

SCARBOROUGH  
BOWLS CLUB INC.

Constitution

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## **SECTION A – THE CLUB**

### **1.0 INTERPRETATION**

(1) In these rules—

- **Act** means the Associations Incorporation Act 1981.
- **Present** means:
  - (a) at a Management Committee meeting, see rule 29(6)
  - (b) at a general meeting, see rule 17(1)

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

### **2.0 NAME**

The name of the incorporated Association is **Scarborough Bowls Club Inc. (the Association)**

### **3.0 OBJECTS**

The objects of the Association are—

- To advance, promote and enhance the sport of bowls
- To provide the best possible standard of playing facilities for members in accordance with the laws of the game prescribed by BA
- To provide, develop and promote activities deemed appropriate to foster good fellowship between the Association, its members and the local community

### **4.0 POWERS**

(1) The Association has the powers of an individual.

(2) The Association may, for example—

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

(3) The Association may also issue secured and unsecured notes, debentures and debenture stock for the Association.

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

### **5.0 MEMBERSHIP**

(1) The membership of the Association consists of Ordinary Members, and any of the following classes of members: Life Members, Junior Members, Temporary Members and Social Members.

- (2) Each applicant for any class of membership of the Association must be proposed by one Ordinary or Life member of the Association and seconded by another such member. The application for membership must be:
  - (a) made in writing
  - (b) signed by the applicant and applicant's proposer and seconder
  - (c) in such form that the Management Committee prescribes

### **5.1 ACCEPTANCE OF RULES BY MEMBERS**

All members, on admission, are deemed to have agreed to be bound by the Constitution, By-Laws, Policies and Procedures of the Club.

### **6.0 ELIGIBILITY FOR MEMBERSHIP**

- (1) To be eligible for membership a person must be:
  - (a) over 18 years of age for membership other than junior membership
  - (b) prepared to support and promote the welfare of the Association
  - (c) free of indebtedness to any bowls club and DBA or any State Bowls Authority and not under an order or notice of suspension or expulsion from any bowls club or DBA
- (2) Any prospective member who is a member of any club affiliated with BQ must present an official clearance from that club before their application for membership will be considered.
- (3) An employee of the Association whether on salary, wages or contract may be a member of the Association, but will not be eligible to nominate for or hold any elected office of the Association or to nominate or second any other member for an elected office of the Association.

### **7.0 CLASSIFICATION AND PRIVILEGES OF MEMBERSHIP**

#### **7.1 ORDINARY MEMBERS**

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

#### **7.2 LIFE MEMBERS**

An Ordinary Member who meets the criteria as per Club Policies will, on the recommendation of the Ladies or Men's sections, be put forward by the Management Committee for election as a Life Member at a General Meeting. Such election must be by resolution of a 75% majority vote of members present and entitled to vote at a general meeting. Life membership confers freedom to enjoy all Association privileges and exemption from payment of annual subscriptions but not any other levies or fees.

### **7.3 JUNIOR MEMBERS**

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

A Junior Member:

- is neither entitled to vote nor to nominate members for office nor to nominate other persons to membership of the Association
- is entitled to play bowls in any State, District, or Association competition according to the conditions laid down for the playing of the event
- on attaining the age of 18 years must apply in writing for ordinary membership and their application will be dealt with in the same manner as any application for ordinary membership
- must not be served or consume liquor from or on the Association premises or engage in any form of gambling on the premises

### **7.4 TEMPORARY MEMBERS**

The Management Committee may admit as a Temporary Member any person who does not normally reside within the district where the Association 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 period of three months 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 Association nor nominate members for election to any position in the Association nor take part in nor vote at meetings of the Association. They are not entitled to nominate Ordinary Members of the Association for any position nor to participate in any game other than a social game of the Association. Temporary Members must pay the membership fees determined by the Management Committee.

### **7.5 SOCIAL MEMBERS**

The Management Committee may approve any person as a Social Member of the Association and charge the membership fees that the Management Committee determines. An application for social membership must be as prescribed in rule 5.

