

## Suggested Matters for Consideration by Mullumbimby Tennis Association Inc

1. What type of Association is Mullumbimby Tennis Association?

Incorporated Association

2. Date of Registration if any and under what Act?

16 December, 1993 under the Associations Incorporation Act 1984

3. What Legislation currently deals with Incorporated Associations?

Associations Incorporation Act 2009

4. What Documentation governs the operation of the of Mullumbimby Tennis Association?

Constitution and Associations Incorporation Act 2009

5. What is the date of the current Constitution?

Registered 16 December, 1993 – but subject to section 25 of the Act

6. How does a constitution operate where the model constitution is NOT adopted and matter not addressed in the constitution?

If an association adopts all the provisions of the model constitution without modification, the provisions of the model constitution apply

If the association's constitution fails to address a matter referred to in Schedule 1 of the Associations Incorporation Act 2009 the provisions of the model constitution with respect to the matter are taken to be the association's constitution

The matters referred to in Schedule are:

- Membership qualifications
- Register of members
- Fees subscription etc
- Members liability
- Disciplining of members
- Internal disputes
- Committee – the composition and functions of the committee
- Calling of general meetings
- Notice of general meetings
- Procedure at general meetings
- Postal and electronic ballot
- Sources of funds – the sources from which the funds of the association may be derived

- Management of funds – the manner in which they are to be managed
- Custody of books
- Inspection of books and documents
- Financial Year
- Winding up

7. Why was the Mullumbimby Tennis Association formed?

See objects in clause 1 of the Constitution

8. Who manages the affairs of an incorporated Association?

A Management Committee of the association. It has 2 roles:

- Governance of the association; and
- The management of the association

9. How many members of the association must be included on a committee?

The committee must include 3 or more members, each of who is aged 18 years or more. An association's registration is liable to be cancelled if it does not comply

The constitution of the Mullumbimby Tennis Association provides for the following office bearers:

- President
- Vice President
- Secretary
- Treasurer
- Publicity Officer
- Chairperson of the Social Committee

10. What is the term of a Committee member?

Until immediately following an annual general meeting until the next annual general meeting – see constitution

11. What powers can a committee exercise?

The committee may exercise such of the associations powers as are not required by the Act or Constitution to be exercised by the association in general meeting. – Section 28(3)

12. What are the obligations of a committee member?

It is important that the members understand the role of the committee because:

- The legal obligations of the committee members – section 30;
- The personal liability of Committee members – section 30B

- a) The duty to act in good faith – if decision made for a proper purpose, none of the members had a material interest in the subject matter of a decision;
- b) The duty to act with reasonable care skill and diligenceThe duty not to improperly use information or position;
- c) Duty not to improperly use information or position
- d) Disclosure of interests – section 31; and the resolution of conflicts of interest. Unless the committee determines otherwise, the committee member cannot be present while a matter is discussed or take part in any decision of the committee with respect to that matter

13. How often are committee meetings held?

As and when the association's constitution requires.

At least 3 times each 12 month period at a time and place determined by the committee – paragraph 21 of the Model Rules.

14. How and how much notice is required to be given for a meeting of the committee

A secretary must give each committee member oral or written notice of a meeting at least 48 hours before the time that the meeting is due to be held or other period the committee UNANIMOUSLY agree – paragraph 22 of the Model Rules.

15. What business can be transacted at the committee meeting?

Business described in the notice AND Business that committee members present unanimously agree is URGENT business

16. What is the obligation of the Committee to hold an Annual General Meeting

Committee must ensure an Annual General meeting is held within 6 months of the end of the financial year OR such other period allowed by Fair Trading – Section 37 of the Act

17. How often must Annual General Meeting be held

After the first Annual General Meeting the association must hold annual general meetings within 6 months of the last day of the association's financial year; the later period allowed under the Act – paragraph 28 of the Model Rules

The financial for the association is 1 January to 31 December – see constitution  
The annual general meeting is to be held in February each year.

18. What business can be conducted at an Annual General Meeting?

Business includes:

- Confirming the minutes of previous annual general meeting
  - Receiving reports from the Committee on the associations activities during the previous financial year
  - Electing office-bearers and ordinary committee members
  - Receiving and considering financial statements or reports as required to be submitted to members of the association under the Act
- Paragraph 28(4) of the Model Rules – see also paragraph 30(3) of the Model Rules
- Electing an auditor – see constitution

19. Can other general meetings be called and by whom?

- The committee may call a special general meeting whenever the committee thinks fit
- The Secretary must call a special general meeting whenever properly petitioned by 5% or more of the members

Paragraph 29 of the Model Rules

20. How much notice must be given for a general meeting?

- If the meeting is not to consider a special resolution – 14 days
- If the matter to be determined at a general meeting required a special resolution – 21 days before the meeting.

21. What is the Quorum for the general meeting?

Executive Committee plus 1 member – see Constitution



22. What business can be conducted at a general meeting other than an annual general meeting?

The business specified in the notice of meeting - see paragraph 30(3) of the Model Rules

23. How is a vote of a member exercised at a general meeting?

In person or meeting can be held at 2 locations – PROXY VOTES NOT PROVIDED FOR

24. How may an ordinary resolution be passed?

If it is supported by more than half the votes cast by the members entitled to vote

25. How may a special resolution be passed?

If it is supported by more than 75% or more the votes cast by the members entitled to vote

26. What documents have to be lodged with Fair Trading and when?

See section 45 of the Act

27. How may the Constitution be changed?

Except as provided by section 25 - by special resolution and registration with Fair Trading. – see section 14 of the Act