

# Constitution for Queensland Baseball Umpires Association Incorporated



Current as at 19 June 2018

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## 1 Name

The name of the incorporated QBUA shall be Queensland Baseball Umpires QBUA Incorporated (in this Document to be called QBUA).

## 2 Objectives

The objectives for which QBUA is established are:

- (i) to promote the sport of Baseball, to officiate and administer it with Baseball Queensland and to participate where appropriate; and
- (ii) to liaise with Baseball Queensland and Baseball Australia and any other Body with the same or similar objectives.

## 3 Definitions

**Act** means the *Associations Incorporation Act 1984*

**Commissioner** means the Commissioner of the Office of Fair Trading

**BA** refers to Baseball Australia

**BQI** refers to Baseball Queensland Incorporated

**Director of Umpires** means that person holding office under these Rules as the Queensland Director of Umpires, or if no such person, a Member selected by the Committee to carry out the role of Queensland Director of Umpires for the necessary time to fulfill those duties.

**Expiration of Season** means to be the end of the financial reporting period.

**Financial Reporting Period** is the financial year of the QBUA being the year as reckoned for accounting purposes, commencing 1 May and finishing on 30 April.

**Little League Director of Umpires** means that person holding office under these Rules as the Queensland Little League Director of Umpires, or if no such person, a Member selected by the Committee to carry out the role of Queensland Little League Director of Umpires for the necessary time to fulfill those duties.

**Member** means a member of the QBUA who is not an office-bearer of the QBUA.

**President** means that person holding office under these Rules as President of the QBUA, or if no such person, a Member selected by the Committee to carry out the role of President for the necessary time to fulfill those duties.

**QBUA** refers to Queensland Baseball Umpires QBUA Inc.

**Regulation** means the *Associations Incorporation Regulation 1999*

**Secretary** means that person holding office under these Rules as Secretary of the QBUA, or if no such person, a Member selected by the Committee to carry out the role of Secretary for the necessary time to fulfill those duties.

**Special Meeting** means a Meeting of the QBUA other than an Annual General Meeting; a Committee Meeting or a General Meeting.

**Treasurer** means that person holding office under these Rules as Treasurer of the QBUA, or if no such person, a Member selected by the Committee to carry out the role of Treasurer for the necessary time to fulfill those duties.

## 4 Powers

The QBUA has the powers of an individual, pursuant to section 25(1) of the Act.

The QBUA has the powers to, pursuant to section 25(2) of the Act, to, for example:

- (i) enter into contracts; and
- (ii) acquire, hold, deal with and dispose of property; and
- (iii) make charges for services and facilities it supplies; and
- (iv) do other things necessary or convenient to be done in carrying out its affairs.

## 5 Membership

### (1) Membership Qualifications

A person is qualified to be a Member of the QBUA if, but only if:

- (i) The person is a person referred to in Part 5 (c, d, e, f, and g) of the Act and has not ceased to be a Member of the QBUA at any time after Incorporation of the QBUA under the Act, or
- (ii) The person is a natural person who has been nominated for membership of the QBUA as provided by Part 5(2), and who has been approved for membership of the QBUA by the Committee of the QBUA.

### (2) Nomination for Membership

A nomination of a person for membership of the QBUA must be made by a Member of the QBUA in writing in the form set out in Appendix 1 to these rules and must be lodged with the Secretary of the QBUA.

As soon as practicable after receiving a nomination for membership, the Secretary must refer the nomination to the Committee which is to determine whether to approve or to reject the nomination.

As soon as practicable after the Committee makes that determination, but within 28 days, the Secretary must notify the nominee in writing, that the Committee approved or rejected the nomination (whichever is applicable) and if the Committee approved the nomination, request the nominee pay (within twenty-eight (28) days of notification) the nominal sum payable by a member as annual fees and membership.

The Secretary must, on payment of the nominal fee referred to above, enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the QBUA.