Social Members are entitled to the social privileges of membership but are not entitled to:

- hold any office of the Association
- nominate members for election to any position in the Association nor take part in or vote at meetings of the Association
- nominate persons for membership of the Association nor take part in the game of bowls except on an occasion when persons other than members may be playing bowls on the invitation of any official committees such as a bowls promotion day

## **8.0 ADMISSION TO MEMBERSHIP**

### **8.1 MEMBERSHIP FEES**

The membership fee for each ordinary membership and for each other class of membership (if any)—

- (i) is the amount decided by the Management Committee, and
- (ii) is payable when, and in the way, the Management Committee decides

## **8.2 MEMBERSHIP NOMINATIONS**

Upon receipt, the names of each person proposed as a member must be entered into the member register database in the order they were received and displayed on the notice board for at least 14 days prior to the date on which the Management Committee will consider the application for membership.

Each entry must record the full name and address of the proposed member including the time and date of receipt of their application.

## **8.3 OBJECTIONS TO APPLICATION FOR MEMBERSHIP**

Any member or members may object to any application for membership by delivery of a written objection to the Secretary.

All applications for membership will be dealt with and determined by the Management Committee at a duly convened meeting.

If written objection is received from a member or members of the Association, 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 three months.

Other proposed membership applications may be dealt with and determined during that period, if the postponed membership proposal is kept open during the period of postponement. The postponed membership proposal must be dealt with immediately upon the enquiry being completed or upon the expiry of the period of postponement. This membership proposal will take precedence over all other applications which are of a later date.

## **8.4 ACCEPTANCE OF MEMBERSHIP**

The Management Committee must consider an application for membership at the next committee meeting held after the application for membership has been displayed for 14 days and the appropriate membership fee for the application has been received.

The Management Committee must ensure that, as soon as possible after the person applies to become a member of the Association, and before the Management Committee considers the person's application, the person is advised whether or not the Association has public liability insurance and, if the Association has public liability insurance, the amount of the insurance.

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

If a majority 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.

As soon as practicable after the Management Committee decides to accept or reject an application, the applicant must be notified of the decision.

## **9.0 MEMBERSHIP REGISTER**

The Association's Membership Register will be maintained using an electronic database, and the Management Committee is responsible to ensure it is maintained correctly.

A member's or proposed member's details within the register will be altered whenever there is a change in their personal details including current contact details and membership status.

### **9.1 REGISTER OF MEMBERS**

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 time of resignation of the member
- (e) details about the termination or reinstatement of membership
- (f) any other particulars the management committee or the members at a general meeting decide

A member must contact the Secretary in writing to arrange access to their own information from the register.

Except for the Secretary, Club Manager or Office Assistant, no member or other staff member is entitled to seek access to any other member's information from the Membership Register.

### **9.2 PROHIBITION ON USE OF INFORMATION ON REGISTER OF MEMBERS**

Information from the Membership Register must not be

- (a) used to contact, or send material to, another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes; or
- (b) disclosed to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes.

All use of information must be in accordance with the requirements of the Privacy Act (1988) and subsequent amendments.

## **10.0 CESSATION OF MEMBERSHIP**

### **10.1 RESIGNATION**

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

The resignation takes effect at—

- (i) the time the notice is received by the Secretary; or
- (ii) if a later time is stated in the notice—the later time.

The Secretary will acknowledge in writing, the receipt of each resignation and inform the office of each resignation.

### **10.2 RESPONSIBILITY FOR OUTSTANDING MONIES**

No resignation will relieve any person from the payment of any subscription or other money due or payable at the time of resignation. The resignation of any member will involve automatic forfeiture of all rights and privileges in respect to all Association matters.



### **10.3 TERMINATION OF MEMBERSHIP**

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

- (i) is convicted of an indictable offence<sup>1</sup>; or
- (ii) does not comply with any of the rules of the Constitution or By-Laws; or
- (iii) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Association; or
- (iv) has membership fees in arrears for at least two months

Before the Management Committee terminates a membership according to 10.3(ii) or 10.3(iii), the committee must give the member a full and fair opportunity to show why the membership should not be terminated as set out under the Club's By-Laws "Disciplinary Process".

