

KEYSBOROUGH BOWLS CLUB INCORPORATED

[Registered No. A5576. A.B.N. 9800.9257.706]

DIVISION 1

CONSTITUTION

1-1 NAME

The name of the club is the “ Keysborough Bowls Club Inc “

1-2 STATEMENT OF PURPOSES

The purposes for which the Club is established are :-

[i] To conduct a Club of non-political character and to provide a clubhouse , bowling green /greens and other conveniences for the use and recreation of the members at such place or places as decided by the members.

[ii] To maintain incorporation under “ The Associations Incorporation Reform Act Act 2012” and do all things necessary from time to time in accordance with any amendments enacted there to .

[iii] To maintain a certificate of registration of a Club within the meaning of the Liquor Control Act 1968 or any amendment or re-enactment thereof and to apply for and obtain any permit authorized under such Act.

[iv] To affiliate with Bowls Australia [BA] Bowls Victoria [BV], Victorian Indoor Bias Bowls Association [VIBBA] and Southern Districts Electric Light Bowls Association.[SDELBA] all to be designated as abridged.

[v] To raise and borrow any monies required for the purposes of the Club upon such terms and conditions and / or on such securities as may be determined.

[vi] To purchase, take, lease, exchange, hire or otherwise acquire any real or personal property and other rights and privileges necessary or convenient for the purpose of the Club.

[vii] To construct, alter, add to or maintain all buildings and other property leased by the club at 356 Cheltenham Rd, Keysborough. 3173.

[viii] To sell, mortgage, improve, manage, develop, lease, dispose of, turn to account or otherwise deal with all or any part of the property of the Club, having regard at all times that the Club is prohibited from making and distribution whether in money, property, profits or otherwise to it's members, except as required by the Associations Incorporation Reform Act 2012.

[ix] Such other purposes as the members shall determine, but always to have in mind the advancement and best interests of the game of bowls and the engendering by association of a fraternal feeling amongst bowlers.

[x] To do all such things as are incidental or necessary for the purpose of the above objectives providing however that no person is entitled to derive any profit, benefit or advantage which is not shared equally by every member, apart from goods supplied or services rendered in the ordinary course of the Club's affairs.

DIVISION 2

SECTION 1

2-1 INTERPRETATION :

In these rules, unless there be something in the subject or context inconsistent therewith, the following interpretations shall apply.

[i] "The Club" means the aforementioned Club.

[ii] "The Rules" means the Rules of the Club in force for the time being.

[iii] "The Act" means the Associations Incorporation Reform Act 2012 including the Regulations encompassed therein .

[iv] "The Board of Management" means the members for the time being of the Committee of Management of the Club.

[v] "The Executive Group" means the Club President, Secretary. & Treasurer at the time, or members of the current Board of Management co-opted as required and approved by the Board of Management.

[vi] "Month" means calendar month.

[vii] "Year" means the Club's financial year, and unless altered by the members shall be from the 1st April to 31st March.

[viii] "Association" means Bowls Australia [BA] Bowls Victoria [BV] and / or the Victorian Indoor Bias Bowls Association and / or the Southern Districts Electric Light Bowls Association or any appropriate bowls affiliation from time to time.

[viii] "Member" means a properly admitted financial member of the Club whose name remains on the register.

[ix] “ Chairman “ means non- sexist term to denote the person who is elected or appointed to be the Co-ordinator or leader of a Committee or Sub Committee, and to preside over meetings. A male or female person to be addressed as “Chair Person”.

[x] Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act1958 and the Act as in force from time to time.

DIVISION 2

SECTION 2

2-2 MEMBERSHIP

2-2.1 Eligibility :

Any person who is nominated and approved for membership as provided in these Rules is eligible to be a member of the Club; accompanied by the appropriate fee or fees on payment of the joining fee and annual subscription.

2.2.1.1 Classes Of :
Full and Life members, Social Plus, Special, Junior, Social and Honorary members.

2-2.2 Nomination, election and conditions of :

[i] Any person desirous of becoming a member must submit an application for membership in writing on the prescribed form.

[ii] The application must be proposed by a financial member and seconded by a financial member, both of whom shall have personal knowledge of the applicant.

[iii] The application form shall be forwarded to the Secretary who shall maintain a record of such application showing the date of receipt.

[iv] A sub-committee comprising three members of the Board of Management together with any other member[s] of the Club so co-opted shall be formed for the purposes of administrating all aspects of membership including the interviews of all applicants where deemed necessary by the Board.

[v] At least seven [7] days prior to the meeting of the Board of Management at which the application is to be considered the Secretary shall post same on the Club’s notice board.

[vi] No application shall be considered by the Board of Management however, unless a period of no less than seven [7] days has elapsed between the date the nomination is received and the date set for its consideration.

[vii] The Board of Management shall elect applicants to membership by ballot and 25% adverse votes shall exclude the applicant, and such decision shall be final.

[viii] Immediately upon becoming a financial member the Secretary shall advise that person of the location within the Club House of a copy of the Constitution & Bylaws of the Club currently in force. A personal copy is available upon request for which a small cost as set by the BOM will be charged.

[ix] The Secretary shall upon payment of the aforementioned joining fee and subscription enter the applicant's name in the register of members and upon the name being so entered the applicant shall become a member of the Club.

[x] Every applicant by payment of the aforementioned joining fee and subscription shall by doing so undertake an obligation to comply with the Rules of the Club in force at that time.

[xi] No further application from persons whose election has been rejected under Rule 2-2.2 [viii] shall be accepted.

2-2.3 Cancellation of:

[i] A newly elected member may within twelve months of being admitted a member of the Club:

[a] have their membership cancelled by the Board of Management if in it's opinion the member has not regularly attended the Club's premises and / or partaken of the bowling activities without undue reason.

[b] by written application to the Board of Management they may apply to have their membership cancelled.

[ii] In all cases the BOM shall not be obliged to refund any joining fee, nor shall the person be entitled to any refund of any subscription or other fee.

