

**QUEENSLAND**

**EIGHT BALL**

**FEDERATION**

**Incorporated**

**Constitution**

Constitution Dated 16<sup>th</sup> April 2016

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**INDEX**

<b>1. INTRODUCTION</b>	<b>3</b>
1.1 Title	3
1.2 Definitions	3
<b>2. GENERAL PROVISIONS</b>	<b>4</b>
2.1 Objects of the Federation	4
2.2 Federation Seal	4
2.3 Financial Year	4
2.4 Use of Federation Name	4
<b>3. MEMBERSHIP</b>	<b>4</b>
3.1 Members	5
3.2 Cessation of Membership	5
3.3 Individual Members	5
3.4 Financial Status	5
<b>4. MEMBERSHIP FEES and LEVIES</b>	<b>5</b>
4.1 Setting Fees and Levies	5
<b>5. MANAGEMENT COMMITTEE</b>	<b>6</b>
5.1 Members	6
5.2 Nominations	6
5.3 Office Bearers Retiring	6
5.4 Two Year Terms	6
5.5 Casual Vacancies	7
5.6 Function	7
5.7 Powers	7
5.8 By-Laws	7
5.9 Borrowing from Financial Institution	7
5.10 Borrowing/Gifts from Individuals	7
5.11 Contracts	7
5.12 Cessation of Membership	7
<b>6. MANAGEMENT COMMITTEE - DUTIES</b>	<b>8</b>
6.1 President	8
6.2 Vice-Presidents	8
6.3 Secretary	8
6.4 Treasurer	9
6.5 Marketing Director	9
6.6 Director of Junior Development	9
6.7 Tournaments and Umpires Director	9
6.8 Coaching Director	9

<b>7. MEETINGS</b>	<b>9</b>
7.1 General Council (Stage Committee)	9
7.2 Management Committee	10
7.3 General	10
7.4 Quorums	11
7.5 Annual General Meeting (AGM)	11
7.6 Meeting Minutes	12
<b>8. PECUNIARY INTERESTS</b>	<b>12</b>
<b>9. VOTING RIGHTS</b>	<b>12</b>
9.1 General Council Meetings	12
9.2 Annual General Meetings (AGM's)	12
9.3 Management Committee Meetings	13
9.4 General	13
<b>10. ACCOUNTS AND FINANCES</b>	<b>13</b>
10.1 Financial Records	13
10.2 Official Bank Account	13
10.3 Cheques	13
10.4 Auditor	13
<b>11. AMENDMENT OF CONSTITUTION</b>	<b>14</b>
11.1 Forum for Change	14
11.2 Procedure	14
11.3 Two-Thirds Majority	14
11.4 Record of Amendments	14
<b>12. PUBLIC OFFICER</b>	<b>14</b>
<b>13. NON-PROFIT ORGANISATION</b>	<b>15</b>
<b>14. LIFE MEMBERS</b>	<b>15</b>
14.1 Nominations	15
14.2 Management Committee Decision	15
14.3 Criteria	15
14.4 Two-Thirds Majority	15
14.5 Life Members and Meetings	15
<b>15. LIMITATION OF LIABILITY</b>	<b>15</b>
15.1 Use of Proper Name	15
15.2 Limit of Liability of Members	16
<b>16. WINIDING UP</b>	<b>16</b>
16.1 Two-Thirds Majority	16
16.2 Assets not to be distributed to Members	16
16.3 Disbursement of Assets	16
16.4 Judicial Determination	16
<b>MEMBERSHIP SCHEDULE</b>	<b>17</b>

## 1. INTRODUCTION

### 1.1 Title

The title of the Federation is '**Queensland Eight Ball Federation Incorporated**' also referred to by such abbreviations as Q.E.B.F. (called 'The Federation' elsewhere in this constitution). The Federation shall also be known as Queensland Federation of cue Sports.

### 1.2 Definitions

#### 'Council'

Means the General Council of the Queensland Eight Ball Federation. The council comprises the Management committee and 2 Delegates appointed by each Member organization.

