



# Tasmanian Underwater Hockey Association Inc.

Incorporation number IA10108

## Constitution

Amended by Special Resolution at the Annual General Meeting of TUHA held on 11 November 2021

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## 1. Name and Model Rules

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### 1.1 Name

The name of the association shall be the Tasmanian Underwater Hockey Association Inc. hereafter referred to as TUHA.

### 1.2 Model Rules

The Model Rules do not apply to TUHA

## 2. Definitions and Interpretation

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### 2.1 Definitions

In this constitution:

- (1) **Act** means the *Associations Incorporation Act 1964* (Tas).
- (2) **Annual general meeting** means an annual general meeting of TUHA held under subrule 9.1.
- (3) **Association** has the same meaning as in the Act.
- (4) **Auditor** means the person appointed as the auditor of TUHA under subrule 8.1.
- (5) **Authorised deposit-taking institution** means a body corporate that is an authorised deposit-taking institution for the purposes of the *Banking Act 1959* (Cth).
- (6) **By-Laws** means the rules made by the Committee in accordance with subrule 13.4 of this Constitution (as amended from time to time).
- (7) **Committee** means the committee of management referred to in subrule 10.1.
- (8) **Executive Committee** means the committee of management referred to in subrule 10.9.
- (9) **Financial Year** means the financial year of TUHA referred to in subrule 7.1.
- (10) **General Meeting** means:
  - (a) an Annual General Meeting; or
  - (b) a Special General Meeting.
- (11) **Model Rules** means the model rules for an association set out in the *Associations Incorporation (Model Rules) Regulations 2007* (Tas)
- (12) **Officer of TUHA** means a person elected as an officer of TUHA at an Annual General Meeting or appointed as an officer of TUHA under subrule 10.2.
- (13) **Ordinary Business** of an Annual General Meeting means the business specified in subrule 9.1(5).
- (14) **Ordinary Committee Member** means a member of the Committee other than an officer of TUHA.
- (15) **Public Officer** means the person who is, under section 14 of the Act, the Public Officer of TUHA.
- (16) **Special Committee Meeting** means a meeting of the Committee that is convened under subrule 10.6(2).
- (17) **Special General Meeting** means a special general meeting of TUHA, other than an Annual General Meeting, convened under subrule 9.2.
- (18) **Special Resolution** has the same meaning as in the Act.

## **2.2 Interpretation**

In this constitution, unless inconsistent with the context:

- (1) A reference to a statute, ordinance, code or other law includes regulations and other instruments under it and consolidations, amendments, re-enactments or replacements of any of them.
- (2) A reference to the singular number includes a reference to the plural number and vice versa.
- (3) A reference to any gender includes a reference to the other genders and each of them.
- (4) The word person includes a firm, a body corporate, an unincorporated association or an authority.
- (5) A reference to a day shall mean a calendar day, a reference to a month shall mean a calendar month, a reference to a year shall mean a calendar year.
- (6) If a period of time is specified and dates from a given day or the day of an act or event, it is to be calculated exclusive of that day.
- (7) A reference to a day is to be interpreted as the period of time commencing at midnight and ending 24 hours later.
- (8) A reference to anything or matter is a reference to the whole and any part of it.
- (9) A reference to a group of persons or parties is a reference to all of them collectively, to any two or more of them collectively and to each of them individually.
- (10) Where any rule contains subrules or paragraphs each subrule or paragraph however called will be read and construed separately and independently of each other.
- (11) A reference to any of the president, vice president, treasurer, secretary, chief referee, equipment officer, development officer, media officer, social director and/or webmaster means the president, vice president, treasurer, secretary, chief referee, equipment officer, development officer, media officer, social director and/or webmaster (as the case may be) of TUHA from time to time.
- (12) A reference to "dollars", "AUD" or "\$" is to an amount in Australian currency.

## **3. Objects and purposes and powers of TUHA**

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### **3.1 Objects and purposes**

The objects and purposes of TUHA are as follows:

- (1) To provide and promote underwater hockey within the best interests of sportsmanship.
- (2) To promote closer association and goodwill among members and good relations with kindred bodies.
- (3) To affiliate with other organisations having kindred interests.
- (4) To establish, promote and actively implement any safety measures applicable to underwater hockey.
- (5) To establish and encourage uniformity of rules, regulations, standards and administrative control of underwater hockey whether competitive or otherwise.
- (6) To promote and arrange competitions amongst members of TUHA and to provide or organise trophies as considered desirable or appropriate.

