



**HALLS HEAD BOWLING & RECREATION CLUB (INC.)
CONSTITUTION**

INDEX

1.	Name of Club.....	4
2.	Club Colours and Emblem	4
3.	Objects.....	4
4.	Not for Profit.....	4
5.	Definitions	4
6.	Alteration and Rescinding of These Rules.....	5
7.	General Provisions	5
8.	Membership	5
9.	Membership Cessation	7
10.	Register of Members	7
11.	Application for Membership.....	8
12.	Member's Rights.....	9
13.	Subscriptions, Nomination Fees and Levies.....	10
14.	Board	11
15.	Election of Board	11
16.	Vacancies on the Board	12
17.	Responsibilities of Board Members.....	13
18.	Duties of Board Members.....	14
19.	Powers of Board	16
20.	Validity of Acts.....	17
21.	Board Meetings	17
22.	Voting at Board Meetings	18
23.	Minutes of Board Meetings.....	19
24.	Sub-Committees	19
25.	Annual General Meeting.....	19
26.	Special General Meeting.....	20
27.	General Provisions for General Meetings	21
28.	Minutes of General Meetings.....	22
29.	Finances.....	22
30.	Auditors	23
31.	Member Discipline	23
32.	Resolving Disputes.....	25
33.	Common seal.....	26
34.	Liquor Act	26
35.	Dissolution of the Club	27
36.	Record of Revision	25

1. Name of Club

- 1.1 The name of the Club shall be the Halls Head Bowling & Recreation Club (Inc.).

2. Club Colours and Emblem

- 2.1 The Official Club Colour shall be Royal Blue predominately.
- 2.2 The emblem shall be a Seagull in flight over a setting sun.
- 2.3 Club colour, emblem and uniform shall only be altered by resolution of members at a general meeting.

3. Objects

- 3.1 The principal objects are to establish, foster, maintain and conduct a club for the game of lawn bowls and to support the recreational, social, sporting, cultural and community dimensions of that interest. These objects include the provision of facilities for the pursuit of literary, scientific, athletic, and professional and any other lawful purpose that provides benefits and enjoyment for the members of the Club.
- 3.2 To provide and maintain a clubhouse and sporting amenities for the use of the members.
- 3.3 To foster community partnerships by providing a hub for well-being, interaction and engagement.
- 3.4 To advocate for, promote and support the ongoing development of the Club and broader community through sport, recreation and leisure.

4. Not for Profit

- 4.1 The property and income of the Club shall be applied solely towards the promotion of the objects of the Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

5. Definitions

- 5.1 In construing this Constitution, unless the context or such otherwise indicates or requires:
- i) *Act* means the Associations Incorporation Act 2015, its amendments and any other legislation that may come into force to replace or supplement this Act and shall form part of these Rules.
 - ii) *Books of the Club* means: the Members Register, the Record of Office Holders, the Club Constitution and the Financial Records of the Club.
 - iii) *By-Laws* means the codes or rules made and adopted by the Club in accordance with clause 19.
 - iv) *Club* means the Halls Head Bowling & Recreation Club (Inc.).
 - v) *Club Premises* means all the land and structures thereon of which the Club is the bona-fide occupier.
 - vi) *Commissioner* means: the person for the time being designated as the Commissioner under of the Act.
 - vii) *Board* means the Board of the Club, duly elected for the time being in accordance with this Constitution.
 - viii) *General Meeting* means a General meeting of the Club whether Annual or Special.
 - ix) *Liquor Act* means the Liquor Control Act 1988, its amendments and any other legislation that may come into force to replace or supplement this Act and shall form part of these Rules.

- x) *Rules* means this constitution of the Club, as in force for the time being.
- xi) *RWABA* means the Royal Western Australian Bowling Association including its trading name of Bowls WA.
- xii) *Special Resolution* means a resolution passed by the members at a general meeting in accordance with Section 51 of the Act.
- xiii) *Voting rights* means the ability for an eligible financial member to propose or second an application for membership; move or second a motion or special motion; speak at all general meetings; nominate for a position on the Board; cast a single vote at all general meetings and elections; and petition for a special general meeting.

6. Alteration and Rescinding of These Rules

- 6.1 The Club may alter or rescind any of these rules, or make additional rules, only by special resolution carried by a three-fourths majority of members present and voting at a General Meeting and by otherwise complying with Part 3 Division 2 of the Act.
- 6.2 Notice of Special Resolution to alter or rescind any of these rules or to make additional rules shall be given to the Secretary at least twenty-one (21) days preceding the General Meeting at which the motion shall be presented.
- 6.3 The Secretary shall exhibit the Special Resolution on the Club notice board and forward electronically to all members that have provided an email address a copy of said resolution at least fourteen (14) days prior to such meeting.
- 6.4 Within one month after a special resolution is carried to repeal or alter the rules or adopt new rules of the Club under clause 6, the Board shall lodge the required documents with the Commissioner.

7. General Provisions

- 7.1 This constitution shall be the rules of the Club and shall be binding on all members.
- 7.2 The interpretation of this constitution and any by-laws of the Club shall, unless set aside by a general meeting called for that purpose, be in the sole determination of the Board whose decision shall be binding on all members.
- 7.3 Words purporting the singular shall include the plural.
- 7.4 No member shall be entitled to take any legal action against the Club other than a claim for goods sold and delivered and services rendered except where it is available under law.
 - i) Members wishing to appeal any disciplinary proceedings must do so under clause 31 of this constitution.
- 7.5 Member dispute resolution will only be dealt with as per clause 32 of this constitution.

8. Membership

- 8.1 Membership of the Club shall consist of the following:
 - i) **Bowling Member** – Persons who have attained eighteen (18) years of age shall be eligible to apply for Bowling membership.
 - 1. Bowling Members shall have voting rights.
 - ii) **Life Member** – the members may elect Persons who have rendered meritorious service to the Club as Life Members for such service.
 - 1. Life Members shall not exceed fifteen (15) living Life Members at one time.
 - (a) All current Life Members shall retain their Life membership.