#### 'Constitution'

Means this constitution of the Federation, duly amended from time to time, which binds all Federation, Member Associations and individual Members to the same extent as if they had respectively signed and sealed an agreement to be bound by all of the provisions of the constitution.

#### 'Eightball'

Means a game or cuesport, played on a clothed table where the object is to pot a series of balls in pockets on the table to win the game.

The rules of eightball for the purposes of the Federation are those issued from time to time by the World Eightball Federation Inc.

#### 'Management Committee' or 'Committee'

Means the Management Committee of the Queensland Eight Ball Federation. This peak management body consists of office bearers duly elected or appointed by the General Council for a two-year term.

#### 'Member'

Means a foundation member listed in the Membership Schedule to this constitution of a member organisation of the Federation duly appointed pursuant to clause 3 of this constitution.

## **2. GENERAL PROVISIONS**

### 2.1 Objects of the Federation

The objects of the Federation are to:

- Nurture the sport of eightball in Queensland;
- Promote and develop eightball;
- Provide training and coaching programs for players and strategies generally designed to facilitate access to and participate in eightball;
- Arrange with affiliate members for the conduct of Queensland Championships in eightball;
- Affiliate with other organizations that may facilitate the advancement of eightball and attainment of the objects of the Federation.

### 2.2 Federation Seal

1.2.1 The Federation shall have a common seal upon which its name shall appear in legible characters

2.2.2 The seal shall be kept by the Secretary.

2.2.3 The seal shall not be used without the express authorisation of the Management committee and every use of the seal shall be recorded in the minute book of the Federation.

2.2.4 The affixing of the seal shall be witnessed by the President or other person authorised by the Management committee.

### 2.3 Financial Year

The financial year of the Federation shall run from **1<sup>st</sup> January until 31<sup>st</sup> December** each year.

### 2.4 Use of Federation Name

No person, organization or corporation shall in any way use the name of the Federation without the prior consent of the Management committee.

## **3. MEMBERSHIP**

### 3.1 Members

The Federation shall consist of those incorporated organisations listed in the Membership Schedule of this Constitution, who have similar objects to those of the Federation. Further members may be added from time to time.

### 3.2 Cessation of Membership

A Member organization shall cease to be a member if they:

3.2.1 Advise the Secretary in writing of their withdrawal from the Federation; or

3.2.2 Are expelled by the Management committee after due process for a major breach of the constitution, by-laws or rules of the Federation, misconduct or actions that are deemed to be not in the best interests of eightball or the Federation; or

3.2.3 Become insolvent or a wound up.

### 3.3 Individual Members

All members of the General Council, the Management committee, and of Member Federations are automatically 'individual members' of the Federation; but only Member organisations can appoint delegates to the General Council.

### 3.4 Financial Status

Members of the Management committee and the General Council must be a financial member of a Member organisation.

## 4. MEMBERSHIP AND LEVIES

### 4.1 Setting Fees and Levies

The level of Membership fees and other levies payable from time to time to cover the operational costs of the Federation shall be determined annually by the General Council at the AGM.

## 5. MANAGEMENT COMMITTEE

### 5.1. Members

Subject to the provisions of this Constitution, at each AGM the General Council shall elect the Management committee comprising:

- President,
- Vice-President,
- Secretary,
- Treasurer,
- **Media Officer,**
- **Junior Development Officer,**

- **Rules & Umpires Director;** and
- Coaching Director

## 5.2 Nominations

5.2.1 Written nominations for all Management committee positions, endorsed by at least two (2) official of a Member organisation or two (2) members of the Management committee, and shall be lodged with the Secretary at least two (2) weeks prior to an AGM.

5.2.2 If no nominations are duly received, they may be taken from the floor of the AGM

## 5.3 Office Bearers retiring

Office Bearers not standing for positions should notify the Secretary, six (6) weeks prior to an AGM to allow other interested people to nominate for the positions.

