

**Constitution of the:**

**Nambour**

**Bowls Club Inc.**

**Amalgamated/Unified Constitution**

**Single Tier Structure**

**Incorporated under the Provisions of the**

1. The Associations Incorporation Act 1989 as amended
2. The Anti-Discrimination Act 1991 as amended
3. The Liquor Act 1992 as amended
4. The Gaming Machine Acts 1992 amended

**Incorporation Number 1A 13109**

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# Nambour Bowls Club Inc

## Rules

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## SECTION A – THE CLUB

### 1 Definitions

- (1) "Club" means the Nambour Bowls Club Inc.
- (2) "Constitution" means the rules and by-laws of the Club in force for the time being.
- (3) "Management Committee" means the members for the time being of the management committee of the Club as constituted in accordance with these rules and by-laws and is the controlling body of the Club subject only to any direction of members at a general meeting.
- (4) "Member" means any member of the Club.
- (5) "Seal" means the common seal of the Club.
- (6) "Month" means calendar month.
- (7) "WB" means World Bowls.
- (8) "BA" means Bowls Australia Incorporated.
- (9) "BQ" means Bowls Queensland.
- (10) "DBA" means District Bowls Association.

### 2 Interpretation

- (1) In these rules:  
**Act** means the *Clubs Incorporation Act 1981 as amended*.  
**Present means:**
  - (a) at a Management Committee meeting, see rule 29; or
  - (b) at a general meeting, see rule 17.
- (2) 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.

### 3 Name

The name of the incorporated club is the Nambour Bowls Club Inc (***the Club***).

### 4 Objects

The objects of the Club are:

- (1) to advance and promote the sport of Bowls;
- (2) to provide the best possible standard of playing facilities for members in accordance with the Laws of the Game prescribed by BA;
- (3) to provide, develop and promote activities that are from time to time deemed appropriate and to provide good fellowship between members of the Club;
- (4) to promote and enhance the sport of Bowls in the local community.

### 5 Powers

- (1) To control the funds and other assets and liabilities of the Nambour Bowls Club.
- (2) To subscribe to become a member of and co-operate with any other club or organisation, whether incorporated or not whose objects are altogether or in part similar to those of the Club provided that the Club shall not subscribe to or support with its funds any club or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Club under or by virtue of rule 44.

- (3) In furtherance of the other objects of the Club to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Club or persons frequenting the Club's premises.
- (4) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with any of the other objects of the Club; provided that in case the Club shall take or hold any property which may be subject to any trusts the Club shall only deal with the same in such manner as is allowed by law having regard to such trusts.
- (5) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the Club's other objects and the exercise of the powers of the Club; to obtain from any such Government or Authority any rights, privileges and concessions which the Club may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (6) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Club.
- (7) To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the Club, or in or about the Club or promotion of the Club or in the furtherance of its other objects.
- (8) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Club's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
- (9) To invest and deal with the money of the Club not immediately required in such manner as may from time to time be thought fit.
- (10) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
- (11) In furtherance of the other objects of the Club to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate.
- (12) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated Club's property or assets present or future and to purchase, redeem or pay-off any such securities.
- (a) 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:
- (i) the financial institution for the Club; or
- (ii) if there is more than one financial institution for the Club, the financial institution nominated by the Management Committee.
- (13) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- (14) In furtherance of the other objects of the Club to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club.
- (15) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Club's property of whatsoever kind sold by the Club, or any money due to the Club from purchasers and others.

(16) To take any gift of property whether subject to any special trust or not, for any one or more of the other objects of the Club but subject always to the proviso in sub-rule (8).

(17) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Club, in the shape of donations, annual subscriptions or otherwise.

(18) To print and publish any newspapers, periodicals, books or leaflets that the Club may think desirable for the promotion of its objects.

(19) In furtherance of the other objects of the Club to amalgamate with any one or more incorporated clubs having objects altogether or in part similar to those of the Club and which shall prohibit the distribution of its or their income and property among it or their members to an extent at least as great as that imposed upon the Club under or by virtue of rule 44.

(20) In furtherance of the other objects of the Club to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated clubs with which the Club is authorised to amalgamate.

(21) In furtherance of the other objects of the Club to transfer all or any part of the property, assets, liabilities and engagements of the Club to any one or more of the incorporated clubs with which the Club is authorised to amalgamate.

(22) To make donations for patriotic, charitable or community purposes.

(23) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged.

(24) To do all such other things as are incidental or conducive to the attainment of the other objects and the exercise of the powers of the Club.

(25) Save as otherwise provided in this Constitution, to ensure that no member shall be entitled to any benefit or advantage from the Club, which is not shared by every member.

## **SECTION B – MEMBERSHIP OF THE CLUB**

### **6 Membership**

(1) The membership of the Club consists of ordinary members, and any of the following classes of members: life members, junior members, temporary members, social members and honorary members.

