



Rules

for

Australian Sign Language Interpreters Association Queensland Inc

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1. Interpretation

A. In these rules—

Act means the *Associations Incorporation Act 1981*.

ASLIA (National) means the Australian Sign Language Interpreters Association that is managed at a national level

ASLIAQ refers to Australian Sign Language Interpreters Association Queensland Inc

Present means

- i. at a management committee meeting, see rule 23(E); or
- ii. at a general meeting, see rule 37(B); and
- iii. by proxy in accordance with rule 39.

B. A word or expression that is not defined in these rules, but is defined in the Act has, if the context permits, the meaning given by the Act.

C. In these rules, the Act prevails if ASLIAQs rules are inconsistent with the Act (see section 1B of the Act).

D. These rules have been written to align with ASLIA (National) Rules.

2. Name

A. The name of the incorporated association is Australian Sign Language Interpreters Association Queensland Inc.

B. The name of Australian Sign Language Interpreters Association Queensland Inc may be changed and decided by members as deemed necessary. The mechanism for such a change is set out in Rule 42.

3. Objects

The objects of ASLIAQ are:

- A. To promote recognition of the professional status of interpreters.
- B. To promote, foster and improve the art and professionalism of Auslan (Australian Sign Language) interpreters.
- C. To assist in the upgrading of interpreting skills and the development of fluency in Auslan.
- D. To maintain communication with interpreting service stakeholders, including participants and those who engage interpreting services.
- E. To support, advocate and protect the rights of interpreters (in areas of health, personal safety and working conditions).
- F. To actively engage with relevant government or other organisation, agency, group or individual to pursue ASLIAQ's objectives.
- G. To promote a collaborative and effective relationship between the deafness sector and interpreting services industry, through consultation and sharing of ideas with

Deaf community organisations and other entities and organisations with an interest in the sector.

H. To collate, disseminate and provide relevant information to ASLIAQ members.

4. Powers

A. The association has the powers of an individual.

B. ASLIAQ may, for example—

- a. enter into contracts; and
- b. acquire, hold, deal with and dispose of property; and
- c. make charges for services and facilities it supplies; and
- d. do other things necessary or convenient to be done in carrying out its affairs.

C. ASLIAQ may take over the funds and other assets and liabilities of the present unincorporated association known as the Australian Sign Language Interpreters Association (Queensland) (the unincorporated association).

D. ASLIAQ may also issue secured and unsecured notes, debentures and debenture stock for ASLIAQ.

5. Classes of members

a. Classes of membership of ASLIA are:

- i. Ordinary Individual members
- ii. Associate Individual members
- iii. Corporate members
- iv. Honorary Life members
- v. International Associate member

b. **Ordinary Individual membership** a person must satisfy either of the following:

- i. have current NAATI credentials as an Auslan/English interpreter; or
- ii. have completed a Deaf Interpreting (DI) training course and hold a valid DI certificate, or hold valid NAATI Deaf Interpreter credentials.

c. **Honorary Life membership** may be conferred by the Board on an Ordinary Individual member whom the Board considers has rendered important and outstanding services to ASLIA. Recommendations for honorary life membership may be made to the Board by any member or by a State or Territory Association.

d. **Associate Individual member** is an individual member who is not an Ordinary member or Honorary Life member and who supports and/or has an interest in sign language interpreting. Deaf Translators shall be associate members pending NAATI recognition.

- e. **Ordinary Corporate member** is any Australian or international organisation which provides sign language interpreting services and/or has an interest in sign language interpreting.
- f. **International Associate member** shall be all individual members who are not citizens of Australia, reside outside of Australia and are not Ordinary members or Honorary Life members and who support and/or have an interest in sign language interpreting and/or training in Australia.
- g. The number of ordinary members is unlimited.
- h. The decision of the Committee as to eligibility of any applicant for membership shall be final and conclusive.

6. Automatic membership

A person who, on the day ASLIAQ is incorporated, was a member of the unincorporated association and who, on or before a day fixed by the management committee, agrees in writing to become a member of the incorporated association, must be admitted by the management committee—

- a. to the equivalent class of membership of ASLIAQ as the member held in the unincorporated association; or
- b. if there is no equivalent class of membership—as an ordinary member.