## 5.4 Two Year Terms

Office Bearers are elected for a two (2) year term as follows:

- **Odd Years:** (2017, 2019, 2021 etc) President; Treasurer; Coaching Director; and **Media Officer**
- **Even Years:** (2018, 2020, 2022, etc) Vice President; Secretary; Junior Development Officer; and **Rules & Umpires Director.**

## 5.5 Casual Vacancies

Any casual vacancy occurring on the Management committee may be filled by the Management committee until the next AGM.

## 5.6 Function

The day to day affairs of the Federation shall be managed and controlled by the Management committee

## 5.7 Powers

The Management committee may exercise all such powers and do all such things that are necessary to achieve or facilitate attainment of the objects of the Federation.

## 5.8 By-laws

The Management committee is empowered to make By-laws governing the conduct of Federation business or events and the behaviour of individual members and players and official of the Federation. Such By-laws shall detail the procedures and penalties applying in the case of any breach of approved codes of conduct or other rules of the Federation.

### 5.9 Borrowing from Financial Institution

The Management committee may authorise borrowings from banks or other financial institutions on behalf of the Federation, upon such terms and conditions as the Management committee sees fit and may secure the repayment thereof by charging the property of the Federation.

### 5.10 Borrowing/Gifts from Individuals

The Management committee may invite and accept deposits of money on behalf of the Federation from any person on such terms and conditions determined by the Management committee.

### 5.11 Contracts

The Management committee is empowered to engage; employ or otherwise enter into a contract with any persons or organizations necessary to achieve the objects of the Federation.

### 5.12 Cessation of Membership

A member of the Management committee shall cease to be a member of the Committee if:

- Their term of office expires;
- They resign their position in writing addressed to the Secretary;
- They cease to be a financial member of a Member organisation in accordance with clause 3.4 above
- A vote of a majority of the Management committee members finds them to be incompetent, non-supportive of Committee decisions or to have otherwise acted in a manner that is deemed by the Management committee to be not in the best interests of eightball or the Federation; or
- If a vote of no confidence in them is passed by the Management committee or the General Council. The vote of no confidence is to be in writing stating a reason, signed, moved and seconded, and to be submitted within 21 days prior.

## 6. MANAGEMENT COMMITTEE - DUTIES

### 6.1 President

- Provide effective leadership of the Federation and ensure Management committee and Federation initiatives are consistently applied only in the best interests of the sport of Eightball
- Ensure the operations of the Federation are conducted in a proper, professional and ethical manner in accordance with sound business principles and best practice.
- Also, ensure that Federation business is conducted in accordance with the Constitution, Regulations and Federation policy generally.
- Chair all meetings of the Management committee and General Council.
- Represent the Federation in public.
- Report regularly to Members on the operations and initiatives of the Federation; and
- Liaise with Members and other organizations on behalf of the Federation.

### 6.2 Vice-President

- Generally, assist the President and act in the absence of the President.
- Provide specialist advice and facilitation with Federation Development Plans or other major initiatives.

### 6.3 Secretary

- Receive and conduct all correspondence on behalf of the Federation.
- Take and maintain minutes of all Management committee, General Council, AGM and SGM meetings.
- Maintain master copies and a register of amendments to the **Constitution, By-laws and Tournament Rules**.

### 6.4 Treasurer

- Control Federation finances
- Maintain the Federation's accounts and financial records.
- Regularly report to all member organizations and the Management committee on the Federation's financial position.
- Prepare annual financial statements and arrange for a formal annual audit.
- Present the Audited Annual Financial Statements to the AGM.

## 6.5 Media Officer

- Initiate, or assist with development of marketing and sponsorship plans and strategies; and
- Liaise with the media and all member organizations to maximise the Federation's media exposure and promotion of Eightball throughout the media.

## 6.6 Junior Development Officer

- Devise, subject to approval of the Management committee, implement and regularly report on approved junior development initiatives.
- Provide advice to Members, the Management committee and General Council in relation to participation in Eightball by young people.

