



**GOLD COAST CRICKET UMPIRES &  
SCORERS ASSOCIATION  
INCORPORATED CONSTITUTION**

**Rules approved at Extraordinary  
General Meeting on 30 July 2019**

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**TABLE OF CONTENTS**

1.0 Interpretation..... 3

2.0 Name..... 3

3.0 Objects..... 3

4.0 Powers..... 3

5.0 GCCUSA Classes of Members..... 4

6.0 GCCUSA Membership Fees ..... 4

7.0 Admission and Rejection of New GCCUSA Members ..... 4

8.0 When GCCUSA Membership Ends ..... 5

9.0 Appeal Against Rejection or Termination of Membership..... 6

10.0 General Meeting to Decide Appeal ..... 6

11.0 Register of GCCUSA Members ..... 6

12.0 Prohibition of Use of Information on Register of GCCUSA Members ..... 7

13.0 GCCUSA Executive Committee ..... 7

15.0 Resignation, Removal or Vacation of Office of a GCCUSA Executive Committee  
Member ..... 9

16.0 Quorum for and Adjournment of a GCCUSA Executive Committee Meeting..... 9

17.0 Vacancies on the GCCUSA Executive Committee..... 10

18.0 Functions of the GCCUSA Executive Committee ..... 10

19.0 Meetings of the GCCUSA Executive Committee ..... 11

20.0 Special Meeting of the GCCUSA Executive Committee..... 12

21.0 Minutes of GCCUSA Executive Committee Meetings..... 13

22.0 Appointment of GCCUSA Subcommittees ..... 13

23.0 Acts not Affected by Defects or Disqualification..... 13

24.0 Resolutions of the GCCUSA Executive Committee Without Meeting ..... 14

25.0 GCCUSA Annual General Meeting ..... 14

26.0 GCCUSA General Meeting ..... 14

27.0	Quorum for and Adjournment of GCCUSA General Meeting.....	15
28.0	Procedure at a GCCUSA General Meeting .....	16
29.0	Voting at a GCCUSA General Meeting.....	16
30.0	Minutes of a GCCUSA General Meeting.....	16
31.0	GCCUSA Special General Meeting.....	17
32.0	Functions of the GCCUSA Secretary.....	18
33.0	GCCUSA By-Laws .....	18
34.0	Alteration of GCCUSA Rules .....	18
35.0	GCCUSA Common Seal.....	18
36.0	GCCUSA Funds and Accounts .....	19
37.0	General Financial Matters.....	19
38.0	Documents, Digital and Electronic Records .....	20
39.0	GCCUSA Financial Year.....	20
40.0	Distribution of Surplus Assets to Another Entity.....	20
41.0	Patron .....	20

## **1.0 Interpretation**

In the RULES set out hereunder, the provisions of which constitute the RULES of GCCUSA as defined:

- ACT means the Associations Incorporation Act 1981 (Queensland)
- COA means the Commonwealth of Australia
- GCCUSA means Gold Coast Cricket Umpires and Scorers Association Incorporated

## **2.0 Name**

- 2.1 The name of the incorporated association is Gold Coast Cricket Umpires & Scorers Association Incorporated.
- 2.2 In all these RULES, GCCUSA means Gold Coast Cricket Umpires & Scorers Association Incorporated

## **3.0 Objects**

The objects of GCCUSA are:

- 3.1 To be a safe, friendly and inclusive community-based association for all persons, both male and female, who have an interest in the game of cricket and umpiring cricket matches on the Gold Coast.
- 3.2 To recruit and train cricket umpires and ensure that these cricket umpires, once duly trained, umpire cricket matches authorized by Queensland Cricket, Gold Coast Cricket Association or other authorized cricketing body.
- 3.3 To provide its cricket umpires with the opportunity to umpire cricket matches at the highest possible level commensurate with ability.
- 3.4 To nurture, foster, develop and promote the game of cricket and cricket umpiring.
- 3.5 To always act in the best interests of its members and to adopt other objects and to pursue opportunities that help GCCUSA prosper.
- 3.6 To use the assets and income of GCCUSA solely to further its objects and no portion shall be distributed directly or indirectly to its members except as genuine compensation for services rendered or expenses incurred on behalf of GCCUSA.

## **4.0 Powers**

- 4.1 GCCUSA has the same powers as that of an individual person acting legally within the Commonwealth of Australia.

