

Association Incorporation Act 1981



Gold Coast Tweed District Ladies' Bowling
Association Inc.

Constitution

of

Gold Coast Tweed District Ladies

Bowling Association Inc.

Adopted at

Members at the Special General Meeting
McKenzie Park Nerang Bowls Club on
7/2/2022

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PART 1 INTERPRETATION

1 DEFINITIONS

In this Constitution unless the contrary intention appears:

Act means the Association Incorporation Act 1981 as it applies to Gold Coast Tweed District Ladies Bowling Association Inc. as amended or replaced from time to time

Affiliated Club means a Member Club whose application for affiliation has been approved in accordance with Part 2;

Affiliation Fee means the annual fee payable by an Affiliated Club under Clause 15;

Annual General Meeting means the Annual General Meeting of Gold Coast Tweed District Ladies Bowling Association Inc.

Management Committee means the Management Committee of the Association as described in Clause 37;

Bowls Australia means Bowls Australia Limited or successor;

Bowls Club means a Club at which bowls is played which may or may not be affiliated to either the Association or Bowls Queensland;

Bowls Queensland Delegates means the persons constituted in accordance with Clause 62;

Bowls Queensland is Bowls Queensland Limited;

By-Law means a By-Law made in accordance with Clause 48;

Club means a Bowls Club;

Committee means the Management established under Part 6;

Committee of Report comprises the Management Committee and Chairperson of committees

Committee Member means a member of a Committee established under Part 6
Association means Gold Coast Tweed District Ladies Bowling Association Inc.

Delegate means a person elected in accordance with Clause 20;

Elected Office Bearer means a member of the Management Committee of Association

constituted in accordance with Clause 37;

District means the Gold Coast Tweed District Ladies Bowling Association Inc.

Management Committee comprises the Association President, Senior Vice President, Jnr Vice President, Secretary, Treasurer and Match Chair;

Financial Club means a club whose Affiliation Fees are paid in full;

General Meeting includes the annual meeting and other meetings of the Association;

Full Bowling Member is a bowling member of an affiliated club who has paid the affiliation fees to the Association or a Life Member of the Association, Bowls Queensland, Bowls Australia and World Bowls whose club membership fees are paid;

Independent means not depending on something else for validity;

Law means the Association Incorporation Act 1981

Laws of the Sport means the Laws of Bowls as defined by Bowls Australia;

Life Member means a person elected as a Life Member under Clause 21;

Member means those members specified in Clause 11;

Member of a Club means a person who has been admitted to membership of a club and for whom an affiliation fee is paid by the club;

Patron means a person appointed in accordance with Clause 42;

Person includes an Association or Body Corporate as well as individuals;

President of the Management Committee means the person who holds the elected office of President of the Association;

Proxy means an affiliated member of a club acting as an authorised Delegate holding assigned proxy form, and in attendance in person at a General Meeting;

Recreational Bowler means a bowler who bowls at an Affiliated Club but is not eligible to play club structured or higher events and is not a full member of a club;

Registered Office means the registered office for the time being of the Association;

Seal means the Common Seal of the Association;

Special Resolution means a resolution which is passed at a meeting of the Association:

- (a) of which at least 21 days written notice specifying the intention to propose the resolution as a Special Resolution has been duly given; and
- (b) by a majority of at least three-quarters of the Members entitled to vote who are present in person or by proxy at that meeting;

State means the State of Queensland;

Year means the period from 1 January to 31 December.

1.2 INTERPRETATION GENERALLY

In this Constitution, unless the contrary intention appears:

- (a) words denoting any gender include all genders;
- (b) headings are for convenience only and do not affect interpretation;
- (c) in a provision of this Constitution that deals with a particular provision of the Law, an expression has the same meaning as in that provision of the Act; and
- (d) a reference to any legislation or to any provision of any legislation includes any modification or re-enactment of it, any legislative provision substituted for it and all regulations and statutory instruments issued under it.

2 NAME OF ASSOCIATION

The name is Gold Coast Tweed District Ladies Bowling Association Inc.