(2) The number of ordinary, life and junior members is unlimited.

(3) Every applicant for any class of membership of the Club must be proposed by 1 ordinary or life member of the Club and seconded by another such member. The application for membership must be:

(a) made in writing;

(b) signed by the applicant and the applicant's proposer and seconder;

(c) in such form as the Management Committee from time to time prescribes.

### **7 Eligibility for Membership**

(1) To be eligible for membership a person must be:

(a) not less than 18 years of age for membership other than junior membership;

(b) interested in participating in the sport of Bowls;

(c) prepared to support and promote the welfare of the Club and the sport of Bowls;

(d) of good character and compatible with other members; and

(e) free of indebtedness to any Bowls Club, DBA, State or National Bowls Authority and not under an order or notice of suspension, or expulsion, from any Bowls Club or DBA.

(2) No person will be admitted as a member of the Club who is a member of any club affiliated with the BQ unless such person satisfies the Management Committee by presentation of a clearance on the official form as prescribed by BQ.

(3) An employee of the Club whether on salary, wages or contract may be a member of the Club, but will not be eligible to nominate or second any other member for an elected office of the Club.

## **8 Classification and Privileges of Membership**

### **(1) Ordinary Members**

An ordinary member is a member whose application for membership of the Club has been approved by the Management Committee and has paid all the prescribed fees. Ordinary members are entitled to all the privileges of the Club and to exercise all the rights of membership.

### **(2) Life Members**

An ordinary member on the recommendation of the Management Committee may be elected a life member by the Club at a general meeting in recognition of services rendered to the Club. Such election must be by resolution of a 75% majority of members present and entitled to vote at a general meeting. A life member shall be free to enjoy all Club privileges and exercise all rights but shall be exempt from the payment of the annual subscriptions.

### **(3) Junior Members**

Persons under the age of 18 years may apply for junior membership of the Club.

A junior member:

(a) is neither entitled to vote nor to nominate members for office nor to nominate other persons to membership of the Club;

(b) is entitled to play bowls in any State, District, National or Club competition according to the conditions laid down for the playing of the event;

(c) on attaining the age of 18 years their membership will automatically be transferred to that of an ordinary member; and

(d) must not under any circumstances be served or consume liquor from or on the Club premises or engage in any form of gambling on the premises.

### **(4) Temporary Members**

The Management Committee may admit as a temporary member any person who does not normally reside within the district where the Club is established, provided always that such person is a full subscribing and financial member of a Bowls Club or Bowls Authority affiliated directly or indirectly with WB and who is not under suspension or expulsion by order of that Club, or any other Club so affiliated. Such membership will not exceed a 3 months period but may be renewed at the discretion of the Management Committee.

Temporary members are entitled to the privileges of membership except that they must neither hold any office in the Club nor nominate members for election to any position in the Club nor take part in nor vote at meetings of the Club. They must not nominate ordinary members of the Club nor participate in any game other than a social game of the Club. Temporary members must pay the membership fees determined by the Management Committee.

### **(5) Social Members**

The Management Committee may elect any person as a social member of the Club and charge the membership fees that the Management Committee determines. Social members are entitled to the social privileges of membership except they must not hold any office of the Club nor be entitled to nominate members for election to any position in the Club nor take part in or vote at meetings of the Club nor to nominate persons for membership of the Club nor to take part in the game of bowls except on an occasion when persons other than members may be playing bowls on the invitation of the Management Committee such as a bowls promotion day. An application for social membership must be as prescribed in rule 6.

A social member must also be:

- (a) a person who is of good repute and whose interests and activities are in the opinion of the Management Committee compatible with those of the existing members of the Club; and
- (b) not under 18 years of age.

**(6) Honorary Members**

The Club may at any general meeting elect as an honorary member any person who has rendered service, benefit or esteem to the Club. An honorary member is entitled to the social privileges of the Club but must not hold any office in the Club nor take part in or vote at any meeting of the Club nor nominate ordinary members of the Club. An honorary member is a non-bowler who is exempt from the payment of members' subscriptions, fees and levies imposed by the Club. Honorary membership must be renewed annually.

## **9 Admission to Membership**

**(1) Application Form**

An application for membership of the Club with the exception of honorary and temporary members as provided for in these rules, must be made in writing on a form prescribed by the Management Committee and shall bear the name and signature of the proposer and seconder as well as the nominee's signature, full name, address, date of birth, any other information required and be accompanied by the prescribed fee. Such fee to be refunded if the application is rejected. The Management Committee must ensure that the membership application form indicates whether or not the Club has public liability insurance and if the Club does have public liability insurance, the amount of the insurance.