### 3.2 Powers

To implement the objects and purposes, TUHA shall also be deemed to have the following powers:

- (1) To purchase, take on lease or acquire lands, buildings, swimming pools, easements or properties real or personal, which may be requisite for the purpose of any of the objects or purposes of TUHA.
- (2) To accept subscriptions, donations or bequests (whether real or personal estate) for all or any of the objects or purposes of TUHA.
- (3) The doing of all lawful things which TUHA may deem conducive to the objectives or purposes of TUHA or be in the mutual interests of members the sport in general.
- (4) The purchase, sale or supply of, or other dealing in, goods.
- (5) The taking of any step the Committee, or the members of TUHA at a General Meeting, determine expedient for the purpose of procuring contributions to the funds of TUHA.
- (6) The printing or publication of any newspaper, periodical, book, leaflet or other document the Committee, or the members of TUHA at a General Meeting, determine desirable for the promotion of any of the objects or purposes of TUHA.
- (7) Subject to the provisions of the *Trustee Act 1898* (Tas), the investment, in any manner the Committee determines, of any money of TUHA not immediately required for any of the objects or purposes of TUHA.
- (8) the making of a gift, subscription or donation to any of the funds, authorities or institutions to which section 78A of the *Income Tax Assessment Act 1936* (Cth) relates;

## 4. Membership of TUHA

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### 4.1 Membership

- (1) Membership of TUHA shall consist of persons who support the objectives or purposes of TUHA.
- (2) Membership of TUHA shall be open to any person on payment of the membership fee as specified in subrule 4.3(3).
- (3) Each person admitted to membership shall be bound by the Constitution and By-laws of TUHA
- (4) The Public Officer is to, on receipt of the amount payable by the person as specified in subrule 4.3(3) ensure that person's name is on the register of members.
- (5) A member of TUHA may resign by serving on the Public Officer a written notice of resignation.
- (6) On receipt of a notice from a member of TUHA under subrule 4.1(4), the Public Officer is to remove the name of the member from the register of members.
- (7) All persons whose name and contact details appears on a register of members maintained by the Public Officer shall be deemed to be a member of TUHA.
- (8) A person:
  - (a) becomes a member of TUHA when his or her name is entered in the register of members; and
  - (b) ceases to be a member of TUHA when his or her name is removed from the register of members.
- (9) Any right, privilege or obligation of a person as a member of TUHA:
  - (a) is not capable of being transferred to another person; and
  - (b) terminates on the cessation of the membership.
- (10) Subject to provisions of the constitution and by-laws set up from time to time, all grades of members shall be entitled to use all premises and facilities of TUHA.

## **4.2 Grades of membership**

The Association shall consist of the following grades of membership:

- (1) Honorary member
  - (a) The grade of honorary membership may be appointed by the Committee upon any person for a particular purpose, subject to approval by at least a two thirds majority (to the nearest whole vote) of the total votes that are cast at a Committee meeting. Such membership shall be for a nominated period of time and solely in relation to that particular purpose.
  - (b) The number of honorary members shall be at the discretion of the Committee but should be kept to a minimum.
  - (c) A membership fee shall not necessarily be payable by the person so elected to such honorary membership.
- (2) Life member
  - (a) The grade of life membership may be bestowed upon any person for conspicuous service or contribution to Underwater Hockey or administrative or otherwise subject to approval by at least a two thirds majority (to the nearest whole vote) of the total votes that are cast at the Annual General Meeting.
  - (b) Such life membership shall continue for the life of the person so honoured.
  - (c) No membership shall be paid or payable in respect to such grade unless the member is a current playing life member in which case a reduced membership fee shall be paid under subrule 4.3(3)(c).
  - (d) TUHA shall maintain a register of the persons holding the grade of Life Member.
- (3) Associate member
  - (a) The grade of associate member shall be for non-playing persons upon payment of the membership fee under subrule 4.3(3)(d).
- (4) Junior member
  - (a) The grade of junior member shall be for playing persons under the age of 18 upon payment of a reduced membership fee under subrule 4.3(3)(e).
- (5) Ordinary member
  - (a) The grade of ordinary member shall be for playing persons who are not a junior member, associate member, life member or honorary member upon payment of the membership fee under subrule 4.3(3)(f).
- (6) Patron
  - (a) The Committee may, at its discretion, elect a patron/s of TUHA for such period as may be deemed necessary. Such patron/s shall not be eligible to vote unless they are current members of TUHA under another category of membership

## **4.3 Membership fees**

- (1) The payment of pennant fee in either pennant or any additional fee as set by the Committee shall constitute the membership fee of TUHA in any calendar year.
- (2) The Committee, at a meeting of the Committee, will set the pennant fees prior to each pennant and communicate that to all members.

