

# Constitution and Rules of the Fitzroy Victoria Bowling and Sports Club Incorporated

As amended 2023

## Section 1

### NAME

1. The name of the Club is Fitzroy Victoria Bowling and Sports Club Incorporated (in these rules called "the Club"). The Club is an amalgamation of the Fitzroy Bowling Club founded in 1877 and the Victoria Bowling Club founded in 1876.

### INTERPRETATION

2. (1) In these rules, unless the contrary intention appears:
  - (a) "Committee" means the Committee of Management of the Club.
  - (b) "Financial year" means the year ending on 30th June .
  - (c) "General Meeting" means a general meeting of members convened in accordance with Rule.1s 21 and 22.
  - (d) "Member" means those persons who have been elected to any class of membership according to Rule 4 of this constitution by the Committee of the Club.
  - (e) "Ordinary Member of the Committee" means a member of the Committee who is not an officer of the Club.
  - (f) "BV" means Bowls Victoria
  - (g) "The Act" means the Associations Incorporation Act 1981.
  - (h) "The Regulations" means regulations under the Act.
  - (i) The singular shall include the plural, the masculine shall include the feminine and vice-versa.
- (2) In these Rules, a reference to the Secretary of the Club, is a reference where a person holds office under these Rules as Secretary.
- (3) The Committee shall interpret the meaning of any words or expressions contained in these Rules in any case where doubt arises subject only to confirmation or contradiction by a general meeting called for the purpose.

### STATEMENT OF PURPOSES

3. The objects for which the Club is established are :
  - (a) To maintain and conduct a Club of a non-political and non-sectarian character and to provide a clubhouse, bowling green and other conveniences for the use and recreation of the members at such place or places as decided by the members.

- (b) To raise or borrow any monies required for the purposes of the Club upon such terms and conditions and/or on such securities as may be determined.
- (c) 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.
- (d) To construct, alter, add to, or maintain all buildings and other property belonging to the Club.
- (e) 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 except that the Club is prohibited from making any distribution whether in money, property or otherwise to its members.
- (f) To affiliate with BV.
- (g) To apply for, hold and renew a club licence pursuant to the Liquor Control Reform Act and any permit of authority there under.
- (h) To apply through an authorised officer of the Club to the appropriate authority for a permit to conduct a raffle or a game of Bingo in accordance with the Lotteries Gaming and Betting (Raffles and Bingo) Act 1977.
- (i) To formulate and put into effect such other objects 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 fraternal feeling amongst members.
- (j) To do all such things as are incidental or necessary for the purpose of the above objects.

## Section 2

### MEMBERSHIP

4. (1) The Club shall consist of the following classes of Members :
  - (a) Full Members.
  - (b) Life Members.
  - (c) Restricted Bowling Members.
  - (d) Honorary Members.
  - (e) Special Members.
  - (f) Social Members.
  - (g) Junior Members.
- (2) Full and Life Members, who alone shall be eligible to vote at meetings and to hold office in the Club, shall be entitled to all the privileges of the Club, except in the instance in which they have lodged documentation to cease membership of the club. Restricted Bowling, Honorary, Special, Social and Junior Members shall be entitled to the privileges set out in these Rules.
- (3) No member shall be relieved of the payment of subscription or other financial obligations, except as provided for by these Rules.
- (4)

- (a) All renewals of subscriptions for each class of Member shall be reviewed and endorsed by the Committee who may decline to accept any further subscriptions from any person.
- (b) The Secretary shall notify such person of this decision and he shall thereupon cease to be a member of the Club.
- (c) The member shall have the right of appeal as per Section 64

#### APPLICATION FOR MEMBERSHIP

5.
  - (1)
    - (a) A person aged not less than 18 years who is nominated and elected to membership as provided in these rules is eligible to be a member of the Club according to Rules 4. (1) (a) to (g) of this Constitution with privileges as noted in Rules 6. to 12. respectively.
    - (b) A person aged less than 18 years who is nominated and elected to membership as provided in these rules is eligible to be a Junior member of the Club according to Rule 4. (1) (h) of this Constitution with privileges as noted in Rule 14.
  - (2) The applicant shall be interviewed by at least one Committee member.
  - (3) A nomination of a person for membership of the Club :
    - (a) shall be made in writing in a form approved by the Committee; and
    - (b) the nomination shall be lodged with the Secretary of the Club.
    - (c) the nomination may be amended by the Committee to another class of membership where (i) there are no vacancies in the class of membership applied for and / or(ii) where the nominee agrees to the change.
  - (4) As soon as is practicable after the receipt of a nomination the Secretary shall post it on the Club's notice board for exhibition for at least seven days. The nominee shall be considered for election at the first Committee meeting following expiry of the seventh day of exhibition of the nomination.
  - (5) Upon a nomination being approved by the Committee, the Secretary shall, with as little delay as possible, notify the nominee in writing that he is approved for membership of the Club and request payment within the period of 28 days after receipt of the notification of the sum payable under these rules as the first year's annual subscription.
  - (6) The Secretary shall upon receipt of the amounts referred to in sub-clause (4) within the period referred to in that sub-clause, enter the nominee's name in the register of members kept by him and, upon the name being so entered, the nominee becomes a member of the Club.
  - (7) If a newly elected member fails to pay his subscription within 28 days after his election, his election shall be void unless he justifies the delay to the satisfaction of the Committee.