**(2) Membership Fees**

- (a) The membership fee for each ordinary membership and for each other class of membership (if any) is:
  - (i) the amount determined by the Management Committee from time to time; and
  - (ii) is ratified by an Annual or Special General Meeting; and
  - (iii) is payable when, and in the way, the Management Committee decides.

**(3) Proposed Members Register**

Particulars of all applications for membership of the Club with the exception of temporary members as provided for in the rules must, upon receipt of same, be entered in the order of time in which each application is received by the Secretary in an appropriate system (hereinafter referred to as the proposed members register) to be kept by the Secretary. Each entry must record the full name and address of the person proposed, and the time and date of receipt by the Secretary of the application, and in relation to any and every vacancy however arising in the membership of the Club, each application shall be dealt with, and determined in the order in which it is so recorded.

**(4) Display of Nominations**

The names and such address details as are required for identification of each person proposed as a member must immediately upon the application for membership being recorded in the proposed members register, be displayed on the notice board for at least 5 days prior to the date on which the Management Committee will consider the application for membership.

**(5) Objections to Application for Membership**

- (a) Any member or members may object to any application for membership by delivery of a written objection to the Secretary.
- (b) All applications for membership shall be dealt with and determined by the Management Committee at a duly convened meeting.
- (c) If a written objection is received from a member or members of the Club, the Management Committee must investigate the objection before making a decision in relation to acceptance or rejection of the applicant. For the purpose of enquiring with respect to an applicant, the matter of dealing with and determining the application may be postponed for no longer than 3 months. Any other such proposals may be dealt with and determined during that period.



**(6) Acceptance of Membership**

(a) The Management Committee must decide at the meeting whether to accept or reject the application.

(b) If at least 75% of the members of the Management Committee present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.

(c) The Secretary of the Club must, as soon as practicable after the Management Committee decides to accept or reject an application, give the applicant a written notice of the decision. The committee must give the applicant a full and fair opportunity to show why their membership should be considered.

**(7) Acceptance of Rules by Members**

All members, on admission, are deemed to have agreed to be bound by the rules and by-laws of the Club in force for the time being.

**10 Resignation from Membership****(1) Resignation**

A resignation from membership shall not be valid unless it has been received and acknowledged in writing by the Secretary of the Club. A member shall not be deemed to have resigned from the Club unless the resignation is in writing and is delivered or posted to the Secretary and is acknowledged as aforesaid. Where the date of resignation is not stipulated by the member, the resignation becomes effective as from the date of receipt of the resignation by the Secretary.

**(2) Responsibility for Outstanding Monies**

No such resignation shall relieve any person from the payment of any subscription or other money due or payable by them at the time of resignation. The resignation of any member shall involve automatic forfeiture of all rights and privileges in respect to all Club matters. The Management Committee may waive the outstanding monies in exceptional circumstances.

**(3) Termination of Membership**

The Management Committee may terminate a member's membership if the member:

- (a) is convicted of an indictable offence; or
- (b) does not comply with any of the provisions of these rules; or
- (c) has membership fees in arrears for at least 2 months; or
- (d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Club.

Subject to rule 48 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. 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 and notify the member of the appeal process.

**11 Register of Members**

- (1) The Management Committee must keep a register of members of the Club.
- (2) The register must include the following particulars for each member:
  - (a) the full name of the member;
  - (b) the postal or residential address of the member;
  - (c) the date of admission as a member;
  - (d) the date of death or date of resignation of the member;
  - (e) details about the termination or reinstatement of membership; and

(f) any other particulars the Management Committee or the members at a general meeting decide.

(3) The register must be open for inspection by members of the Club at all reasonable times.

(4) A member must contact the Secretary to arrange an inspection of the register.

(5) However, the Management Committee may, on the application of a member of the Club, withhold information about the member (other than the member's 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.

## **12 Prohibition on Use of Information on Register of Members**

(1) A member of the Club must not:

(a) use information obtained from the register of members of the Club to contact, or send material to, another member of the Club 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 the Club for the purpose of advertising for political, religious, charitable or commercial purposes.

(2) Sub-rule (1) does not apply if the use or disclosure of the information is approved by the Club.

## **SECTION C - GOVERNANCE OF THE CLUB – ANNUAL and SPECIAL GENERAL MEETINGS**

### **13 Annual General Meetings**

(1) Each annual general meeting must be held:

(a) at least once each year; and

(b) within 3 months after the end date of the Club's reportable financial year.

(2) The business of the Annual General Meeting shall include:

(i) Minutes of previous meeting, presentation, consideration and adoption of the Annual Report of the Council including the Financial Report and Balance Sheets accompanied by the Auditor's Report (refer to section 59 of the Act);

(ii) Election of the Management Committee of the Club;

(iii) Appointment of a Patron(s);

(iv) Election of Committees in accordance with the by-laws;

(v) To appoint an Auditor (refer to section 59 of the Act);

(vi) Dealing with Notices of Motion;

(vii) General Business.

