

SCHEDULE FOURTEEN

CONSTITUTION – AFFILIATED BODIES

1. NAME

- 1.1. The Club shall be called: SMACK UQ
- 1.2. The Club shall be an associated body of the University of Queensland Union in the category of Hobby/Special Interest.

2. AIMS & OBJECTIVES

2.1. The aims of the Club are:

- 2.1.1. To encourage a wide range of social interaction among members
- 2.1.2. To host Japanese anime movie and television program screenings
- 2.1.3. To host non-competitive general games nights
- 2.1.4. To host other events related to Japanese pop culture

2.2. Non-Profit Clause

The assets and income of the Club shall be applied solely in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the Club except as bona fide compensation for services rendered or expenses incurred on behalf of the Club.

3. MEMBERSHIP

3.1. Membership is open to:

- 3.1.1. Any student of the University of Queensland.
- 3.1.2. Any University of Queensland academic staff member.
- 3.1.3. Any other members of the University or wider community over the age of sixteen (16) interested in the Club's activities.

3.2. The Club shall have not less than:

- 3.2.1. Thirty (30) financial members in the case of a subsidised club.
- 3.2.2. Fifteen (15) financial members in the case of a publications club.

3.3. 50% of the Club's membership must be UQ students.

3.4. The Club shall not adopt aims or objectives, which would bring it under the jurisdiction of the University of Queensland Sports Association (UQ Sport).

4. MEMBERSHIP FEES

4.1. The membership fees shall:

- 4.1.1. Be such a sum, as the members shall from time to time at any general meeting so determine, but shall not be less than two (2) dollars per member per annum.
- 4.1.2. Be payable upon joining the Club.
- 4.1.3. Club exec have the right to change membership fees according to costs associated with payment methods (e.g. raising membership fee due to a tax on an electronic payment method)
- 4.1.4. Club exec have the right to change membership fees according to time of year (e.g. lowering membership fees for new members in the second semester, due to the decreased valid membership time)

5. TERMINATION OF MEMBERSHIP

- 5.1.** A member may resign from the Club at any time by giving notice in writing or by email to the secretary.
- 5.2.** Such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date.
- 5.3. The executive committee shall consider whether the member's membership shall be terminated if a member:**
- 5.3.1. Fails to comply with any of the provisions of these rules.
 - 5.3.2. Has membership fees in arrears.
 - 5.3.3. Conducts themselves in a manner considered to be injurious or prejudicial to the character or interests of the Club.
- 5.4.** The member concerned shall be given a full and fair opportunity of presenting the member's case and if the executive committee resolves to terminate the membership it shall instruct the secretary to advise the member in person, in writing or by email accordingly.

6. REGISTER OF MEMBERS

- 6.1.** The executive committee shall cause a register to be kept in which shall be entered the names, student number, and email addresses of all persons admitted to membership of the Club, and the dates of their admission.
- 6.2.** Particulars shall also be entered into the register of resignations, terminations, and reinstatement of membership and any further particulars as the executive committee or the members at any general meeting may require from time to time.
- 6.3.** A copy provided for the Clubs and Societies Administration Officer when requested, but at least annually.

7. MEMBERSHIP OF EXECUTIVE COMMITTEE

7.1. The executive committee of the Club shall consist of the following members, all of whom shall be members of the Club:

- 7.1.1. President
- 7.1.2. Vice-President
- 7.1.3. Secretary
- 7.1.4. Treasurer
- 7.1.5. Communications Manager
- 7.1.6. Events Manager

7.2. All the aforesated office bearers must be members of the Union. Membership of the executive committee shall not be restricted other than by being a member of the University of Queensland Union for the duration of their office and by being a member of the Club for a minimum of three (3) months.

7.3. At the annual general meeting of the Club, all the members of the executive committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.

7.4. The election of officers and other members of the executive committee shall take place in the following manner:

- 7.4.1. Any member of the Club shall be at liberty to nominate themselves or any other member to serve as an officer or other member of the executive committee if they meet the requirements set in **Section 7.2**).
- 7.4.2. The nomination, which shall be in writing or by email and signed by the member and the member's seconder, shall be lodged with the secretary at least five (5) days before the annual general meeting at which the election is to take place. In the case of email nomination, the seconder must be CC'd into the nomination email.
- 7.4.3. The nomination must contain the name and membership number of both the member and the member's seconder, along with the position they are nominating for.
- 7.4.4. A list of the candidates' names in alphabetical order, with the seconders' names, shall be posted to the Club's social media

page/event upon the announcement of the annual general meeting, and shall be kept updated until the closing date of nominations.