- (3) The membership fees payable by members of TUHA shall be as follows for each grade of members:
- |                         |   |
|-------------------------|---|
| (a) Honorary members    | \$0 or as determined by the Committee.                    |
| (b) Life member         | \$0   |
| (c) Playing life member | Reduced pennant fee of either pennant in a calendar year. |
| (d) Associate member    | Fee determined by the Committee.                          |
| (e) Junior member       | Reduced pennant fee of either pennant in a calendar year. |
| (f) Ordinary member     | Pennant fee of either pennant in a calendar year.         |
- (4) The payment of a pennant fee is due and payable when, and in a way, the Committee determines.

#### **4.4 Expulsion of members**

- (1) The committee may expel a member from TUHA if, in the opinion of the Committee, the member is guilty of conduct detrimental to the interests of TUHA.
- (2) The expulsion of a member under subrule 4.4(1) does not take effect until the later of the following:
- (a) the fourteenth day after the day on which a notice is served on the member under subrule 4.4(3); or
  - (b) if the member exercises his or her right of appeal under this rule, the conclusion of the Special General Meeting convened to hear the appeal.
- (3) If the committee expels a member from TUHA, the Public Officer, without undue delay, is to cause to be served on the member a notice in writing:
- (a) stating that the Committee has expelled the member; and
  - (b) specifying the grounds for the expulsion; and
  - (c) informing the member of the right to appeal against the expulsion under subrule 4.5.

#### **4.5 Appeal against expulsion**

- (1) A member may appeal against an expulsion under subrule 4.4 by serving on the Public Officer, within 14 days after the service of a notice under subrule 4.4(3), a requisition in writing demanding the convening of a special general meeting for the purpose of hearing the appeal.
- (2) On receipt of a requisition, the Public Officer is to immediately notify the Committee of the receipt.
- (3) The Committee is to cause a Special General Meeting to be held within 21 days after the day on which the requisition is received.
- (4) At a Special General Meeting convened for the purpose of hearing an appeal under this rule:
- (a) no business other than the question of the expulsion is to be transacted;
  - (b) the Committee may place before the meeting details of the grounds of the expulsion and the Committee's reasons for the expulsion;
  - (c) the expelled member must be given an opportunity to be heard; and
  - (d) the members of TUHA who are present are to vote by secret ballot on the question of whether the expulsion should be lifted or confirmed.

- (5) If at the Special General Meeting a majority of the members present vote in favour of the lifting of the expulsion:
  - (a) the expulsion is lifted; and
  - (b) the expelled member is entitled to continue as a member of TUHA.
- (6) If at the Special General Meeting a majority of the members present vote in favour of the confirmation of the expulsion:
  - (a) the expulsion takes effect; and
  - (b) the expelled member ceases to be a member of TUHA.

## **5. Income and property of TUHA**

- 5.1 The assets and income of the TUHA shall be applied solely in furtherance of its objects and purposes.
- 5.2 No portion of the income or property of TUHA is to be paid or transferred to any member of TUHA unless the payment or transfer is made in accordance with this rule.
- 5.3 TUHA may:
  - (1) pay a person or member of TUHA:
    - (a) remuneration in return for services rendered to TUHA, or for goods supplied to TUHA, in the ordinary course of business of the person or member;
    - (b) remuneration that constitutes a reimbursement for out-of-pocket expenses incurred by the person or member for any of the objects or purposes of TUHA;
    - (c) interest at a rate not exceeding 7.25% on money lent to the TUHA by the person or member; or
    - (d) a reasonable amount by way of rent for premises, or a part of premises, let to TUHA by the person or member;
  - (2) pay a member of the Committee remuneration in return for carrying out the functions of a member of the Committee;
  - (3) pay a member of a subcommittee remuneration in return for carrying out the functions of a member of the subcommittee;
  - (4) if so requested by or on behalf of any other association, organisation or body, appoint or nominate a member of TUHA to an office in that other association, organisation or body.
- 5.4 Despite subrules 5.3(1), 5.3(2) and 5.3(3), TUHA is not to pay a person any amount under those subrules unless TUHA or the Committee has first approved that payment.
- 5.5 Despite subrule 5.3(4), TUHA is not to appoint or nominate a member of TUHA under that subrule to an office in respect of which remuneration is payable unless TUHA or the Committee has first approved:
  - (1) that appointment or nomination; and
  - (2) the receipt of that remuneration by that member.