- (b) No further Life memberships shall be granted until there are less than fifteen (15) living Life Members.
- 2. Not more than two (2) Life Members shall be elected annually.
- 3. Life Members shall have voting rights.
- iii) **Restricted Member** – Persons who have attained eighteen (18) years of age, wishing to participate in all social games as deemed by the Match Committee shall be eligible to apply for Restricted membership.
 - 1. Restricted Members shall not have voting rights.
- iv) **Social Member** – Persons who have attained eighteen (18) years of age, interested in promoting the objects of the Club but does not wish to participate in any affiliated sporting activities shall be eligible to apply for social membership.
 - 1. Social members shall not be authorised to use the sporting facilities unless approved in writing by the Board.
 - 2. Social Members shall not have voting rights.
- v) **Junior Member** – Persons under the age of eighteen (18) years at the commencement of the membership year shall be eligible to apply for Junior Membership.
 - 1. Junior Members shall require a sporting affiliation with the Club.
 - 2. Junior members shall not have voting rights.
 - 3. Any Junior Member on attaining the age of eighteen (18) years of age wishing to remain a member of the Club shall apply for transfer of membership.
 - 4. Junior members shall not have authority to invite guests to the Club unless otherwise approved in writing by the Board.
- vi) **Short-Term Member** – Persons who have attained eighteen (18) years of age, are interested in promoting the objects of the Club but do not wish to participate in any affiliated sporting activities shall be eligible to apply for Short-Term membership.
 - 1. Short-Term membership shall be for a period of no more than twenty-eight (28) days.
 - 2. Short-Term members shall not be authorised to use the sporting facilities unless approved in writing by the Board.
 - 3. Short-Term Members shall not have voting rights.
- vii) **Honorary Member** – Membership may be granted by the Board to Club Patrons, Sponsors, Selected Government Officers and any other such persons as the Board may decide from time to time based on their relationship to the Club or community.
 - 1. Honorary membership will be restricted at any one time to a level deemed appropriate by the Club.
 - 2. Honorary Members shall not have voting rights.
- viii) **Temporary Member** – A person who is on any day visiting the Club as a member or an official of another club or team, or a person assisting a member or an official of another club or team to:
 - 1. Engage in a pre-arranged event with the Club as per the Club's objects; or
 - 2. Hold a pre-arranged function at the Club involving the use of the Club's sporting facilities.

3. Temporary Members shall not be entitled to be present at any meeting of the members of the Club, nor have voting rights or any right, title or interest in or to any of the property of the Club.
- ix) **Reciprocal Member** – A person who is a financial Affiliated Member of any like Club in Western Australia or any Licensed Bowling Club outside of Western Australia.
 1. Reciprocal members may play in any social game or in games by invitation from the Match Committee.
 2. Reciprocal Members shall not be entitled to be present at any meeting of the members of the Club, nor have voting rights or any right, title or interest in or to any of the property of the Club.
- 8.2 Temporary, Reciprocal and Honorary membership would be subject to withdrawal by any Club official, including bar persons, acting in the best interests of the Club.

9. Membership Cessation

- 9.1 A person ceases to be a member when any of the following take's place:
 - i) For a member who is an individual, the individual dies;
 - ii) The person resigns from the Club;
 - iii) The person is expelled from the Club under clause 31;
 - iv) The person ceases to be a member under clause 13.
- 9.2 The Secretary will keep a record on file of the date on which the person ceased to be a member and the reason why the person ceased to be a member.
- 9.3 A member may resign from membership of the Club by giving written notice of the resignation to the Secretary:
 - i) The resignation takes effect when the Secretary receives the notice; or if a later time is stated in the notice, at that later time.
 - ii) A person who has resigned from membership of the Club remains liable for any fees that are owed to the Club (the owed amount) at the time of resignation.
 - iii) The owed amount may be recovered by the Club in a court of competent jurisdiction as a debt due to the Club.

10. Register of Members

- 10.1 The Club shall keep an up-to-date register of members in respect of Bowling, Life, Restricted, Social, Short-Term, Junior and Honorary members.
 - i) Residential, postal or email address; or information by means of which contact can be made with the member, can be nominated for the register of members.
 - ii) For the purposes of the Liquor Act, a register of member names and class of membership must be continually available for inspection at the Club premises by authorised officers as defined under the Liquor Act.
- 10.2 The Secretary, or another person authorised by the Board, is responsible to maintain the register of members and update the register within twenty-eight (28) days of new members, members resigning, members suspended/expelled and in the latter case, include date in which member ceases and reasons for cessation of membership.
- 10.3 The register of members shall be kept in the Club office, or at another place determined by the Board.
- 10.4 A Member must contact the Secretary to request to inspect the register of members.

- i) The Member may make a copy of details from the register of members but has no right to remove the register for that purpose.
- ii) A Member may make a request in writing for a copy of the register of members.
- iii) The Club may charge a reasonable fee to the Member for providing a copy of the Member Register, the amount to be determined by the Board from time to time.
- iv) A Member must not use or disclose the information on the register of members:
 - 1. To gain access to information that a member has deliberately denied them (that is, in the case of social, family or legal differences or disputes);
 - 2. To contact, send material to the Club or a Member for the purpose of advertising for political, religious, charitable or commercial purposes, or
 - 3. For any other purpose unless the use of the information is approved by the Board and for a purpose:
 - 4. That is directly connected with the affairs of the Club; or
 - 5. Related to the provision of the information to the Commissioner in accordance with a requirement of the Act.
- v) The Board shall require a Member who requests a copy of the register of members to provide a statutory declaration setting out the purpose of the request and declaring that the purpose is connected with the affairs of the Club.

11. Application for Membership

- 11.1 Subscriptions and any nomination fee shall be made at the time of application.
- 11.2 Any person desiring to become a Bowling, Restricted, Social, Junior or Honorary member of the Club shall be nominated by a financial voting member and apply in writing on the form provided for the purpose from time to time by the Club.
 - i) All applications shall be signed by the applicant and nominating member.
 - 1. When the application form and all subscriptions have been received by the Secretary, the person shall be a provisional member of the Club and exercise all of the privileges of a member excluding voting rights until such time as the next Board meeting.
 - 2. The applicant's name and nominee's name will be posted on the Club noticeboard from the time of application until the next Board meeting.
 - 3. At the next Board meeting, the applicant will then be accepted or denied membership.
 - (a) The Board must consider applications in the order in which they are received by the Club.
 - (b) The Board may delay its consideration of an application if the Board considers that any matter relating to the application needs to be clarified by the applicant or that the applicant needs to provide further information in support of the application.
 - 4. If membership is denied, all subscriptions shall be refunded.
- 11.3 Any person desiring to become a Short-Term Member may make application to the Club as a Short-Term Member, and if accepted, shall pay the prescribed subscription and shall be entitled to use of the Club facilities for a period of no longer than twenty-eight (28) days.
 - i) When the application form and all subscriptions have been received by the Secretary, the person shall be a provisional member of the Club and exercise all of the privileges of a member until such time as the next Board meeting.

- ii) At the next Board meeting, the applicant will then be accepted or denied membership.
- iii) If membership is denied, all subscriptions shall be refunded.
- iv) At the end of the period of their membership a Short-Term member who wishes to continue their membership shall apply as per Clause 11.2.

11.4 Transfer of Membership:

- i) Any Bowling, Restricted or Social member wishing to transfer to a different membership category shall apply as per Clause 11.2.
- ii) Any Junior Member on attaining the age of eighteen (18) years of age shall on application to the Board be transferred to the appropriate Club membership.

11.5 No person shall be entitled to exercise any of the privileges of a member until they have paid all subscriptions due by them.

11.6 The Board shall have the right to refuse to admit any person to membership without assigning any reason for doing so.

- i) Applicants whose membership has been rejected shall not be eligible to reapply for membership for a period of one year (1) from the time of application.
- ii) Applicants whose membership has been rejected shall not attend the Club as a guest of any member for a period of one year from application.