(3) The Secretary must give at least 28 days' notice of the meeting and advise of any Notices of Motion to be considered at the meeting.

### **14 Notices of Motion**

The Secretary shall receive notices of Motion to be included on the agenda of the Annual General Meeting or any General Meeting at least fourteen (14) days prior to the meeting at which they will be discussed.

### **15 Notice of Special General Meeting**

(1) The Secretary may call a special general meeting of the Club.

- (2) The Secretary must give at least twenty-one (21) days' notice of the meeting.
- (3) If the Secretary is unable or unwilling to call the meeting, the Chairperson must call the meeting.
- (4) The Management Committee may decide the way in which the notice must be given.
- (5) However, notice of the following meetings must be given by the member's preferred method of notification:
  - (a) a meeting called as described in 19 (1) (b);
  - (b) a meeting called to hear and decide a proposed special resolution of the Club.
- (6) A notice of a special general meeting must state the business to be conducted at the meeting.

## **16 Quorum for and Adjournment of an Annual or Special General Meeting**

- (1) The quorum for a meeting is at least the number of members elected or appointed to the Management Committee at the close of the Club's last general meeting plus 1.
- (2) However, if all members of the Club are members of the Management Committee, the quorum is the total number of members less 1.
- (3) No business may be conducted at a meeting unless there is a quorum of members when the meeting proceeds to business.
- (4) If there is no quorum within 30 minutes after the time fixed for a meeting called on the request of members of the Management Committee or the Club, the meeting lapses.
- (5) If there is no quorum within 30 minutes after the time fixed for a meeting called other than on the request of members of the Management Committee or the Club:
  - (a) the meeting is to be adjourned for at least 7 days; and
  - (b) the Management Committee is to decide the day, time and place of the adjourned meeting.
- (6) 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.
- (7) If a meeting is adjourned under sub-rule (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (8) 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 30 days.
- (9) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

## **17 Procedure at an Annual or Special General Meeting**

- (1) A member may take part and vote in a general meeting in person or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (2) A member who participates in a meeting as mentioned in sub-rule (1) is taken to be present at the meeting.
- (3) At each general meeting:
  - (a) the Club's chairperson is to preside as chairperson;
  - (b) In the absence of the chairperson, the deputy chairperson shall preside or if the chairperson or the deputy chairperson is not present within 10 minutes after the time appointed for the holding of the meeting or is unwilling to act, the members present shall elect one of their number to be chairperson of the meeting

(c) the chairperson must conduct the meeting in a proper and orderly way.

## **18 Voting at an Annual or Special General Meeting**

- (1) 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.
- (2) Each member present and eligible to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- (3) 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.
- (4) The method of voting is to be decided by the Management Committee.  
A member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote. The instrument appointing a proxy shall be in writing and signed by the absent member.
- (5) The instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote.
- (6) However, if any of the members present demand a secret ballot, voting must be by secret ballot.
- (7) If a secret ballot is held, the chairperson must appoint at least 2 members to conduct the secret ballot in the way the chairperson decides.
- (8) 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.

## **19 Special General Meeting**

- (1) The Secretary must call a special general meeting by giving each member of the Club notice of the meeting within 14 days after:
  - (a) being directed to call the meeting by the Management Committee; or
  - (b) be given a written request signed by:
    - (i) at least 2 members of the Management Committee when the request is signed; or
    - (ii) at least the number of ordinary members of the Club equal to double the number of members of the Club on the Management Committee when the request is signed plus 1.
- (2) A request mentioned in sub-rule (1)(b) must state
  - (a) why the special general meeting is being called; and
  - (b) the business to be conducted at the meeting.
- (3) 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 sub-rule (1)(b).
- (4) If the Secretary is unable or unwilling to call the special meeting, the chairperson must call the meeting.

## **20 Special Resolutions**

Election of Life Members, Suspension and/or Termination of Membership, Alterations to this Constitution, Removal of a Member of the Management Committee and such other matters that members may not resolve by simple majority vote at a General Meeting may be deemed to be "Special Resolutions" and shall be resolved by the affirmative vote of at least three-quarters of the members present at the meeting and entitled to vote.

## 21 Minutes of Annual or Special General Meetings

- (1) 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 recording system.
- (2) To ensure the accuracy of the minutes:
  - (a) 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
  - (b) 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 Club that is a general meeting or annual general meeting, verifying their accuracy.
- (3) If asked by a member of the Club, the Secretary must, within 28 days after the request is made:
  - (a) make the minute record for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
  - (b) give the member a copy of the minutes of the meeting.
- (4) The Club may require the member to pay the reasonable costs of providing copies of the minutes.