## **6. Accounts and receipts of expenditure**

- 6.1 True accounts are to be kept of the following:
  - (1) each receipt or payment of money by TUHA and the matter in respect of which the money was received or paid; and
  - (2) each asset or liability of TUHA.
- 6.2 The accounts are to be open to inspection by the members of TUHA at any reasonable time, and in any reasonable manner, determined by the committee.



- 6.3 The treasurer of TUHA is to keep all accounting books, and all general records and records of receipts and payments, connected with the business of TUHA in the form and manner the Committee determines.
- 6.4 The accounts, books and records are to be kept by the treasurer of TUHA or at any other place the Committee determines.

## **7. Banking and finance**

- 7.1 The financial year of TUHA shall be from 1 July to 30 June next.
- 7.2 On behalf of the Association, the treasurer of TUHA is to:
- (1) receive any money paid to TUHA;
  - (2) immediately after receiving the money, issue an official receipt in respect of the money; and
  - (3) cause the money to be paid into the account opened under subrule 7.3 as soon as practicable after it is received.
- 7.3 The committee is to open with an Authorised Deposit-taking institution an account in the name of TUHA.
- 7.4 The committee may:
- (1) receive from an Authorised Deposit-Taking Institution a cheque drawn by TUHA on any of TUHA's accounts with the Authorised Deposit-Taking Institution; and
  - (2) release or indemnify the Authorised Deposit-Taking Institution from or against any claim, or action or other proceeding, arising directly or indirectly out of the drawing of that cheque.
- 7.5 Except with the authority of the Committee, a payment of an amount exceeding \$20 is not to be made from the funds of TUHA other than:
- (1) by cheque drawn on the Association's account; or
  - (2) by the electronic transfer of funds from TUHA's account to another account at an Authorised Deposit-Taking Institution.
- 7.6 The committee may provide the treasurer with an amount of money to meet urgent expenditure, subject to any conditions the Committee may impose in relation to the expenditure.
- 7.7 A cheque is not to be drawn on TUHA's account, and an amount is not to be electronically transferred from TUHA's account to another account at an Authorised Deposit-Taking Institution, except for the purpose of making a payment that has been authorised by the Committee.
- 7.8 The Committee shall appoint at least two Committee members as signatories and any two of those signatories must jointly:
- (1) sign all cheques, drafts, bills of exchange, promissory notes or other negotiable instruments.
  - (2) authorise all electronic transfers of an amount from TUHA's account to another account at an Authorised Deposit-Taking Institution.
- 7.9 Subrule 7.8 does not apply where:
- (1) the use of a debit card not requiring a joint signatory for electronic transfers of an amount from TUHA's account to another account at an Authorised Deposit-Taking Institution is for a specific event; and
  - (2) prior to each such event, the spending limit and persons authorised to use a debit card is approved by the Committee at a Committee meeting.

## **8. Audits**

### **8.1 Auditor**

- (1) At each Annual General Meeting, the members of TUHA present at the meeting are to appoint a person as the Auditor of TUHA.
- (2) If an Auditor is not appointed at an Annual General Meeting under subrule 8.1(1), the Committee is to appoint a person as the Auditor of TUHA as soon as practicable after that Annual General Meeting.
- (3) The Auditor is to hold office until the next Annual General Meeting and is eligible for re-appointment.
- (4) The Auditor may only be removed from office by Special Resolution.
- (5) If a casual vacancy occurs in the office of Auditor, the Committee is to appoint a person to fill the vacancy until the end of the next Annual General Meeting.

