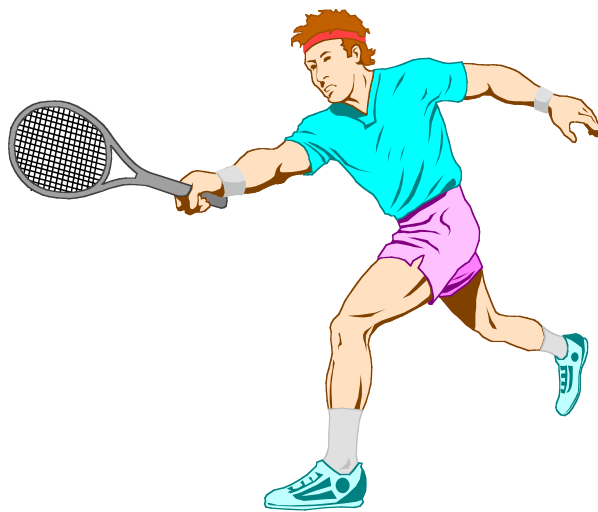


# Rules of Yeronga Tennis Club Incorporated



# **Rules of Yeronga Tennis Club Incorporated**

## **Name**

1. The name of the Incorporated association shall be Yeronga Tennis Club Incorporated (in these rules called “The Association”) and the colours navy and gold.

## **Objects**

2. The objects for which the Association is established are the promotion and enjoyment of tennis. The laws of the game as adopted by the Queensland Lawn Tennis Association shall be the laws of the game for this Association.

## **Powers**

3. The powers of the Association are:
  - a) To take over the funds and other assets and liabilities of the present unincorporated association known as Yeronga Tennis Club;
  - b) To subscribe to, become a member of and cooperate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of Rule 25(j);
  - 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.
  - 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, subsidies 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) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien, or other security upon the whole or any part of the incorporated Association's property or assets present or future and to purchase, redeem or pay-off any such securities;
- k) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- l) 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;
- m) 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;
- n) 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; provided the Association shall deal in such manner as is allowed by law having regard to such trusts;
- o) 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;
- p) To print and publish any newsletters or leaflets or any other matter that the Association may think desirable for the promotion of its objects;
- q) 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 Rule 25 (j);
- r) 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;

- s) 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;
- t) 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.

## **Classes of Members**

4.
  - a) The following classes of membership will be applicable:-
    - i) Ordinary Members
    - ii) Social Members
    - iii) Honorary Junior Members
    - iv) Life Members
  - b) Ordinary membership is limited to 48 active players;
  - c) Membership of the Association may be extended to and include past members to be known as Social Members. Social Members would have shown and have taken an active interest in the welfare of the Association and their admittance is at the discretion of the Management Committee. Social members retain only social rights of the Association and have no voting entitlements or other privileges. Social membership is unlimited as to numbers of persons;
  - d) The Management Committee, in its absolute discretion, shall have power to appoint Honorary Junior Members for a specified term not exceeding its term of office. No membership fees are payable by the Honorary Junior Members. In determining whether to allocate Honorary Junior Membership, the Management Committee shall take into consideration the "potential" to the Association. In determining "potential" both the tennis ability of the person and likely future service to the Association will be factors taken into consideration;
  - e) A member of the Association or any other person may be elected as a Life Member of the Association in honour of special services rendered to the Association. Such election shall be by a two-thirds majority of members present at any Annual General Meeting or General Meeting of the Association. Life members shall be free to enjoy all Association privileges and exercise all rights. Life Membership is unlimited as to numbers of persons;
5.
  - a) Every person who at the date of incorporation of the Association was a member of the unincorporated club and who on or before the day of incorporation agrees to become a member of the Association shall be admitted by the Management Committee to the same class of membership of the Association as that member held in the unincorporated Club, and shall not be required to pay any further subscription until the next due date for payment of that subscription.
  - b) Every applicant for any class of membership of the Association (other than the members of the unincorporated club referred to in sub 5 (a) above) shall be proposed by one member of the Association and seconded by another member. The application for membership shall be made in writing signed by the applicant and his proposer and seconder and shall be in such form as the Management Committee from time to time prescribes.

