



CONSTITUTION

North Mackay BOWLS CLUB Inc

23 April 2024

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SECTION A - THE CLUB

1. NAME

The name of the Incorporated Club is the North Mackay Bowls Club Inc.

2. DEFINITIONS

In this Constitution, unless the contrary intention appears:

- 2.1. **Act** means the Associations Incorporation Act 1981 (Qld).
- 2.2. **Annual General Meeting (AGM)** means a meeting of Members convened in accordance with the By-laws.
- 2.3. **Annual Subscriptions** means the annual fees payable by each category of Member as determined by the Management Committee under clause 44.
- 2.4. **Arranged Bowls Event** means any bowls event that is not an “Organised” Bowls event.
- 2.5. **BA** means Bowls Australia Limited, the governing body for Bowls in Australia, or its successors.
- 2.6. **BOM** means the board of management.
- 2.7. **Bowls** means the sport and game of bowls as determined by World Bowls Limited with such variations as may be recognised by BA or BQ from time to time.
- 2.8. **BQ** means Bowls Queensland Limited, the governing body for Bowls in Queensland, or its successors.
- 2.9. **BY-LAWS** means the specific rules of guidance by which the Club is to function.
- 2.10. **CBMC** means the Combined Bowls Management Committee.
- 2.11. **Club** means North Mackay Bowls Club Incorporated.
- 2.12. **Commissioner** means a BOM invitee from the legal profession, who may or may not be retired or a declared member of the Club.
- 2.13. **Constitution** means this constitution of the Club. It is the fundamental principles that govern the Club's operation.
- 2.14. **DA** means District Association.
- 2.15. **DBA** means the District Bowls Association.
- 2.16. **Declared** member is a full financial member. If a full financial member of more than one Club, he/she must declare to BQ the one chosen Club from which he/she will play Club Championship events and District Championship events that progress to a higher level.
- 2.17. **District** means a cluster of Bowls clubs designated by BQ from time to time, brought together for the purpose of organizing competition within its boundaries and to carry out any other functions defined by BQ from time to time.
- 2.18. **Dual Member** is a member who is also a financial and Declared member of a Club other than the North Mackay Bowls Club.
- 2.19. **Financial Year** means the year ending on 31st December.
- 2.20. **Greens / Bowls Coordinator** means a person appointed by the BOM to arrange and oversee bowls fixtures at the Club.

- 2.21. **In writing** means, in addition to its normal meaning, any electronic message communication, that can be printed or otherwise permanently retained, to and from a known valid electronic address of a person or organisation.
- 2.22. **Manager** means such a person as appointed by the BOM to control and conduct the general management and operations of the Club. A Manager shall be deemed not to be an office-bearer of the Club.
- 2.23. **MDBA** means Mackay District Bowls Association.
- 2.24. **MDLBA** means Mackay District Ladies Bowls Association.
- 2.25. **MDMBA** means Mackay District Men's Bowls Association.
- 2.26. **Member** means any person recognized as a member of the Club by the Management Committee under clause 5 from time to time.
- 2.27. **Month** means calendar month.
- 2.28. **Organised Bowls Event** means an event coming under the jurisdiction of BA, BQ or MDBA, and Club championships.
- 2.29. **Seal** means the common seal of the Club.
- 2.30. **Special Resolution** has the same meaning as in the Act.
- 2.31. **The Act** means the Associations Incorporation Act 1981.
- 2.32. **The Club** means the North Mackay Bowls Club Inc.
- 2.33. **The Constitution** means this document and By-laws of the Club in force for the time being.
- 2.34. **World Bowls (WB)** means World Bowls Limited, the international governing body for Bowls, or its successors.
- 2.35. **Year** means the financial year as stated in the Constitution, unless otherwise stated.

3. OBJECTS OF THE CLUB

The objects of the Club are:

- 3.1. to advance and promote the sport of Bowls.
- 3.2. to provide the best possible standard of playing facilities for members in accordance with the Laws of the Game prescribed by Bowls Australia.
- 3.3. to provide, develop and promote activities that are from time to time deemed appropriate to provide good camaraderie between members of the Club.
- 3.4. to promote and enhance the Sport of Bowls in the local community.
- 3.5. to promote other sport and recreation within the club for the benefit of the community.

4. POWERS OF THE CLUB

- 4.1. The Club has the powers of an individual.
- 4.2. The Club may, for example:
 - a. enter into contracts; and
 - b. acquire, hold, deal with and dispose of property; and
 - c. make charges for services and facilities it supplies;
 - d. do other things necessary or convenient to be done in carrying out its affairs;

- e. 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 and to 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 club's property or assets present or future and to purchase, redeem or pay off any such securities;
- f. to issue secured and unsecured notes, debentures and debenture stocks for the Club, and
- g. to do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Club.

