

50. AMENDMENT OF CONSTITUTION

Subject to the provisions of the Associations Incorporation Act these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting: Provided that no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the Director General, Department of Justice, Brisbane. Provided that there be an affirmative vote of a three fourths majority at an Annual General Meeting or a Special Meeting specifically for that purpose provided that no amendment shall be proposed unless each Membership Association shall have at least 14 days prior notice in writing of the amendment proposed.

51. DOCUMENTS

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

52. DISSOLUTION AND DISTRIBUTION OF SURPLUS ASSETS

- (a) If the Association shall be wound up and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall be transferred to an other organisation or organisations with like benefits objectives or charity approved by the Members.
- (b) The Association shall not be dissolved except by the affirmative vote of a three fourths majority of those present at a Special General Meeting which has been convened specifically for this purpose or at such time the Membership shall fall below 2 Associations (one hundred (100) people).