- (8) Any person whose application for membership is rejected or whose election is voided under Rule 5. (7) shall not again be nominated for a period of at least six months from the date of the rejection or voidance of membership.
- (9) A right, privilege, or obligation of a person by reason of his membership of the Club :
  - (a) is not capable of being transferred or transmitted to another person
  - (b) terminates upon the cessation of his membership whether by death or resignation or otherwise.
- (10) The Committee may at its discretion vary the subscription of Members.

#### FULL MEMBERS

- 6. (1) May enjoy all of the privileges of the club including the right to nominate Full and Life Members to positions within the club and to vote at General Meetings.
- (2) May nominate a person to any class of membership of the club for which the nominee qualifies.
- (3) May have access free of charge to inspect the minutes of General Meetings and subject to clause 6. (4) may also inspect the financial records, books, securities and any other relevant document of the Club including minutes of Committee meetings.
- (4) The Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters where to do so may be prejudicial to the interests of the Club.
- (5) Subject to Clause 6. (4) a member may make a copy of any of the other records of the Club referred to in this rule and the Club may charge a reasonable fee for provision of a copy of such a record.
- (6) For purposes of this rule "Relevant Documents" means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Club and includes the following:
  - (a) its membership records;
  - (b) its financial statements;
  - (c) its financial records;
  - (d) records and documents relating to transactions, dealings, business or property of the Club.

#### LIFE MEMBERS

7. (1) Any person who shall have rendered special service or services to the Club may at any General or Special General Meeting, on the unanimous recommendation of the Committee and on receiving the votes of at least three-quarters of the members present at such meeting, be elected a Life Member of the Club with full privileges without payment of any subscription.
- (2) A Life Member shall not be relieved of any financial obligation other than the Annual membership Subscription.

#### RESTRICTED BOWLING MEMBERS

8. (1) Persons who wish to be Members of the club and who are prepared to play Pennant Bowls for the club may be elected as a Restricted Bowling Member on special subscription conditions as determined by the Committee.
- (2) Restricted Bowling Members may enjoy the privileges of the club but shall not have a right to vote or to nominate members, nor to nominate members to positions on the Committee.
- (3) Restricted Bowling Membership only applies for the remainder of the Club's financial year in which the member joins.
- (4) Restricted Members must then apply to the Committee to join under another class of membership.

#### HONORARY MEMBERS

9. (1) Members of other Bowls Clubs present at the Club for the purpose of playing bowls are Honorary Members for that day.
- (2) Any member of any Bowls Club whose green is distant more than 20km from the Club premises may, on the introduction by a member of the Club, be elected by any two members of the Committee as an Honorary Member for a period not exceeding fourteen consecutive days without payment of any subscription, and the Committee shall have power to extend the period for a further fourteen consecutive days, if so desired, on conditions to be determined by the Committee.
- (3) Honorary Members may be elected and the period of their membership fixed or extended by an Election Committee consisting of any two members of the Committee and the name and address of each Honorary Member, together with the name of the introducing member and the names of the members of the Committee by whom they are elected shall be entered in a book to be kept for that purpose, and the introducing member shall be responsible for the bona fides of the person introduced.
- (4) The Committee shall have power to withdraw any or all privileges from Honorary Members and 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.

- (5) No person shall be allowed to become an Honorary or Temporary Member of the Club except as provided for by these Rules.

#### SPECIAL MEMBERS

- 10. (1) Public officials, civic or parliamentary dignitaries may be elected Special Members of the Club by the Committee on such conditions and for such period as the Committee shall determine.
- (2) Special Members shall not be eligible to hold office or to vote at any meeting of the Club or to participate in official bowls fixtures but shall be entitled to use the club-house facilities and accommodation of the Club.
- (3) There shall not at any time be more than five Special Members of the Club.

#### SOCIAL MEMBERS

- 11. (1) Any person over the age of 18 years may be elected a Social Member of the Club, subject to payment of the annual subscription fee.
- (2) Social Members shall be entitled to all the privileges of the Club other than the right to vote, or to hold office.

#### JUNIOR MEMBERS

- 12 (1) No person under the age of 18 years shall be admitted as a member other than has a Junior Member.
  - (2) Any person of good character aged less than 18 years of age who is nominated and approved for Junior Membership of the Club in accordance with these Rules is eligible to be a Junior Member.
  - (3) Junior Members shall not be eligible to hold office or vote at any meeting of the Club, but shall be entitled to participate in such Bowls activities on the greens as the Committee shall determine.
  - (4) On attaining the age of 18 years, Junior Members shall be ineligible to continue in such membership class but shall be eligible for nomination and election to other membership as provided in these Rules without delay.
- 13. Omitted.

#### ANNUAL SUBSCRIPTIONS AND FEES

14.

- (1) The annual subscription for each particular class of member shall be fixed from year to year by the Members of the Committee and communicated to Members at the AGM shall be due and payable in advance and immediately after being communicated to Members at such Annual Meeting.
- (2) If a member enters after the 1st day of January in any year the subscription for the then remaining portion of the year shall be fixed at the discretion of the Committee.
- (3) The Committee is empowered to prevent any member whose subscription is in arrears from exercising the whole or any of the privileges of the Club.
- (4) If any member fails to pay the Annual Subscription within four (4) months of the commencement of the financial year in any year his membership shall thenceforth cease but should an explanation acceptable to the Committee be made, it shall have the power to restore his name to the register upon payment of the amount due.
- (5) Should any member of the Club for any cause whatsoever cease to be a member for one or more years he may be readmitted without paying back subscriptions, provided a majority of the Committee consent thereto.
- (6) Any member contemplating absence for a period may on application to the Committee be granted leave of absence for a period not exceeding two years.
- (7) The Committee may from time to time determine the amount of green fees, special tournament fees, and other members fees including entrance fees.

