

Australian Paramedics Association Qld

Rules

as at 17 August 2018

Table of Contents

1. NAME.	3
2. REGISTERED OFFICE.	3
3. CONSTITUTION.	3
3.1 ORDINARY MEMBERSHIP	3
3.2 CASUAL MEMBERSHIP	3
3.3 HONORARY MEMBERSHIP	3
3.4 STUDENT MEMBERSHIP	4
3.5 THE COMMON SEAL.....	4
4. PURPOSE AND OBJECTS.	4
5. POWERS.	5
6. MEMBERSHIP.	5
7. RESIGNATION.	6
8. MEMBERSHIP FEES.	6
9. FINANCIAL YEAR.	6
10. REMISSION OF FEES, ARREARS.	6
11. NON-FINANCIAL MEMBERS.	7
12. CESSATION OF MEMBERSHIP.	7
13. REGISTER OF MEMBERS.	8
14. PROHIBITION ON USE OF INFORMATION ON REGISTER OF MEMBERS	9
15. DUTIES OF MEMBERS.	9
16. APA QLD'S MANAGEMENT COMMITTEE.	9
17. PRESIDENT AND VICE-PRESIDENT.	10
18. MEETINGS OF THE MANAGEMENT COMMITTEE.	10
19. RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING.	10
20. POWERS OF THE MANAGEMENT COMMITTEE.	11
21. SECRETARY.	11
22. TREASURER	12
23. BANKING.	12
24. SIGNING OF CHEQUES.	13
25. FUNDS.	13
26. ASSETS.	14



27. FINANCIAL ACCOUNTING AND AUDITORS..... 14

28. ELECTION OF MANAGEMENT COMMITTEE MEMBERS..... 15

29. CASUAL VACANCIES..... 16

30. REMOVAL OF MANAGEMENT COMMITTEE MEMBERS. 16

31. POWER TO INSPECT..... 16

32. REPRESENTATION..... 17

33. EXECUTION OF DOCUMENTS..... 18

34. PLEBISCITE. 19

35. ANNUAL GENERAL MEETING..... 19

36. SPECIAL GENERAL MEETING..... 20

37. MINUTES OF GENERAL MEETINGS 20

38. NOTICE OF GENERAL MEETINGS..... 20

39. PLACE OF MEETING..... 20

40. VOTING AND PROCEDURES AT MEETINGS. 21

41. QUORUM AND ADJOURNMENT FOR GENERAL MEETINGS..... 21

42. AMENDMENT OF RULES..... 22

43. INTERPRETATION..... 22

44. CESSATION OF ASSOCIATION. 23

45. OPERATION OF RULES..... 23



Australian Paramedics Association Queensland (APA Qld) (Incorporated Association)

1. Name.

The name of the Association shall be "Australian Paramedics Association Queensland" (APA Qld)"

2. Registered Office.

The Registered office of the Association shall be listed within the Australian Paramedics Association Queensland bylaws S.1.3.

3. Constitution.

APA Qld shall consist of an unlimited number of persons who are employed as or who perform the duties of:

3.1 Ordinary Membership

- a) Any person who is employed on a permanent basis as a Paramedic, Patient Transport Officer or Emergency Medical Dispatcher of the Queensland Ambulance Service, or a Privately Employed Paramedic in the State of Queensland may apply for ordinary membership of APA Qld.
- b) Any person who is employed on a permanent basis as an office holder of APA Qld or as an employee of APA Qld may apply for ordinary membership of APA Qld.
- c) Ordinary members have full voting rights.

3.2 Casual Membership

- a) Any person who is employed by the Queensland Ambulance Service on a casual basis as a Paramedic, Patient Transport Officer or Emergency Medical Dispatcher, or a Privately Employed Paramedic in the State of Queensland may apply for casual membership of APA Qld.
- b) Any person who is employed on a casual basis by APA Qld may apply for casual membership of APA Qld.
- c) Casual members have full voting rights.

3.3 Honorary Membership



- a) Any person who was previously employed as an Officer of the Queensland Ambulance Service or a Privately Employed Paramedic in the State of Queensland may be nominated for honorary membership of the APA Qld.
- b) Any person deemed by APA Qld members to be beneficial to the Association may be nominated for honorary membership of the APA Qld.
- c) Honorary membership applications are to be nominated by a member at the next applicable General Meeting.
- d) Honorary members have no voting rights.

