



*Surfers Paradise Brass Band*

*Association*

*Incorporated*

**PO Box 348, Southport 4215**

**CONSTITUTION**

**AND**

**WORKING RULES**

**2001**

## CONSTITUTION

### WORDS AND EXPRESSIONS TO HAVE MEANING IN ACT

1. A word or expression that is not defined in these model rules, but is defined in the Associations Incorporation Act 1981 has, if the context permits, the meaning given by the Act.

### NAME

2. The name of the Incorporated Association shall be the **Surfers Paradise Brass Band Association Inc.**, (in these rules called "the association").

### OBJECTS

3. The objects of the Association shall be
  - to promote the study of good music,
  - to create a public demand for music by providing recitals and entertainment
  - the raising of funds for the maintenance of the Association
  - to encourage and train interested member of the community in the performance of music

### POWERS

4. (1) The association has the powers of an individual.  
(2) The association may, for example -(
  - a) enter into contracts; and
  - (b) acquire, hold, deal with and dispose of property; and
  - (c) make charges for services and facilities it supplies; and
  - (d) do other things necessary or convenient to be done in carrying out its affairs.
- (3) The association may take over the funds and other assets and liabilities of the present unincorporated association known as the "Surfers Paradise Brass Band".
- (4) The association may also issue secured and unsecured notes, debentures and debenture stock for the association.
- (5) To remunerate any person or body corporate for services rendered, or to be rendered.
- (6) 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.
- (7) 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**

- 5 (1) The membership of the Association shall consist of any of the following classes of members:-
- Ordinary members – who must be active playing members registered with the Queensland Band Association as playing members of this band
- Junior members – who must be active playing members under the age of 18 years and registered with the Queensland Band association as playing members of this band.
- Associate Members – which includes Patrons and Vice Patrons, playing members not eligible for Queensland Band Association registration, and band supporters who make written application to the Management Committee for membership
- (2) The number of members shall be unlimited.

## **MEMBERSHIP**

6. (1) Every person who at the date of incorporation of the Association was a member of the unincorporated association shall be admitted by the Management Committee to the same class of membership of the Association as that member held in the unincorporated association, and shall not be required to pay any further subscriptions until the next due date for payment of that subscription.
- (2) Every applicant for membership of the Association must be proposed by one member of the Association and seconded by other member. The application for membership shall be made in writing, signed by the applicant and shall be in such form as the Management Committee from time to time prescribes
- (3) Associate membership (which includes Patrons and Vice Patrons) may be awarded at any time at the discretion of the Management Committee.

## **MEMBERSHIP FEES**

7. (1) The membership fees for ordinary membership shall be such sum as determined annually by the Management Committee and shall be payable annually prior to the commencement of the Annual General Meeting. The membership fees for Junior Members shall be one quarter those of ordinary members. Concessional membership fees may be set for pensioners, senior card holders, and the unemployed
- (2) Associate Members may be exempted from membership fees.

## **ADMISSION AND REJECTION OF MEMBERS**

- 8 (1) The Management Committee must consider any application for membership at the next meeting of the Committee after the receipt of any application and the fee applicable for any class of membership. who shall thereupon determine upon the admission or rejection of the applicant.
- (2) Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a

member to the class membership nominated for.

(3) 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**

9. (1) 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.

(2) The Management Committee reserves the right to review the position of any member, at any time, and to suspend or terminate membership of a member if, in the opinion of the Management Committee, such action would be in the best interests of the Association.

(3) Upon the termination of membership the Secretary shall forthwith give the member notice in writing of such termination.

### **APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP**

10. (1) A person whose application for membership has been rejected or whose membership has been terminated, may within one month of receiving written notification thereof, lodge with the Secretary written notice of his intention to appeal against the decision of the Management Committee.

(2) Upon receipt of a notification of intention to appeal against rejection or termination of membership the Secretary shall convene, within one month of the date of receipt by him of such notice, a Management Meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present his case to the Management Committee to show why the application should not be rejected or their membership should not be terminated. The appeal shall be determined by the vote of the members present at such meeting.

(3) After the member concerned has been given a full and fair opportunity of presenting his case and if the Management Committee resolves to terminate his membership it shall instruct the Secretary to advise the member in writing accordingly.