## SECTION D – MANAGEMENT OF THE CLUB

### 22 The Management Committee

The business and operations of the Club shall be controlled by a Management Committee comprising the following:

Chairperson, Deputy Chairperson, Secretary, Treasurer, Greens Director, Bar Providore, Catering Providore, one (1) ordinary member and one (1) representative from each of the Women's and Men's Bowls Divisions all of whom shall be members of the Club.

All offices shall be honorary and elective. Subject to section 61A of the Clubs Incorporation Act 1981, every financial Ordinary and Life member of the Club shall be eligible to hold any office.

### 23 The Management Committee To Be Elected Annually

Save as otherwise provided in this Constitution, and subject thereto (refer 45 (6)), each member of the Management Committee shall be elected at the Annual General Meeting of the Club and shall hold office from the conclusion of the election at which they were elected until the conclusion of the election held at the next ensuing Annual General Meeting of the Club, but shall be eligible for re-election. A contested election for any position shall be resolved by ballot in accordance with the By-laws.

### 24 Election of The Management Committee

- (1) A member of the Management Committee may only be elected as follows:
  - (a) any 2 members of the Club may nominate another member (the **candidate**) to serve as a member of the Management Committee subject to sub-rule (2);
  - (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 the Club present and eligible to vote at the annual general meeting may vote for 1 candidate for each vacant position on the Management Committee, as specified in By-law 2;
  - (d) if, at the start of the meeting, there are not enough candidates nominated for a position, nominations for that position may be taken from the floor of the meeting.
- (2) A person may be a candidate only if the person:
  - (a) is an adult;

(b) is eligible to be elected as a member under section 61A of the Act

(c) is financial; and

(d) not under suspension or expulsion.

(3) 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 Club for at least seven days immediately preceding the Annual General Meeting.

(4) If required by the Management Committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.

## **25 Resignation, Removal or Vacation of Office of Management Committee Member**

(1) A member of the Management Committee may resign from the committee by giving written notice of resignation to the Secretary.

(2) 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.

(3) A member may be removed from office at a general meeting of the Club if at least three-quarters of the members present and eligible to vote at the meeting vote in favour of removing the member.

(4) 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.

(5) A member has no right of appeal against the member's removal from office under this rule.

(6) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

## **26 The Management Committee to Fill Vacancies**

The Management Committee (or the remaining member or members of the Management Committee) shall have power at any time to appoint any properly qualified member to fill any casual vacancy on the Management Committee until the next Annual General Meeting. The continuing member or members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is not reduced below the number fixed by or pursuant to this Constitution as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number prescribed as a quorum or for summoning a General Meeting of the Club, but for no other purpose.

Provided however that in the event of a vacancy occurring in the office of Chairperson between Annual General Meetings the office shall only be filled by members of the Club present and entitled to vote at a Special General Meeting called for that purpose.

## **27 Functions of The Management Committee**

(1) Subject to these rules or a resolution of the members of the Club carried at a general meeting, the Management Committee has the general control and management of the administration of the affairs, property and funds of the Club.

(2) The Management Committee has authority to interpret the meaning of these rules and any matter relating to the Club on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

*Note: The Act prevails if the Club's rules are inconsistent with the Act—see section 1B of the Act.*

- (3) The Management Committee may exercise the powers of the Club:
- (a) To invest in such manner as the members of the Club may from time to time determine.
  - (b) To control its membership, finances, meetings, program and the use of greens.
  - (c) To transact and authorise expenditure, provided that the Management Committee is not empowered to authorise any single item of expenditure in excess of \$ 15,000 without prior approval of a General Meeting of the Club.
  - (d) To appoint committees.
  - (e) To call General Meetings of members.
  - (f) To arrange meetings of the Management Committee.
  - (g) To charge fees.
  - (h) To make, vary and revoke by-laws from time to time but not inconsistent with these rules. Until varied or revoked, the by-laws attached to this constitution will be the by-laws of the Club.
  - (i) To make and vary policies from time to time but not inconsistent with these rules.
  - (j) To appoint assistants to members of the Management Committee, such assistants not being able to exercise any power unless they have otherwise been elected on to the Management Committee by the Club.
  - (k) To do anything required or permitted under this constitution, the by-laws or any law.
  - (l) To otherwise act in the interest of members.

## **28 Executive Committee**

The Executive Committee of the Club shall consist of the Chairperson, Deputy Chairperson, Secretary, Treasurer, three (3) members thereof to constitute a quorum.

The Executive Committee shall transact any urgent business of the Club that may arise between Management Committee meetings, and submit a report of any such business transacted by it to the next meeting of the Management Committee, provided always that the Executive Committee shall not incur expenditure in excess of \$500 between meetings of the Management Committee, nor deal with the property of the Club. All business transacted by the Executive Committee shall be ratified and approved by the Management Committee at the next Management Committee meeting.