- 7.4.5. At the commencement of such meeting, the assembly will select two returning officers, who shall be responsible for ensuring the orderly running elections.
- 7.4.6. At the conclusion of the introduction of nominees for each position, nominations may be taken from the floor.
- 7.4.7. All voting will be decided by one of the following means; Show of hands, secret preferential voting ballot, or floor voting. In all cases nominee's require the majority of votes in order to be elected.
- 7.4.8. Balloting lists shall be prepared containing the names of the candidates in order of position and then alphabetical order. Any and all floor nominations shall be added to the ballot at the bottom of each position. Each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies using a preferential voting system.
- 7.4.9. Any informality or irregularity in the elections must be brought to the attention of the Clubs and Societies Administration Officer within fourteen (14) days of the elections.

8. RESIGNATION OR REMOVAL FROM OFFICE OF MEMBER OF EXECUTIVE COMMITTEE

- 8.1.** Any member of the executive committee may resign from membership of the executive committee at any time by giving notice in writing or by email to the secretary (or, in the case the secretary is resigning, by giving notice to the president), but such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date, or such member may be removed from office at a general meeting of the Club where that member shall be given the opportunity to fully present the member's case.
- 8.2.** The question of removal shall be determined by a vote of 60% majority of the members present at such a general meeting and must be endorsed by the Clubs and Societies committee.
- 8.3.** There is no right of appeal against a member's removal from office under this section.

9. VACANCIES ON EXECUTIVE COMMITTEE

- 9.1.** The executive committee shall have power at any time to appoint any member of the Club to fill any casual vacancy on the executive committee until the next general meeting.
- 9.2.** The continuing members of the executive committee may act notwithstanding any casual vacancy in the executive committee, however if their number is reduced below the number fixed as is necessary for quorum of the executive committee, the continuing member or members may act for the purpose of increasing the number of members of the executive committee to that number required to achieve quorum or by summoning a general meeting of the association.

10. FUNCTIONS OF THE EXECUTIVE COMMITTEE

10.1. Except as otherwise provided by these rules and subject to resolutions of the members of the Club carried at any general meeting, the executive committee:

- 10.1.1. Shall have the general control and management of the administration of the affairs and funds of the Club.
- 10.1.2. Shall have authority to interpret the meaning of these rules and any matter relating to the Club on which these rules are silent.
- 10.2.** The executive committee may exercise all the power of the Club to raise or secure the payment of money in such manner as the members of the Club may think fit, and secure the payment or performance of any debt, liability, or other engagement incurred or to be entered into by the Club in any way.
- 10.3.** The executive committee will take full responsibility for all publications produced by the Club or by any of its members for the Club.

11. MEETINGS OF EXECUTIVE COMMITTEE

- 11.1.** The executive committee shall meet at least once every two (2) calendar months during university semester to exercise its functions.
- 11.2.** The executive committee shall be called by the secretary with at least seven (7) days' notice.
- 11.3.** The secretary and/or their nominee for the meeting must keep an accurate record of resolutions passed at all executive committee meetings.
- 11.4.** A special meeting of the executive committee shall be convened by the secretary on the requisition in writing or by email signed by no less than one-third (1/3) of the members of the executive committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- 11.5.** At every meeting of the executive committee a simple majority of 50% of members plus one (1) elected and/or appointed to the executive committee as at the close of the last general meeting of the members, shall constitute a quorum.
- 11.6.** Subject as previously provided in this section, the executive committee may meet together and regulate its proceedings as it thinks fit.
- 11.7.** However, questions arising at any meeting of the executive committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
- 11.8.** A member of the executive committee shall not vote in respect of any matter in which the member is financially interested, or any matter arising thereout, and if the member does so vote the member's vote shall not be counted.
- 11.9.** No less than seven (7) days' notice shall be given by the secretary to members of the executive committee of any special meeting of the executive committee.
- 11.10.** Such notice shall clearly state the nature of the business to be discussed thereat.
- 11.11.** The secretary shall preside as chairperson at every meeting of the executive committee, or if there is no secretary, or if at any meeting the secretary is not present without notice within fifteen (15) minutes after the time appointed for holding the meeting, the president shall be chairperson or if the president is not present at the meeting then the members may choose one (1) of their number to be chairperson of the meeting.