(4) Any member leaving the Association under any circumstances, shall return his instrument and all property to the Secretary and in such condition as shall satisfy the Management Committee, and in the event of any Association property being damaged or lost, he/she shall make good such damage or loss, if the Management Committee so desire.

### **REGISTER OF MEMBERS**

11. (1) The Management Committee shall cause a Register to be kept in which shall be entered the names and residential addresses of all person admitted to membership of the Association and the dates of their admission.

(2) Particulars shall also be entered into the Register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Management Committee of the members at any general meeting may require from time to time.

(3) 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**

12 (1) The Management Committee of the Association shall consist of the President, Vice-President, Bandmaster, Secretary, Treasurer, Property Officer, Librarian and four (4) other members. A maximum of 2 associate members may be elected to the Management Committee all others shall be ordinary members of the association and elected at the Annual General Meeting by ordinary members and Associate members only.

(2) The Management Committee of the Association shall from time to time elect or appoint a Bandmaster on behalf of the Band and set appropriate remuneration for same

(3) At the Annual General Meeting of the Association, all the members of the Management Committee, including the Bandmaster, for the time being shall retire from office, but shall be eligible upon nomination for re-election.

(4) The election of officers and other members of the Management Committee shall take place at the Annual General Meeting. Nominations for election of officers may lodged in writing with the Secretary prior to the meeting or taken from the floor at the meeting. All nominations must have a seconder and the consent of any candidate must be obtained in writing if he/she is not present at the meeting. Voting will be by a simple show of hands.

(4) Members of the Management Committee shall be elected for a term of one (1) year.

### **RESIGNATION OR REMOVAL FROM OFFICE OF MANAGEMENT COMMITTEE MEMBER**

13. (1) A management committee member may resign from the committee by giving written notice of resignation to the secretary.

(2) The resignation takes effect on

a) the day and at the time the notice is received by the secretary; or

(b) if a later day is stated in the notice - the later day.

(3) A member may be removed from office at a general meeting of the association if a majority of the members present at the meeting vote in favour of removing the member.

(4) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.

(5) A member has no right of appeal against the member's removal from office under this section.

### **VACANCIES ON MANAGEMENT COMMITTEE**

14. (1) 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, or call a special General Meeting of the Association for the purpose of electing a member to the vacant position.

(2) 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

(3) 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**

15. (1) Except as otherwise provided by these rules and subject to resolutions of the member of the Association carried at any general meeting the Management Committee -
- a) shall have the general control and management of the administration of the affairs, property and funds of the Association; and
  - b) shall have authority to interpret the meaning of these rules and any matter relating to the Association on which these rules are silent.
- (2) The Management Committee may exercise all the powers of the Association
- a) 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 Associations' property, both present and future, and to purchase, redeem or pay off any such securities:
  - b) 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
  - c) to invest in such manner as the members of the Association may from time to time determine.

### **MEETINGS OF THE ASSOCIATION**

- 16 (1) Meetings of Management Committee of the Association shall be held once a month at such place and such time and date as may be determined. The Secretary shall issue notices fourteen days prior to such meetings.
- (2) The manner by which such notice shall be given shall be determined by the Management Committee: Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his membership by the Management Committee, shall be given in writing. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

- (3) The Secretary shall convene a special meeting -
- a) when directed to do so by the Management Committee; or
  - b) on the requisition in writing signed by not less than one-third of the members presently on the Management Committee or not less than the number of ordinary members of the Association which equals double the number of members presently on the Management Committee plus one. 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 a 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.
- (5) At every meeting of the Management Committee a simple majority of the numbers duly elected to the Management Committee at the last general meeting shall constitute a quorum.
- (6) At any special meeting or general meeting a quorum shall be defined as twice the number of the Management Committee plus one
- (7) Unless otherwise provided by these Rules, at every general meeting or special general meeting -
- a) the President shall preside as Chairman, or if there is no President, or if he is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be the Chairman or if the Vice-President is not present or is unwilling to act then the members present shall elect one of their number to be 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 general meeting if his annual subscription is ***not current***
  - e) voting shall be by 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 members to conduct the secret ballot in such manner as he 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 or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote;

- g) the instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy may but need not be a member of the Association. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot;
- h) where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit:-

#### ASSOCIATION

I, ..... of ..... being a member of the abovenamed Association, hereby appoint ..... of ..... or failing him/her, ..... of ..... as my proxy to vote for me on my behalf at the (annual) general meeting of the Association, to be held on the ...day of .....(Year), and at any adjournment thereof.