#### REGISTER OF MEMBERS

15. (1) The Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member together with the date of the latest payment of his subscription and the register shall be available for inspection by members and authorised persons.
- (2) Every member shall communicate in writing any change of his address to the Secretary who shall register same.
- (3) Unless the Committee shall otherwise decide, the aggregate number of Full and Life Members of the Club shall not be less than fifty (50).

#### LIABILITY OF MEMBERS

16. If a member, by any breach of these rules, or by any unlawful act, causes the Club or any officer of the Club to pay any money, such member shall be civilly liable to the Club or such officer for the amount so paid.

#### RESIGNATION AND EXPULSION OF MEMBER

17. (1) A member of the Club who has paid all money due and payable by him to the Club may resign from the Club, by first giving one months notice in writing to the Secretary of his intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.
- (2) Upon the expiration of a notice given under sub-clause (1), the Secretary shall make in the register of members an entry recording the date on which the member by whom the notice was given ceased to be a member.
- (3) Any member retiring from the Club, or ceasing for any reason whatever to be a member thereof, shall not have any right, title or interest in or to any property of the Club.

18. (1) Subject to these rules, if the Committee is of the opinion that the member:
- (i) has refused or neglected to comply with these rules ; or
  - (ii) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Club,

the Committee may by resolution:

- (a) expel a member from the Club ;
- (b) suspend a member from some or all of the privileges of the Club as nominated by the Committee for a specified period ; or
- (c) inflict a fine not exceeding \$200 in accordance with The Regulations;

- (2) A resolution of the Committee under sub-clause (1) :
- (a) does not take effect unless the Committee at a meeting held not earlier than 7 and not later than 28 days after the service on the member of a notice under sub-clause (3) confirms the resolution in accordance with this Rule ; and
  - (b) where the member exercises a right of appeal to the Club under this Rule does not take effect unless the Club confirms the resolution in accordance with this Rule.
- (3) Where the Committee passes a resolution under sub-clause (1), the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing :



- (a) setting out the resolution of the Committee and the grounds on which it is based ;
  - (b) stating that the member may address the Committee at a meeting to be held not earlier than 7 and not later than 28 days after service of notice;
  - (c) stating the date, place and time of that meeting ;
  - (d) informing the member that he may do one or more of the following :
    - (i) attend that meeting ;
    - (ii) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution :
    - (iii) not later than 24 hours after the date of the meeting – lodge with the Secretary a notice to the effect that he wishes appeal to the Club in a General Meeting against the resolution.
- (4) At a meeting of the Committee held in accordance with sub-clause (2), the Committee:
- (a) shall give to the member an opportunity to be heard for a reasonable period as determined by the chair;
  - (b) shall give due consideration to any written statement submitted by the member ; and
  - (c) shall by resolution determine whether to confirm, amend or to revoke the resolution.
- (5) Where the Secretary receives a notice under sub-clause (3) (d) (iii) and the Committee has confirmed or amended the resolution per Rule 18. (4) (c), he shall notify the Committee and the Committee shall convene a General Meeting of the Club to be held within 28 days after the date of the meeting held in accordance with sub-clause (2) of this Rule.
- (6) At a General Meeting of the Club convened under sub-clause (5) :
- (a) business other than the question of the appeal may be transacted if the members are notified at least 7 days in advance of the meeting of such business;
  - (b) the Committee may send to Full and Life members prior and / or place before the meeting details 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 for a reasonable period as determined by the chair;
  - (d) the ballot papers to confirm or revoke the resolution should then be distributed to those eligible to vote who are at the meeting.
  - (e) members present shall vote by secret ballot on the question whether the resolution should be
    - (i) confirmed,
    - (ii) amended or revoked.
- (7) If at the General Meeting:

- (a) a majority of the members present vote in favour of the confirmation of the resolution, the resolution is confirmed ; and
- (b) in any other case, a resolution to amend or revoke the Committee's resolution shall be put to the members to be decided by a majority.

#### CLUB DELEGATES

- 19. (1) The delegates to BV will be the President and Secretary of the Club who will make regular reports to the Committee
- (2) Outside of playing Bowls, no other Members shall represent the Club without express approval of the Committee

#### Section 3

#### GENERAL MEETINGS

#### ANNUAL GENERAL MEETING

- 20. (1) The Club shall in each calendar year convene an Annual General Meeting of its members.
- (2) The Annual General Meeting shall be held at such date and place as the Committee determines, but not later than the 31st August.
- (3) The Annual General Meeting shall be specified as such in the notice convening it.
- (4) The ordinary business of the Annual General Meeting shall be :
  - (a) to confirm the minutes of the last preceding Annual General Meeting and of any General Meeting held since that meeting ;
  - (b) to receive from the Committee the Annual Report upon the transactions of the Club during the last preceding financial year ;
  - (c) to receive and consider the statement submitted by the Club in accordance with Section 30(3) of the Act ;
  - (d) to elect officers of the Committee and the ordinary members of the Committee ;
  - (e) to elect Auditors ;
  - (f) to fix the amount of Annual Subscriptions ;
  - (g) to elect such sub-committees as the Committee shall determine ;
  - (h) to transact any other business affecting the interest and welfare of the Club, of which due notice has been given according to the Rules ; and
  - (i) to transact any other general business, but any resolutions arising from such business shall be recommendations to the Committee only.