3.4 Student Membership

- a) Any person who is enrolled as a student at any Australian University and undertaking any degree that allows entry into a Graduate Paramedic Position within QAS or /and employment as a Privately Employed Paramedic may apply for student membership of the APA Qld.
- b) Student members have no voting rights.

3.5 The Common Seal

- a) The common seal of the Association must be kept in the custody of the Secretary."
- b) Whenever the common seal is used, its use must be authorised by a resolution of the board.
- c) Where the common seal is used, its form is regulated by provisions in the organisation's constitution, which may be regulated by applicable Acts and Regulations.
- d) Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by –
 - i the secretary; or
 - ii another member of the management committee; or
 - iii someone appointed by the management committee.

4. Purpose and Objects.

The purpose and objects of APA Qld are and shall be to uphold, advance and protect the interest of the APA Qld and the APA Qld's members (including industrial, social, economic and professional interests), including the following:

- a) To act for members in matters or proceedings arising under or out of any Industrial or employment related legislation affecting the employment of members.
- b) To act for members in any matter concerning the making and/or filing of any award, contract or agreement regulating the employment of members.



- c) To act for members in proceedings to enforce awards, contracts and/or agreements, recover amounts of money payable to any members and to institute proceedings for breach of an award, contracts or agreement and to recover penalties.
- d) To do such acts and things as are necessary for and incidental to the exercise of any power, duty, right or privilege arising under or out of any industrial legislation concerning the APA Qld's status or position.
- e) In its discretion to lodge claims and make applications as it deems appropriate to courts and tribunals.
- f) To initiate, support or oppose and make representations concerning any matter or legislation affecting any of the objects and purposes of APA Qld or its members.

5. Powers.

- a) APA Qld has, but is not limited to, the following powers:
 - i. enter into contracts;
 - ii. acquire, hold, deal with and dispose of property;
 - iii. make charges for services and facilities it supplies;
 - iv. do other things necessary or convenient to be done in carrying out its affairs.

6. Membership.

- a) Any person shall be entitled to membership of the Association upon compliance with the procedure provided in this rule.
- b) Any person referred to in Rule 3 may apply to be admitted to membership of APA Qld. Such application shall be either in writing or electronically. The management committee shall consider whether the person should be admitted as a member, taking into account the applicant's integrity, history and any other such issue whereby the person's membership with APA Qld may have a detrimental effect on the Association.
- c) Any person fulfilling the criteria for membership under Rules 3 and 6, has full voting rights at any meetings in accordance with these Rules
- d) Persons who pay their fees by direct debit shall be deemed to be financial for so long as their payments are honoured.



- e) APA Qld's Management Committee may enter into any arrangement which it deems suitable with an employer to have the APA Qld's membership fees paid by payroll or salary deductions. APA Qld's Committee may delegate this matter either generally or in specific cases to the Secretary.
- f) A register of members shall be kept by the Secretary in which shall be entered the names and addresses of all members of APA Qld.
- g) Membership of APA Qld shall be subject to compliance with the Rules of APA Qld.
- h) Each applicant for membership must be informed of:
 - i. the financial obligations arising from membership including payment of membership fees.
 - ii. the circumstances and the manner in which a member may resign from the APA Qld, as set out in the Rules.

7. Resignation.

- a) Any member may resign from membership by sending a resignation by email or in writing to the Committee.
- b) The Management Committee may waive the payment of all or part of such fees on resignation as it deems necessary.
- c) Any persons who shall by any means cease to be a member, shall nevertheless remain liable for, and pay to APA Qld, all monies which at the time that person ceased to be a member were due by that person to the APA Qld.

8. Membership Fees.

- a) The fortnightly membership fee payable by members shall be of an amount or according to such scale as may be fixed from time to time by the Management Committee but not exceeding 50 dollars per fortnight.
- b) The membership fees are as listed in the Association Bylaws S.3.1(c) and S.3.2 (c)

9. Financial Year.

- a) The financial year shall commence on the first day of July in each year.

10. Remission of Fees, Arrears.



- a) Should any APA Qld member be disabled by reason of ill-health or other sufficient cause the Management Committee may remit arrears of membership fees due from such member.