3 REGISTERED OFFICE

The registered office of the Association will be determined from time to time by resolution of the Management Committee or if the Management Committee has not determined an address, it will be the postal address of the Secretary of the Association

4 OBJECTS OF ASSOCIATION

4.1 The objects of the Association are to:

- (a) provide for the encouragement, conduct, promotion, administration and management of the sport of bowls and all related matters throughout the District and do all things necessary or desirable in the interests of the game;
- (b) become a Member of Bowls Queensland or anybody which may succeed it and to act in accordance with the constitution of Bowls Australia or its

successors in pursuit of these objects;

- (c) formulate and implement appropriate policies, including policies in relation to equal opportunity, equity, drugs in sport, health, safety, junior and senior programs, infectious diseases, disabilities and such other matters as arise from time to time as issues to be addressed.

5 POWERS

5.1 The Association may, in any manner permitted by the Act, exercise any power, take any action or engage in any conduct or procedure, which under the Act an association may exercise, take or engage in if authorised by its Constitution.

5.2 The Association specifically has power to:

- (a) select and control teams or sides to represent the District;
- (b) settle all questions or disputes on all matters pertaining to the sport of bowls within the District which are submitted to the Association for its adjudication;
- (c) approve and/or design the attire and/or uniform to be worn by all players, markers, umpires and officials of the District and Member Clubs;
- (d) represent the interests of its Members, bowlers and bowls generally in any appropriate forum;
- (e) do all acts and things and enter into and make any arrangements as are incidental, conducive or subsidiary to the advancement of these objects and solely for the above purposes, to do anything allowed by the operation of the Association Incorporation Act 1981

6 APPLICATION OF INCOME

6.1 The income and property of the Association shall be applied solely towards the promotion of the objects of the Association as set out in this Constitution.

6.2 As the Association except as prescribed in this Constitution

- (a) no portion of the income or property of the Association shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise by way of profit to any person who is, or has been, a member or to any person claiming through them; and
- (b) the payment of Honorariums as determined by the Members at the Annual General Meeting shall be paid to any elected office bearers

6.3 Nothing contained in Clauses 6.1 or 6.2 shall prevent:

- (a) payment in good faith to any officer, servant or Member of the District for goods and services actually provided or rendered to the Association whether as an employee or otherwise in the ordinary and usual course of operation;
- (b) reimbursement of expenses to any Member, Member's Delegate, member of a Committee of the Association incurred on behalf of the Association;
- (c) the payment of interest, not exceeding the commercial rate, on money borrowed from any person or Member;
- (d) the payment of rent for premises demised or let by any person or Member of the Association or elsewhere;
- (e) the making of grants of money to any Affiliated Club or the Association in accordance with the Constitution to be used for the purposes of its objects or the objects of the Association if the constitution of that Affiliated Club imposes a restriction upon the distribution of income and property to its members at least as extensive as the restriction imposed upon the Association by this Clause;
- (f) Management Committee Members, Delegates and Committee Members being reimbursed for those traveling and other expenses properly incurred by them in attending and returning from meetings at which they are required to attend or otherwise in connection with the Association on approved duties as determined by the Management Committee;
- (g) payment of prize money as designated by the Management Committee from time to time.

7 LIABILITY OF MEMBERS

7.1 The liability of Members of the Association is limited.

7.2 Every Member of the Association undertakes to contribute to the assets of the Association in the event of it being wound up while a Member, or within one year after ceasing to be a Member, for payment of:

- (a) the debts and liabilities of the Association incurred before the time at which they cease to be a Member;
- (b) the costs, charges and expenses of winding up; and
- (c) adjustment of the rights of contributors amongst themselves, an amount as may be required not exceeding \$1.00 per affiliated club member in any circumstances.

8 DISTRIBUTION OF PROPERTY ON WINDING UP

8.1 If, on the winding up or dissolution of the Association by any means and for any reason, there remains any property, after the satisfaction of all Association debts and liabilities, the property shall not be paid to or distributed among the Members of the Association but shall be given or transferred to the next highest affiliated body.