- (5) The Annual General Meeting shall be in addition to any other General Meetings that may be held in the same year.

#### SPECIAL GENERAL MEETING

21. All General Meetings other than the Annual General Meeting shall be called Special General Meetings.
22. (1) The Committee may, whenever it thinks fit, convene a Special General Meeting of the Club and, where, but for this sub-clause, more than 15 months would lapse between Annual General Meetings, shall convene a Special General Meeting before the expiration of that period.
- (2) The Committee shall, on the requisition in writing of not less than 15 Full or Life members whose subscriptions are not in arrears, convene a Special General Meeting of the Club.
- (3) The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- (4) (a) If the Committee does not cause a Special General Meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a Special General Meeting to be held no later than 3 months after that date except for the circumstance in sub-clause (b)
- (b) the date of the Special General Meeting requested in Rule 22. (2) may be extended by the Committee by up to one additional month in order to coincide the Special General Meeting with an Annual General Meeting.
- (5) A Special General Meeting convened by members in pursuance of these rules shall be convened in the same manner as early as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Club to the persons incurring the expenses.

#### NOTICE OF MEETING

23. (1) The Secretary of the Club shall, at least 21 days before the date fixed For holding a General Meeting of the Club, cause to be sent to each member of the Club at his address appearing in the register of members, a notice by pre-paid post or Email stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (2) A copy of the notice shall be posted on the notice board of the Club.

(3) No business other than that set out in the notice convening the meeting shall be transacted at the meeting.

(4) A member desiring to bring any business before a meeting shall give 21 days minimum notice of that business in writing to the Secretary, who shall include that business in the notice calling the next General Meeting after the receipt of that notice.

#### PROCEEDINGS AT MEETINGS

24. (1) All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these Rules as being the ordinary business of the Annual General Meeting shall be deemed to be special business.

(2) No item of business shall be transacted at a General Meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.

(3) One third of members entitled under these rules to vote at a General Meeting constitute a quorum for the transaction of the business of a General Meeting. Such quorum shall include one member for each Ballot received and registered in accordance with Rule 42. (11) (e)

(4) If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place, unless the date to be adjourned to is a Public Holiday in which case a two week adjournment shall apply, and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 20) shall be a quorum.

25. (1) The President or in his absence a Vice-President shall preside as Chairman at each General Meeting of the Club.

(2) If the President and the Vice-Presidents are absent from a General Meeting, the members present shall elect one of their number to preside as Chairman at the meeting.

26. (1) The Chairman of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

- (2) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the General Meeting.
- (3) Except as provided in sub-clauses (1) and (2), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
27. A question arising at a General Meeting of the Club shall be determined on a show of hands and unless before or on the declaration by the Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Club is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
28. (1) Upon any questions arising at a General Meeting of the Club, a member has one vote only.
- (2) All votes upon any questions arising at a General Meeting shall be given personally.
- (3) In the case of an equality of voting on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.
29. (1) If at a meeting a poll or a ballot on any question is demanded by members, it shall be taken at the meeting in such manner as the Chairman may direct and the resolution of the poll or ballot shall be deemed to be a resolution of the meeting on that question.
- (2) A poll or ballot that is demanded on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll or ballot that is demanded on any other question shall be taken at such time before the close of the Meeting as the Chairman may elect.
30. (1) At any Annual General Meeting, or Special General Meeting between the close of the previous financial year and the Annual General Meeting, only those members who were financial at the close of the previous financial year shall be entitled to vote.
- (2) A member is not entitled to vote at any other Special General Meeting unless all monies due and payable by him to the Club have been paid.
31. (1) Proxy voting shall be permitted at a quorate meeting.
- (2) The resolutions of the Annual Meeting of members or of any Special Meeting of the Club shall be conclusive and binding on all members, whether they shall have been present at such meeting or not.

#### NON-COMPLIANCE WITH RULES

32. Non-compliance with any of the Rules shall not render any proceeding void unless the members at a General Meeting so direct.

#### Section 4

#### COMMITTEE OF MANAGEMENT

33. (1) The affairs of the Club shall be managed by a Committee of Management constituted as provided in Rules 34 and 35.
- (2) The Committee:
- (a) shall control and manage the business and affairs of the Club ;
  - (b) may, subject to these rules, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these rules to be exercised by General Meetings of the members of the Club ;
  - (c) subject to these rules, the Regulations and the Act, has power to perform all such acts and things as they appear to the Committee to be essential for the proper management of the business and affairs of the Club ;
  - (d) may from time to time delegate any of their powers to such Sub-Committees consisting of members of the Club as they shall appoint: and
    - (i) may recall or revoke any such delegation or appointment ;
    - (ii) all Sub-Committees shall, in the exercise of the powers delegated, conform to any regulation that may be prescribed by the Committee, and shall be subject and subordinate to such Committee, provided always that the Committee shall have no power to delegate control of the supply of liquor to the Club.
  - (e) May impose levies on the members.
  - (f) Shall authorise all expenditure and direct the method of dealing with monies received for or on behalf of the Club ; and
  - (g) Shall have power from time to time to make by-laws and regulations not inconsistent with these Rules for the efficient working of the Club, and
    - (i) may alter, amend or rescind same as occasion may require ;
    - (ii) all by-laws shall be entered by the Secretary in a book to be kept for the purpose, and be available for inspection by the members.
  - (h) The Committee shall have the power of employment of staff as per Section 59, and shall have the power to perform all such acts and deeds as shall appear to it requisite and necessary for the proper management of the Club.
  - (i) May appoint an Assistant Secretary who shall carry out the duties assigned by the Secretary.
34. Any 7 members of the Committee constitute a quorum for the transaction of business of a meeting of the Committee.
- (1) The office bearers of the Committee shall be :

a President ;  
a Secretary ;  
a Treasurer ;  
two Vice Presidents.