2-2.4 Rights and Privileges of :

[i] Full and Life members shall be entitled to all privileges of the Club whilst Special, Junior, Social and Honorary members shall be entitled to such privileges as the Board of Management shall from time to time determine.

[ii] Any right , privilege, title or interests of a member by reason of their membership of the Club--

[a] is not capable of being transferred or transmitted to another person, and

[b] terminates upon the cessation of membership whether by death, resignation, revocation, cancellation or otherwise.

2-2.5 Liability of :

[i] Every member by payment of their annual subscription shall by doing so undertake an obligation to comply with the Rules of the Club in force at any time.

[ii] Any member neglecting, refusing or failing to honor the above stated obligation shall, by doing so, render him / herself liable to expulsion from the Club and the right of such expulsion shall rest with the Board of Management.

[iii] Any member who by any breach of the Rules or by any unlawful act, cause the Club or any officer of the Club to pay any money, shall be civilly liable to the Club or such officer for the amount so paid.

2-2.6 Classes of :

[i] The following classes of membership shall apply:

Full Members, Life Members, Honorary Members, Social Members, Junior Members, Special Members.

[ii] Full Members:

[a] They shall enjoy all the facilities and privileges of the Club.

[b] They shall be entitled to attend all General Meetings and to vote on all matters being considered there at.

[c] they shall be affiliated with BOWLS VICTORIA, VIBBA and SDELBA and be entitled to play in all competitions and events controlled by these bodies.

[iii] Life Members:

Any person who shall have rendered special service or services to the Club may at any General meeting on the unanimous recommendation of the Board of Management and on receiving the votes of at least three quarters of the financial members present at such meeting, be elected a life Member of the Club with full privileges and voting rights, with

out payment of any subscription. A Life Member however shall not be relieved of any financial obligation other than the Annual Subscription.

[iv] Honorary Members :

[a] Subject to the approval of two members of the Board of Management, friends of members, and members of, or persons playing bowls for another Bowls Club, who may visit the Club, shall be Honorary members for the day on which they visit the Club.

[b] Any member of any Bowls Club whose green is distant more than fifteen kilometers from the club premises may, on introduction by a member of the Club, be admitted by any two members of the Board of Management as an honorary member for a period not exceeding fourteen consecutive days without payment of any subscription, and the Board of Management have power to extend the period for a further fourteen consecutive days, if so desired, on conditions to be determined by the Board of Management.

[c] The name and address of each honorary member , together with the name of the introducing member, shall be entered in the Visitor's book to be kept for that purpose, and the introducing member shall be responsible for the bona fides of the person introduced.

[d] The Board of Management shall have power to withdraw any or all privileges from honorary members, honorary members are not and shall not be entitled to take part in any annual or special meeting nor vote upon any subject thereat. They shall not have any right title or interest in or to any of the property of the Club.

[v] Social Members :

[a] Persons nominated and admitted as Social or Social Plus members shall not be eligible to hold office or vote at meetings of the club; nor be eligible to nominate a member to hold office.

[b] They shall be entitled to take part in those activities of the Club as determined by the Board of Management and may be affiliated with Victorian Indoor Bias bowls Association for purposes of playing Pennant Indoor Bowls and tournaments.

[c] They shall not be permitted to play bowls on the greens.

[vi] Social Plus Members are entitled to participate in all social bowls, but not Pennant or Club Championships.

[vi] Junior Members :

[a] Any person aged less than 18 years who is nominated and elected for membership as provided in these Rules is eligible to be a Junior Member of the Club.

[b] Junior Members shall not be eligible to hold office or vote at any meetings of the Club, but shall be entitled to play Bowls on the Club greens and otherwise to participate in the bowls activities of the Club.

[c] On obtaining the age of 18 years, Junior Members will be ineligible to continue in this class of membership, but will be eligible for nomination and election for other membership without delay.

[vii] Special Members:-

Any member who is no longer able to play bowls because of age, accident, affliction or infirmity and has previously been an active member of the Club may on application be elected a Special Member by the Board of Management. A Special member shall retain full voting rights, but be relieved of the payment of the Annual Subscription, but be liable to pay such fees as shall be determined by the Board of Management.

If after being granted Special Membership a member may wish to participate in Social Bowls only, then on application of 50% of the full current membership subscription plus the appropriate affiliation fees then the Board of Management may approve such application.

2-2.7 Maximum numbers of :

Unless the Board of Management shall otherwise decide the numbers of members shall be unlimited, provided the number allowed by statute is not exceeded and provided that there be no more than seven [7] Life Members and ten [10] Special members.

2-2.8 Register of :

[i] The Secretary shall keep on the Club premises a register of which shall contain the names and addresses of all members and the date of payment by each of current year's subscription.

[ii] Every member shall communicate in writing any change of address to the Secretary who shall record same in the register. Notices may be given by sending by post, facsimile transmission, or where available by electronic mail to the members address or facimile number or electronic mail address shown in the register. Service of the notice shall be deemed to be effected at the time the letter would have been in the ordinary course of post mail. [This would be subject to the members being willing to supply their E-mail address]. All notices posted or delivered to the registered address shall be deemed to have been duly received and if no address is given, notices left at the Club shall be deemed to have been delivered.

2-2.9 Absence of :

A member who intends being absent from the Club for reasons of vacation, vocation or temporary ill health may apply to the Board of Management for leave of absence for a period not exceeding one calendar year. The granting of such leave of absence shall be subject to such fees as shall be determined by the Board of Management.

2-2.10 Forfeiture of :

Any member failing to pay the Annual Subscription by the 30th day of June in each year may have their membership forfeited unless an explanation acceptable to the Board of Management is received within 21 days thereafter.

2-2.11 Resignation of :

Any member wishing to resign from the Club shall give written notice to the Secretary and upon payment of all monies due the Secretary shall make an entry in the Register recording the date on which the membership ceased.

