

CONSTITUTION

OF

MANLY BOWLS CLUB INC.

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**CONSTITUTION
OF
MANLY BOWLS CLUB INC.**

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NAME

1. The name of the incorporated association is MANLY BOWLS CLUB INC. (“the Club”).

THE MODEL RULES DO NOT APPLY

2. Section 47(1) of the Associations Incorporation Act 1981 (“the Act”) does not apply to the Club.

OBJECTS OF THE CLUB

3. The objects of the Club are:
 - 3.1. To advance and promote the game of bowls generally and in the local community
 - 3.2. To provide the best standard of facilities for members for the social and competitive playing of the game of bowls in accordance with the laws of the game prescribed by Bowls Australia, the Laws of the Sport of Bowls and the By-Laws of Bowls Australia;

- 3.3. To provide, develop and promote such activities as from time to time are deemed appropriate to provide good fellowship between members of the Club;

AFFILIATION

4. The Club must:
 - 4.1. affiliate with Bowls Queensland Limited ("Bowls Queensland") and accept and abide by the Constitution and By-Laws of Bowls Queensland in so far as they apply to the game of bowls.
 - 4.2. be a member of relevant District Bowls Associations and accept and abide by the Rules and By-Laws of the District Bowls Associations in so far as they apply to the game of bowls.
 - 4.3. renew its affiliation with Bowls Queensland each year in accordance with the Constitution of Bowls Queensland and pay the annual affiliation fee as required.
 - 4.4. renew its membership with the District Bowls Associations each year in accordance with the Rules of the District Bowls Associations and pay annual membership fees as required.
 - 4.5. elect a delegate(s) to the District Bowls Associations in accordance with the Rules and By-Laws of the District Bowls Associations.
 - 4.6. provide to Bowls Queensland and to the District Bowls Associations the returns that are required by those bodies.
 - 4.7. provide advice to Bowls Queensland and to the District Bowls Associations within thirty (30) days of any event which would affect the status of the Club's affiliation with Bowls Queensland, the legal status of the Club and/or any changes or amendments to the Club's constitution.

- 4.8. not make, amend or repeal a Rule or By-law in relation to the playing of the game of bowls that conflicts with the Constitution and By-Laws of Bowls Australia Limited, Bowls Queensland or the District Bowls Associations.

POWERS OF THE CLUB

5. The association has the powers of an individual.
 - 5.1. The association may, for example:
 - 5.1.1. enter into contracts; and
 - 5.1.2. acquire, hold, deal with and dispose of property; and
 - 5.1.3. make charges for services and facilities it supplies; and
 - 5.1.4. do other things necessary or convenient to be done in carrying out its affairs.
 - 5.2. The Club may also grant security over its assets, issue secured and unsecured notes, debentures and debenture stock for the association.

MEMBERSHIP

6. The Membership of the Club
 - 6.1. comprises Ordinary Members, Honorary Members, Life Members and Junior Members and may include Social Members. Collectively, Ordinary Members, Honorary Members and Life Members may be referred to as "Voting Members"
 - 6.2. may be limited, either generally, or as to a particular class, or classes, as the Board may, from time to time, determine.

QUALIFICATION FOR MEMBERSHIP

7. To be eligible for membership in the classes Ordinary Members, Honorary Members, Life Members and Junior Members, a person must be:

- 7.1. at least 18 years of age (except Junior members);
- 7.2. interested in playing the game of Bowls;
- 7.3. of good repute and character and compatible with other members;
- 7.4. free of indebtedness of any Bowls Club or Bowls Association;
- 7.5. not under order of suspension from any other Bowls Club;
- 7.6. not under order of expulsion from another Bowls Club which has been made within the previous 12 months.

MEMBERSHIP RIGHTS

8. Membership rights are as follows:

- 8.1. Ordinary Members, Honorary Members and Life Members are entitled to all Club privileges.
- 8.2. Honorary Members are those Ordinary Members who have attained the age of 90 years and who have been voting members of the club for at least 10 years on the due date for renewal of membership. Honorary Members are excused from the obligation to pay annual subscriptions each year provided that they have continued to play bowls in the year before 30th November each year and they intend to continue to play bowls in the ensuing year. If an Honorary Member indicates that he or she no longer wishes to play or is unable to continue to play bowls, that Member's Honorary Membership ceases on the next ensuing 30th November. That Member may then elect to resume ordinary membership or may elect to become a social member without a formal application in each case.
- 8.3. Life Members are excused from the obligation to pay annual membership subscriptions.

- 8.4. Junior Members are members who are under the age of 18 years. They are not entitled to hold office, to vote or to nominate members for office or to nominate other persons to membership of the Club. They are entitled to
- 8.4.1. play bowls in any State, District and/or Club competition according to the conditions laid down for the playing of the event.
 - 8.4.2. use Club facilities within the restrictions imposed by the Liquor Act, Gaming Act and any relevant Government Regulations.
- 8.5. Social members are entitled to use the clubhouse facilities of the Club. They are not entitled to:
- 8.5.1. hold any office of the Club;
 - 8.5.2. nominate members for election to any position in the Club;
 - 8.5.3. take part in or vote at meetings of the Club;
 - 8.5.4. nominate any person to membership of the Club;
 - 8.5.5. to play in any organized games of lawn bowls, but may participate in barefoot bowls and similar activities.
- 8.6. Social Membership may be revoked by the Board, without cause, by notice in writing to the Social Member at any time. Upon revocation of Social Membership, the Social Member is entitled, upon application to the Secretary, to have his/her membership fee refunded on a pro-rata basis for the balance of the membership term for which it has been paid.

ADMISSION TO MEMBERSHIP

9. Applications for Ordinary, Social, and Junior membership of the Club must:
- 9.1. bear the names and signatures of each of the proposer and seconder;
 - 9.2. be signed by the applicant;

- 9.3. be completed in the form prescribed by the Board and must include the full name and address of the applicant and such other particulars as the form requires;
 - 9.4. be accompanied by the application fee (which is refundable if the application is refused); and,
 - 9.5. be accompanied by a clearance in the form prescribed by Bowls Queensland if the application is for Ordinary or Junior membership.
10. The names of the applicant, the proposer and the seconder and the category of membership applied for must be displayed on the Club's notice board for at least seven (7) days before an application for membership can be granted.
 11. An Ordinary Member or a Life Member may object to the granting of membership to an applicant. The objection must be in writing and delivered to the Secretary before the membership application is determined by the Board.
 12. The Board may make such inquiries about an applicant as it considers appropriate and may request an objector to provide particulars of his/her objection. The Board must consider and determine that application promptly and notify the applicant of the result.