SECTION B – MEMBERSHIP OF THE CLUB

5. MEMBERSHIP OF THE CLUB

- 5.1. The Membership of the Club consists of following classes of members:
 - a. full members;
 - b. life members;
 - c. dual members;
 - d. associate members;
 - e. junior members;
 - f. social members;
 - g. such other category or categories of members as determined by the BOM from time to time.
- 5.2. The number of members is unlimited.
- 5.3. Every applicant for full, dual, or associate membership must be proposed by one (1) full or life member of the Club and seconded by another such member.
- 5.4. The application for full membership must be:
 - a. made in writing;
 - b. signed by the applicant and the applicant's proposer and seconder; and
 - c. be in such form as the Board from time to time prescribes.
- 5.5. Life members, full members, dual, associate, junior and social members will be granted membership in accordance with this Constitution.

6. ELIGIBILITY FOR FULL MEMBERSHIP

- 6.1. To be eligible for Full, or Dual, Membership a person must be:
 - a. not less than eighteen (18) years of age for membership other than junior membership;
 - b. interested in playing 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;
 - e. free of indebtedness to any Bowls Club, any DBA, or any State Bowls Authority, and not be under an order of notice of suspension or expulsion from those bodies.

- 6.2. Clearances
- a. No person who is a member of any other Club affiliated with BQ will be admitted as a member of the Club unless such person presents a clearance on the official form prescribed by BQ.
 - b. If a player from interstate wishes to join the Club, they will not be eligible for membership until an interstate clearance has been provided by the relevant State Association through BQ and the relevant DBA.
- 6.3. Any employee of the Club, whether on salary, wages or contract, may be a member of the Club but will not be eligible to nominate for, or hold any elected office of the Club, or to nominate or second any other member for an elected office of the Club.

7. MEMBERSHIP FEES

- 7.1. The membership fee for all membership classes is:
- a. the amount decided on by the BOM from time to time; and
 - b. is payable when, and in the way, the BOM prescribes.

Refer also to Clause 44.

8. ELIGIBILITY, CLASSIFICATION and PRIVILEGES OF MEMBERSHIP

8.1. Full Member

A Full Member is a member whose application for membership of the Club has been approved by the BOM and who has paid all the prescribed fees. Full Members are entitled to all the privileges of the Club and the right to exercise all the rights of membership which includes eligibility to hold office and to have full voting rights.

8.2. Life Members

A full member, on the recommendation of the BOM or Men's or Ladies Sections, may be elected to Life Membership of the Club in recognition of services rendered to the Club for a minimum of 10 years.

Such election must be by resolution of a 75% majority of members present and entitled to vote at a general meeting. A life member will be entitled to all Club privileges and exercise all rights of a full member and shall be exempt from the payment of annual subscriptions, but not from levies or other fees.

8.3. Dual and Associate Members

Dual and Associate members must pay the membership fees determined by the BOM and are entitled to the use of Club facilities, including Member discounts.

Dual or Associate member may not:

- a. hold any office of the Club;
- b. nominate members for election to any position in the Club;
- c. take part in, or vote at meetings of the Club;
- d. nominate persons in any category for membership of the Club;

An Associate member may take part in social bowls events "Arranged" by the Club, but not in a "Organized" Bowls event

A Dual member may take part in social bowls events "Arranged" by the Club, and also a "Organized" Bowls events.

A Dual/Associate member must:

- a. be a person of good repute and whose interests and activities are, in the opinion of the BOM, compatible with existing members of the Club not be under 18 years of age.

8.4. Junior Members

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

- a. is entitled to play bowls in any Club, DBA or BQ competition according to the rules laid down for the playing of the event;
- b. is not entitled to vote, or to nominate members for office or to nominate other persons to membership of the Club;
- c. on attaining the age of 18 years of age must apply in writing for full membership in the manner prescribed by the BOM;
- d. must not under any circumstances be served or consume liquor from, or on Club premises, or engage in any form of gambling on Club premises.

8.5. Social Members

Social members must pay the membership fees determined by the BOM. A Social Member is entitled to the use of Club facilities, including Member discounts.

A Social Member may not:

- a. hold any office of the Club;
- b. nominate members for election to any position in the Club;
- c. take part in, or vote at meetings of the Club;
- d. nominate persons in any category for membership of the Club;
- e. A Social Member must;
- f. be a person of good repute and whose interests and activities are, in the opinion of the Board, compatible with existing members of the Club;
- g. not be under 18 years of age.

9. ADMISSION and REJECTION OF NEW MEMBERS

- 9.1. The BOM must consider an application for full, dual, associate or junior membership at their next meeting held, after it receives an application for membership
- 9.2. The BOM must decide at the meeting whether to accept or reject or defer the application.
- 9.3. Nominations for membership (other than Social membership) must be reviewed by the relevant Section Bowls committee and recommended to the BOM.
- 9.4. The Secretary of the BOM must, as soon as practicable after the BOM meeting, give the applicant a written notice of the decision to either accept or reject their application.
- 9.5. There is no right of appeal against rejection of membership.

10. ACCEPTANCE OF RULES BY MEMBERS

- 10.1. All members on admission are deemed to have agreed to be bound by the Constitution & By-Laws of the Club in force for the time being.