- 11.12.** If within half an hour from the time appointed for the commencement of an executive committee meeting a quorum is not present without notice, the meeting, if convened upon the requisition of members of the executive committee, shall lapse.
- 11.13.** In any other case it shall stand adjourned to the same day in the next week at the same time and place or to such other day and at such other time and place as the executive committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

12. DELEGATION OF POWERS OF EXECUTIVE COMMITTEE

12.1. The executive committee may delegate any of its powers to a subcommittee consisting of such members of the association as the executive committee thinks fit.

12.2. Such a subcommittee consists of at least 2 people:

- 12.2.1. At least one member of the executive committee (the lead executive(s)).
- 12.2.2. At least one registered member of the club who is not a lead executive (the committee member(s)).
- 12.2.3. Committee members may be non-executive members of the club, or executive committee members who choose to participate outside of their executive duties.
- 12.2.4. Members of the committee are free to leave a committee at any time, but should advise the lead executive(s) beforehand so that their responsibilities (if any) can be fulfilled.
- 12.2.5. Members of the club may self-nominate for a position in the committee, but committee appointments are ultimately the call of the executive committee.

12.3. Committees exist to assist in a task or function of the club; or to further a goal of the club.

- 12.3.1. This goal should be clearly outlined.
 - 12.3.1.1. A document containing the goal of the committee as well as any supporting information should be created and available to all members of the club.
 - 12.3.1.2. This document should also define a basic scope and functioning of the committee.

12.4. Members of the committee may liaise with the executive committee via the lead executive(s) of the committee.

12.5. The lead executive(s) may also guide the committee.

12.6. A committee may be recurring or may terminate at completion of the event, as decided by the lead exec.

12.7. Committees are granted various powers by the executive committee in order to fulfil this function.

- 12.7.1. These powers may be granted or revoked at any time by the executive committee.
- 12.7.2. The executive committee also reserves the right to terminate a committee at any time.
- 12.7.3. Any subcommittee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the executive committee.

12.8. Committees may self-govern to an extent agreed upon by the members and lead executive(s).

- 12.8.1. This may include the internal creation of positions and responsibilities as decided by the members and lead executive(s).
- 12.8.2. A subcommittee may elect a chairperson of its meetings.
 - 12.8.2.1. If no such chairperson is elected, or if at any meeting the chairperson is not present within ten (10) minutes after the time appointed for holding the meeting, the members present may choose one (1) of their number to be chairperson of the meeting.
- 12.8.3. A subcommittee may meet and adjourn, as it thinks proper.
- 12.8.4. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.

12.9. Committees are created by a member of the executive committee

- 12.9.1. The member of the executive committee should create a document such as a committee charter which outlines the goals, rationale, and basic functioning of the committee (see **12.3**).
- 12.9.2. This may be amended later as need arises.
- 12.9.3. This should be submitted to the executive team for approval and voted upon.
- 12.9.4. Given a majority approval, the charter should be made available and the committee should then be opened to applications from club members.

13. RESOLUTIONS OF EXECUTIVE COMMITTEE WITHOUT MEETING

- 13.1.** A flying minute signed by all the members of the executive committee shall be as valid and effectual as if it had been passed at a meeting of the executive committee duly convened and held.
- 13.2.** Any such resolution may consist of several documents in like form, each signed by one (1) or more members of the executive committee.

14. ANNUAL GENERAL MEETINGS

14.1. Annual general meeting must be held:

- 14.1.1. At least once each year.
- 14.1.2. The annual general meeting will be held in the month of October or within three (3) months after the end of the Club's previous financial year.

15. BUSINESS TO BE TRANSACTED AT ANNUAL GENERAL MEETING

15.1. The following business must be transacted at every annual general meeting:

- 15.1.1. The receiving of the statement of income and expenditure, assets and liabilities for the last financial year prepared by the treasurer.
- 15.1.2. The receiving of reports from the president and the secretary.
- 15.1.3. The receiving of the auditor's report on the financial affairs of the Club for the last financial year.
- 15.1.4. The presenting of the audited statement to the meeting for adoption
- 15.1.5. The election of members of the executive committee.
- 15.1.6. The appointment of an auditor who shall be the nominee of the Union for Club/Societies or an independent auditor who must be a member of the Institute of Chartered Accountants in Australia or the Australian Association of Accountants or a successor to either of these bodies.
- 15.1.7. The minutes of the annual general meeting shall be submitted to the Clubs and Societies Administration Officer within seven (7) days of the annual general meeting.
- 15.1.8. Where there is a tied vote, the issue will be deemed to have been resolved in the negative.