## **29 Meetings of Management Committee**

- (1) Subject to this rule, the Management Committee may meet and conduct its proceedings as it considers appropriate.
- (2) The Management Committee must meet at least once every 2 months to exercise its functions.
- (3) The Management Committee must decide how a meeting is to be called.
- (4) Notice of a meeting is to be given in the way decided by the Management Committee.
- (5) 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 hear and take part in discussions as they happen.
- (6) A committee member who participates in the meeting as mentioned in sub-rule (5) is taken to be present at the meeting.
- (7) 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 chairperson has a casting vote as well as a primary vote.

(8) A member of the Management Committee must not vote on a question about a contract or proposed contract with the Club if the member has an interest in the contract or proposed contract, nor vote if the member has any other potential conflict of interest and, if the member does vote, the members vote must not be counted.

(9) The Club's chairperson is to preside as chairperson at a Management Committee meeting.

(10) In the absence of the Chair, the Deputy Chair shall preside or if the Chair or the Deputy Chair is not present within 10 minutes after the time appointed for the holding of the meeting or is unwilling to act, the members present shall elect one of their number to be Chairperson of the meeting.

### **30 Quorum for, and Adjournment of, Management Committee Meeting**

(1) 50% of the Management Committee plus 1 will constitute a quorum for a Management Committee meeting.

(2) 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.

(3) 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.

(4) If, at an adjourned meeting mentioned in sub-rule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

### **31 Special Meeting of Management Committee**

(1) If the Secretary receives a written request signed by at least 3 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.

(2) If the Secretary is unable or unwilling to call the special meeting, the Chairperson must call the meeting.

(3) 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.

(4) 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.

(5) 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.

### **32 Minutes of Management Committee Meetings**

(1) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Management Committee meeting are entered in a minute recording system.

(2) To ensure the accuracy of the minutes, the minutes of each Management Committee meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next Management Committee meeting, verifying their accuracy.

### **33 Appointment of Subcommittees**

(1) The Management Committee may appoint a subcommittee consisting of members of the Club considered appropriate by the committee to help with the conduct of the Club's operations.



- (2) A member of the subcommittee who is not a member of the Management Committee is not entitled to vote at a Management Committee meeting.
- (3) A subcommittee may elect a chairperson of its meetings.
- (4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose one of their number to be chairperson of the meeting.
- (5) A subcommittee may meet and adjourn as it considers appropriate.
- (6) 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.

### **34 Acts not Affected by Defects or Disqualifications**

- (1) 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.
- (2) Sub-rule (1) 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.

### **35 Resolutions of Management Committee Without Meeting**

- (1) 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.
- (2) A resolution mentioned in sub-rule (1) may consist of several documents in like form, each signed by one or more members of the committee.

### **36 By-laws**

- (1) The Management Committee may make, amend or repeal by-laws and policies, not inconsistent with these rules, for the internal management of the Club.
- (2) A by-law may be set aside by a vote of members at a general meeting of the Club.

### **37 Common Seal**

- (1) The Management Committee must ensure the Club has a common seal.
- (2) The common seal must be:
  - (a) kept securely by the Management Committee; and
  - (b) used only under the authority of the Management Committee.
- (3) 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.

### **38 Alterations to This Constitution**

Subject to the provisions of the Associations Incorporation Act, 1981 (as amended), these Rules may be amended, rescinded, or added to from time to time by a special resolution carried at any general meeting.

However, an amendment, repeal or addition, is valid only if it is registered by the Chief Executive of the Office of Fair Trading or the delegate or department officially substituted for it.

The Club shall provide advice to B.Q. within thirty (30) days of any changes or amendments to the Constitution.

### **39 Indemnity Of Members**

In the event of any proceedings being taken against a member or members of the Club in respect of any matter, or thing done by them in the proper performance of their duties, or by the direction, or with the authority of the Club, the Club shall indemnify such member, or members, of the Club so proceeded against in respect of their costs of such proceedings, and in respect of all costs and damages and other sums which they may be compelled to pay in the course or as a result of such proceedings.

### **40 Secretary To Keep Minutes**

The Secretary shall cause full and accurate minutes of all questions, matters, resolutions, and other proceedings of every Management Committee meeting and General Meeting to be entered in a recording system to be open for inspection at all reasonable times by any financial member who previously applies, in writing, to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairperson of that meeting, or the Chairperson of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the Chairperson of that meeting, or the Chairperson of the next succeeding General Meeting shall sign the minutes of every General Meeting; provided that the Chairperson of that meeting or the Chairperson of the next succeeding Annual General Meeting shall sign the minutes of any Annual General Meeting.

### **41 Finance**

#### **(1) Financial Year**

The Financial Year of the Club shall end on 31<sup>st</sup> October each year.