11. **Non-financial Members.**

- a) Any member who fails to pay membership fees within one month of it becoming payable, shall be deemed un-financial and shall be excluded from all benefits of APA Qld including but not limited to industrial representation.
- b) No non-financial member shall be allowed to take part in meetings of APA Qld and shall not be invited to vote at any meeting or in any election or plebiscite of members.
- c) A member paying membership fees by direct debit, while deemed financial by virtue of any other Rule shall nevertheless be un-financial within the meaning of this Rule, should any membership fee remain unpaid for a period in excess of one month.
 - i. a "month" in this Rule shall mean a period of four consecutive weeks.
- d) It is the obligation of the member to ensure they are financial.

12. **Cessation of Membership.**

- a) Should a member cease to be eligible under Rule 3 for membership of the Association then that member's membership may be cancelled by the Management Committee.
- b) A member may resign from the association by giving a written notice of resignation to the secretary.
- c) The resignation takes effect at:
 - ii. the time the notice is received by the secretary; or
 - iii. if a later time is stated in the notice—the later time.
- d) The management committee may terminate a member's membership if the member:
 - i. is convicted of an indictable offence; or: does not comply with any of the provisions of these rules or by-laws; or
 - ii. has membership fees in arrears for at least 1 month; or



- iii. conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association; or
 - iv. breaches the Code of Conduct.
- e) Before the management committee 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.
- i. if, after considering all representations made by the member, the management committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.
- f) A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written or electronic notice of the person's intention to appeal against the decision.
- g) A notice of intention to appeal must be given to the secretary within 14 days after the person receives written or electronic notice of the decision.
- h) If the secretary receives a notice of intention to appeal, the secretary must, within 1 month after receiving the notice, call a general meeting to decide the appeal

13. Register of Members.

- a) The management committee must keep a register of members of the association.
- b) The register must include the following particulars for each member;
 - i the full name of the member;
 - ii the postal or residential address of the member;
 - iii the date of admission as a member;
 - iv the date of death or time of resignation of the member;
 - v details about the termination or reinstatement of membership;
 - vi any other particulars the management committee or the members at a general meeting decide.
- c) The register must be open for inspection by members of the association at all reasonable times.
- d) A member must contact the secretary to arrange an inspection of the register.
- e) However, the management committee may, on the application of a member of the association, 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 the association must not;
 - i use information obtained from the register of members of the association to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes; or
 - ii 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 the association for the purpose of advertising for political, religious, charitable or commercial purposes.
- b) Subrule (14.a) does not apply if the use or disclosure of the information is approved by the association.

15. Duties of Members.

No member of APA Qld shall -

- a) Do any discreditable act, or anything prejudicial or injurious to the interests of APA Qld or APA Qld's members;
- b) Breach the Code of Conduct

16. APA QLD'S Management Committee.

- a) APA Qld shall be governed by a Management Committee consisting of:
 - i. a President;
 - ii. a Vice-President;
 - iii. a Treasurer; and
 - iv. two further Management Committee members (The Secretary is able to hold a committee position if the person appointed is eligible for membership in accordance with Rule 3).



- b) The Committee shall have the right of admitting members and shall be concerned with the policy of APA Qld, but may delegate such powers as it sees fit from time to time to the Secretary.
- c) Any member of the Management Committee may be appointed as registered officer of APA Qld.
- d) The management committee has the right by way of vote to amend the Association By-Laws, to ensure continuing governance of the Association.

17. President and Vice-President.

The President or, in the absence of the President, Vice-President shall preside at each meeting. In the absence of both the President and Vice-President, the members present may elect a member to chair the meeting. At all meetings, the member chairing the meeting shall be entitled to vote, and in the event of equality may exercise a casting vote. The President, or in the absence of the President, Vice-President appointed by the Management Committee, shall have the powers within the above to administer the policy laid down by the Management Committee, and to deal with any urgent matters which may arise between meetings of the Management Committee.

18. Meetings of the Management Committee.

The Management Committee shall meet as it may decide from time to time or when summoned by the President, or in the absence of the President, by the Vice-President or by the Secretary stating the object for which the meeting is requested. The procedure at Management Committee meetings shall be determined by the member chairing the meeting.

- a) Due to size of Queensland, and the vast distances, meetings are to be conducted by electronic means to reduce costs.
- b) The management committee must meet and conduct face to face meetings at least twice per financial year.
- c) Minutes of these meeting must be kept and be available in accordance with Rule 31

19. 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 (19.a) may consist of several documents in like form, each signed by 1 or more members of the committee.

20. Powers of the Management Committee.

Subject to these Rules, the Management Committee shall have full power and authority to exercise all or any of the powers, and to perform, carry out and do all or any of the functions, objects and activities of APA Qld, and all things incidental to it.