2-2.12 Expulsion, suspension & disciplining of :-

The Executive group of the Board of Management may upon resolution -

[a] Upon being informed of mis conduct of a member / members the executive group of the Board of Management may suspend the membership of the player / players immediately under sub clause 2-2.12

[b] Expel a member from the Club

[c] Suspend a member from membership for a specified period :
or

[d] fine a member -

[e] if the Board of Management is of the opinion that the member/ members refused or neglected to comply with these Rules ;

[f] has been guilty of conduct unbecoming a member or prejudicial to the interest of the Club.

A resolution of the Board of Management under sub- clause [ii]

[g] does not take effect unless the Board of Management at a meeting held not earlier than 14 days and not later than 28 days after the service of the member of a notice under sub-clause [iii] confirms the resolution in accordance with this clause; and

[h] Where the member exercises a right of appeal to the Club under this clause does not take effect unless the Club confirms the resolution in accordance with this clause.

[ii] Where the Board of Management passes a resolution under sub-clause [i], the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing or an electronic Email;

[a] setting out the resolution of the Board of Management and the grounds on which it is based;

[b] stating that the member may address the Board of Management at a meeting to be held not earlier than 14 and not more than 28 days after the service of the notice;

[c] stating the date, place and time of that meeting;

[d] informing the member that he / she may do one or more of the following :

[i] attend the meeting;

[ii] give to the Board of Management before the date of that meeting a written statement seeking the revocation of the resolutions; and

[iii] not later than 24 hours before the date of the meeting, lodge with the Secretary a notice to the effect that he / she wishes appeal to the Club in General meeting against the resolution.

[iv] At a meeting of the Board of Management held in accordance with sub-clause [ii] [b] the Board-

[a] shall give to the member an opportunity to be heard;

[b] shall give due consideration to any written statement submitted by the member; and

[c] shall by resolution determine whether to confirm or to revoke the resolution.

[v] Where the Secretary receives a notice under sub-clause [iii] [d] [iii], he shall notify the Board of Management and the Board of Management shall convene a General Meeting of the Club to be held 21 days after the date on which the Secretary received the notice.

[vi] At a General Meeting of the Club convened under sub-clause [v] -

[a] no business other than the question of appeal shall be transacted;

[b] the Board of Management may place before the meeting detail of the grounds for the resolution and the reasons for the passing of the resolution;

[c] the member shall be given an opportunity to be heard, and

[d] the members present shall vote by ballot on the question whether the discussion should be confirmed or revoked.

[vii] If, at the General Meeting-

[a] two thirds of the members vote in favor of the confirmation of the resolution, the resolution is confirmed; and

[b] in any other case, the resolution is revoked.

DIVISION 2

SECTION 3

2-3 MEETINGS OF MEMBERS.

2-3.1 Chairperson of;

[i] The President or if absent the Deputy President shall preside as Chairman/ Chairlady at all meetings of the Club;

[ii] If the President and the Deputy President are absent, the members present shall elect one of their number to preside as Chairman of the meeting.

2-3.2 ANNUAL GENERAL MEETING :

There shall be an Annual General Meeting of members held once every twelve [12] months on a date to be fixed by the Board of Management, but not later than the 31st day of May.

[i] Fourteen days notice in writing shall be given to all members of the time and place appointed by the Board of Management for such meeting, and a copy of the notice shall be posted on the Club's notice board at least fourteen [14] days before the date of the meeting.

[ii] The business to be transacted at the Annual General Meeting shall be carried out in the following order:

- [a] Reading of the notice convening the meeting.
- [b] Reading and confirmation of the minutes of the previous Annual and / or Special General meetings.
- [c] Presentation of Annual Reports.
- [d] Presentation of of Balance Sheet, Statement of Accounts, & Auditors report.
- [e] Adoption of of Balance Sheet and Statement of Accounts.
- [f] Election of Officers.
- [g] Election of Management Committees.
- [h] Appointment of Auditors.
- [i] Endorsement of annual subscription for the ensuing year.
- [j] Discussion of motion [s]
- [k] Any other general business as permitted by the chairperson.

2-3.3 Half Yearly reporting meetings.

At the Boards discretion there shall be held in addition to the Annual General Meeting, a further meeting to be known as the "Half Yearly Special Reporting Meeting ". This meeting shall be held on a date to be fixed by the Board of Management as near as practicable to a date six months after the holding of the Annual General Meeting,

[i] The purpose of the meeting shall be to receive and discuss reports in respect of happenings within the Club subsequent to the previous Annual General Meeting.

Reports will be submitted by :
Outdoort Section Committee;
Indoor Section Committee;
Greens and Maintenance Management Committee ;
Social Management Committee ;
Bar Management Committee ;
Catering Management Committee ;
Board of Management, including any other sub-committees thereof.

[ii] Following the presentation of reports, members shall have an open forum in which to express their opinions, ask questions, raise any matter they feel could be to the benefit of the Club and where applicable make recommendations for consideration by the Board of Management.

2-3.4 Special General Meetings :

A Special General Meeting must be held upon receipt of a requisition from at least three members of the Board of Management or at least thirty five [35] financial members of the club.

[i] The date of holding such meeting shall be fixed by the Board of Management and shall be held not less than fourteen [14] nor more than twenty eight [28] clear days from the time of receiving the requisition provided always that such requisition shall state clearly the object of such Special General Meeting, and no matters shall be discussed except those stated in the written requisition.

[ii] A Special General Meeting shall be held when ever decided upon by the Board of Management of which notice shall be given by post or Electronic mail, a notice thereof on the Club's notice board and giving each member at least seven [7] clear days notice before the date fixed for the holding of such meeting. Such notice shall clearly set out the nature of the meeting and the proposals to be submitted thereat.

[iii] If the Board of Management does not cause a Special General Meeting to be held within 28 Days after the date on which a requisition is delivered to the secretary, the members making the requisition may convene a Special Meeting to be held not later than three months after that date.

[iv] A Special General Meeting convened by the members in pursuance of these Rules shall be convened in the same manner or as nearly as possible as that in which those meetings are convened by the Board of Management and all reasonable expenses incurred in convening the meeting shall be refunded by the Club to the persons incurring the expenses.