**(3) Cessation of Membership**

A person ceases to be a member of the QBUA if that person:

- (i) dies;
- (ii) resigns Membership; or
- (iii) is expelled from the QBUA

**(4) Membership Entitlements Not Transferable**

A right, privilege or obligation which a person has, by reason of being a member of the QBUA, is not capable of being transferred or transmitted to another person and is subsequently terminated on cessation of that person's membership.

**(5) Resignation of Membership**

- (i) A member of the QBUA is not entitled to resign that membership except in accordance with this Section.
- (ii) A member of the QBUA who has paid all amounts payable by the member to the QBUA in respect of the Member's membership may resign from membership of the QBUA by first giving to the Secretary, in writing, notice of at least one (1) month of the Member's intention to resign and on the expiration of that notice, the Member ceases to be a member.
- (iii) If a member of the QBUA ceases to be a member, the Secretary must make an appropriate entry in the Register of Members, recording the date on which the Member ceased to be a member.

**(6) Register of Members**

The Public Officer of the QBUA must establish and maintain a Register of Members of the QBUA, specifying the name and relevant contact details of each person who is a member of the QBUA together with the date on which the person became a member.

The Register of Members must be kept at the principle place of administration of the QBUA and must be open for inspection, free of charge, by any member of the QBUA at any reasonable hour, upon notice of inspection given to the Secretary at least 48 hours prior to that inspection by that member.

A member of the QBUA may apply to obtain a copy of any part of the Register. Subject to Privacy laws, the applied for pages may be copied and given to the applicant upon payment of a fee of \$2 for each page copied.

**(7) Life Membership**

The Committee of the QBUA may grant Life Membership to any person who has rendered significant service to QBUA and to the game of baseball, on a three-quarters majority of the members present and voting at any General or Annual General Meeting.

Those individuals holding this class of membership shall maintain that membership during their life.

The acknowledgement of Life Membership shall be publicly announced at the annual QBUA Function.

### **(8) Fees and Subscriptions**

A member of the QBUA must, on admission to membership, pay a nominal fee set by the QBUA at the Annual General Meeting prior to that forthcoming season. This amount includes and forms part of the annual membership. A member who is deemed as being unfinancial, will not be able to cast a vote at a meeting or the like.

A member of the QBUA must pay the nominated fee for annual membership before the start of the regular season. These amounts may also be deducted from the seasonal umpiring fees accrued by the member upon notice to the Treasurer prior to the commencement of the regular season.

Life Members need not pay any of any QBUA Fees, except where they are still receiving match payments.

### **(9) Annual Awards**

There are numerous annual awards that may be presented at the annual QBUA function.

These awards will be agreed upon and the person chosen to present them will be nominated at the Annual General Meeting prior to the next annual QBUA function.

The President shall be responsible for the presentation of the "*Bill Stanley Memorial Trophy*".

The Director of Umpires shall be responsible for the presentation of the "*John Ciesiolka Memorial Trophy*".

### **(10) Members' Liabilities**

The liability of a member of the QBUA to contribute towards the payment of the debts and liabilities of the QBUA or the costs, charges and expenses of winding up of the QBUA is limited to the amount, if any, unpaid by the member in respect of membership of the QBUA as required by Section 5(i).

Under section 27 of the Act, a secretary, member of a management committee or member of an incorporated association as such, is not personally liable, except as provided in the Rules of the QBUA, to contribute towards the payment of the debts and liabilities of the QBUA or the costs, charges and expenses of a winding-up of the QBUA, beyond the property of the QBUA in the person's hand.

### **(11) Contracts**

- (1) Contracts entered into by the QBUA shall be made as follows—
- (i) a contract which, if made between private persons, would be required by law to be in writing and under seal shall be made in writing and under the common seal of the QBUA;
  - (ii) a contract which, if made between private persons, would be required by law to be in writing signed by the parties to be charged therewith shall be made in writing signed by any person acting under the express or implied authority of the QBUA.
- (2) All contracts made shall be effectual in law and shall bind the QBUA and its successors and all other parties thereto and may be varied or discharged in the manner in which it is authorised to be made.
- (3) A document or proceeding requiring authentication by the incorporated association may be signed by the secretary and need not be under its common seal.