GRANTING LIFE MEMBERSHIP

13. An Ordinary Member may be appointed to Life Membership of the Club by a Resolution proposed at and carried by a two thirds majority of members present at an Annual General Meeting of the Club provided that the following conditions are satisfied:
 - 13.1. The Resolution must not be proposed unless it is first approved by a resolution of a 75% majority of the Board.
 - 13.2. The Resolution must not be proposed if the number of Life Members of the Club would be more than 4% of the total number of Voting Members if the Special Resolution were carried.

- 13.3. The member must be a current Ordinary Member and must have been a member of the Club for a period (or an aggregate period) of not less than 15 years on the date of the Annual General Meeting at which the proposal is put.
- 13.4. The Member must have undertaken extraordinary services for the benefit of the Club and its members (over and above the usual voluntary contributions members might make).

RESIGNATION BY A MEMBER

14. A resignation from membership is only effective:
 - 14.1. If it is in writing;
 - 14.2. If it is delivered to the Secretary of the Club;
 - 14.2.1. Personally,
 - 14.2.2. by ordinary prepaid post addressed to the Secretary at the address of the Club, or
 - 14.2.3. in another way (including by email or other electronic means) which is acknowledged and agreed to by the Secretary.
 - 14.3. and if it is accepted by the Board.
15. Once accepted by the Board, the effective date of the resignation is the date of delivery of the resignation. The resignation must be submitted to the Board at the next Board Meeting after its receipt. The Member may withdraw his/her resignation at any time prior to its acceptance. The Board may only delay the acceptance of the resignation if there are pending disciplinary proceedings against the Member. The Board may only decline to accept the resignation if the membership is terminated as a result of the disciplinary proceedings.
16. No such resignation shall relieve the person resigning from the payment of any subscription or other money due or payable at the date of resignation.

17. The resignation of any member shall involve the automatic forfeiture of all rights and privileges in respect of all Club matters and property. Except as otherwise provided, a member may not exercise membership rights between the tender of his/her resignation and its acceptance.

DISCIPLINARY PROVISIONS

18. The Board has the power to discipline a Member who is guilty of misconduct.
19. A Member is guilty of misconduct if that Member behaves in a way which is prejudicial to the interests of the Club or its members. Without limiting the foregoing, examples of misconduct are that a Member:
 - 19.1. is convicted of an indictable offence;
 - 19.2. fails to resign if the Member ceases to be eligible to be a Member;
 - 19.3. fails to pay membership subscriptions or other money within 28 days of those moneys becoming due and payable to the Club;
 - 19.4. behaves in a disorderly, abusive, threatening or violent manner in the Club or its environs or at another Bowls Club;
 - 19.5. is guilty of cheating, dishonest or unsporting behaviour in play, or in connection with the member's dealings with the Club or its Members;
 - 19.6. Fails to comply with clauses 119 and 120 of this Constitution.
 - 19.7. Fails to comply with any other aspects of this Constitution or other Club legislation made under it.
20. The penalties which the Board may impose on a member are:
 - 20.1. termination of membership and expulsion from the Club;
 - 20.2. suspension of some or all membership rights for a period of not more than 6 months;
 - 20.3. reprimand.

21. Termination or Expulsion commences on the date the notice of the decision is sent to the Member but the right of appeal and rights incidental to the exercise thereof continue until the time for appeal expires without an appeal being lodged or until the appeal is determined, whichever is later. If the appeal is allowed the Member's rights are restored to the extent determined on the appeal.
22. Suspension commences and begins to run from the date the notice of the decision is sent to the Member, however the suspension is lifted when a valid Notice of Appeal is delivered to the Secretary, pending the outcome of the appeal. In the event that the appeal results in some period of suspension, the suspension period served between the notice of the Board decision and delivery of the Notice of Appeal is taken into account and the suspended Member must serve the balance of the suspension period.
23. No application for membership may be made by a person whose Membership is terminated or who is expelled from the Club within 12 months of the date of that Member's expulsion.

COMPLAINTS PROCEDURES

24. The procedures in this section [clauses 24 to 31] apply to
 - 24.1. a complaint that a member has been guilty of misconduct
 - 24.2. a dispute between members
 - 24.3. a dispute between a member or members and the Board or a divisional committee or the Association.
25. In this section
 - 25.1. a person complaining of misconduct or giving notice of a dispute is called "a Complainant"
 - 25.2. a complaint of misconduct and a notice of dispute are called "a Complaint"
26. A Complaint must:

- 26.1. be in writing;
 - 26.2. be delivered to the Secretary personally or by ordinary prepaid post or by hand delivery to the registered address of the Club;
 - 26.3. be made within 7 days of the occurrence or conduct complained of, but the period of 7 days may be extended by the Board or Complaints Sub-Committee if there is good reason to do so;
 - 26.4. contain sufficient particulars to enable the misconduct complained of or the matters in dispute to be identified and considered;
 - 26.5. if the Board prescribes a form of Complaint, the Complainant must substantially complete the information required in the form. Such a form may require details of the Complaint, such as the date, place and time of the occurrence, the names of the persons involved and witnesses but only details sufficient to enable the matter to be considered.
27. Any Club Member who is involved in the Complaint must not take part in the hearing or adjudication thereof except as party or a witness.
 28. Upon receipt of a Complaint, the Secretary must refer the matter to the Executive Committee without delay. The Executive Committee:
 - 28.1. must refer the matter to the Board for consideration at its next meeting;
 - 28.2. may recommend that the parties agree to attempt to resolve the matter by mediation before the matter proceeds to a hearing and may appoint a suitable mediator for that purpose if the persons involved agree, and further proceedings may be delayed pending the outcome of the mediation;
 - 28.3. may conduct a preliminary investigation of the Complaint or appoint one of its number or a suitable voting member of the Club to do so;
 - 28.4. may request the Complainant to provide further and better particulars of the Complaint sufficient to enable the matter to be adjudicated;