## **5.0 GCCUSA Classes of Members**

### **5.1 Adult Members**

Adult members are persons over 18 years of age. Adult members have full voting rights at any GCCUSA General Meeting provided that they do not owe GCCUSA a debt that is not in accordance with agreed GCCUSA terms. Adult membership is automatically conferred on persons over the age of 18 years whilst they work in a voluntary capacity for GCCUSA. The number of adult members is unlimited.

### **5.2 Junior Members**

Junior members are persons under 18 years of age. Junior members do NOT have any voting rights at any GCCUSA General Meeting. Junior membership is automatically conferred on persons under the age of 18 years whilst they work in a voluntary capacity for GCCUSA. The number of junior members is unlimited.

### **5.3 Associate Members**

Associate members are persons who are interested in GCCUSA. Associate members do NOT have any voting rights at any GCCUSA General Meeting. Associate membership may be conferred on persons in any way or form the GCCUSA Executive Committee decides. The number of associate members is unlimited.

### **5.4 Life Members**

Life members are persons who have been awarded life membership status by GCCUSA. Life members have full voting rights at any GCCUSA General Meeting. Life members shall have served GCCUSA with distinction over an extended period. Life members shall have been voted in with a minimum two-thirds majority at any GCCUSA Executive Committee meeting or GCCUSA General Meeting that is conducted in full accordance with all these RULES.

## **6.0 GCCUSA Membership Fees**

6.1 Membership fees (if any) for each class of membership shall be determined by the GCCUSA Executive Committee. Membership fees (if any) may be variable for the different classes of membership and may also be variable within a class of membership. Life members shall be exempt from membership fees (if any) but not from payments for goods and services provided by GCCUSA in the normal course of its business.

6.2 The membership fees (if any) for each class of GCCUSA membership shall be payable at such time and in such manner as the GCCUSA Executive Committee shall from time to time determine.

## **7.0 Admission and Rejection of New GCCUSA Members**

7.1 The GCCUSA Executive Committee must ensure that, before or as soon as possible after a person applies to become a member of GCCUSA, and before the GCCUSA Executive Committee considers the person's application, the person is advised

- (a) whether or not GCCUSA has public liability insurance; and
  - (b) if GCCUSA has public liability insurance, the amount of the insurance.
- 7.2 Completing and lodging a paper form to register interest in GCCUSA shall be deemed an application for membership.
- 7.3 Electronic communication registering interest in GCCUSA including that received via email or via online internet processes or similar shall be deemed an application for membership.
- 7.4 At the next meeting of the GCCUSA Executive Committee after the receipt of any application(s) for any class of membership and the receipt of the applicable fee (if any) for any class of membership, the GCCUSA Executive Committee must decide whether to accept or reject the application(s). If a majority of the members of the GCCUSA Executive Committee present at the meeting vote to accept the applicant(s) as a member, the applicant(s) must be accepted as a member for the class of membership applied for.
- 7.5 The GCCUSA Executive Committee must ensure that as soon as practicable after it decides to accept or reject an application that the applicant is given notice of the decision. If an applicant is rejected such notice must be a written notice.

## **8.0 When GCCUSA Membership Ends**

- 8.1 A member may resign from GCCUSA by giving a written notice of resignation to the GCCUSA Secretary. The resignation takes effect at the time the notice is received by the GCCUSA Secretary, or if a later time is stated in the notice, the later time.
- 8.2 The GCCUSA Executive Committee may terminate a member's membership if the member
  - (a) is convicted of an indictable offence; or
  - (b) does not comply with any of the provisions of these RULES; or
  - (c) has membership fees in arrears for at least two months; or
  - (d) is a person that acts in a way considered to be injurious or prejudicial to the character or interests of GCCUSA.
- 8.3 Before the GCCUSA Executive Committee terminates a member's membership, the GCCUSA Executive Committee must give the member a full and fair opportunity to show why the membership should not be terminated.
- 8.4 If, after considering all representations made by the member, the GCCUSA Executive Committee decides to terminate the membership, the GCCUSA Secretary must give the member a written notice of the decision.

## **9.0 Appeal Against Rejection or Termination of Membership**

- 9.1 A person whose application for membership has been rejected, or whose membership has been terminated, may give the GCCUSA Secretary written notice of the his or her intention to appeal against the decision. A written notice of intention to appeal must be given to the GCCUSA Secretary not more than one month after the person receives written notice of the decision. If the GCCUSA Secretary receives a written notice of intention to appeal, the GCCUSA Secretary must, not more than one month after receiving the written notice, call a GCCUSA General Meeting to decide the appeal.