### **10.4 NOTIFICATION OF TERMINATION**

If the Management Committee decides to terminate the membership, the Secretary of the committee must give the member a written notice of the decision.

### **11.0 APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP**

A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of his/her intention to appeal against the decision.

A notice of intention to appeal must be given to the Secretary within 10 days after the person receives written notice of the decision.

If the Secretary receives written notice of intention to appeal against a rejection of membership, the Secretary must, within 28 days after receiving the notice, call a general meeting to decide the appeal.

If the Secretary receives written notice of intention to appeal against the termination of a membership, the Management Committee must appoint an Appeals Panel in accordance with the Disciplinary Process.

### **12.0 GENERAL MEETING TO DECIDE APPEAL AGAINST REJECTION OF MEMBERSHIP**

The General Meeting to decide an appeal must be held within three months after the Secretary receives the notice of intention to appeal.

The objections to the application must be clearly stated at the meeting.

The applicant must be given a full and fair opportunity to show why the application should not be rejected.

An appeal must be decided by a 75% majority vote of the members present and eligible to vote at the meeting.

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<sup>1</sup> An Indictable offence is defined as crimes and misdemeanours and include more serious offences, such as murder, rape, robbery, assault and break and enter.  
(Ref: <http://qld.criminallegal.com.au/crimes/criminal-justice-system-qld/#>)

If a person whose application for membership has been rejected does not appeal against the decision within 10 days after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the application fee paid by the person must be refunded as soon as possible.

## **SECTION C – GOVERNANCE OF THE ASSOCIATION**

### **13.0 MEETINGS**

#### **13.1 GENERAL MEETINGS**

In each year there will be the following general meetings:-

- (1) An Annual General Meeting, to be held not later than the month of October (unless otherwise determined by the Management Committee) at a date, time and place to be fixed by the Management Committee; and
- (2) Special General Meetings convened in accordance with rule 14.0.

#### **13.2 ANNUAL GENERAL MEETINGS**

The business of the Annual General Meeting includes—

- (1) Financial reporting and election of the Management Committee
- (2) Confirmation of minutes of, and consideration of business arising from any previous General Meeting not yet reported and confirmed
- (3) Consideration and adoption of reports from the Executive Management Committee as deemed necessary
- (4) Consideration of notices of motion
- (5) Transaction of any general business that may be brought forward in accordance with the Rules of the Association.

##### **13.2.1 BUSINESS TO BE CONDUCTED LEVEL 1 INCORPORATED ASSOCIATIONS**

Business to be conducted at Annual General Meeting of level 1 Incorporated Associations and particular Level 2 and 3 Incorporated Associations

- (1) This rule applies only if the Association is—
  - (a) a level 1 incorporated Association; or
  - (b) a level 2 incorporated Association to which section 59 of the Act applies; or
  - (c) a level 3 incorporated Association to which section 59 of the Act applies.
- (2) The following business must be conducted at each Annual General Meeting of the Association—
  - (a) receiving the Association's financial statement, and audit report, for the last reportable financial year;
  - (b) presenting the financial statement and audit report to the meeting for adoption;
  - (c) electing members of the Management Committee;
  - (d) for a level 1 incorporated Association—appointing an auditor or an accountant for the present financial year;
  - (e) for a level 2 incorporated Association, or a level 3 incorporated Association, to which section 59 of the Act applies—appointing an auditor, an accountant or an approved person for the present financial year.

### **13.2.2 BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING OF OTHER LEVEL 2 INCORPORATED ASSOCIATIONS**

- 1) This rule applies only if the Association is a level 2 incorporated Association to which section 59A of the Act applies.
- (2) The following business must be conducted at each Annual General Meeting of the Association—
  - (a) receiving the Association's financial statement, and signed statement, for the last reportable financial year;
  - (b) presenting the financial statement and signed statement to the meeting for adoption;
  - (c) electing members of the Management Committee;
  - (d) appointing an auditor, an accountant or an approved person for the present financial year.