- 28.5. must send a copy of the Complaint and any further and better particulars to the Member(s) the subject of the Complaint;
- 28.6. must inform the member subject of the Complaint that he/she will have an opportunity to respond to the complaint in writing or in person and that he/she may call witnesses and produce documents for that purpose.
29. The Board may appoint a sub-committee (which may be constituted by a single adjudicator) to conduct the Complaints process (either on an ad hoc basis or as a permanent Complaints Sub-Committee) and delegate its Complaints powers to that sub-committee or it may conduct the Complaints process itself.
30. The Board or the Complaints Sub-Committee (as the case may be) must give a notice in writing to the Complainant and Member(s) complained against of the date, time and place at which the Complaint will be heard and inform each Member complained against that he/she may respond to the Complaint in writing or in person and that he/she may call witnesses and produce documents for that purpose.
31. If a Member is expelled or his/her membership is terminated or suspended or if he/she is reprimanded as a result of a Complaint, the Board or the Complaints Sub-Committee (as the case may be) must give a notice in writing to the Complainant and Member the subject of the Complaint of the decision of the Board or Complaints Sub-Committee promptly after the decision is made. The Notice must inform the Member(s) complained against of their right of appeal under these rules. The Board or Complaints Sub-Committee may include reasons in the notice but is not obliged to do so.

APPEALS IN DISCIPLINARY MATTERS

32. A Voting Member or a Junior Member who has been expelled, suspended or reprimanded after a Complaint hearing at which he/she has appeared or to which he/she has made written submissions may appeal against that decision by lodging a Notice of Appeal with the Secretary within 28 days of the date upon which the notice of the decision is sent to the Member.

33. If there has been no appearance at or written submission to the Complaint hearing by the Voting Member or Junior Member who has been expelled, suspended or reprimanded,
 - 33.1. the only grounds of appeal which may be entertained are that notice of the Complaint hearing was not given in the required manner or that, through no fault of the Member in question, the Complaint proceedings did not come to the attention of the Member.
 - 33.2. A Notice 33.1.
34. The Notice of Appeal must:
 - 34.1. Be in writing signed by the appellant
 - 34.2. State the grounds of appeal
 - 34.3. Be delivered to the Secretary
 - 34.3.1. within 28 days of the date upon which the notice of the decision is sent to the Member
 - 34.3.2. personally
 - 34.3.3. by ordinary prepaid post addressed to the secretary at the address of the Club
 - 34.3.4. in another way (including by email or other electronic means) which is acknowledged and agreed to by the Secretary.
35. Upon receipt by the Secretary of a valid Notice of Appeal, a Special General Meeting must be called by the Secretary in accordance with Clause 82.4.
36. Such appeal shall be deemed lost unless upheld by a two-thirds majority of those members present and voting at the meeting.
37. The Secretary must notify the appellant in writing of the outcome of the appeal as soon as possible after the decision is made.

38. The Secretary must also notify Bowls Queensland and the relevant District Bowls Association in writing, of the name of the member expelled or suspended and the commencement date and term of the period of suspension upon expiry of the appeal date if there is no appeal or, when the decision to expel or suspend is made or confirmed on the appeal.

LEGAL OR OTHER REPRESENTATION

39. A Member involved in a Complaint or an appeal against a decision that he/she be expelled, suspended or reprimanded must give at least 14 days' notice in writing to the Club Secretary of the appointment of another person to act on his/her behalf in relation to a Complaint or Appeal. The notice must give the name, address for service and contact details of the appointee and must state if the appointee is a lawyer. If the Member does not give the required notice, the Club may postpone or adjourn the complaint processes or appeal for a reasonable time to enable it to obtain legal advice or representation and may temporarily suspend some or all of the Member's rights during the period of the postponement or adjournment on the basis of the allegations in the Complaint only if the Board or Complaints sub-committee considers there is risk of detriment to the Club or some or all of its members if it does not do so.

REGISTER OF MEMBERS

40. The Management Committee must keep a register of members of the Club. The register must include the following particulars for each member:
 - 40.1. the full name of the member;
 - 40.2. the date of birth of the member;
 - 40.3. the residential address of the member;
 - 40.4. the date of admission as a member;
 - 40.5. any other particulars the Board decides.

41. Voting Members are entitled to inspect the register but the particulars disclosed on inspection may be limited to the member's name, membership class and the commencement of the membership.
42. Unless the use or disclosure of the information is approved by the Board, a member of the association must not:
 - 42.1. use information obtained from the register of members of the Club to contact, or send material to, another member of the Club for the purpose of advertising or for political, religious, charitable or commercial purposes; or
 - 42.2. disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Club for the purpose of advertising for political, religious, charitable or commercial purposes.
43. The Register may be inspected by Voting Members by appointment with the Secretary or in the Secretary's absence, a person nominated by the Board. The inspection must not be unreasonably refused or delayed to any member who applies to the Secretary for such inspection.
44. A current copy of the Register must be retained on the Club premises at all times.

MANLY BOWLS CLUB INC. MANAGEMENT

45. The Board of the Club is made up of:
 - 45.1. A Chairperson
 - 45.2. A Vice-Chairperson
 - 45.3. A Secretary
 - 45.4. A Treasurer
 - 45.5. The Men's Division representative
 - 45.6. The Ladies' Division representative

- 45.7. Up to five other committee members
46. All offices under these Rules shall be honorary and elective.
47. Save as hereinafter provided, every Voting Member of the Club is eligible to hold office on the Board. A person elected to such an office must hold a Working with Children Check (Blue Card) issued by the Queensland Government or be eligible to hold a Blue Card and must apply for that card forthwith upon his /her election and produce it to the Secretary forthwith on its receipt.
48. The Board is elected annually by the members entitled to attend and vote at meetings of the Club pursuant to this Constitution.
49. Save as is otherwise provided in these Rules and subject thereto every office bearer is elected at the Annual General Meeting of the Club and holds office from the conclusion of the election at which he/she is elected until the conclusion of the election held when the term of that position has expired, but is eligible, upon nomination, for re-election.
50. The Business and affairs of the Club are under the management of the Board but subject to the direction of Voting Members at a General Meeting.
51. A reference to the 'Board' is a reference to the 'Management Committee' of the Club as defined under the provisions of the Act.
52. At the Annual General Meeting of the Club, all members of the Board must retire but they are eligible upon nomination for re-election.
53. At least Twenty-eight (28) days prior to the Annual General Meeting, the Secretary must place a notice on the Club Notice Board advising that nominations are being called for the positions on the Board.
54. The provisions for the Election and nomination to the Board of the Men's Division representative and the Ladies' Division representative are as follows:
- 54.1. Subject to clause 54.3 and subject to his consent, the following Member is the only person eligible to be nominated for and to hold the position of Men's Division representative:

54.1.1. Men's Division President

- 54.1.2. But if he is or becomes ineligible, the Men's Division Vice-President
- 54.1.3. But if both of them are or become ineligible, the other Nominee of the Men's Committee who must be a Member of that Committee.
- 54.2. Subject to clause 54.3 and subject to her consent, the following Member is the only person eligible to be nominated for and to hold the position of Ladies' Division representative:
 - 54.2.1. Ladies' Division President
 - 54.2.2. But if she is or becomes ineligible, the Ladies' Division Vice-President
 - 54.2.3. But if both of them are or become ineligible, the other Nominee of the Ladies' Committee who must be a Member of that Committee.
- 54.3. A person who holds the position of Chairperson, Vice-Chairperson, Secretary or Treasurer on the Board is not eligible to be a Men's Division representative and Ladies' Division representative.
- 54.4. At the AGM, the Secretary of the Men's Committee or the other nominee of the Men's Committee if the Secretary is unable to attend the AGM, shall nominate the person who is eligible to be elected to be Men's Division representative.
- 54.5. At the AGM, the Secretary of the Ladies' Committee or the other nominee of the Ladies' Committee, if the Secretary is unable to attend the AGM, shall nominate the person who is eligible to be elected to be Ladies' Division representative.
- 54.6. The persons so nominated shall be put to the Annual General Meeting for election to the positions of Men's Division representative and Ladies' Division representative respectively.
- 54.7. If a Member holding the position of Men's Division representative and Ladies' Division representative on the Board ceases to be eligible to hold the position,

the position becomes vacant and the Board must appoint the next eligible Member, under Clauses 54.1 and 54.2 respectively, to fill the vacancy until the next Annual General Meeting.

- 54.8. The Men's Division representative and Ladies' Division representative may appoint the Vice President of his/her Division or some other member of the Men's Committee or the Ladies' Committee respectively to attend and participate fully in a Meeting of the Board as his/her proxy if he/she is unavailable to do so.
55. The election of members of the Board, except the Men's Division representative and Ladies' Division representative takes place in the following manner:
 - 55.1. Any two Voting Members of the Club are at liberty to propose and second an eligible person to serve as a member of the Board.
 - 55.2. The nomination must be in writing and signed by the nominee, proposer and seconder stating the position and must be lodged with the Secretary after nominations are called for and not less than fourteen (14) days before the Annual General Meeting at which the election is to take place.
 - 55.3. As nominations are received a list of the positions, candidates' names, with proposers' and seconders' names must be posted in a conspicuous place on the Notice Board.
 - 55.4. If nominations for any office are in excess of the number required the election for that office shall be by secret ballot. Ballot papers must be prepared containing the names of candidates in alphabetical order, and each member present at the Annual General Meeting and entitled to vote may vote for any number of such candidates not exceeding the number of vacancies.
 - 55.5. If there is no candidate nominated for a position, nominations may be taken from the floor of the meeting. In the case of positions where more than one

person is to be elected (e.g. committee members) and there are insufficient candidates for the number of positions required, persons nominated under clause 55.2 are thereby elected unopposed and nominations for the remaining position(s) may be taken from the floor. If nominations from the floor are in excess of the number required to fill the remaining position(s), an election for the remaining position(s) shall be undertaken in accordance with Clause 55.4..

- 55.6. No person is eligible for election as an office bearer of the Club unless that person, the proposer and seconder are financial from the date of nomination to the date of election, inclusive.
- 55.7. Elections by secret Ballot are under the control of the Chairperson (Vice Chairperson or other board member shall substitute in the case of an election if the Chairperson is a candidate) who must appoint three (3) scrutineers whose task is:
- 55.7.1. To distribute ballot papers;
 - 55.7.2. To collect all completed ballot papers;
 - 55.7.3. To tally the votes;
 - 55.7.4. To report the result of vote count to the Chairperson in writing;
 - 55.7.5. To destroy the ballot papers after the result is declared by the Chairperson and when the motion to do so is carried.
- 55.8. The Chairperson must declare the result of each election to the Annual General Meeting.
- 55.9. The elections for the Members of the Board shall take place in the order in which the positions are listed in clause 45. A Member elected to a position on the Board must withdraw his/her candidacy in relation to any subsequent elections for positions on the Board for which he/she has been nominated at that AGM.

- 55.10. Nothing in these rules prevents a Member of the Board being appointed by the Board to act in a second position until the next AGM if that position is left vacant at the AGM or becomes vacant thereafter. A Member acting in a second position on the Board does not gain an extra vote in Board deliberations.
56. The Chairperson, Secretary, and Treasurer, may each be paid a proportion of the total honorarium amount as determined by the Board. The Total Honorarium amount is fixed by the members at the Annual General Meeting from time to time but in the absence of an amount being fixed, the maximum is \$1,000. A person who may be entitled to receive an honorarium is not permitted to vote on the approval of that honorarium.

VACANCIES ON BOARD

57. Any member of the Board may resign from the membership of the Board at any time by giving notice in writing to the Secretary but such resignation takes effect at the time such notice is received by the Secretary unless a later date is specified.
58. If an Officer or Member of the Board fails to attend 3 consecutive meetings of the Board without the leave of the Board, his/her position may be declared vacant by resolution of a two thirds majority of the Board. The Officer or Member must be given 7 days' notice in writing of the Motion to declare the vacancy and an opportunity to give reasons that the vacancy should not be declared.
59. Subject to the special provisions in these rules regarding the Men's Division representative and the Ladies' Division representative, the Board must attempt to appoint an eligible person, with their consent, to fill any other casual vacancy on the Board until the next Annual General Meeting.
60. The continuing members of the board may act notwithstanding any casual vacancy in the Board, but if, and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Board, the continuing member or members may act for the purposes of increasing the number of members

of the Board to that number or of summoning a General Meeting of the Club but for no other purpose.

