Tamborine Mountain Bridge Club Inc (TMBC)

Constitution 2025

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Preliminary

The Tamborine Mountain Bridge Club Inc (TMBC) Constitution 2025 supersedes the Constitution 2015 as amended in 2019. It is written within the guidelines of Queensland Legislation (Associations Incorporation Act 1981 (as amended), the Office of Fair Trading Model Rules version 7 dated 22 Jul 2022, the Office of Fair Trading "Getting ready for the July 2024 changes" dated 23 Aug 2023, and the Associations Incorporation and Other Legislation Amendment Regulation 2023.

The TMBC Constitution 2025 incorporates procedures.

1. Terminology and Definitions

(1) A word or expression that is not defined in these rules, but is defined in the Associations Incorporation Act 1981 has, if the context permits, the meaning given by the Act. The Associations Incorporation Act 1981 is the applicable law for the operations of an incorporated association and applies to the Tamborine Mountain Bridge Club Inc.

(2) Definitions are included in Appendix 1 and are numbered within the document. These definitions are provided to assist with the interpretation and application of the Constitution, rules, and By-laws of the Club.

2. Name

The name of the incorporated association is Tamborine Mountain Bridge Club Inc ("the Club").

3. Objectives

The objectives of the Club are:

(1) to foster, promote, teach, and play Contract Bridge, across the Tamborine Mountain community;

(2) to provide opportunities for learning Bridge;

(3) to provide opportunities for playing Duplicate Bridge and other competition events as set out by the Club; and

(4) to foster and promote inclusivity and the health benefits and well-being of Contract Bridge players through their engagement in the game of Bridge.

4. Powers

(1) The Club has the powers of an individual and may:

(a) enter into contracts;

(b) acquire, hold, deal with and dispose of property;

(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.

(2) The Club may also issue secured and unsecured notes, debentures, and debenture stock for the Club.

(3) The Club, as an entity, shall ensure affiliation with the Queensland Bridge Association (QBA) and the Australian Bridge Federation (ABF).

Membership

5. Legal Responsibilities of Members

(1) Every person applying for membership and accepting membership agrees to be bound by the TMBC rules and regulations and the By-laws of the Club while they remain a member.

(2) No member should commence any action in common law or in equity against the Club, the Management Committee, or against any Club member until all the processes provided by these rules, the By-laws, or the avenues of appeal to the Management Committee and Special General Meeting (SGM) have been exhausted.

(3) The membership year shall be determined by the Committee and members.

6. Legal Responsibilities of the Club

In the event of any legal proceedings being taken against a member or members, in respect to any matter or action done in the proper performance of their duties, the Club shall indemnify such member or members in respect of their costs and/or damages, and any such sums as they may be compelled to pay in the courts as a result of such proceedings. This excludes legal proceedings decided by any member as a result of their involvement as a complainant who has refused the determination of the Management Committee in resolving their complaint.

7. Club Membership, Privileges, and Eligibility

(1) Persons may be members if they meet and maintain the following criteria:

(a) are over 13 years of age;

(b) are of good character and reputation;

(c) are interested in promoting the objectives of the Club;

(d) are prepared to participate in the Club and the game of Bridge; and

(e) are financial and not under any order or notice of suspension from any Bridge Club or Association.

(2) Home Club Member

(a) A Home Club Member is a person whose application has been accepted by the Management Committee, after paying the prescribed fees.

(b) A Home Club Member is a person who has nominated the TMBC as their Home Club for the QBA, ABF, and Masterpoints.

(c) A Home Club Member is entitled to all the privileges and responsibilities of the Club and to exercise the rights of membership, including:

(i) to hold a position on the Management Committee;

(ii) to hold a support role within the Club;

(iii) to be able to nominate or second members' applications;

(iv) to submit motions and vote at the Annual General Meeting (AGM); and

(v) to play in Club Championships.

(d) The number of Home Club Members is unlimited.

(e) Home Club Members must comply with the QBA regulations.

(3) Multi-club Member

(a) A person who has a different Home Club membership already registered with the ABF, but who wishes to play regularly with the TMBC.

(b) A person seeking Multi-club membership must apply according to normal membership processes and have their application accepted by the Management Committee.

(c) Multi-club Members pay a reduced membership in acknowledgment of their existing QBA and/or ABF membership levies, and pay the same table fee as Home Club Members.

(d) A Multi-club Member must be a financial member of another Home Club, and cannot be under suspension or an expulsion order from any such organization, or from the QBA and ABF.

(e) Multi-club Members must comply with the TMBC, QBA and ABF rules and regulations.

(f) The number of Multi-club Members is unlimited.

(g) A Multi-club Member is entitled to all the privileges and responsibilities of the Club and to exercise the rights of membership, including:

(i) to hold a position on the Management Committee;

(ii) to hold a support role within the Club;

(iii) to be able to nominate or second members' applications;

(iv) to submit motions and vote at the AGM; and

(v) to play in Club Championships as long as he/she has played at TMBC at least 15 times in the previous 12 months.

(4) Temporary Member

(a) A person who wishes to apply to join the Club on a temporary basis and pays cash as per the playing fee for each meeting.

(b) A person not normally resident in the Club's region and who is admitted for a period of up to four months, extendable at the Management Committee's discretion.

(c) A Temporary Member is a financial member of another Club that is affiliated with the ABF and cannot be under suspension or an expulsion order from any such organization, or from the QBA.

(d) A Temporary Member is entitled to all the privileges and responsibilities as Home Club Members except the Temporary Member will not:

(i) be entitled to hold office in the Club;

(ii) be able to nominate or second members for election to office or persons for membership;

(iii) be able to take part or vote at meetings of the Club; and

(iv) be able to compete in Club Championships and Brisbane, Gold Coast Region Zone events.

(v) The number of Temporary Members is unlimited.

(5) Youth Member

(a) A person who is under the age of 26 as of the first of January each year and has the rights and privileges conferred by the person's ABF membership.

(b) TMBC recognises Youth Club memberships and does not require qualifying players to join as members until they reach the age of 26 years.

(c) Qualifying players who live in the region may opt to join TMBC and become a member before the age of 26 years if they choose.

(d) A person seeking Youth Membership must apply according to normal membership processes and have their application accepted by the Management Committee.

(e) Youth Members pay a reduced membership fee and table fees in acknowledgment of their existing QBA and/or ABF membership levies.