[v] All matters discussed at a Special General Meeting shall be deemed to be Special business.

2-3.5 Quorum :

The number of financial members, all of whom shall be eligible to vote, necessary to form a quorum at any general meeting shall not be less than 40% of the total financial members of the Club.

2-3.6 Lack of Quorum at General Meetings:

At all General Meetings should a quorum not be present within thirty minutes of the specified time, then such meetings shall be adjourned. Then such meeting stand adjourned to such day as the Board of Management shall determine at the same time and place, and if at such adjourned meeting other than an adjourned Annual General Meeting, a quorum of members is not present, it shall lapse. In the case of an adjourned Annual General Meeting the members present at such adjourned meeting shall form a quorum. No notice of any adjourned meeting need be given to members, but notice thereof shall be posted on the Club's notice board.

2-3.7 Voting:

[i] At each Annual General Meeting only members who were financial at the close of the previous financial year and who are personally present at the meeting shall be entitled to vote thereat.

[ii] At all other General Meetings a member is not entitled to vote unless :-

[a] All subscriptions due and payable by that member to the Club have been paid.

[b] the member is personally present.

[iii] The Chairperson of any General Meeting shall be entitled to vote subject to their eligibility under sub-clause [2-3.7] [1] and [11]

[iv] When votes are equal the motion or amendment being voted on shall be lost.

[v] All resolutions at General Meetings shall be duly proposed and seconded and determined by a show of hands unless a ballot is requested by ten financial members present and entitled to vote and a ballot shall be taken at the meeting.

[vi] When a ballot is taken at a meeting two scrutineers shall be appointed by the Chairperson from those present at the meeting and the result of the ballot if in the affirmative shall be deemed to be a resolution of the club adopted at such meeting.

[vii] At all General Meetings, unless a poll has been determined a declaration by the Chairman of the meeting that a resolution has been carried or lost and an entry to that effect in the minutes of the Club shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favor or against the resolution.

[viii] All resolutions passed at the General Meeting shall be conclusive and binding on all members of the Club, whether they shall have been present or not at such meeting.

2-3.8 Proposed Motions:

[i] Any member who wishes to move a motion which will directly result in a reversal and / or change to previous policies or practices should submit their intention in writing to the Secretary at least twenty one [21] days prior to the date of the meeting so that notice of the proposed motion can be included on the notice paper.

[ii] This rule does not effect Section 2-6.18 which refers to Alteration to Rules, Constitution and statement of Purposes.

DIVISION 2

SECTION 4

2-4 OFFICERS OF THE CLUB

2-4.1 Officers of the Club:

[i] The Officers at the Club shall be:

| | | |
|---------------------------------------|---|-----------------|
| One [1] President. |] | |
| One [1] Deputy President |] | |
| One [1] Secretary |] | Executive Group |
| One [1] Treasurer |] | |
| Five [5] Board of Management members. |] | |

[ii] No member of the Board of Management shall be elected to more than one office at any one time.

[iii] Each Officer of the Club shall hold office for a term of one [1] year after the date of his / her election, but will be eligible for re-election at the completion of their term with the exception of the President who may only hold office for any two [2] successive years unless unchallenged in nomination.

2-4.2 Nomination of :

[i] Nominations for members wishing to stand for election as Officers of the Club shall be in writing, signed by the member and verified to by two [2] other members all of whom shall be financial at the date of nomination.

[ii] All such nominations shall be lodged at least twenty one [21] clear days prior to the meeting with nominations to be recorded on the clubs notice board.

2-4.3 Election of :

[i] Voting for the election of all officers [where there are more nominations than vacancies] shall be by ballot.

[ii] Where the number of nominations received for any position is equal to the number of vacancies to be filled the persons nominated shall be deemed to be elected.

[iii] Where the nominations received for any position exceeds the number of vacancies to be filled a ballot shall be held.

[iv] Should there be no nominations received for any of the positions the members at the Annual General Meeting may propose and second a financial member and should that member agree and receive a majority vote of the members present that member shall be so elected.

2-4.4 Ballot [s] for election of :

[i] The ballot shall be under the supervision of a returning officer and two scrutineers who shall be appointed by the Board of Management not less than twenty one [21] days prior to the date specified for the meeting.

[ii] The Returning Officer shall be responsible for a random drawing of names to establish the order of listing of names on the ballot paper [s].

[iii] Ballot papers shall be issued to all members eligible to vote at least ten [10] days prior to the close of the poll and only original ballot papers will be acceptable upon scrutineering.

[iv] Every financial member shall be entitled to vote in each ballot required.

[v] A sealed ballot box shall be provided and located within the club house for the purpose of allowing members to lodge completed ballot papers in person or by post.[electronic mail will **not** be accepted].

[vi] The ballot box shall be opened and closed at such times as determined by the returning Officer , but closed at a time to allow sufficient time for the counting of votes prior to the meeting.

[vii] Immediately the ballot is closed the scrutineers under the supervision of the Returning Officer shall count the votes.

[viii] Upon the completion of the counting the Returning Officer shall hand the results to the Chairman of the meeting who at the appropriate time shall declare the names of those persons elected.

[ix] Should two or more candidates receive an equal number of votes the Chair-person shall in such case[s] have a second or casting vote.

[x] On the declaration of the ballot[s] the Returning Officer shall seal the ballot papers in an envelope and hand same to the Secretary who shall destroy same after the expiration of one [1] month.

2-4.5 Voting at ballots :

The procedure to be adopted shall be by the voters recording their votes by crossing out the name or names of members nominated **not desired** and leaving the correct number of members to fill the vacant offices

2-4.6 Counting of votes :

[i] Where there is only one officer required the candidate receiving the greatest number of votes shall be the person elected to that position.

[ii] Candidates receiving a greater number of votes in proportion to the number of candidates required shall be declared elected.

[iii] In the event that a candidate has been nominated for more than one office, he / she shall be elected to the more senior office for which he / she is successful and in any subsequent ballots votes recorded for this candidate shall be disregarded.