### **(12) Resolution of Internal Disputes**

Disputes between members of the QBUA, and disputes between members and the QBUA, are to be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.

At least seven (7) days before a mediation session is due to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

### **(13) Disciplining of Members**

A complaint may be made to the Committee by any person that a member of the QBUA has persistently refused or neglected to comply with a provision or provisions of these Rules or has persistently and willfully acted in a manner prejudicial to the interests of the QBUA.

On receiving such a complaint, the Committee must cause Notice of the complaint to be served on the member concerned and must give the member at least fourteen (14) days from the time of the Notice is served within which to make submissions to the Committee in supplying their version of events to the complaint and must take into consideration any submissions made by the member to the complaint.

The Committee may, by resolution, expel the member from the QBUA or suspend the member from membership of the QBUA if, after considering the complaint and any submissions made with the complaint, it is satisfied that the facts alleged in the complaint have been proved on the balance of probabilities.

If the Committee expels or suspends a member, the Secretary must, within seven (7) days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the

Committee for having taken that action and of the member's right of appeal under Section 5(14).

The expulsion or suspension will not take effect until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or if within that period the member exercises the right of appeal.

### **(14) Right of Appeal of Disciplined Member**

A member may appeal to the QBUA in a general meeting against a resolution of the Committee under Section 5(13), within seven (7) days after the notice is served on the member, by lodging with the Secretary, a notice to that effect.

The notice may, or may not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.

On receipt of a notice from a member for appeal, the Secretary must notify the Committee which is to convene a general meeting of the QBUA to be held within twenty-eight (28) days after the date on which the Secretary received the notice.

At a Special Meeting convened under this Rule, no business other than the question of the appeal is to be transacted, and the Committee and the member must be given the opportunity to state their respective cases orally or in writing or both. The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

If at the Special meeting the QBUA passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

## **6 The Committee**

### **(1) Powers of the Committee**

The QBUA Committee is to be called the Committee and be subject to the Act, the Regulation and these Rules and to any resolution passed by the QBUA in general meeting is to control and manage the affairs of the QBUA.

The Committee may exercise all such functions as may be exercised by the QBUA, other than those functions that are required by these rules to be exercised by a general meeting.

The Committee has power to perform all such acts and do all such things as appears to be necessary or desirable for the proper management of the affairs of the QBUA.

### **(2) Rules and Membership**

The Committee is to consist of:

- ) President; and
- ) Secretary; and
- ) Treasurer; and
- ) Such number of other members as the members of the QBUA at any general meeting may from time to time elect or appoint.

A member will not be permitted to become a Committee Member if that member currently holds another position with a club, association or the like, that may be deemed to present a conflict of interest as a Committee Member of the QBUA.

The Umpire Director, although not formally part of the Committee, shall be appointed to report umpire development to the Committee.

The Little League Umpire Director, although not formally part of the Committee, shall be appointed to report Little League umpire development to the Committee.

Each member of the Committee is to hold office until the conclusion of the annual general meeting following the date of the member's election but is eligible for re-election.

In the event of a casual vacancy, the Committee may appoint a member of the QBUA to fill the vacancy, and that member is to hold office until the conclusion of the annual general meeting following the appointment.

### **(3) Election of Members**

Nominations of candidates for election as office-bearers of the QBUA or as ordinary members of the Committee must be made in writing, signed by two (2) members of the QBUA and accompanied by the written consent of the candidate, and must be delivered to the Secretary at least seven (7) days prior to the date for the holding of the annual general meeting.

In turn, nominations can be taken from the floor at the Annual General Meeting.

If nominations are insufficient, any vacant positions remaining on the Committee are taken to be casual vacancies.

If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held. The ballot for the election of office-bearers and ordinary members of the Committee is to be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.