9 ACCOUNTS AND AUDIT

9.1 True accounts must be kept of the sum of:

- (a) money received and expended by the Association and the manner in respect of which that receipt and expenditure takes place; and
- (b) the property, credits and liabilities of the Association.

9.2 Subject to any reasonable restrictions as to the time and manner of inspecting the accounts that may be imposed in accordance with the Constitution for the time being, they shall be open for inspection by the Members, Management and Delegates.

9.3 Once at least in every year the accounts of the Association shall be examined, and the correctness of the balance sheet ascertained by one or more registered association auditors who shall report to the Members in accordance with generally accepted accountancy principles and standards and the provisions of the Law.

10 REPLACEABLE RULES

10.1 The operation of each of the sections of the Act which are defined as replaceable rules are displaced by this Constitution and do not apply to the Association.

PART 2 AFFILIATION AND MEMBERSHIP

11 MEMBERS AND CLASSES

11.1 The Members of the District are:

- (a) Clubs which, subject to this Constitution, shall be represented by their Delegate/s who will have the right to be present, debate and exercise voting rights at General Meetings;
- (b) Life Members who, subject to this Constitution, will have the right to be present and speak at General Meetings, but will have no voting rights unless as a Delegate.

11.2 When a Club becomes affiliated with the Association, it automatically becomes a Member of the Association.

12 APPLICATION TO GOLD COAST TWEED DISTRICT LADIES BOWLING ASSOCIATION INC.

12.1 A bowls club, a subsidiary bowls club, a section of an amalgamated bowls club, or a bowls section of a multi sports club, having not fewer than 20 ordinary members, may apply for affiliation with the Association by submitting an application in the form of Schedule 1 or any other form approved by the Management Committee accompanied by:

- (a) a copy of the constitution or other constituent document of the Club;
- (b) a complete list of the members and officeholders including gender, addresses, phone numbers and email addresses if available;
- (c) details of the green(s) including particulars of the title to the green or a certified copy of the lease or license under which the green(s) are held;
- (d) evidence of either affiliation or application for affiliation with Bowls Queensland;
- (e) such other particulars or reports with respect to any other matter as the Management Committee may require.

12.2 A Club seeking affiliation must:

- (a) adopt the Bowls Queensland approved Club Disciplinary Policy;
- (b) comply with the Affiliated Club conditions contained in the By-Laws.

13 APPROVAL

13.1 The Management Committee shall have the power to grant or not to grant approval of an application for affiliation.

13.2 The Management Committee may make By-Laws for the approval of affiliation.

14 CONDITIONS OF AFFILIATION AND MEMBERSHIP

14.1 Every affiliated club must be affiliated with both the Association and Bowls Queensland.

14.2 The Management Committee may impose conditions for affiliation including (without limitation) the amendment of the applicant's:

- (a) constituent document to ensure compliance with Clause 14.3; and
- (b) name/title of the Club.

14.3 The constituent documents of each Affiliated Club must:

- (a) clearly reflect the objects of the Association;
- (b) not conflict with the Constitution and By-Laws of the Association, Bowls Queensland or Bowls Australia;
- (c) acknowledge the status of Bowls Queensland as the governing body of the sport of bowls in Queensland;
- (d) comply with the rules and directions of Bowls Queensland from time to time; and
- (e) provide that to the extent of any inconsistency between the constituent documents of all Member Clubs and this Constitution or the By-Laws, this Constitution and the By-Laws will prevail.

14.4 All Affiliated Clubs and their members are deemed to have agreed to be bound by the Constitution and By-Laws and any amendments made to them for the time being in force.

14.5 Each Member Club must upon request provide to the Management Committee a copy of its constitution or other constituent document, certified to be true and correct, for examination by the Management Committee to ascertain compliance.

14.6 Any changes to the Member's constitution or other constituent documents must be provided to the Association as soon as practicable.