### **13.2.3 BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING OF OTHER LEVEL 3 INCORPORATED ASSOCIATIONS**

- (1) This rule applies only if the Association is a level 3 incorporated Association to which section 59B of the Act applies.
- (2) The following business must be conducted at each Annual General Meeting of the Association—
  - (a) receiving the Association's financial statement, and signed statement, for the last reportable financial year;
  - (b) presenting the financial statement and signed statement to the meeting for adoption;
  - (c) electing members of the Management Committee.

## **14.0 SPECIAL GENERAL MEETING**

- (1) The Secretary must call a Special General Meeting by giving each member of the Association notice of the meeting within 14 days after—
  - (a) being directed to call the meeting by the Management Committee; or
  - (b) being given a written request signed by—
    - (i) at least 33% of the number of members of the Management Committee when the request is signed; or
    - (ii) at least the number of ordinary members of the Association equal to double the number of members of the Association on the Management Committee when the request is signed plus 1; or
  - (c) being given a written notice of an intention to appeal against the decision of the Management Committee to reject an application for membership.
- (2) A request mentioned in sub-rule (1)(b) above 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 three months after the Secretary—

- (i) is directed to call the meeting by the Management Committee; or
  - (ii) is given the written request mentioned in sub-rule (1)(b) above; or
  - (iii) is given the written notice of an intention to appeal mentioned in sub-rule (1)(c) above.
- (4) If the Secretary is unable or unwilling to call the special meeting, the Chairman must call the meeting.

## **15.0 NOTICE OF GENERAL MEETING**

- (1) The Secretary is responsible for calling a General Meeting of the Association.
- (2) The Secretary must give at least 14 days notice of the meeting to each member of the Association except for an Annual General Meeting where 28 days notice must be given.
- (3) If the Secretary is unable or unwilling to call the meeting, the Chairman 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 in writing (as defined within "Definitions")—
  - (a) a meeting called to hear and decide the appeal of a person against the Management Committee's decision to reject the person's application for membership of the Association
  - (b) a meeting called to hear and make a decision about a proposed special resolution of the Association.
- (6) A notice of a General Meeting must state the business to be conducted at the meeting.
- (7) The inadvertent omission to give notice of the meeting to a particular member will not invalidate the meeting.

## **16.0 QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING**

- (1) The quorum for a General Meeting is at least twice the number of members elected or appointed to the Management Committee at the close of the Association's last general meeting plus one.
- (2) No business may be conducted at a General Meeting unless there is a quorum of members when the meeting proceeds to business.
- (3) If there is no quorum within 30 minutes after the time fixed for a General Meeting called on the request of members of the Management Committee or the Association, the meeting lapses.
- (4) If there is no quorum within 30 minutes after the time fixed for a General Meeting called other than on the request of members of the Management Committee or the Association—
  - (a) the meeting is to be adjourned for at least seven days; and
  - (b) the Management Committee is to decide the day, time and place of the adjourned meeting.

- (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 to another agreed time.
- (6) If a meeting is adjourned under sub-rule (5), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (7) 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.
- (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.

## **17.0 PROCEDURE AT GENERAL MEETING**

- (1) A member may take part in discussions as they happen and vote in a General Meeting only if present in person.
- (2) At each General Meeting—
  - a) the Chairman is to preside as Chairperson; or
  - b) if there is no Chairman or if the Chairman is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the Deputy Chairman is to preside; or
  - c) if there is no Deputy Chairman or the Deputy Chairman is not present or is unwilling to act, the members present must elect one of their number to be Chairperson of the meeting; and
  - d) the Chairperson must conduct the meeting in a proper and orderly way.

## **18.0 VOTING AT 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. There will be no appointment of Proxies, and no proxy voting.
- (2) Each member present and eligible to vote is entitled to one vote only and, if the votes are equal, the motion will be deemed as lost.

If the motion is lost, the Chairperson can call for further discussion and an amended motion to be put forward for a vote.

- (3) A member is not entitled to vote at a General Meeting if the member's annual subscription is in arrears or if the member is under suspension at the date of the meeting.
- (4) The method of voting is to be decided by the Management Committee.
- (5) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- (6) If a secret ballot is held, the Chairperson must appoint two members to conduct the secret ballot in the way the Chairperson decides.
- (7) 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.