(2) Each member of the Committee shall hold office for not less than a two-year term with half of committee being elected each year.

(3) In the event of a casual vacancy in any office referred to in sub-clause (1), the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of his appointment.

(4) Where possible there must be at least one (1) female and at least one (1) male member of the Management Committee.

35. (1) The Committee shall include at least 2 Female Members, subject to Section 42(8), and consist of :

- (a) the officers of the Committee ; and
- (b) five ordinary members.

(2) Each ordinary member shall hold office for not less than 12 months and until his successor is elected but is eligible for re-election.

(3) In the event of a vacancy occurring in the office of any member of the Committee, the Committee may appoint an eligible member of the Club to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of his appointment.

(4) The members of the Committee shall be elected by full bowling and life members of the Club. One third of the total of full and life members in good financial standing shall form a quorum.

(5) The names and addresses of persons proposed for election as members of the Committee of the Club shall be displayed in a conspicuous place in the Club premises for not less than one week before the date of the election.

#### PRESIDENT

36. Except as otherwise provided in these Rules the President shall preside at all meetings, regulate and keep order in all proceedings, and carry into effect the Rules and By-Laws of the Club.

#### SECRETARY

37. The Secretary of the Committee :

- (a) Shall be the Executive Officer of the Committee.
- (b) Shall keep minutes of the resolutions and proceedings of each General Meeting and each Committee Meeting in books provided for this purpose together with a record of the names of persons present at Committee Meetings.
- (c) Shall conduct all correspondence in connection with the general business of the Club.
- (d) Shall prepare for submission to the Annual General Meeting the report of the Committee and on the activities of the Club during the year.
- (e) Shall in any other respect carry out the duties usually associated with the office of Secretary.
- (f) Shall ensure that there are kept proper accounts and records of the transactions and affairs of the Club and such other records as will sufficiently explain the financial operations and financial position of the Club ; and
- (g) Shall keep in his custody or under his control all books, documents and securities of the club, except as otherwise provided in these Rules.
- (h) Shall have full and complete supervision of the Club under the direction of the Committee.
- (i) The Secretary must reside in Australia.

#### TREASURER

38. The power and duties of the Treasurer shall be as follows :

- (a) To prepare and submit appropriate financial statements to each Annual Meeting.
- (b) To present to each ordinary meeting of the Committee a statement of all cash transactions and of the financial position of the Club.
- (c) He or She be able to carry out financial oversight activities as directed by the Committee

39. Deleted May 30, 2013 in line Victorian State Law changes and Consumer Affairs advice that the Secretary is now responsible for the previous duties of the Public Officer.

#### REMOVAL OF MEMBER OF COMMITTEE



40. (1) The Club in General Meeting may by resolution remove any member of the Committee before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first-mentioned member.
- (2) Where the member to whom a proposed resolution referred to in sub-clause 1 makes representations in writing to the Secretary or President of the Committee (not exceeding a reasonable length) and requests that they be notified to the members of the Club, the Secretary or the President may send a copy of the representations 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.

#### INDEMNITY OF OFFICERS

41. The Club shall defend, indemnify and hold harmless each member of the Committee against any and all claims, loss, damages, expense and liability arising from any actual or alleged action or failure to act in connection with the administration of the Club granted pursuant to these rules, except when the same is judicially determined to be due to the gross negligence or wilful misconduct of such Committee member.

#### SECTION 5

##### ELECTION OF OFFICERS, COMMITTEES AND VACANCY

42. (1) In each year the positions which shall fall vacant will be the positions of those Committee members whose terms have expired by the expiration of time or such other manner as provided in these rules.
- (2) Nominations of candidates for election to fill vacancies on the Committee:
- (i) shall be made in writing on a form approved by the Committee from time to time;
  - (ii) shall be signed by a proposer and a seconder both of whom shall be members entitled to nominate members for election (not being the candidate) and the proposed Candidate;
  - (iii) shall be delivered to the Secretary not less than twenty one days before the date fixed for the holding of the Annual General Meeting.
- (3) If the Secretary finds that any nomination contains an anomaly or is not accompanied by the form/s required by Rule 42. (2) the Secretary shall notify the person concerned of the anomaly and where it is practicable to do so, shall give the person concerned the opportunity of remedying the anomaly within a reasonable period from the receipt of his notice, notwithstanding that the date for submission of nominations may have already passed.