Signed this ..... day of .....(Year) .

Signature

This form is to be used                      \*in favour of the resolution.  
  \*against *the resolution*

\*Strike out whichever is not desired. (Unless otherwise instructed, the proxy may vote as he thinks fit.);

- i) The Secretary shall attend all meetings of the Association, keep a list of all members of the Association and do such other duties as are described in the Rules, and perform all clerical work. He shall also collect the subscriptions and donations. All official correspondence of the Association shall bear the Secretary's signature.
- j) 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 in 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.

#### **DELEGATION OF POWERS OF THE MANAGEMENT COMMITTEE**

17. (1) The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the Association as the Management Committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee.
- (2) A sub-committee may elect a chairman of its meetings. If no such chairman is elected, or if at any meeting the chairman is not present within ten minutes after the time appointed for holding the



meeting, the members present may choose one of their number to be chairman of the meeting.

(3) A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the chairman who shall possess a deliberate vote only, shall have the casting vote.

(4) The President, Secretary and Treasurer shall be ex-officio members of all sub-committees.

### **ANNUAL GENERAL MEETING**

18. (1) The Association shall hold an Annual General Meeting of all members in February, of each year, the place and date to be decided at the December monthly meeting, when all interested shall be summoned by circular to attend at such meetings reports shall be submitted, Officers, Auditor and Hon. Lawyer appointed, and other business transacted, including the receiving of 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; and the receiving of the auditors' report upon the books and accounts for the preceding financial year; notification of the time and place of the General Meeting shall be by the secretary giving at least 14 days notice and include any notices of motion and resolutions

(2) A deputy Bandmaster shall be elected at the Annual General Meeting

### **ALTERATION OF RULES**

19. (1) Subject to the provisions of the Association Incorporation Act 1981, 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.

### **COMMON SEAL**

20. (1) The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used 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 or by some other person appointed by the Management Committee for the purpose.

### **FUNDS AND ACCOUNTS**

21. (1) 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. All moneys shall be banked as soon as practicable after receipt thereof.

(2) The Treasurer shall attend all meetings of the Management Committee and present a statement of income and expenditure as requested by that committee.

(3) All amounts of twenty dollars or over shall be paid by cheque signed by any two of the President, Secretary, Treasurer or other member authorised from time to time by the Management Committee.

(4) All expenditure shall be approved at a Management Committee meeting and no member of

the Association shall incur any expense on behalf of the Association upon his own responsibility.

(5) As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared a statement containing particulars of (a) the income and expenditure for the financial year just ended; and (b) the assets and liabilities of the Association at the close of that year.

(6) All such statements shall be examined by the auditor who shall present his report prior to the holding of the annual general meeting next following the financial year in respect of which such audit was made.

(7) 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 by 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 constrained so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.

#### **DOCUMENTS / INSTRUMENTS**

- 22 (1) The Management Committee shall provide for the safe custody of books, documents, certificates of title, securities and musical instruments of the Association.
- (2) The Bandmaster and Custodians shall allot the Associations instruments to the respective players.
- (3) No member shall be allowed to use any instrument or property belonging to the Association until he signs for the same in the Association Property book.
- (3) No member shall be allowed to use Association instruments or property for other than Association purposes without the consent of the Bandmaster.

#### **FINANCIAL YEAR**

- 23 (1) The financial year of the Association shall close on 31st October in each year.

#### **DISTRIBUTION OF SURPLUS ASSETS**

- 24 (1) No resolution for the disbandment of the Association shall be given effect to, if there are six (6) Management General Committee opposed to the motion.
- (2) The organisation shall be dissolved in the event of the membership being less than three persons. It may be dissolved upon the vote of a three fourths majority of the members present at a General Meeting convened to consider the question. Any assets on hand, shall, after payment of all expenses and liabilities be handed over to some organisation or organisations having objects similar or in part similar to the objects of the organisation. Such organisation or organisations to be

determined by the members at or before the time of dissolution.