



Australian Paintball Association Incorporated

PO Box 2099 Brookside

Brisbane Qld 4053

Website: www.paintball.org.au

CONSTITUTION

Amended 2010

1 CONSTITUTION OF

1. This is the Constitution of the Australian Paintball Association Incorporated.

2 OBJECTS AND AIMS

1. To encourage and promote the sport of paintball.
2. To encourage and promote the safe use of paintball equipment.
3. To provide members with the opportunity to participate in all aspects of paintball play.
4. To instigate national and locally run tournament series.
5. To help develop the future players of the sport of paintball.
6. To bring professionalism to the sport of paintball.
7. To increase awareness of and participation in the sport of paintball.

3 POWERS

1. The Australian Paintball Association Incorporated has, in the exercise of its affairs, all the powers of an individual.
2. The Australian Paintball Association Incorporated may, for example
 - a) enter into contracts
 - b) acquire, hold, deal with and dispose of property
 - c) make charges for services and facilities it supplies
 - d) do other things necessary or convenient to be done in carrying out its affairs

4 CLASSES OF MEMBERSHIP

1. The membership of the Australian Paintball Association Incorporated shall consist of the following classes of members:
 - a) Ordinary Members
 - b) Corporate Members
 - i) Corporate Members consist of manufacturers, suppliers, field owners and all other paintball related businesses.
 - ii) only one of each category (manufacturers, suppliers and field owners) can be become members of the management committee.
 - c) Life Members
 - i) life members are to be nominated and seconded by management committee members and voted to be accepted at the next AGM.
 - ii) life members enjoy the same rights as ordinary members but are not required to pay yearly subscriptions.
 - d) Junior members
 - i) a junior member will be under the age of 18 years.
 - ii) junior members will pay a reduced yearly subscription fee
 - iii) junior members can not become members of the management committee.
 - iv) junior members do not vote at general or annual general meetings.
2. The number of ordinary members shall be unlimited.

5 MEMBERSHIP FEES

1. The membership fees for each class of membership shall be determined by the management committee from time to time at any management committee meeting.
2. The membership fees for each class of membership shall be payable at the start of the Association's financial year (1 July) annually. Members applying to join during the year will pay a pro rata amount if the application is lodged in the first six months of the financial year. If the application is lodged in the second six months of the financial year, the fee payable will be the equivalent of one and a half year's fee.

6 ADMISSION AND REJECTION OF MEMBERS

1. Applications for membership will be considered and determined by the management committee at the next management committee meeting after the receipt of any application and the fee applicable for any class of membership.
2. Any applicant who receives a majority of the votes of the members of the management committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.
3. Upon the rejection of an application for any class of membership the secretary shall forthwith give the applicant notice in writing of such rejection.
4. Upon the acceptance of an application for any class of membership the Australian Paintball Association Incorporated shall forthwith give the applicant notice via the Australian Paintball Association Incorporated website.

7 TERMINATION OF MEMBERSHIP

1. A member may resign from the Australian Paintball Association Incorporated at any time by giving notice in writing to the secretary. Such resignation will not entitle the member to a refund of any membership fees.
2. Such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on the later date.
3. If a member:
 - a) is convicted of an indictable offence; or
 - b) fails to comply with any of the provisions of these rules; or
 - c) has membership fees in arrears; or
 - d) conducts himself or herself in a manner considered to be injurious or prejudicial to the character or interests of the Australian Paintball Association Incorporated, the management committee shall consider whether the member's membership shall be terminated.
4. The member concerned shall be given a full and fair opportunity of presenting the member's case and if the management committee resolves to terminate the membership it shall instruct the secretary to advise the member in writing accordingly.

8 APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

1. A person whose application for membership has been rejected or whose membership has been terminated may, within 1 month of receiving written notification thereof, lodge with the secretary written notice of the person's intention to appeal against the decision of the management committee.
2. Upon receipt of a notification of intention to appeal against rejection or termination of membership the secretary shall convene, within 2 months of the date of receipt by the secretary of such notice, a general meeting to determine the appeal.
3. At any such meeting the applicant shall be given the opportunity to fully present the applicant's case and the management committee or those members thereof who rejected the application for membership or terminated the membership subsequently shall likewise have the opportunity of presenting its or their case.
4. The appeal shall be determined by the vote of the members present at such meeting.
5. Where a person, whose application is rejected, does not appeal against the decision of the management committee within the time prescribed by these rules or so appeals but the appeal is unsuccessful, the secretary shall forthwith refund the amount of any fee paid.