- (4) Candidates shall be entitled to nominate for more than one position on the Committee (for example, a candidate may nominate for President and Treasurer and Ordinary Committee Member).
- (5) Any eligible Member may nominate for election as Office Bearers.
- (6) In the event of a serving Committee Member being elected to another position on the Committee, a vacancy will be created in the position that the serving Committee Member vacates, which vacancy shall be filled in accordance with Rule 42. (16)
- (7) The Committee as constituted by election at the AGM shall have the authority to co-opt eligible members to fill any vacancies.
- (8) If the number of nominations received is equal to the number of vacancies to be filled, and includes at least two(2) Female Members, the persons nominated shall be deemed to be elected. If there are less than two Females nominated, those positions will be declared vacant and filled as per clause 35(3)
- (9) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held in accordance with these rules.
- (10) In the event of a ballot being required the Secretary shall cause a list of the persons nominated for election to the Committee to be displayed in a conspicuous place at the club house for a period of at least twenty one days prior to the Annual General Meeting in the year of the election and shall send copies of candidates statements in support of their candidacy to members with the notice of meeting and the necessary ballot papers.
- (11) In the event of a ballot being required the ballot shall be conducted as follows:
  - (a) Ballot papers containing the names of all the candidates and the position for which they have nominated shall be prepared for posting to members.
  - (b) The Ballots shall be prepared such that each member eligible to vote in elections shall receive a Ballot Paper together with an envelope marked "Voting Paper" and identified with the voting member's name and membership number.
  - (c) The Secretary shall place his initial on the back of each ballot paper before posting or handing the same to the member;
  - (d) the method of voting shall be by numbering all nominees in order of preference. Any vote received by candidates counts as one (1) vote. refer to 42(14) for eligibility.
  - (e) the Committee shall appoint as scrutineers three members eligible to vote in the election and each of whom is not a candidate or Committee Member ("the scrutineers");
  - (f) The voting member completing a Postal Vote shall complete the ballot paper and place the completed ballot paper in the envelope marked "Voting Paper" and seal the envelope and return the sealed envelope to the Secretary who shall record its receipt and place it in the ballot box at the club at least sixty (60) minutes prior to commencement of the Annual General Meeting;
  - (g) The Secretary shall keep a record of each member who has returned the Postal envelope and deliver all sealed envelopes to a meeting of the scrutineers

which meeting shall be convened sixty (60) minutes prior to the Annual General Meeting;

(h) The scrutineers shall count the votes cast for each candidate and shall, despite any minor defects, attempt to give effect to each vote cast – in the event of a dispute amongst the scrutineers as to the validity of a vote, a decision of a majority of the scrutineers shall prevail.

(i) Depending on which Office Bearers are retiring in any particular year the scrutineers shall count the votes for Committee positions in the following order:

- President
- Secretary
- Treasurer
- Vice Presidents
- Ordinary Committee Members

(j) The scrutineers shall check the number of ballot papers lodged in the ballot box against the record of returned envelopes kept by the Secretary and shall report the results of the ballot to the Chairman of the Annual General Meeting.

(12) The candidates receiving the highest number of votes shall be elected.

(13) In the event of two or more candidates receiving an equal number of the lowest votes for the same position, the scrutineers shall determine the winner or winners by lot.

(14) In the event of one candidate being elected to more than one Committee position, the candidate shall be elected to the position highest in order as listed in following sub-clause (17) and the votes cast for that elected candidate shall be disregarded in the counting of votes for subsequent positions.

(15) A record shall be kept by the Secretary of the number of members voting.

(16) Depending on which Committee positions are vacant, the Chairman shall call for nominations and conduct a ballot in the following order:

- President
- Secretary
- Treasurer
- Vice Presidents
- Ordinary Committee Members

(17) In the event of a vacancy being created by a serving Committee Member being elected to a different position on the Committee, the person elected to fill the vacancy shall hold the position for the remainder of the term that the vacating Committee member would have served.

43. (1) For the purpose of these rules, the office of an officer of the Club or of an ordinary member of the Committee becomes vacant if the officer or member :

(a) ceases to be a member of the Club ;

- (b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code;
- (c) resigns his office by notice in writing given to the Secretary ; and
- (d) fails to attend for three consecutive Committee Meetings without leave or apology delivered at or prior to the meetings.
- (e) has any Club privileges suspended for any period of time.

- (2) An officer or ordinary member of the Committee shall not be held to have resigned his office until his resignation has been accepted by the Committee.

#### PROCEEDINGS OF THE COMMITTEE

44. (1) The Committee shall meet periodically at least 10 times in each year at such place and such times as the Committee may determine.
- (2) Special meetings of the Committee may be convened by the President or by any Five (5) of the members of the Committee.
- (3) Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
- (4) Any 7 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee. This number shall be reduced by one for every two members that the Committee is short of its full complement by way of death, resignation, suspension or expulsion. In matters requiring the endorsement of a legally constituted quorum of the committee, such requirement shall be deemed to be satisfied when sufficient committee members have indicated their voting preferences by:
- (a) being physically present, or
  - (b) communicating their intentions prior to or at a legally constituted meeting by electronic means to all members of the committee such as but not restricted to emails, SMS, conference/video call etc.
- (5) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week, unless that day is a Public Holiday in which case the meeting shall stand adjourned for two weeks, or unless the meeting was a special meeting in which case it lapses.
- (6) At meetings of the Committee :
- (a) the President or in his absence a Vice-President shall preside ; or
  - (b) if the President and the Vice-Presidents are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.

(7) Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.

(8) Each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

(9) Written notice of each Committee Meeting shall be served on each member of the Committee by delivering it to him at a reasonable time before the meeting or by sending it by prepaid post addressed to him at his usual or last known place of abode at least two business days before the date of the meeting.