**(4) President**

The President of the QBUA must, as soon as practicable after being appointed, lodge notice of his or her address with the QBUA. It is the duty of the President to:

- ) Chair meetings
- ) Represent the QBUA as a delegate with BQI and BA
- ) Liaise with the State Director as to appointments to Representative duties

**(5) Secretary**

The Secretary of the QBUA must, as soon as practicable after being appointed, lodge notice of his or her address with the QBUA. It is the duty of the Secretary to:

- ) Maintain minutes, records and documentation of all appointments of office-bearers and members of the Committee
- ) Maintain records of the members of the Committee present at all meetings
- ) Record all minutes at all meetings
- ) Distribute minutes of previous meeting to members at all meetings

**(6) Treasurer**

The Treasurer of the QBUA must, as soon as practicable after being appointed, lodge notice of his or her address with the QBUA. It is the duty of the Treasurer to:

- ) Ensure all money due to the QBUA is collected and received and that all payments authorized by the QBUA are made
- ) Ensure correct books and accounts are kept showing the financial affairs of the QBUA, including full details of the receipts and expenditure connected with the activities of the QBUA and pursuant to relevant current legislation.

**(7) Director of Umpires**

The Director of Umpires must, as soon as practicable after being appointed, lodge notice of his or her address with the QBUA. It is the duty of the Director of Umpires, in conjunction with the Development Officer to:

- ) Provide regular training to members, both on and off the field
- ) Provide examinations to members
- ) Report results and developments to the QBUA and BA
- ) Maintain records of the members of attendance to training and examinations
- ) Maintain training documentation

**(8) Little League Director of Umpires**

The Little League Director of Umpires must, as soon as practicable after being appointed, lodge notice of his or her address with the QBUA. It is the duty of the Little League Director of Umpires, in conjunction with the Development Officer to:

- ) Provide regular Little League training to members, both on and off the field;
- ) Provide Little League examinations to members;

- ) Report results and developments to the QBUA and BA;
- ) Maintain records of the members of attendance to training and examinations;
- ) Maintain Little League training documentation.

### **(9) Casual Vacancies**

A casual vacancy in the office of a member of the Committee occurs if the member:

- ) Dies
- ) Ceases to be a member of the QBUA
- ) Becomes insolvent
- ) Resigns office by notice in writing given to the Secretary
- ) Is removed from office under section 5(13)
- ) Becomes mentally incapacitated
- ) Is absent without consent of the Committee for three consecutive meetings.

### **(10) Removal of Committee Member**

A Committee Member of the QBUA, may be removed for reasons given in Section 6(9).

To remove a Committee Member, the QBUA may, by way of an ordinary resolution (and therefore at a General Meeting), give the Committee Member a written notice (Notice). This Notice must state:

- ) that the QBUA believes the Committee Member has performed an act under Section 6(9);
- ) details sufficient to identify that Act;
- ) that the Committee Member may give the QBUA Secretary, within a period of at least 28 days (response period) after the notice is given, a written response to the notice, detailing their version of events;
- ) that if asked by the subject Committee Member, the QBUA will pay the postage charges and photocopying costs reasonably incurred in sending out that written response;
- ) that the QBUA is to consider a motion to remove the subject Committee Member for the stated act at the next General Meeting called after the response period ends.

After the Notice has been given and the response period has ended, the QBUA may then propose to remove the subject Committee Member at a General Meeting by ordinary resolution. If the ordinary resolution is passed, then the Committee Member is removed from office.

The QBUA may then appoint another person to hold office until the expiration of the term of office of the member so removed.

### **(11) Meetings and Quorums**

Pursuant to the Act, the Committee must meet at least once every 4 calendar months at such time and place as the Committee may determine.

If necessary, and also pursuant to the Act, the Committee may hold meetings, or permit members to take part in its meetings, by using any technology that reasonably allows members to hear and take part in discussions as they happen.

Additional meetings may be convened by the President or any member of the Committee.

Oral or written notice of a meeting of the Committee must be given by the Secretary to each member of the Committee at least 48 hours before the time appointed.

Notice of a Committee Meeting given must specify the nature of the business to be transacted at the meeting and no other business is to be transacted at the meeting.

Should the President be absent, the Secretary shall preside the meeting. Should both the President and Secretary be absent, one of the remaining members of the Committee may be chosen to preside the meeting.

### **(12) Delegation by Committee to Sub-Committee**

The Committee may, by instrument in writing, delegate to one or more sub-committees.