## **Membership Fees**

6.
  - a) The membership fees for each class of membership shall be such sum as the members shall from time to time at any General Meeting so determine.
  - b) The membership fees for each class of membership shall be payable at such time and in such manner as the Management Committee shall from time to time determine.
  - c) In the Association's first half year succeeding the date of a Junior Member's attaining the age of 18 years, full Adult Fees will be payable;
  - d) No membership fees are payable by Social members;
  - e) Life members shall be exempt from the payment of membership fees;
  - f) The membership fees for each class of membership shall be due and payable half yearly in advance. The membership of any member two months in arrears may be terminated at the discretion of the Management Committee. Members joining the Association in the course of any half-year shall be required to pay only the proportionate amount of the half yearly subscription, such proportion to be not less than \$1.00.
  - g) Members failing to give written notice to the Secretary prior to January 1<sup>st</sup> and July 1<sup>st</sup> of their intention of resignation shall be liable for the subscription for the current half-year.

## **Admission and Rejection of Members**

7.
  - a) At the next meeting of the Management Committee after the application has been posted on the notice board for two weeks and the fee applicable for any class of membership has been paid, such application shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant.
  - b) Applicants must satisfy the Management Committee of their tennis capabilities prior to admittance as a member.
  - c) The application being submitted to the Management Committee whose decision after considering objections from members shall be final.
  - d) Applicants shall not be admitted members of the Association who are or have been a member of another tennis association (whether incorporated or not) unless they satisfy the Management Committee that they do not owe any entrance fee, subscriptions or monies to such other association.
  - e) Upon lodgment of any application for membership a nomination fee as determined by the Management Committee must accompany such application. If an application for membership is refused, the nomination fee so paid shall be refunded in full to the applicant.
  - f) Upon the acceptance or rejection of an application for any class of membership, the secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

## **Termination of Membership**

8. a) A member may resign from the Association at any time by giving notice in writing to the Secretary. Such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.
- b) If a member:
  - i) is convicted of an indictable offence or
  - ii) fails to comply with any of the provisions of these rules or
  - v) shows conduct unbecoming in a manner considered to be injurious or prejudicial to the character or interest of the Association or
  - vi) gambles, bets on games in progress or uses obscene or abusive language the Management Committee shall consider whether membership shall be terminated.
- c) The member concerned shall be given a full and fair opportunity of presenting a case and if the Management Committee resolves to terminate membership, it shall instruct the secretary to advise the member in writing accordingly.
- d) Furthermore, smoking shall not be allowed on the courts, or in the clubhouse nor shall crossing of the courts by non-players be allowed. At the end of each set, balls must be returned to the net. Infringements of this rule on the report of the parties or party affected shall be investigated by the Management Committee who shall have power to demand and direct apologies.

## **Appeal against Rejection or Termination of Membership**

9. a) A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving notification thereof, lodge with the secretary written notice of intention to appeal against the decision of the Management Committee.
- 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 of such notice, a general meeting to determine the appeal. At any such meeting the applicant or member shall be given the opportunity to fully present a case and the Management Committee 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 Management Committee within the time specified by these rules or so appeals but the appeal is unsuccessful, the secretary shall forthwith refund the amount of any fee paid.

## **Register of Members**

10. a) The Management Committee shall cause a Register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Association and the dates of their admission.
- b) Particulars shall also be entered into the Register of deaths, resignations, terminations and particulars as the Management Committee 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 member who previously applies to the Secretary for such inspection.