## **10.0 General Meeting to Decide Appeal**

- 10.1 The GCCUSA General Meeting to decide an appeal must be held within three months of the GCCUSA Secretary receiving a written notice of intention to appeal. At the GCCUSA General Meeting, the appellant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated. Also, the GCCUSA Executive Committee and the members of the GCCUSA Executive Committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- 10.2 An appeal must be decided by a majority vote of the GCCUSA members present and eligible to vote at the GCCUSA General Meeting.
- 10.3 If a person whose application for membership has been rejected does not appeal against the decision within one month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, GCCUSA must, as soon as practicable, refund the membership fee (if any) paid by the person for that financial year.

## **11.0 Register of GCCUSA Members**

- 11.1 The GCCUSA Executive Committee must ensure the keeping of a register of voting members of GCCUSA. The register must include the following particulars where practicable:
- (a) The full name of the member and the telephone number of the member;
  - (b) The postal or residential address of the member and their email address;
  - (c) The date of admission as a member;
  - (d) The date of death or date of resignation of the member;
  - (e) Details about any termination or reinstatement of membership;
  - (f) Any other particulars that the GCCUSA Executive Committee or

the GCCUSA members at a GCCUSA General Meeting decide.

- 11.2 The register of GCCUSA voting members must be available for inspection by members of GCCUSA at all arranged and reasonable times. A GCCUSA member must contact the GCCUSA Secretary to arrange an inspection of the register. The GCCUSA Secretary may (but is not obligated to) satisfy RULE 11.2 by providing the GCCUSA member with a true copy of the register. GCCUSA may require the GCCUSA member to pay a reasonable fee for satisfying RULE 11.2.
- 11.3 The GCCUSA Executive Committee may, on the request of a member of GCCUSA, withhold information about the member (other than the member's full name) from the register available for inspection if the GCCUSA Executive Committee has reasonable grounds for believing the disclosure of the information could put the member at risk of harm.

## **12.0 Prohibition of Use of Information on Register of GCCUSA Members**

- 12.1 A GCCUSA member must not use information obtained from the GCCUSA register of members to contact, or send material to, another member of GCCUSA for the purpose of advertising for political, religious, charitable or commercial purposes.
- 12.2 A GCCUSA member must not disclose information obtained from the GCCUSA register of members to anyone else, knowing that the information is likely to be used to contact, or send material to, another member of GCCUSA for the purpose of advertising for political, religious, charitable or commercial purposes.

## **13.0 GCCUSA Executive Committee**

- 13.1 The GCCUSA Executive Committee shall consist of a President, a Vice President, a Treasurer and a Secretary who shall be deemed GCCUSA Office Bearers. The GCCUSA Executive Committee shall consist of the GCCUSA Office Bearers and such number of other eligible GCCUSA members as the GCCUSA members at any GCCUSA General Meeting may from time to time elect or appoint.
- 13.2 Only GCCUSA adult members and GCCUSA life members are eligible to serve on the GCCUSA Executive Committee.
- 13.3 GCCUSA paid employees and GCCUSA paid contractors are NOT eligible to serve on the GCCUSA Executive Committee.
- 13.4 A maximum of two family members may serve on the GCCUSA Executive Committee at any one time.
- 13.5 At each GCCUSA Annual General Meeting all members of the GCCUSA Executive Committee must retire from office.
- 13.6 Retiring members of the GCCUSA Executive Committee may accept nomination for re-election provided that all the conditions contained within all these RULES are fully satisfied.



## 14.0 Electing the GCCUSA Executive Committee

14.1 A person is NOT eligible to be elected or appointed as a member of the GCCUSA Executive Committee if

- (a) the person has been convicted (i) on indictment; or (ii) summarily and sentenced to imprisonment, other than in default of payment of a fine; and
- (b) the rehabilitation period in relation to the conviction has not expired.

Also, a person is NOT eligible to be elected or appointed as a member of the GCCUSA Executive Committee if

- (c) under the Bankruptcy Act 1966 (COA) or the law of an external territory or another country, the person is an undischarged bankrupt; or
- (d) the person has executed a deed of arrangement under the Bankruptcy Act 1966 (COA), Part X or a corresponding law of an external territory or another country and the terms of the deed have not been fully complied with; or
- (e) the person's creditors have accepted a composition under the Bankruptcy Act 1966 (COA), Part X or a corresponding law of an external territory or another country and a final payment has not been made under the composition.
- (f) the person is ineligible under any provision of the ACT

14.2 A member of the GCCUSA Executive Committee may only be elected as follows

- (a) any two of adult or life members of GCCUSA may nominate another GCCUSA adult or life member (the candidate) to serve as a member of the GCCUSA Executive Committee;
- (b) the nomination must be (i) in writing; and (ii) signed by the candidate and the members who nominated that person; and (iii) given to the GCCUSA Secretary not less than 14 days before the Annual General Meeting at which the election is to be held.