11. RESIGNATION FROM MEMBERSHIP

- 11.1. A resignation from full and junior membership shall not be valid unless it is in writing and has been received, and acknowledged, by the Secretary of the BOM. Where a date of resignation is not stipulated by the member, the resignation becomes effective from the date it is acknowledged by the Secretary of the BOM.
- 11.2. No such resignation shall relieve any person from the payment of any subscription or other monies payable by them at the time of resignation.
- 11.3. The resignation of any member shall result in automatic forfeiture of all membership rights.

12. TERMINATION OF MEMBERSHIP

- 12.1. The BOM 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 two (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.
- 12.2. Before the BOM terminates a member's membership, the member must be given a full and fair opportunity to show why their membership should not be terminated.
- 12.3. After considering all representations made by the member, the Secretary of the BOM must give the member a written notice of the decision.
- 12.4. There is right of appeal against the termination of membership. Refer By-Laws Clause 29 Discipline Appeals

13. REGISTER OF MEMBERS

- 13.1. The Board must keep a register of members of the Club.
- 13.2. The register must include the following particulars for each full, associate or junior 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 resignation of the member;
 - e. details about the termination, reinstatement, or suspension of membership;
 - f. any details relevant to the Club.
- 13.3. A member may request to view his / hers personal record, a copy of a list of current full or associate member's names and phone numbers only, excluding junior members details.

14. PROHIBITION ON USE OF INFORMATION ON REGISTER OF MEMBERS

- 14.1. A member or employee of the Club must not:
 - a. Use, distribute or disclose information obtained from the Register of Members unless authorised by the BOM;
 - b. 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;

- c. Disclose information that has been obtained from the Register of Members to a person who is not a member of the Club.

15. GRIEVANCE PROCEDURE

A. Grievance

1. This rule sets out a grievance procedure for dealing with a dispute under the rules between parties as mentioned in section 47A(1) of the Act.
2. To remove any doubt, it is declared that the grievance procedure can not be used by a person whose membership has been terminated if the rules provide for an appeal process against termination.
3. A member (the aggrieved party) initiates the grievance procedure in relation to the dispute by giving a notice in writing of the dispute
 - a) to the other party; and
 - b) if the other party is not the management committee, to the management committee.
4. If 2 or more members initiate a grievance procedure in relation to the same subject matter, the management committee may deal with the disputes in a single process and the members must choose 1 of the members (also the aggrieved party) to represent the members in the grievance procedure.
5. Subject to rule 15B, the parties to the dispute must, in good faith, attempt to resolve the dispute.
6. If the parties to the dispute cannot resolve the dispute within 14 days after the aggrieved party initiates the grievance procedure, the aggrieved party may, within a further 21 days, ask the club's secretary to refer the dispute to mediation.
7. Subject to rule 15B, if the aggrieved party asks the club's secretary to refer the dispute to mediation under subrule (6), the management committee must refer the dispute within 14 days after the request.

B. Grievance procedure not continued in particular circumstances

1. This rule applies if –
 - a) A member initiates a grievance procedure in relation to a dispute and the club or club's management committee is the other party to the dispute; or
 - b) The aggrieved party asks the club's secretary to refer the dispute to mediation under rule 15A(6)
2. The management committee does not have to act under rule 15A(5) or (7) if –
 - a) The aggrieved party has, within 21 days before initiating the grievance procedure, behaved in a way that would give the management committee grounds for taking disciplinary action under the rules against the aggrieved party in relation to the matter the subject of the grievance procedure; or
 - b) before the grievance procedure was initiated, a process had started to take action under the rules against the aggrieved party or terminate the aggrieved party's membership, as provided for under the rules, and the dispute relates to that process or to a matter relevant to that process; or
 - c) the dispute relates to an obligation under the Liquor Act 1992 or any other State law to prevent the entry of the aggrieved party to, or to remove the aggrieved party from, premises used by the club or to refuse to serve liquor to the aggrieved party at the premises; or
 - d) the dispute could reasonably be considered frivolous, vexatious, misconceived, or lacking in substance or the dispute relates to a matter that has already been subject of the grievance procedure.

C. Appointment of mediator

1. If a dispute under rule 15A is referred to mediation –
 - a) the parties to the dispute must choose a mediator to conduct the mediation; or
 - b) if the parties are unable to agree on the appointment of a mediator within 14 days after the dispute is referred to mediation, the mediator must be –

- i) for a dispute between a member and another member a person appointed by the management committee; or
 - ii) for a dispute between a member and the management committee or the club - an accredited mediator or a mediator appointed by the director of the dispute resolution centre.
- 2. An accredited mediator may refuse to be the mediator, or the director of a dispute resolution centre may refuse to appoint a mediator, to mediate the dispute.
- 3. If subrule (2) applies, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

D. Conduct of mediation

- 1. If a mediator is appointed under rule 15A, the mediator must start the mediation as soon as possible after the appointment and try to finish the mediation within 28 days after the appointment.
- 2. Subrule (1) does not apply if the mediator is the director of a dispute resolution centre.
- 3. The mediator –
 - a) must give each party to the dispute an opportunity to be heard on the matter the subject of the dispute; and
 - b) must comply with natural justice; and
 - c) must not act as an adjudicator or arbitrator; and
 - d) during the mediation, may see the parties, with or without their representatives, together or separately.
- 4. The parties to the dispute must act reasonably and genuinely in the mediation and help the mediator to start and finish the mediation within the time required under subrule (1).
- 5. The cost of the mediation, if any, are to be shared equally between the parties unless otherwise agreed.
- 6. If the mediator can not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