14.7 If any Affiliated Club fails to comply with the conditions of affiliation with the Association, that Affiliated Club may forfeit all affiliation rights until conditions are regained.

15 AFFILIATION FEES AND LEVIES

15.1 Annual Affiliation Fees and levies shall be determined from time to time by Resolution of the members in General Meeting on the recommendation of the Management Committee and notified prior to the Annual General meeting.

15.2 The Affiliation Fee shall be calculated on the basis of the number of ordinary members, life members (other than a Life Member of the District) and such other members and recreational bowlers entitled to play bowls at the Affiliated Club, as at the preceding 1st January.

15.3 Affiliation Fees relate to a calendar year and are calculated as at the 1st January each year and are due and payable in full by the 31st March each year.

15.4 If the Affiliation Fee remains unpaid for a period of 30 days after it became due and payable the Association shall give notice to the Member Club of that fact.

15.5 Affiliated Clubs shall remit District affiliation fees and levies direct to the Association.

15.6 Affiliated Clubs granted affiliation for a part year must pay a pro -rata fee for the Year.

15.7 Affiliated Clubs must pay affiliation fees and levies as provided for in Clause 15 for every member joining or rejoining the club during the course of the Association's financial year determined at the pro-rata rate for a full year.

16 GCTDLBA REGISTERS

16.1 The Secretary shall keep and maintain a register of Member Clubs and all Member Club members in which must be entered the full name, address, telephone numbers and email addresses if applicable and the date of entry to affiliation or cessation of affiliation of:

- (a) each Member Club
- (b) the Secretary of each Member Club;
- (c) the members of the Member Club.

17 SUSPENSION OF MEMBERSHIP

17.1 The Management Committee of the Association may, by resolution passed by a majority of at least three-quarters of the Delegates present, vary the terms and conditions of, or suspend any membership of the Affiliated Club if it:

- (a) is guilty of conduct or makes public statements, which in the opinion of the Management Committee is unbecoming of a Member Club or prejudicial to the interests, image, welfare or reputation of the Association;
- (b) amends, alters or otherwise changes or maintains its constitution or other constituent document in such a manner as to be inconsistent with Clause 14.3;
- (c) fails to discipline any member of the Member Club who in the opinion of the Management Committee of the Association has engaged in any conduct unbecoming of a member of a Member Club or prejudicial to the interests, image, welfare or reputation of the Association.

- 17.2** (a) The Member Club shall be given at least 14 days written notice of the reasons for such action and of the date and time of the proposed meeting of the Management Committee at which the resolution is to be put; and
- (b) a representative of the Member Club is entitled to be heard at the relevant meeting of the Management Committee and/or present a written submission prior to the passage of the resolution.

17.3 The Management Committee may suspend a Member Club's membership if its Affiliation Fees remain unpaid in full by the 31st March in each year, provided however the Association may extend the time for payment of the Affiliation Fees by a Member Club.

18 DISCONTINUANCE OF MEMBERSHIP

18.1 Membership will automatically cease upon:

- (a) that Member being given notice of expulsion by the Management Committee pursuant to Clause 18.2; the Secretary receiving written notice of that Member's resignation;
- (b) the relevant Member failing to retain its qualifications for membership;
- (c) in the case of a Life Member, on the date that the Member dies; and
- (d) in the case of a Member which is a Body Corporate on the date that:
- (i) a liquidator is appointed in connection with the winding-up of the Member; or
- (ii) an order is made by a court for the winding-up or deregistration of The Member.

- 18.2** (a) The Members in General Meeting may by Special Resolution terminate the membership of any club;
- (c) the Member Club concerned shall be given at least 31 days' notice prior to the General Meeting at which the matter is to be determined and shall be advised that the club is entitled to be present at the meeting to be heard and/or present a written submission.

18.3 Upon notice in writing of that determination being served on the Member Club:

- (a) it will cease to be affiliated; and
- (b) any Delegate who is a member of that club, will automatically cease to be a Delegate.