14.3 Each adult or life member of GCCUSA present and eligible to vote at the Annual General Meeting may vote for one candidate for each vacant position on the GCCUSA Executive Committee.

14.4 If, at the GCCUSA Annual General Meeting, more candidates are required, nominations may be called for and be taken from, the floor of the GCCUSA Annual General Meeting.

- 14.5 A list of the candidate's names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place at the usual place of a Meeting of GCCUSA for not less than 7 days immediately preceding the Annual General Meeting. This information should also be communicated to GCCUSA members electronically including via email and / or online via internet processes and / or web postings or similar.
- 14.6 If required, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- 14.7 The GCCUSA Executive Committee must ensure that, before a candidate is elected as a member of the GCCUSA Executive Committee, the candidate is advised
  - (a) whether or not GCCUSA has public liability insurance; and
  - (b) if GCCUSA has public liability insurance, the amount of the insurance.

## **15.0 Resignation, Removal or Vacation of Office of a GCCUSA Executive Committee Member**

- 15.1 A member of the GCCUSA Executive Committee may resign from the GCCUSA Executive Committee by giving written notice of resignation to the GCCUSA Secretary. Such resignation takes effect at (a) the time when the notice is received by the GCCUSA Secretary; or (b) if a later time is stated in the notice, the later time.
- 15.2 A member of the GCCUSA Executive Committee may be removed from office at a GCCUSA General Meeting if a majority of the GCCUSA members present and eligible to vote at the meeting vote in favor of removing the GCCUSA Executive Committee member. Before a vote of GCCUSA members is taken about removing the GCCUSA Executive Committee member from office, the GCCUSA Executive Committee member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- 15.3 A GCCUSA Executive Committee member immediately vacates the office of member of the GCCUSA Executive Committee in the circumstances mentioned in section 64(2) of the ACT.
- 15.4 A GCCUSA Executive Committee member removed from office under RULE 15.2 or RULE15.3 has no right of appeal.

## **16.0 Quorum for and Adjournment of a GCCUSA Executive Committee Meeting**

- 16.1 At a GCCUSA Executive Committee meeting a quorum is more than 50% of the members serving on the GCCUSA Executive Committee at the close of the last GCCUSA General Meeting.

- 16.2 If there is no quorum within 30 minutes after the time fixed for an GCCUSA Executive Committee meeting called on the request of members of the GCCUSA Executive Committee, the meeting lapses.
- 16.3 If there is no quorum within 30 minutes after the time fixed for a GCCUSA Executive Committee meeting called other than on the request of the members of the GCCUSA Executive Committee
- (a) the meeting is to be adjourned for not less than one day; and
  - (b) the members of the GCCUSA Executive Committee who are present are to decide the day, time and place of the adjourned meeting.
- 16.4 If, at an adjourned meeting as mentioned in RULE 16.3, there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

## **17.0 Vacancies on the GCCUSA Executive Committee**

- 17.1 If a casual vacancy happens on the GCCUSA Executive Committee, the continuing members of the GCCUSA Executive Committee may appoint another eligible GCCUSA member to fill the vacancy until the next GCCUSA Annual General Meeting.
- 17.2 The continuing members of the GCCUSA Executive Committee may act despite a casual vacancy on the GCCUSA Executive Committee. However, if the number of GCCUSA Executive Committee members is less than the number fixed under RULE 16.1 as a quorum of the GCCUSA Executive Committee, the continuing members may act only to
- (a) increase the number of GCCUSA Executive Committee members to the number required for a quorum; or
  - (b) call a General Meeting of GCCUSA.

## **18.0 Functions of the GCCUSA Executive Committee**

- 18.1 First and foremost the GCCUSA Executive Committee must always act in the best interests of GCCUSA members.
- 18.2 Subject to all these RULES or a resolution of the GCCUSA members carried at a GCCUSA General Meeting, the GCCUSA Executive Committee has the general control and management of the administration of the affairs, property and funds of GCCUSA.
- 18.3 The GCCUSA Executive Committee has authority to interpret the meaning of these RULES and any matter relating to GCCUSA on which the RULES are silent. Any such interpretation must have regard to the ACT, including any regulation made under the ACT.