9 REGISTER OF MEMBERS

1. The management committee shall cause a register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Australian Paintball Association Incorporated and the dates of their admission.
2. Particulars shall also be entered into the register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the management committee or the members at any general meeting may require from time to time.
3. The register shall be open for inspection at all reasonable times by any member who previously applies to the secretary for such inspection.

10 SECRETARY

1. If a vacancy happens in the office of secretary, the members of the management committee must appoint or elect a secretary within 1 month after the vacancy happens.
2. The secretary must be:
 - i) a member of the Australian Paintball Association Incorporated elected by the Australian Paintball Association Incorporated as secretary; or
 - ii) a member of the Australian Paintball Association Incorporated management committee appointed by the committee as secretary.
3. The management committee may appoint and remove the secretary at any time.

11 MEMBERSHIP OF MANAGEMENT COMMITTEE

1. The management committee of the Australian Paintball Association Incorporated shall consist of a President, Secretary, Treasurer, all of whom must be members of the Australian Paintball Association Incorporated, and such number of other members as the members of the Australian Paintball Association Incorporated at any general meeting may from time to time elect or appoint.
2. At the annual general meeting of the Australian Paintball Association Incorporated, all the members of the management committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.
3. The election of officers and other members of the management committee shall take place in any of the following manner:
 - a) any two members of the association shall be at liberty to nominate any other member to serve as an officer or other member of the management committee.
 - b) the nomination, which shall be in writing and signed by the member and the member's proposer and seconder, shall be lodged with the secretary at least 14 days before the annual general meeting at which the election is to take place;

- c) a list of the candidates' names in alphabetical order, the proposers' and seconders' names, shall be posted on the website of the association for at least 7 days immediately preceding the annual general meeting;
- d) balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;
- e) should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting. Any nominations must be seconded by another member and must be voted on by the members at the annual general meeting.

12 RESIGNATION OR REMOVAL FROM OFFICE OF MEMBER OF MANAGEMENT COMMITTEE

1. Any member of the management committee may resign from membership of the management committee at any time by giving notice in writing to the secretary but such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date or, such member may be removed from office at a general meeting of the association where that member shall be given the opportunity to fully present the member's case.
2. The question of removal shall be determined by the vote of the members present at such a general meeting.
3. There is no right of appeal against a member's removal from office under this section.

13 VACANCIES ON MANAGEMENT COMMITTEE

1. The management committee shall have power at any time to appoint any member of the association to fill any casual vacancy on the management committee until the next annual general meeting.

14 FUNCTIONS OF THE MANAGEMENT COMMITTEE

1. Except as otherwise provided by these rules and subject to resolutions of the members of the association carried at any general meeting the management committee—
 - a) shall have the general control and management of the administration of the affairs, property and funds of the Australian Paintball Association Incorporated; and
 - b) shall have the authority to interpret the meaning of these rules and any matter relating to the association on which these rules are silent.
2. The management committee may exercise all the powers of the association –

- a) to borrow or raise or secure the payment of money in such manner as the members of the association may think fit and secure the same or payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the association's property, both present and future, and to purchase, redeem or pay off any such securities;
 - b) to borrow amounts from members and to pay interest on the amounts borrowed and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Australian Paintball Association Incorporated, and to provide and pay off any such securities; and
 - c) to invest in such manner as the members of the association may from time to time determine.
3. For sub-section 2 b) the rate of interest must not be more than the rate for the time being charged for overdrawn accounts (or for term deposits, whichever is greater) for money lent (whatever the term of the loan) by:
- a) the financial institution for the association; or
 - b) if there is more than 1 financial institution for the association – the financial institution nominated by the association.

15 MEETINGS OF MANAGEMENT COMMITTEE

1. The management committee shall meet at least once every 4 calendar months to exercise its functions.
2. The management committee must decide how a meeting is to be called.
3. Notice of a meeting is to be given in the way decided by the management committee.
4. A special meeting of the management committee shall be convened by the secretary on the requisition in writing signed by not less than one-third of the members of the management committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
5. At every meeting of the management committee a minimum of three committee members shall constitute a quorum. The three committee members must include one of the following:
 - a) President
 - b) Secretary
 - c) Treasurer
6. Subject as previously provided in this section, the management committee may meet together and regulate its proceedings as it thinks fit.

