

**CONSTITUTION**

**AND**

**RULES**

**FOR**

**HOPE VALLEY**

**BOWLING AND**

**COMMUNITY CLUB**

**INCORPORATED**

This is the Annexure marked 'A' referred to in the statutory declaration  
of Margaret Morden

made on the .....day of .....2013

before me .....

*Justice of the Peace*

**ADOPTED 17<sup>th</sup> APRIL 2008**

**Amended AGM 2013**



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## SECTION 1 - NAME AND OBJECTS

### 1. NAME:

The Name of the Club shall be;

**HOPE VALLEY BOWLING AND COMMUNITY CLUB INCORPORATED.**

### 2. INTERPRETATIONS:

- 2.1 In these Rules, except in so far as the context or subject-matter otherwise indicates or requires:
- 2.1.1 **"The Act"** means the Association Incorporation Act (SA) 1985, as amended.
  - 2.1.2 **"Administrative Secretary"** means the Secretary of the Club elected in accordance with these Rules.
  - 2.1.3 **"Board of Management"** means the members for the time being of the 'Board' of the Club as constituted in accordance with the Rules and is the governing or controlling body of the Club subject only to any direction of the members at an Annual General Meeting or Special General Meeting.
  - 2.1.4 **"The Men's Section"** means all male members of the Club.
  - 2.1.5 **"The Women's Section"** means all female members of the Club.
  - 2.1.6 **"The Men's Section Committee"** means the current members of the Men's Section Committee formed in accordance with the Rules.
  - 2.1.7 **"The Women's Section Committee"** means the current members of the Women's Section Committee formed in accordance with the Rules.
  - 2.1.8 **"Bowls SA"** means Bowls SA Inc, the peak body of the sport of Lawn Bowls in South Australia.
  - 2.1.9 **"Chairman"** means the Chairman according to the current office-holder in the various committee categories.
  - 2.1.10 **"Club"** means the club referred to in Rule 1.
  - 2.1.11 **"Day"** means calendar day not business day.
  - 2.1.12 **"Financial Year"** means the Club's Financial Year and, unless altered by the members at an Annual General Meeting or Special General Meeting, shall be the period April 1 to March 31.
  - 2.1.13 **"Member"** means any member of the Club.
  - 2.1.14 **"Month"** means a calendar month.
  - 2.1.15 **"Rules"** means the Rules of the club in force for the time being.
  - 2.1.16 **"Special Resolution"** means a resolution of the Club which is passed by a majority which comprises not less than three-quarters of such members of the Club as, being entitled under these Rules so to do, vote at an Annual General Meeting or Special General Meeting of which not less than twenty one (21) day's written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these Rules.
- 2.2 In these Rules:
- 2.2.1 Words importing the singular include the plural and vice versa.
  - 2.2.2 Words importing any gender include the other gender.
  - 2.2.3 A reference to 'writing' shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in a visible form, including messages sent by electronic mail.

### **3. OBJECTS AND PURPOSES:**

The objects and purposes of the Club shall be:

- 3.1 To maintain and conduct a Club of non-political character, and to provide a clubhouse, bowling green and other conveniences for the use and recreation of the members at such place or places as decided by the members.
- 3.2 To promote such other objects as the members shall determine, but always to have in mind the advancement and best interests of the game of bowls.
- 3.3 To affiliate with Bowls SA and any other organisation that may be desirable in the pursuit of these objects and purposes.
- 3.4 To promote and permit the Club building to be used for Board of Management approved community activities by the residents of Hope Valley and surrounding areas.
- 3.5 To do all such things necessary to the attainment of the above objects and purposes.

### **4. POWERS:**

The Club shall have the power to:

- 4.1 Acquire, hold, deal with and dispose of any real or personal property.
- 4.2 Construct, maintain, and alter any buildings, grounds, playing surfaces, conveniences or works necessary or convenient for the purposes of, or which seem likely to advance, the interests of the members of the Club.
- 4.3 Open and operate financial institution accounts.
- 4.4 Invest money:
  - 4.4.1 In any security in which trust moneys may, by Act of Parliament, be invested.
  - 4.4.2 In any other manner that the Board of Management deems fit.
- 4.5 Borrow, or acquire, money upon such terms and conditions as the Board of Management deems fit.
- 4.6 Give such security for the discharge of liability incurred by the Club as the Board of Management deems fit.
- 4.7 Appoint agents to contract any business of the Club on behalf of the Club.
- 4.8 Enter into any other contract the Club considers necessary or desirable.
- 4.9 Do all such acts and things as are incidental, conducive or subsidiary to all or any of the objects of the Club.

## **SECTION 2 - MEMBERSHIP**

### **5. MEMBERSHIP QUALIFICATIONS:**

A person is qualified to be a member of the Club if, but only if:

- 5.1 The person is a person who has not ceased to be a member of the Club at any time after incorporation of the Club under the Act, or
- 5.2 The person is a person who:
  - 5.2.1 Has been nominated for membership of the Club as provided by these Rules; and
  - 5.2.2 Has been approved for membership of the Club by the Board of Management.

### **6. REGISTER OF MEMBERS:**

- 6.1 The Administrative Secretary shall establish and maintain a Register of Members of the Club specifying the name, address, and membership class of each person who is a member of the Club together with the date on which the person became a member.

6.2 The Register of Members shall be kept at the principal place of administration of the Club and shall be open for inspection by any member of the Club.

**7. SERVICE OF NOTICES:**

7.1 For the purposes of these Rules, a notice may be served by, or on behalf of, the Club on any member either personally or by sending the notice by post to the member at the member's address shown in the Register of Members or by publishing the notice in the 'Public Notices' section of a newspaper circulating generally throughout the state.

7.2 Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purpose of these Rules to have been served on the person at the time at which the letter would have been delivered in ordinary course of post.

**8. MEMBERSHIP QUOTA:**

The Board of Management may in its absolute discretion impose a maximum quota on the number of members of the Club, subject to legislative requirements.

**9. MEMBERSHIP CLASSES:**

The Club shall, in respect of bowling members, consist of such classes of membership as conform to the registration requirements of Bowls SA. In addition, the Club may, in respect of non-bowling members and visiting interstate and/or overseas bowlers, consist of such classes of membership as the Club deems appropriate.

**The following classes of membership must be registered with Bowls SA in accordance with these Rules.**

**9.1 Full Members**

Members with full registration with Bowls SA shall be eligible to play in all Bowls SA and Bowls Australia events for which they are qualified, and open or invitation tournaments of other clubs.

**9.2 Life Members**

Life Members registered with Bowls SA as fully registered members shall be eligible to play in all Bowls SA and Bowls Australia events for which they are qualified, and open or invitation tournaments of other clubs.

**9.3 Associate / Social Bowler Members**

An "Associate or Social Bowler Member" is a bowling member who is not registered with Bowls SA as a Full Member or Junior Member. Members registered with Bowls SA under this category:

9.3.1 Shall not be selected for pennant teams until all available Full Members and eligible Life Members have been selected.

9.3.2 Shall not be eligible to play in Bowls SA or Bowls Australia events or events of other clubs.

9.3.3 Shall not be eligible to compete in Club championships tournaments or tournaments endorsed "Not open to Associate Members."

**9.4 Junior / Student Members**

9.4.1 Junior Members shall be persons under the age of eighteen (18) years as at July 1 in the year of registration.

9.4.2 Student Members shall be full-time students under the age of 25 years as at July 1 in the year of registration.

9.4.3 Members with Junior or Student registration with Bowls SA shall be eligible to play in all Bowls SA and Bowls Australia events for which they are qualified, and open or invitation tournaments of other clubs.