FUNCTIONS OF THE BOARD

61. Except as specifically provided by these Rules and subject to resolutions of the members of the Club carried at any General Meeting, the Board has authority:
 - 61.1. to exercise all the powers of the Club; and
 - 61.2. to interpret the meaning of these Rules and any matter relating to the Club on which these Rules are silent.
62. The Board must seek authority from a General Meeting of members for expenditure on any single item in excess of the amount limited by the members from time to time. In the absence of any such limit being set by the members, the amount is \$50,000.00.

BY-LAWS

63. The Board may resolve to make, amend, suspend or repeal By-Laws not inconsistent with the Constitution which govern the administration of the Club. This may only be done in the following manner:
 - 63.1. Seven (7) days written notice of the motion must be given to all Board Members.
 - 63.2. The resolution must be agreed to by at least 75% of the Board members present and voting.
64. The resolution must be notified to Voting Members of the Club by posting it on the Club Notice Board for at least 14 days and, in such other manner as the Board decides, promptly after it is carried.
65. The By-Laws or the amendment, suspension or repeal thereof may be disallowed by ordinary resolution of a General Meeting.

66. The Board must keep an up to date register of By-Laws which must be published so as to be readily accessible to Members.

EXECUTIVE COMMITTEE

67. The Executive Committee of the Club consists of the Chairperson, Vice-Chairperson, Secretary, and Treasurer. Three members thereof constitute a quorum.
68. It is the duty of the Executive Committee to transact any urgent business of the Club that may arise between Board meetings and to submit a report of any such business transacted by it to the next meeting of the Board for ratification, provided always that the Executive Committee must not incur expenditure in excess of the amount limited by the members in a General Meeting from time to time. In the absence of any such limit being set by the members, the amount of such limit is \$5,000.00.

MEETINGS OF THE BOARD

69. The Board must meet at least once every calendar month to exercise its functions. Reasonable notice must be given to all Board Members of the time and date of the meeting. A Board meeting convened on less than 7 days' notice may not proceed without the agreement of a majority of all Board Members whether present or not.
70. A Special Meeting of the Board must be convened by the Secretary on the requisition in writing signed by not less than one third of the Members of the Board or by a majority of the Executive. The requisition must clearly state the reasons that the special meeting is being convened and the nature of the business to be transacted thereat. Reasonable notice must be given to all Board Members of the time and date of the meeting. A special meeting of the Board convened on less than 1 day's notice may not proceed without the agreement of a majority of all Board Members whether present or not.

71. At every meeting of the Board a quorum is not less than a simple majority of a number equal to the number of members elected or appointed to the Board at the time of the meeting.
72. Questions arising at any meeting of the Board are decided by a majority of votes of those board members attending and eligible to vote and, in the case of equality of votes, the question is decided in the negative. The Chair does not have a casting vote.
73. A member of the Board is not eligible to vote in relation to any contract or proposed contract with the Club in which that person is interested. A Board member is obliged to disclose his/her interest prior to any such vote or as soon as that interest becomes apparent, whichever first occurs.
74. The Chairperson, but in his/her absence, the Vice Chairperson, chairs every meeting of the Board. In the absence of both Chairperson and Vice Chairperson, the members must choose one of their number to chair the meeting.
75. If a quorum is not present within half an hour from the time appointed for the commencement of a special meeting of the Board, the meeting lapses.
76. The Board may delegate any of its powers to a committee consisting of such Voting Members of the Club as the Board thinks fit. Any committee so formed must comply with the conditions of its appointment. The Board may appoint a Chairperson and/or Secretary of the committee but, if the Board does not do so the committee may appoint a Chairperson and Secretary.
77. A committee may meet and adjourn as it thinks proper. Otherwise, the proceedings of the committee are conducted in the same manner as those of the Board.
78. A resolution in writing signed by all the members of the Board or for the time being entitled to receive notice of a meeting of the Board is as valid and effectual as if it has been passed at a meeting of the Board duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Board.

79. Acts done and decisions made by any meeting of the Board or of a Committee appointed by the Board or by any person acting as a Member of the Board are not invalidated by the fact that it is afterwards discovered that there was some defect in the appointment or eligibility of a Committee, a Member of the Board or a person acting as such.

ANNUAL GENERAL MEETINGS

80. The Annual General Meeting of the Club must be held every year during the month of March on a date fixed by the Board. The meeting is called by giving not less than seven (7) days' notice to each Voting Member.
81. The business to be transacted at Annual General Meetings is as follows:
- 81.1. Reading the Notice convening the Meeting.
 - 81.2. Confirmation of Minutes of the previous Annual General Meeting and/or Special General Meeting.
 - 81.3. Consideration and adoption of the Annual Report.
 - 81.4. Presentation of the Audited Balance Sheet and Financial Statements and consideration and adoption thereof.
 - 81.5. Election of Patron.
 - 81.6. Election of the Members of the Board.
 - 81.7. Election of Solicitor and Auditor.
 - 81.8. Determination of amounts payable for Annual Subscriptions.
 - 81.9. Determination of Expenditure limits under clauses 56,62 and 68.
 - 81.10. Determination of amounts of Honoraria.
 - 81.11. Notices of Motion.

SPECIAL GENERAL MEETINGS

82. The Secretary must convene a Special General Meeting by giving at least 14 days' notice to members with the terms of any special resolution proposed or details of the business or appeal to be considered:
 - 82.1. When directed to do so by the Board;
 - 82.2. On the requisition of Board members numbering one third or more of the total number of members of the Board at the time the requisition is delivered.
 - 82.3. On the requisition of a number of Voting Members equal to twice the number of Board members plus one at the time the requisition is delivered.
 - 82.4. On being given a notice in writing of an intention to appeal against the decision of the Board by a Voting Member or a Junior member who has been expelled or had their membership terminated, or who has been suspended or reprimanded after a Complaint hearing.