#### **(2) Annual Subscriptions**

- (a) An entrance fee and Annual Subscription shall be payable by all members irrespective of Class, except as provided by this constitution.
- (b) Such Fees and Subscriptions shall be determined from time to time by the Management Committee. When so determined the Annual Subscription shall be deemed to be due and payable prior to the first day of the commencement of the new calendar year and shall apply for that year.
- (c) Such fees shall be payable in advance. Annual subscription fees are due on or before 31<sup>st</sup> December in the current calendar year.
- (d) The fees, as fixed, shall be payable by new members joining the Club. Any person taking up membership subsequent to the commencement of the calendar year shall pay their Subscription, pro-rata, from the date of acceptance as a member to the end of the calendar year, plus affiliation and capitation fees where applicable.
- (e) Unfinancial – If members fail to pay their Annual Subscriptions by the due date they shall be deemed to be unfinancial.

#### **(3) Green Fees and Championship Nomination Fees**

The Management Committee shall have power to set green fees and nomination fees to be charged for Club Championships.

#### **(4) Special Levies**

- (a) The Club may at any time strike a Special Levy on all members at an Annual or Special General Meeting of the Club, of which prior notice of at least 14 days has been given by the Management Committee.
- (b) The levy shall only be payable to the Club if it has been passed by not less than 75% majority of the members present and entitled to vote at that meeting.
- (c) Each member shall be advised by the member's preferred method of notification of any levy struck as aforesaid. If a member fails to pay the levy within one month of the day following notification, they shall be deemed unfinancial.

**(5) Unfinancial Members**

Any member who becomes unfinancial shall forthwith be deprived of all privileges of membership of the Club, including

- (a) The right to hold office
- (b) The right to speak or vote at any meetings of the Management Committee or at any General Meeting of the Club.
- (c) The right to nominate any person for office or be nominated for office in the Club
- (d) The right to enter for and play in Club matches or social play; and
- (e) The right to enter Club property.

All privileges shall be restored to a previously unfinancial member upon the payment of all subscriptions and monies due to the Club provided such payment is received within 9 days following the original advised due date. The Management Committee may agree to allow an unfinancial member to pay subscriptions and other monies due to the Club by instalments, in which case the member will be considered Financial provided that the member complies fully with the conditions of the agreed instalment payment plan.

**42 General Financial Matters**

A detailed financial report, as well as monthly bank statements, shall be presented to each regular monthly Management Committee meeting.

As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared for presentation to the Club, and for incorporation into the accounts of the Club, a statement containing particulars of the income and expenditure for the financial year just ended. All such statements shall be examined by the Auditor, who shall present a report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the financial year in respect of which the audit was made.

**43 Documents**

The Management Committee shall provide for the safe custody of electronic records, books, documents, instrument of title and securities of the Club.

**44 Distribution of Surplus Assets**

If the Club be wound up in accordance with the provisions of the Clubs Incorporation Act 1981 (as amended), and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the members of the Club, but shall be given or transferred to some other institution/s having objects similar to the objects of the Club, being Bowls Clubs then affiliated with BQ, or a successor body, and which shall prohibit the distribution of its income and property among its members, such institution/s to be determined by the members of the Club, provided the institution/s to which the property of the Club is transferred, is an institution approved by the Commissioner of Taxation as an institution referred to in Section 50/45 (c) of the Income Tax Assessment Act, 1997 (as amended).

**45 Men's and Women's Bowls Divisions**

(1) To control the playing of bowls in the Club all male bowling members will automatically be members of the men's bowls division and all female bowling members of the Club will automatically be members of the women's bowls division.

(2) The men's division will consist of ordinary members, life members, junior members and temporary members. It will be responsible for the control of men's games through its elected games director and selectors and whatever other bowling matters the Management Committee may direct.

(3) The women's division will consist of ordinary members, life members, junior members and temporary members. It will be responsible for the control of women's games through its elected games director and selectors and whatever other bowling matters the Management Committee may direct.