11.7 On the acceptance of each applicant, the Secretary shall notify the same to them, and they shall be enrolled as a Member of the Club, and become entitled to the privileges and be bound by its rules and by all consequences resulting from breach or non-performance thereof, and shall thereby absolve every person concerned in carrying out enforcing such rules from all personal responsibility or legal liability on such account.

11.8 Life Member – A financial voting member may propose another member for Life Membership to the Board in writing giving reasons as per the criteria contained in the by-laws that Life Membership should be granted.

- i) A General Meeting may, upon a 75% majority vote, confer Life Membership on a member who has rendered special and outstanding services to the Club.

12. Member's Rights

12.1 The rights and privileges of every member shall be personal and shall not be in any manner transferable by their own act or through any other person on their behalf or by operation of law.

12.2 Voting rights for each membership category are as detailed in clause 8.

12.3 Members who are employees of the Club are entitled to all the rights and privileges of membership excluding those rights concerned with the selection, election and holding of office with the Club.

12.4 All members, upon commencement of membership, will be supplied with an electronic copy of the Club Constitution or will be directed to obtain a copy of the Club Constitution from the Club's website.

12.5 Upon acceptance to membership, all members agree to be bound by the Club Code of Conduct

12.6 Guests – Bowling, Life, Restricted, Social, Short-Term and Honorary Members shall be at liberty to invite guests to the Club, but the number of guests shall not exceed the maximum number as contained in the Liquor Act.

- i) A member shall be at liberty to invite an unlimited number of guests where the sale of liquor is ancillary to a meal supplied at the Club by or on behalf of the Club to a member

and to each of the guests of that member being guests of whose attendance was given prior notice to the Club as per the Liquor Act.

- ii) A guest may attend the Club a maximum of five (5) times per annum before they must apply for membership.

12.7 Functions – Bowling, Life, Restricted, Social, Short-Term and Honorary Members are entitled to host functions on the Club premises after written application for said function has been considered and approved by the Board.

- i) The member may hold the function without limit to the number of guests, providing that the sale of liquor shall be to the member, for consumption by the guests of that member at the function, as per the Liquor Act.
- ii) The Secretary will furnish the applicant with a written copy of Club rules relating to functions after the application has been approved and any additional conditions and restrictions it shall see fit.

12.8 Upon request, a member is able to inspect the Books of the Club at such time and place as is mutually convenient to the Club and the Member.

13. Subscriptions, Nomination Fees and Levies

13.1 The annual membership subscription and any nomination fee of the Club shall be set by majority vote of the Board at the March meeting of the Board.

13.2 All Members are required to pay any levy that may be raised by the Board from time to time.

- i) Exceptions may be granted to Members who show cause to the Finance Committee.

13.3 Any member who does not notify the Secretary in writing before the end of the Club financial year of their withdrawal from the Club shall be liable for the subscription for the current Club financial year.

13.4 Notice of the annual membership subscription, any nomination fee and levies shall be notified to the members via the Club notice board and at their nominated address on the Register of Members including email if available.

13.5 All subscriptions are due from the first day of April and are payable in advance on or before the thirty-first day of July in the current financial year.

- i) Any member who, through absence; illness; financial difficulties; unemployment; physical disability or other distressful circumstances is unable to pay their full subscription but desires to retain participation with the Club may apply in writing to the Board to relieve them of part of their liability, but not so as to make their total liability less than one third of the applicable subscription.
- ii) The Board will have discretion as to whether to accept the application and if accepted, any amount payable.

13.6 Any member whose subscription is in arrears after the thirty-first day of July in each year shall cease to be a member.

13.7 Where a member who has ceased to be a Member under Clause 13.6 offers to pay the annual membership fee prior to the first day of September in the current financial year:

- i) The Board will have discretion as to whether to accept the offer.
- ii) If the offer is accepted, membership shall re-commence from the date the payment is received and the Secretary shall notify the recommencement date to the reinstated member.
- iii) The Secretary shall record the dates as a break in membership in the register of members.

14. Board

- 14.1 The management of the Club shall be vested in the Board consisting of the following six (6) elected positions:
- i) President [elected for a two (2) year term]
 - ii) Vice President [elected for a two (2) year term]
 - iii) Director of Finance [elected for a two (2) year term]
 - iv) Secretary [elected for a two (2) year term]
 - v) Director of Bar [elected for a one (1) year term]
 - vi) Director of Partnerships [elected for a one (1) year term]
- 14.2 Terms commence at the conclusion of the Annual General Meeting at which the election was held and end at the conclusion of the next applicable Annual General Meeting:
- i) Two (2) years after election for President, Vice President, Director of Finance and Secretary; and
 - ii) One (1) year after election for Director of Bar and Director of Partnerships.
- 14.3 **Board Transition** – upon acceptance of these rules the following shall apply:
- i) All newly created positions shall be treated as a casual vacancy.
 - ii) Terms of office for existing and new committee members expire at the Annual General Meeting following approval of these rules.
 1. President and Director of Finance shall be elected for two (2) year terms at the Annual General Meeting following approval of these rules, and thereafter shall be elected for two (2) year terms every alternate Annual General Meeting.
 2. Vice President and Secretary shall be elected for one (1) year terms at the Annual General Meeting following approval of these rules, and thereafter shall be elected for two (2) year terms every alternate Annual General Meeting.
- 14.4 Board members shall be a financial member with voting rights who are not under suspension or ineligible as per Clause 17.10.
- 14.5 Board members may only hold one position concurrently.
- 14.6 The Board shall have the power to co-opt Members at any time to assist the Board and further the objects of the Club provided such persons shall not have voting rights.

15. Election of Board

- 15.1 The election of Board Members shall be by ballot at the Annual General Meeting in the presence of the Returning Officer and two (2) scrutineers.
- i) The Board shall appoint a Returning Officer who shall not be a candidate for election at least twenty-eight (28) days prior to the Annual General Meeting.
 - ii) The Members shall elect two (2) scrutineers at the Annual General Meeting.
 - iii) The Secretary shall provide the Returning Officer with a current register of Members entitled to vote in an election.
 - iv) Ballot papers shall show separately the surnames and given names of the candidates nominated for each office in respect of which an election is necessary.
 1. The order in which names of the candidates nominated for each office appear on the ballot paper shall be in accordance with the draw conducted by the Returning Officer and the Secretary in the presence of those candidates able to be present at the draw.