2-4.7 Duties of :

[i] President; The President shall preside at all meetings of the Incorporated Club, to regulate and keep in order all proceedings and carry into effect the Rules and By-Laws of the Club.

[ii] Deputy President. The Deputy President shall assist the President and act in his / her stead when ever required.

[iii] Secretary. The Secretary shall :

[a] be the Executive of the Club,
[b] attend if possible, all meetings of the Board of
Management
[c] attend, if possible, all General Meetings of the club
[d] record the minutes of all meetings in an electronic file to be kept for
that purpose.
[e] conduct all correspondence in connection with the general
business of the club

[f] The Secretary shall be prepared to answer pertinent questions in regard to the business of the club in relation to correspondence, rules and regulations or any other related

business.

[g] keep a register of all members at the Club-house
[h] act, unless by special direction of the Board of Management, as the Administrator of the Club
[i] carry out those duties usually associated with the office of Secretary and maintain the security of the Club Seal.

[iv] Treasurer ; The Treasurer shall :
[a] receive all monies belonging to the funds of the club, and within reasonable time to deposit or arrange for the deposit of same with the Clubs bankers.
[b] pay all accounts
[c] keep correct accounts of all monies received and expended.

[d] prepare and submit financial statements at each Annual General Meeting and provide an audited financial statement of affairs for the financial year.
[e] produce a statement of the cash transactions and of the financial position of the Club at each ordinary meeting of the Board of Management.

[v] Board Members: The Board members shall consider all matters tabled at meetings of the Board of Management and act in any capacity so directed by that Board of Management.

2-4.8 Resignation of

No member elected to office shall be held to have resigned from that office until a resignation in writing is received by the Board of Management.

2-4.9 Death and Resignation of :

Excepting for the period of one month prior to the Annual General Meeting, should an officer die or resign, the Board of Management shall have the power to fill such vacancy for the un-expired term, from the members of the club qualified to accept office.

2-4.10 Removal from Office.

[i] An Officer of the Club may be removed from office by the members at a Special General Meeting held for that purpose in accordance with Rule 2-3.4

[ii] Where the officer to whom a proposed resolution referred to in sub-clause [i] makes representations in writing [within seven [7] days] to the Secretary or President and request that they be notified to the members of the club, the Secretary or President may send a copy to each member of the Club or, if they are not so sent, the member may require that they be read out at the meeting.

[iii] An insolvent member of the club who holds an office within the club, that office immediately becomes vacant.

DIVISION 2

SECTION 5

2-5 MANAGEMENT OF THE CLUB :

2-5.1 Authority to act :

The affairs of the Club shall be Managed by a committee known as the Board of Management :

2-5.2 Membership of the Board of Management :

The Board of Management shall consist of all the Officers of the Club as specified in Rule 2-4.1

2-5.3 Powers and functions of the Board of Management:

The Board of Management shall have power :

[i] To elect sub-committees, fill vacancies, make appointments, make laws and do all such acts and things that it deem advisable for carrying out and managing the business and affairs of the Club. All sub-committees and persons appointed for special purposes by it shall be subject to and subordinate to the Board of Management.

[ii] On the authority of an Annual General Meeting or a Special General Meeting of the Club to impose levies on the members.

[iii] To deal with the resignation of members.

[iv] To carry out all resolutions passed at General meetings.

[v] to enforce discipline by censure, fines or by expulsion for any misconduct or willful infringements of the Rules.

[vi] To cause correct accounts electronic records ie.[hard drives / dongles] be kept, showing the financial affairs of the club, and the particulars usually shown in books of account of a like nature.

[vii] To examine all accounts submitted for payment and by a majority vote direct the treasurer to effect settlement of same.

[viii] To supervise the finances of the club and direct the method[s] of dealing with same, including Electronic Funds Transfer [EFT]

[ix] To deal with other matters which may arise on which are not

specifically provided for in the Rules.

2-5.4 Meetings of the Board of Management.

[i] The Board of Management shall meet at least once in every month for transacting the business of the Club and for which due notice shall be given.

[ii] A minimum of six [6] members shall be necessary to form a quorum for any meeting.

[iii] The President, or if absent, the Deputy President, shall preside at all meetings, or in their absence the members present shall elect a person to Chair the meeting.

[iv] A special meeting of the Board of Management may be called upon the requisition of at least three members of the Board of Management, but no such special meeting shall be valid unless all members receive a notice of same in writing from the President or Secretary at least seven [7] days before the meeting is to be held.

[v] The death, resignation or absence of an officer shall not invalidate any decision of the Board of Management providing at least four [4] officers are remaining and available to vote on the motion.

[vi] All questions for the decision of the Board of Management or any sub-committee thereof, shall be proposed and seconded and the result thereof determined by a show of hands unless a ballot be requested by at least three [3] members present at the meeting. In the event of voting either by hand or by ballot being equal the motion shall be lost.

[vii] Should an officer fail to attend three [3] consecutive meetings of the Board of Management with out having previously applied for leave of absence, or submitted an acceptable apology at or prior to the meeting[s], the Board of Management shall immediately call a Special General meeting of members for the purpose of having the Officer removed from office.

2-5.5 Power to appoint sub-committees:

[i] The Board of Management may from time to time delegate any of it's powers to such sub-committees, consisting of members as it shall think fit to appoint and may recall or revoke any such delegation or appointment.

[ii] Any such sub-committees shall in the exercise of the powers so delegated, conform to such terms of reference as may be prescribed by the Board of Management provided always that the Board of Management shall have no power to delegate its control of the supply of liquor to the Club.

2-5.6 Appointment of Assistant Secretary and / or Assistant Treasurer.

The Board of Management may appoint any member of the Club to act as Assistant Secretary and / or Assistant Treasurer, but such member[s] will not have any powers or voting rights on the Board of Management.

2-5.7 Indemnity of Officers :

Should any officer in their office as such to be called upon or become liable to pay monies for any act, default or omission of any other officer or member of the Club such monies shall be refunded to them or paid by the Club.