7. New membership

- A. The classes of members for ASLIAQ and the eligibility requirements for each category are determined and governed by these Rules which may be updated from time to time to ensure they are consistent with ASLIA (National) Rules.
- B. The benefits and rights – including voting rights – of members of ASLIAQ are as follows:
 - a. Ordinary Individual and Honorary Life Members shall:
 - i. Have the right to hold office
 - ii. Have the right to vote at General Meetings
 - iii. Have the right to receive general circulars of information and minutes of General Meetings
 - iv. Receive an individual copy of the ASLIA newsletter
 - v. Participate in ASLIA events and receive member discounts on any associated registration fees
 - b. Associate Individual, Corporate and International Associate members shall:
 - i. Have the rights outlined in clauses 7.B.a (iii), (iv), and (v), and
 - ii. Have the right to be co-opted to any sub-committee of the Committee.

8. Membership fees

- A. Members will direct membership fees to ASLIA (National) and will remain members of ASLIAQ.
- B. Upon admission to membership a member must pay a joining fee of such amount as is determined by the Committee
- C. In addition to the amount payable under sub-clause (B), members shall pay an annual subscription. Subscription fees will be determined through negotiation between the ASLIA (National) Board and ASLIA State/Territory Associations, and will be adopted by resolution at an ASLIA General Meeting.
- D. The Committee may, from time to time, increase or reduce any annual subscription. Any such decision shall be submitted for ratification at the following Annual General Meeting, to be adopted by Resolution
- E. Payment shall be made:
 - a. before 30 June in each calendar year; or (where a membership commences on or after 1 January in any calendar year) immediately before he/she is admitted to membership, in the calendar year in which he/she becomes a member;
 - b. via the online registration page at ASLIA
- F. Membership fees will not be refundable under any circumstances.
- G. ASLIA shall disburse a proportion of each individual or corporate subscription to the ASLIA State/Territory Association in which the individual or corporate member resides or is based. The proportion of subscription to be disbursed to each ASLIA State/Territory Associations shall be decided by resolution at a General Meeting.
- H. A member of the incorporated association who, before becoming a member, has paid the members annual subscription for membership of the unincorporated association on or before a day fixed by the management committee, is not liable to pay a further amount of annual subscription for the period before the day fixed by the management committee as the day on which the next annual subscription is payable.

9. Admission of new members

- A. All applications for membership must be in the form required by ASLIA (National).
- B. All applications for membership must be lodged with ASLIA (National).

10. Disciplining of members

- A. Complaints made to the executive by any person in relation to a member of ASLIAQ shall be taken to ASLIA (National) for further advice and resolution.
- B. Where the ASLIA (National) Board is of the opinion that a member:
 - a. has persistently refused or neglected to comply with any of these rules; or
 - b. has wilfully acted in a manner prejudicial to the interests of ASLIA, the Board, by resolution, may call upon the member to show cause why the Board should not:
 - i. expel the member from ASLIA; or
 - ii. suspend the member from ASLIA for a specified period; and/or
 - iii. fine the member.
- C. Where the Committee passes a resolution under subclause (B), the Secretary must promptly cause a notice in writing to be served on the member:
 - a. setting out the resolution;
 - b. stating that the member may address the ASLIA (National) Board at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
 - c. stating the date, place and time of that meeting; and
 - d. informing the member that he/she may:
 - i. attend and speak at that meeting; and/or
 - ii. submit to the ASLIA (National) Board at or prior to that
- D. At a meeting of the ASLIA (National) Board held under subclause (B), the ASLIA (National) Board shall:
 - a. give the member a reasonable opportunity to make personal representations;
 - b. give due consideration to any written representations submitted to the ASLIA (National) Board by the member; and
 - c. by resolution either expel suspend or fine the member or resolve not to take any action.
- E. Where the ASLIA (National) Board passes a resolution under subclause (C), the ASLIA (National) Secretary must, within the next 7 days, inform the member by notice in writing of that fact and of his/her right of appeal under rule 12.
- F. A resolution passed under subclause (D) will not take effect:
 - a. until the expiry of the period within which the member may appeal against the resolution under these rules; or
 - b. (where the member validly exercises the right of appeal) until ASLIA (National) confirms the resolution pursuant to rule 12.