Delegation under this section is subject to conditions and restrictions as so appointed by Committee (limitation of power).

Despite any delegation under this section, the Committee may continue to exercise any function delegate.

The Committee may, by instrument in writing, revoke wholly or in part any delegation under this Rule.

### **(13) Voting and Decisions**

Questions arising at a meeting of the Committee are to be determined by a majority of the votes of the members of the Committee present at the meeting (or their appointed proxy(s)).

Each member present at the meeting of the Committee (excluding the person presiding the meeting) is entitled to one (1) vote, but in the event of an equality in votes, the person presiding the meeting may exercise his or her casting vote.

Any act or thing done by the Committee is valid and effectual despite any defect that may afterwards be discovered.

Life Members shall have the right to vote. Those individuals holding this class of membership shall maintain that membership during their life.

## 7 Social Media

### (1) Social Media

The term 'social media' refers broadly to any online media which allows for user participation, interaction or publishing. Commonly used social media tools include but are not limited to, Facebook, Myspace, YouTube, Twitter, weblogs, Flickr, forums and discussion boards, and wikis.

### (2) Persons bound

Persons bound by this include:"

- ) all affiliated members of the QBUA; and
- ) any person who declares an association to this Association; and
- ) any person who utilises or posts any comments on social media sites owned or operated by the QBUA.

### (3) Application

This policy does not apply to:

- ) Members' personal use of social media where **no** reference is made to QBUA, its affiliates, the game of baseball or the like and/or such usage has no connection to the QBUA, its affiliates, the game of baseball or the like; or
- ) Online communications published by the QBUA representatives who are specifically authorised to communicate via social media platforms on behalf of the QBUA.

### (4) Commitment

Electronic communication is essential for sharing Association news and information with Members. Communication shall be timely, appropriate and related to Association business.

### (5) Management

Communication will protect Members' privacy, maintain clear boundaries and ensure bullying and harassment does not occur.

The QBUA's Committee will provide accountability and control over material published on the QBUA websites and any related discussion groups or social media websites.

The website will include, but not be limited to:

- ) Current information on News;
- ) Social Events;
- ) Committees;
- ) Policies;
- ) These Rules and By-Laws; and
- ) Minutes of QBUA Meeting.

No offensive content or photos will be published.

### (6) Correspondence

The QBUA may use SMS, Email and other social media to provide information about matters pertaining to the QBUA and its business.

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However, SMS and/or other messages will be short and refer directly to QBUA matters.

Email communications will be used when detailed information is required.

All postings will to be family-friendly and feature positive News and Events.

No personal information about members will be disclosed, as per relevant privacy laws.

No statements will be made that are, or may be seen to be:

- ) misleading;
- ) False; and/or
- ) That may injure a person's reputation.

No statement will be made that may bring the QBUA; its affiliates and/or the game of baseball into disrepute.

No offensive or derogatory remarks, either verbal or written, that pertain to any Member (or other umpire) will be tolerated.

Members must:

- ) Not disclose QBUA's confidential information, proprietary or sensitive information.
- ) Not use the QBUA logo or branding on any social media platform without prior approval from the Committee;
- ) Not represent or communicate on behalf of the QBUA in the public domain without prior approval from the Committee;

### **(7) Requirements**

The QBUA expects all Members (and affiliates) to conduct themselves appropriately when using any electronic communication to share information.

### **(8) Non-Compliance**

Affiliated Members may face disciplinary action for sending inappropriate electronic communication, or posting online content or comments, that

- ) Harass;
- ) Offend;
- ) Intimidate; or
- ) Humiliate another.

### **(9) Member**

Under certain circumstances, cyber bullying may be considered a criminal offence that can be reported to the Police. In addition, Members who publish false and misleading details about another person in the public domain may be liable for other civil or criminal action.

Persons bound by this policy should be aware that they shall be held personally liable for any comments and material that may be deemed defamatory, obscene or private.