E. Representation for grievance procedure

- 1. A party to a dispute may appoint any person to act on behalf of the party in the grievance procedure.
- 2. If a party appoints a person under subrule (1) to be the party's representative, the party must give written notice of the appointment to each of the following entities –
 - a) the other party to the dispute;
 - b) the management committee;
 - c) if a mediator has been appointed before the party appoints the representative – the mediator.
- 3. A representative who acts for a party at a mediation must –
 - a) have sufficient knowledge of the matter the subject of the dispute to be able to represent the party effectively; and
 - b) be authorised to negotiate an agreement for the party.

F. Electronic communication for grievance procedure

- 1. Any meeting or mediation session required under the grievance procedure may be conducted by electronic means if the parties to the dispute and, for a mediation, the mediator agrees.

SECTION C - GOVERNANCE OF THE CLUB

16. ANNUAL GENERAL MEETING

- 16.1. The Annual General Meeting must be held within three (3) months after the end of the Club's reportable financial year (Clause 42) on a date decided by the BOM.
- 16.2. The business of the Annual General Meeting must include:
- a. confirmation of the Minutes of the previous Annual General Meeting;
 - b. confirmation of Minutes, not previously confirmed, of any Special General meetings or General Meeting at which a Special Resolution was passed;
 - c. consideration and adoption of the Annual Report;
 - d. receive and adopt financial statement and audit report for the previous reportable financial year;
 - e. election of the BOM;
 - f. appointment of Auditor and Solicitor;
 - g. notices of motion;
 - h. general business for discussion.
- 16.3. General Notice
- A general notice advising members of the date of the Annual General Meeting shall be issued at least thirty (30) days prior to the proposed meeting and in a manner determined by the BOM. A copy of the Notice shall be displayed on the Club's website and an advisory e-mail sent to members where a member's e-mail address is held by the Club.
- 16.4. Notices of Motion for AGM
- Notices of Motion to be included on the Agenda of the AGM must be received by the Secretary of the BOM at least twenty-one (21) days prior to the meeting at which they will be discussed.
- 16.5. Notice of AGM /Agenda / Notices of Motion
- Each full and life member must be given at least fourteen (14) days' notice electronically and/or in a manner determined by the BOM, the date of the Annual General Meeting, Agenda and Notices of Motion for discussion at the meeting. Electronic advice to a member's registered e-mail address will be deemed to have been received.
- 16.6. An omission to give notice of an AGM to an eligible member will not invalidate the meeting or the proceedings of that meeting.

17. GENERAL MEETINGS

- 17.1. The Secretary of the BOM may call a general meeting of full and life members of the Club, clearly stating the business to be conducted at the meeting.
- 17.2. The Secretary must give at least fourteen (14) days' notice of the meeting to members.
- 17.3. If the Secretary is unable to call the meeting, the Chairperson must call the meeting.
- 17.4. The BOM may decide the way in which the notice is to be given.
- 17.5. An omission to give notice of a meeting to an eligible member will not invalidate that meeting or the proceedings of that meeting.

18. SPECIAL GENERAL MEETING

- 18.1. The Secretary must call a special general meeting by giving full and life members of the Club a notice of meeting within fourteen (14) days after:
 - a. being directed to call the meeting by the BOM;
 - b. being given a written request signed by at least 20% of full and life members of the Club on the date when the request is signed.
- 18.2. The notice of meeting must state:
 - a. why the special general meeting is being called; and
 - b. the business to be conducted at the meeting.
- 18.3. If the Secretary is unable to call the special general meeting, the Chairperson must call the meeting.
- 18.4. The BOM may decide the way in which the notice is to be given.
- 18.5. An omission to give a notice of meeting to an eligible member will not invalidate that meeting or the proceedings of that meeting.
- 18.6. A Special General Meeting must be held within two (2) months after the Secretary has been directed/requested to do so under Clause 18.1.

19. SPECIAL RESOLUTION

- 19.1. A Special Resolution must be passed by an affirmative vote of 75% of the members who are present and entitled to a vote at a general meeting.
- 19.2. Matters that must be decided by a Special Resolution are:
 - a. a change of name for the Incorporated Club;
 - b. a change to the Rules of the Incorporated Club;
 - c. the decision to wind up the Incorporated Club;
 - d. removal of a Board Member from office.

20. PROCEDURE FOR GENERAL MEETINGS

- 20.1. At each general meeting:
 - a. the Chairperson is to preside; and
 - b. if there is no Chairperson or if the Chairperson is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect one of their number to be Chairperson of the meeting; and
 - c. the Chairperson must conduct the meeting in a proper and orderly way.

21. VOTING AT A GENERAL MEETING

- 21.1. At a general meeting, each question, matter or resolution must be decided by the majority of votes of members present and eligible to vote, other than for a Special Resolution which requires 75% of the vote.
- 21.2. Each member present and eligible to vote is entitled to one (1) vote only and, if votes are equal, the status quo will remain.
- 21.3. 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.