21. Secretary.

- a) The Secretary:
- i. may be the registered officer of APA Qld;
 - ii. may be appointed by the Management Committee;
 - iii. may be a paid employee of APA Qld;
 - iv. may be a member of the Management Committee only in circumstances where they are eligible for membership in accordance with Rule 3;
 - v. shall be responsible for the day to day running of APA Qld;
 - vi. may exercise such powers and perform such duties and functions as are conferred or imposed by these Rules;
 - vii. may exercise such further powers and perform such further duties and functions pertaining to the secretarial office not inconsistent with these Rules as may be conferred or imposed upon the Secretary from time to time by the Management Committee;
 - viii. shall attend all meetings and ensure accurate minutes of the proceedings of APA Qld meetings are kept;
 - ix. shall ensure that the accounting records of APA Qld are kept;
 - x. shall ensure that all notices to members required by the Rules are issued;
 - xi. shall ensure that the correspondence of the Association is maintained and dealt with appropriately; and
 - xii. shall ensure that all documents and returns required by law are prepared and forwarded.

- b) At the annual general meeting the Secretary may submit the balance sheet duly signed by auditors, showing the income and expenditure for the past year and the amounts of assets in hand. The bank records shall also be produced for inspection. The Secretary shall deliver up any books and records if called upon to do so by the Management Committee.
- c) The Management Committee is responsible for appointing the Secretary. The Secretary shall be paid such salary and/or enjoy such other conditions of employment as may be fixed by the Management Committee.

22. Treasurer

It is the duty of the treasurer of the association to ensure:

- a) That all money due to the association is collected and received and that all payments authorised by the association are made, and
- b) That correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association
- c) At the annual general meeting the Treasurer shall submit the balance sheet duly signed by auditors, showing the income and expenditure for the past year and the amounts of assets in hand. The bank records may also be produced for inspection. The Secretary shall deliver up any books and records if called upon to do so by the Management Committee.

23. Banking.

All monies shall be deposited in such bank as the Management Committee shall appoint in the name of APA Qld within forty-eight hours of the receipt of same, and all monies required for settlement of accounts passed for payment shall be withdrawn from the Bank. The Secretary shall keep an account of all monies received and furnish the auditors with a correct account of the yearly monetary transactions, and produce all bank vouchers and documents in connection there with.

- a) The management committee may open, close or adjust any bank accounts, credit cards or conduct other financial affairs at the committee's discretion to ensure members' interests and representation is maintained.
- b) All online purchases, payments and transfers must be authorised by 2 members of the management committee.
- c) No member of the Management Committee is permitted to be the final approver of any reimbursement being paid to themselves, even if approved by other Management Committee members.



24. Signing of Cheques.

All cheques withdrawing money from the APA Qld's bank shall be signed by the Secretary or in his absence or incapacity or during any vacancy in the position, by one of the Management Committee members and shall be countersigned by another member of the Management Committee.

25. Funds.

- a) All monies received as membership fees and interest on capital shall be for the purpose of carrying out the objects of APA Qld.
- b) A loan, grant or donation must not be made by APA Qld unless the Management Committee of the APA Qld has satisfied itself that the making of the loan, grant or donation would be in accordance with the Rules of the APA Qld and, in the case of a loan, that, in the circumstances, the security proposed to be given for the repayment of the loan is adequate and the proposed arrangement for the repayment of the loan is satisfactory, and has approved the making of the loan, grant or donation.
- c) APA Qld funds cannot be used for the purposes of:
 - i. purchasing alcohol or;
 - ii. payment to any person, not employed by APA Qld, for performing any duties as an employee of any organisation (excluded are any duties performed as part of a contract or subcontract arrangement with prior approval of the management committee).
- d) When travel is required by any member at the expense of APA Qld, all accommodation, meals and transport expenditure is to be modest and reasonable.
- e) Credit or debit cards may be issued to management committee members and APA Qld employees as deemed appropriate by the management committee. All credit or debit card use must be for the purpose of APA Qld business only and must be reconciled monthly.
- f) Any personal expense incurred as a result of conducting business on behalf of APA Qld may be reimbursed following completion of a 'Reimbursement Claim Form' approved by 2 management committee members subject to the following subsections:
 - i. receipts are to be tendered as proof of expenditure and a declaration must be signed; and

- ii. a management committee member may not be one of the 'approvers' for their own claim; and
- iii. if possible, a member of the management committee should be made aware of the business to be conducted, and approval to submit the claim should be given in advance. Should notice not be able to be obtained prior to incurring the expense, the management committee should be made aware at the first opportunity.
- iv. motor vehicle expense reimbursements will be paid at a per kilometre rate equivalent to the private vehicle rate paid by the Queensland Ambulance Service.