- 18.4 The ACT prevails if the GCCUSA RULES are inconsistent with the ACT; see appropriate section(s) of the ACT.
- 18.5 The GCCUSA Executive Committee may exercise all the powers of GCCUSA including
- (a) to borrow, raise or secure the payment of amounts in a way the members of GCCUSA decide; and
  - (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by GCCUSA in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the GCCUSA property, both present and future; and
  - (c) to purchase, redeem or pay off any securities issued; and
  - (d) to borrow amounts from GCCUSA members and pay interest on the amounts borrowed; and
  - (e) to mortgage or charge the whole or part of its property; and
  - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of GCCUSA; and
  - (g) to provide and pay off any securities issued; and
  - (h) to invest in a way the members of GCCUSA may from time to time decide.
- 18.6 For RULE 18.5 (d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent regardless of the term of the loan) by
- (a) the financial institution for GCCUSA; or
  - (b) if there is more than one financial institution for GCCUSA, then the financial institution nominated by the GCCUSA Executive Committee and charging the lower interest rate.

## **19.0 Meetings of the GCCUSA Executive Committee**

- 19.1 Subject to all of RULE 19, the GCCUSA Executive Committee may meet (whether in person or by the use of technological means) and conduct its proceedings, as it considers suitable.
- 19.2 The GCCUSA Executive Committee must meet at least once every three months to exercise its functions. The GCCUSA Executive Committee may decide how a meeting is to be called. Notice of a meeting is to be given in a way decided by the GCCUSA Executive Committee.

- 19.3 The GCCUSA Executive Committee may hold meetings or permit GCCUSA Executive Committee member(s) 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. On such occasions the GCCUSA Executive Committee member(s) are deemed to be present and count towards a quorum.
- 19.4 A question arising at a GCCUSA Executive Committee meeting is to be decided by a majority vote of the members of the GCCUSA Executive Committee present at the meeting and, if the votes are equal, the question is decided in the negative.
- 19.5 A member of the GCCUSA Executive Committee must not vote on a question about a contract or proposed contract with GCCUSA if the GCCUSA Executive Committee member has any interest in such contract or proposed contract.
- 19.6 The GCCUSA President shall preside as chairperson at a GCCUSA Executive Committee meeting. If there is no GCCUSA President or if the GCCUSA President is not present within 10 minutes after the time fixed for a GCCUSA Executive Committee meeting, the GCCUSA Executive Committee members present may choose one of their number to preside as chairperson at that meeting.
- 19.7 The GCCUSA Executive Committee may invite guests to GCCUSA Executive Committee meetings. Such guests shall not be eligible to vote at the GCCUSA Executive Committee meetings at which they are present.

## **20.0 Special Meeting of the GCCUSA Executive Committee**

- 20.1 If the GCCUSA Secretary receives a written request from at least three members of the GCCUSA Executive Committee, the GCCUSA Secretary must call a special meeting of the GCCUSA Executive Committee. Each member of the GCCUSA Executive Committee must be given notice of the special meeting not more than 14 days after the GCCUSA Secretary receives the request. If the GCCUSA Secretary is unable or unwilling to call the special meeting, the GCCUSA President must call the special meeting.
- 20.2 A request for a special meeting must state why the special meeting is called and the business to be conducted at the special meeting.
- 20.3 A notice of a special meeting must state the day, time and place of the meeting, and the business to be conducted at the meeting.
- 20.4 A special meeting of the GCCUSA Executive Committee must be held not more than 14 days after the notice of the meeting is given to the members of the GCCUSA Executive Committee.

## **21.0 Minutes of GCCUSA Executive Committee Meetings**

- 21.1 The GCCUSA Secretary or another GCCUSA Executive Committee designated person must ensure that a full and accurate, lasting record of all GCCUSA Executive Committee meetings is made and kept. This record will be referred to as the minutes.
- 21.2 The minutes of each GCCUSA Executive Committee meeting must be verified as accurate. Minutes accuracy verification shall be in writing by at least two of the GCCUSA Executive Committee members that attended. Minutes accuracy verification must occur on or before the date of the next GCCUSA Executive Committee meeting.