- v) Members unable to attend the Annual General Meeting may lodge a vote on the Club approved ballot paper with the Secretary at least two (2) days prior to the meeting, having also recorded and signed an apology for the meeting on an outer sealed envelope that contains the sealed ballot paper.
 - 1. This approved ballot paper must be distributed directly to the member.
 - 2. The Club shall provide a ballot box that shall be locked by the Returning Officer and placed in the Club to receive the ballot at the time making the ballot papers available to Members.
 - vi) All other votes shall be cast at the Annual General Meeting.
 - 1. Proxy votes are allowed as per Clause 27.
 - vii) Each financial voting member present at the meeting or lodging a vote under Clause 15.1(v) is eligible to vote for one (1) nominee of each position.
- 15.2 The Secretary shall post the elected Board member positions becoming vacant on the Club Noticeboard and forward to all members that have provided an email address a copy no less than twenty-eight (28) days before the Annual General Meeting.
- 15.3 Members may nominate for more than one Board position.
- 15.4 Nominations for individual elected positions on the Board must be in writing signed by the proposer, a seconder and the nominee and must be in the hands of the Secretary by 5pm not less than fourteen (14) before the Annual General Meeting.
- i) Only financial members with voting rights who are not ineligible as per Clause 17.10 or under suspension may submit nominations for a position on the Board.
 - ii) The nominations shall be exhibited on the notice board or electronically posted at least seven (7) days prior to the said meeting.
 - iii) Retiring Board Members are eligible to renominate for the position they have vacated.
 - iv) A Member whose nomination does not comply with this clause is not eligible for election to the Board unless the Member is nominated under Clause 16.6.
- 15.5 Where a member has nominated for more than one position and they are elected to a position, their additional nominations shall be withdrawn.
- 15.6 In the case where no more than the required number of Board Members shall be nominated, those so nominated shall be declared elected.
- 15.7 In the case where there is no nomination for a board position, the Chair of the meeting shall call for nominations from the Members at the meeting.
- 15.8 A Member who has nominated for the position may vote for themselves.
- 15.9 If two or more candidates receive the same number of votes, the Returning Officer shall determine by lot the successful candidate/s.

16. Vacancies on the Board

- 16.1 A casual vacancy occurs in the office of a Board Member and that office becomes vacant if the Board Member:
- i) Dies;
 - ii) Ceases to be a member;
 - iii) Becomes disqualified from holding a position under Clause 14.10 as a result of bankruptcy or conviction of a relevant criminal offence;
 - iv) Becomes permanently incapacitated by mental or physical ill-health;

- v) Resigns from office under Clause 16.3;
 - vi) Is absent from more than:
 - 1. Three consecutive Board Meetings without a good reason; or
 - 2. Three Board Meetings in a twelve (12) month period without tendering an apology to the person presiding at each of those Board Meetings;
 - vii) Is removed from office by resolution at a General Meeting of the Club if a majority of the Members present and with voting rights at the meeting vote in favour of the removal.
 - 1. The Board Member who faces removal from the Board must be given a full and fair opportunity at the General Meeting to decide the proposed resolution, to state their case as to why the Member should not be removed from their position on the Board.
 - 2. If all Board Members are removed by resolution at a General Meeting, the Members must, at the same General Meeting, elect an interim Board.
 - 3. The interim Board must, within two months, convene a General Meeting of the Club for the purpose of electing a new Board.
- 16.2 Any vacancy occurring in the Board as per Clause 16.1 may be filled at a meeting of the Board when a member may be elected to fill such a vacancy until the next election provided the member elected at such Board meeting shall hold office in the place of, and upon the same terms and conditions as their predecessor, had the latter continued in the office.
- 16.3 No member of the Board shall be held to have resigned their seat until their resignation in writing is provided to the President or Secretary, and has been presented to and accepted by the Board.
- 16.4 In the vacancy of the President then the Vice President shall become President.
- 16.5 A casual vacancy of Vice President shall be filled by the Board by a Member of the Board.
- 16.6 If vacancies on the Board result in the number of Board Members being less than the number fixed under Clause 21.1, the continuing Board Members may act to only:
- i) increase the number of Members on the Board to the number required for a quorum; or
 - ii) convene a General Meeting of the Club

17. Responsibilities of Board Members

- 17.1 The Board must take all reasonable steps to ensure the Club complies with its obligations under the Act and this constitution.
- 17.2 A Board Member must exercise their powers and discharge their duties with a degree of care and diligence that a reasonable person would exercise in the circumstances.
- 17.3 A Board Member must exercise their powers and discharge their duties in good faith in the best interests of the Club and for a proper purpose.
- 17.4 A Board Member or former Board Member must not improperly use information obtained because they are a Board Member to:
- i) Gain an advantage for themselves or another person; or
 - ii) Cause detriment to the Club.
- 17.5 A Board Member or former Board member must not improperly use their position to:
- i) Gain an advantage for themselves or another person; or
 - ii) Cause detriment to the Club.

- 17.6 A Board Member having any material personal interest, i.e.: financial or non-financial interests, in a matter being considered at a Board Meeting must:
- i) As soon as they become aware of that interest, disclose the nature and extent of their interest to the Board;
 - ii) Disclose the nature and extent of the interest at the next General Meeting of the Club; and
 - iii) Not be present while the matter is being considered at the Board Meeting or vote on the matter.
- 17.7 Clause 17.6 does not apply in respect of a material personal interest that:
- i) Exists only because the Board Member belongs to a class of persons for whose benefit the Club is established; or
 - ii) The Board Member has in common with all, or a substantial proportion of, the members of the Club.
- 17.8 The Secretary must record every disclosure made by a Board Member under Clause 17.6 in the minutes of the Board Meeting at which the disclosure is made.
- 17.9 No Board Member shall make any public statement or comment or cause to be published any words or article concerning the conduct of the Club unless the person is authorised by the Board to do so and such authority is recorded in the minutes of the Board Meeting.
- 17.10 Eligibility
- i) No person shall be eligible to hold a position on the Board if the person is, according to the Interpretation Act section 13D, a bankrupt or a person whose affairs are under insolvency laws unless the person has obtained the consent of the Commissioner.
 - ii) No person shall be eligible to hold a position on the Board if the person has been convicted of, or imprisoned in the previous five years for:
 - 1. an indictable offence in relation to the promotion, formation or management of a body corporate;
 - 2. an offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months; or
 - 3. an offence under Part 4 Division 3 or section 127 of the Act;unless the person has obtained the consent of the Commissioner.
- 17.11 All Board Members shall maintain the privacy and confidentiality of meeting proceedings and matters relating to the strategic governance and management of the Club.
- 17.12 All Board Members shall abide by the Board Member Code of Conduct as contained in the by-laws.
- 17.13 As soon as is practicable after a person has ceased to be a member of the Board of the Club, all relevant documents, records as may be defined in the by-laws and security items (including passwords and keys) must be delivered to a Board Member of the Club.

18. Duties of Board Members

18.1 President

- i) Must consult with the Secretary regarding the business to be conducted at each Board Meeting and at each General Meeting.
- ii) May convene Special Meetings of the Board.
- iii) May preside over Board Meetings.

- iv) May preside over General Meetings.
- v) Must ensure that the minutes of a General Meeting or Board Meeting are reviewed and signed as correct.
 - 1. In the case where the President was absent from the meeting then the Vice President shall sign or another Board Member who was in attendance at that meeting.