### **8.2 Audit of accounts**

- (1) The Auditor is to audit the financial affairs of TUHA at least once in each financial year of TUHA.
- (2) The Auditor, after auditing the financial affairs of TUHA is to:
  - (a) certify as to the correctness of the accounts of TUHA; and
  - (b) at the next Annual General Meeting, provide a written report to the members of TUHA who are present at that meeting.
- (3) In the report and in certifying to the accounts, the Auditor is to:
  - (a) specify the information, if any, that he or she has required under subrule 8.2(5)(b) and obtained;
  - (b) state whether, in his or her opinion, the accounts exhibit a true and correct view of the financial position of TUHA according to the information at his or her disposal; and
  - (c) state whether the rules relating to the administration of the funds of TUHA have been observed.
- (4) The public officer of TUHA is to deliver to the Auditor a list of all the accounting records, books and accounts of TUHA.
- (5) The Auditor may:
  - (a) have access to the accounting records, books and accounts of TUHA;
  - (b) require from any servant of TUHA any information the Auditor considers necessary for the performance of his or her duties;
  - (c) employ any person to assist in auditing the financial affairs of TUHA; and
  - (d) examine any member of the Committee, or any servant of TUHA, in relation to the accounting records, books and accounts of TUHA.

## **9. General Meetings**

### **9.1 Annual General Meeting**

- (1) TUHA is to hold an Annual General Meeting each year.
- (2) The Annual General Meeting is to be held on any day (being not later than 5 months after the end of the financial year of the Association) the Committee determines.
- (3) An Annual General Meeting is to be in addition to any other General Meeting that may be held in the same year.
- (4) The notice convening an Annual General Meeting is to specify the purpose of the meeting.

- (5) The ordinary business of an Annual General Meeting is to be as follows:
  - (a) to confirm the minutes of the last preceding Annual General Meeting and of any General Meeting held since that meeting;
  - (b) to receive from the committee, Auditor and servants of TUHA reports on the transactions of TUHA during the last preceding Financial Year of TUHA;
  - (c) to elect the Officers of TUHA and the Ordinary Committee Members;
  - (d) to appoint the Auditor and determine his or her remuneration;
- (6) Any Annual General Meeting may transact business of which notice is given in accordance with subrule 9.3.
- (7) Minutes of proceedings of an Annual General Meeting are to be kept, by an Officer of TUHA who is nominated by the chairperson of the meeting.

## **9.2 Special General Meetings**

- (1) The Committee may convene a Special General Meeting of TUHA at any time.
- (2) The Committee, on the requisition in writing of not less than 20% (to the nearest whole number) of the members of TUHA entitled to vote, is to convene a Special General Meeting of TUHA.
- (3) A requisition for a Special General Meeting:
  - (a) is to state the objects of the meeting;
  - (b) is to be signed by each of the requisitionists;
  - (c) is to be presented to the Committee, or its representative; and
  - (d) may consist of several documents, each signed by one or more of the requisitionists.
- (4) If the Committee does not cause a Special General Meeting to be held within 21 days after the day on which a requisition is presented to the Committee, any one or more of the requisitionists may convene the meeting within 3 months after the day on which the requisition is presented to the Committee.
- (5) A Special General Meeting convened by requisitionists is to be convened in the same manner, as nearly as practicable, as the manner in which a Special General Meeting would be convened by the Committee.
- (6) All reasonable expenses incurred by requisitionists in convening a Special General Meeting are to be refunded by TUHA.

## **9.3 Notices of General Meetings**

- (1) At least 14 days before the day on which a General Meeting of TUHA is to be held, the public officer of TUHA is to publish a notice specifying:
  - (a) the place, day and time at which the meeting is to be held; and
  - (b) the nature of the business that is to be transacted at the meeting.
- (2) A notice is published for the purposes of subrule 9.3(1) if the notice:
  - (a) appears on a website, or at an electronic address, of TUHA; or
  - (b) is sent to each member of TUHA at an email address that the member has nominated as the email address to which notices from TUHA may be sent.

## **9.4 Business and quorum at General Meetings**

- (1) All business transacted at a General Meeting, other than the Ordinary Business of an Annual General Meeting, is special business.
- (2) Business is not to be transacted at a general meeting unless a quorum of members of TUHA entitled to vote is present at the time when the meeting considers that business.

- (3) A quorum for the transaction of the business of a General Meeting is not less than 20% (to the nearest whole number) of the members of TUHA entitled to vote.
- (4) If a quorum is not present within thirty minutes after the time appointed for the commencement of a General Meeting, the meeting:
  - (a) if convened on the requisition of members of TUHA, is dissolved; or
  - (b) if convened by the Committee, is to be adjourned to the same day in the next week at the same time and
    - (i) at the same place; or
    - (ii) at any other place specified by the chairperson:
      - (A) at the time of the adjournment; or
      - (B) by notice in a manner determined by the chairperson.
- (5) If at an adjourned general meeting a quorum is not present within thirty minutes after the time appointed for the commencement of the meeting, the meeting is dissolved.