## **22.0 Appointment of GCCUSA Subcommittees**

- 22.1 The GCCUSA Executive Committee may appoint subcommittee(s) consisting of GCCUSA members or other persons considered appropriate by the GCCUSA Executive Committee to help with the conduct of GCCUSA operations. A member of a subcommittee who is not a member of the GCCUSA Executive Committee is not entitled to vote at a GCCUSA Executive Committee meeting.
- 22.2 A subcommittee may elect a chairperson of its meetings. If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the subcommittee members present may choose one of their number to be chairperson of that meeting. A subcommittee may meet and adjourn, as it considers appropriate.
- 22.3 A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.
- 22.4 Any question decided by a positive vote at a subcommittee must be ratified by the GCCUSA Executive Committee at its next meeting. If the next GCCUSA Executive Committee meeting is scheduled to be held less than 7 days after the subcommittee meeting then ratification of the question may be deferred to the next following GCCUSA Executive Committee meeting. If the question is not so ratified, the question will be decided in the negative.
- 22.5 Any subcommittee appointed by the GCCUSA Executive Committee will perform duties as directed by the GCCUSA Executive Committee. The GCCUSA Executive Committee may remove any member of a subcommittee or an entire subcommittee at its absolute discretion.

## **23.0 Acts not Affected by Defects or Disqualification**

- 23.1 An act performed by the GCCUSA Executive Committee, a GCCUSA subcommittee or a person acting as a member of the GCCUSA Executive Committee is taken to have been validly performed.

23.2 RULE 23.1 applies even if the act was performed when

- (a) there was a defect in the appointment of a member of the GCCUSA Executive Committee, GCCUSA subcommittee or person acting as a member of the GCCUSA Executive Committee; or
- (b) a GCCUSA Executive Committee member, GCCUSA subcommittee member or person acting as a member of the GCCUSA Executive Committee was disqualified from being a member.

## **24.0 Resolutions of the GCCUSA Executive Committee Without Meeting**

- 24.1 A written resolution agreed by a majority of members of the GCCUSA Executive Committee is valid and effectual as if it had been passed at a GCCUSA Executive Committee meeting that was properly called and held.
- 24.2 A resolution mentioned in RULE 24.1 may consist of several documents in like form, each agreed to by a majority of the members of the GCCUSA Executive Committee.
- 24.3 Such resolutions as described in RULE 24.1 and RULE 24.2 can be affected via email or other technological means that create a lasting, accurate record. A motion voted on or resolution resolved using these means must be confirmed at the next GCCUSA Executive Committee meeting.

## **25.0 GCCUSA Annual General Meeting**

- 25.1 The GCCUSA Annual General Meeting must be held once each year and not more than three months after the end date of the GCCUSA reportable financial year.
- 25.2 The business to be conducted at every GCCUSA Annual General Meeting must include:
- (a) Receiving the GCCUSA financial statements and audit report for the last reportable financial year.
  - (b) Presenting the GCCUSA financial statements and audit report to the meeting for adoption.
  - (c) Electing eligible GCCUSA members to the GCCUSA Executive Committee.
  - (d) Appointing an auditor or an accountant for the present financial year.

## **26.0 GCCUSA General Meeting**

- 26.1 The GCCUSA Secretary or the GCCUSA Executive Committee may call a General Meeting of GCCUSA.

- 26.2 GCCUSA must give not less than 14 days' notice of a GCCUSA General Meeting to each member of GCCUSA. The GCCUSA Executive Committee may decide in which way(s) the 14 days' notice is given.
- 26.3 Written notice (not less than 14 days prior) must be given to each voting GCCUSA member if a GCCUSA General Meeting agenda includes any of:
- (a) A meeting called to hear and decide the appeal against the GCCUSA Executive Committee's decision to: (i) reject a person's application for membership of GCCUSA and (ii) terminate a person's membership of GCCUSA.
  - (b) A meeting called to hear and decide a special resolution of GCCUSA.
  - (c) A meeting called to consider or approve any change to these RULES.

## **27.0 Quorum for and Adjournment of GCCUSA General Meeting**

- 27.1 The quorum for a GCCUSA General Meeting is the number of members serving on the GCCUSA Executive Committee at the close of the previous GCCUSA General Meeting plus one.
- 27.2 No business may be conducted at a GCCUSA General Meeting unless there is a quorum of members when the GCCUSA General Meeting proceeds to business. If there is no quorum within 30 minutes after the time fixed for a General Meeting called on the request of members of the GCCUSA Executive Committee or members of GCCUSA, the meeting lapses.
- 27.3 If there is no quorum within 30 minutes after the time fixed for a GCCUSA General Meeting called other than on the request of members of the GCCUSA Executive Committee or the members of GCCUSA
- (a) the meeting is to be adjourned for not less than 7 days but not more than 30 days.
  - (b) the GCCUSA Executive Committee is to decide the day, time and place of the adjourned meeting.
- 27.4 The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place. If a meeting is adjourned under RULE 27.4, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting. GCCUSA is not required to give its members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for over 30 days. If a meeting is adjourned for over 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.