## **10. NOMINATION AND ADMISSION OF FULL MEMBERS:**

- 10.1 A nomination of a person for membership of the Club:
  - 10.1.1 Must be proposed by a member of the Club and seconded by another Club member.
  - 10.1.2 Must be made by a member of the Club in writing in the form set out at Appendix 1 to these Rules.
  - 10.1.3 Must be lodged with the Administrative Secretary of the Club.
- 10.2 As soon as practicable after receiving a nomination for membership, the Administrative Secretary shall:
  - 10.2.1 Refer the nomination to the Board of Management who shall determine whether to approve or to reject the nomination; and
  - 10.2.2 Post a copy of the application form on the Club's notice board at least seven (7) days immediately preceding the day of election to membership.
- 10.3 Where the Board of Management, in its absolute discretion, determines to approve a nomination for membership, the Administrative Secretary shall, as soon as practicable after the determination, notify the nominee of that approval and request the nominee to pay, within the period of twenty eight (28) days after receipt by the nominee of the notification, the sum payable under these Rules by a member as an entrance fee and annual subscription.
- 10.4 The Administrative Secretary shall, upon payment by the nominee of the amounts referred to in Rule 10.3 within the period referred to in that clause:
  - 10.4.1 Enter the nominee's name in the Register of Members and, upon the name being so entered, the nominee becomes a member of the Club.
  - 10.4.2 Make available to the nominee a copy of the current Rules, By-laws and Regulations, and record the receipt of those documents by the nominee.
- 10.5 Where the Board of Management rejects the nominee's application or, where the nominee fails to make the payments referred to in Rule 10.3 within the period referred to in that clause, the nominee shall not again be nominated for a period of at least twelve (12) months from the date of rejection or voiding of membership.

## **11. LIFE MEMBERS<sup>1</sup>:**

- 11.1 Any Full or Associate Member who has rendered exceptional service or services to the Club over an unbroken period of at least ten (10) years may, on the recommendation of the Board of Management, at an Annual General Meeting or a Special General Meeting, be elected a Life Member of the Club with full privileges without payment of any subscription. The election of a Life Member shall be by ballot and for the recommendation to succeed at least three-quarters of the votes of the Full Members and Life Members present must be in the affirmative.
- 11.2 Nominations for Life Membership may be accepted for consideration by the Board in year 2015, and thereafter, every five (5) years if applicable. After consideration of these nominations by the Board only one Life Membership, if any, may be recommended by the Board for presentation to the members each time.
- 11.3 A Life Member shall not be relieved of any financial obligation other than the Club annual subscription.
- 11.4 For a Life Member to be eligible to play in the pennant competition, Bowls SA and Bowls Australia events, or events of other clubs, a Life Member must be registered as a Full Member with Bowls SA.

## **12. ASSOCIATE / SOCIAL BOWLER MEMBERS:**

Associate Members may be admitted in the same manner as Full Members, subject to the terms of these Rules, and be entitled to play bowls and be engaged in other forms of recreation conducted by the Club. (REFER RULE 9.3)

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<sup>1</sup> Amended AGM 2013



**13. JUNIOR AND STUDENT MEMBERS:**

Junior and Student Members may be admitted in the same manner as Full Members, subject to the terms of these Rules, and be entitled to play bowls and be engaged in other forms of recreation conducted by the Club.

**14. CLASSES OF MEMBERSHIP NOT REQUIRING BOWLS SA REGISTRATION:**

**14.1 Social / Community Members**

Social / Community Members may be admitted as “NON-BOWLING MEMBERS” of the Club in the same manner as Full Members and shall be entitled to such privileges as the Board of Management shall determine from time to time.

**14.2 Temporary Members**

A member of any other bowling club that is under the jurisdiction of the World Bowls Board, Bowls SA, or any other State Authority as provided in the Constitution and By-laws of Bowls Australia, who visits the Club on any date for the purpose of playing bowls, shall be a Temporary Member of the Club for that day. The name and bowling club of such Temporary Member must be recorded on score cards.

**14.3 Honorary Members**

The Club Chairman or Administrative Secretary shall have the power to confer Honorary Membership on a visiting member of an overseas or interstate club, or any club affiliated with Bowls SA during the period of their visit, provided that such visitor is sponsored by a current member of the Club.

**15. RESTRICTED PLAYERS:**

Restricted Players are bowlers whose playing category limits participation to casual, night bowl competitions, indoor bowls competitions, or events specifically designated for Restricted Players at their club, or events of other clubs specifically designated for casual bowlers.

**15.1 Restricted Players shall not be eligible:**

15.1.1 To play in Bowls SA or Bowls Australia events, and open or invitation tournaments of other clubs.

15.1.2 To be issued with a hatband of their club, or similar Club identification.

**15.2 Restricted Players shall not be selected in pennant teams unless all available Full Members, eligible Life Members of their Member Club, and Associate/ Social bowler members have been selected; and**

15.2.1 Shall be permitted to participate in a maximum of three pennant games in any pennant season upon payment of an additional fee as determined by the Board of Bowls SA from time to time for each game played; and

15.2.2 May only participate in more than three pennant games upon payment of the balance of the fee required to become a fully registered member of Bowls SA.

**15.3 An Administration Fee shall be:**

15.3.1 Forwarded to Bowls SA by the date or dates as determined by the Board of Bowls SA each year, by each Member Club, for all Restricted Players.

15.3.2 The Administration Fee shall be accompanied by a list of the names of such players and their details as may from time to time be considered necessary by the Board of Bowls SA, signed by one of the President, Secretary or Treasurer of the Member Club.

**16. MEMBERS ENTITLEMENTS:**

The entitlements of members of the Club are as follows:

- 16.1 Full Members and Life Members are entitled to all Club privileges and are the only members entitled to vote at the Annual General Meeting or Special General Meetings of the Club, and Men's and Women's sections.
- 16.2 Associate, Social, Honorary, Temporary, Junior and Student Members and Restricted Players are entitled to such privileges as the Board of Management determines from time to time and are not entitled to vote at the Annual General Meeting or Special General Meetings of the Club, the Men's and the Women's sections.

**17. CESSATION OF MEMBERSHIP:**

A person ceases to be a member of the Club if the person:

- 17.1 Dies.
- 17.2 Forfeits their membership.
- 17.3 Resigns that membership.
- 17.4 Is expelled from the Club.

**18. FORFEITURE OF MEMBERSHIP<sup>2</sup>:**

- 18.1 If any members fail to pay their annual subscription by July 31<sup>st</sup> of the financial year, they shall be deemed to be unfinancial and shall cease to be members of the Club.
- 18.2 The Board of Management may, in its absolute discretion, restore the member's name to the Register of Members where the Board of Management accepts, in its absolute discretion, a satisfactory explanation from the member and the member has paid the amount/s due.
- 18.3 The Administrative Secretary shall give notice to each member when their subscription is due. This notice must be served on the member in accordance with Rule 7. ( With notice of AGM. )
- 18.4 Where a member of the Club, for whatever reason, ceases to be a member for one or more years, such member may be re-admitted under such condition as determined by the Board of Management.

**19. RESIGNATION OF MEMBERS:**

- 19.1 A member of the Club is not entitled to resign their membership except in accordance with this Rule.
- 19.2 A member wishing to resign from the Club shall give seven (7) days notice in writing to the Administrative Secretary, and shall pay all moneys due at the date of such notice including the current Financial Year's subscription or such portion thereof as the Board of Management may determine.
- 19.3 Where a member ceases to hold membership, the Administrative Secretary shall make an appropriate entry in the Register of Members recording the date on which the member ceased to be a member.
- 19.4 Where a member ceases to hold membership and intends to transfer to another club the Administrative Secretary shall immediately complete a clearance form to indicate that the member has left in good standing. The Administrative Secretary shall provide two copies of the clearance form to the member and shall forward a further copy to Bowls SA. The Administrative Secretary shall retain a copy of the clearance form for the records of the Club.
- 19.5 A member resigning from the Club, or ceasing for any reason whatever to be a member thereof, shall not have any right, title or interest in or to any property of the Club.