(10) Subject to sub-clause (4), the Committee may act notwithstanding any vacancy on the Committee.

#### COMMITTEE VACANCY

45. (1) The Committee shall have the power to fill any Committee vacancy following completion of the Annual General Meeting or a casual vacancy that arises on the Committee or any Sub-committee of the Club following the Annual General Meeting.

#### SECTION 6

##### OTHER COMMITTEES

##### SELECTION COMMITTEES

46. (1) A Selection Committee of two to five full financial members (as determined by the Committee) shall be elected in the same prescribed manner and in accordance with Rule 42. Election of Officers, Committees and Vacancy, except that candidates must be registered Pennant players of the BV and only members who are registered as Pennant players of the BV shall be entitled to vote.

(2) The duties of a selection committee shall be to select sides and teams for BV Pennant competitions and for such other games as the Committee may direct.

(3) In the event of a casual vacancy occurring on a Selection Committee, the Committee may appoint a financial member to fill such vacancy.

(4) A Selection Committee shall have power to co-opt any financial member to assist in its duties but a final decision on any matter within its duties shall rest entirely with the Selection Committee.

#### GREENS OR PLAYING AREA DIRECTOR

47. (1) The Committee shall have power to appoint a Greens or Playing Area Director.
- (2) The Greens Director shall have full control over the duties of the Green Keeper and shall be responsible to the general Committee for the condition of the green for bowling purposes.
- (3) The Greens Director shall have full control and supervision of the playing area and power to prevent play at any time when it is considered the area may be injured thereby and notice posted by the Director shall be sufficient.
- (4) No member shall be allowed to play on the playing area unless wearing approved smooth soled and heel-less bowling shoes.
- (5) In the absence of the Greens Director, any two members of the Committee shall have power to prevent play at any time, if in their opinion the turf may be injured thereby.
- (6) In all others respects the supervision and control of the playing area and lawns shall be in the hands of the Committee whose ruling thereon shall be final.
- (7) Any complaints by members about the playing area must be put in writing and handed to the Hon. Secretary for consideration by the Committee.

48. Deleted May 2010

## SECTION 7

### FINANCIAL

#### BANKING ACCOUNTS

49. (1) The banking accounts of the Club shall be kept with such Bank as shall from time to time be appointed by the Committee.
- (2) All cheques drawn on the accounts and all drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two of the President, Immediate Past President, the Treasurer, or Secretary, provided that should any of these officers be absent through illness or other cause and a substitute or acting appointment be made by the Committee, then such person acting in the place of any one of the officers, mentioned shall be empowered to sign in like manner.

#### ACCOUNTS

50. No expenditure exceeding that amount set by the Committee shall be entered into without the consent of the Committee and all accounts against the Club shall be

passed by the Committee before payment is made unless otherwise authorised by the Committee.

#### CONTROL OVER PROPERTY

51. (1) Except 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 any realty, the leasing of any land or buildings the property of the Club for any term exceeding three years, and all other measures in any way extending the liabilities of the Club beyond the assets and estimated revenue of the Club shall require the previous sanction of a General or Special General Meeting of the Club. The property of the Club shall be subject to the control and disposition of the Committee who are 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) The orders in writing of a quorum of those assembled at the meetings, and signed by the Chairman of the day, and attested by the Secretary, shall vindicate anything done or purported to be done by them in pursuance of such direction, and no person not being a member of the Club shall be entitled to enquire into the regularity of such direction beyond the verification of the signature of the Secretary.

#### BORROWING POWERS

52. (1) If at any time the club in General Meeting or Special General Meeting shall pass a resolution authorising the Committee to borrow money, the Committee shall thereupon 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 or manner and upon such security as shall be specified in such resolution and thereupon the Committee shall make all dispositions of the Club property, or any part thereof and enter into such agreements in relation thereto as the Committee may deem proper for giving security for such loans and interest.
- (2) All members of the Club shall be bound by the decision of the meeting.

#### AUDIT

53. (1) An Auditor who shall not be an office-bearer of the Club shall be appointed at each Annual General Meeting.
- (2) Nominations for such office shall be taken at the Annual General Meeting in each year.
- (3) The Auditors shall have power at all times to examine the books and documents of the Club, and shall, as soon as conveniently may be after the close of the financial year in each year audit a Statement of Income and Expenditure and Balance Sheet, setting forth the financial business of the Club since the end of the preceding financial year prepared by the Treasurer.

- (4) Any report of the auditors shall be submitted to the Annual General Meeting.

## FUNDS

54. (1) The funds of the Club shall be derived from annual subscriptions, green fees, competition entry fees, donations and such other sources as the Committee determines.
- (2) The Club shall provide and maintain its facilities from the joint funds of the Club.

## APPLICATION OF SURPLUS

55. (1) The Club is a non-proprietary Club.
- (2) 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.
- (3) No person shall receive a greater profit benefit or advantage from the Club than that received by every member thereof other than a remuneration or honorarium for work done by the Secretary, Treasurer or other officer of the Club or salary or wages paid to employees.

## SECTION 8

### GENERAL

#### COLOURS OF THE CLUB

56. The colours of the Club shall be as the Committee from time to time may determine, subject to approval or rejection by BV.

#### HONORARY SOLICITOR

57. There may be an Honorary Solicitor to the Club, who may be appointed by the Committee upon such terms and for such period as such Committee shall direct.