## 6.7 Rules & Umpires Director

- Develop initiatives designed to expand the number of qualified umpires and adjudicators.
- Develop and regularly review Tournament Rules and Procedures for Eightball.
- Develop codes of behaviour for all players and officials
- Obtain approval of the Management committee for all rules and procedures, and codes of behaviour.

## 6.8 Coaching Director

- Develop, implement and report on all skills coaching development initiatives.

# 7. MEETINGS

## 7.1 General Council

### 7.1.1 Membership

General Council consists of the Management committee and all Delegates of Member Associations

### 7.1.2 Delegates

Each affiliated member may appoint two (2) Delegates to the General Council

### 7.1.3 Meetings

The General Council shall meet at each Annual General Meeting and at least once in every **four (4) months to exercise its functions.**

#### 7.1.4 Convening meetings

The Secretary shall convene a meeting of the General council if requested to do so in writing by at least two-member organizations. Such request will contain full details of the reasons for requesting the meeting.

#### 7.1.5 Notice

At least thirty (30) days notice in writing from the Secretary shall be given to all Member organizations of the Federation, and such notice will contain details of the business to be transacted at the meeting.

### 7.2 Management committee

#### 7.2.1 Frequency of meetings

The Management committee shall meet at least once in every **four (4) months to exercise its functions.**

### 7.3 General

#### 7.3.1 Chair of Meetings

The President, or if the President is absent, the elected Vice-President, or in both their absences the Secretary, or on them declining to take, or retiring from the chair, a member chosen by a majority of members at the meeting shall preside.

#### 7.3.2 Adjournment

The chair 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.

#### 7.3.3 Notice or resumption

When a meeting is adjourned for twenty-eight (28) days or more, notice of the adjourned meeting shall be given as if that meeting were an original meeting.

#### 7.3.4 Decision making

At any meeting, a motion to put to a vote shall be decided on a show of hands unless the meeting decides to conduct a ballot. In either case, the Chairperson shall announce whether the resolution has been carried or lost.

#### 7.3.5 Ballots

If a ballot is demanded, it shall be taken in such a manner as the Chairperson determines.

## 7.4 Quorums

7.4.1 Management committee – Five (5) members of the Committee

7.4.2 General Council – Two-Thirds (2/3rds) of members of Council.

7.4.3 Quorum not present

If within 30 minutes after the time appointed for a meeting, a quorum is not present, the meeting shall stand adjourned to a time and place decided by the members present. If at such adjourned meeting, a quorum is not present within 30 minutes of the time appointed for the meeting, the members present shall form a quorum.

## 7.5 Annual General Meeting (AGM)

7.5.1 Time

The AGM of the Federation shall be held within **six (6) months of the close of the financial year. That is by 31 December each year.**

7.5.2 Notices of Motion

Any Notices of Motion to change the Constitution must be received by the Secretary ninety (90) days prior to the commencement of an AGM or SGM. Other Notices of Motion must be received by the Secretary fourteen (14) days prior to the AGM or SGM.

7.5.3 Agenda of the AGM

7.5.3.1 President's Report

A written President's Report, on the Federation's activities during the year, shall be presented.

7.5.3.2 Treasurer's Report

The Treasurer's Report, including audited annual financial statements, shall be presented.

7.5.3.3 Other Executive Reports

Other Management committee members (**Media Officer, Rules & Umpires Director, Junior Development Officer**, and Coaching Director) must also present a written report to the AGM.

7.5.3.4 Election of office-bearers

Management committee elections shall be conducted.

7.5.3.5 Other business

The Management committee shall consider any business that has been received in writing by the appropriate time or any other relevant business shall be considered.

#### 7.5.3.6 Championship hosts

Member organizations may be appointed to conduct future Queensland Championships and Queensland Junior Championships on behalf of the Federation, subject to the By-laws and to directions of the Management committee.