7. However, questions arising at any meeting of the management committee shall be decided by a majority of votes and, in the case of equality of votes, the President will be entitled to the determining vote.
8. A member of the management committee shall not vote in respect of any contract or proposed contract with the association in which the member is interested, or any matter arising thereout, and if the member does so vote the member's vote shall not counted.
9. Not less than 14 days notice shall be given by the secretary to members of the management committee of any special meeting of the management committee.
10. Such notice shall clearly state the nature of the business to be discussed thereat
11. The president shall preside as chairperson at every meeting of the management committee, or if there is no president, or if at any meeting the president is not present within 10 minutes after the time appointed for holding the meeting, the Secretary shall be chairperson or if the Secretary is not present at the meeting then the Treasurer shall be chairperson. If neither the President, Secretary nor Treasurer are available, the meeting will lapse.
12. If within half an hour from the time appointed for the commencement of a management meeting a quorum is not present, the meeting, if convened upon the requisition of members of the management committee, shall lapse.
13. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the management committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

16 DELEGATION OF POWERS OF MANAGEMENT COMMITTEE

1. The management committee may delegate any of its powers to a subcommittee consisting of such members of the association as the management committee thinks fit.
2. Any subcommittee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the management committee.
3. A subcommittee may meet and adjourn as it thinks proper.
4. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the President will be entitled to the determining vote.

17 ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

1. All acts done by any meeting of the management committee or of a subcommittee or by any person acting as a member of the management committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the management committee or person acting as aforesaid, or that the members of the

management committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the management committee.

18 RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING

1. A resolution in writing signed by all the members of the management committee for the time being entitled to receive notice of a meeting of the management committee shall be as valid and effectual as if it had been passed at a meeting of the management committee duly convened and held.
2. Any such resolution may consist of several documents in like form, each signed by 1 or more members of the management committee.

19 SUBSEQUENT ANNUAL GENERAL MEETING

1. Each subsequent annual general meeting must be held:
 - a) at least once each year; and
 - b) within 6 months after the end of the association's previous financial year.

20 BUSINESS TO BE TRANSACTED AT ANNUAL GENERAL MEETING

1. The following business must be transacted at every annual general meeting –
 - a) the receiving of the statement of income and expenditure, assets and liabilities and of mortgages, charges and securities affecting the property of the association for the last financial year;
 - b) the receiving of a statement signed by the Associations President that states ...”The Association keeps financial records in a way that properly records the Associations income and expenditure and dealings with its assets and liabilities for the last financial year”;
 - c) the presenting of the financial statement to the meeting for adoption;
 - d) the election of members of the management committee.

21 SPECIAL GENERAL MEETING

1. The secretary shall convene a special general meeting by sending out notices of the meeting within 14 days of:-
 - a) being directed to do so by the management committee; or

- b) being given a requisition in writing signed by not less than one-third of the members presently on the management committee or not less than the number of ordinary members of the Australian Paintball Association Incorporated which equals double the number of members presently on the management committee plus one;
 - c) being given a notice in writing of an intention to appeal against the decision of the management committee to reject an application for membership or to terminate the membership of any person.
2. A requisition mentioned in subsection 1 b shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat.

22 QUORUM AT GENERAL MEETING

1. At any general meeting the number of members required to constitute a quorum shall be double the number of members presently on the management committee plus 1.
2. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.
3. For the purposes of this rule -
 - i) “member” includes a person attending as a proxy or as representing a corporation which is a member.
4. If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members of the management committee or the association, shall lapse.
5. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and such other time and place as the management committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.
6. The chairperson may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
7. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
8. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

23 NOTICE OF GENERAL MEETING

1. The secretary shall convene all general meetings of the association by giving not less than 14 days notice of any such meeting to the members of the association.
2. The manner by which such notice shall be given shall be determined by the management committee.
3. However, notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his membership by the management committee shall be given in writing.
4. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