(f) A Youth Member (over 18 years of age) is entitled to all the privileges and responsibilities of the Club and to exercise the rights of membership including:

(i) to hold a position on the Management Committee;

(ii) to hold a support role within the Club;

(iii) to be able to nominate or second members' applications;

(iv) to submit motions and vote at the AGM; and

(v) to play in Club Championships and Gold Coast Zone events.

(g) The number of Youth Members is unlimited.

(14) Life Member

(a) A Home Club Member who is elected by an ordinary resolution at an AGM in recognition of outstanding service to the Club for a continuous period of at least 10 years.

(b) The Life Member shall retain Home Club Membership privileges and responsibilities but are exempt from the payment of annual fees and levies.

(c) Procedures for Electing Life Members:

(i) Nominations for Life Membership shall be submitted in writing to a meeting of the Management Committee not less than eight weeks prior to the scheduled date of the next AGM.

(ii) The nominee shall be proposed and seconded by two financial members of the Club.

(iii) The nomination shall be signed by the proposer and the seconder.

(iv) The nomination shall also include a brief profile of the nominee to provide grounds for the nomination and evidence of the nominee’s Life Membership suitability.

(v) The Management Committee shall confirm that the nominee meets the 10 years requirement, and if so, will refer the nomination onto the next AGM.

(vi) The Secretary shall notify the proposer in writing of the acceptance or rejection of the nomination.

(vii) The proposer (or another person) should prepare a full testimonial of the nominee

(15) Honorary Member

Honorary Membership shall be by secret ballot by the members present at the AGM and the nominee shall be elected to Honorary Membership if a majority of the votes cast are in favour.

The number of Honorary Members is limited to 3 members at any one time, or by review and reelection by the committee subject to amendment.

8. Applications for Membership

(1) An applicant for membership of the Club must be proposed by one member of the Club (the proposer) and seconded by another member (the seconder).

(2) An application for membership must be:

(a) in writing;

(b) signed by the applicant and the applicant's proposer and seconder; and

(c) approved by the Management Committee.

(3) The Secretary of the Club must advise potential members of the Club's public liability insurance, held under the ABF (including the amount of that insurance) and provide a copy of the Club Constitution on application.

9. Membership Fees

(4) Membership fees for each class of membership:

(a) are the amounts decided by the members from time to time at an AGM and must be paid as of January 31each year;

(b) cover the period of membership from 1 January to 31 December

(5) The Management Committee may cancel a membership in the case of failure to pay membership fees by the due date.

10. Admission and Rejection of Members

(6) An application for Home Club, Multi-club and Youth Membership shall be considered at the next Management Committee Meeting (MCM) after receipt of a completed membership form, payment of fees required, and confirmation of all other preconditions have been met (as per subsection 7(1)).

(7) The Management Committee must decide at the meeting whether to accept or reject the application for Home Club, Multi-club, and Youth Membership.

(8) An applicant must be accepted if they receive a majority vote of the Management Committee.

(9) The Secretary of the Club must, as soon as practicable after the MCM, give the applicant a written notice of the decision.

(10) If an application is rejected, the applicant may appeal against the decision as set out in section 13.

11. Disputes and Grievances Procedure

This Procedure sets out how disputes (complaints[i], grievances[ii] and misconduct[iii]) will be handled by the Club in accordance with the *Associations Incorporation Act 1981* (Section 47A) and the *Office of Fair Trading Model Rules, 12A Grievance Procedure.* It is not intended for use by a person whose membership has been terminated and who has a right of appeal under section 14.

(1)Disputes

(a) A dispute may be between:

(i) a member and another member(s),

(ii) a member and the Management Committee; or

(iii) a member and the Club.

(2) A member, henceforth herein referred to as "the complainant," initiates the grievance procedure in relation to the dispute by giving a notice in writing of the dispute to:

(a) the other party; and

(b) to the Management Committee

(c) If **two** or more members initiate a grievance procedure in relation to the same matter, the Management Committee may deal with the disputes in a single process. If requested, the complainants must then choose one of the complainants to represent the other(s) in the grievance procedure.

(d) When the Club Secretary receives a complaint or grievance, it will be first directed to the Nominated Complaint Liaison Member and both parties shall then be notified in writing by the Complaint Liaison Member of the Club of: Ref Definitions CLM

(i) their right to personal reconciliation under the guidance of the Complaint Liaison Member or grievance by providing a written statement

(ii) their right to appoint someone to act on their behalf,

(iii) their right then at their cost to mediation,

(iv) their right to present evidence,

(v) their right to appeal,

(vi) their right to challenge evidence; and

(vii) the relevant Club policy and procedure.

(e) If either party does not respond to the Club's investigation, the Management Committee shall decide based on the available data.

(f) The parties must, in good faith, attempt to resolve the dispute but, if there is no resolution within 14 days from its initiation, either party may, within a further 21 days, request mediation.

(g) The Club should then refer the matter to a chosen independent mediator within 14 days of such request.

(h) A grievance procedure will not be continued if:

(i) the complainant fails to ask the Secretary to refer the dispute to mediation after 21 days,

(ii) the complaint is against the Management Committee or the Club, whereby the matter goes straight to mediation,

(iii) the complainant has, within 21 days before initiating the grievance procedure, behaved in a way that would give the Management Committee grounds for taking disciplinary action against either party,

(iv) before the grievance procedure was initiated, a process had commenced to take action against either party, or terminate their membership,

(v) the dispute relates to an obligation under Queensland law to prevent the entry of either complainant to the Club premises, or to remove the complainant from the Club premises if required.

(vi) the dispute could reasonably be considered by the Management Committee to be frivolous, vexatious, misconceived, or lacking in substance, or the dispute relates to a matter that has already been subject to the grievance procedure.

(3) Club Response to Disputes and Grievances

When responding to a complaint or grievance, the Club may rely on a range of options, including informal resolution, unbiased mediation, warning, censure, suspension from all club activities including entry to the club premises or termination. The complainant and the other party may request that the complaint or grievance be referred to an independent unbiased sub-committee appointed by the Management Committee for investigation, or an independent unbiased mediation service for resolution.

(4) Appeals

A member found to have breached the rules or By-laws, the Code of Conduct, or engaged in misconduct has the right to an appeal and, pending the determination of such appeal, shall be allowed all the membership privileges accorded to the member's class of membership. If a member wishes to appeal, the member must request that the Secretary call a Special General Meeting of the Club where the matter will be considered and decided by the Club members.