### **9.5 Chairperson at General Meetings**

- (1) At each General Meeting of TUHA, the chairperson is to be:
  - (a) the president; or
  - (b) in the absence of the president, the vice-president; or
  - (c) in the absence of the president and the vice-president, a member of TUHA elected to preside as chairperson by the members of TUHA present and entitled to vote at the General Meeting.

### **9.6 Adjournment of General Meetings**

- (1) The chairperson of a General Meeting at which a quorum is present may adjourn the meeting with the consent of the members of TUHA who are present and entitled to vote at the meeting, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a meeting is adjourned for 21 days or more, notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.
- (3) If a meeting is adjourned for less than 21 days, it is not necessary to give any notice of the adjournment or of the business to be transacted at the adjourned meeting.

### **9.7 Determination of questions arising at General Meetings**

- (1) A question arising at a general meeting of TUHA is to be determined on a show of hands.
- (2) A declaration by the chairperson that a resolution has, on a show of hands, been lost or carried, or been carried unanimously or carried by a particular majority, together with an entry to that effect in the minutes of TUHA, is evidence of that fact unless a poll is demanded on or before that declaration.

### **9.8 Votes**

- (1) On any question arising at a General Meeting of TUHA, a member of TUHA (including the chairperson) has one vote only.
- (2) All votes are to be given personally.
- (3) Despite subrule 9.8(1), in the case of an equality of votes, the chairperson has a second or casting vote.

## **9.9 Taking of poll**

- (1) If at a general meeting a poll on any question is demanded:
  - (a) the poll is to be taken at that meeting in the manner that the chairperson determines; and
  - (b) the result of the poll is taken to be the resolution of the meeting on that question.

## **9.10 When poll to be taken**

- (1) A poll that is demanded on the election of a chairperson, or on a question of adjournment, is to be taken immediately.
- (2) A poll that is demanded on any other question is to be taken at any time before the close of the meeting as the chairperson determines.

# **10. Committee**

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## **10.1 Affairs of TUHA to be managed by a committee**

- (1) The affairs of TUHA are to be managed by a Committee of management constituted as provided in subrule 10.3.
- (2) The Committee:
  - (a) is to control and manage the business and affairs of the Association;
  - (b) may exercise all the powers and perform all the functions of TUHA, other than those powers and functions that are required by these rules to be exercised and performed by members of TUHA at a General Meeting; and
  - (c) has power to do anything, that appears to the Committee to be essential for the proper management of the business and affairs of TUHA.
  - (d) may establish amend or repeal by-laws as may be necessary for the control and management of underwater hockey in Tasmania or the conduct of TUHA members.

## **10.2 Officers of the Association**

- (1) The officers of TUHA are as follows:
  - (a) one president;
  - (b) one vice-president;
  - (c) one treasurer; and
  - (d) one secretary.all of whom must be members of TUHA.
- (2) Subject to subrule 10.2(5), the officers of TUHA are to be elected in accordance with subrule 10.4.
- (3) Each officer of TUHA is to hold office until the end of the next Annual General Meeting after that at which he or she is elected and is eligible for re-election.
- (4) If a casual vacancy in an office referred to in subrule 10.2(1) occurs, the committee may appoint one of its members to fill the vacancy until the next Annual General Meeting after the appointment or for such lesser period as the Committee shall determine.
- (5) If an office referred to in subrule 10.2(1) is not filled at an Annual General Meeting, there is taken to be a casual vacancy in the office.

### **10.3 Constitution of the committee**

- (1) The Committee consists of:
  - (a) the officers of TUHA; and
  - (b) Ordinary Committee Members elected at the annual general meeting or appointed in accordance with this rule. The Ordinary Committee Members of TUHA are:
    - (i) chief referee;
    - (ii) equipment officer;
    - (iii) development officer
    - (iv) social director;
    - (v) media and webmaster officer; and
    - (vi) two other committee members
- (2) An Ordinary Committee Member is to hold office until the end of the next Annual General Meeting after that at which he or she is elected and is eligible for re-election.
- (3) If a casual vacancy occurs in the office of an Ordinary Committee Member, the Committee may appoint a member of TUHA to fill the vacancy until the next Annual General Meeting after the appointment or for such lesser period as the Committee shall determine.
- (4) If an office of an Ordinary Committee Member is not filled at an Annual General Meeting, there is taken to be a casual vacancy in the office.