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<sup>2</sup> Amended AGM 2013

## 20. DISCIPLINING OF MEMBERS:

- 20.1 Where the Board of Management is of the opinion that a member of the Club:
  - 20.1.1 Has persistently refused or neglected to comply with the provision or provisions of these Rules: or
  - 20.1.2 Has persistently and willfully acted in a manner prejudicial to the interests of the Club; or
  - 20.1.3 Has engaged in conduct deemed by the Board of Management to be undesirable; the Board of Management may, by resolution:
    - 20.1.3.1 Expel the member from the Club.
    - 20.1.3.2 Expel the member from membership of the Club for a specified period.
    - 20.1.3.3 Censure the member.
- 20.2 A resolution of the Board of Management under Rule 20.1 has no effect unless the Board of Management, at a meeting held not earlier than seven (7) days and not greater than twenty eight (28) days after service on the member of a notice under Rule 20.3 confirms the resolution in accordance with this Rule.
- 20.3 When the Board of Management passes a resolution under Rule 20.1, the Administrative Secretary shall, as soon as practicable, cause a notice in writing to be served on the member:
  - 20.3.1 Setting out the resolution of the Board of Management and the grounds on which it is based with sufficient particularity that the member adequately knows the case to be answered. In the event that the case changes prior to the hearing then the member shall be given adequate notice of such changes.
  - 20.3.2 Stating that the member may address the Board of Management at a meeting to be held not earlier than seven (7) days and not later than twenty eight (28) days after service of the notice.
  - 20.3.3 Stating the date, place and time of that meeting.
  - 20.3.4 Informing the member that the member may do any or all of the following:
    - 20.3.4.1 Object to any member of the Board of Management on the grounds of bias which matter the Board of Management shall determine as a preliminary point.
    - 20.3.4.2 Attend and speak at that meeting.
    - 20.3.4.3 Arrange for a representative of the member to attend and speak at that meeting on the member's behalf.
    - 20.3.4.4 Submit to the Board of Management at or prior to the date of that meeting written representations relating to the resolution on the member's behalf.
    - 20.3.4.5 Arrange for a representative of the member to submit to the Board of Management at, or prior to the date of that meeting, written representations in relation to the resolution on the member's behalf.
    - 20.3.4.6 Bring such witnesses to the meeting to give evidence as to facts or character.
    - 20.3.4.7 Call for any statements made to the Board of Management relevant to the case against the member and for the witness/es making their statement/s to be available for cross-examination if so advised.

- 20.4 At a meeting of the Board of Management held in accordance with Rule 20.3, the Board of management shall:
  - 20.4.1 Give to the member, or the member's representative, an opportunity to make oral representations.
  - 20.4.2 Give due consideration to any written representations submitted to the Board of Management by the member, or the representative of the member, at or prior to the meeting.
  - 20.4.3 By resolution determine whether to confirm or revoke the resolution.
- 20.5 Where the Board of Management confirms a resolution under Rule 20.4, the Administrative Secretary shall, within seven (7) days after that confirmation, by notice in writing, advise the member of the fact and of the member's right of appeal under Rule 21.
- 20.6 A resolution confirmed by the Board of Management under Rule 20.4 does not take effect:
  - 20.6.1 Until the expiration of the period within which the member is to appeal against the resolution and where the member does not exercise the right of appeal within that period; or
  - 20.6.2 Where within that period the member exercises the right of appeal, unless and until the Board of Management confirms the resolution pursuant to Rule 20.4.

## **21. RIGHT OF APPEAL OF DISCIPLINED MEMBER:**

- 21.1 A member may appeal to a Special General Meeting against a resolution of the Board of Management which is confirmed under Rule 20.4, within seven (7) days after notice of the resolution is served on the member by lodging with the Administrative Secretary a notice to that effect.
- 21.2 Upon receipt of the notice from a member under Rule 21.1, the Administrative Secretary shall notify the Board of Management which will convene a Special General Meeting to be held within twenty eight (28) days after the date on which the Administrative Secretary received the notice.
- 21.3 At the Special General Meeting of the Club convened under Rule 21.2:
  - 21.3.1 No business other than the question of the appeal shall be transacted.
  - 21.3.2 The Board of Management and the member, or the member's representative, shall be given the opportunity to state their respective cases orally or in writing, or both.
  - 21.3.3 The members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 21.4 If at the Special General Meeting the meeting passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

## **22. ABSENCE OF A MEMBER:**

Any member contemplating absence for a period may, on application to The Board of Management, be granted leave of absence for a period not exceeding two years, subject to the payment of a fee as determined by the Board of Management.

## **23. FEES AND SUBSCRIPTIONS<sup>3</sup>:**

Except as otherwise provided in these Rules:

- 23.1 A member of the Club shall upon admission to membership, pay to the Club an entrance fee as determined by the members from time to time at a Club Annual General Meeting or a Club Special General Meeting.
- 23.2 In addition to the amount payable by the member under Rule 23.1, a member of the Club shall pay to the Club an annual subscription as determined by the members from time to time at a Club Annual General Meeting or a Club Special General Meeting.

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<sup>3</sup> Amended AGM 2013

- 23.3 The subscription fee shall be payable annually by no later than July 31<sup>st</sup> or at such other time as the Board of Management shall determine from time to time.
- 23.4 Any member whose annual subscription is outstanding following July 31<sup>st</sup> shall cease to be a member of the Club, provided always that the Board of Management may reinstate such a person's membership on such terms as the Board of Management deems appropriate.
- 23.5 Members who are elected to membership after the first day of January in any year shall pay such proportion of the annual subscription as shall be determined by the Board of Management.
- 23.6 A member new to the Club may be admitted as a Full Member, or an existing member may be upgraded to Full Membership, upon payment of a first year initial subscription fee as determined by the Board of Management.

**24. MEMBERS LIABILITIES:**

The liability of a member of the Club to contribute toward the payment of the debts and liabilities of the Club, or the cost, charges and expenses of the winding up of the Club, is limited to the amount, if any, unpaid by the member in respect of membership of the Club as required by Rule 23.

**SECTION 3 - MANAGEMENT BY MEMBERS**

**25. MANAGEMENT BY MEMBERS:**

The management of the Club shall be in the hands of the members of the Club through the Club Annual General Meeting and/or Club Special General Meetings as hereinafter provided. The activities of the men and women bowlers respectively shall be controlled by separate sections provided for that purpose. Management by members in this respect is achieved by a Men's Section Annual General Meeting and a Women's Section Annual General Meeting.

Members of the Men's Section shall be known as the:

**HOPE VALLEY MEN'S BOWLING CLUB**

Members of the Women's Section shall be known as the:

**HOPE VALLEY WOMEN'S BOWLING CLUB**

**26. CLUB ANNUAL GENERAL MEETING:**

- 26.1 The Annual General Meeting of all Club Members shall be held at a time and place to be fixed by the Board of Management, but not later than May 15<sup>th</sup> in each year.
- 26.2 Twenty-eight days notice in writing shall be given to all members of the time and place appointed by the Board of Management for such meeting. A copy of the notice shall be posted on the notice board inside the Clubhouse twenty-eight days before the date of such meeting. Copies of any notices of motion to be considered at the meeting shall be posted on the notice board a minimum of fourteen days prior to the AGM, and also delivered to all Members fourteen days prior to the Meeting.
- 26.3 The business to be transacted at the Annual General meeting shall be in the following order:
  - 26.3.1 Reading of notice convening the meeting.
  - 26.3.2 Reading and confirmation of minutes of previous Annual General and of any Special General Meetings.
  - 26.3.3 Presentation of Annual Report.
  - 26.3.4 Consideration and adoption of Annual Report.
  - 26.3.5 Presentation of Balance Sheet and Statement of Accounts.

- 26.3.6 Consideration and adoption of Balance Sheet and Statement of Accounts.
- 26.3.7 Other reports.
- 26.3.8 Election of office bearers.
- 26.3.9 Nomination and election of auditor.
- 26.3.10 Fix the amount of annual subscriptions for all classes of membership.
- 26.3.11 Notices of motion, (other than selection) submitted in accordance with the Standing Orders contained in these Rules.
- 26.3.12 Any other general business.