16. SPECIAL GENERAL MEETING

16.1. The secretary shall convene a special general meeting by sending out notice of the meeting within fourteen (14) days of:

- 16.1.1. Being directed to do so by the executive committee.
- 16.1.2. Being given a requisition in writing or by email signed by not less than one-third (1/3) of the members presently on the executive committee or from ordinary members not less than double the number of members presently on the executive committee plus one (1).
- 16.1.3. Being given a notice in writing or by email of an intention to appeal against the decision of the executive committee to reject an application for membership or to terminate the membership of any person.
- 16.1.4. A requisition mentioned in subsection ii)16.a)ii) shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat.

17. QUORUM AT GENERAL MEETING

- 17.1.** At any general meeting the number of members required to constitute a quorum shall be five (5) times the membership of the executive committee plus one (1).

18. NOTICE OF GENERAL MEETING

- 18.1.** The secretary shall convene at least one general meeting per year of the Club by giving not less than fourteen (14) days' notice of any such meeting to the members of the Club.
- 18.2.** The manner by which such notice shall be given shall be determined by the executive committee.
- 18.3.** Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

19. PROCEDURE AT GENERAL MEETING

- 19.1.** Unless otherwise provided by these rules, at every general meeting:
- 19.1.1. The secretary shall preside as chairperson, or if there is no secretary, or if the secretary is not present within fifteen (15) minutes after the time appointed for the holding of the meeting or is unwilling to act, the vice-president shall be the chairperson or if the vice-president is not present or is unwilling to act then the members present shall elect one (1) of their number to be chairperson of the meeting.
 - 19.1.2. The chairperson shall maintain order and conduct the meeting in a proper and orderly manner.
 - 19.1.3. Every question, matter, or resolution shall be decided by a majority of votes of the members present.
 - 19.1.4. Every resolution must be minuted.

20. ALTERATION OF RULES

20.1. These rules may be amended or added to from time to time by a special resolution carried at any general meeting.

20.2. However, any amendment or addition is valid only if it is registered by the executive committee and approved by the Clubs and Societies committee.

20.3. On special resolutions:

20.3.1. A special resolution is passed at a meeting if:

20.3.1.1. Of the entitled members of the Club who vote in person or (if proxies are allowed) by proxy at a meeting, not less than three quarters (3/4) vote in favour of the resolution; and

20.3.1.2. Any additional requirements of the constitution relating to the passing of a special resolution have been met.

20.3.2. A special resolution is not to be considered to have been passed as a special resolution under sub-section **20.2** unless not less than twenty-one (21) days' notice has been given in accordance with the rules to all of the entitled members of the Club specifying the intention to propose the resolution as a special resolution.

20.3.3. At any meeting at which a special resolution is submitted, a declaration by the chairperson that the resolution has been carried is conclusive proof of the fact unless a poll is demanded.

20.3.4. In this section "entitled member" means a member of the Club who is entitled under the rules of the association to vote.

21. FUNDS & ACCOUNTS

- 21.1.** The funds of the Club must be kept in the name of the Club in the University branch of the Commonwealth Bank. The Club shall operate one (1) account only. Exceptions to this can only occur with the specific approval of the Clubs and Societies committee.
- 21.2.** Proper books and accounts shall be kept and maintained either in written or digital form in the English language showing correctly the financial affairs of the Club and the particulars usually shown in books of a like nature.
- 21.3.** All monies shall be deposited in total as soon as practicable after receipt thereof.
- 21.4.** All amounts shall be paid by bank transfer approved by any two (2) of the executive committee, and/or the Clubs and Societies Administration Officer.
- 21.5.** The executive committee shall determine the amount of petty cash which shall be kept.
- 21.6.** All expenditure shall be approved or ratified at an executive committee meeting.
- 21.7.** As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing the particulars of:
- 21.7.1. The income and expenditure for the financial year just ended.
- 21.7.2. The assets and liabilities at the close of that year.
- 21.8.** The accounts of the Club must be audited within three (3) months prior to the annual general meeting.
- 21.9.** The auditor must examine the statement prepared by the treasurer and present a report on it to the secretary before the next annual general meeting following the financial year for which the audit was made.
- 21.10.** The income and property of the Club must be used solely in promoting the Club's objectives and exercising the Club's powers.

22. DISSOLUTION CLAUSE

- 22.1.** In the event of the Club being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to any association with similar purposes which is not carried on for the profit for gain of its individual members.

23. DOCUMENTS

- 23.1.** The executive committee shall provide for the safe custody of books, documents, instruments of title and securities of the Club.
- 23.2.** The financial year of the Club shall close on the 31st day of August each year.
- 23.3.** The constitution is enacted on the 18th day of October in the year 2016.
- 23.3.1. This constitution was last amended on the 12th of October in the year 2021.