11. When membership ends

- A. A membership ceases if the member
 - a. dies;
 - b. resigns;
 - c. is expelled from ASLIA;
 - d. fails to pay his/her annual membership fees;
 - e. being a Corporate member, is wound up and dissolved.
- B. Any right, privilege or obligation of a member:
 - a. cannot be transferred or transmitted to another person or organisation; and
 - b. terminates upon cessation of the person's membership.
- C. A member may resign from ASLIAQ by giving a written notice of resignation in the following manner:
 - a. A member who has paid all amounts due to ASLIA in respect of his/her membership may resign from membership by giving not less than 1 month's written notice (or such other period as the Committee may determine) to the Secretary for the member's intention to resign.
 - b. Upon the expiry of the period of notice, his/her membership will cease.
 - c. The ASLIA (National) Board may terminate a member's membership under the criteria outlined in Rule 10 (B) or Rule 11(A).
- D. Before the ASLIA (National) Board terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.
- E. If, after considering all representations made by the member, the ASLIA (National) Board decides to terminate the membership, the ASLIA (National) Secretary of the committee must give the member a written notice of the decision.

12. Appeal against disciplinary action, or rejection or termination of membership

A person whose application for membership has been rejected, or who is subject to disciplinary action, or whose membership has been terminated under Rules 10 and 11 has the right of appeal as follows:

- A. A member may appeal to a ASLIA (National) General Meeting against a resolution confirmed under Rule 10 (C) by lodging with the ASLIA (National) Secretary a notice of appeal within 7 days after notice of that resolution is served on that member.
- B. Upon receipt of a notice from a member under Rule 10 (C), the ASLIA (National) Board must convene a Special General Meeting to be held within 21 days after the date on which the ASLIA (National) Secretary receives the notice.
- C. At a Special General Meeting convened under Rule 10 (C):
 - a. no business other than the appeal shall be transacted;

- b. the ASLIA (National) Board and the member must be given a reasonable opportunity to state their respective cases in their preferred language whether orally, in Auslan or in writing;
- c. the members present must decide by special resolution whether the resolution to suspend, expel or fine the member should be confirmed or revoked; and
- d. voting must be by way of secret ballot.

13. Register of members

- A. Upon the acceptance of an application to ASLIA (National), the member's address, telephone number(s), interpreter credentials, date that credentials were attained and date of joining ASLIAQ will be provided to ASLIAQ and will be entered by the Secretary into the register of members held by ASLIAQ.
- B. The Secretary, on behalf of the management committee must keep a register of members of ASLIAQ.
- C. The register must be open for inspection by members of ASLIAQ at all reasonable times, given notice. To maintain the privacy of members, such inspections should be limited to name, membership type and status, date of admission as a member.
- D. A member must contact the Secretary to arrange an inspection of the register.
- E. The register must be kept and maintained at the Secretary's place of residence, or at such other place as the members at a general meeting decide.
- F. The Secretary must notify ASLIA (National) of a person who dies or who ceases to be a member.
- G. However, the ASLIA (National) Board may, on the application of a member of ASLIAQ, withhold information about the member (other than the members full name) from the register available for inspection if the management committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

14. Prohibition on use of information on register of members

- A. A member of ASLIAQ must not—
 - a. use information obtained from the register of members of ASLIAQ to contact, or send material to, another member of ASLIAQ for the purpose of advertising for political, religious, charitable or commercial purposes; or
 - b. disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of ASLIAQ for the purpose of advertising for political, religious, charitable or commercial purposes.
- B. Subrule (A) does not apply if the use or disclosure of the information is approved by ASLIAQ.

15. Appointment or election of Secretary

- A. The Secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is—
- a. a member of ASLIAQ elected by ASLIAQ as Secretary; or
 - b. any of the following persons appointed by the management committee as Secretary—
 - i. a member of ASLIAQs management committee;
 - ii. another member of ASLIAQ;
 - iii. another person.
- B. If ASLIAQ has not elected an interim officer as Secretary for ASLIAQ before its incorporation, the members of the management committee must ensure a Secretary is appointed or elected for ASLIAQ within one (1) month after incorporation.
- C. If a vacancy happens in the office of Secretary, the members of the management committee must ensure a Secretary is appointed or elected for ASLIAQ within one (1) month after the vacancy happens.
- D. If the management committee appoints a person mentioned in subrule (A.b.ii) as Secretary, other than to fill a casual vacancy on the management committee, the person does not become a member of the management committee.
- E. However, if the management committee appoints a person mentioned in subrule (A.b.ii) as Secretary to fill a casual vacancy on the management committee, the person becomes a member of the management committee.
- F. If the management committee appoints a person mentioned in subrule (A.b.iii) as Secretary, the person does not become a member of the management committee.
- G. In this rule— **casual vacancy**, on a management committee, means a vacancy that happens when an elected member of the management committee resigns, dies or otherwise stops holding office.