At the Special General Meeting:

(a) The Management Committee (as per P16.1) must present the grounds for its decision.

(b) The member concerned may present an opposing argument.

(c) If the member does not attend the Special General Meeting, the matter will be heard in the member's absence.

(d) A majority vote of those Club Members present is required to resolve the matter.

(e) Votes will be made by secret ballot.

(f) The President or Chairperson has the deciding vote in the event of a tied vote.

(g) The decision of that Special General Meeting will be final.

(h) If a member has initiated a grievance procedure in relation to a complaint between the member and the Club, no action shall be taken by the Management Committee against the complainant or their representative in relation to the matter until the grievance procedure, including any appeals, has been completed by an independent unbiased sub-committee appointed by the QBA .

(i) Upon finalisation, the Management Committee shall have the power to demand and direct apologies, to reprimand, suspend, or terminate a member.

(5) Mediation

If a dispute is referred to mediation it will be free if provided in time by the QLD GOV Office of Fair Trading, or at the cost of the complainants if they so decide:

(a) The parties to the dispute will be offered a choice of unbiased mediators to conduct the mediation; or

(b) If the parties are unable to agree on the appointment of a mediator within 14 days after the dispute is referred to mediation, the Secretary with Committee approval must:

(i) for a dispute between a member and another member, appoint an unbiased person; or

(ii) for a dispute between a member and the Management Committee or the Club, appoint an accredited unbiased mediator.

(c) If the selected mediator refuses the appointment, or is unable to reach a mediation, the parties may seek to resolve the dispute in accordance with the Associations Incorporation Act 1981 or otherwise outside the club jurisdiction at law at their own cost.

(6) The mediator:

(a) Should start the mediation as soon as possible after the appointment with a view to mediation within 28 days of the appointment, and

(i) must give each party an opportunity to present arguments,

(ii) must comply with natural justice,

(iii) must not make decisions as an adjudicator or arbitrator and,

(iv) during the mediation, may see the parties, with or without their representative(s), together or separately.

(b) The parties to the dispute must act reasonably and genuinely in the mediation and help the mediator to start and finish the mediation within 28 days of appointment.

(c) The costs of the mediation, if any, are to be shared equally between the parties unless otherwise agreed.

(d) If a party has appointed a person to be the party's representative, the party must give written notice of the appointment to each of the following:

(i) the other party to the dispute,

(ii) the Management Committee, and

(iii) the mediator.

(e) A representative who acts for the party at a mediation, must:

(i) have sufficient knowledge of the dispute to effect adequate representation; and

(ii) show written authorization to negotiate an agreement for their respective party.

(7) Any meeting or mediation session required under the grievance procedure may be conducted by electronic means if the parties to the dispute and, for a mediation, the mediator agrees.

(8) If either party does not attend the agreed meeting or mediation session, the matter may be heard in the party's/parties' absence.

(9) The Management Committee shall have the power to demand and direct apologies, reprimand, suspend, or terminate a member.

(10) Matters of gross misconduct shall be reported immediately to the relevant authority for investigation.

(11) Any player leaving a session before its conclusion without offering an explanation acceptable to the Director of the Day, or arranging for someone else to do so, will be suspended from sessions until the next Management Committee Meeting where the situation will be examined, and the player will be advised of the outcome.

12. When Membership Ends

(1) A member may resign from the Club by advising the Club Secretary in writing.

(2) The resignation takes effect at:

(a) the day and time that the notification is received by the Secretary; or

(b) if a later day and time is stated in the notification, the later day and time.

(3) The Management Committee may terminate a member's membership if the member:

(a) is convicted of an indictable offence;

(b) does not comply with any of the provisions of these rules;

(c) has membership fees in arrears for more than one month; or

(d) acts in a way considered to be injurious or prejudicial to the character or interests of the Club.

(4) As per subsection 12(3), before the Management Committee terminates a member's membership, they must give the member a full and fair opportunity to show why the membership should not be terminated.

(5) If, after considering all representations made by the member, the Management Committee decides to terminate the membership, the Secretary must give the member a written notification of the decision.

(6) The member has the rights of appeal as outlined in section 14.

(7) Any member refusing mediation will be deemed to be unwilling to abide by club directives and asked to resign from the club. That member will still be liable for their share of any costs incurred in securing a mediator to resolve the issues.

13. Appeal against Rejection of Application

(1) A person whose application for membership has been rejected by the Management Committee, may give the Secretary written notification of the person's intention to appeal the decision.

(2) A notification to appeal must be given to the Secretary within one month after the person receives written notification of the decision.

(3) If the Secretary receives written notification of intention to appeal, the Secretary must, within one month after the day of receipt, call an SGM to decide the appeal.

(4) The SGM to decide an appeal must be held within 3 months after the Secretary receives the notification of intention to appeal.

(5) At the SGM, the applicant must be given a full and fair opportunity to show why the application should not be rejected. The Management Committee must be given an opportunity to show why the application was rejected.

(6) An appeal must be decided by a majority vote of the members present at the SGM, with the Chairperson having a casting vote if needed.

(7) The voting shall be by secret ballot.

(8) The Secretary shall inform the person by means of written format updating them to the outcome of the appeal and any future termination of membership.

14. Appeal against Termination of Membership

(1)A person whose membership has been terminated by the Management Committee may give the Secretary written notification of the person's intention to appeal against the decision.

(2)A notification of intention to appeal must be given to the Secretary within one month after the person receives written notification of the decision.

(3)If the Secretary receives a notification of intention to appeal, the Secretary, must call an SGM within one month after receipt of the notification, to decide the appeal.

(4)The SGM to decide an appeal must be held within 3 months after the Secretary receives the notification of intention to appeal.

(5)At the SGM, the person whose membership has been terminated must be given a full and fair opportunity to show why the membership should not be terminated.

(6)The Management Committee must be given an opportunity to show why the membership was terminated.

(7)An appeal must be decided by a majority vote of the members present at the SGM, with the Chairperson having a casting vote if needed.

(8)The voting shall be by secret ballot.

(9)This section should be read in conjunction with the *Associations Incorporation Act 1981 (Section 47A)*.

15. Register of Members

(1)The Management Committee must keep a Register of current members.

(2)The Register of members must include the following particulars for each member, including:

(a) the full name and residential/postal address of the member;

(b) contact details;

(c) the date of admission as a member;

(d) ABF number[iv];

(e) date of birth (is not mandatory) ;

(f) the date the membership ends; and

(g) details about the termination or reinstatement of membership.