18.2 Vice President

- i) Shall assist the President in their duties.
- ii) Shall have the responsibility of ensuring that all matters of Governance in respect to the Constitution, all By-Laws and Conditions of Play relating to the operation of the Club are adhered to.
- iii) May preside over Board Meetings where the President is unable to
- iv) May preside over General Meetings where the President is unable to

18.3 Secretary

- i) Must co-ordinate the correspondence of the Club.
- ii) Consult with the President about the business to be conducted at meetings and convene General Meetings and Board Meetings, including preparing the notices of meetings and of the business to be conducted at each meeting.
- iii) Keep and maintain in an up-to-date condition the Constitution of the Club, by-laws of the Club, Conditions of Play and Record of Revision referred to in Clause 36 of this Constitution.
- iv) Maintain the register of members as per clause 9.
- v) Maintain a record of Office Holders of the Club.
 - 1. Board Members may choose to nominate their business PO Box number and email address in lieu of their personal address.
- vi) Ensure the Annual Information Statement is submitted.
- vii) Ensure the safe custody of the books, with the exception of the accounting records, of the Club.
- viii) Take and keep full and correct minutes of Board Meetings, which will be available to all Board Members within seven (7) days of the Board Meeting, tabled for adoption at the next Board meeting and then stored and distributed where required.
- ix) Take and keep full and correct Minutes of General Meetings, which will be available to all Members within twenty-eight (28) days of the General Meeting and will be tabled for adoption at the next General Meeting.
- x) Perform any other duties as are imposed by these Rules or the Club on the Secretary.

18.4 Director of Finance

- i) Must ensure all monies payable to the Club are collected and that receipts are issued for those monies in the name of the Club.
- ii) Ensure the payment of all monies referred to in Clause 18.4 i) are paid into the account or accounts of the Club as the Board may from time to time direct.
- iii) Ensure timely payments from the funds of the Club with the authority of a General Meeting or of the Board, with all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Club, including electronic banking signed by either:
 - 1. 2 committee members; or
 - 2. one committee member and a person authorised by the committee.

- iv) Ensure that the Club complies with the account keeping requirements in Part 5 of the Act.
- v) Ensure the safe custody of the financial records of the Club and any other relevant records of the Club.
- vi) Coordinate the preparation of the financial statements or financial report, as imposed on the Club under Part 5 of the Act, prior to their submission to the Annual General Meeting of the Club.
- vii) Assist the reviewer or auditor (if any) in performing their functions.
- viii) Perform any other duties as are imposed by this Constitution on the Director of Finance.

18.5 Finance Committee

- i) On instruction from the Board the Finance Committee will investigate the costs of future objects or projects by way of obtaining quotes and if applicable, investigate the possibility of obtaining financial grants from other sources.
- ii) These findings shall be submitted to the Board for further consideration.

19. Powers of Board

- 19.1 The business of the Club shall be managed by the Board who may exercise all powers of the Club, except those required to be exercised by the Club at a General Meeting.
- 19.2 Without prejudice to the powers conferred by the last preceding clause, the Board shall have power to do the following things:
 - i) To purchase or otherwise acquire any books, newsletters or periodicals and dispose of them as it may see fit.
 - ii) To determine from time to time the conditions on which and time when, members may use the property of the Club or any part or parts thereof, and when and under what conditions the premises of the Club or any part or parts thereof, shall be used by members.
 - iii) To determine what person, if any, not being members of the Club shall be permitted to use the premises of the Club or any part or parts thereof and during what time and under what conditions and when and at what times and places and under what conditions such persons shall be supplied with refreshments and accommodation.
 - iv) To appoint any officials or servants of the Club and to remove them as occasions may require at their discretion and to define their respective duties. Persons appointed to paid positions shall be engaged under a contract, award or classification of work in the Registered and Licensed Clubs Award (2020) and its amendments.
 - v) To delegate, subject to such conditions as it thinks fit any of its powers to sub committees consisting of such members of the Board and other members of the Club co-opted for the purpose as it may determine and to make such regulations as to the proceedings of such sub committees as may be thought desirable.
 - vi) To regulate and control their own meeting and the transaction of business.
 - vii) To reimburse expenses of any servant of the Club for faithful and diligent service as deemed fit.
 - viii) In accordance with this constitution, to discipline any member.
 - ix) To enter into or accept any lease or tenancy of the premises where on the Club shall conduct its affairs or of any furniture, goods and effects, which may be required for the use of the Club on such terms and on such conditions as the Club, may deem expedient.
 - x) To take and defend all legal proceedings by or on behalf of the Club and to appoint all necessary Attorneys for any such purpose.

- xi) To borrow, raise or secure the payment of money, and to sell and dispose of the assets of the Club up to \$50,000.
- xii) To ratify by-laws not inconsistent with this constitution or oppose those that are, regulating the use and management of the Club premises, the admission of members and the conduct of the Club and its affairs generally as outlined in clause 1.1 of the Bowls By- Laws and Conditions of Play.
- xiii) To determine and vary Playing Rights but where particular Playing Rights are specifically stated in this constitution, those Playing Rights may only be varied as necessary to accommodate tournaments, competitions and matches, or adverse conditions or works on the sporting fields.
- xiv) To do and perform any other act, matters and things in connection with or relative to the management of the Club as shall not by this constitution require to be done by the Club in General Meetings.
- xv) To appoint such number of delegates to sporting bodies and associations with which the Club may from time to time be affiliated as may be required by the rules thereof and such delegates shall hold office in accordance with the rules of such sporting bodies and associations respectively.
- xvi) Every member of the Board shall be indemnified against any loss, expenses or liability incurred by reason of any act or deed performed by them in good faith on behalf of the Board and the Board may use the funds of the Club for any such purpose required, together with any reasonable expenses incidental to Board activities.

20. Validity of Acts

- 20.1 Any act performed by the Board or a Sub-Committee is deemed to be valid even if the act was performed when:
- i) There was a defect in the appointment of a Board or Sub-Committee Member; or
 - ii) A Board Member was disqualified from being a Board Member as per Clause 17.10.

21. Board Meetings

- 21.1 The quorum at all Board meetings shall be four (4).
- 21.2 Board Meetings may take place:
- i) Where the Board Members are physically present together; or
 - ii) Where the Board Members are able to communicate by using any technology that reasonably allows the Board Member to participate fully in discussions as they happen in the Board Meeting and in making decisions, provided that the participation of the Board Member in the Board Meeting must be made known to all other Members.
- 21.3 A Board Member who participates in a meeting as set out in Clause 21.2(ii):
- i) is deemed to be present at the Board Meeting; and
 - ii) continues to be present at the meeting for the purposes of establishing a quorum, until the Board Member notifies the other Board Members that they are no longer taking part in the Board Meeting.
- 21.4 Board meetings shall be held not less than six (6) times per year, with no longer than two (2) months between meetings, on the dates and at the times and places determined by the board.
- i) The date, time and place of the first Board meeting must be determined by the Board Members as soon as practicable after the Annual General Meeting at which the Board Members are elected.