**27. MEN'S AND WOMEN'S SECTIONS ANNUAL GENERAL MEETINGS<sup>4</sup>:**

27.1 The Annual General Meetings of Men and Women Section Members shall be held at a time and place to be fixed by the Section Committees, prior to the holding of the Annual General Meeting of the Club, but no later than May 1<sup>st</sup> in each year.

27.2 Twenty-eight (28) days notice in writing shall be given to all Section Members of the time and place appointed by the Section Committees for such meetings, and copies of the notices shall be posted on the notice board inside the clubhouse twenty-eight (28) days before the date of such meetings. Copies of any notices of motion to be considered at the meeting shall be posted on the notice board a minimum of fourteen (14) days prior to the AGM and delivered to all Section Members fourteen (14) days prior to the Meeting.

Women Section Members who nominated for and played in the Saturday Open Gender sides in the previous season are entitled to attend the Men's Section Annual General Meeting with the right to both speak and vote on selection matters only and therefore shall receive notices of meeting.

27.3 The business to be transacted at each Section Annual General Meeting shall be in the following order:

- 27.3.1 Reading of notice convening the meeting.
- 27.3.2 Reading and confirmation of minutes of previous Annual General and of any Special General Meetings of the Section.
- 27.3.3 Presentation of Annual Report of the Section.
- 27.3.4 Consideration and adoption of Annual Report of the Section.
- 27.3.5 Presentation of Balance Sheet and Statement of Accounts of the Section.
- 27.3.6 Consideration and adoption of Balance Sheet and Statement of Accounts of the Section.
- 27.3.7 Other reports of the Section.
- 27.3.8 Election of office bearers.
- 27.3.9 Method of selection and subsequent appointment of selectors.

In order that all Section members will have ample time to digest any proposals for alteration to the current method of selection, notices of motion shall be forwarded to the Section Secretary by those desiring to effect change. Such notices of motion shall be consistent with the Standing Orders herein.

27.3.10 Notices of motion, other than selection, submitted in accordance with the Standing Orders contained in these Rules.

27.3.11 Any other general business.

**28. PROCEDURE:**

28.1 No item of business shall be transacted at any Club or Section Annual General Meeting or Special General Meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that Item.

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<sup>4</sup> Amended AGM 2013

- 28.2 Twenty five percent (25%) of the membership of the Club or Section being present in person and entitled to vote under these rules to vote at a Club or Section Annual General Meeting or Special General Meeting, shall constitute a quorum.
- 28.3 If within fifteen (15) minutes after the appointed time for the commencement of a Club or Section Annual General Meeting or Special General Meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved, and in any other case shall stand adjourned to the same day in the following week at the same time and at the same place, unless another place is specified at the time of the adjournment by the person presiding at the meeting, or communicated by written notice to members.
- 28.4 If at the adjourned Club or Section Annual General Meeting or Special General Meeting a quorum is not present within fifteen (15) minutes after the time appointed for the commencement of the meeting, the members present, being not less than ten (10) shall constitute a quorum.

**29. QUORUM:**

- 29.1 At any Annual or Special General meeting of the Club, or Annual or Special General Meeting of the Men's Section or the Women's section, twenty five Percent (25%) of members who are entitled to vote shall form a quorum.
- 29.2 At all meetings of the Board of Management and/or Section Committees five Members present shall form a quorum.
- 29.3 A quorum for a sub-committee shall be decided by the Board of Management or Section Committee when appointing such committee.
- 29.4 If no quorum be present fifteen (15) minutes after the time fixed, for any Board of Management or Section Committee Meeting, those members who are in attendance may, by resolution, adjourn the meeting to a time and date decided upon by them not being less than ten (10) days from the date of the resolution, and if there be no quorum present at such adjourned meeting within fifteen (15) minutes of the time appointed for the meeting, the meeting shall be dissolved.

**30. VOTING:**

- 30.1 At an Annual General Meeting or Special General Meeting of the members of the Club or Section the election of all officers, where there are more nominations than vacancies, shall be by ballot which shall be conducted by two returning officers appointed at such meeting. Ballot papers containing votes for a greater or lesser number of persons to be elected shall be informal. If two or more candidates receive an equal number of votes, the Chairman shall, in such case, draw lots to decide the successful candidate.
- 30.2 All other questions for decision by the members of the Club or Section at an Annual General Meeting or Special General Meeting shall be duly proposed and seconded, and shall be determined by a show of hands unless a ballot is asked for by ten percent (10%) of the members present, and entitled to vote. The ballot shall then be taken. When a ballot is taken, two scrutineers shall be appointed by the Chairman to conduct the ballot. The result of each ballot shall be deemed to be a resolution of the Club or Section adopted at such Annual General Meeting or Special General Meeting.
- 30.3 The Chairman of an Annual General Meeting or a Special General Meeting shall, subject to Rule 30.1, be entitled to a deliberative and casting vote.
- 30.4 Full Members and Life Members only will be entitled to vote at Club or Section Annual General Meetings and Special General Meetings.
- 30.5 At any Club or Section Annual General Meeting only such members who were financial at the close of the previous Financial Year, or any new member who has paid the current fee, shall be entitled to attend such meeting, this provision shall apply also to any Special General Meeting of the Club or Section held between the close of the previous Financial Year and the Annual General Meeting of the Club or Section, At all other Special General Meetings only members who are financial according to these Rules shall be entitled to attend such meeting.

- 30.6 Proxy or postal voting shall not be permitted at any Annual or General Meeting or Special General Meeting of the Club or Section
- 30.7 At any Club or Section Annual General Meeting or Special General Meeting, a declaration by the Chairman that a resolution has been carried, or lost, or not carried by a particular margin, if such is required, and an entry to that effect appearing in the Minute Book of the Club shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.
- 30.8 All resolutions passed at the Annual General Meeting of the Club or Section or at any Special General Meeting of the Club or Section shall be conclusive and binding on all members of the Club or Section whether they shall have been present or not at such meeting.

**31. SPECIAL GENERAL MEETING<sup>5</sup>:**

- 31.1 The Board of Management of the Club or the General Committee of either Section may convene Special General Meetings of the members of their respective bodies when deemed necessary.
- 31.2 Should the Board of Management or a Section Committee receive a requisition in writing from five (5) members of the Board of Management or Section Committee, or fifteen (15) members of the body concerned, for a Special Meeting of such body to be held, then such meeting shall be convened.
- 31.3 A requisition for a Special General Meeting:
  - 31.3.1 Shall state the purpose or purposes of the Meeting.
  - 31.3.2 Shall be signed by the members making the requisition.
  - 31.3.3 Shall be lodged with the appropriate Secretary.
  - 31.3.4 May consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- 31.4 Whenever a Special General Meeting is to be held, whether called by the Board of management or a Section Committee, or as the result of a requisition, the Board of Management or Section Committee shall determine the date and it shall not be less than fourteen (14) and not more than twenty eight (28) clear days from the time of receiving the requisition, providing always that such requisition shall state clearly the object of such Special General Meeting.
- 31.5 The Secretary of the body concerned shall immediately post the notice of meeting, including the subject matter to be discussed, on the notice board of the Club, and give at least seven (7) days notice, including the proposals to be submitted, to every member of the body concerned.

Should the purpose of a Special General Meeting of the Men's Section include matters dealing with selection then, Women's Section Members who nominated for and played in the Saturday Open Gender sides of the previous season, or Women's Section Members who nominated for and are playing in the Saturday Open Gender Sides of the current season, are entitled to attend such a Men's Section Special General Meeting with the right to both speak and vote on selection matters only. They also shall receive a notice of such a meeting.

**SECTION 4 - MANAGEMENT BY OFFICERS**

**32. MANAGEMENT BY OFFICERS PROVIDES FOR:**

- 32.1 A Board of Management of Life and Full members; (see Clause 38. for functions).
- 32.2 A Men's Section Committee of Life and Full male members elected by male Life and Full members for the operation of activities of members; (see Clause 39. for functions).