(3)The Register must be open for inspection by members at all reasonable times. Before the member may inspect the Register, the member must arrange a time with the Secretary to inspect it.

(4)On the application of a Club member, the Management Committee may withhold information on the Register about the member, other than their full name, if the Management Committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

(5)A member of the Club must not use information in the Register of Club members to:

(a) contact, or send material to, another member for the purpose of advertising for political, religious, charitable or commercial purposes;

(b) disclose information obtained from the Register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Club for the purpose of advertising for political, religious, charitable or commercial purposes; or

(c) disclose or disseminate in any way information obtained from the Register.

(6)Subsection 15(5) does not apply if the use or disclosure of the information is approved by the Club.

(7)The Management Committee or an ordinary resolution of members at a general meeting may decide to include other particulars in the register.

Management Committee

16. Management Committee Membership

(1) The Management Committee of the Club consists of the President, Vice-President, Secretary and Treasurer. Up to five other non-executive Committee members maybe nominated to the committee.

(2) Management Committee Members must be Home Club Members or Multi-club Members, must be over the age of 18, reside in Queensland, or reside in another State but not more than 65 km from the Queensland border.

(3) The Club support roles are decided by the Management Committee.

(4) At each AGM of the Club, the members on the Management Committee must retire from office, but are eligible, on nomination for re-election.

(5) A member of the Club may be appointed to a vacancy on the Management Committee under section 20.

(6) The position of President can only be held for a maximum of three consecutive years. A President having served three years may nominate for other positions on the Management Committee. A former President may nominate for a further non-consecutive term after a break from the President's position.

17. Electing the Management Committee

(1) A member of the Management Committee may only be elected as follows:

(a) Any two members of the Club may nominate another member (the candidate) to serve as a member of the Management Committee.

(b) Nominations for the Management Committee must be:

(i) in writing;

(ii) signed by the candidate and the members who nominated the candidate; and

(iii) given to the Secretary at least 14 days before the AGM at which the election is to be held.

(2) Members of the same family, including spouses, de facto partners, parents, children, siblings or a Club Member who is in a personal relationship with another Club Member are not to simultaneously serve on the Management Committee.

(3) Each eligible member (over 18 years of age) present at the AGM may vote for any number of candidates, but not more than the number of vacancies.

(4) If elected, nominated candidates agree to serve on the Management Committee for 12 months.

(5) Each member of the Club may vote for one candidate for each vacant position on the Management Committee.

(6) If at the start of the AGM, there are not enough candidates nominated, nominations may be taken from the floor of the AGM for those positions still unfilled.

(7) Candidates must be 18 years or older and eligible to be elected under the rules. Eligible members for any position on the Management Committee must not have been convicted of any indictable offence, convicted of a summary offence resulting in a period of imprisonment, or served an associated sentence within a five-year period of nomination.

(8) Before a candidate is elected as a member of the Management Committee, the Secretary of the Club must advise the candidate of the Club's public liability insurance (including the amount of the insurance).

(9) After calling for nominations to the Management Committee, the Secretary must post all nominations (in alphabetical order) on the Club Noticeboard and send the nominations to members via email at least 14 days before the AGM.

(10) If required at the AGM, balloting lists must be prepared containing the names of the candidates in alphabetical order.

(11) For non-attending Club members, absentee and proxy votes are permitted.

18. Appointment, Election, Removal and Function of Secretary

(1) Appointment or election of Secretary:

(a) The Secretary must be over 18 years of age, residing in Queensland, or in another State but not more than 65 km from the Queensland border.

(b) Any of the following persons may be appointed by the Management Committee as Secretary:

(i) a member of the Club's Management Committee.

(ii) another member of the Club; or

(iii) another person.

(c) If a vacancy happens in the office of Secretary, the Management Committee must ensure a Secretary is appointed or elected within one month after the vacancy occurs.

(d) If the Management Committee appoints another member of the Club as Secretary to fill a vacancy on the Management Committee, the person becomes a member of the Management Committee.

(e) If the Management Committee appoints a person who is not a member of the Club as Secretary, the person does not become a member of the Management Committee.

(f) The Management Committee may at any time remove a person appointed as the Secretary:

(i) If the Management Committee removes a Secretary who was appointed from the Management Committee, the person remains a member of the Management Committee.

(ii) If the Management Committee removes a Secretary who is a member of the Club and who has been appointed to a vacancy on the Management Committee, the person remains a member of the Management Committee.

(2) The Secretary's functions include, but are not limited to:

(a) calling meetings of the Club, including preparing notices of a meeting and business to be conducted at the meeting in consultation with the Club President.

(b) keeping minutes of each meeting.

(c) keeping copies of all correspondence and other documents relating to the Club.

(d) maintaining a list of affiliated clubs; and

(e) maintaining the Register of Members of the Club.

19. Resignation or Removal of a Management Committee Member from Office

(1) A Management Committee member may resign from the Committee by giving a written resignation to the Secretary.

(2) The resignation takes effect on:

(a) the day and at the time the resignation is received by the Secretary; or

(b) if a later day is stated in the resignation, the resignation takes effect on the later day.

(3) A member of the Management Committee may be removed from office at an SGM of the Club if a majority of members present at the meeting vote in favour of removing the member:

(a) voting should be by secret ballot; and

(b) the Chairperson has a casting vote, if required.

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

(5) A Management Committee Member has no right of appeal against their removal from office under this section as the vote is taken by the Club members.

(6) A Management Committee Member who has been removed from office is required to immediately return all Club property, including any documentation belonging to the Club.

(7) A Management Committee Member immediately vacates the Management Committee if the member dies, becomes bankrupt, is convicted of an indictable offence, is imprisoned, or is otherwise ineligible under the rules.

20. Vacancies on the Management Committee

(1) If a vacancy occurs on the Management Committee or not all of the Management Committee positions are filled at an AGM, the continuing members of the Management Committee may appoint another eligible member of the Club to fill the vacancy until the next AGM.

(2) The continuing members of the Management Committee may act despite a vacancy on the Management Committee.

(3) However, if the number of Management Committee members is less than the number fixed under these rules as a quorum, the continuing members may act only to:

(a) increase the number of Management Committee Members to the number required for a quorum; or

(b) call an SGM of the Club.