- 21.4. The method of voting is to be decided by the BOM.
- 21.5. However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- 21.6. If a secret ballot is held, the Chairperson must appoint two (2) members to conduct the secret ballot in the way the Chairperson decides.
- 21.7. The result of the secret ballot as declared by the Chairperson is taken to be the direction of the meeting at which the ballot was held.

22. QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING

- 22.1. The quorum for a general meeting is at least double the number of members elected/appointed to the BOM, plus one.
- 22.2. No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- 22.3. If there is no quorum within 30 minutes after the time fixed for a general meeting called at the request of members of the BOM the meeting lapses.
- 22.4. If there is no quorum within 30 minutes after the time fixed for a general meeting called other than at the request of members of the BOM:
 - a. the meeting is to be adjourned for at least 7 days; and
 - b. the BOM shall decide the day, time and place of the adjourned meeting.
- 22.5. 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.
- 22.6. If the meeting is adjourned under clause 22.5, only the business left unfinished at the meeting at which the adjournment took place, may be conducted at an adjourned meeting.
- 22.7. The Secretary is not required to give members notice of an adjournment or the business to be discussed at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- 22.8. 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.

23. MINUTES OF GENERAL MEETINGS

- 23.1. The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered into an official record.
- 23.2. To ensure the accuracy of the minutes, the minutes of each general meeting must be verified by the Chairperson of the meeting, or the Chairperson of the next meeting.
- 23.3. Access to these records shall be limited to full financial members and life members of the Club.

SECTION D – MANAGEMENT OF THE CLUB

24. THE BOARD OF MANAGEMENT (BOM)

- 24.1. The BOM will consist of Chairperson, Deputy Chairperson, Secretary, Finance Director, and three (3) Directors.
- 24.2. All positions shall be honorary and elected.

25. NOMINATIONS

- 25.1. To be eligible to serve on the BOM a candidate must:
 - a. be an adult;

- b. not be ineligible to be elected as a member of the BOM under 61A of the Act; be a financial full member or life member of the Club;
 - c. not be an employee of the Club;
 - d. not be an office-bearer or employee of any other Bowls Club;
 - e. be a declared member of the Club;
 - f. sign the required Code of Ethics;
 - g. not be an elected member of the Men's or Ladies section committees.
- 25.2. Elections to a position on the BOM shall be for a term of two (2) years.
- 25.3. Candidates for election to the BOM must be nominated in writing on the prescribed form by two (2) full financial members or Life Members of the Club.
- 25.4. The nomination form must bear the signature of the nominee showing his/her consent to the nomination.
- 25.5. The nomination must be given to the Secretary at least fourteen (14) days prior to the annual general meeting at which the election is to be held.
- 25.6. A list of the candidates' surnames in alphabetical order, with the names of the members who nominated each candidate, must be posted on the Notice Board for at least ten (10) days immediately preceding the annual general meeting.
- 25.7. The BOM must ensure that prior to elections taking place each candidate is advised whether or not the Club has public liability insurance, and if so, the amount of the insurance.

26. ELECTION OF THE BOM

- 26.1. Each full financial member or life member of the Club eligible to vote pre-poll or present and eligible to vote at the Annual General Meeting may vote for one (1) candidate for each vacant position on the BOM.
- 26.2. Ballot papers must be prepared containing the names of candidates surname in alphabetical order.
- 26.3. Should insufficient nominations be received, the BOM may appoint an eligible and suitable member of the Club to a vacant position until the following Annual General Meeting.

27. INDUCTION OF BOM MEMBERS

- 27.1. All members of the BOM shall complete a BOM Induction conducted annually and within one (1) month of the Annual General Meeting.
- 27.2. Members appointed to the BOM due to a vacancy occurring after the annual induction shall receive the appropriate information contained in the BOM Induction.

28. THE EXECUTIVE COMMITTEE

- 28.1. The executive Committee shall consist of:
- a. Chairman, Deputy Chairman, Secretary and Finance Director with three persons (3) thereof to constitute a quorum.
- 28.2. The Executive Committee shall:
- a. Transact any urgent business of the Club between BOM meetings;
 - b. Submit a report of such business to the next meeting of the BOM for ratification.

- 28.3. The Executive Committee shall not incur expenditure in excess of \$10,000 between BOM meetings.