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<sup>5</sup> Amended AGM 2013



32.3 A Women's Section Committee of Life and Full female members elected by female Life and Full members for the operation of activities of members; (see Clause 39. for functions).

**33. BOARD OF MANAGEMENT:**

33.1 The members of the club shall vest the control and business of the Club in a Board of Management elected by them at the Annual General Meeting for a term of one (1) year. Such Board of Management shall consist of the following officers of the Club as hereinafter provided and they shall hold office until their successors are elected.

33.2 The Board of Management of the Club shall consist of:

Chairman (May be male or female)

Deputy Chairman (May be male or female)

Administrative Secretary

Treasurer

Assistant Treasurer

The President of the Men's Section

The President of the Women's Section

Plus a balance of Board Members. Thus making a total of Ten (10) Board Members on the Board of Management.

33.3 The Presidents of both Men's and Women's Sections may nominate for any position within the Board of Management.

33.4 The immediate past Chairman shall be eligible to nominate for any position within the Board of Management.

33.5 Nominations for all positions shall be in writing, on the appropriate form signed by the candidate, a proposer and a seconder and lodged with the Administrative Secretary not less than fourteen (14) days before the date fixed for the Annual General Meeting.

33.6 All retiring officers shall be eligible for re-election.

33.7 In the event of less than the required number of members being nominated for election to the Board of Management as provided by the last preceding rule, the vacancies may be filled at the Annual General Meeting of the Club, then being held, provided that a motion to do so is carried by two-thirds of those present and eligible to vote, voting in the affirmative. If such a motion is not carried, the vacancies shall be filled by the Board of Management.

33.8 The Board of Management shall meet at least once in each month for transaction of the business of the Club. The Chairman and/or Secretary shall, when necessary, or when requested by five (5) members of the Board of Management, convene a Special Meeting of that Committee.

33.9 The Administrative Secretary shall give at least seven (7) days notice of all Special Board of Management Meetings to all members of the Board of Management.

33.10 The Chairman, if present, shall preside at all Board of Management meetings, or in his absence the Deputy Chairman shall preside, or if the Deputy Chairman is absent one of the Committee, elected by those present for the purpose, shall preside.

33.11 Should any member of the Board of Management fail to attend for three (3) consecutive Committee meetings without leave or apology delivered at or prior to the meetings, that member shall thereupon cease to be a member of the Committee.

33.12 There shall be no restriction on any member of the Board of Management holding dual office or office in any appropriate Section Committee or membership in any appropriate Sub-Committee.

33.13 No paid employee of the Club shall hold office on the Board of Management.

**34. SECTION COMMITTEES:**

- 34.1 The male and female members of the Club shall vest the control and business of their appropriate Sections in Sections Committees known as the Men's Section Committee and the Women's Section Committee respectively. These Committees will be elected by the members at the Annual General Meetings of their appropriate Sections for a term of one year.
- 34.2 The Section Committees shall consist of the following officers who will hold office until their successors are elected:
- President
  - Vice President
  - Secretary
  - Treasurer
  - Six Committee Members
- 34.3 Male and female members of the Board of Management of the Club are not precluded from also holding office in their appropriate Sections.
- 34.4 The immediate past President shall be eligible to nominate for any position on the relevant Committee.
- 34.5 Nominations for all positions shall be in writing, on the appropriate form signed by the candidate, a proposer and seconder and lodged with the Section Secretary not less than fourteen (14) days before the date fixed for the Annual General Meeting of the relevant Section. All retiring officers shall be eligible for re-election.
- 34.6 In the event of less than the required number of members being nominated for election to the Section Committee or as office bearers as provided by the last preceding Rule, the vacancies may be filled at the Annual General Meeting of the Section, then being held, provided that a motion to do so is carried by two-thirds of those present and eligible voting in the affirmative. If such a motion is not carried, the vacancies shall be filled by the Section Committee.
- 34.7 The Section Committee shall meet at least once in each month for the transaction of the business of the Section, and the President of the Section and/or Section Secretary shall, when necessary, or when requested by five (5) members of the Section Committee, convene a Special Meeting of that Committee.
- 34.8 The Section Committee Secretary shall give at least seven (7) days notice of all Special Section Committee Meetings to all members of the Section Committee.
- 34.9 The President of the Section, if present, shall preside at all Section Committee Meetings, or in his/her absence the Vice-President shall preside, or if the Vice-President is absent one of the Committee, elected by those present for the purpose, shall preside.
- 34.10 Should any member of the Section Committee fail to attend for three (3) consecutive Committee meetings without leave apology delivered at or prior to the meetings, the members shall thereupon cease to be a member of the Committee.
- 34.11 There shall be no restriction on any member of a Section Committee holding office or dual office in the Board of Management, Section Committee or membership in any appropriate Sub-Committee.
- 34.12 No paid employee of the Club shall hold office on a Section Committee.

**35. RESIGNATION FROM OFFICE:**

No officers of the Club or of a Section shall be held to have resigned their office until their resignation in writing has been accepted by the Board of Management or appropriate Section Committee.

**36. CASUAL VACANCIES – BOARD of MANAGEMENT & SECTION COMMITTEES.**

For the purpose of these Rules, a casual vacancy in the office of a member of the Board of Management or Section Committee occurs if the member:-

- 36.1 Dies.
- 36.2 Ceases to be a member of the Club.
- 36.3 Becomes an insolvent under administration within the meaning of the Corporations Law.
- 36.4 Resigns office by notice in writing given to the Administrative Secretary.
- 36.5 Is removed from office under Rule 37.
- 36.6 Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health.
- 36.7 Is absent without the consent of the Board of Management from three (3) consecutive meetings of the Board of Management.

**37. REMOVAL of a MEMBER from the BOARD of MANAGEMENT or SECTION COMMITTEE:**

- 37.1 The Club, or the Men's or Women's Section, at a Special General Meeting may, by resolution, remove any member of the Board of Management or Section Committee from the office of the member before the expiration of the member's term of office, and may by resolution, appoint another person to hold office until the expiration of the term of office for member so removed.
- 37.2 Where a member of the Board of Management, or Section Committee, to whom a proposed resolution referred to in Rule 37.1 relates, makes representations in writing to the Administrative Secretary or Section Secretary and requests that the representations be notified to the members of the Club or Section, the Administrative Secretary, or the Section Secretary, may send a copy of the representations to each member of the Club or Section or, if they are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

**POWERS AND FUNCTIONS OF MAJOR COMMITTEES**

**38. BOARD OF MANAGEMENT:**

The Board of Management shall have the power:

- 38.1 To create and disband special sub-committees as required, elect standing sub-committees, fill vacancies, make appointments, make By-Laws in conformity with the Constitution of the Club and do all such acts and things that it deems advisable for carrying out and managing the business and affairs of the Club. All sub-committees and persons appointed for special purposes by the Board of Management shall be subject to, and sub-ordinate to, that Committee, which shall establish the terms of reference for each sub-committee or appointment.
- 38.2 With the authority of the Annual General Meeting of the Club or of a Special General Meeting of the Club, to impose levies on the members.
- 38.3 To deal with resignations of members. Resignations must be submitted in writing.
- 38.4 To interpret the Rules and By-Laws of the Club, such interpretations of the Board of Management being final.
- 38.5 To carry out all resolutions (including those of which the prescribed notice has been given) which have been passed at an Annual General or Special General Meeting of the Club.
- 38.6 To ensure compliance with the Rules and By-Laws of the Club, and deal with any breaches as provided in Clause 20.
- 38.7 To deal with other matters which may arise or matters which are not specifically provided for in the rules of the Club.

- 38.8 To cause correct financial accounts and books and administrative records to be kept showing the affairs of the Club. They shall authorize all Board of Management expenditure including any expenditure passed at an Annual General or Special General Meeting of the Club, and direct the method of dealing with moneys received for, or on behalf of, the Club.
- 38.9 To invest funds in any security in which trust money may, by Act of Parliament, be invested or in any other manner specifically authorized by the members at a General Meeting of the Club.
- 38.10 To establish the terms of reference for the Men's Section Committee and the Women's Section Committee both of which shall be subject to and sub-ordinate to the Board of Management.
- 38.11 To review new applications for membership.
- 38.12 To determine expenditure limits for section committees.