With respect to such non-compliance, the QBUA reserves its right to take any other appropriate measures including, but limited to, instant removal from the QBUA, imposing other sanctions as determined by governing bodies and/or taking legal action for damages. Such matters relating to non-compliance by a Member or an Affiliate may be dealt with by the QBUA with direct communications with its Governing Bodies (Regional, State and/or National).

### **8 Meetings**

#### **(1) Annual General Meetings – Holding of**

The QBUA must, at least once each calendar year and within the period of three months after the expiration of the financial reporting period, convene an annual general meeting of its members.

#### **(2) Annual General Meetings – Calling of and business at**

The annual general meeting of the QBUA is, subject to the Act and Section 6(1), to be convened on such date and place and time as the Committee thinks fit.

In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:

- ) Confirm minutes of previous minutes of previous annual general meeting and any special general meeting held since that meeting
- ) To receive from the Committee, reports on the activities of the QBUA during the last proceeding year
- ) To elect office-bearers of the QBUA and ordinary members of the Committee
- ) To receive and consider the statement which is required to be submitted to members by office-bearers

The annual general meeting must be specified as such in the notice convening it.

#### **(3) Minimum Quorum at General Meetings**

The quorum for a general meeting of the QBUA shall be at least two (2) members plus 1 member (excluding the presiding member) elected or appointed to the Committee at the close of the last Annual General Meeting.

If the QBUA makes a decision at a meeting for which there is no quorum, the decision has no effect.

#### **(4) Special General Meetings – Calling of**

The Committee may, whenever it thinks fit, convene a special general meeting of the QBUA.

The Committee must, on the requisition of at least 20% of the total number of members, convene a special general meeting.

A requisition of members for a special general meeting must:

- ) state the purpose(s) of the meeting
- ) be signed by the members making the requisition
- ) be lodged with the Secretary
- ) consist of documentation signed by one or more of the members making the requisition.

If the Committee fails to convene a special general meeting within one (1) month after which a requisition is received by the Secretary, any member(s) who made the requisition may convene a special general meeting within three (3) months after that date of receipt by the Secretary.

### **(5) Notice**

The Secretary must, at least seven (7) days before the date fixed for the holding of the general meeting, give notice specifying place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

If the nature requires a special resolution of the QBUA, the Secretary must, at least seven (7) days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying the intention to propose the resolution as a special resolution.

No business, other than that specified in the notice, is to be transacted at the meeting except, in the case of an annual general meeting.

A member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who must include that business in the next notice of calling a general meeting.

### **(6) Procedure**

No item is to be transacted at a general meeting unless a quorum of members entitled to vote is present during the time the meeting is considering that item.

Two (2) members plus 1 member (excluding the presiding member) elected or appointed to the Committee at the close of the last Annual General Meeting constitute a quorum for the transaction of the business of a general meeting.

If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened on the requisition of members is to be dissolved. In any other case, is to stand adjournment to the same day in the following week and the same time (unless otherwise stated at the time of the adjournment) at the same place.

If at the adjourned meeting a quorum is not present within half an hour after the appointed time, the number of members present, being at least two (2) members plus 1 member (excluding the presiding member) elected or appointed to the Committee at the close of the last Annual General Meeting, is to constitute a quorum.

**(7) Presiding Member**

The President, or in their absence, the Secretary, is to preside as Chairperson at each general meeting of the QBUA.

If both President and Secretary are absent, the members must elect one (1) of their number to preside as Chairperson at the meeting.

**(8) Adjournment**

The Chairperson of a general meeting at which a quorum is present, with the consent of the majority of members present, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

If a general meeting is adjourned for fourteen (14) days or more, the Secretary must give written notice of the adjourned meeting to each member of the QBUA stating place, date and time of the adjourned meeting.

**(9) Decisions**

A question arising at a general meeting of the QBUA is to be determined by a show of hands and a declaration by the Chairperson that a resolution has been carried unanimously or carried by a particular majority or lost. An entry to that effect documented in a minute book is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

At a general meeting, a poll may be demanded by the Chairperson, or by at least three (3) members present in person or by proxy at the meeting.