## **28.0 Procedure at a GCCUSA General Meeting**

- 28.1 A GCCUSA member may take part and vote in a GCCUSA General Meeting in person, or by using any technology that reasonably allows the member to hear and take part in discussions as they happen. A member who participates in a meeting as by using any technology that reasonably allows the member to hear and take part in discussions as they happen is taken to be present at the meeting.
- 28.2 At each GCCUSA General Meeting, the GCCUSA President is to preside as chairperson. If there is no GCCUSA President or if the GCCUSA President is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the GCCUSA members present must elect one of their number to be chairperson of the meeting. A chairperson thus elected must conduct the meeting in a proper and orderly way.

## **29.0 Voting at a GCCUSA General Meeting**

- 29.1 At a GCCUSA General Meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the eligible GCCUSA members present.
- 29.2 Each GCCUSA member present and eligible to vote is entitled to one vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote. A GCCUSA member is not entitled to vote at a GCCUSA General Meeting if their subscription or fee is in arrears as at the date of the meeting.
- 29.3 The method of voting shall be decided by the GCCUSA Executive Committee. If at least 20% of the GCCUSA voting members present demand a secret ballot, voting must be by secret ballot. If a secret ballot is held, the chairperson must appoint two GCCUSA members to conduct the secret ballot in the way the chairperson decides. The result of a secret ballot, as declared by the chairperson, is taken to be a resolution of the meeting.
- 29.4 GCCUSA does not allow proxy voting. Voting online by internet and / or electronic or other technological or similar processes may be allowed if so resolved at a GCCUSA General Meeting.

## **30.0 Minutes of a GCCUSA General Meeting**

- 30.1 The GCCUSA Secretary or another GCCUSA Executive Committee designated person must ensure that a full and accurate, lasting record of each GCCUSA General Meeting is made and kept. This record will be referred to as the minutes.
- 30.2 The minutes of each GCCUSA General Meeting must be verified as accurate. Minutes accuracy verification shall be in writing and by at least two GCCUSA members that attended. Minutes accuracy verification must occur on or before the date of the next GCCUSA General Meeting.

- 30.3 If asked by a member of GCCUSA, the GCCUSA Secretary must, within 28 days after the request is made, make the minutes for a particular GCCUSA General Meeting available for inspection and / or provide a true copy. GCCUSA may require the GCCUSA member to pay the reasonable costs of providing copies of the minutes.

### **31.0 GCCUSA Special General Meeting**

- 31.1 The GCCUSA Secretary must call a Special General Meeting by giving each voting member of the GCCUSA notice of the Special General Meeting not more than 14 days after

- (a) being directed to call the meeting by the GCCUSA Executive Committee; or
- (b) being given a written request signed by— (i) at least three of the number of members of the GCCUSA Executive Committee when the request is signed; or (ii) at least the number of adult and life members of GCCUSA equal to double the number of members on the GCCUSA Executive Committee when the request is signed plus one; or
- (c) being given a written notice of an intention to appeal against the decision of the GCCUSA Executive Committee (i) to reject an application for membership; or (ii) to terminate a person's membership.

- 31.2 A request mentioned in RULE 31.1(b) must state

- (a) why the Special General Meeting is being called; and
- (b) the business to be conducted at the meeting.

- 31.3 A Special General Meeting must be held not more than three months after the GCCUSA Secretary

- (a) is directed to call the meeting by the GCCUSA Executive Committee; or
- (b) is given the written request mentioned in RULE 31.1(b); or
- (c) is given the written notice of an intention to appeal mentioned in RULE 31.1(c).

- 31.4 If the GCCUSA Secretary is unable or unwilling to call the Special General Meeting, the GCCUSA President must call the meeting.

## **32.0 Functions of the GCCUSA Secretary**

32.1 The GCCUSA Secretary's functions include, but are not limited to

- (a) calling meetings of GCCUSA, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the President of GCCUSA; and
- (b) keeping minutes of each meeting; and
- (c) keeping electronic and / or digital and / or email records and / or copies of all correspondence and other documents relating to GCCUSA; and
- (d) maintaining the register of members of GCCUSA.
- (e) the GCCUSA Secretary may have a GCCUSA Executive Committee appointed assistant(s).