### **10.4 Election of numbers of committee**

- (1) A nomination of a candidate for election as an Officer of TUHA, or as an Ordinary Committee Member, is to be:
  - (a) made in writing, signed by 2 members of TUHA and accompanied by the written consent of the candidate (which may be endorsed on the nomination); and
  - (b) delivered to the public officer of TUHA at least 10 days before the day on which the Annual General Meeting is to be held.
- (2) If insufficient nominations are received to fill all vacancies on the Committee:
  - (a) the candidates nominated are taken to be elected; and
  - (b) further nominations are to be received at the Annual General Meeting.
- (3) If the number of nominations received is equal to the number of vacancies on the Committee to be filled, the persons nominated are taken to be elected.
- (4) If the number of nominations received exceeds the number of vacancies on the Committee to be filled, a ballot is to be held.
- (5) If the number of further nominations received at the Annual General Meeting exceeds the number of remaining vacancies on the Committee to be filled, a ballot is to be held in relation to those further nominations.
- (6) The ballot for the election of Officers and Ordinary Committee Members is to be conducted at the Annual General Meeting in the manner determined by the committee.

### **10.5 Vacation of office**

- (1) For the purpose of these rules, the office of an Officer of TUHA, or of an Ordinary Committee Member, becomes casually vacant if the officer or Committee member:
  - (a) dies;
  - (b) becomes bankrupt, applies to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds with his or her creditors or makes an assignment of his or her remuneration or estate for their benefit;
  - (c) becomes a represented person within the meaning of the *Guardianship and Administration Act 1995*;
  - (d) resigns office in writing addressed to the Committee;
  - (e) ceases to be ordinarily resident in Tasmania;
  - (f) is absent from 3 consecutive meetings of the Committee without the permission of the other members of the Committee; or
  - (g) ceases to be a member of TUHA; or
  - (h) fails to pay all arrears of membership fees, within 14 days after receiving a notice in writing signed by the public officer stating that the Officer or Committee member has ceased to be a financial member of TUHA.

### **10.6 Meetings of the committee**

- (1) The Committee is to meet at least 10 times a year at any place and time the Committee determines.
- (2) A meeting of the committee, other than a meeting referred to in subrule 10.6(1), may be convened by the president or not less than 30% (to the nearest whole number) of the members of the Committee.
- (3) Written notice of any Special Committee Meeting is to be served on members of the Committee and is to specify the general nature of the business to be transacted.
- (4) A Special Committee Meeting may only transact business of which notice is given in accordance with subrule 10.6(3).
- (5) A quorum for the transaction of the business of a meeting of the Committee is not less than 50% (to the nearest whole number) of the Officers and Ordinary Committee Members elected or appointed to the Committee as at the close of the last General Meeting.
- (6) Business is not to be transacted at a meeting of the Committee unless a quorum is present.
- (7) If a quorum is not present within half an hour after the time appointed for the commencement of:
  - (a) a meeting of the Committee (other than a Special Committee Meeting), the meeting is to be adjourned to the same day in the next week at the same time and at the same place; or
  - (b) a special committee meeting, the meeting is dissolved.
- (8) At each Committee meeting, the chairperson is to be:
  - (a) the president;
  - (b) in the absence of the president, the vice-president; or
  - (c) in the absence of the president and vice-president, a member of the Committee elected to preside as chairperson by the members of the Committee present at the meeting.

- (9) Any question arising at a meeting of the committee is to be determined:
  - (a) on a show of hands; or
  - (b) if demanded by a member, by a poll taken at that meeting in the manner the chairperson determines.
- (10) On any question arising at a meeting of the Committee, a member of the Committee (including the chairperson) has one vote only.
- (11) Despite subrule 10.6(10), in the case of an equality of votes, the chairperson has a second or casting vote.
- (12) Written notice of each Committee meeting is to be served on each member of the Committee by:
  - (a) giving it to the member during business hours before the day on which the meeting is to be held; or
  - (b) emailing it to the email address, of the member, that the member has nominated as the email address to which notices from TUHA may be sent.

### **10.7 Disclosure of interests**

- (1) If a member of the Committee or a member of a subcommittee has a direct or indirect pecuniary interest in a matter being considered, or about to be considered, by the Committee or subcommittee at a meeting, the member is to, as soon as practicable after the relevant facts come to the member's knowledge, disclose the nature of the interest to the Committee.
- (2) If at a meeting of the Committee or a subcommittee a member of the Committee or subcommittee votes in respect of any matter in which the member has a direct or indirect pecuniary interest, that vote is not to be counted.