26. **Assets.**

- a) All physical assets bought or leased on behalf of or owned by the association shall remain the property of the association.
- b) a register of assets shall be maintained and be available to members in accordance with Rule 31.

27. **Financial Accounting and Auditors.**

All accounting, financial reporting and book keeping is to be performed independently by a registered accounting firm to be appointed by the committee.

- a) The Management Committee shall appoint an auditor.
- b) Any appointee to the position of auditor shall be a registered public accountant in accordance with the legislation governing accountants.
- c) The Secretary or Treasurer shall present a yearly audit/report to the members at the annual general meeting on the accounts which the auditor has examined and the report shall state:
 - i. whether or not all the information and explanations required have been obtained; and
 - ii. whether in the auditor's opinion, the balance sheet laid before the annual general meeting is properly drawn up so as to exhibit a true and correct view of the state of APA Qld's affairs according to the best information available and the explanations given and as shown by books of APA Qld; and
 - iii. whether in the auditor's opinion, and as shown by books of APA Qld, the register of members and other records which APA Qld is required to keep have been properly kept.



- d) Such position shall become vacant if the auditor resigns, dies or is removed by the Management Committee for being unable to carry out or not carrying out the duties of auditor set out in the Rules, or for charging or proposing to charge excessive fees. The Management Committee may fill any such vacancy by appointing another auditor.

28. Election of Management Committee Members.

- a) APA Qld's members shall elect a Management Committee of APA Qld in accordance with Rule 16.
- b) The elections of Management Committee members shall take place every year at the Annual General Meeting. The term of each office shall commence on the first day after registration.
- c) President, Vice President, Secretary and Treasurer will be two years term. President and Treasurer elections will be held on even numbers years. Vice president and Secretary elections will be held on odd numbered years. Any other management committee positions will be elected annually.
- d) Any financial member of the APA Qld shall be entitled to be elected as a Management Committee member and vote in elections.
- e) A member of the management committee may only be elected if any 2 members of the association nominate another member (the **candidate**) to serve as a member of the management committee. 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;
- f) Each member of the association present and eligible to vote at the annual general meeting may vote for 1 candidate for each vacant position on the management committee;
- i if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- g) A person may be a candidate only if the person;
- i is an adult; and
 - ii is not ineligible to be elected as a member under section 61A of the Act.

- h) A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the association, or distributed via electronic means, at least 7 days immediately preceding the annual general meeting

29. **Casual Vacancies.**

- a) A Management Committee position shall become vacant if the Management Committee member resigns, dies or is removed from the position pursuant to the rules.
- b) A casual vacancy in the position mentioned in sub rule (a) of this rule may be filled by an election in accordance with the rules or by appointment by the Management Committee if the unexpired part of the term of position of the previous position holder does not exceed:
 - i. 12 months; or
 - ii. three quarters of term of the position, whichever is the greater

30. **Removal of Management Committee Members.**

- a) Any Management Committee member may be removed from the Management Committee by a resolution passed at a meeting of the Management Committee by an absolute majority of those present and voting where that Management Committee member has been found guilty of:
 - i. misappropriation of the funds of the APA Qld; or
 - ii. a substantial breach of the Rules of APA Qld; or
 - iii. gross misbehaviour or gross neglect of duty; or
 - iv. a breach of the code of conduct; or
 - v. where the Management Committee member has ceased, under the Rules of APA Qld, to be eligible to be a member of APA Qld in accordance with Rule 3.

31. **Power to Inspect.**

The books and documents of APA Qld shall be open to inspection by any member having an interest in its funds, upon reasonable notice being given.