- 21.5 Notice of each Board Meeting must be given to each Board Member at least forty-eight (48) hours before the time of the meeting.
- i) The notice must state the date, time and place of the meeting and must describe the general nature of the business to be conducted at the meeting.
- 21.6 The only business that may be conducted at the meeting is the business described in the notice except in the case of urgent business where committee members at the meeting unanimously agree to treat that business as urgent.
- 21.7 The procedure to be followed at a Board Meeting must be determined from time to time by the Board.
- 21.8 The order of business at a Board Meeting may be determined by the Board members at the meeting.
- 21.9 The President shall preside at all meetings of the Board of the Club and, in their absence, the Vice President.
- i) Should neither be present, the meeting shall elect a Chairperson.
- 21.10 Special Board meetings may be convened by the Chairperson or by any two (2) Board Members.
- 21.11 The Secretary shall record the minutes of all resolutions and proceedings of the Board.
- 21.12 Any Member of the Club may present themselves, prior to the commencement of a Board Meeting and speak on any subject for a period not exceeding five (5) minutes.
- i) The Board is not required to respond.
 - ii) The member shall leave when requested by the Board.
 - iii) The person shall not have any right to make further comment without invitation, or vote on any matter, or to be provided with copies of any agenda, minutes of meetings, or documents presented to such meetings
- 21.13 All other guests may attend Board Meetings if invited by the Board but the person shall not have any right to comment without invitation, or vote on any matter, or to be provided with copies of any agenda, minutes of meetings, or documents presented to such meetings.

22. Voting at Board Meetings

- 22.1 All resolutions of the Board shall be decided by a majority vote of all those present except as provided for under Clause 22.1ii).
- i) Each Board member present shall have one deliberative vote only.
 - ii) The Board may pass a resolution outside of a Board meeting if:
 - 1. Identical copies of a document are circulated to each Board Member detailing:
 - (a) Motion
 - (b) Mover
 - (c) Secunder
 - 2. The document shall be circulated:
 - (a) By email to address on Register of Members; or
 - (b) In person
 - 3. All Board Members shall:
 - (a) Return circulated document through email or in person, indicating acceptance or rejection of the motion; or

(b) Reply to email, quoting the motion and indicating acceptance or rejection of the motion.

4. Taken together, all signed copies of the document will constitute the same document.
5. The resolution shall be decided by a majority vote after all Board Members have voted under Clause 22.1(ii)(3).

22.2 In the case of equality of votes, the proposal before the Board shall be decided in the negative.

23. Minutes of Board Meetings

23.1 The Board must ensure that Minutes are taken and kept of each Board Meeting, recording the following:

- i) The names of the Board Members present at the meeting.
- ii) The name of any person attending the meeting having been invited to attend.
- iii) The business considered at the meeting.
- iv) Any motion on which a vote is taken at the meeting and the result of the vote.

23.2 When the Minutes of a Board meeting have been signed as correct, they are, until the contrary is proved, evidence that:

- i) the meeting to which the minutes relate was duly convened and held; and
- ii) the matters recorded as having taken place at the meeting took place as recorded; and
- iii) any appointment purportedly made at the meeting was validly made.

24. Sub-Committees

24.1 The Board may delegate any of its powers to Sub-Committees consisting of such Members as it thinks fit.

- i) Terms of Reference and Duties of Sub-Committees shall be as per the by-laws.

24.2 Such Sub-Committees must report and be responsible to the Board.

24.3 No act of any Sub-Committee shall be binding on the Board or Club until ratified by the Board.

24.4 The Chair need not be an existing Member of the Board, except in respect of the Finance Sub-Committee.

24.5 The President of the Board must be an ex-officio Member

24.6 The following shall be Standing Sub-Committees:

- i) Men's Bowls
- ii) Ladies Bowls
- iii) Finance
- iv) Grounds
- v) House
- vi) Social
- vii) Catering

24.7 The Chairperson of each sub-committee shall be appointed by the Board from Expressions of Interest with the following exceptions:

- i) The Chairperson of Men's Bowls shall be elected annually by all male Bowling members.
- ii) The Chairperson of Ladies Bowls shall be elected annually by all female Bowling members.

- iii) The Director of Finance (who shall Chair the finance sub-committee) which is an elected position on the Board.

24.8 The Chairperson of each standing sub-committee together with any other sub-committee deemed necessary by the Board shall report to the Board as required.

25. Annual General Meeting

25.1 The Annual General Meeting of members shall be held every calendar year within six (6) months after the end of the Club's financial year, with the Board to determine the date, time and place.

- i) Twenty (20) percent of financial voting members shall constitute a quorum.
- ii) In the case of insufficient members to form a quorum being present after 30 minutes following the advertised start time for an Annual General Meeting, said meeting will be automatically adjourned to re-convene at the same time seven days later and shall proceed with or without a quorum.

25.2 Notification of each upcoming Annual General Meeting shall be posted on the Club notice board and provided via email to all members that have provided their email address at least twenty-eight (28) days prior to the date set for the Annual General Meeting.

- i) All Notices of Motion for consideration at the Annual General Meeting must be handed to the Secretary in writing by 5pm no less than twenty-one (21) days prior to the date set for said meeting.

25.3 Notice of the meeting (including date, time and location) and agenda items, including wording of any Notices of Motion and Notices of Special Resolution, must be posted on the Club notice board and provided via email to all members that have provided their email address at least fourteen (14) days before the date of the meeting for all members to read. Such notice must also include a proxy form.

25.4 The order of business at the Annual General Meeting shall be as follows:

- i) Confirming or amending the minutes of the previous Annual General Meeting and any other General Meeting not yet confirmed.
- ii) Receive the Annual Financial Report on the Club's activities for the preceding financial year, including the Financial Statements, for discussion and adoption or otherwise.
- iii) Election of Board Members.
- iv) Any other business of which Notice has been given.

26. Special General Meeting

26.1 The Board may at any time call a Special General Meeting.

- i) Twenty (20) percent of financial voting members shall constitute a quorum.
- ii) In the case of insufficient members to form a quorum being present after thirty (30) minutes following the advertised start time, the meeting shall automatically adjourn to re-convene at the same time seven days later and shall proceed with or without a quorum.

26.2 A Special General Meeting shall also be called by the Board on a requisition signed by no less than twenty percent (20%) of members with voting rights, stating in detail the purpose of the meeting.

- i) If the Board does not convene a Special General Meeting within twenty-eight (28) days of the date of the requisition being received, any signatory of the requisition shall have the power to convene the meeting as per Clause 26.3.
 - 1. The Club must reimburse any reasonable expenses incurred by the Members convening a Special General Meeting under Clause 26.2 i).

- ii) Twenty percent (20%) of financial voting members shall form a quorum.
 - iii) In the case of insufficient members to form a quorum being present after thirty (30) minutes following the advertised start time, the meeting shall automatically lapse.
- 26.3 Notice of the meeting (including date, time and location) and agenda items, including wording of any Notices of Motion and Notices of Special Resolution, must be posted on the Club notice board and provided via email to all members who have provided their email address at least fourteen (14) days before the date of the meeting for all members to read. Such notice must also include a proxy form.
- 26.4 Only business of which notice shall have been given as above, or in accordance with these rules, shall be transacted at a Special General Meeting.