#### SEAL



58. (1) The Common Seal of the Club shall be kept in the custody of the Secretary.
- (2) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two officers of the Club or of one officer of the Club and of the Public Officer of the Club.

#### EMPLOYMENT OF STAFF

59. The Committee shall have the power to appoint a Club Manager under terms and conditions that the Committee considers appropriate for the day to day operation of the club as a business subject to Rule 33 (2) (h).
- (1) The Committee shall nominate a Committee Member that the Club Manager shall directly report to and work under the direction thereof.
- (2) The manager will:
- (a) Be required to act diligently honestly and faithfully in the best interests of the club
- (b) Carry out the lawful instructions of the Committee at the direction of a nominee of the Committee.
- (c) Accept delegation of duties as and when requested by the Secretary or the President.
- (d) Appoint and employ and direct staff as required to efficiently and profitably operate the club

#### SUPPLY OF LIQUOR

60. (1) A visitor shall not be supplied with liquor in the Club premises unless complying with the conditions of the Club's Liquor License.
- (2) No persons shall be allowed to become honorary or temporary members of the Club or be relieved of the payment of the regular subscription except those possessing the qualifications defined in these Rules and subject to the conditions and regulations prescribed herein.
- (3) No liquor shall be supplied to any person under 18 years of age unless such person is accompanied by a spouse, a parent or a guardian and the liquor is supplied as part of a meal on the premises of the club.
- (4) No liquor shall be supplied or sold for consumption elsewhere than on the Club premises unless such liquor is removed unopened from the premises of the Club by the member purchasing the same.

(5) No persons under 18 years of age shall be employed by the Club to serve liquor.

(6) No payment or part payment shall be made to any Secretary, Manager or other Officer or servant of the Club by way of commission or allowance from or upon the receipts of the Club for liquor or other goods or services supplied.

#### VISITORS

61. (1) Visitors may be allowed to take part in games, but not to the exclusion of members of the Club. All Visitors to the club will have their names recorded in a book kept for that purpose except when provisions for Group Bookings allow otherwise.

(2) No more than 310 persons being such number as the licensed premises can adequately accommodate, will be permitted on the licensed premises at any one time.

#### OBJECTIONABLE BEHAVIOUR

62. (1) On the Club premises no objectionable language or behaviour or unlawful gambling or betting shall be allowed.

(2) Any infringement of this rule may be brought under the notice of the Committee, who for each offence shall have power to inflict a fine on the member so offending and or take action according to Rule 18. (1), and no member so fined shall be permitted to enjoy the privileges of membership until such fine has been paid.

#### DAMAGE TO PROPERTY

63. (1) No member shall remove from the Club House or deface or injure any article that is property of the Club.

(2) Members removing, breaking or damaging any article, that is property of the Club, shall pay for the same at a price fixed by the Committee.

#### SUGGESTIONS, DISPUTES AND MEDIATION

64. (1) All suggestions must be made in writing to the Secretary, who shall bring the same before the Committee at the next meeting.

(2) 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 Club
- (c) a member and a member of another Club, or of another Club

(3) All disputes must, in the first instance, be referred to the Committee in writing, and clearly set out the precise nature of the dispute.

(4) As soon as practicable the Committee shall contact the relevant parties and inform them of the alleged breaches of the Club's Code of Conduct, a copy of which will be provided.

(5) The investigations officer will interview the parties involved and other witnesses as appropriate to elicit details. They will make a recommendation to the committee for their decision on appropriate action.

(6) The committee's decision will be communicated to the parties in writing by the secretary.

(7) The parties will have one week – from the date of communication, to appeal – in writing, the decision of the committee.

(8) Should an appeal be lodged, the committee will, as soon as practicable, consider it and make a final determination. The result will be communicated in writing to the parties by the secretary.

(9) The committee reserves the right to review any penalties imposed at its discretion and make amendments as it deems appropriate.

#### CLUB-HOUSE OPEN

65. The Club-House shall be open to members for such times, and on such conditions, as may be decided by the Committee from time to time.

#### WINDING UP OR CANCELLATION

66. In the event of the Club or Association being disbanded the assets and property after payment of all just debts and liabilities shall not be distributed to members but shall be distributed to a fund or funds with similar objects and/or to fund or funds exclusively for charitable purposes.

#### AUTHORITY TO USE NAME OF CLUB

67. No member shall, on his own responsibility, affix his name to any document relating to the affairs of the Club, and unless authorised by the Committee, no member other than the President and/or Hon. Secretary shall carry out any resolution of any

meeting, or arrange or undertake to arrange anything to which it is necessary to couple the name of the Club.

#### ALTERATION OF RULES AND STATEMENT OF PURPOSES

68. (1) These rules and the Statement of Purposes of the Club shall not be altered except in accordance with the Act.
- (2) (a) No new rule shall be made nor any existing rule nor the statement of purposes of the Club altered or repealed except at a Special General Meeting called for that purpose, and then only upon the motion being carried by a majority of three-fourths of the members present at the meeting.
- (b) A by-law may be repealed by a simple majority of the members present at the meeting called for that purpose.
- (c) A copy of the proposed new rule, alteration or repeal shall be delivered to the Secretary at least 28 days before such meeting, and shall be inserted in the Notice convening the meeting at which such proposed new rule, alteration or repeal is to be brought and notice thereof shall be posed on the notice board of the Club 21 clear days before such meeting.
- (3) The Committee shall cause every such alteration to be exhibited in the Club premises within 14 days after it has made the same.