QUORUM - ADJOURNMENT

83. At any General Meeting of the Club the number of members required to constitute a quorum is double the number of members on the Board plus one.
84. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business.
85. If within half an hour from the time appointed for the commencement of a General Meeting a quorum is not present,
 - 85.1. The meeting lapses, if convened upon the requisition of members of the Board, or on requisition of Members of the Club.
 - 85.2. In any other case, is adjourned to the same day and time, one week later, at which time, if a quorum is not present, the meeting lapses.
86. The Chairperson may, with the consent of any meeting at which a quorum is present, adjourn the meeting from time to time and from place to place (and must do so if

directed by the meeting), but only business which is left unfinished at the meeting from which the adjournment took place may be transacted at the adjourned meeting. When a meeting is adjourned for thirty (30) days or more, notice of the adjourned meeting must be given as in the case of the original meeting. Save as aforesaid, it is not necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

CHAIRPERSON

87. Unless otherwise provided by these rules, at every General Meeting:

- 87.1. The Chairperson of the Board presides as Chairperson, or, if there is no Chairperson, or if the Chairperson is not present within fifteen (15) minutes after the time appointed for the holding of the meeting or, is unwilling to act, the Vice Chairperson presides or, if the Vice Chairperson is not present or is unwilling to act then the members present must elect one of their number to Chair the meeting;
- 87.2. The Chairperson maintains order and conducts the meeting in a proper and orderly manner;
- 87.3. Every question, matter or resolution is decided by a majority of votes of the members present and entitled to vote;
- 87.4. Every member present is entitled to one vote and in the case of an equality of votes the vote is decided in the negative. No member is entitled to vote at any General Meeting if that member's annual subscription is in arrears at the date of the meeting;
- 87.5. Voting is by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which event, there must be a secret ballot.
- 87.6. The Chairperson must appoint two (2) or more members to conduct the secret ballot in such manner as the Chairperson shall determine and the

result of the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded.

- 87.7. The Secretary must record full and accurate minutes of all questions, matters, resolutions and other proceedings of every Board meeting and General Meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection.
- 87.8. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every meeting must be signed by the Chairperson of that meeting or the Chairperson of the next succeeding Board meeting verifying their accuracy. Similarly, the minutes of every General Meeting must be signed by the Chairperson of that meeting or the Chairperson of the next succeeding General Meeting. Provided that the minutes of any Annual General Meeting must be signed by either the Chairperson of that meeting or the Chairperson of the next succeeding General Meeting or Annual General Meeting.
- 87.9. Any resolution proposed as Special Resolution at a General Meeting is not carried unless it has been passed by not less than three-quarters of the members present and entitled to vote at the meeting.

FINANCE

88. The Financial Year of the Club ends on 31st December each year.
89. The amount of annual subscriptions for Voting Members and Junior Members is determined at the Annual General Meeting of the Club. The Subscriptions payable by Social Members and the amount payable as an application fee for membership are determined by the Board.
90. The Annual Subscription falls due on the 30th day of November each year and is payable in advance.

91. Subject to clause 92, if a Member fails to pay the Annual Subscription by the due date of the 30th November of each year, the Member is unfinancial.
92. The Board may extend the time for payment of the Annual Subscription for up to one year or permit payment by instalments in the case of any member in difficult financial circumstances. So long as the member complies with the terms of the extension, the member does not become unfinancial.
93. Any person taking up membership, other than Social membership, is liable to pay to the Club Membership subscription comprised as follows:
 - 93.1. The part of the subscription contribution (excluding the part applied to Capitation or Affiliation fees) for that year pro-rata from the date of acceptance as a member to the 30th November.
 - 93.2. If Capitation or Affiliation fees are payable by the Club to Bowls Australia, Bowls Queensland or the District Bowls Association in respect of that Member for the year of membership in which he/she is admitted, the whole amount of those Capitation or affiliation fees.
94. The Board may fix the amounts of part or all of the playing fees payable from time to time in respect of the various games and may delegate to the Men's Division and the Ladies' Division committees, the power to fix additional fees payable for the various games e.g. for application to prizes, catering or transport.
95. The Club may, at any time, at an Annual or Special General Meeting of the Club, by motion of which prior notice of at least fourteen (14) days has been given to each member by the Board, strike a special per capita levy on all Voting Members.
96. No levy is payable to the Club unless it is passed by not less than two thirds majority of the members present and entitled to vote at that meeting. A Notice advising that the levy has been struck, and the amount thereof, and when payment is due must be placed on the Notice Board within two (2) days following the meeting.
97. Each member who had not paid the levy within fourteen (14) days must be given notice in writing of any levy struck as aforesaid.

98. If a member fails to pay the levy within one (1) month of the date the notice is given, that member becomes unfinancial.
99. Any member who becomes unfinancial is deprived of all privileges of membership of the Club, including:
 - 99.1. The right to hold office.
 - 99.2. The right to speak or vote at any meetings of the Board or at any General Meeting of the Club.
 - 99.3. The right to nominate any person for office or to be nominated for office in the Club.
 - 99.4. The right to enter for and play in Club matches.
 - 99.5. The right to enter the Club property.

providing that all privileges shall be restored to that member upon the payment of all subscriptions and monies due by that member to the Club unless his/her membership has been earlier terminated.

CLUB FUNDS

100. The funds of the Club must be deposited in an account or accounts in the name of the Club in such Authorised Deposit-taking Institution (“ADI”) as the Board may from time to time direct.
101. Proper books and accounts must be kept and maintained either in written, printed or electronic form in the English language showing correctly the financial affairs of the Club and the particulars usually shown in books of a like nature.
102. All monies must be deposited in a Club account as soon as practicable after receipt thereof.
103. All amounts of two hundred (200) dollars or over must be paid by credit or debit card, cheque or electronic transfer signed or authorised by any two of the Chairperson, Vice Chairperson, Treasurer or Secretary.

104. Cheques must be crossed “not negotiable” except those in payment of wages or allowances which may be open.
105. All expenditure must be approved or ratified at a Board Meeting.
106. No member or employee of the Club, acting alone, is permitted to make decisions or incur expense on behalf of the Club.
107. As soon as practicable after the end of each financial year the Treasurer must cause to be prepared a statement containing particulars of:
 - 107.1. The income and expenditure for the financial year just ended; and
 - 107.2. The assets and liabilities and all mortgages, charges and securities affecting the property of the Club at the close of that year.
108. The Club must have its annual financial statements examined by the auditor promptly after the end of each of its financial years. The auditor’s report of that examination must be presented to the next Annual General Meeting.
109. The profits, if any, and the income and property of the Club may only be used and applied in pursuit of its objects. There must be no distribution of the property of the Club by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Club.