18.4 Upon ceasing to be a Member, the Member's name shall be removed from the register of Members.

19 LIABILITY FOR FEES AND OTHER AMOUNTS FOLLOWING CESSATION

19.1 Notwithstanding that a Club ceases to be a Member of the Association, it shall continue to be liable for:

- (a) all amounts owing by it to the Association which are due and unpaid as at the date that the Club ceases to be a Member; and
- (b) amounts which the Club is or may become liable to pay the Association.

PART 3 DELEGATES, LIFE MEMBERS

20 DELEGATES

20.1 Each Member Club must duly elect a Delegate or Delegates to be its representative at General Meetings of the Association for a term of one year.

20.2 Only a Full Bowling Member of a Member Club is eligible to be elected to the position of Delegate. A Delegate may represent one Member club only.

20.3 Each Member Club must advise the Secretary of the Association of the name, address, email address and phone number of the Delegate/s within 14 days of election.

20.4 If a Delegate is elected to the District Management Committee then the Member Club must elect another Delegate.

20.5 A member of the Management Committee holding an elected position in the Association cannot be a Delegate.

20.6 Two (2) Delegates shall be appointed for each Member.

20.7 At a General Meeting of the Association one (1) Delegate for a Member Club is entitled to one (1) vote.

20.8 A District non-elected Committee Member can be a Delegate for a Member Club.

21 LIFE MEMBERS

21.1 Any Financial Ordinary or Life Member of a Member Club who has rendered distinguished or special service to the Association may be nominated as a Life Member of the Association and at the next meeting of the Council, be endorsed by the Council if passed by two thirds of the total votes held by delegates present and entitled to vote.

21.2 A Life Member of the Association is entitled to all privileges of Association and is free from payment of fees and levies to the Association.

21.3 A Life Member may speak but is not entitled to vote at General Meetings unless she is a Delegate of a Member Club but shall be entitled to receive notice of and attend at all General Meetings and to receive such other gifts and privileges as the Association may from time to time determine.

PART 4 GENERAL MEETINGS

22 MEETINGS

- (a) In each year, there will be the following meetings of the Association:
An Annual General Meeting, to be held not later than the month of February in each year (unless otherwise determined by the Management Committee) at a date, time and place to be fixed by the Management Committee;
- (b) General Council Meetings, to be held at times, dates and places to be determined by the Management Committee and advised at the Annual General Meeting
- (c) such extraordinary meetings as are convened in accordance with Clause 25.

23 BUSINESS OF MEETINGS

23.1 The business of the Annual General Meeting includes:

- (a) the confirmation of minutes of, and consideration of business arising from, the last Council Annual General Meeting,
- (b) to receive and consider the annual report of the Association
- (c) to receive and consider the statement of accounts, balance sheet and auditor's report;
- (d) the declaration of the election of Office Bearers, and such other officers or persons as may be required, by this Constitution, to be elected; and
- (e) determination of affiliation fees for the ensuing year.

23.2 The notice of the Annual General Meeting must state that the business to be transacted at the meeting includes that business outlined in Clause 23.1;

23.3 The business of the General Meeting referred to in Clause 22.1(b) is:

- (a) the confirmation of minutes and business arising from the previous general

meeting;

- (b) for the Management Committee to report to, and seek the advice, opinions and recommendations of the Council on:
 - (i) the general business of the Association;
 - (ii) the short- and long-term strategic direction of the Association;
 - (iii) the implementation and review of the policies of the Association.

24 EXTRAORDINARY MEETINGS

- (a) All General Meetings of the Association other than: the Annual General Meeting; and
- (b) the General Meetings convened in accordance with Clause 23.1(b) are special general meetings

25 CONVENING OF MEETINGS

25.1 A General Meeting may be called by resolution of the Management Committee or by written request of ten Members, signed by those Members and deposited at the registered office of the Association Secretary

25.2 The resolution or requisition must state the objects of the meeting and those objects must be stated in the notice convening the meeting. No other business shall be transacted thereat.