27. General Provisions for General Meetings

- 27.1 General Meetings may take place where the Members are physically present together.
- 27.2 The Chair of the meeting shall be the Club President or if not available a person nominated and elected by the members present.
- 27.3 All votes shall be cast by persons present at the General Meeting, except those that have lodged an absentee vote under clause 15.
- i) Only financial members with voting rights at the time notice of the meeting was given will be permitted to vote on matters at a General Meeting.
 - ii) Each financial member with voting rights present shall have one deliberative vote only.
 - iii) In the case of a Special Resolution a motion is carried if 75% of the Members present vote in favour of the motion. In all other cases a simple majority carries the motion.
 - iv) If the question is whether or not to confirm the Minutes of the previous General Meeting only Members who were at that meeting may vote.
 - v) Proxy votes shall be permitted as follows:
 - 1. A Member may appoint a Member as their Proxy to vote and speak on their behalf at a General Meeting.
 - 2. A Member may be appointed the Proxy for not more than five (5) other Members.
 - (a) The appointment of a Proxy must be in writing and signed by the Member making the appointment on the form provided by the Board from time to time.
 - 3. The Member appointing the Proxy may give specific directions as to how the Proxy is to vote on their behalf.
 - (a) If no instructions are given to the Proxy, the Proxy may vote on behalf of the Member in any matter as the Proxy sees fit.
 - 4. Proxy forms must be received by the Secretary not later than the commencement of the meeting.
 - vi) Absentee votes shall only be permitted as provided for with Board elections under Clause 15.
- 27.4 At any general meeting unless a poll is requested by at least three (3) members with voting rights, a declaration by the Chair that a resolution has been carried or lost, and an entry to that effect in the minutes of the Club shall be sufficient evidence of the decision.
- 27.5 The Chairperson shall have a deliberative and casting vote, which on an equality of votes shall be cast in the negative and shall decide all questions of order unless otherwise provided by this constitution.

- 27.6 The Chairperson of a General Meeting may, with the consent of the majority of the financial voting Members present at the meeting, adjourn the meeting to another time at the same place or at another place:
1. if there is insufficient time to deal with the business at hand; or
 2. to give the members more time to consider an item of business.
- ii) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- iii) Notice of the adjournment of a meeting under this clause is not required unless the meeting is adjourned for fourteen (14) days or more, in which case notice of the meeting is given in accordance with clauses 25 and 26.

28. Minutes of General Meetings

- 28.1 The Board must ensure that Minutes are taken and kept of each General Meeting, recording the following:
- i) The names of the Members present at the meeting.
 - ii) The name of any person attending the meeting having been invited to attend.
 - iii) All Proxy forms given to the Secretary under clause 27.3(v).
 - iv) Any business considered at the meeting.
 - v) All reports presented at the meeting.
 - vi) Any motion on which a vote is taken at the meeting and the result of the vote.
- 28.2 When the Minutes of a General Meeting have been signed as correct, they are, until the contrary is proved, evidence that:
- i) the meeting to which the minutes relate was duly convened and held; and
 - ii) the matters recorded as having taken place at the meeting took place as recorded; and
 - iii) any election or appointment purportedly made at the meeting was validly made.

29. Finances

- 29.1 The Club financial year shall be from the first of April each year, until the following 31st of March.
- 29.2 If the Club engages a reviewer or auditor, they shall be independent to the Club.
- i) Appointments of any reviewer or auditor shall be as per Part 5 of the Act.
- 29.3 Correct accounts and books shall be kept showing the financial affairs of the Club and the particulars usually shown in books of accounts of a like nature.
- i) The Board may authorise any Director to expend funds on behalf of the Club up to a specified limit without requiring approval from the Board for each item on which the funds are expended.
- 29.4 The Clubhouse and other Club facilities are to be provided and maintained from the joint funds of the Club and no person shall be entitled under these rules to derive any benefit or advantage from the Club which is not shared equally by every member thereof.
- 29.5 Clause 29.4 does not prevent:
- i) The payment in good faith of remuneration to any officer, employee or Member in return for any services actually rendered to the Club or for goods supplied in the ordinary and usual course of business;

- ii) The payment of interest at a rate not exceeding the prevailing market rate published by the Reserve Bank of Australia as the “Cash Rate Target” from time to time on money borrowed from any Member;
- iii) The payment of reasonable and proper rent by the Club to a Member for premises leased by the Member to the Club; or
- iv) The reimbursement of expenses incurred by any Member or any Board Member on behalf of the Club.
- v) The reimbursement of a Board Member’s travelling and other expenses as properly incurred:
 - 1. In attending Board Meetings or Sub-Committee meetings;
 - 2. In attending any General Meetings of the Club; and
 - 3. In connection with the Club’s business.
- vi) The payment of an honorarium to Board Members as determined by members by special resolution at an Annual or Special General meeting.

30. Auditors

- 30.1 There shall be an Auditor, not a Member of the Board, who shall be elected at the Annual General Meeting.
- 30.2 The Auditor shall be independent to the Club.
- 30.3 Such Auditor shall audit the accounts and have the power at any time to call for all books, papers, accounts, etc. relating to the affairs of the Club.
- 30.4 The Auditor shall be entitled to receive such remuneration as the Board may determine from time to time.
- 30.5 If any casual vacancy occurs in the office of any Auditor appointed by the Club, the Board will fill the appointment until the next Annual General Meeting.

31. Member Discipline

- 31.1 The Board shall have the power to reprimand, suspend or expel any member of the Club.
- 31.2 Any complaints relating to a member must be in writing and must be lodged with the Board within three (3) months of the date of the incident.
- 31.3 The President, Board or Approved Manager in receiving a complaint from the Approved Manager or Approved Bar Staff, of a member’s behaviour which is considered a serious breach of the Liquor Act or acceptable member behaviour or where police involvement is required, may suspend a member for a period of time until disciplinary action under Clause 31.6 can be taken.
- 31.4 The Board shall apply the power to reprimand, suspend or expel any member of the Club who:
 - i) Fails in the observance or commit any breach of any rule of the Club, members Code of Conduct, or any by-law of the Club or of any order or direction of the Board or of any General Meeting; and/or
 - ii) In the sole judgement of the Board have been guilty in or out of the Club’s premises of any act, conducted matter or thing calculated to bring discredit on the Club or its members, or to impair or affect the enjoyment of the Club by other members.
- 31.5 The Board is required to exempt any member of that Board from hearing a charge in which they have an interest.
- 31.6 Any member charged with misconduct as above shall be furnished with a written copy of the charge and summoned before the Board with no less than seven (7) days’ notice.