**39 MEN'S AND WOMEN'S SECTION COMMITTEES:**

The Section Committees shall have the power:

- 39.1 To create and disband special sub-committees as required, elect Standing sub-committees, fill vacancies, make appointments, and do all such acts and things that it deems advisable for carrying out and managing the business and affairs of the Section, other than those matters which, under these Clauses, are within the jurisdiction of the Board of Management. All sub-committee and persons appointed for special purposes by the Section Committee shall be subject to and subordinate to that Committee, which shall establish the terms of reference for each sub-committee or appointment.
- 39.2 To ensure that nominations for membership of the Club or notices of resignation from membership of the Club are received by the Administrative Secretary.
- 39.3 To carry out all resolutions which have been passed at an Annual General or Special General Meeting of the Section.
- 39.4 To keep correct financial accounts and books and Section records showing the affairs of the Section.
- 39.5 Authorize all expenditure and direct the method of dealing with moneys received for, or on behalf of, the Section, subject to any limits imposed by the Board of Management under the provisions of Clause 49.

**SECTION 5 - FUNCTIONS OF OFFICERS**

**BOARD OF MANAGEMENT**

**40. CHAIRMAN OF THE CLUB:**

The Chairman of the Club shall regulate and keep order at all meetings at which he/she is to preside as required by the Rules and may take other action only as determined by the Board of Management or by the members at any general meeting of the Club in assisting to ensure:

- 40.1 That the Rules and the By-Laws of the Club are effectively implemented.
- 40.2 That effective administrative action follows decisions made at those meetings over which he/she is constitutionally to preside. He/she may take action in any matter specifically detailed by these Rules.

**41 ADMINISTRATIVE SECRETARY:**

The Administrative Secretary shall be the Executive Officer of the Board of Management and the Public Officer of the Club. The Administrative Secretary shall:

- 41.1 If possible attend all meetings of the Board of Management and Annual General and Special General Meetings of the Club.
- 41.2 Record the minutes of all meetings in a book to be kept for that purpose.
- 41.3 Attend to all correspondence in connection with the general business of the Club.

- 41.4 Prepare for submission to the Annual General Meeting of the Club the report of the Board of Management on the activities of the Club during the year.
- 41.5 Keep at the Club a register of all Club members, showing the full name and address of each member of the Club, and the date of the latest subscription payment.
- 41.6 Carry out those duties usually associated with the office of secretary with the approval or direction of the Board of Management.

**42. TREASURER:**

The duties of the Treasurer shall be:

- 42.1 To receive all moneys belonging to the funds of the Club, and arrange for them to be deposited, within a reasonable time, with the Club's bankers, or as directed by the Board of Management.
- 42.2 To be responsible for payment of all the Club accounts which have been passed for payment by the Board of Management.
- 42.3 To keep correct accounts of all moneys received and expended.
- 42.4 To prepare and submit financial statements to each Annual General Meeting of the Club.
- 42.5 To produce a statement of the financial position of the Club, including the bank balance, at each ordinary meeting of the Board of Management.

**43 EXECUTIVE COMMITTEE:**

- 43.1 The Executive committee shall consist of the Chairman, Administrative Secretary and Treasurer and in the absence of one or more of the above mentioned Officers, the next most senior members of the Committee.
- 43.2 The Executive Committee shall take such action and make such decisions as may be necessary in the interests of the Club in between meetings of the Committee.
- 43.3 All decisions and actions of the Executive Committee shall be reported to, and ratified by, the next meeting of the Committee.

**MEN'S AND WOMEN'S SECTION COMMITTEES:**

**44 SECTION PRESIDENT:**

The President of each Section shall regulate and keep order at meeting of the Section and at any General Meetings of the Section. The President may take only such other action as determined by the Section Committee or by the members at any General Meeting of the Section in assisting to ensure:

- 44.1 That the Rules and the By-Laws of the Club are effectively implemented and that effective Management action follows decisions made at those meetings over which the constitution allows that person to preside.
- 44.2 The President of each Section shall hold a position on the Board of Management.

**45 SECTION SECRETARY:**

The Section Secretary shall be the Executive Officer of the Section Committee. The Secretary shall:

- 45.1 If possible attend all meetings of the Section Committee and Annual and Special General Meetings of the Section.
- 45.2 Record the minutes of all meetings in a book to be kept for that purpose.
- 45.3 Attend to all correspondence in connection with the general business of the Section.
- 45.4 Prepare for submission to the Annual General Meeting of the Section, the report of the Section Committee on the activities of the Section Committee during the year.
- 45.5 Keep at the Club a register of the financial members of their Section, showing the full name and address of each member of the Section.
- 45.6 Carry out those duties usually associated with the Office of Secretary with the approval or direction of their respective Section Committee.

**46 SECTION TREASURER:**

The duties of each Section Treasurer shall be:

- 46.1 To receive all moneys belonging to the funds of the Section, and arrange for them to be deposited within a reasonable time with the Club's bankers, or as directed by the Board of Management.
- 46.2 To be responsible for payment of all Section accounts which have been passed for payment by the Section Committee.
- 46.3 To keep correct accounts of all moneys received and expended.
- 46.4 To prepare and submit financial statements to each Annual General Meeting of the Section Committee and after its acceptance by that meeting to send a copy to the Board of Management for inclusion in the annual report of the Club.
- 46.5 To produce a statement of the financial position of the Section, including the bank balance, at each ordinary meeting of the Section Committee.

**47 VOTING:**

All propositions for decision by any Committee or sub-committee of the Club, or of either Section, shall be proposed and seconded, and the result thereof shall be determined by a show of hands unless a ballot be requested by at least three members. Proxy or postal voting shall not be permitted at any of these meetings.

**48 INDEMNITY OF OFFICERS:**

If the Secretaries or Treasurers in their office as such have paid, or are liable to pay, money for any default or omission of any other person, such money shall be refunded to them by the Club or paid by the Club.

**SECTION 6 – FINANCIAL**

**49 FINANCIAL:**

- 49.1 The banking accounts of the Club and Sections shall be kept with such bank(s) as shall from time to time be approved by the Board of Management and all moneys shall be banked therein.
- 49.2 All cheques drawn on the accounts shall be signed by two of the following officers:
  - 49.2.1 In regard to Club accounts, the Chairman, the Administrative Secretary and one other appointed officer of the Club.
  - 49.2.2 In regard to each of the Sections, the appropriate President, Secretary and one other appointed officer.
- 49.3 Should any of these officers be absent through illness or any other reason a substitute or acting appointment may be made by the Board of Management or appropriate Committee.

**50 ACCOUNTS:**

- 50.1 No expenditure exceeding \$10000 ( Ten Thousand dollars ) on any one particular project shall be entered into without the approval of the members at a General Meeting of the Club.
- 50.2 The Board of Management may approve expenditure within the above limit, and shall pass for payment all accounts incurred under provisions of this paragraph, and the preceding paragraph, before payment is made.
- 50.3 The Board of Management may determine limits within which the Section Committees and Sub-Committees may incur expenditure. All accounts for expenditure incurred under this authority shall be passed for payment by the Management of the respective Section Committee as appropriate.

**51. CONTROL OVER PROPERTY:**

- 51.1 The prior approval of an Annual General Meeting or Special General Meeting of the Club is required for the following matters:
  - 51.1.1 Negotiating a loan.