## **19.0 MINUTES OF GENERAL MEETINGS**

- (1) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each General Meeting are recorded and made available in a hard copy.
- (2) To ensure their accuracy, 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.
- (3) If asked by a member of the Association, the secretary must, within 28 days after the request is made—
  - (a) make the minutes for a particular General Meeting available for inspection by the member at a mutually agreed time and place
  - (b) indicate whether or not the minutes are verified
  - (c) ensure the minutes being made available meet the requirements of the Privacy Act
  - (d) give the member copies of the minutes of the meeting
  - (e) the Association may require the member to pay reasonable costs associated with providing copies of the minutes

## **SECTION D – MANAGEMENT OF THE ASSOCIATION**

### **20.0 MEMBERSHIP OF MANAGEMENT COMMITTEE**

The Management Committee of the Association consists of a Chairman, Treasurer, and any other members the Association members elected at a General Meeting.

A member of the Management Committee, other than a Secretary appointed by the Management Committee under rule 22, must be a financial Ordinary or Life member of the Association.

At each Annual General Meeting of the Association, the members of the Management Committee must retire from office, but are eligible, on nomination, for re-election.

A member of the Association may be appointed to a casual vacancy on the Management Committee under rule 26.

### **21.0 ELECTING THE MANAGEMENT COMMITTEE**

- (1) A member of the Management Committee may only be elected as follows—
  - (a) any two ordinary financial members of the Association, except for those under suspension or on a Good Behaviour Bond, or a paid employee as per rule 6(3), may nominate another member (the candidate) to serve as a member of the Management Committee;
  - (b) the nomination must be—
    - (i) in writing; and
    - (ii) signed by the candidate and the members who nominated him or her; and
    - (iii) given to the secretary at least 14 days before the Annual General Meeting at which the election is to be held;

- (c) each member of the Association present and eligible to vote at the Annual General Meeting may vote for one candidate for each vacant position on the Management Committee;
  - (d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- (2) A person may be a candidate only if the person—
- i. is an adult
  - ii. is an ordinary financial member at the time of nomination
  - iii. is not under suspension or on a Good Behaviour Bond
  - iv. is proposed and seconded by a full financial member (refer 1a above) at the time of the nomination
  - v. is not ineligible to be elected under the Incorporations Act<sup>2</sup>;
- (3) A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be visibly displayed on the Club's General Notice Board for at least 10 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.
- (5) The Management Committee must ensure that, before a candidate is elected as a member of the Management Committee, the candidate is advised—
- (a) whether or not the Association has public liability insurance; and
  - (b) if the Association has public liability insurance—the amount of the insurance.

## **22.0 APPOINTMENT OR ELECTION OF SECRETARY**

- (1) The Secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is—
- (a) a member of the Association elected by the Association as Secretary; or
  - (b) any of the following persons appointed by the Management Committee as secretary—
    - (i) a member of the Association's Management Committee;
    - (ii) another member of the Association;
    - (iii) another person.
- (2) If a vacancy happens in the office of Secretary, the members of the Management Committee must ensure a Secretary is appointed or elected for the Association within 1 month after the vacancy happens.
- (3) If the Management Committee appoints a person mentioned in sub-rule (1)(b)(ii) above as secretary, other than to fill a casual vacancy on the Management Committee, the person does not become a member of the Management Committee.

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<sup>2</sup> Section 61A of Associations Incorporations Act 1981  
(<http://www.legislation.qld.gov.au/legisln/current/A/AssocIncorpA81.pdf>)

- (4) However, if the Management Committee appoints a person mentioned in sub-rule (1)(b)(ii) above as secretary to fill a casual vacancy on the Management Committee, the person becomes a member of the Management Committee.
- (5) If the Management Committee appoints a person mentioned in sub-rule (1)(b)(iii) above as secretary, the person does not become a member of the Management Committee.
- (6) In this rule— casual vacancy, on a Management Committee, means a vacancy that happens when an elected member of the Management Committee resigns, dies or otherwise stops holding office.