29. FUNCTIONS OF THE BOM

- 29.1. Subject to this Constitution or a resolution of the members of the Club carried at a general meeting, the BOM has the general control and management of the administration of the affairs, property and funds of the Club.
- 29.2. Has the authority to interpret the meaning of this Constitution and any matter relating to the Club on which these rules are “silent”.
- 29.3. The BOM may exercise the powers of the Club:
- a. to borrow, raise or secure the payment of amounts in a way the members of the Club decide; and
 - b. to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Club in any way, including the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Club’s property, both present and future; and
 - c. to purchase, redeem or pay off any securities issued; and
 - d. to borrow amounts from members and pay interest on the amounts borrowed; and
 - e. to mortgage or charge the whole or part of its property; and
 - f. to issue debentures and other securities, whether outright or as a security for any debt, liability or obligation of the Club; and
 - g. to provide and pay off any securities issued; and
 - h. to invest in a way the members of the Club may from time to time decide; and
 - i. to construct, improve, maintain, develop, alter or control buildings and grounds directly or indirectly to advance the Club’s interest. Any proposed works exceeding \$10,000 in value will require two (2) quotations, where practicable, from qualified and reputable tradespersons or a company.
- 29.4. For clause 29.3 (d) the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by:
- a. the financial institution of the Club;
 - b. if there is more than one (1) financial institution of the Club – the financial institution is that which is nominated by the BOM.
- 29.5. The BOM is not empowered to authorise any single item of expenditure in excess of one hundred and fifty thousand dollars (\$150,000) without prior approval of a General Meeting of the Club.

30. RESIGNATION OF OFFICE BY A BOM MEMBER

A member of the BOM may resign from the BOM by giving written notice of resignation to the Secretary.

- 30.1. 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.

31. REMOVAL OF A BOM MEMBER FROM OFFICE

- 31.1. A member of the BOM may be removed from office by Special Resolution at a general meeting of full and life members present and eligible to vote.
- 31.2. Before a vote of members is taken about removing a BOM member from office, such member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- 31.3. There is no right of appeal under this clause.
- 31.4. Should any member of the BOM be absent from three (3) consecutive regular notified BOM Meetings without the consent of the BOM, he/she shall automatically vacate office.

32. VACATION OF OFFICE BY A BOM MEMBER

A member shall immediately vacate the office of a BOM member in the circumstances mentioned in Section 64.2 of the Act, e.g. if the member becomes bankrupt; or is convicted of an indictable offence.

33. VACANCIES ON THE BOM

- 33.1. If a casual vacancy occurs on the BOM, the continuing members of the BOM may appoint another eligible member of the Club to fill the vacancy until the next annual general meeting.
- 33.2. The continuing members of the BOM may act despite a casual vacancy on the BOM.
- 33.3. However, if the number of BOM members is less than the number fixed under this Constitution as a quorum of BOM members the continuing members may act only to:
 - a. increase the number of BOM members to the number required for a quorum; or
 - b. call a general meeting of the Club.

34. MEETINGS OF THE BOM

- 34.1. The BOM may meet and conduct its proceedings as it considers appropriate.
- 34.2. The BOM must meet at least once every month to exercise its functions.
- 34.3. The BOM must decide how a meeting is to be called.
- 34.4. The Secretary must give at least 7 days' notice in writing of the meeting to BOM members.
- 34.5. The BOM may hold meetings or permit a BOM 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.
- 34.6. A BOM member who participates in the meeting as mentioned in clause 34.5 is taken to be present at the meeting.
- 34.7. A question arising at a BOM meeting is to be decided by a majority vote of members of the BOM present at the meeting and, if the votes are equal, the status quo remains.
- 34.8. A member of the BOM 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; or if there is any conflict of interest in any matter under discussion. If the member does vote, his/her vote must not be counted.
- 34.9. The Chairperson is to preside at a BOM meeting.
- 34.10. If there is no Chairperson or if the Chairperson is not present within ten (10) minutes fixed for the BOM meeting, the members may choose one of their number to preside as Chairperson at the meeting.

35. QUORUM FOR AND ADJOURNMENT OF BOM MEETING

- 35.1. At a BOM meeting, more than 50% of the members elected to the BOM at the close of the last general meeting, or appointed in accordance with this Constitution, forms a quorum.
- 35.2. If there is no quorum within 30 minutes after the time fixed for a BOM meeting called on the request of members of the BOM, the meeting lapses.
- 35.3. If there is no quorum within 30 minutes after the time fixed for a BOM meeting called other than at the request of members of the BOM:
 - a. the meeting is to be adjourned for a least a day; and
 - b. the members of the BOM who are present are to decide the day, time and place of the adjourned meeting.
- 35.4. If, at an adjourned meeting mentioned in clause 35.3 there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

36. SPECIAL MEETING OF THE BOM

- 36.1. If the Secretary receives a written request signed by at least 33% of the members of the BOM, the Secretary must call a special meeting of the BOM by giving each member a notice of the meeting within 14 days after the request is received.
- 36.2. If the Secretary is unable to call a special meeting, the Chairperson must call the meeting.
- 36.3. 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.
- 36.4. 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.
- 36.5. A special meeting of the BOM must be held within fourteen (14) days after the notice of meeting is given to the members of the BOM.

37. MINUTES OF BOM MEETINGS

- 37.1. The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each BOM meeting are entered into an official record.
- 37.2. Access to these records shall be limited to financial full and Life Members of the Club.
- 37.3. To ensure the accuracy of the minutes, the minutes of each BOM meeting must be verified by the Chairperson of the meeting, or the Chairperson of the next Board meeting.

38. RESOLUTIONS OF THE BOM WITHOUT A MEETING

- 38.1. A written resolution signed by each member of the BOM is as valid and effectual as if it had been passed at a BOM meeting that was properly called and held.
- 38.2. A resolution mentioned in clause 38.1 may consist of several documents in like form each signed by one (1) or more members of the BOM.
- 38.3. If such resolution is to be passed all members of the BOM must agree, or a meeting must be held.