32. Representation.

- a) APA Qld may be represented in any proceeding before any court or tribunal by any such person as the Management Committee may appoint from time to time.
- b) Legal assistance and representation and information can be provided to fee-paying members of the APA Qld in relation to any alleged offence arising out of or in the course of their employment with the Queensland Ambulance Service.
- c) Financial assistance is for legal representation for fee-paying members who are implicated or charged with an offence. An offence can include, but is not limited to:
 - i Grievances, charges and inquiries placed against member(s) from any party including parties outside the Queensland Ambulance Service (QAS);
 - ii Breach of any legislation, policy or procedure by another person or party against any fee-paying member(s) of the Association whilst on duty;
 - iii Should one member(s) place any action or grievance etc. against another members(s) the Association must be able to adequately represent all parties involved on a fair and equitable basis.
- d) The APA Qld cannot financially assist any member in respect of any matter relating to libel and/or defamation or equal opportunity and/or sexual harassment whether such claim arises out of or in the course of his/her, employment or otherwise. Due to the uniqueness of such cases all items are considered by the Management Committee before a decision is made regarding assistance.
- e) The APA Qld does not assist members in relation to criminal charges which arise outside of the normal course of their duties even where the charge may impact on their employment activity. For example, a drink driving charge or for matters that have occurred prior to membership of the APA Qld. Due to the uniqueness of such cases all items are considered by the Management Committee before a decision is made regarding assistance.
- f) The APA Qld does not provide assistance in relation to any personal legal affairs of members.
- g) If any member is implicated or charged with any offence arising out of or in the course of his/her employment that member shall **immediately** advise the APA Qld in full of the following:
 - i the nature of the inquiry, implication or charge;
 - ii the date of the alleged offence;
 - iii the location of the alleged offence;
 - iv any other material fact relating to the alleged offence.

- h) Initial approval for the provision of legal assistance is at the discretion of the APA Qld Management Committee. The Management Committee are the persons at any given time holding the positions of APA Qld President, APA Qld Vice-President, APA Qld Secretary, APA Qld Treasurer and APA Qld State Liaison Officer.
- i) Legal assistance is only provided if the alleged offence is as a consequence of the member acting reasonably and in good faith in the performance of their duties
- j) Legal representation may be withdrawn or refused at the discretion of the Management Committee including but not exclusively for:
 - i the member failing to follow the advice of the Management Committee in relation to a matter;
 - ii the member failing to follow the advice of the appointed legal representative in relation to a matter;
 - iii the member performing any act or omission not sanctioned by the Management Committee in relation to a matter;
 - iv upon receipt of sound legal advice and consideration by the Management Committee, pursuit of any matter would be futile, or detrimental to APA Qld's reputation
- k) Upon denial of legal assistance by the Management Committee, a member may within fourteen days, forward to the Secretary, written notice of an intention to appeal against the decision of the Management Committee.
- l) Upon on receipt of a written notice as described in 28(k) of these Rules, the Secretary will call a meeting, the member can put forward their case to the APA Qld membership for appeal against the Management Committee's decision.
- m) As per Rule 40 of the Association Rules, APA Qld members present at the meeting have the power to overturn the Management decision. This decision will be final and cannot be appealed against. The quorum (minimum number of members) required for the Special General Meeting is as per Rule 41 of the Association Rules.
- n) The Association will form working agreements with legal firms as required from time to time in order to represent members.
- o) Members approved for financial assistance are entitled to all funds held by the APA Qld at the time of approval, but no more. Upon approval of membership, the member acknowledges that members are not liable, nor obligated to provide further financial resources than what is available in the Association bank account.

33. Execution of Documents.



Agreements and other instruments may be made by the Management Committee on behalf of APA Qld.

34. Plebiscite.

- a) All decisions of the Management Committee shall be subject to review by the members voting in the plebiscite.
- b) A plebiscite may be called by decision of the Management Committee or in the case of a review of a Management Committee decision may be requested by a petition of financial members signed by not fewer than 20% of the financial members of APA Qld.
- c) A request for a plebiscite must be made within six weeks of the decision of the Management Committee sought to be reviewed.
- d) A plebiscite shall be conducted by the Secretary or in accordance with the requirements of the Rules and Industrial Relations Act 1999.
- e) Any decision of the members voting in a plebiscite shall be final and binding on APA Qld and its members until the next Management Committee is elected.

35. Annual General Meeting.

- a) The annual general meeting shall be held at such time in each year not more than three months after the closing of the Association's financial year, as may be determined by the Management Committee.
- b) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - i. to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - ii. to receive from the committee reports on the activities of the association during the last preceding financial year,
 - iii. to elect office-bearers of the association and ordinary committee members,
 - iv. to receive and consider any financial statement or report required to be submitted to members under the Act.
- c) An annual general meeting must be specified as such in the notice convening it.