21. Functions of the Management Committee

(1) Subject to these rules or a resolution by members carried at an AGM, the Management Committee:

(a) has the general control and management of the administration of the affairs, property, and funds of the Club; and

(b) has authority to interpret the meaning of these rules and any matter relating to the Club on which the rules are silent:

(i) any interpretation must have regard to the Associations Incorporation Act 1981 and any regulations made under the Act; and

(ii) is subject to the requirements of the Queensland Legislation (Acts Interpretation Amendment Act 1991).

(c) shall apply rules consistent with those established by the QBA and ABF.

(2) The Management Committee may carry out the powers of the Club:

(a) to borrow, raise or secure the payment of amounts in a way the Club members decide;

(b) to secure the amounts mentioned in subsection 21(2)(a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Club in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Club's property, both present and future;

(c) to spend no more than $5,000 for any one transaction. Any amount above this figure, with the exception of the Club's annual Building and Contents Insurance, is to be approved at an SGM;

(d) to purchase, redeem or pay off any securities issued;

(e) to borrow amounts from members and pay interest on the amounts borrowed.

(3) The Management Committee cannot:

(a) mortgage the property without authority from an SGM;

(b) issue debentures and other securities, whether outright or as security for any debt, liability, or obligation of the Club without authority from an SGM;

(c) provide and pay off any securities issued without authority from an SGM; and

(d) invest in a way the Management Committee of the Club may from time to time decide, without authority from an SGM.

(4) For subsection 21(2)(e), 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 the Club, or

(b) if there is more than one financial institution for the Club, then one of those financial institutions nominated by the Club.

(5) The members of the Management Committee have a responsibility to carry out their powers and discharge their duties:

(a) with the degree of care and diligence that a reasonable person in the same position would carry out;

(b) in good faith and in the best interest of the Club for a proper purpose; and

(c) ensuring the Management Committee does not improperly use its position or information obtained because of its position to gain a pecuniary benefit or material advantage for the Management Committee or another person, or to cause detriment to the Club.

(6) The Management Committee has the responsibility for disciplining member(s) who have breached the Club Rules and By-Laws, brought discredit on the game of bridge, the Club or its members or when a Director reports an inappropriate behaviour at the bridge table.

22. Meetings of the Management Committee

(1) The Management Committee may meet and conduct its proceedings as it considers appropriate. The Management Committee may delegate the whole or part of its powers to a sub-committee consisting of Club members considered appropriate by the Management Committee to help with the operation of the Club.

(2) Members of the Management Committee who have a conflict of interest or a material personal interest[v] related to a matter being considered by the Management Committee, are required to declare that interest as soon as they become aware of it:

(a) They must disclose the nature and extent of the interest, and this must be recorded in the Minutes of the MCM.

(b) The member disclosing the interest should refrain from discussions and voting on the matter, unless the Management Committee vote and agree the member can be present during the discussion or vote on the matter. The person's participation must be recorded in the Minutes of the meeting.

(c) Any matter that has been identified as an interest, and the member has participated in voting or any discussion, the interest must be disclosed to the next AGM of the Club.

(d) An interest does not have to be disclosed to the Management Committee or the AGM if it exists because of the member's Club membership, or because the member is a class of person who benefits, or it is an interest common with all or a substantial portion of the Club.

(3) The Management Committee must meet at least every four months during the financial year to carry out its functions and may call additional meetings as required.

(4) The Executive of the Management Committee, being the President, Vice-President, Secretary and Treasurer has the authority to make emergency decisions which shall be ratified at the next scheduled MCM.

(5) Notice of an MCM is published as the final item in each Management Committee Meeting Minutes. Notice for additional meetings can be advised by the Secretary, who will provide details of the time, date, location and the business to be discussed.

(6) The Management Committee may hold meetings or permit a Management Committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they occur.

(7) A Management Committee member who participates in the meeting as mentioned in subsection 22(6) is taken to be present at the meeting.

(8) A Special Management Committee Meeting (SMCM) can be called:

(a) If the Secretary receives a written request signed by at least one third of the Management Committee Members, the Secretary must call an SMCM within 14 days after the Secretary receives the request; and

(b) The request for an SMCM must state why the special meeting is being called and the business to be conducted at the meeting.

(c) The Secretary must advise each Management Committee Member of an SMCM as soon as possible.

(d) Members of the day, time and place of the meeting and the business to be conducted.

(e) If the Secretary is unable or unwilling to call the SMCM, the President must call the meeting.

(f) An SMCM must be held within 14 days after notice of the meeting is given to the members of the Management Committee.

(g) If a quorum is not present within 30 minutes after the time fixed for the start of the SMCM called on request of Management Committee Members, the meeting lapses.

(9) A Management Committee Meeting must have a quorum to proceed:

(a) A quorum requires more than half of the members elected or appointed to the Management Committee as at the close of the last AGM, and if applicable includes members appointed to vacancies.

(b) If a quorum is not present within 30 minutes after the time fixed for the start of the MCM, the meeting is to be adjourned to the same day, time and place in the next week, or a day, time and place decided by the Management Committee members present.

(c) If at an adjourned meeting, as per subsection 22(9)(b) there is not a quorum within 30 minutes after the time fixed for the start of the meeting, the meeting lapses.

(10) The President is to preside as the Chairperson of an MCM:

(a) If there is no President or if the President is not present within 15 minutes after the time fixed for the start of an MCM, the Vice-President is to preside as Chairperson at the MCM.

(b) If the President and Vice-President are absent from an MCM or are unwilling to act, the Management Committee members may choose one of the Executive Members to preside as Chairperson at the meeting.

(11) A question arising at an MCM or an SMCM should be decided by vote:

(a) A question is decided by a majority vote of Management Committee members present and, if the votes are equal, the question is decided in the negative.

(b) A Management Committee member must not vote on a question about a contract, proposed contract or other financial transaction with the Club, if the member has a material personal interest in the contract, proposed contract or financial transaction.

(12) Members of the Management Committee may discuss with Club Members matters from the Management Committee meetings (with the exception of complaints, grievances, misconduct discussions and issues of a personal nature).

23. Delegation of the Management Committee Powers

(1) The Management Committee may delegate the whole or part of its powers to a sub-committee consisting of Club members considered appropriate by the Management Committee to help with the operation of the Club.

(2) A sub-committee may carry out delegated powers only in the way the Management Committee decides.

(3) A member of a sub-committee appearing at an MCM is not entitled to vote.