### **10.8 Subcommittees**

- (1) The committee may:
  - (a) appoint a subcommittee from the Committee; and
  - (b) prescribe the powers and functions of that subcommittee.
- (2) The Committee may co-opt any person as a member of a subcommittee without voting rights, whether or not the person is a member of TUHA.
- (3) A quorum for the transaction of the business of a meeting of the subcommittee is not less than 50% (to the nearest whole number) of the appointed members entitled to vote.
- (4) The public officer is to convene meetings of a subcommittee.
- (5) Any question arising at a meeting of a subcommittee is to be determined;
  - (a) on a show of hands; or
  - (b) if demanded by a member, by a poll taken at that meeting in the manner the chairperson determines.
- (6) On any question arising at a meeting of a subcommittee, a member of the subcommittee (including the chairperson) has one vote only.
- (7) Despite subrule 10.8(6), in the case of an equality of votes, the chairperson has a second or casting vote



- (8) Written notice of each subcommittee meeting is to be served on each member of the subcommittee by:
  - (a) giving it to the member during business hours before the day on which the meeting is to be held; or
  - (b) emailing it to the email address, of the member, that the member has nominated as the email address to which notices from TUHA may be sent.

### **10.9 Executive Committee**

- (1) The president, the vice-president, the treasurer and the secretary constitute the Executive Committee.
- (2) During the period between meetings of the Committee, the Executive Committee may issue instructions to the public officer and servants of TUHA in matters of urgency connected with the management of the affairs of TUHA.
- (3) The Executive Committee is to report on any instructions issued under subrule 10.9(2) to the next meeting of the Committee.

## **11. Service of notices and requisitions**

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Except as otherwise provided by these rules, a document may be served under these rules on a person by:

- 11.1 giving it to the person; or
- 11.2 emailing it to the person's email address.

## **12. Disputes**

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- 12.1 A dispute between a member of TUHA, in the capacity as a member, and TUHA is to be determined by arbitration in accordance with the provisions of the *Commercial Arbitration Act 2011* (Tas).
- 12.2 This rule does not affect the operation of subrule 4.4.

## **13. This Constitution and By-laws**

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- 13.1 This constitution may only be altered, varied, added to or repealed by the passing of a Special Resolution.
- 13.2 Motions to alter, vary, add to or repeal this constitution must be advised in complete detail to the secretary of TUHA at least 2 months prior to the date of the General Meeting. The secretary is to then circulate the motions to all members of TUHA.
- 13.3 A copy of the current Constitution must be made available on TUHA's website at all times.
- 13.4 The Committee may establish amend or repeal By-laws as may be necessary or convenient to facilitate TUHA's activities and governance, subject to the objectives of TUHA.
- 13.5 The Committee may establish amend or repeal by-laws by two thirds majority (to the nearest whole number) at a meeting of the Committee in which the proposed By-laws are discussed.
- 13.6 A copy of the current By-laws must be made available on TUHA's website at all times.

## **14. Winding up of TUHA**

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- 14.1 If TUHA is wound up, each member of TUHA, and each person who was a member of TUHA within the period of 12 months immediately preceding the commencement of the winding-up, is liable to contribute:
  - (1) to the assets of the Association for payment of the liabilities of the Association;
  - (2) for the costs, charges and expenses of the winding-up; and
  - (3) for the adjustment of the rights of the contributors among themselves.

- 14.2 Any liability under subrule 14.1 is not to exceed two (2) dollars.
- 14.3 Despite subrule 14.1, a former member of TUHA is not liable to contribute under that subrule in respect of any liability of TUHA incurred after he or she ceased to be a member.
- 14.4 In the event of surplus assets being available following the satisfaction of all its debts and liabilities, including the costs, charges, and expenses of winding up TUHA, those surplus assets must not be paid or distributed amongst the members of TUHA, but shall be given or transferred to some other institutions having objects similar to the objects of TUHA and which shall prohibit the distribution of its income and property amongst its members to an extent similar to TUHA. Such institutions shall be determined by the members of TUHA.

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## **15. Public Officer**

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- 15.1 The Public Officer of TUHA shall be appointed at the Annual General Meeting or such other time by the Committee as the need arises.
- 15.2 The Public Officer shall be a member of TUHA.