However, this clause does not prevent the Club from paying to a member:

 - 109.1. Interest on money lent at commercial rates.
 - 109.2. Fair remuneration for goods and services supplied or work and labour done.
 - 109.3. Reimbursement of out of pocket expenses incurred by the member for the benefit of the club.

MEMBERS BENEFITS

110. The Club must ensure that member benefits are provided equitably to members but nothing in this clause prevents the club from:

- 110.1. Entering players, selected on merit, into competitions in which they represent that Club for the purposes of gaining benefit for or enhancing the reputation of the Club;
- 110.2. Providing special coaching and opportunities to gain competition experience to promising junior players or novice bowlers selected on merit.
- 110.3. Fixing different rates of Membership fees for different categories of members (e.g., Juniors) and different rates of game fees and prizes for different games.

GIFTS

111. No officer or employee of the Club is permitted to receive a gift or payment by way of commission or allowance calculated by reference to the quantity of liquor sold or supplied by the Club or the receipts of the Club for such liquor, or any Gaming activities carried out by the Club. The position of any Officer of the Club found to be in breach of this clause shall be declared vacant.

RECORDS

112. The Board must provide for the safe custody of books of account, documents, instruments of title and securities of the Club.

COMMON SEAL

113. The Board must provide for a Common Seal and for its safe custody. The Common Seal must only be used by the authority of the Board and every instrument to which the seal is affixed must be signed by a member of the Board and countersigned by the Secretary or by a second member of the Board or by some other person appointed by the Board for that purpose.

ALTERATION OF RULES

114. Subject to the provisions of the Act, the Liquor Act and the Gaming Act, these Rules may be amended, rescinded or added to from time to time by a Special Resolution carried at any General Meeting. No such amendment, repeal or addition is valid unless it has been submitted to and approved by the Chief Executive under the Act.

SOLICITOR AND AUDITORS

115. An Honorary Solicitor may be appointed, with his/her consent, at the Annual General Meeting of the Club, or if not then appointed, or if a vacancy occurs, may be appointed by the Board until the next Annual General Meeting. The Honorary Solicitor need not be a member of the Club.
116. One or more Auditors who are qualified as required by the Act, with his/her consent, must be appointed at the Annual General Meeting of the Club, or if not then appointed, or if a vacancy occurs, may be appointed by the Board. The Auditor(s) must be charged with auditing the accounts of the Club and preparing a report for submission to the Annual General Meeting, but are not permitted to hold any other office in the Club. The Board must seek out and obtain consent from at least one such auditor to be submitted to the Annual General Meeting for election.
117. The Auditor or Auditors must not be members of the Club. The Board may or, if directed to do so by the members at a Special General Meeting, must direct the Auditor to conduct a special audit and investigation. The Auditor(s) must be given access to the books of account, vouchers and relevant records of the Club and shall have the right to obtain explanations relative to the finance and affairs of the Club and the accounts from any person holding office or employment in the Club.

REMOVAL OF OFFICER

118. Any Officer or Member of the Board may be removed from office by a two-thirds majority of the members present and entitled to vote at a Special General Meeting to be called as hereinbefore provided. The member affected must be given due

notice of such meeting, with particulars of the reasons advanced for his/her removal and reasonable opportunities to show cause why he/she should not be removed, but the member shall not be entitled to be represented by a Solicitor, Barrister or any other Agent.

GAMBLING, DISPUTES ETC

119. Whilst on Club premises, Members and visitors must conduct themselves in a proper manner and with consideration of the rights and comfort of others present.
120. Illegal gambling, betting on games, obscene or abusive language or unseemly conduct is prohibited within the Club premises. Any such conduct by a member is misconduct under this Constitution and may be dealt with by the board as such. If a visitor engages in such conduct, the Senior Officer of the Club present at the time may have that person removed from the Club premises.

INDEMNITY CLAUSE

121. A Member is entitled to be indemnified by the Club in respect of any claim, costs, order, judgment, damages or settlement arising from any matter or thing done by the Member in the proper performance of their duties or by direction of or with the authority of the Club. The Member's entitlement to the indemnity is subject to the following conditions:
- 121.1. The Member must inform the Club promptly upon receiving notice of the claim or upon it becoming apparent that there is a significant risk that a claim may be made.
- 121.2. The Member must cooperate fully with the Club and its insurers and provide full and frank details to the Club and / or the Insurer to enable the claim to be responded to as appropriate.
- 121.3. The Member must grant to the Club or the Club's insurers the right to assume the conduct of the defence of the claim in the Member's name

including the right to settle and compromise the claim on such terms as the Club or the insurer think fit.

MEN'S AND LADIES' DIVISIONS

122. Every male Ordinary, Honorary, Junior or Life member is a member of the Men's Division and every female Ordinary, Honorary, Junior or Life member is a member of the Ladies' Division.

123. The Men's Division has exclusive responsibility for:

123.1. the administration control and regular organisation of the playing of Men's bowls both social and competitive, including pennants and Club Championships. This includes, but is not limited to, player selection and establishing conditions of play and arrangements for umpiring and coaches;

123.2. ensuring the duties of the Club in relation to affiliation with Bowls Queensland, Bowls Australia and the Men's District Association are complied with.

124. The Ladies' Division has exclusive responsibility for:

124.1. the administration control and regular organisation of the playing of Ladies' bowls both social and competitive, including pennants and Club Championships. This includes, but is not limited to, player selection and establishing conditions of play and arrangements for umpiring and coaches;

124.2. ensuring the duties of the Club in relation to affiliation with Bowls Queensland, Bowls Australia and the Ladies' District Association are complied with.