(4) A sub-committee may elect a Chairperson of its meetings.

(5) If a chairperson is not elected, or if the Chairperson is not present within 15 minutes after the time fixed for the start of a meeting, the members of the sub-committee may choose one of their number to be Chairperson of the meeting.

(6) A sub-committee may meet and adjourn as it considers appropriate.

(7) A question arising from a sub-committee meeting is to be decided by a majority vote of the Management Committee members.

24. Acts not affected by Defects or Disqualifications

(1) An act performed by the Management Committee, a sub-committee or a person acting as a member of the Management Committee is taken to have been performed in accordance with section 21.

(2) Subsection 23(1) applies even if the act was performed when:

> (a) there was an issue in the appointment process of a member of the Management Committee, sub-committee or person acting as a member of the Management Committee; or
>
> (b) a Management Committee member, sub-committee member or a person acting as a member of the Management Committee was disqualified from being a member.

25. Motions of the Management Committee without a Meeting

(1) A written motion signed or as an E-mail by each member of the Management Committee is as valid and effectual as if it had been passed at an MCM that was properly called and held.

(2) A motion mentioned in subsection 25(1) may consist of one or several documents in like form, each signed by one or more members of the Management Committee.

General Meetings

26. Annual General Meeting (AGM)

(1) The Annual General Meeting must be held at least once a year and within six months after the end of the Club's previous financial year.

(2) The following business must be conducted at each AGM:

> (a) receiving the Financial Statement of Income and Expenditure, Assets, Liabilities, Mortgages, Charges, and Securities affecting the property of the Club for the last financial year;

(b) if required receiving the Auditor's report on the financial affairs of the Club for the last financial year;

(c) presenting the audited Financial Statement to the meeting for adoption;

(d) electing Members of the Management Committee;

(e) appointing an Auditor;

(f) setting membership fees for the ensuing year;

(g) reporting details of remuneration paid or other benefits given to members of the Management Committee or members of the Management Committee's family, even if the amount to report is $0;

(h) allowing discussion of written motions:

(i) motions must be given to the Secretary no later than 14 days prior to the AGM;

(ii) motions must be signed by two members of the Club to be included in the AGM;

(iii) written motions may include a motion with a resolution for voting;

(iv) the motions should be posted on the Club Noticeboard 14 days prior to the AGM;

(v) the proposer and seconder of a motion may speak to the motion in the meeting;

(vi) speakers for or against the motion may be heard during the meeting; and

(vii) a vote on a motion at an AGM will be resolved as per subsection 30(3).

(3) Ordinary resolutions record any vote that is passed in accordance with the existing Constitution and only requires a simple majority.

(4) Special resolutions record any vote that is passed that would seek to change the existing Constitution and requires at least a three-quarters majority.

(5) Absentee or proxy voting is permitted at an AGM.

(6) Any matter that has been identified as a conflict of interest or a material personal interest must be disclosed to the next AGM of the Club.

(7) A written report will be provided to Club Members outlining the Club's operations during the year.

(8) The Management Committee shall be elected according to requirements of a secret ballot, if required:

(a) The successful candidate or candidates will be announced by the Chairperson.

(b) The number of votes each candidate receives will remain confidential to the scrutineers and observer.

(c) The scrutineers will dispose of the secret ballots securely.

(d) The outgoing President will relinquish the Chair to the newly appointed President on election.

27. Special General Meetings (SGM)

(1) The Secretary shall call a Special General Meeting advising each member of the meeting within 14 days after any of the following:

(a) being directed to call the meeting by the Management Committee;

(b) being given a written request signed by:

(i) at least one third of the Management Committee Members; or

(ii) at least the number of members of the Club equal to double the number of Management Committee Members plus one.

(c) being given a written notification of an intention to appeal against a decision of the Management Committee:

(i) to reject a nomination for membership;

(ii) to terminate a person's membership; or

(iii) to impose a penalty under sections 11 or 12.

(2) A request mentioned in subsection 27(1) must state:

(a) why the Special General Meeting is being called; and

(b) the business to be conducted at the meeting.

(3) A Special General Meeting must be held within three months after the Secretary:

(a) is directed to call the meeting by the Management Committee;

(b) is given the written request mentioned in subsection 27(1)(b); or

(c) is given the written notification of an intention to appeal mentioned in subsection 27(1)(c).

(4) If the Secretary is unable or unwilling to call the SGM, the President must call the meeting.

28. Notice of General Meetings

(1) The Secretary may call a General Meeting of the Club.

(2) The Secretary must give at least 14 days' notice of a General Meeting to each member and must give 28 days' notice of the AGM.

(3) If the Secretary is unable or unwilling to call the meeting, the President must call the meeting.

(4) The Management Committee may decide the way in which the notice must be given. However, notice of the following meetings must be given in writing for:

> (a) a meeting called to hear and decide the appeal of a member against the rejection or termination of the member's membership,
>
> (b) a meeting called to hear and decide to impose a penalty under sections 11 or 12 by the Management Committee, or
>
> (c) a meeting called to hear and decide a special resolution of the Club.

(5) A Notice of an SGM must state the business to be conducted at the meeting.

29. Quorum for, and Adjournment of a General Meeting

(1) The quorum for a General Meeting requires the number of members equal to the number of members of the Club elected or appointed to the Management Committee as at the close of the last AGM plus one.

(2) No business may be conducted at a General Meeting unless a quorum of members is present when the meeting proceeds to business.

(3) If a quorum is not present within 30 minutes after the time fixed for the start of a General Meeting called on the request of members of the Management Committee of the Club, the meeting lapses.

(4) If a quorum is not present within 30 minutes after the time fixed for the start of a General Meeting called other than on the request of members of the Management Committee of the Club, the meeting is to be adjourned to the same day, time and place in the next week.

(5) The Chairperson may with consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.

(6) If a meeting is adjourned under subsection 29(5) only the business left unfinished at the meeting from which the adjournment took place may be conducted at the subsequent continuance of the meeting.

(7) The Secretary is not required to give members notice of an adjournment or of the business to be conducted at the reconvened meeting unless a meeting is adjourned for at least 30 days.

(8) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

30. Procedure at a General Meeting

(1) A member may take part and vote in a general meeting in person or by proxy.

(2) Subject to these rules, at each General Meeting, a Chairperson is to preside:

(a) The President is to preside; or if there is no President, or if the President is not present within 15 minutes after the time fixed for the start of the meeting, or is unwilling to act, the Vice-President is to preside as Chairperson.