25.3 An extraordinary meeting must be held at such time or place:

- (a) in the case of a meeting convened by resolution of the Management Committee, as the Management Committee determines; and
- (b) in the case of a meeting requisitioned by Members as the Chair, or in their absence the Management Committee determines.

25.4 The Management Committee must convene the meeting requisitioned by Members as soon as practicable and in any case, not later than twenty-eight (28) days after receipt of their requisition.

26 QUORUM

26.1 No business shall be transacted at any General Meeting unless a quorum is present at the time when the meeting proceeds to business.

26.2 At all Meetings of the Council a quorum shall consist of double the number of

persons on the Management Committee plus one, present at the time of the meeting.

26.3 For the purpose of determining whether a quorum is present, a person attending as a proxy, or as attorney for a Member shall be taken to be a Member present in person.

26.4 If a quorum is not present within half an hour from the time appointed for the meeting:

- (a) where the meeting was convened on the requisition of Members, the meeting shall be dissolved; or
- (b) in any other case:
 - (i) the meeting shall be postponed to such day, and at such time and place, as the Management Committee determine or, if no determination is made by the Management Committee, to the same day in the next week at the same time and place; and
 - (ii) if at the postponed meeting a quorum is not present within half an hour from the time appointed for the meeting, the Members present shall resolve the issues on the agenda.

27 CHAIRPERSON OF MEETINGS

27.1 The President shall preside as Chairperson at every General Meeting.

27.2 Where a General Meeting is held:

- (a) in the absence of the President, the Senior Vice President shall preside; or
- (b) if the President or the Senior Vice President is not present within 10 minutes after the time appointed for the holding of the meeting or is unwilling to act, the Members present shall elect one of their number to be Chairperson of the meeting.

28 ADJOURNMENT

28.1 The Chairperson may, with consent of any meeting at which a quorum is present, and shall if so, directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

28.2 When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

28.3 Except as provided by Clause 28.2, it is not necessary to give any notice of an

adjournment or of the business to be transacted at an adjourned meeting.

29 GENERAL MEETINGS

29.1 Every question, other than the election of Office Bearers and Life Members submitted to a General Meeting, shall be decided in the first instance by a show of hands and in the case of an equality of votes, it must be decided in the negative.

29.2 At any General Meeting, unless a poll is (before or on the declaration of the result of the show of hands) demanded;

- (a) by the Chairperson;
- (b) by at least five Members present in person; or
- (c) by a Member or Members present in person or by proxy or attorney and representing not less than one-tenth of the total voting rights of all the Members having the right to vote at the meeting, a declaration by the Chairperson that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the meeting, is conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.

29.3 The demand for a poll may be withdrawn.

30 RESTRICTION ON VOTING RIGHTS

30.1 Delegates representing Members whose Affiliation Fees or levies or any other moneys payable under the terms of this constitution to the Association are unpaid by the expiration of thirty (30) days after the due date will have no voting rights.

31 PROCEDURE FOR POLLS

31.1 If a poll is properly demanded, it must be taken in such manner and, subject to Clause 31.2, either at once or after an interval or adjournment or otherwise as the Chairperson directs, and the result of the poll shall be the resolution of the meeting at which the poll was demanded.

31.2 A poll demanded on the election of a Chairperson or on a question of adjournment must be taken at once.

32 VOTES OF MEMBERS

32.1 At meetings of Members each Member entitled to vote may vote by its Delegate.

32.2 On a show of hands and on a poll each Delegate, proxy or attorney has the number of votes representing the Financial Club in the District that they represent.

33 PROXIES

33.1 An instrument appointing a proxy must be in writing under the hand of the Delegate or an Office Bearer of the Member or if the Member is a corporation either under seal or under the hand of an officer or attorney duly authorised.

33.2 An instrument appointing a proxy may specify the manner in which the proxy is to vote in respect of a particular resolution. Where an instrument of proxy so provides, the proxy is not entitled to vote on the resolution except as specified in the instrument but may vote as they think fit on any motion or resolution in respect of which no manner of voting is indicated.