16. Removal of Secretary

- A. The management committee of ASLIAQ may at any time remove a person appointed by the committee as the Secretary.
- B. If the management committee removes a Secretary who is a person mentioned in rule 15(A.b.i), the person remains a member of the management committee.
- C. If the management committee removes a Secretary who is a person mentioned in rule 15(A,b.ii) and who has been appointed to a casual vacancy on the management committee under rule (15.E), the person remains a member of the management committee.

17. Functions of Secretary

The Secretary's functions include, but are not limited to—

- A. calling meetings of ASLIAQ, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the President of ASLIAQ; and
- B. keeping minutes of each meeting; and
- C. keeping copies of all correspondence and other documents relating to ASLIAQ; and
- D. maintaining the register of members of ASLIAQ.

18. Membership of management committee

- A. The management of ASLIAQ shall consist of a committee of not less than five (5) and no more than nine (9) members including management committee positions of President, Secretary, Treasurer and general committee members all of whom shall be elected at the Annual General Meeting of ASLIAQ.
- B. A member of the management committee, other than a Secretary appointed by the management committee under rule 15(A)b.iii, must be a financial individual member of ASLIAQ with voting rights at the time of their nomination.
- C. At each Annual General Meeting of ASLIAQ, all committee positions becoming vacant excluding the executive committee. The executive committee positions reflect a two (2) year term to ensure two (2) remaining executive members continuing with the new committee. The executive position terms shall be paired as follows-
 - a. the term for the positions President and Secretary shall commence on even years; and
 - b. the term for the positions Vice President and Treasurer shall commence on odd years.
- D. The two (2) year term outlined in 18C does not apply when the role has been filled as a casual vacancy under 21A of these rules.
- E. The candidates who receive most votes shall be declared elected, and in the case of two (2) candidates receiving an equal number of votes, the chairperson of the Annual General Meeting shall have a second or casting vote.
- F. From time to time, the committee may co-opt financial members of ASLIAQ to assist the committee as deemed necessary.
- G. A member of ASLIAQ may be appointed to a casual vacancy on the management committee under rule 21.

19. Electing the management committee

- A. A member of the management committee may only be elected as follows—
- a. any 2 members of ASLIAQ may nominate another member (the ***candidate***) to serve as a member of the management committee;
 - b. the nomination must be—
 - i. in writing; and
 - ii. signed by the candidate and the members who nominated him or her; and
 - iii. given to the Secretary at least 14 days before the Annual General Meeting at which the election is to be held;
 - c. each member of ASLIAQ present and eligible to vote at the Annual General Meeting may vote for one (1) candidate for each vacant position on the management committee;
 - d. if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- B. A person may be a candidate only if the person—
- a. is an adult; and
 - b. is not ineligible to be elected as a member under section 61A of the Act.
- C. In respect of the election of the President, ideally the nominee should hold NAATI Professional Interpreter level NAATI credentials. All Professional Interpreter level nominees for this position will be considered and voted on in preference to Paraprofessional nominees. If there is no Professional Interpreter level nominee, then Paraprofessional nominees can be considered.
- D. Each presidential nominee shall provide a response to the criteria set out below to a maximum of 200 words, which must accompany their nomination form. Nominees shall respond to their:
- a. academic qualifications;
 - b. depth and length of interpreting experience;
 - c. management and communication skills; and
 - d. his/her standing and acceptance within the Deaf community.
- E. If at the commencement of the AGM there are no nominations for President, then subrule (G) does not apply.
- F. A list of the candidates names in alphabetical order, with the names of the members who nominated each candidate, must be emailed to members least 7 days immediately preceding the Annual General Meeting.
- G. If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- H. The management committee must ensure that, before a candidate is elected as a member of the management committee, the candidate is advised—
- a. whether or not ASLIAQ has public liability insurance; and
 - b. if ASLIAQ has public liability insurance—the amount of the insurance.