39. APPOINTMENT and MEETINGS OF SUB-COMMITTEES

- 39.1. The BOM may appoint sub-committees, consisting of members of the Club who are considered appropriate by the BOM, to help with the Club's operations.
- 39.2. An officer -bearer of another Bowls Club is not eligible for appointment to a sub-Committee.
- 39.3. A sub-committee shall elect a Chairperson. In the event of this not being done within 14 days of appointment of the sub-committee, the BOM may appoint a Chairperson.
- 39.4. 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.
- 39.5. A sub-committee may meet and adjourn as it considers appropriate.
- 39.6. A question arising at a sub-committee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the status quo remains.
- 39.7. Sub-Committees must report to the Board monthly, or as required by the BOM.

40. BOWLS SECTIONS

- 40.1. There shall be two Bowls Sections, known as the Men's Section and the Ladies Section and each Section shall, as a minimum comprise:
 - a. Section President, Section Vice-President, Section Secretary, Section Games Coordinator
- 40.2. Selectors for each Section, comprising no less than three (3) eligible members are to be elected at each Section AGM. Such selectors groups shall act as sub committees to the respective Bowls Sections and report to the Sections on a regular basis.
- 40.3. The Sections shall be responsible to a CBMC (comprising chair - Vice Chairman BOM, President or substitute from Each of Men's Section and Ladies Section of Bowls and the Greens / Bowls Coordinator) for the management and conduct of all Bowls activities including but not limited to pennant and social Bowls, respective Club championships, Club events and any other special events approved by the BOM.
- 40.4. The Sections may hold such meetings as required but shall hold an annual meeting of its members at such date and place as the Section Officers determine, but it must occur within three months of the end of the Clubs financial year. . The Section Officers shall be elected each year at the annual meeting and shall remain in office until the election of the Section Officers in the following year. A Quorum shall be 20% of eligible members.
- 40.5. The procedures clause 26 and clause 33, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of the Section Officers.

41. ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

- 41.1. An act performed by the BOM, a sub-committee or a person acting as a member of the BOM is taken to have been validly performed.
- 41.2. Clause 41.1 applies even if the act was performed when:
 - a. there is a defect in the appointment of a member of the BOM sub- committee or a person acting as a member of the BOM; or
 - b. a BOM member, sub-committee member or a person acting as a member of the BOM was disqualified from being a member.

42. INDEMNITY OF MEMBERS

- 42.1. The Club shall indemnify its employees, volunteers, committees, sub- committees or members whilst acting in their designated capacity for their respective rights, interests, and liabilities by ensuring the Club's legal liability to pay costs, damages and or compensation:
- a. to the public for negligence whether real or alleged, and
 - b. for loss resulting from the provision or supply of products and or services.
- 42.2. The Club's liability shall be limited to:
- a. claims accepted by the insurer; and
 - b. the insured liability limit unless it is successfully demonstrated that the Club was negligent at the time of selecting the liability limit.
- 42.3. Nothing in clause 42.2 shall prevent the Club making "without prejudice" ex gratia payments as considered appropriate when an employee, volunteer, committee, sub-committee or member has suffered a loss.

43. FINANCIAL YEAR

The end of the Club's financial year is the 31st December each year.

44. SUBSCRIPTIONS and FEES

Annual Subscriptions:

- 44.1. The annual subscription fee shall include BA, BQ and DA affiliation fees, where applicable.
- 44.2. The annual subscription shall be due and payable by the first day of the commencement of the new Calendar year and shall apply for that year.
- 44.3. Annual subscription fees shall be payable in advance.
- 44.4. Any person granted full membership subsequent to the commencement of the Calendar year, shall pay pro-rata subscription fees which will include BA, BQ and DBA affiliation fees, from the date of their acceptance as a member.
- 44.5. If any member fails to pay their annual subscription by the due date, they shall be deemed to be un-financial.
- 44.6. Any person unable to pay their annual subscription by the due date may make a request to the BOM for an extension of time. However, until full payment of fees is made, the provisions herein pertaining to un-financial members will apply.

45. UN-FINANCIAL MEMBERS

- 45.1. A member who becomes un-financial shall be deprived of all privileges of membership of the Club, including:
- a. the right to hold office;
 - b. the right to attend any meetings of the BOM or any general meeting of the Club;
 - c. the right to speak or vote on any issue relevant to the Club;
 - d. the right to play bowls in Club controlled events or social play; and
 - e. all privileges shall be restored to an un-financial member upon payment of subscriptions and fees to the Club.