### **23.0 FUNCTIONS OF SECRETARY**

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

- (1) calling meetings of the Association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the Chairman of the Association
- (2) keeping minutes of each meeting
- (3) keeping copies of all correspondence and other documents relating to the Association

### **24.0 REMOVAL OF SECRETARY**

- (1) The Management Committee of the Association may at any time remove a person appointed by the committee as the Secretary.
- (2) If the Management Committee removes a Secretary who is a person mentioned in rule 22(1)(b)(i), the person remains a member of the Management Committee.
- (3) If the Management Committee removes a secretary who is a person mentioned in rule 22(1)(b)(ii) and who has been appointed to a casual vacancy on the Management Committee under rule 22(4), the person remains a member of the Management Committee.

### **25.0 VACATION OF MANAGEMENT COMMITTEE POSITION**

- (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—
  - the time the notice is received by the secretary; or
  - 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 Association if a majority 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 the Incorporations Act<sup>3</sup>.

## **26.0 VACANCIES ON MANAGEMENT COMMITTEE**

- (1) If a casual vacancy happens on the Management Committee, the continuing members of the committee may appoint another member of the Association to fill the vacancy until the next Annual General Meeting.
- (2) The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.
- (3) However, if the number of committee members is less than the number fixed under rule 30(1) as a quorum of the Management Committee, the continuing members may act only to—
- (a) increase the number of Management Committee members to the number required for a quorum; or
  - (b) call a General Meeting of the Association.

## **27.0 EXCLUSION FROM HOLDING ANY OFFICIAL POSITION**

Any member who is currently suspended or on a Good Behaviour Bond is not permitted to nominate, be nominated or hold any official position within the Association.

## **28.0 FUNCTIONS OF MANAGEMENT COMMITTEE**

- (1) Subject to these rules or a resolution of the members of the Association 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 Association.
- (2) The Management Committee has authority to interpret the meaning of these rules and any matter relating to the Association 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 Association's rules are inconsistent with the Act—see section 1B of the Act<sup>4</sup>.

- (3) The Management Committee may exercise the powers of the Association—
- (a) to borrow, raise or secure the payment of amounts in a way the members of the Association decide; and
  - (b) 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 Association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Associations property, both present and future; and
  - (c) to purchase, redeem or pay off any securities issued; and

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<sup>3</sup> Section 64(2) of Associations Incorporations Act 1981  
(<http://www.legislation.qld.gov.au/legisln/current/A/AssocIncorpA81.pdf>)

<sup>4</sup> Associations Incorporations Act 1981  
(<http://www.legislation.qld.gov.au/legisln/current/A/AssocIncorpA81.pdf>)

- (d) to borrow amounts from members and pay interest on the amounts borrowed; and
  - (e) to mortgage or charge the whole or part of its property; and
  - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association; and
  - (g) to provide and pay off any securities issued; and
  - (h) to invest in a way the members of the Association may from time to time decide.
- (4) For sub-rule (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 for the Association; or
  - (b) if there is more than 1 financial institution for the Association—the financial institution nominated by the Management Committee.

## **29.0 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 two months to exercise its functions.
- (3) The Management Committee must decide when and 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 point (5) above 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 question is decided in the negative.
- (8) A member of the Management Committee must not vote on a question about a contract or proposed contract with the Association if the member has an interest in the contract or proposed contract and, if the member does vote, the members vote must not be counted.
- (9) The Association's Chairman is to preside as chairperson at a Management Committee meeting.
- (10) If there is no Chairman or if the Chairman is not present within 10 minutes after the time fixed for a Management Committee meeting, the Deputy Chairman is to preside, or if the Deputy Chairman is not present, the members may choose one of their number to preside as chairperson at the meeting.

### **30.0 QUORUM FOR, AND ADJOURNMENT OF, MANAGEMENT COMMITTEE MEETING**

- (1) At a Management Committee meeting, more than 50% of the members elected to the committee as at the close of the last general meeting of the members form a quorum.
- (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 one 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 point (3) above, there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

### **31.0 SPECIAL MEETING OF MANAGEMENT COMMITTEE**

- (1) If the Secretary receives a written request signed by at least 33% of the members of the Management Committee, the Secretary must call a special meeting of the committee by giving each member of the committee notice of the meeting within 14 days after the Secretary receives the request.
- (2) If the Secretary is unable or unwilling to call the special meeting, the Chairman must call the meeting.
- (3) A request for a special meeting must state—
  - (a) why the special meeting is being 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.