If a poll is demanded at a general meeting, the poll must be taken:

- ) Immediately in the case of a poll which relates to the election of Chairperson of the meeting or to the question of adjournment
- ) In any other case, in such a manner before the close of the meeting as the Chairperson directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

**(10) Special Resolution**

A resolution of the QBUA is a special resolution:

- ) If it is passed by a majority which comprises at least three quarters of such members of the QBUA, in person or by proxy
- ) Where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified

### **(11) Voting**

On any question at a general meeting of the QBUA, a member has one (1) vote only. All votes must be given personally or by proxy (but no member may hold more than two (2) proxies).

In the case of an equality of votes, the Chairperson is entitled to exercise the casting vote.

A member (or proxy) is not entitled to vote at any general meeting of the QBUA unless all monies due and payable has been paid.

### **(12) Appointment of Proxies**

Each member is to be entitled to appoint another member as proxy by notice given to the Secretary prior to the time of the appointed meeting.

No more than two (2) proxies will be allowed to be submitted by one member for their vote.

All proxy votes are to be presented to the QBUA Secretary at least 48 hours prior to the notified start time of the AGM.

The notice of the proxy is to be in the form set out in Appendix 2.

### **(13) Emergency**

Should a Member, who has indicated to the Secretary of their attendance to be at a Meeting, unexpectedly and unavoidably not be able to attend such Meeting, at the discretion of the Committee, this Member's nomination may be presented to and by the Secretary via verbal Proxy from that Member.

This proxy will only to be accepted when the Secretary's motion to accept this proxy is seconded by another Member present at the subject Meeting.

## **9 Miscellaneous**

### **(1) Insurance and Registration**

The QBUA and its members will pay to Baseball Australia, an annual National Umpire Membership and Development levy.

### **(2) Funds – Source**

The funds of the QBUA are to be derived from memberships, annual fees, donations, sale of goods, fees charged to relevant bodies for services rendered and any grants made available to QBUA by other parties. All monies received will be deposited by the QBUA as soon as practicable and without deduction to the credit of the QBUA relevant bank accounts.

### **(3) Funds – Management**

The funds of the QBUA are to be used in pursuance of the objectives of the QBUA in such a manner as the Committee determines.

All cheques and electronic bank transfers must be passed by at least two (2) members and as authorised by the Committee.

**(4) Alteration to Objectives and Rules**

The objectives and these Rules may be altered, rescinded or added to only by a special resolution of the QBUA.

**(5) Custody of Books**

The Secretary must keep in his or her custody (or under their control) all records, books and other documents relating to the QBUA, either via hard copy or electronically.

**(6) Inspection of Books**

The records, books and other documents of the QBUA must be open for inspection, free of charge, by a member of the QBUA at any reasonable hour, upon notice of inspection given to the Secretary at least 48 hours prior to that inspection by that member.

**(7) Services of Notices**

A notice may be served on or given to a person by:

- ) delivering it personally
- ) sending it to the address of the person
- ) sending it to the email address of the person
- ) sending it by facsimile transmission or some other form to the person

For the purpose of these Rules, a notice is taken to have been given or served when served:

- ) personally, received by the addressee;
- ) by mail, on the date it would have been received;
- ) electronically, on the date it was sent.

**Appendix 1 – Membership Application Form**

Application for Membership of Queensland Baseball Umpires Incorporated

I, .....

of .....

hereby apply to become a member of the abovementioned incorporated QBUA. In the event of my admission as a member, I agree to be bound by the Rules of the QBUA for the time of the membership being in force.

\_\_\_\_\_ / \_\_\_\_ / 20\_\_  
Signature Date

I, \_\_\_\_\_ being a member of the QBUA, nominate the abovementioned applicant, who is personally known to me, for membership of the QBUA.

\_\_\_\_\_ / \_\_\_\_ / 20\_\_  
Signature Date

## Appendix 2 – Membership Details

### **Australian Sports Commission**

All Members of the QBUA are required to complete the online Australian Sports Commission Officiating modules.

<https://learning.ausport.gov.au/auth/login/?returnUrl=%2F>

The certificate of completion is required to be submitted to the QBUA prior to completing Accreditation courses.