125. Despite the foregoing:

125.1. it is the responsibility of the Board to pay capitation/affiliation fees or other dues payable in respect of the Club's affiliation with Bowls Australia, Bowls

Queensland and the District Associations and to maintain the necessary records and provide the necessary returns for that purpose;

- 125.2. the exercise of the responsibilities of the Divisions is always subject to the agreement of the board if it involves the expenditure of money, incurring financial liability or exposing the Club to risk, beyond ordinary operating risks, to its funds or property.
126. Both or either of the Men's and the Ladies' Divisions may take responsibility for arrangements in relation to mixed and open bowls games and events as they may agree from time to time. The Board may direct that either the Men's Division or the Ladies' Division take responsibility in relation to a particular mixed or open bowls game and event or a range of such games or events and may vary or revoke such direction from time to time.
127. Exclusive use of the greens for games arranged or controlled by each of the Divisions is determined by agreement between the Divisions but, if they are unable to agree, by the Board or its delegate.
128. Each Division must hold an Annual General Meeting at which elections must be held for a Divisional Committee to be responsible for the control and business of the Division between General Meetings.
129. The Divisional Committee of each division must comprise a President, Vice President, Secretary, Games Director, Delegate to the District Association, Chairperson of Selectors and may comprise such other members as the Divisional Rules provide.
130. Each Division must have Divisional Rules for that Division as determined by the Voting Members of that Division from time to time and approved by the Board. The Board must approve those Divisional Rules which affect the Division only, which are lawful and not inconsistent with this Constitution. Divisional Rules may make provision for the following matters:
 - 130.1. The Divisional Committee;

- 130.2. The number and roles of officers who make up the Divisional Committee;
 - 130.3. The Powers of the Divisional Committee;
 - 130.4. The Duties of the Officers of the Divisional Committee;
 - 130.5. Annual General Meetings and other General Meetings;
 - 130.6. The election of Members of the Divisional Committee and election or appointment of other officers and sub-committees of the Division;
 - 130.7. The establishment of Conditions of Play both of General application and for particular events for which the Division is responsible;
 - 130.8. The Selection Process;
 - 130.9. Club Championships;
 - 130.10. Umpires and Coaches;
 - 130.11. The repeal and amendment of Divisional Rules.
131. Divisional Rules may only be made, repealed or amended by Special Resolution (75% of members present and entitled to vote) of a General Meeting of the Division.
132. The approval of the Board of the adoption, amendment or repeal of Divisional Rules is obtained as follows:
- 132.1. the application for approval must be in writing;
 - 132.2. the approval may be applied for and granted in advance of or following the Divisional General meeting at which it is proposed or approved;
 - 132.3. the application for approval must include a copy of the motion proposing the adoption, amendment or repeal of the Divisional Rules if it is made in advance of the Divisional General Meeting;
 - 132.4. the application for approval must include a copy of the Special Resolution if it is made following the passing of the Special Resolution adopting, amending or repealing the Divisional Rules;

- 132.5. the application for approval must be considered promptly by the Board;
- 132.6. if approval is granted, notice in writing of the approval must be given to the division secretary immediately;
- 132.7. if approval is refused, the reasons for the refusal must be given to the Divisional Secretary without delay detailing the ways in which the Divisional Rules as proposed are unlawful or inconsistent with the Constitution.

DUTIES OF BOARD MEMBERS

133. **Chairperson of the Board** - The Chairperson of the Board has the duty to ensure that the decisions of the Club or Board are carried out and that the Constitution of the Club is fully adhered to by all members.
134. **Vice Chairperson** - The Vice Chairperson's duty is to assist the Chairperson in his/her duties and deputise for the Chairperson in his/her absence.
135. **The Secretary** - The Secretary must:
 - 135.1. keep all such books and records as may from time to time be required;
 - 135.2. keep a faithful record of the business transacted at all meetings;
 - 135.3. issue notices of all meetings connected with the Club;
 - 135.4. ensure that a register of Members with all required details is kept current and correct;
 - 135.5. receive all correspondence and reply thereto as the Board may direct;
 - 135.6. lodge returns as are required to comply with the Act.
136. Despite clause 118, should the Secretary be unable or unwilling to do anything required by the Act, this Constitution, or By-Laws of the Club, the Board has power to appoint any other member of the Club to act in that capacity.

137. If a vacancy happens in the Office of Secretary, the members of the Board must ensure a Secretary is appointed or elected for the association within 1 month after the vacancy happens.
138. **Treasurer** - The Treasurer must keep a record of receipts and expenditure, keep correct accounts and books showing the financial affairs of the Club, report the financial position of the Club at each monthly meeting of the Board. The Treasurer must also submit to the Annual General Meeting an audited statement of income, expenditure, assets and liabilities for the preceding year. Should the Treasurer be unable or unwilling to do anything required by this Constitution, or By-Laws of the Club, the Board shall have the power to appoint any other member of the Club to act in that capacity.
139. The Treasurer shall be responsible to ensure the proper payment of wages to staff employed by the Club and the maintenance of financial registers, records, and returns required by law.

DISTRIBUTION OF SURPLUS ASSETS

140. If the Club is wound-up under part 10 of the Act; and has surplus assets within the meaning of section 92(3) of the Act:
 - 140.1. The surplus assets must not be distributed among the members of the association.
 - 140.2. The surplus assets must be given to another entity or other entities having objects similar to the association's objects and the rules of which prohibit the distribution of the entity's income and assets to its members.
 - 140.3. The entity or entities to which the surplus assets are to be distributed, the amount and the manner of each distribution must be decided by the Members at a General Meeting.

ACCEPTANCE OF RULES BY MEMBERS

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

COMMUNICATION AND DELIVERY OF NOTICES.

142. Notices directed to Members generally may be given in a manner which the Board determines is likely to be received by the Member including by being posted on the Club Notice board, or personally, or by electronic means if the member supplies the Club with an email or other electronic address to which notices may be sent.

143. Notices to a Member in relation to Complaint Procedure matters affecting that Member and of a proposed resolution to strike a special levy must be given personally or by posting by ordinary prepaid post to the address of the Member in the Club's Membership register and may be given by sending the notice to the Member by electronic means if the Member agrees to accept it in that manner for the specific matter in question. Such a notice may also be deemed to have been given correctly if the Member acknowledges receipt of it.

TRANSITIONAL PROVISIONS

144. All officers appointed or elected under a former Constitution retain their positions until new elections or appointments under this Constitution.

145. Divisional Constitutions and Rules, By-Laws, regulations and other internal club legislation made under a former Constitution remain in force until replaced, repealed or amended under this Constitution, except to the extent that those Divisional Constitutions and Rules, By-Laws, Regulations and other internal club legislation are in direct conflict with this Constitution.