- i) The Board shall, after hearing the accuser and accused and taking such evidence as they may consider proper, if they find the charge proved:
 - 1. Inflict a monetary penalty not exceeding the annual subscription for the member in addition to the cost of repair or replacement for any Club or personal property damaged through their actions.
 - (a) All monetary penalties shall be paid within fourteen (14) days of notice being served on the Member; however, the Board may extend the period at their discretion.
 - (b) If the member neglects to pay the monetary penalty within fourteen (14) days, the Board shall then declare the member to be suspended from membership until the payment is made in full.
 - 2. Inflict a penalty of suspension from all or any of the privileges of membership.
 - ii) If the Board determine that on a charge of gross misconduct monetary penalty or suspension is insufficient and expulsion is warranted:
 - 1. The Board shall first call on the member to resign within ten (10) days.
 - 2. If the member neglects to resign within ten (10) days, the Board shall then declare the member to be expelled.
 - iii) The Board must give the Member written notice of the Board's decision within seven (7) days after the Board Meeting at which the decision was made at which time the decision of the Board takes immediate effect.
 - iv) If a member receives a monetary penalty or is suspended or expelled under Clause 31.6, the person may appeal the Board's decision through a Special General Meeting by giving written notice to the Secretary within fourteen (14) days of receiving notice of the Committee's decision under Clause 31.6.
- 31.7 At the hearing, all parties to the disciplinary proceeding must be given a full and fair opportunity to state their respective cases orally, in writing or both.
- 31.8 Members are not permitted to have legal representation attend any disciplinary matters however may bring another member to act in a support capacity only.
- i) Any member under the age of 18 must have a parent or legal guardian present during the entire disciplinary process.
 - 1. If a parent or legal guardian does not attend the hearing, the member under the age of 18 will not be able to attend the hearing and the Board will continue as per Clause 31.9.
- 31.9 If a responding member or a representative of the responding member does not attend within thirty (30) minutes of the time stated on the hearing notice, the hearing may start without that member or their representative and determination will be made at the hearing.
- 31.10 If a member's membership is suspended under Clause 31.6, the Secretary must record in the Register:
- i) The name of the Member that has been suspended from membership; and
 - ii) The date on which the suspension takes effect; and
 - iii) The length of the suspension as determined by the Committee under Clause 31.6.
- 31.11 During the period a member's membership is suspended, the member:
- i) Loses any rights (including voting rights) arising as a result of membership;

- ii) Is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Club; and
- iii) Cannot attend the Club as a Guest of a member, unless prior written authorisation is received from the Board.

31.12 Upon the expiry of the period of a Member's suspension, the Secretary must record in the Register that the Member is no longer suspended.

31.13 If the Board's decision to suspend or expel a member is revoked under this constitution, any act performed by the Board or Members in a General Meeting during the period that the Member was suspended or expelled from Membership under Clause 31.6, is deemed to be valid, notwithstanding the Member's inability to exercise their rights or privileges of Membership, including voting rights, during that period.

32. Resolving Disputes

32.1 Disputes Arising under this Constitution

- i) Clause 32.1 applies to:
 - 1. Disputes between Members; and
 - 2. Disputes between the Club and one or more Members that arise under this constitution or relate to the rules of the Club. This does not include disciplinary matters undertaken with Club members, which are covered only under clause 31 of this constitution.
- ii) The parties to a dispute must attempt to resolve the dispute between themselves within fourteen (14) days of the dispute coming to the attention of each party.
- iii) If the parties are unable to resolve the dispute, any party to the dispute may initiate a procedure under this clause by giving written notice to the Secretary of the parties to, and details of, the dispute.
- iv) The Secretary must convene a Board Meeting within twenty-eight (28) days after the Secretary receives notice of the dispute under Clause 32.1iii) for the Board to determine the dispute.
- v) At the Board Meeting to determine the dispute, all parties to the dispute must be given a full and fair opportunity to state their respective cases orally, in writing or both.
- vi) The Secretary must inform the parties to the dispute of the Board's decision and the reasons for the decision within seven (7) days after the Board Meeting referred to in Clause 32.1v).
- vii) If any party to the dispute is dissatisfied with the decision of the Board, they may elect to initiate further dispute resolution procedures as set out in this constitution.

32.2 Mediation

- i) Clause 32.2 applies:
 - 1. Where a person is dissatisfied with a decision made by the Board under Clause 32.1; or
 - 2. Where a dispute arises between a member or more than one Member and the Club and any party to the dispute elects not to have the matter determined by the Board.
- ii) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Clause 32.1, or a party to the dispute is dissatisfied with a decision made by the Board, under Clause 32.2 a party to a dispute may:
 - 1. Provide written notice to the Secretary of the parties to, and the details of, the dispute;

2. Agree to, or request the appointment of, a mediator.
- iii) Party, or parties requesting the mediation must pay the costs of the mediation.
- iv) The mediator must be:
 1. A person chosen by agreement between the parties; or
 2. In the absence of agreement:
 - (a) If the dispute is between a Member and another Member – a person appointed by the Board; or
 - (b) If the dispute is between a member or more than one Member and the Club, the Board or a Board Member then an independent person who acts as a mediator for another not-for-profit body.
- v) A Member can be a mediator, but the mediator cannot be a member who is a party to the dispute.
- vi) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- vii) The parties are to exchange written statements of the issues that are in dispute between them and supply copies to the mediator at least five (5) days before the mediation session.
- viii) The mediator, in conducting the mediation, must:
 1. Give the parties to the mediation process every opportunity to be heard;
 2. Allow all parties to consider any written statement submitted by any party; and
 3. Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- ix) The mediator must not determine the dispute and the mediation must be confidential. Information provided by the parties in the course of the mediation cannot be used in any other legal proceedings that may take place in relation to the dispute.

32.3 Inability to Resolve Disputes

- i) If a dispute cannot be resolved under the procedures set out in this constitution, any party to the dispute may apply to the State Administrative Tribunal to determine the dispute in accordance with the Act or otherwise at law.

33. Common seal

- 33.1 The Club need not have a Common Seal.
- 33.2 The Board may execute a document if the document is signed by-
 - i) Two Board Members; or
 - ii) One Board member and a person authorised by the Board.

34. Liquor Act

- 34.1 The Club will maintain a club license under the Liquor Act.
- 34.2 The Club shall ensure an Approved Manager is on the licensed premises for the purposes of observing liquor licensing requirements and regulations, as required under the Liquor Act.
- 34.3 The Club shall be open for sale of liquor during such hours as the Board shall from time to time determine and as permitted under the Liquor Act and Club licence documentation.
- 34.4 No liquor shall be sold or supplied to any juvenile.
- 34.5 The Club may allow visitors onto the premises, as per the requirements of the Liquor Act.

- i) Visitors shall not be entitled to be present at any meeting of the members of the Club, nor have any right, title or interest in or to any of the property of the Club.
 - ii) Visitors will be subject to withdrawal by any Club official, including bar persons, acting on the best interests of the Club.
 - iii) An up-to-date register of visitors must be continually available for inspection at the Club premises by authorised officers.
- 34.6 No liquor shall be sold or supplied for consumption other than on the Club's premises, unless the member purchasing it removes such liquor from the premises of the Club.
- 34.7 The Club may seek an Extended Trading Permit – Associations to add local Associations as users of the Club facility to hold their functions.

35. Dissolution of the Club

- 35.1 The Club may wind up and have its incorporation cancelled in accordance with Parts 9 and 10 of the Act, if the Club so resolves by special resolution.
- 35.2 On the cancellation of the incorporation or the winding up of the Club, the surplus property must be distributed as determined by special resolution and as per Section 24(1) of the Act.

36. Record of Revision

The Club Secretary shall be responsible for maintaining an up-to-date Record of Revision of this constitution at all times.