### **Membership of Management Committee**

11. a) The Management Committee of the Association shall consist of a President, Vice-President, Secretary, Treasurer, Captain, Vice Captain, Court Superintendent, Social Convener and two other members of the Association to be elected annually by members by ballot at the Annual General Meeting.
  - b) Where a member is elected to hold two positions as an office bearer, there is nothing to prevent the election of an additional member to the Management Committee.
  - c) When any office bearer will be absent from the courts for a period exceeding two weeks, the Management Committee wherever considered necessary, may appoint a proxy for that member. The proxy shall lapse immediately on the return of the member.
  - d) At the annual general meeting of the Association, all the members of the Management Committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.
  - e) The election of officers and other members of the Management Committee shall take place in the following manner:
    - i. Any two members of the Association shall be at liberty to nominate any other member to serve as an officer or other member of the Management Committee.
    - ii. The nominations are to be taken from the floor at the Annual General Meeting.
    - iii. Each member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies.
12. a) Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the secretary but such resignation shall take effect at such time the notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date or such member may be removed from office at a General Meeting of the Association where that Member shall be given the opportunity to fully present his case. The question of removal shall be determined by the vote of the members present at such a General Meeting.

- b) Any member of the Management Committee who absents from regularly notified Management Committee meetings on more than two occasions without the consent of the Management Committee, automatically vacates the seat and the vacancy shall be filled as detailed in the Association's Rules.

### **Vacancies on Management Committee**

- 13. a) The Management Committee shall have power at any time to appoint any member of the Association to fill any casual vacancy on the Management Committee until the next Annual General Meeting.
- b) The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a General Meeting of the Association, but for no other purpose.

### **Functions of the Management Committee**

- 14. a) Except as otherwise provided by these rules and subject to resolutions of the members of the Association carried at any Annual General Meeting, or General Meeting, the Management Committee:
  - i) shall have the general control and management of the administration of the affairs, property and funds of the Association and
  - ii) shall have the authority to interpret the meaning of these rules and any matter relating to the Association on which these rules are silent.
- b) The Management Committee may exercise all the powers of the Association:
  - i) to borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee, or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities.
  - ii) to borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long and to mortgage or charge its property or any part thereof and to issue debentures and other securities whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities and
  - iii) to invest in such manner as the members of the Association may from time to time determine.



## **Meetings of Management Committee**

15.
  - a) The Management Committee shall meet at least once every two calendar months, or more often as called by the President.
  - b) (clause 15 (b) deleted 12 April 1997)
  - c) At every meeting of the Management Committee, a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee as at the close of the last general meeting of the members, shall constitute a quorum.
  - d) The Management Committee may meet together and regulate its proceedings as it sees fit: Provided that questions arising at any such meeting shall be decided by a majority of votes and, in the case of equality of votes the question shall be deemed to be decided on the casting vote of the Chairman.
  - e) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which that member is interested, or any matter arising therefrom, and if that member does so vote, that vote shall not be counted.
  - f) (clause 15(f) deleted 12 April 1997)
  - g) The President shall preside as Chairman at every meeting of the Management Committee or if there is no President or if at any meeting the President is not present, the Vice-President shall be chairman, or if the Vice-President is not present, then the members may choose one of their members to be Chairman of the meeting.
  - h) The Management Committee meeting shall lapse if a quorum is not present and another time will be arranged.
16. The Management Committee may delegate any of its powers to a sub committee consisting of such members of the Association as the Management Committee sees fit.
17. All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.

## **Annual General or General Meetings**

18.
  - a) The first general meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the Association and at such place as the Management Committee may determine.
  - b) The Annual General Meeting shall be held within three months of the close of the financial year.

- c) The business to be transacted at every Annual General Meeting shall be:
  - i. the receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Association for the preceding financial year.
  - ii. the receiving of the auditor's report upon the books and accounts for the preceding financial year.
  - iii. the election of members of the Management Committee
  - iv. the appointment of an auditor
  - v. any other general business.

19. The Secretary shall convene a Special General Meeting:

- a) when directed to do so by the Management Committee
- b) on the requisition in writing signed by not less than one-third of the members presently on the Management Committee. Such requisition shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat or
- c) on being given notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person.

20.