2-5.8 Management Committees :

Under the control and supervision of the Board of Management, there shall be the following Management Committees for the carrying out of the following functions :

- [i] Outdoor Committee
- [ii] Greens, Surrounds, Maintenance and Safety.
- [iii] Social Activities
- [iv] Catering
- [v] Coaching
- [vi] Bar
- [vii] and for any other function that may be determined by the Board of Management.

2-5.9 Membership of Management Committees :

[i] The financial members at each Annual General Meeting shall elect members to each Management Committee.

[ii] Nominations from members wishing to stand for any such committee positions shall be in writing , signed by the members and verified by two [2] other members all of whom shall be financial at the date of nomination.

[iii] All such nominations shall be lodged with in the club rooms at least twenty one [21] clear days prior to the date of the meeting.

[iv] Where only one nomination is received for any position the person nominated shall be deemed to be elected.

[v] If there is more than one [1] nomination for any position a ballot will be held to determine the outcome.

[vi] Should a ballot be necessary it shall be conducted in the same manner as for the election of Officers of the Club as specified in Rule No's 2-4.3, 2-4.4, 2-4.5, and 2-4.6.

[vii] Should there be no nominations received for any of the positions the members at the Annual General Meeting may propose a member and should that member concur and receive a majority vote of the members present that member shall be so elected.

[viii] Should any position not be filled as per sub-clause [i] or [ii] the Board of Management shall have the power to appoint a member to any such position and the member so appointed shall have the same powers as if elected by the members at the Annual General Meeting.

2-5.10 Responsibilities of Management Committees.

The following shall be the responsibilities of each of the Management Committees:

[a] Outdoor Committee responsible for all Pennant activities.

[b] Greens, Surrounds, Maintenance & Safety: The care and maintenance of the playing area and all surrounding land areas, and all equipment used in conjunction therewith.

[c] Social : The organization and management of all social and fund raising activities.

[d] Catering : The provision of meals and refreshments as required.

[e] Bar : The control, co-ordination and general operation of the bar.

[f] Coaching: The coaching of new bowlers and advanced coaching of other members.

2-5.11 Greens Director :

[i] The Chairman of the Greens and Surrounds management committee shall be known as the “Greens Director.”

[ii] The Greens Director shall have full control over, and supervision of, the playing area and power to prevent play at any time when it is considered the area may be harmed thereby and / or become dangerous to players and a notice to that effect prominently displayed shall be sufficient for this purpose.

[iii] In the absence of the Greens Director and any member of the Greens and Surrounds Committee, any two [2] members of the Board of Management shall have power to prevent play.

[iv] In all other respects, the Controlling Body shall have full control and supervision of play.

2-5.12 Bowling Sections :

[i] There shall be three [3] Bowling Sections within the Club, as follows:-

[ii] [a] The “Outdoor Bowling Section “ which is responsible for

organizing and controlling all games of bowls designated Bowls Victoria events, which are to be played on either the Club Greens or as required by it's affiliation with Bowls Victoria.

[b] The "Indoor Bowling Section" is responsible for the organization and controlling of all games of Indoor Bowls which are to be played at the club or as required by its affiliation with Victoian Indoor Bias Bowling Association [VIBBA]

[c] The "Southern District Electric Light Association" which is responsible for organizing and controlling of all games which are to be played on the Club Greens or as required by it's affiliation with SDELDA.

[iii] The Board of Management shall have the power to constitute new Bowling Sections as required, and to develop by-laws for such new sections, as well as to revise the by-laws for existing sections as it deems necessary.

[iv] Each Section shall have a President thereof, elected by the members of the Section at the Annual General Meeting of that Section. The duties and responsibilities of the respective Presidents shall be recorded in the By-Laws of the Club.

[v] In addition to the aforementioned Presidents, each Section shall have a Selection Committee and a Match Committee to control and be responsible for the selection and management of teams entered in the respective Associations inter-club [Pennant] competitions, and all events designated as Club championship events.

The members to comprise such committees shall also be elected by the members of the respective sections at the same meetings held to elect their President.

2-5.13 Funds :

The funds of the Club shall be derived from joining fees, annual subscriptions, green fees, visitors and tournament fees, levies, donations and any such other sources as may be determined by the Board of Management.

2-5.14 Subscriptions :

The Annual Subscription shall :

[i] be determined by the Board of Management and endorsed by the members at the Annual General Meeting.

[ii] be not less than that approved by the Liquor Control Commission.

[iii] become due and payable on the first day of each club financial year, ie. The 1st April

2-5.15 Bank accounts :

[i] A bank account shall be kept for the purpose of the Club with a

Bank to be determined from time to time by the Board of Management.

[ii] All cheques to be drawn on the Club account shall be signed by any two [2] of the following officers, viz, the President, the Deputy President, the Secretary, the Treasurer.

[iii] The Board of Management may at its discretion authorize the opening of additional bank accounts for specific operations of the Club and any such accounts shall be opened at the same branch as the Club's main account.

[iv] All cheques drawn on any specific account shall be signed by any two of the following, President, Vice President, Secretary, Treasurer.

2-5.16 Authority to incur expenditure :

[i] The Board of Management shall have authority to incur expenditure up to and including the sum of \$10,000 for any one specific purpose, but any expenditure over this amount shall require the approval of the members at a General Meeting.

[ii] The President, Deputy President, Secretary and Treasurer shall each have authority to incur expenditure up to and including the sum of \$1,000 for any specific purpose without prior approval of the Board of Management.

[iii] Any Chairman of a Management Committee or Bowling Section shall have authority to incur expenditure up to a limit as may be set from time to time by the Board of Management.

2-5.17 Custody and Inspection of Books and Records.:

[i] Proper and full electronic records books of accounts of the club shall be kept by the Treasurer and like wise by each Management Committee and Bowling Section and such records shall be available for inspection of the Board of Management and Auditors at any time.