20. Resignation, removal or vacation of office of management committee member

- A. A member of the management committee may resign from the committee by giving written notice of resignation to the Secretary.
- B. The resignation takes effect at—
 - a. the time the notice is received by the Secretary; or
 - b. if a later time is stated in the notice—the later time.
- C. A committee member may be removed from office at a general meeting of ASLIAQ if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
- D. Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- E. A member has no right of appeal against the members removal from office under this rule.
- F. Any member of the committee who is absent for three (3) consecutive meetings without reasonable excuse shall, unless the committee otherwise decides, be deemed to have resigned and a vacancy shall thereupon exist on the committee.
- G. A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

21. Vacancies on management committee

- A. If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another member of ASLIAQ to fill the vacancy until the next Annual General Meeting.
- B. The continuing members of the management committee may act despite a casual vacancy on the management committee.
- C. However, if the number of committee members is less than the number fixed under rule 25 as a quorum of the management committee, the continuing members may act only to—
 - a. increase the number of management committee members to the number required for a quorum; or
 - b. call a general meeting of ASLIAQ.
- D. Any committee members, including the executive, appointed under subrule (A) shall retire at the next Annual General Meeting but are eligible for election as a member of the committee at such meeting.

22. Functions of management committee

- A. Subject to these rules or a resolution of the members of ASLIAQ carried at a general meeting, the management committee has the general control and management of the administration of the affairs, property and funds of ASLIAQ.
- B. The management committee has authority to interpret the meaning of these rules and any matter relating to ASLIAQ on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.
- C. The management committee may exercise the powers of ASLIAQ—
 - a. to borrow, raise or secure the payment of amounts in a way the members of ASLIAQ decide; and
 - b. to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by ASLIAQ in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of ASLIAQs property, both present and future; and
 - c. to purchase, redeem or pay off any securities issued; and
 - d. to borrow amounts from members and pay interest on the amounts borrowed; and
 - e. to mortgage or charge the whole or part of its property; and
 - f. to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of ASLIAQ; and
 - g. to provide and pay off any securities issued; and
 - h. to invest in a way the members of ASLIAQ may from time to time decide.
- D. For subrule (C) d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by—
 - a. the financial institution for ASLIAQ; or
 - b. if there is more than 1 financial institution for ASLIAQ—the financial institution nominated by the management committee.

23. Meetings of management committee

- A. Subject to this rule, the management committee may meet and conduct its proceedings as it considers appropriate.
- B. The management committee must meet at least once every 3 months to exercise its functions.
- C. The management committee must decide how a meeting is to be called.
- D. Notice of a meeting is to be given in the way decided by the management committee.
- E. The management committee may hold meetings, or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to take part in discussions as they happen.
- F. A committee member who participates in the meeting as mentioned in subrule (E) is taken to be present at the meeting.

- G. A question arising at a committee meeting is to be decided by a majority vote of members of the committee present at the meeting and, if the votes are equal, the question is decided in the negative.
- H. A member of the management committee must not vote on a question about a contract or proposed contract with ASLIAQ if the member has an interest in the contract or proposed contract and, if the member does vote, the members vote must not be counted.
- I. The President is to preside as chairperson at a management committee meeting.
- J. If there is no President or if the President is not present within 10 minutes after the time fixed for a management committee meeting, the members may choose one (1) of their number to preside as chairperson at the meeting.

24. Quorum for, and adjournment of, management committee meeting

- A. At a management committee meeting, more than 50% of the members elected to the committee as at the close of the last general meeting of the members form a quorum.
- B. If there is no quorum within 30 minutes after the time fixed for a management committee meeting called on the request of members of the committee, the meeting lapses.
- C. If there is no quorum within 30 minutes after the time fixed for a management committee meeting called other than on the request of the members of the committee—
 - a. the meeting is to be adjourned for at least 1 day; and
 - b. the members of the management committee who are present are to decide the day, time and place of the adjourned meeting.
- D. If, at an adjourned meeting mentioned in subrule (C), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

25. Special meeting of management committee

- A. If the Secretary receives a written request signed by at least 33% of the members of the management committee, the Secretary must call a special meeting of the committee by giving each member of the committee notice of the meeting within 14 days after the Secretary receives the request.
- B. If the Secretary is unable or unwilling to call the special meeting, the President must call the meeting.
- C. A request for a special meeting must state—
 - a. why the special meeting is called; and
 - b. the business to be conducted at the meeting.
- D. A notice of a special meeting must state—
 - a. the day, time and place of the meeting; and
 - b. the business to be conducted at the meeting.
- E. A special meeting of the management committee must be held within 14 days after notice of the meeting is given to the members of the management committee.