- a) At any general meeting, the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.
- b) Any general meeting will be called by giving fourteen (14) days notice in writing to each member and by affixing a copy of the notice to the Association's notice board fourteen (14) days before such meeting.
- c) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.

If a quorum is not present the time and date for the meeting shall be re-arranged.

21. Unless otherwise provided by these rules, at every general meeting;

- a) the President shall preside as Chairman, or if the President is not present, the Vice-President shall be the chairman, or if the Vice-President is not present, then the members present shall elect one of their members to be the Chairman of the meeting.
- b) the Chairman shall maintain order and conduct the meeting in a proper and orderly manner.

- c) every question, matter or resolution shall be decided by a majority of votes of the members present.
- d) every member present shall be entitled to one vote and in the case of an equality of votes, the Chairman shall have a second or casting vote. Provided that no member shall be entitled to vote at any Annual General Meeting or General Meeting if the member's subscription is more than one month in arrears at the date of the meeting.
- e) voting shall be by a show of hands or a division of members unless not less than one-fifth of the members present demand a ballot in which event there shall be a secret ballot. The Chairman shall appoint two (2) members to conduct the secret ballot in such manner as the Chairman shall determine and the result of the ballot as declared by the Chairman shall be deemed to be the resolution of the meeting at which the ballot was demanded.
- f) a member may vote in person by attending the meeting, or, if absent, by means of a signed letter assigning a proxy to a stated member who WILL be present at the meeting.
- g) the secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and general meeting to be entered into a book to be open for inspection at all reasonable times by any financial member who previously applies to the secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every General Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General Meeting; Provided that the minutes of any Annual General Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General Meeting or Annual General Meeting;

## **By-Laws**

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

## **Alteration of Rules**

- 23. a) Alterations to these rules can be made only at the Annual General Meeting or General Meeting of the Association and after written notice of the proposed alterations has been given to the secretary not later than twenty-eight (28) days before the said Annual General Meeting or General Meeting so that the Secretary may cause the same to be printed in the circular calling the said meeting.
- b) No resolution for alterations to these rules shall be deemed to have been passed unless it be carried by a majority of at least three quarters of the members voting thereon.
- c) (clause 23 (c) deleted 12 April 1997)

## Common Seal

24. The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall be used only by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the secretary or by a second member of the Management Committee.

## Funds and Accounts

25. a) The funds of the Association shall be banked in the name of the Association in such bank as the Management Committee may from time to time direct.
- b) Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.
- c) All moneys shall be banked as soon as practicable after receipt thereof.
- d) All accounts shall be paid by cheque, EFT or Direct Debit, and all such payments must be authorised by any two of the President, Secretary or Treasurer. (clause changed to include electronic payments at AGM of 28.04.18)
- e) Cheques shall be crossed “not negotiable” except those in payment of wages, allowances or petty cash recoupments which may be open.
- f) The Management Committee shall determine the amount of petty cash, which shall be kept, on an imprest system.
- g) All expenditure shall be approved or ratified at a Management Committee meeting.
- h) As soon as practicable after the end of each financial year, the treasurer shall cause to be prepared a statement containing particulars of:
- i) the income and expenditure for the financial year just ended; and
  - ii) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.
- i) All such statements shall be examined by the auditor who shall present a 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.
- j) The income and property of the Association whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Association provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of moneys advanced to him to the Association or otherwise owing by the Association to him or of remuneration to any officers or servants of the Association or to any member of the

Association or other person in return for any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for good hired by the Association or reasonable and proper rent for premises demised or let to the Association.

## **Documents**

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

## **Financial Year**

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

## **Distribution of Surplus Assets**

28. a) Any resolution for the disbanding or winding up of the Association shall require a majority of at least two-thirds of the members present at the meeting called for such purpose and before becoming operative must be confirmed at a subsequent general meeting to be held not less than six months from the date of such resolution by a majority of two-thirds of those present at such subsequent general meeting.
- b) Six months notice is to be given of any resolution to alter this rule.
- c) If the Association shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association by virtue of rule 25 (j), such institution or institutions to be determined by the members of the Association.