### **32.0 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 recorded and made available in a hard copy.
- (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.

### **33.0 APPOINTMENT OF SUB-COMMITTEES**

- (1) The Management Committee may appoint a Sub-Committee consisting of members of the Association considered appropriate by the committee to help with the conduct of the Association's operations.
- (2) A member of the Sub-Committee who is not a member of the Management Committee is not entitled to vote at a Management Committee meeting.
- (3) A Sub-Committee 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 Sub-Committee may meet and adjourn as it considers appropriate.
- (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 question is decided in the negative.

### **34.0 ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS**

- (1) An act performed by the Management Committee, a Sub-Committee 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, Sub-Committee or person acting as a member of the Management Committee; or
  - (b) a Management Committee member, Sub-Committee member or person acting as a member of the Management Committee was disqualified from being a member.

### **35.0 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.

### **36.0 BY-LAWS**

- (1) By-Laws can be made, amended or repealed, for the internal management of the Association only if they are consistent with these rules.
- (2) A By-Law may be made, amended or repealed, as defined within the By-Laws, by a 75% majority vote of members at a General Meeting of the Association.

### **37.0 ALTERATION OF RULES WITHIN THE CONSTITUTION**

- (1) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a General Meeting by a 75% majority vote of eligible members present.
- (2) However an amendment, repeal or addition is valid only if it is registered by the Chief Executive (Office of Fair Trading).

### **38.0 COMMON SEAL**

- (1) The Management Committee must ensure the Association 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.

### **39.0 FUNDS AND ACCOUNTS**

- (1) The funds of the Association must be kept in an account in the name of the Association in a financial institution decided by the Management Committee.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.
- (3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- (4) A payment by the Association of \$100 or more must be made by cheque or electronic funds transfer.
- (5) If a payment of \$100 or more is made by cheque, the cheque must be signed by any two of the following—
  - (a) the Chairman
  - (b) the Deputy Chairman
  - (c) the Secretary
  - (d) the Treasurer
  - (e) any one of four other members of the Association who have been authorised by the Management Committee to sign cheques issued by the Association.
- (6) However, one of the persons who signs the cheque must be the Chairman, the Secretary or the Treasurer.

- (7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed "Not Negotiable".
- (8) A petty cash account must be kept on the imprest system, and the Management Committee must decide the amount of petty cash to be kept in the account.
- (9) All expenditure must be approved or ratified at a Management Committee meeting.

#### **40.0 GENERAL FINANCIAL MATTERS**

- (1) On behalf of the Management Committee, the Treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- (2) The income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers.

#### **41.0 DOCUMENTS**

The Management Committee must ensure the safe custody of books, documents, instruments of title and securities of the Association.

#### **42.0 FINANCIAL YEAR**

The end date of the Association's financial year is 30th June in each year.

#### **43.0 DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY**

- (1) This rule applies if the Association—
  - (i) is wound-up under part 10 of the Act<sup>5</sup>; and
  - (ii) has surplus assets.
- (2) The surplus assets must not be distributed among the members of the Association.
- (3) The surplus assets must be given to another entity—
  - (a) having objects similar to the Association's objects; and
  - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
- (4) In this rule— surplus assets see section 92(3) of the Act<sup>6</sup>.

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<sup>5</sup> Part 10 of Associations Incorporations Act 1981

<sup>6</sup> Section 92(3) of Associations Incorporations Act 1981  
(<http://www.legislation.qld.gov.au/LEGISLTN/CURRENT/A/AssocIncorpA81.pdf>)

#### **44.0 DISCIPLINARY PROVISIONS**

All disciplinary actions and complaints will be governed by the Association's Disciplinary Process.

Any member of the club who is suspended or expelled, is ineligible to play bowls in any events conducted at the club.

Any member of the club who is on a Good Behaviour Bond, suspended or expelled, is ineligible to hold any office within the club.