26. Minutes of management committee meetings

- A. The Secretary must ensure full and accurate minutes of all matters, resolutions and other proceedings of each management committee meeting are entered in a minute book or similar perpetual record.
- B. To ensure the accuracy of the minutes, the minutes of each management committee meeting must be moved at the next meeting, as a true representation of the meeting by chairperson of the meeting, or another person who was present and can verify their accuracy.

27. Appointment of subcommittees

- A. The management committee may appoint a subcommittee consisting of members of ASLIAQ considered appropriate by the committee to help with the conduct of ASLIAQs operations.
- B. A member of the subcommittee who is not a member of the management committee is not entitled to vote at a management committee meeting.
- C. A subcommittee may elect a chairperson of its meetings.
- D. If a chairperson is not elected, or if the chairperson is not present within ten (10) minutes after the time fixed for a meeting, the members present may choose one (1) of their number to be chairperson of the meeting.
- E. A subcommittee may meet and adjourn as it considers appropriate.
- F. A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.
- G. A subcommittee may make recommendations for the consideration of the management committee but cannot make decisions in their own right.

28. Acts not affected by defects or disqualifications

- A. An act performed by the management committee, a subcommittee or a person acting as a member of the management committee, is taken to have been validly performed.
- B. Subrule (A) applies even if the act was performed when—
 - a. there was a defect in the appointment of a member of the management committee, subcommittee or person acting as a member of the management committee; or
 - b. a management committee member, subcommittee member or person acting as a member of the management committee was disqualified from being a member.

29. Resolutions of management committee without meeting

- A. A written resolution signed by each member of the management committee is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.
- B. A resolution mentioned in subrule (A) may consist of several documents in like form, each signed by 1 or more members of the committee.

30. First Annual General Meeting

The first Annual General Meeting must be held within 6 months after the end date of ASLIAQ's first reportable financial year.

31. Subsequent Annual General Meetings

- A. Each subsequent Annual General Meeting must be held—
 - a. at least once each year; and
 - b. within 6 months after the end date of ASLIAQ's reportable financial year.
- B. The Secretary may call an Annual General Meeting of ASLIAQ.
- C. The Secretary must give at least twenty-one (21) days notice of the meeting to each member of ASLIAQ and such notice shall list the business to be transacted.
- D. If the Secretary is unable or unwilling to call the meeting, the President must call the meeting.
- E. The management committee may decide the way in which the notice must be given.

32. Business to be conducted at Annual General Meeting of level 3 incorporated associations

- A. This rule applies only if ASLIAQ is a level 3 incorporated association to which section 59B of the Act applies.
- B. The following business must be conducted at each Annual General Meeting of ASLIAQ—
 - a. receiving ASLIAQ's financial statement, and signed statement, for the last reportable financial year;
 - b. presenting the unaudited financial statement and signed statement to the meeting for adoption;
 - c. electing members of the management committee;
 - d. To consider any other business, notice of which has been given not less than fourteen (14) days before the AGM.

33. Quorum for, and adjournment of, Annual General Meeting

- A. The quorum for an Annual General Meeting is five (5) members or at least 10% of total members, whichever is the greater.
- B. No business may be conducted at an Annual General Meeting unless there is a quorum of members when the meeting proceeds to business.
- C. If there is no quorum within 30 minutes after the time fixed for the Annual General Meeting called on the request of members of the management committee or ASLIAQ, the meeting lapses.
- D. If there is no quorum within 30 minutes after the time fixed for the Annual General Meeting called other than on the request of members of the management committee or ASLIAQ—
 - a. the meeting is to be adjourned for at least seven (7) days; and
 - b. the management committee is to decide the day, time and place of the adjourned meeting.

34. Notice of general meeting

- A. The Secretary may call a general meeting of ASLIAQ.
- B. The Secretary must give at least 7 days notice of the meeting to each member of ASLIAQ.
- C. If the Secretary is unable or unwilling to call the meeting, the President must call the meeting.
- D. The management committee may decide the way in which the notice must be given.
- E. However, notice of the following meetings must be given in writing—
 - a. a meeting called to hear and decide a proposed special resolution of ASLIAQ.
- F. A notice of a general meeting must state the business to be conducted at the meeting.