[ii] Except as otherwise provided in these Rules, the Secretary must keep in his or her control all,electronic records, books,documents and securities of the Keysborough Bowls Club Inc..

[iii] All accounts, books, securities and any other relevent documents of the Keysborough Bowls Club Inc. must be available for inspection free of charge by any member upon request aqnd if appropriate a nominal cost as nominated by the Board of Management be charged.

[iv] A member may rerquest a copy of any accounts, books, securities and any other relevent documents of the Keysborough Bowls Club Inc at a cost set by the Board of Management and / or the Executive if deemed necessary.

2-5.18 Appointment of Delegates:

Each Section shall appoint delegates to Bowls Victoria, the Victorian Indoor

Biased Bowls Association and the Southern District Electric Light Bowls Association.

2-5.19 Common Seal:

[i] The Club shall adopt a Common Seal , but same shall not be affixed to any document other than by authority of the Board of Management.

[ii] Any such affixation of the Seal shall be attested to by the President and the Secretary or by any two members of the Board of Management so authorized for this purpose.

[iii] The Seal shall be held in custody and safe keeping by the Secretary.

2-5.20 Custody and Inspection of Books and Records :

[i] Except as otherwise provided in these Rules. The Secretary must keep in his or her custody or under his or her control all electronic data, books, documents and securities of the Keysborough Bowls Club Inc

[ii] All accounts, electronic data, books, securities and any other relevent documents of the Association must be available for inspection free of charge by any member upon request.

[iii] A member may request a copy of any accounts, books, securities and any other relevant documents of the Keysborough Bowls Club Inc.

2-5.21 By-Laws :

The Board of Management shall have power from time to time to make By-Laws not inconsistent with the Rules for the efficient working of the Club, and to alter, amend or recind same as the occasion may require. All By-Laws shall be entered by the Secretary in a book or electronically kept for the purpose, and be available for inspection by members.

DIVISION 2

SECTION 6

2-6 GENERAL ITEMS

2-6.1 Auditors :

[i] The members at each Annual General Meeting shall appoint two [2] Auditors of the Club.

[ii] An auditor so appointed **shall not** be an officer of the Club.

[iii] Nominations of proffectional auditors to be appointed to the position shall be

received at the Annual General Meeting in each year.

[iv] The Auditors shall have power at all times to examine all electronic data, books and documents of the Club and shall also, as soon as convenient after the close of each financial year, audit a Statement of Receipts and Expenditure and Balance Sheet, setting forth the financial affairs of the Club since the end of the preceding financial year. These statements shall be prepared by the Treasurer and the report of the Auditors shall be submitted to the Annual General Meeting.

2-6.2 Solicitor :

There shall be a Solicitor to the Club who may be appointed by the Board of Management upon such terms and for such period as the Board Management shall direct.

2-6.3 Administrator:-

The Public Officer , who shall be appointed by the Board of Management , shall act in accordance with the requirements of the Association Incorporation Act 1981.

2-6.4 Supply and Control of Liquor :

[i] The supply and control of liquor by the Club shall be under the control of the Board of Management at all times.

[ii] No liquor shall be sold or supplied to any person under 18 years of age, except where any such person is accompanied by a spouse or parent or guardian and the liquor is sold or supplied as part of a meal supplied on the Club premises

[iii] No liquor shall be sold or supplied for consumption elsewhere than on the Club premises.

[iv] No liquor shall be sold or disposed of on Good Friday, or an earlier or later hour as permitted by the Liquor Control Act.

[v] A visitor shall not be supplied with liquor in the Club premises unless in the company of a member.

[vi] No payment or part payment to any officer or servant of the Club shall be made by way of commission or allowance from the receipts of the Club for the sale and disposal of liquor.

[vii] The words "Club Premises" means "licensed premises" with in the meaning of the Liquor Control act 1968 and the word "liquor" means "Liquor" within the meaning of the Liquor Control Act 1968.

[viii] No member shall supply:-

[a] No member or visitor is permitted to bring onto club premises liquor

purchased else where / or home brew; that maybe consumed at any time on club premises

2-6.5 Non-Proprietorship :

The Club is a non-proprietary Club. The profits and other income of the Club shall be applied to the promotion of the purposes for which the members of the Club are associated together and no payment of any dividends or distribution of profits or income to or amongst the members of the Club shall be made. Provided that nothing herein contained shall prevent the payment by way of honorarium or refund of expenses to any officer of the Club for services rendered to the Club.

2-6.6 Real and Personal Property :

All real and personal property of the Club shall at all times be held a being in trust for the members.

2-6.7 Control over Property :

Save that the negotiation of a loan, the issuing of debentures, the giving of any security over any property of the Club, the selling or purchasing of any reality, the leasing of any land or buildings the property of the Club for any term exceeding three years, and all other measures in anyway extending the liabilities of the Club beyond the assets and estimated revenue of the Club shall require the prior sanction of an Annual General Meeting or Special General Meeting of the Club. The property of the Club shall be subject to the control and disposition of the Board of Management which is empowered to negotiate loans, issue debentures, and sell or purchase any realty and lease any land or buildings of the Club for any term exceeding three years, subject to such sanction as aforesaid.

2-6.8 Borrowing Powers :

If at any time the members in Annual General Meeting or Special General Meeting shall pass a resolution authorizing the Board of Management to borrow money for a specific stated purpose, this to be submitted upon stating method of payment; the Board of Management shall there upon be empowered for the purpose of the Club to borrow such amount of money, either at one time or from time to time, and at such rate of interest, and in such form and manner upon such security as shall be specified in such resolution. All members of the Club shall be bound by the decision of the meeting.

2-6.9 Recompense to Guarantors :

If any members of the Club, who have become guarantors for the repayment of any monies borrowed as per Rule 2-6.8, are subsequently called upon to pay any monies under the terms of their guarantees they shall immediately advise the Board of Management of the fact and there upon all full and Life members shall become liable to contribute equally to the payment of such monies.

2-6.10 Club House :

The Club House shall be open to all members for such time and on such conditions as may be decided by the Board of Management from time to time.