36. Special General Meeting.

A special general meeting may be called by the Management Committee or the Secretary.

37. Minutes of General Meetings

- a) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book.
- b) To ensure the accuracy of the minutes;
 - i the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
 - ii the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.
- c) If asked by a member of the association, the secretary must, within 28 days after the request is made;
 - i make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
 - ii give the member copies of the minutes of the meeting.
- d) The association may require the member to pay the reasonable costs of providing copies of the minutes.

38. Notice of General Meetings.

At least fourteen days notice of the holding of any general meeting shall be given to the members.

Such notice may be given in writing or electronically distributed to members.

39. Place of Meeting.

The place of the meeting shall be such place as may be determined by the Management Committee from time to time.



40. **Voting and Procedures at Meetings.**

- a) There shall be no proxy voting at general meetings.
- b) The President or, in the absence of the President, Vice-President shall preside at each meeting. In the absence of the President and Vice-President, the members present may elect one of their members or APA Qld's employees to chair the meeting.
- c) The procedure of the meeting shall be determined by the member chairing the meeting.
- d) Voting at the Annual General Meeting for the election of the Management Committee positions, and any resolution can be conducted by:
 - i. attendance at the Annual General Meeting and casting a vote in person
 - ii. participating in the Annual General Meeting by way of electronic conferencing equipment deemed appropriately secure by the Management Committee
 - iii. proxy vote, on the approved form supplied by the Secretary of APA Qld, nominating a person as the proxy who must be in attendance at the meeting or participate on the approved electronic conferencing communication device.
 - iv. any proxy voting form must be received by the secretary no less than 48 hours prior to the commencement of the Annual General Meeting and may be received by electronic means
 - v. all proxy votes are to be available the annual general meeting for scrutiny if so desired

41. **Quorum and Adjournment for General Meetings.**

- a) At a general meeting the number of members equal to double the number of Management Committee members presently on the Management Committee plus one form a quorum.
- b) No business may be conducted at a general meeting unless a quorum of members is present when the meeting proceeds to business.
- c) A resolution is passed if majority of the quorum under this Rule votes in favour of the resolution.
- d) If a quorum is not present within thirty minutes after the time fixed for a general meeting called on the request of members of the Management Committee or APA Qld, the meeting lapses.



- e) If a quorum is not present within thirty minutes after the time fixed for a general meeting called other meeting than on the request of members of the Management Committee or APA Qld, the meeting is to be adjourned to:
 - i. the same day, time and place in the next week; or
 - ii. a day, time and place decided by the Management Committee.
- f) If at an adjourned meeting, a quorum is not present within thirty minutes after the time fixed for the meeting, the members present form a quorum.
- g) The chairperson may, with the consent of any meeting at which a quorum is present, 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 subsection (f) only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- i) The Management Committee 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 days.
- j) If a meeting is adjourned for at least thirty days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

42. Amendment of Rules.

- a) In circumstances where the Industrial Registrar directs amendments to these Rules for compliance with the Industrial Relations Act 2016 and/or for the purpose of industrial registration, they may be amended, altered, rescinded or replaced or new Rules may be made by resolution passed by the Management Committee.
- b) In all other circumstances amendments to the Rules must be ratified at a general meeting of members.

43. Interpretation.

In construing and for the purpose of these Rules, the following terms in inverted commas shall be the respective meaning set out against them:

- a) "APA Qld": The Australian Paramedics Association Queensland, being the body constituted by these Rules.



- b) "The Management Committee": The Management Committee are the persons at any given time holding the positions of APA Qld President, APA Qld Vice-President, APA Qld Secretary (should the secretary be entitled to voting rights as per Rules 3 and 6, APA Qld Treasurer and APA Qld State Liaison Officer.
- c) "General Meeting": General meeting of APA Qld.
- d) "Member": Member of APA Qld
- e) "Rules": Means the Rules of APA Qld.
- f) "Act": Means the Industrial Relations Act Qld 2016 or its equivalent in force at the relevant time.

44. Cessation of Association.

Provided the association is still solvent, a special resolution at a general meeting to wind it up shall be passed. At this meeting, members must also pass a special resolution specifying how to distribute any surplus assets.

45. Operation of Rules.

These Rules are to be read and enacted in conjunction with the APA Qld By-Laws and Code of Conduct, and will remain in effect unless changed or replaced in accordance with Rule 42.

END OF RULES.