35. Quorum for, and adjournment of, general meeting

- A. The quorum for a general meeting is at least the number of members elected or appointed to the management committee at the close of ASLIAQ's last general meeting plus 1.
- B. No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- C. If there is no quorum within thirty (30) minutes after the time fixed for a general meeting called on the request of members of the management committee or ASLIAQ, the meeting lapses.
- D. If there is no quorum within thirty (30) minutes after the time fixed for a general meeting called other than on the request of members of the management committee or ASLIAQ—
- E. the meeting is to be adjourned for at least seven (7) days; and
- F. the management committee is to decide the day, time and place of the adjourned meeting.
- G. The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- H. If a meeting is adjourned under subrule (F), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- I. The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least thirty (30) days.
- J. If a meeting is adjourned for at least thirty (30) days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

36. Procedure at general meeting

- A. A member may take part and vote in a general meeting in person, by proxy, by attorney or by using any technology that reasonably allows the member to take part in discussions as they happen.
- B. A member who participates in a meeting as mentioned in subrule (A) is taken to be present at the meeting.
- C. At each general meeting—
 - a. the President is to preside as chairperson; and
 - b. if there is no President or if the President is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 of their number to be chairperson of the meeting; and
 - c. the chairperson must conduct the meeting in a proper and orderly way.

37. Voting at general meeting

- A. At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.
- B. Each member present and by proxy is eligible to vote, and is entitled to one (1) vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- C. A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.
- D. The method of voting is to be decided by the management committee.
- E. However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- F. If a secret ballot is held, the chairperson must appoint two (2) members to conduct the secret ballot in the way the chairperson decides.
- G. The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

38. Special general meeting

- A. The Secretary must call a special general meeting by giving each member of ASLIAQ notice of the meeting within 14 days after—
 - a. being directed to call the meeting by the management committee; or
 - b. being given a written request signed by—
 - i. at least 33% of the number of members of the management committee when the request is signed; or
 - ii. at least the number of ordinary members of ASLIAQ equal to double the number of members of ASLIAQ on the management committee when the request is signed plus 1; or
 - c. being given a written notice of an intention to appeal against the decision of the management committee—
 - i. to reject an application for membership; or
 - ii. to terminate a person's membership.
- B. A request mentioned in subrule (A.b.) must state—
 - a. why the special general meeting is being called; and
 - b. the business to be conducted at the meeting.
- C. A special general meeting must be held within 3 months after the Secretary—
 - a. is directed to call the meeting by the management committee; or
 - b. is given the written request mentioned in subrule (A.b.); or
 - c. is given the written notice of an intention to appeal mentioned in subrule (A.c.).
 - d. If the Secretary is unable or unwilling to call the special meeting, the President must call the meeting.

39. Proxies

- A. An instrument appointing a proxy must be in writing and be in the following or similar form—

Australian Sign Language Interpreters Association Queensland Inc.:

I, _____ of _____, being a member of ASLIAQ,

appoint _____ of _____ as my proxy to vote

for me on my behalf at the (annual) general meeting of ASLIAQ, to be held on the _____ day of _____ 20____ and at any adjournment of the meeting.

Signed this _____ day of _____ 20____ .

Signature

- B. The instrument appointing a proxy must—
- a. if the appointor is an individual—be signed by the appointor or the appointor's attorney properly authorised in writing; or
 - b. if the appointor is a corporation—
 - c. be under seal; or
 - d. be signed by a properly authorised officer or attorney of the corporation.
 - e. A proxy may be a member of ASLIAQ or another person.
 - f. The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
 - g. Each instrument appointing a proxy must be given to the Secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
 - h. Unless otherwise instructed by the appointor, the proxy may vote as the proxy considers appropriate.
 - i. If a member wants a proxy to vote for or against a resolution, the instrument appointing the proxy must be in the following or similar form—

Australian Sign Language Interpreters Association Queensland Inc.:

I, _____ of _____, being a member of ASLIAQ,
appoint _____ of _____ as my proxy to vote
for me on my behalf at the (annual) general meeting of ASLIAQ, to be held on
the _____ day of _____ 20____ and at any adjournment of the
meeting.

Signed this _____ day of _____ 20____ .
Signature

*This form is to be used **in favour of / against** [strike out whichever is not
wanted] the following resolutions—*

[List relevant resolutions]

40. Minutes of general meetings

- A. The Secretary must ensure full and accurate minutes of all matters, resolutions and other proceedings of each general meeting are entered in a minute book or similar perpetual record.
- B. To ensure the accuracy of the minutes—
 - a. The minutes of each general meeting must be moved at the next meeting, as a true representation of the meeting by the chairperson, or another person who was present and can verify their accuracy; and
 - b. To ensure the accuracy of the minutes, the minutes of each management committee meeting must be moved as a true representation of the meeting, by chairperson of the meeting, or another person who was present and can verify their accuracy.
- C. If asked by a member of ASLIAQ, the Secretary must, within twenty-eight (28) days after the request is made—
 - a. make the minutes for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
 - b. give the member copies of the minutes of the meeting.
- D. ASLIAQ may require the member to pay the reasonable costs of providing copies of the minutes.