2-6.11 No Illegal, Betting , Gambling, smoking only at specific designated outdoor areas and Offensive Language :-

[i] No illegal betting , gambling or offensive language shall be allowed on the Club premises and / or surrounds.

[ii] Any infringement of this Rule may be brought under the notice of at least two Board Members / The executive / the full Board of Management who shall have the power to deal with same as it shall consider fit at the time of the offence.

2-6.12 Damage to Property :

No member shall remove from the Club premises or deface or injure any article the property of the Club. Any member found removing, breaking or damaging any article, the property of the Club, shall pay for the same at a price fixed by the Board of Management.

2-6.13 Attire on Green:

[i] In all organized games the attire worn by members whilst playing shall be in accordance with that prescribed by the controlling body.

[ii] No person shall be allowed on the green unless at all times they are wearing approved smooth rubber soled heel-less shoes.

[iii] Casual [Mufti] Dress Code. Mufti means discreet casual dress at all times. The Controlling Body of the day reserves the right to refuse play on the green at any time.

2-6.14 Visitors :

[i] Every member shall be allowed to introduce visitors to the Club, subject to such regulations as the Board of Management shall from time to time determine, provided that no person shall be introduced as a visitor who has been expelled or suspended from membership of a Bowling Club or other Licensed Club or whose conduct or presence on the Club's premises shall be considered objectionable or prejudicial to the interest of the Club.

[ii] The names of all guests and the names of the members introducing them shall be recorded in a book kept for that purpose and the introducer shall be responsible for their conduct and any damage they may cause while in the Club. Such visitors may only remain

in the Club during the pleasure, and in the presence of the member introducing them to the Club.

[iii] The privileges of this rule may be withdrawn by a decision of the Board of Management.

[iv] Members introducing guests will be held responsible for the conduct and any debts contracted by them to the Club.

[v] The number of visitors a member may introduce at any one time is limited to a maximum of six [6] and that same person may not be introduced as a visitor on more than twelve [12] times in any one year. The restriction does not apply to the spouse, children, or partner of a member.

2-6.15 Suggestion and Complaints :

All suggestions and complaints must be made in writing to the Secretary who shall bring the same before the Board of Management at its next meeting.

2-6.16 Disputes and Mediation :

[1] The grievance procedure set out in this rule applies to disputes under these Rules between-

[a] a member and another member; or

[b] a member and the Keysborough Bowls Club Inc.

[2] The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

[3] If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, must, within 10 days, hold a meeting in the presence of a mediator.

[4] The mediator must be-

[a] a person chosen by agreement between the parties;

or

[b] in the absence of agreement-

[i] in the case of a dispute between a member and another member, a person appointed by the committee of the Keyborough Bowls Club Inc; or:-

[ii] in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria [Department of Justice.]

[5] A member of Bowls Victoria can be a mediator.

[6] The mediator cannot be a member who is a party to the dispute.

[7] The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

[8] The mediator, in conducting the mediation, must-

[a] give the parties to the mediation process every opportunity to be heard; and

[b] allow due consideration by all parties of any written statement

submitted by any party, and

[c] ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

[9] The mediator must not determine the dispute.

[10] If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

2-6.17 Interpretation of Rules :

In the event of any doubt or difficulty arising as to the meaning of any Rule or should any question arise as to its interpretation, the Board of Management shall have the 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 called for that purpose.

2-6.18 Alteration to Rules, Constitution and Statement of Purposes :

[i] No new rule or purpose shall be adopted nor any existing rule or purpose altered or repealed, except at a Special General Meeting called for that purpose, and then only upon the motion being passed by three-fourths of the members present thereat and voting thereon.

[ii] A copy of any proposed new rule or purpose, or any proposed alteration or repeal thereto shall be delivered to the Secretary at least twenty-eight [28] days before such meeting, and shall be inserted in the notice convening the meeting at which such proposed new rule or purpose, alteration or repeal thereto is to be brought forward and notice thereof shall be posted on the notice board of the Club twenty-one [21] clear days before the meeting.

[iii] Notwithstanding anything contained in sub-clause [i] and [ii] the Board of Management upon receipt of advice from the Club's legal advisers that any amendment or amendments is or are desirable so that the Club may retain its license or permits under the Liquor Control Act 1968 as herein before set out, may by resolution resolve that the Rules be amended in the manner so advised and the Rules shall thereupon be amended accordingly in all ways and as effectually and to the same extent as if such amendment or amendments had been effected under the provisions of sub-clause [i] and [ii] of this rule.

[iv] Whist so long as the Club retains its licence under the Liquor Control Act 1968 [and any amendments thereto] the Secretary shall within one month of any Rule being altered forward a certified copy of such alteration to the Secretary of the Liquor Control Commission, but any such alteration shall have no effect until same has been approved by the said Commission.

2-6.19 Non-Compliance with Rules :

Non compliance with any of the Rules shall not render any proceedings void unless the members at an Annual or Special Meeting so direct.

2-6.20 Dissolution of the Club :

[i] To dissolve or wind up the Club it shall be necessary for the Board of Management to :

[a] Call a Special Meeting of members for that purpose and providing a resolution is passed by the majority of members present thereat-

[b] Call a further Special General Meeting not less than one month or more than two months thereafter for the purpose of confirming the resolution set out in sub-clause [a]. The resolution however shall not be binding unless same is passed by a majority of not less than three-fourths of the members present and voting thereon.

[ii] Upon such resolution being carried and confirmed as aforesaid the Board of Management shall thereupon or at such future date as shall be specified in such resolution, 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 liabilities of the Club. In the event of the Club being wound up, whether voluntarily or otherwise , the net proceeds of the sale and realization of the Club's property and assets both real and personal, after payment of all debts and liabilities of the Club and of all costs, charges and expenses properly payable in connection with such sale and realization of the Club's property and of the winding up of the Club, shall be divided amongst and between such charitable institutions in such manner and proportions as the Board of Management may decide, and no members shall be entitled to share in or receive any benefit from such net proceeds.

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