(b) If the Vice-President is absent or unwilling to act as Chairperson, the members present must elect one of their number to be Chairperson of the meeting.

(c) The Chairperson must conduct the meeting in a proper and orderly manner.

(3) Voting at a General Meeting is subject to the following:

(a) each question, matter, or resolution must be decided by a simple majority of votes of the members present, except that of a special resolution which must be decided by a seventy-five percent majority of votes;

(b) each member present and entitled 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;

(c) a member is not entitled to vote at a General Meeting if the member's annual subscription is in arrears at the date of the meeting;

(d) voting may be by a show of hands or a division of members, unless at least twenty percent of the members present demand a secret ballot;

(e) if a secret ballot is held, the Chairperson must appoint two members to conduct the secret ballot in a way the Chairperson decides;

(f) the Chairperson must appoint two members to act as Scrutineers and one member to manage the voting process;

(g) Scrutineers count all ballots and check absentee votes are only counted once;

(h) the result of a secret ballot as declared by the Chairperson is taken to be a resolution of the meeting at which the ballot was held; and

(i) absentee votes will be undertaken via a secret ballot, are not to leave the Club and must be placed in the Ballot Box prior to the commencement of the meeting time.

(4) Members are entitled to appoint a proxy.

(a) The appointment must be in writing and be in the following or similar form:

I, [insert name]*, of* [insert address] *being a member of the Tamborine Mountain City Bridge Club, appoint* [insert name] *of* [insert address] *as my proxy to vote on my behalf at the* [annual or special] *general meeting of the Club, to be held on the* [insert date] *and at any adjournment of the meeting.*

(b) The proxy must be signed and dated by the appointor or by the appointor's attorney who has been properly authorised in writing to act on behalf of the appointor.

(c) A proxy may be a Club member or another person.

(d) The appointment of a proxy is taken to confer authority to vote for a secret ballot.

(e) Each appointment of a proxy must be given to the Secretary before the start of the meeting or adjourned meeting at which the person named in the appointment proposes to vote.

(f) Unless otherwise instructed by the appointor, the proxy may vote as the proxy considers appropriate.

(g) If a member wants to direct a proxy vote for or against a resolution, the appointment of the proxy must specify that direction in the following or similar form:

(i) *I,* [insert name]*, of* [insert address] *being a member of the Tamborine Mountain Bridge Club, appoint* [insert name] *of* [insert address] *as my proxy to vote on my behalf at the* [annual or special] *general meeting of the Club, to be held on the* [insert date] *and at any adjournment of the meeting. or*

(ii) I, direct my proxy to vote in the following way:

[insert resolution] [For / Against - strike out whichever is not wanted]

(h) In the event that the Member is unable to return a signed and dated Proxy form, the member may submit a Proxy vote via email.

Miscellaneous

31. Minutes

(1) To ensure the accuracy of Management Committee Minutes:

(a) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions, and other proceedings of each MCM are entered in a minute book.

(b) To ensure the accuracy of the minutes, the minutes of each MCM must be signed by the Chairperson of the meeting, or the Chairperson of the next MCM, verifying their accuracy.

(2) To ensure the accuracy of Annual General Meeting Minutes:

(a) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions, and other proceedings of each AGM are entered in a minute book.

(b) The minutes of each AGM must be signed by the Chairperson of the meeting, or the Chairperson of the next AGM verifying their accuracy.

(3) To ensure the accuracy of Special General Meeting Minutes:

(a) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions, and other proceedings of each SGM are entered in a minute book.

(b) The minutes of each SGM must be signed by the Chairperson of the meeting verifying their accuracy.

(4) If asked by a member of the Club to view the minutes, the Secretary must, within 28 days after the request is made:

(a) make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and

(b) give the member copies of the minutes of the meeting.

(5) The Club may require the member to pay the reasonable costs of providing copies of the minutes.

32. By-laws and Policies

(1) The Management Committee agree that the clubs Rules and Regulations are considered By-Laws and as such may make, amend or repeal By-laws and Policies, not inconsistent with these rules, for the internal management of the Club. Any new By-law or Policy must be approved by at least half of the Club membership present in person, by absentee votes, or by proxy, at the Annual or Special General Meetings of the Club.

(2) A By-law or Policy may be set aside by a vote of members at a General Meeting of the Club.

33. Alteration of the Constitution

(1) Subject to the Associations Incorporation Act 1981, the Constitution may be amended, repealed, or added to by a special resolution carried at a General Meeting.

(2) An amendment, repeal, or addition to the Constitution is valid only if it is registered with the Office of Fair Trading (OFT) within three months of passing the special resolution.

(3) Procedures may be changed by the Management Committee.

34. Funds and Accounts

(1) Management of funds:

(a) The funds of the Club must be kept in an account in the name of the Club in a financial institution decided by the Management Committee.

(b) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Club.

(c) All amounts must be deposited in the financial institution account as soon as practicable after receipt.

(d) All payments must be agreed by any two of the President, Vice-President, Treasurer, or Secretary or another Management Committee member as authorised from time to time by the Management Committee.

(e) Cheques, are no longer used as payment method.

(f) A petty cash account must be kept on the imprest system and the Management Committee must decide the amount of petty cash to be kept in the account.

(g) All expenditure and purchases must be approved before by no less than the treasurer and 2 other committee members and ratified at an MCM.

(h) No additional debts are to be incurred if there are reasonable grounds to expect the Club to become insolvent.

(2) Accounting of funds:

(a) The Treasurer must, as soon as practicable after the end of each financial year ensure a Financial Statement containing the following particulars is prepared and includes the following:

(i) the income and expenditure for the financial year just ended;

(ii) the Club's assets and liabilities at the close of the year; and

(iii) the mortgages, charges, and or securities affecting the property of the Club at the close of the year.

(b) If required an 'Auditor' must examine the Financial Statement prepared under subsection 35(2)(a) and present a report about it to the Secretary before the next AGM

(3) Management of Assets:

The assets and income of the organization shall be applied solely to further its objectives, and no portion shall be distributed directly or indirectly to the members of the organization except as genuine compensation for services rendered or expenses incurred on behalf of the organization.

35. Documents

(1) The Management Committee must ensure the safe custody of books, documents, instruments of title and securities of the Club.

36. Financial Year

(1) The Financial Year of the Club closes on June the 30th annually unless otherwise decided by the Committee and members of the Club.