41. By-laws

- A. The management committee may make, amend or repeal by-laws, not inconsistent with these rules or the ASLIA (National) Rules, for the internal management of ASLIAQ.
- B. A by-law may be set aside by a vote of members at a general meeting of ASLIAQ.

42. Alteration of rules

- A. Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- B. A special resolution to alter the Rules is passed where 75% of members present vote for the special resolution.
- C. Within one (1) month of the passing of a special resolution to amend its rules the committee will amend these rules reflecting the added, repealed or amended rule of the special resolution setting out particulars of the alterations.
- D. A copy of the special resolution and the minutes of the meeting certifying that resolution was duly passed as per the requirements shall be kept by the Secretary.
- E. Any amendment, repeal or addition is valid once it is registered with the Statutory Authority as required under the Act by the chief executive.

43. Common seal

- A. Where required under the Act, the management committee must ensure ASLIAQ has a common seal.
- B. The common seal must be—
 - a. kept securely by the management committee; and
 - b. used only under the authority of the management committee.
- C. Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by—
 - a. the Secretary; or
 - b. another member of the management committee; or
 - c. someone authorised by the management committee.

44. Funds and accounts

- A. The funds of ASLIAQ must be kept in an account in the name of ASLIAQ in a financial institution decided by the management committee.
- B. Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of ASLIAQ.
- C. All gifts and donations will be kept and recorded as separate from subscription monies received by ASLIAQ.
- D. All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- E. A payment by ASLIAQ of \$100 or more must be made by cheque or electronic funds transfer.
- F. If a payment of \$100 or more is made by cheque, the cheque must be signed by any 2 of the following—
 - a. the President;
 - b. the Secretary;
 - c. the Treasurer;
 - d. any 1 of 3 other members of ASLIAQ who have been authorised by the management committee to sign cheques issued by ASLIAQ.
- G. However, 1 of the persons who signs the cheque must be the President, the Secretary or the Treasurer.
- H. Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- I. A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.
- J. All expenditure must be approved or ratified at a management committee meeting.
- K. Surplus in hand at the end of each financial year is to be administered by the committee for the purpose as set out in the objectives of these Rules.

45. General financial matters

- A. On behalf of the management committee, the Treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- B. The income and property of ASLIAQ must be used solely in promoting ASLIAQ's objects and exercising ASLIAQ's powers.

46. Documents

The management committee must ensure the safe custody of books, documents, instruments of title and securities of ASLIAQ.

47. Financial year

The end date of ASLIAQ's financial year is 30 June in each year.

48. Voluntary dissolution of the association

- A. ASLIAQ may be wound-up by special resolution of the members passed at a general meeting called for that purpose.
- B. A special resolution for voluntary dissolution is passed where 75% of members present vote for the special resolution.

49. Distribution of surplus assets to another entity

- A. This rule applies if ASLIAQ—
 - a. is wound-up under Rule 49, or part 10 of the Act; and
 - b. has surplus assets.
- B. The surplus assets must not be distributed among the members of ASLIAQ.
- C. The surplus assets must be given to another entity—
 - a. having objects similar to ASLIAQ's objects; and
 - b. the rules of which prohibit the distribution of the entity's income and assets to its members.
- D. In this rule— **surplus assets** see section 92(3) of the Act.

Version History

Date	Ver	Prepared by	Checked by	Approved by motion	Summary of updates
16 Feb 2018	2.0 (Feb 18)	Megan Bytheway	Julie Tait	16 Feb 18 Special General Meeting	Removed reference to ASLIA (National) Rules and incorporated those rules into the body of this constitution. Updated all references to the ASLIA (National) Board
16 Feb 2017	1.1	Megan Bytheway Kevin Brennan	Brett Milton	N/A	Incorporate the text of references to ASLIA (National). <i>Prior to ASLIA Restructure June 2017.</i>
31 Oct 2015	1.0	Megan Bytheway	Bernie Chapman Len Bytheway	31 October 2015 EGM 75% majority	Preparation of rules for move to Incorporation