- (4) membership fees to the respective Bowls Clubs shall be based on the membership of the relevant division. Responsibility for the payment of such fees must rest with the relevant bowls division but shall be paid for by the Club.
- (5) At least 2 weeks prior to the Annual General Meeting of the Club, the respective bowls divisions must meet to elect those persons referred to in sub-rule (6), the duties of which are set out in the by-laws.
- (6) Each bowls division of the Club must elect a bowls division president, a bowls division Secretary, delegate(s) to DBA, a games director and selector(s) for match arrangement and team selection, a Management Committee representative and such other officers required for the conduct of the respective division, such election shall be as set out in rule 18 applied with any necessary modification, and the Management Committee must be advised of the persons elected. The Management Committee representative will automatically be elected to the Management Committee at the following Annual General Meeting and shall hold office until the conclusion of elections held at the next ensuing Annual General Meeting of the Club.
- (7) In the event of a vacancy occurring in any position referred to in sub-rule (6) the respective bowls division committee may appoint a member to fill such vacancy until the next annual general meeting.
- (8) No rule or by-law in relation to the playing of the sport of bowls shall be in conflict with the rules and by-laws of BA, BQ or the DBA.
- (9) The president of each bowls division may act for the Club's chairperson on days that involve bowls events only.
- (10) Any member referred to in sub-rule (6) may resign from such position at any time by giving notice in writing to the Secretary of the bowls division and such resignation must 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 at that later date.
- (11) Any such member may be removed from office by a 75% majority of members of the relevant bowls division present and entitled to vote at a special meeting of the bowls division. The member affected must have due notice of such meeting and must be afforded reasonable opportunity for making representations to the meeting as thought fit. There will be no further right of appeal.

## **46 Affiliation**

The Club must:

- (1) affiliate with BQ and accept and abide by the rules and by-laws of BQ in so far as they apply to the sport of Bowls;
- (2) be a member of a DBA and accept and abide by the rules and by-laws of the DBA in so far as they apply to the sport of Bowls;
- (3) submit BA and BQ affiliation fees and levies direct to BQ. BQ will notify the DBA of the payment.
- (4) renew its membership with the DBA each year in accordance with the rules of the DBA and pay annual membership fees to the DBA;
- (5) elect a delegate or delegates to the DBA in accordance with the rules and by-laws of the DBA;
- (6) provide to BQ and to the DBA the returns that are required by those bodies;
- (7) provide advice to BQ and to the DBA within 30 days of any event which would affect the status of the Club's affiliation with BQ, the legal status of the Club and/or any changes or amendments to the Club's constitution; and
- (8) not make, amend or repeal a rule or by-law in relation to the playing of the sport of Bowls that conflicts with the rules and by-laws of BA, BQ or the DBA.

## 47 Conduct of Members

Members and visitors shall, at all times, maintain a proper discipline and decorum, and shall not conduct illegal gambling, betting on games, speak obscene or abusive language or indulge in unseemly conduct. Any alleged infringement of this clause, on report in writing to the Management Committee shall be investigated by the Management Committee, which shall have power to demand and direct apologies, and, if necessary, if the offending person be a member, to deal with that person under the provisions of Clause 48 or if that person be a member of another Club to report that persons conduct to such Club, to the DBA, and to BQ. If the person is a visitor, who is not a member of a Bowls Club, the Senior Officer present at the time shall have authority to have that person removed from the Club premises and deny further right to enter Club property

Any infringement of this provision and any complaints or protests lodged by a member or members of the Club in respect of any member or members of the Club shall be in writing to the Secretary, and shall be dealt with in the first place by the Management Committee who may, if deemed necessary, call a Special General Meeting. The member or members in respect of whom such complaints or protests have been lodged shall be entitled to attend the Management Committee meeting personally to state their case(s).

## 48 Disciplinary Provisions

(1) Any member of the Club who fails to observe any rules or by-laws of the Club or who is deemed guilty of an act, practice or conduct calculated to bring discredit on the game of bowls or to the Club, DBA or BQ or its members, or who on any club, DBA or BQ premises engages in illegal gambling, betting or uses obscene or abusive language renders themselves liable to expulsion or suspension.

(2) All discipline and complaint related procedures will be consistent with the then current Bowls Queensland Policy.

(3) Any member of the Club who is suspended or expelled, shall be ineligible to:

(a) attend or play bowls at the Club; or

(b) play in any district, state or national level in accordance with their conditions of play;

(c) hold office or act as a delegate for the Club at club, district, state or national level.

(4) In the case of a junior member being called before the Management Committee on a charge or complaint such member shall be entitled to be accompanied by a parent or guardian.

## 49 Player Commitments

(1) When a member of the Club has been called to fulfil a BA, BQ, DBA or Club commitment in a match or on official business, on any day on which they have been drawn to play in a BA, BQ, DBA or club commitment, the onus shall be on the player to notify BQ, the DBA or Club, as the case may be.

(2) The Controlling Body may define circumstances which it will not accept as a valid reason for a player's unavailability. However, a substitute is not to be permitted if an intended player enters another competition scheduled to be played at the same time. If a substitute is refused on these grounds the Controlling Body shall declare the position of the absent player vacant and the provisions of relevant Domestic Regulation shall apply.

(3) Provisions consistent with this clause shall be included in all Club rules, and shall be deemed to be a condition of competitions conducted by the Club which progress to DBA, BQ or BA levels.

## 50 Activities to be Lawful

The Club must comply with all lawful requirements of the commonwealth, state and local governments and statutory authorities having jurisdiction over any activity of the Club.