46. FUNDS and ACCOUNTS

- 46.1. The funds of the Club must be kept in an account in the name of the Club and in a financial institution decided by the BOM.
- 46.2. Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Club.
- 46.3. All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 46.4. All payments of \$500 or more must be made by cheque or electronic funds transfer. A cheque must be signed by any two (2) of the following:
 - a. Chairperson.
 - b. Deputy Chairperson.
 - c. the Finance Director.
 - d. Secretary.
 - e. General Manager; and
 - f. any one (1) of three (3) other members of the Board who have been authorised by the BOM to sign cheques issued by the Club.
- 46.5 For practical purposes the Board is authorised to allow nominated staff members to sign Poker and Keno cheques as a supplementary signatory.
- 46.6 Cheques, other than cheques for wages, allowances or petty cash recoupment,
- 46.7 must be crossed “not negotiable”.
- 46.8 All expenditure must be approved and ratified at a BOM meeting.

47. GENERAL FINANCIAL MATTERS

- 47.1 On behalf of the BOM, the Finance Director must, as soon as practicable after the end date of each financial year, ensure a financial statement for the Club’s last reportable financial year is prepared.
- 47.2 The income and property of the Club must be used solely in promoting the Club’s objects and exercising the Club’s powers.
- 47.3 The BOM may at any time, by resolution at a general meeting of the Club, strike a Special Levy on all full and Life Members. (Such levy shall be payable only if it has been passed by 75% of the members present and entitled to vote at the general meeting).

48. DOCUMENTS

The BOM must ensure the safe custody of books, documents, instruments of title, electronic and intellectual property, and securities of the Club.

49. DISTRIBUTION OF SURPLUS ASSETS

- 49.1. This rule applies if the Club is:
 - a. wound-up under part 10 of the Act;
 - b. has surplus assets.
- 49.2 The surplus assets must not be distributed among members of the Club.
- 49.3 The surplus assets must be given to another entity:
 - a. having objects similar to the Club’s assets; and

- b. the rules of which prohibit the distribution of the entity’s income and assets to its members.

49.4. In this clause – “surplus assets” – is as defined in Section 92 (3) of the Act.

50. DISCIPLINARY PROVISIONS

All discipline and complaints will be dealt with under the Club’s Disciplinary By-laws.

51. AFFILIATION

51.1. The Club must

- a. affiliate with BQ and accept and abide by the rules and by- laws insofar as they apply to the sport of bowls.
- b. be a member of the DBA and accept and abide by the rules and by-laws of the DBA insofar as they apply to the sport of bowls.
- c. renew its affiliation with BQ each year in accordance with the Constitution of BQ and forward the annual affiliation fees direct to BQ. BQ will notify the DA of payment.
- d. renew its membership with the DA each year in accordance with the Rules of the DA and pay annual subscription fees to the DA.
- e. elect delegate(s) to the DA in accordance with the Rules and By-Laws of the DA and BQ.
- f. provide advice to BQ and to the DA within fourteen (14) 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.
- g. not make, amend or repeal a Rule or By-Law in relation to the playing of the game of bowls that conflicts with the Rules and By-Laws of BA., BQ or the DBA.

52. ALTERATIONS TO THE CONSTITUTION

52.1. Subject to the Act, this constitution may be amended, repealed or added to by a special resolution carried at a general meeting.

52.2. However, an amendment, repeal or addition is valid only if it is registered by the relevant Government Authority.

53. INTERPRETATION OF THE CONSTITUTION

The BOM has the authority to interpret the meaning of this Constitution and any matter relating to the Club on which this Constitution is silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

54. POLICIES

54.1. The BOM may develop, rescind and enact Policies not in conflict with the Club’s Constitution and By-Laws.

55. THE COMMON SEAL

55.1. The BOM must ensure that the Club has a Common Seal.

55.2. The Common Seal must be:

- a. kept securely by the BOM; and
- b. used only under the authority of the BOM.

- 55.3. Each instrument to which the Seal is attached must be signed by a member of the BOM and countersigned by:
- a. the Secretary.
 - b. another member of the Board.
 - c. someone authorised by the Board.

56. ACTIVITIES MUST BE LAWFUL

The Club must comply with all lawful requirements of the Commonwealth, State and Local Governments and Statutory Authorities which have jurisdiction over the activities of the Club.

57. GREEN FEES

All Green Fees will be set by the BOM.

58. BY-LAWS

58.1. The BOM may make By-Laws and alter, amend or rescind the same as occasions may require, and enforce penalties for their breach as it sees fit including for the purposes of:

- a. appointment and duties of returning officer;
- b. election and ballot procedures;
- c. duties and qualifications of committees
- d. the rights and duties of a member of the club;
- e. club competitions;
- f. conditions of membership and affiliation;
- g. attire/uniform;
- h. administration fees;
- i. reports of the club;
- j. conferring awards;
- k. membership transfers;
- l. any other matters for which the BOM is of the view that bylaws are required; and
- m. disciplinary matters.

58.2. The bylaws for the time being in force shall be binding on members of the Club as if they formed part of this Constitution but shall not be in any way opposed or be in conflict with this Constitution and shall have full effect accordingly.

59. ALTERATIONS TO THE BY-LAWS

59.1. The BOM may make, amend or repeal by-laws, not inconsistent with this Constitution, for the internal management of the Club.

59.2. Any changes to the By-Laws by the BOM shall be displayed on the Club notice boards and the Club website no later than seven (7) days following the change.

59.3. A change to by-laws by the BOM may be set aside by a vote of members at a general meeting of the Club.