### 7.6 Meeting Minutes

#### 7.6.1 Written minutes

Proper minutes of all proceedings of meetings of the Federation, including the Management committee, shall be entered in a 'minute book' kept for that purpose within fourteen (14) days of the relevant meeting.

#### 7.6.2 Distribution of Minutes

Copies of minutes will be distributed by the Secretary to all members of the committee or body that the minutes relate to.

#### 7.6.3 Certification

The minutes kept pursuant to this rule shall be certified in writing as correct by the President or Chairperson of the next meeting.

#### 7.6.4 Validity of minutes

Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings report duly occurred and that all appointments made were valid.

## **8. PECUNIARY OR VESTED INTERESTS**

A Delegate of member of any Committee of the Federation, having a pecuniary or other vested interest in an issue under consideration, must decide that interest to the Secretary and shall not participate or vote with respect to that matter.

## **9. VOTING RIGHTS**

### 9.1 General Council Meetings

9.1.1 The Delegate appointed by each Member Federation may attend be heard and cast one vote each.

9.1.2 Members of the Management committee may attend and be heard, but not vote unless duly appointed as a Delegate.

9.1.3 The Chair has a casting vote only.

### 9.2 Annual General Meetings (AGM's)

9.2.1 Each Delegate appointed by a Member Federation may attend, be heard and cast one vote each.

9.2.2 Management committee members may be heard but have no vote unless acting officially as a delegate of a Member

9.3 Management committee Meetings

9.3.1 Each member of the Management committee may be heard and cast a vote. If the vote is tied, it is lost in the negative.

9.4 General Policy

9.4.1 All meetings of the Federation shall be conducted in an orderly and business-like fashion, in accordance with the generally accepted Rules for the Conduct of Meetings.

9.4.2 Decisions of all meetings shall be made through the process of formal motion recorded in the minutes.

9.4.3 Except for New Membership (Clause 3.2), alteration to the Constitution (Clause 11), Life Membership (Clause 14), or Winding-up of the Federation (Clause 16), an issue will be decided at all meetings of the Federation on a simple majority.

9.4.4 In the event of a tie, the Chair shall have the casting vote. Unless there are exceptional circumstances as determined at the sole discretion of the Chair, the casting vote shall be used retain the status quo, that is, to defeat the motion

9.4.5 Voting will normally be by a how of hands unless 1/5 of members present vote for a secret ballot. Ballots shall be conducted by a process determined at the discretion of the Chair.

9.4.6 An Member Association, whilst unfinancial, can have no vote at meetings of the Federation.

9.4.7 Proxy voting shall be allowed at any meetings of the Federation. Proxy notes must be in writing and only 2 Delegate Proxy voters per association will be allowed.

## **10. ACCOUNTS and FINANCES**

10.1 Financial records

The Federation shall keep such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Federation.

10.2 Official bank account

All monies received by the Federation shall as soon as practicable be paid into an account held at a bank or recognised financial institution approved by the Management committee.

10.3 Cheques

The treasurer and any one of the following – President, Vice-President or Secretary, must sign all cheques.

#### 10.4 Auditor

An auditor shall be appointed by the AGM and an audit conducted annually.

### **11. AMMENDMENT OF CONSTITUTION**

#### 11.1 Forum for change

This constitution shall only be amended or altered at a Special General Meeting (SGM) convened specifically for that purpose or at a duly convened AGM.

#### 11.2 Procedure

No motion for an amendment or an addition shall be submitted to a vote of the Federation unless”

11.2.1 Formal written notice has been lodged with the Secretary at least ninety (90) days prior to the date of the AGM or SGM at which the alteration or addition is proposed to be made;

11.2.2 The proposal is signed by the President (or person of equivalent office) of a Member organisation of Management committee member proposing the amendment or addition; and

11.2.3 At least thirty (30) days written notice of the meeting at which it is proposed the amendment or alteration be considered, is given in writing by the Secretary to each Member organisation and to each member of the Management committee, and such notice contains full details of the proposal.