## **33.0 GCCUSA By-Laws**

33.1 The GCCUSA Executive Committee may make, amend or repeal by-laws, not inconsistent with these RULES, for the better management of GCCUSA. Any by-law may be set aside by a majority vote of GCCUSA members at a GCCUSA General Meeting.

## **34.0 Alteration of GCCUSA Rules**

34.1 Subject to the ACT, these GCCUSA RULES may be amended, repealed or added to, only by a special resolution, carried by a majority of at least 75% at a GCCUSA General Meeting. Any such repeal, amendment or addition to the GCCUSA RULES will only become valid when the President registers same as described in the ACT.

## **35.0 GCCUSA Common Seal**

35.1 The GCCUSA Executive Committee must ensure GCCUSA has a common seal. The common seal must be kept securely by the GCCUSA Executive Committee and used only under the authority of the GCCUSA Executive Committee.

35.2 Each instrument to which the common seal is attached must be signed by a member of the GCCUSA Executive Committee and countersigned by the GCCUSA Secretary or another GCCUSA Executive Committee member or a person authorised in writing by the GCCUSA Executive Committee.

35.3 Common seal attachments and signatures shall be valid if in full accordance with State of Queensland and COA laws with regards to digital, email and other electronic processes.

## **36.0 GCCUSA Funds and Accounts**

- 36.1 The funds of GCCUSA must be kept in an account(s) in the name of GCCUSA in a financial institution(s) decided by the GCCUSA Executive Committee. Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of GCCUSA.
- 36.2 All GCCUSA funds must be deposited in the financial institution(s) account(s) as soon as practicable after receipt.
- 36.3 A payment made by GCCUSA of \$100.00 or more must be made by cheque, electronic funds transfer or other commonly used digital or electronic method provided that in all instances a lasting and true record is thus created.
- 36.4 Payments of \$100.00 or more whether made by cheque, electronic funds transfer or other commonly used digital or electronic method must be signed and / or authorised by at least two GCCUSA Executive Committee members of which at least one must be an GCCUSA Office Bearer.
- 36.5 If for practical reasons, a payment made by electronic funds transfer cannot be authorised by two GCCUSA Executive Committee members then the payment may be originated and authorised by one GCCUSA Executive Committee member provided always that the payment is ratified by a second GCCUSA Executive Committee member within 24 hours of the payment being so originated and authorised. Notwithstanding the contents of this RULE 36.5, at least one of the GCCUSA Executive Committee members must be a GCCUSA Office Bearer and any payment so executed must be approved or ratified at a GCCUSA Executive Committee meeting in accordance with RULE 36.8.
- 36.6 Any cheques issued by GCCUSA must be crossed "not negotiable" and issued as "account payee only".
- 36.7 A petty cash account may be kept but only on the imprest system, and the GCCUSA Executive Committee must decide the amount of petty cash to be kept.
- 36.8 All expenditure must be approved or ratified at a GCCUSA Executive Committee meeting.

## **37.0 General Financial Matters**

- 37.1 On behalf of the GCCUSA Executive Committee, the GCCUSA Treasurer must, as soon as practicable after the end date of each financial year, ensure the production of a GCCUSA financial statement for its last reportable financial year.
- 37.2 The income and property of GCCUSA must be used solely in promoting GCCUSA objects and exercising GCCUSA powers.

### **38.0 Documents, Digital and Electronic Records**

- 38.1 The GCCUSA Executive Committee must ensure the security and safe custody of all documents, digital and electronic records, books, computers, devices and the like pertaining to any GCCUSA business, procedure or activity.

### **39.0 GCCUSA Financial Year**

- 39.1 The end date of the GCCUSA financial year is 30 June in each year.

### **40.0 Distribution of Surplus Assets to Another Entity**

- 40.1 All of RULE 40 applies if GCCUSA is wound-up under Part 10 of the ACT and has surplus assets. The surplus assets must NOT be distributed amongst the members of GCCUSA.
- 40.2 The surplus assets must be given to another entity that has similar objects to GCCUSA and the rules of which prohibit the distribution of the entity's income and assets to its members.
- 40.3 For all of RULE 40 - surplus assets - see the appropriate section of the ACT.

### **41.0 Patron**

- 41.1 The position of Patron of GCCUSA shall be filled by invitation of the Executive Committee, announced at each Annual General Meeting, and not by election.