### **Accreditation**

All Members of the QBUA are required to complete the Accreditation Courses detailed by Baseball Australia and/or its affiliated bodies. The Accreditation Course structure is based on the desired level of officiating the Member wishes to attain.

### **Examination**

At completion of Accreditation Course, Members will be required to complete an examination based on the level of the desired Accreditation Level.

### **Working with Children Registration**

Members, with the exception of those under the age of 18, are required to apply and supply their details concerning Working with Children. Member's details, once supplied, will be recorded and verified in the online register.

### **Membership Card**

Once all above details have been completed, Members will be issued a Membership Card verifying their accreditation with the QBUA and affiliated entities.

### **Non-Compliance**

The QBUA reserves its right to refuse, or revoke Membership. Appropriate correspondence will be recorded to Governing Bodies (Regional, State and National).

**Appendix 3 – Proxy Form**

Form of Appointment of Proxy Queensland Baseball Umpires Incorporated

I, .....

of .....

being a member of the QBUA,

hereby appoint .....

of .....

being a member of QBUA, as my proxy to vote for me on my behalf at the general meeting of the QBUA to be held on the ..... Day of ..... 20..... and at any adjournment of that meeting.

My proxy is authorised to vote in favour of / against the resolution of .....

\_\_\_\_\_ / \_\_\_\_ / 20\_\_\_\_  
Signature Date

## **Appendix 4 – Social Media and Acknowledgement**

Electronic communication is essential for sharing Association news and information with Members. Communication shall be timely, appropriate and related to Association business. Communication will protect Members' privacy, maintain clear boundaries and ensure bullying and harassment does not occur. The Associations' Executive Management will provide accountability and control over material published on the Association's websites and any related discussion groups or social media websites.

The website shall include:

- ) Current information on News, Social Events, Committees, Policies, these Rules and By-Laws;
- ) No offensive content or photos will be published; and
- ) Feedback from Members to improve the information available on the site.

SMS, emails, and other types of social media, includes, but is not limited to, Facebook, Twitter and YouTube. The QBUA may use SMS, emails, and other types of social media to provide information about matters pertaining to the QBUA and its business, however, these details will be short and refer to QBUA matters. Email communication will be used when more information is required.

Any postings are to be family-friendly and feature positive news and events.

At **no** time will personal information about members be disclosed. No statements will be made that are, or may be interpreted as being, misleading, false or likely to injure a person's reputation.

No statement will be made that may bring the QBUA (or affiliate) into disrepute.

No offensive or derogatory comments pertaining to any Member (or other umpire) will be tolerated. Abusive, discriminatory, intimidating or offensive statements will not be tolerated.

The QBUA expects all Members (and affiliates) to conduct themselves appropriately when using electronic communication to share information with other Members (or affiliates), or posting material on public websites connected to the Association. Affiliated Members may face disciplinary action for sending inappropriate electronic communication, or posting online content or comments, that harass, offend, intimidate, humiliate or the like, another Member.

Under certain circumstances, cyber bullying may be considered a criminal offence that can be reported to the Police. In addition, Members who publish false and misleading details about another person in the public domain may be liable for other civil or criminal action.

Persons bound by this policy should be aware that they shall be held personally liable for any comments and material that may be deemed defamatory, obscene or private.

## Constitution for Queensland Baseball Umpires Association Incorporated

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With respect to such non-compliance, the QBUA reserves its right to take any other appropriate measures including, but limited to, instant removal from the QBUA, imposing other sanctions as determined by governing bodies and/or taking legal action for damages.

Such matters relating to non-compliance by a Member or an Affiliate may be dealt with by the QBUA with direct communications with its Governing Bodies (Regional, State and/or National).

### Acknowledgement

I, \_\_\_\_\_

acknowledge that I have received and read the Social Media details and by my signature below, understand the details in full that relate to the QBUA's standpoint with Social Media.

Name of Member: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_ / \_\_\_\_ / 20\_\_\_\_

Name of Guardian (if req.): \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_ / \_\_\_\_ / 20\_\_\_\_