24 PROCEDURE AT GENERAL MEETING

1. Unless otherwise provided by these rules, at every general meeting –
 - a) the president shall preside as chairperson, or if there is no president, or if the president is not present within 15 minutes after the time appointed for the holding of the meeting or is unwilling to act, the Secretary shall be the chairperson or if the Secretary is not present or unwilling to act then the Treasurer will be the chairperson. If neither the President, Secretary or Treasurer are available the meeting will lapse.
 - b) the chairperson shall maintain order and conduct the meeting in a proper and orderly manner; and
 - c) every question, matter or resolution shall be decided by a majority or votes of the members present; and
 - d) every member present shall be entitled to 1 vote and in the case of an equality of votes the chairperson shall have a second or casting vote; and
 - e) however, no member shall be entitled to vote at any general meeting if the member's annual subscription is in arrears at the date of the meeting; and
 - f) voting shall be by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which event there shall be a secret ballot; and
 - g) the chairperson shall appoint 2 members to conduct the secret ballot in such manner as the chairperson shall determine and the result of the ballot as declared by the chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded; and
 - h) a member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or representative of a member shall have 1 vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have 1 vote; and

- m) the instrument appointing a proxy shall be deposited with the secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and
 - n) the secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every management committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the secretary for that inspection.
2. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every management committee meeting shall be signed by the chairperson of that meeting or the chairperson of the next succeeding management committee meeting verifying their accuracy.
 3. Similarly, the minutes of every general meeting shall be signed by the chairperson of that meeting or the chairperson of the next succeeding general meeting.
 4. However, the minutes of any annual general meeting shall be signed by the chairperson of that meeting or the chairperson of the next succeeding general meeting or annual general meeting.

25 BY-LAWS

1. The management committee may from time to time make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association and any by-law may be set aside by a general meeting of members.

26 ALTERATION OF RULES

1. Subject to the provisions of the “Associations Incorporation Act 1981” these rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting.
2. However an amendment, rescision or addition is valid only if it is registered by the Chief Executive Officer of Consumer Affairs – Fair Trading.

27 COMMON SEAL

1. The Management Committee shall provide for a common seal and for its safe custody.
2. The common seal shall only be used by the authority of the management committee and every instrument to which the seal is affixed shall be signed by a member of the management committee and shall be countersigned by the secretary or by a second member of the management committee or by some other person appointed by the management committee for the purpose.

28 FUNDS AND ACCOUNTS

1. The funds of the Australian Paintball Association Incorporated must be kept in the name of the Australian Paintball Association Incorporated in a financial institution decided by the management committee.
2. Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the association and the particulars usually shown in books of like nature.
3. All moneys shall be deposited as soon as practicable after receipt thereof.
4. All amounts shall be paid by cheque signed by any 2 of the president, secretary, treasurer or other member authorised from time to time by the management committee.
5. Cheques shall be crossed “not negotiable” except those in payment of wages, allowances or petty cash recoupments which may be open.
6. The management committee shall determine the amount of petty cash which shall be kept on the imprest system.
7. All expenditure shall be approved or ratified at a management committee meeting.
8. As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing the particulars of –
 - a) the income and the expenditure for the financial year just ended; and
 - b) the assets and liabilities and of all mortgages, charges and securities affecting the property of the association at the close of that year.
9. If the association is incorporated within 3 months of the end of the association’s financial year, subsection 8 does not apply for the financial year the association is incorporated.
10. The income and property of the association must be used solely in promoting the association’s objects and exercising the association’s powers.

29 DOCUMENTS

1. The management committee shall provide for the safe custody of books, documents, instruments of title and securities of the association.

30 FINANCIAL YEAR

1. The financial year of the association shall close on 30 June each year.

31 DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY

1. This section applies if the association is wound-up under part 10 of the Act and there are surplus assets.
2. The surplus assets must not be distributed among the members but must be given to another entity
 - a) that has objects similar to the Australian Paintball Association Incorporated's objects;
and
 - b) the rules of which prohibit the distribution of the entity's income and assets to its members.
3. In this section - "surplus assets" has the meaning given by section 92(3) of the Act.

32 NON PROFIT ORGANISATION

1. The assets and income of the Australian Paintball Association Incorporated shall be applied solely in furtherance of its above mentioned objectives and no portion shall be distributed directly or indirectly to the members of the association except as bona fide compensation for services rendered or expenses incurred on behalf of the association.

33 WINDING UP CLAUSE

1. In the event of the Australian Paintball Association Incorporated being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to an incorporated organization which has similar objects and which is exempt from income tax.

34 AMALGAMATION

1. Where it furthers the objectives of the association to amalgamate with any one or more other organisations having similar objects, the other organisation(s) must have rules prohibiting the distribution of its (their) assets and income to members; and must be exempt from income tax.