#### 11.3 Three Quarters Majority

Any proposed alteration, addition or amendment shall be carried out by at least a three quarters (3/4s) majority vote of Delegates at the meeting, who are entitled to vote.

#### 11.4 Record of amendments

The Secretary shall ensure that the date of any alteration or amendment shall be shown on the relevant pages or headings of amendment sheets issued and in the master copy.

### **12. PUBLIC OFFICER**

The Secretary shall be Public Officer of the Federation

### **13. NON-PROFIT ORGANISATION**

13.1 The Federation is a non-profit organisation and as such, the assets and income of the Federation shall be applied solely in the furtherance of its objectives.

13.2 No portion of the Federation's assets and income shall be distributed, directly or indirectly, to the members of the Federation except as:

- bona fide compensation for services rendered;
- bona fide reimbursement of expenses incurred on behalf of the Federation; or
- proper payment in relation to an employment contract with the Federation.

### **14. LIFE MEMBERS**

#### 14.1 Nominations

Written nomination of a person (whether a member of the Federation or not or a company, corporation or community organisation) for Life Membership, can be made by any Member organisation or individual member of the Federation. All such nominations must be submitted to the Management committee for consideration.

#### 14.2 Management committee Decision

The Management committee shall decide, whether or not such nomination shall be submitted at the next AGM.

#### 14.3 Criteria

The criteria for all awards of Life Membership are as follows:

- The nominee shall have rendered exceptional or outstanding service to the sport of eightball, not necessarily through direct involvement with the Federation, but over a substantial period of time; and
- The nominee is deemed by the Management committee to be a fit and proper person or organisation to be the recipient of an award of Life Membership.

#### 14.4 Two-thirds majority

Life Membership shall only be award if approved by a two-thirds (2/3rds) majority vote at an AGM following referral of the nomination by the Management committee to that AGM.

#### 14.5 Life Members and meetings

Life Members of the Federation may attend:

14.5.1 Management committee meetings by invitation of the Management committee, and then only as an observer unless invited to speak by the Chair.

14.5.2 General Council meetings as an observer, but no speak unless invited to do so by the Chair.

14.5.3 The AGM and speak, but not vote unless acting as a delegate Member.

## **15. LIMITATION OF LIABILITY**

### 15.1 Use of proper name

While the Federation may use the shortened alternative name of Q.E.B.F. as a reference to the Federation in communications and signage, the Federation shall nevertheless ensure in all public dealings and in circumstances where any debt or liability is incurred, undertaken or accrued, that the Federation always uses and refers to itself by its full incorporated name.

### 15.2 Limit of liability of members

The effect of this provision is such that provisions of the *Federations Incorporation Act* in Queensland shall apply and prevent any member from being liable to contribute towards the payment of any debts or liabilities of the Federation or to the costs, charges and expenses of a winding-up of the Federation.

## **16. WINDING-UP**

### 16.1 Three Quarters Majority

The Federation may be wound up by the vote of at least three quarters of the Delegates of the General Council at an SGM called for that purpose or at a duly convened AGM.

### 16.2 Assets not to be distributed to members

If, upon winding-up, there is after all debts and liabilities have been met, any property at all, the property or funds shall not be paid to, transferred or distributed amongst the members of the Federation.

### 16.3 Disbursement of assets

16.3.1 Such property or funds shall be given to some other federation, institution or body having objects similar wholly or in part to the objects of the Federation, provided that the federation, institution or body shall prohibit the distribution of its income and property among members.

16.3.2 Such property or funds may otherwise be paid or transferred to some charitable organisation.

16.3.3 The recipient federation, institution, body or object shall be determined by a two-thirds majority vote of Members at or before the time of dissolution.

### 16.4 Judicial determination

In default of any such resolution, such payment, transfer or distribution shall be determined by the Judge of a court in Queensland.

## 17 MEMBERSHIP SCHEDULE