- 51.1.2 Issuing debentures.
  - 51.1.3 Granting security over any property of the Club.
  - 51.1.4 Selling of any real estate on behalf of the Club.
  - 51.1.5 Leasing any property of the Club.
  - 51.1.6 All other measures in any way extending the liabilities of the Club beyond the assets and estimated revenue of the Club.
- 51.2 In all other respects the property of the Club shall be subject to the control and disposition of the Board of Management. The Board of Management, subject to approval of an Annual General Meeting or Special General Meeting in accordance with Rule 46.1, is empowered to:
- 51.2.1 Negotiate loans.
  - 51.2.2 Issues debentures.
  - 51.2.3 Sell or purchase any real estate on behalf of the Club.
  - 51.2.4 Lease any property of the Club.
- 51.3 A direction of an Annual General Meeting or Special General Meeting of the Club correctly recorded in the minutes of such meeting, the minutes having been confirmed by the Chairman of the meeting, imposes an obligation on the Board of Management to operate in accordance with the direction made.
- 51.4 The duly confirmed minutes provide a justification for the performance of the required direction provided that the terms of the recorded direction have been adhered to.
- 51.5 No person who is not a member of the Club shall be entitled to enquire into the regularity of such direction beyond the verification of the signature of the Administrative Secretary.

**52 BORROWING POWERS:**

- 52.1 Subject to this Rule, the Annual General Meeting or a Special General Meeting of the Club may authorize the Board of Management to borrow funds.
- 52.2 If the Board of Management is authorized to borrow funds pursuant to Rule 52.1 then the Board of Management may borrow funds at such rate of interest, and in such form and manner, and upon such security as shall be specified in any such resolution of the Annual General Meeting or Special General Meeting.
- 52.3 If the Board of Management is authorized to borrow funds pursuant to Rule 52.1 then the Board of Management shall make all dispositions of the Club's property, or any part thereof, and enter into such agreements in relation thereto as the Board of Management may deem proper for giving security for such loans and interest.
- 52.4 Subject to section 53 of the Act, the Club may invite and accept deposits of money from any person on such terms and conditions as may be determined by the Board of Management from time to time.
- 52.5 All members of the Club shall be bound by the decision of the meeting authorizing the borrowing of funds.

**53. AUDIT:**

- 53.1 The Club shall, where required by the Act, appoint an Auditor and shall cause the accounts of the Club to be audited.
- 53.2 Nominations for the office of Auditor shall be submitted at the Annual General Meeting of the Club.
- 53.3 The Auditor shall be appointed at the Club Annual General Meeting. The Auditor shall not be a member of the Board of Management and shall be appointed in a manner consistent with the terms of the Act.
- 53.4 The Auditor shall have power to examine the books and documents of the Club, at any time.
- 53.5 The Auditor shall, in each year, as soon as possible after the close of the Financial Year audit the Statements of Receipts and Expenditure and Balance Sheets of the

Club, Men's and the Women's Sections, plus all sub-committees of the Club, since the end of the preceding Financial Year. These statements shall be prepared by the Treasurer/s in accordance with accepted accounting principles.

- 53.6 The Auditors' Reports shall be submitted to the Annual General Meetings of the Club, and Men's and Women's sections.

## **SECTION 7 - GENERAL**

### **54. HONORARY SOLICITOR:**

The Board of Management may appoint an Honorary Solicitor to the Club upon such terms and for such period as the Board of Management shall direct.

### **55. DAMAGE TO PROPERTY:**

55.1 No member shall remove from the Club any property of any kind without the permission of three members of the Board of Management, nor deface or damage any article which is the property of the Club.

55.2 Any member who removes, breaks, or damages any of the Club's property shall pay for the property at a price determined by the Board of Management.

### **56. WINDING UP AND DISSOLUTION:**

The Club may be wound up in the manner provided for in the Act.

In the case of a voluntary winding up or dissolution, the following procedure is to be followed:

56.1 The Board of Management shall call a Special General Meeting of the Club to consider whether or not the Club should be wound up or dissolved;

56.2 A motion to wind up, or dissolve, the Club must be carried at the Special General Meeting by a majority of those present and entitled to vote;

56.3 If such a motion is carried then a second Special General Meeting of the Club must be called:

56.3.1 Not less than one calendar month after the first-mentioned Special General Meeting of the Club.

56.3.2 The quorum at this Special General Meeting shall be not less than half of the members of the Club entitled to vote.

56.4 At this second Special General Meeting a Special Resolution motion to confirm the motion to wind up or dissolve the Club shall be put.

56.5 If the Special Resolution referred to in Rule 55.2.4 is carried, then the Board of Management must, subject to the provisions of the Act, appoint a person, who may be a member of the Club, to act as liquidator and have the appointment approved by the Corporate Affairs Commission.

56.6 On confirmation from the Corporate Affairs Commission of the liquidator's valid appointment, the liquidator will proceed to sell and realize the property and assets of the Club and, out of the net proceeds of such sale and realization, to discharge and satisfy all the liabilities of the Club.

### **57. APPLICATION OF SURPLUS PROCEEDS:**

If after the winding up of the Club there remains "surplus assets" as defined in the Act, such surplus assets shall not be distributed among the members but shall be given to other lawn bowling organization(s), or charitable institution(s), or other body(s) as may be determined by the Board of Management in their absolute discretion.

### **58. ALTERATION OF RULES:**

58.1 No new rules shall be made, nor any existing rule altered or repealed, except at an Annual General Meeting or at a Special General Meeting of the Club called for that purpose, and then only by Special Resolution.

58.2 A copy of the proposed new rule, alteration or repeal, as aforesaid, shall be delivered to the Administrative Secretary at least twenty-one days before such meeting, whereby the Administrative Secretary shall notify in writing all relevant



Members of the proposal, and provide copies of such proposed new rule, alteration or repeal, at least fourteen days prior to such meeting. Copies of the aforesaid proposal shall also be posted on the notice board.

58.3 The Administrative Secretary shall comply with all requirements of section 24 of the Act to give effect to any new rule or alteration to the Constitution.

58.4 The Administrative Secretary shall also notify Bowls SA of any new rule or alteration to the Constitution.

58.5 Any such new or altered rules shall come into operation from the date of adoption unless another date is specified in the motion.

**59. INTERPRETATION OF RULES:**

In the event of any doubt or difficulty arising as to the meaning of any Rule, By-Law or Regulation, or, should any question arise as to their interpretation, the Board of Management shall have power to pronounce a decision thereon and its decision shall be final and binding on the members, subject only to affirmation or reversal by a Special General Meeting of the Club called for that purpose.

**60. VISITORS:**

60.1 A member shall be allowed to introduce visitors to the Club on such conditions as the Board of Management shall determine from time to time.

60.2 Notwithstanding Rule 60.1, no person who has been suspended or expelled from membership of a bowling club, or whose conduct or presence on the Club's premises may be considered objectionable to the interests of the Club, shall be introduced as a visitor.

60.3 Any member wishing to introduce a visitor or visitors, who may wish to avail themselves of the appropriate conditions of the Liquor Licensing Act must conform with the terms of the Club's current licence.

**61 APPOINTMENT OF DELEGATES:**

The delegates to the appropriate meetings of the Bowls S.A., the South Australian Indoor Bias Bowls Association, and any other relevant association, shall be elected by the respective Sections Committees.

**62. DISPUTES AND SUGGESTIONS:**

62.1 All suggestions and complaints to be drawn to the attention of the Board of Management shall be made in writing to the Administrative Secretary, who shall list the same for discussion at the next meeting of the Board of Management.

62.2 If any dispute or disagreement arises between members concerning any matter relevant to the Club, the same may be referred in writing to the Board of Management by either party. The Board of Management shall have the power to deal with such matters as it deems necessary in a manner consistent with these Rules.

**63. PRIVACY ACT:**

The Club, in conducting the business and carrying out the objects of the Club, shall abide by the National Privacy Principles of the Privacy Act 1988 as amended by the Privacy Amendment (Private Sector) Act 2000 and adopted December 21 2001.

**64. EMERGENCY ADMINISTRATIVE ACTION:**

In emergency circumstances, action taken by an officer or officers of the Club and ratified by the appropriate Committee shall not render any proceedings void unless the members so direct at an Annual General Meeting or Special General Meeting.