37. Distribution of Assets to Another Entity

(1) This section applies if the Club is wound up under the *Associations Incorporation Act 1981* (Part 10) and it has surplus assets as defined by the Act.

(2) The surplus income, dividends, profits or assets must not be distributed among the Club members, but must be given to another entity or entities which have objectives similar to the Club objectives, and the rules of which prohibit the distribution of the entity's income and assets to its members.

(3) Such distribution shall be determined by a special resolution at a General Meeting of the Club.

Appendix 1 - Definitions

- **Auditor** – an independent financial professional capable of reviewing and informing on auditing processes and balances on behalf of the Club.
- **By-laws** – a set of rules that sit under the Constitution of a Club and determine the operational and internal workings of the Club. https://www.tmbridgeclub.org.au/documents/ClubRules.pdf
- **Contract Bridge** – a trick-taking card game using a standard 52-card deck. It is played by four players in two competing partnerships.
- **Duplicate Bridge** – a variation of contract bridge where the same set of bridge deals are played by different competitors and scoring is based on relative performance.
- **Inclusivity** – providing equal access to opportunities and resources for people who might otherwise be excluded or marginalised, such as those having physical or intellectual disabilities or belonging to other minority groups.
- **QBA** – is the peak body for Bridge clubs in Queensland.
- **ABF** – the body that administers Bridge throughout Australia.
- **Good character and reputation** – having attributes that are consistent with the public interest and the protection thereof, including honesty, integrity, reliability and adherence to the law.
- **Home Club** – the Club that a person belongs to for QBA, ABF and Masterpoints purposes.
- **Masterpoints** – a scheme intended to stimulate interest in Bridge, provide means of measuring player achievements, and assist financing of the ABF's national and international commitments.
- **Support roles** – are roles appointed annually at the first meeting of a new Management Committee and include the roles of Congress Director, Congress Convenor, Congress Entry Coordinator, Dealer Co-ordinator, Garden Maintenance, Librarian, Masterpoint Secretary, Providore, Tuition Co-ordinator, TMBC NewsLetter Organiser, Website Manager and Social Director.
- **Brisbane Region Zone Regulations** – are set out under the Brisbane Region on the Queensland Bridge Association (QBA) website.
- **Table Fee** – the amount charged for session play for Members and Visitors set by the Club at an AGM.
- **Ordinary Resolutions** – any vote that is passed in accordance with the existing Constitution and only requires a simple majority to pass.
- **Financial member** – is a member who has paid all requisite fees associated with membership.
- **Life Membership suitability** – dedication to the game; exemplary behaviour and etiquette; history of service to the Club including volunteering; leadership, education and mentoring of members; promotion of the game and introduction of new members; commitment to fair play and sportsmanship; and membership of the Club in excess of 10 years.
- **Esteem** – recognising that the person is respected or admired for their contribution to the Club.
- **Complaint** – where a member of the Club notifies the Management Committee that they are dissatisfied with a decision, action, or the conduct of a member of the Club, or a member of the Management Committee, or of the Management Committee.
- **Grievance** – where a member of the Club perceives a wrong causing resentment or a feeling of being unfairly treated by another member of the Club or by a Director.
- **Misconduct** – an unacceptable or improper behaviour not consistent with the Code of Conduct, an infringement of Club Rules and By-laws or bringing discredit on the game of Bridge, the Club, or its members.
- **Complainant** – the aggrieved party. The Member who initiates the grievance or complaint.
- **Disciplinary Action** – A range of outcome and penalties that can be applied including: demand and direct apologies, reprimand, suspend or terminate a member.
- **Natural Justice** – the right to be informed, heard and treated without bias.
- **Suspend** – may include suspension of one or more rights and privileges to full suspension.
- **Gross misconduct** – relates to serious illegal acts including theft, fraud, physical violence, dishonesty, discrimination and harassment.
- **Relevant authority** – including emergency services such as police, ambulance, fire brigade; Director of the day; the Management Committee.

- **Indictable offence** – a crime that is covered by the Criminal Code Act 1899 or Drugs Misuse Act 1986 and includes such crimes as stealing, assault, fraud, manslaughter, rape or murder.
- **ABF Number** – a member identification number issued by the Australian Bridge Federation.
- **Management Committee Meeting** – a Management Committee Meeting (MCM) is called to discuss general business and a Special Management Committee Meeting (SMCM) is called by the Management Committee to decide an urgent issue or issues.
- **Conflict of interest** – occurs when an individual's personal interests including family, friendships, financial, or social factors, could compromise the person's judgment, decisions, or actions. A conflict of interest can be actual, potential or perceived.
- **Material personal interest** – an interest would be material if the member was to receive a benefit of some substance or value and must be an interest that is specific to the member.
- **Delegated Powers** – the authority granted by the Management Committee to undertake tasks on its behalf. Scope of that authority should be outlined in the terms of reference.
- **General Meeting** – a general meeting is one that takes place according to an association's Constitution. It includes both annual general meetings (AGM) and special general meetings (SGM). An AGM is an annual meeting of the full membership and an SGM is a meeting of the full membership called to decide a specific issue or issues.
- **Special resolutions** – record any vote that is passed that would seek to change the existing Constitution and requires at least a three-quarters majority.
- **Scrutineer** – a person who observes any process which requires rigorous oversight. Scrutineers prevent the occurrence of corruption and detect genuine mistakes.
- **Proxy** – if a member is unable to attend a meeting and wants to vote, the member can appoint a proxy to vote on the member's behalf.
- **Imprest System** – system where a fixed amount is reserved, which after a certain period of time or when circumstances require, because money was spent, is replenished.

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[i] *Complaint* – where a member of the Club notifies the Management Committee that they are dissatisfied with a decision, action, or the conduct of a member of the Club, or a member of the Management Committee, or of the Management Committee.

[ii] *Grievance* – where a member of the Club perceives a wrong causing resentment or a feeling of being unfairly treated by another member of the Club or by a Director.

[iii] *Misconduct* – an unacceptable or improper behaviour not consistent with the Code of Conduct, an infringement of Club Rules and By-laws or bringing discredit on the game of Bridge, the Club, or its members.

[iv] *ABF Number* – a member identification number issued by the Australian Bridge Federation.

[v] *Material personal interest* – an interest would be material if the member was to receive a benefit of some substance or value and must be an interest that is specific to the member.