**65. APPLICATION OF BENEFIT**

65.1 The Club is a non-proprietary Club. The income and property of the Club shall be applied solely towards the promotion of the objects and purposes of the Club. No portion of the income or property of the Club shall be paid or transferred, directly or indirectly by way of dividend, bonuses or otherwise to any member.

65.2 Nothing contained in Rule 65.1 shall prevent the payment by way of honorarium or refund of expenses to any member or officer of the Club for services rendered to the Club.

**66. GREENS COMMITTEE AND GREENS MANAGER:**

66.1 The Board of Management shall have the power to appoint a Greens Committee and a Greens Manager who shall not necessarily be members of the Board of Management.

66.2 The Greens Committee shall have full control and supervision of the playing area and whereupon if it considers the playing area may be damaged, has the power, prior to commencement of play, to prevent use of the greens on that particular day. Wherefore after commencement of play, full control and supervision of the playing area shall pass unto the Umpire of the day. Notice of greens closure posted by the Greens Manager or his Proxy shall be deemed sufficient notice.

66.3 In the absence of the Greens Committee and the Greens Manager any two members of the Board of Management or any authorized person on the advice of the Green-keeper shall have power to prevent use of the greens at any time, not withstanding Rule 66.2.

66.4 In all other respects the supervision and control of the playing area shall be in the hands of the Board of Management whose ruling thereon shall be final.

**67. BY-LAWS:**

67.1 The Board of Management shall have power from time to time to make By-Laws and Regulations consistent with these Rules for the efficient working of the Club, and to alter, amend or rescind any By-Law or Regulation as occasion may require.

67.2 A record of all By-Laws and Regulations shall be maintained by the Administrative Secretary and shall be available for inspection by the members.

**68. CLUBHOUSE OPEN:**

The clubhouse shall be open to members for such times, and on such conditions, as may be decided by the Board of Management from time to time.

**69. LAWS OF THE SPORT OF BOWLS:**

The Laws of the Sport of Bowls as adopted from time to time by Bowls Australia and conducted in accordance with the Rules and By-Laws of Bowls SA shall apply as appropriate to all games played under the control of the Club. Failure to observe any such laws renders the offending player or players liable to disqualification from the competition or match.

**70. COMMON SEAL:**

70.1 The Board of Management of the Club shall provide a Common Seal and shall provide for the safe custody thereof.

70.2 The seal holders shall be the Chairman, the Deputy Chairman, and the Administrative Secretary of the Club.

70.3 The seal shall not be affixed to any deed, instrument or document except under, and by virtue of, a resolution of the Board of Management of the Club and in the presence of two seal holders, who shall attest every deed, instrument or document to which the seal is affixed, and every such deed instrument or document shall be signed by two seal holders in the following form:

<p><b>THE COMMON SEAL of HOPE VALLEY BOWLING AND COMMUNITY CLUB INC.</b> Was hereunto affixed this _____ day of _____ 20.. in the presence of.</p> <p>..... Seal Holder</p> <p>..... Seal Holder</p>
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- 70.4 The Administration Secretary shall maintain a register recording the use of the seal showing:
  - 70.4.1 Date affixed.
  - 70.4.2 Document and purpose.
  - 70.4.3 Names of seal holders who sign the document.
  - 70.4.4 Reference to the authority for use, that is, an item in relevant minutes.

**71. STANDING ORDERS:**

The following Standing Orders govern the conduct of business at all meetings, except as otherwise provided in the Rules. In regard to Special General Meetings, the Administrative Secretary shall, in the notice of meeting, specify the matters to be dealt with occasioning the calling of the meeting and no other matter shall be discussed.

- 71.1 Time Limit:**  
Time limits for speakers, or for the discussion, shall be determined by the Chairman of the meeting.
- 71.2 Property of the Meeting:**  
Any motion or amendment thereto, having been duly proposed and seconded, becomes the property of the meeting, and cannot be withdrawn unless leave is granted in accordance with these Standing Orders.
- 71.3 Seconding Motion without Speaking:**  
Any member who seconds a motion without speaking to it may, at a later period, take part in the debate.
- 71.4 Reply of Mover:**  
In all cases the member moving the motion has the right of reply, and this reply closes the debate.
- 71.5 Chairman's Ruling:**  
If the Chairman at any time gives a ruling on any matter before the chair, the Chairman may be asked to give the reasons. If the reasons given are not deemed satisfactory, any member may move that the "Chairman's ruling be disagreed with". If the motion is seconded and carried, the Chairman shall forthwith vacate the chair until the matter of his ruling is settled, provided that only the reasons given by the Chairman for his ruling can be discussed, and not the subject matter of the original motion or question. In the absence of the Chairman a deputy, or a person elected for the purpose, will occupy the chair.
- 71.6 Question Be Now Put:**  
A motion moved and seconded "that the question be now put" shall take precedence over all business and, without any discussion, must immediately be put by the Chairman. The mover and the seconder of this motion shall not be mover or seconder of the original motion. If the motion is carried, the original motion must be put without further debate. A motion "that the question be now put" may not be moved while a member is speaking.

**71.7 Motion Withdrawn:**

A motion or amendment may, at any time, by leave of the meeting, be withdrawn. A motion opposing the withdrawal, if seconded, may be received.

**71.8 Motions and Amendments:**

All motions must be moved and seconded. An amendment to the original motion may be moved at any stage of the discussion, provided a speaker is not interrupted. Notice of a further amendment may be given, and the amendment indicated, without discussion, but it cannot be moved until the first amendment has been disposed of. The Chairman may limit the number of amendments to be received in excess of two. An amendment cannot be a direct negative to the original motion.

**71.9 Amendments;**

An amendment may be made to a motion by:

71.9.1 Striking out certain words.

71.9.2 Striking out certain words and inserting other words.

71.9.3 Adding or inserting other words.

**71.10 Notice of Motion;**

A notice of motion, other than to change these Rules, shall be submitted in writing, signed by the mover and seconder, to the Administrative Secretary twenty one (21) days prior to the date of the meeting. The Administrative Secretary shall deliver a copy of the notice of motion to all members fourteen (14) days prior to the meeting. Notices of motion on the same subject shall appear on the notice paper in the order of receipt by the Administrative Secretary.

**71.11 Amending Notice of Motion;**

Any member desiring to amend his/her own notice of motion before moving same at the meeting must ask leave of the seconder and the meeting, and read the amendment.

**71.12 Selection of Pennant Teams;**

71.12.1 When more than one notice of motion is given for a scheme to select pennant team(s) each such notice shall be dealt with as a separate motion thus:

71.12.1.1 Each motion shall be moved and seconded in the order in which it appears on the notice paper without discussion.

71.12.1.2 Each motion may then be discussed, separately, but in the same sequence.

71.12.1.3 Amendments to each notice of motion may then be received and dealt with in the same sequence.

71.12.1.4 A vote shall then be taken in a manner which will allow the notice of motion receiving the greatest number of votes to succeed.

71.12.2 Where no notices of motion have been received by the appropriate time, motions may be received at the meeting and dealt with as indicated in other sections of these Standing Orders.

## CONSTITUTION AMENDMENT RECORD

### AGM 2013

Items of the Constitution have been amended in accordance with the wishes of the Annual General Meeting of the Hope Valley Bowling and Community Club Incorporated of 2013.

#### **Change 1      Life Membership**

The change to the Constitution limits the frequency of the election of Club Life Members. This change was effected by the insertion of Clause 11.2 and subsequent renumbering of clauses in Item 11, Life Members.

#### **Change 2      Fees Due Date**

The change to the Constitution requires that Member's Fees be paid by July 31<sup>st</sup>. This change was effected by alterations in Clauses 18.1, 23.3 and 23.4.

#### **Change 3      Women Members and Open Gender Sides**

The change to the Constitution entitles Women Section Members involved in Saturday Open Gender Sides to attend the Annual General Meeting of the Men's Section. The change also entitles these Women Section Members to attend Special General Meetings of the Men's Section when matters involving selection are on the Agenda. This change was effected by alterations in Clauses 27.2 and 31.5.