33.3 An instrument appointing a proxy is taken to confer authority to demand or join in demanding a poll.

33.4 An instrument appointing a proxy must be in the form in Schedule 2 or in a form that is as similar to that form as the circumstances allow or in such other form as the Management accept.

33.5 No instrument appointing a proxy shall be treated as invalid merely because it does not contain the address of the appointor or of a proxy or is not dated or does not contain in relation to any or all resolutions an indication of the manner in which the proxy is to vote.

33.6 An elected officer of the Management Committee shall not act as a proxy.

33.7 A proxy may represent only one Member.

34 LODGEMENT OF PROXIES

34.1 An instrument appointing a proxy is not valid unless the instrument or a facsimile of the instrument, and the power of attorney or other authority (if any) under which the instrument is signed or a notarially certified copy of that power or authority, is or are deposited, not less than one hour (or such lesser period as the Management Committee may permit) before the time appointed for holding the meeting or adjourned meeting or taking of a poll, at the registered office of the Association or at such other place within the District as is specified for that purpose in the notice convening the meeting.

34.2 Where a proxy is not registered within the time stipulated under Clause 34.1 because of exceptional or extenuating circumstances, the Management Committee shall have the power to allow late registration.

35 VALIDITY OF PROXIES

35.1 A vote given in accordance with the terms of an instrument of proxy or of a

power of attorney is valid notwithstanding the previous death or unsoundness of mind of the principal or the revocation of the instrument (or of the authority under which the instrument was executed) or of the power, if no intimation in writing of the death, unsoundness of mind or revocation has been received the Association at the registered office before the commencement of the meeting or adjourned meeting at which the instrument is used or the power is exercised.

36 MANAGEMENT COMMITTEE - RIGHT TO ATTEND AND SPEAK

36.1 The Management Committee shall have the right to attend and speak with the permission of the Chairperson at all General Meetings of the Association, and to move motions on behalf of the Management Committee, but shall not have a vote.

PART 5 THE MANAGEMENT COMMITTEE

37 COMPOSITION OF THE MANAGEMENT COMMITTEE

37.1 The elected office bearers shall comprise the Management Committee.

37.2 The number of Office Bearers shall be six (6) and shall be comprised of:

- (a) President
- (b) Senior Vice President
- (c) Jnr Vice President
- (d) Secretary
- (e) Treasurer
- (f) Match Chair

37.3 A member of the Management Committee is not allowed to hold any other Management Committee position with the Association.

38 ELECTION OF THE MANAGEMENT COMMITTEE

38.1 The Management Committee shall be elected annually by delegates attending the AGM.

38.2 All elections of Management Committee shall be for a term of one year. Any person retiring from these positions is eligible for re-election.

38.3 The procedure for nominations for, and the election of, the Management Committee shall be in accordance with the procedure in the Elections By-Law.

However, despite any provision of the Elections By-Law, the voting system to be utilised for the election of the Management Committee is what commonly is referred to as “First past the Post”.

39 PRESIDENT

39.1 The President:

- (a) will act as Chairperson of any General Meeting or Management Committee Meeting at which they are present;
- (b) shall, where required, represent the District in an official capacity at functions and District matches;
- (c) is responsible for the overall administration of the District subject to the valid directions of the Management Committee.

39.2 A Full Bowling Member of a Member Club is eligible for the election to the office of President

40 SENIOR VICE PRESIDENT

The Senior Vice President shall perform such duties as the President shall delegate from time to time.

40.1 JNR VICE PRESIDENT

40.2 SECRETARY

40.3 TREASURER

40.4 MATCH CHAIR

41 RESPONSIBILITIES OF APPOINTED OFFICERS

41.1 AS DEFINED WITHIN THE BY-LAWS OF THE ASSOCIATION

- (a) Upon request of the Association and of their own initiative, to undertake and comply with all volunteer position descriptions as written

42 PATRON/s

42.1 The Association may appoint a Patron/s to hold office for as long as the Association may determine.

42.2 The Patron/s shall be entitled to attend all General Meetings but shall not be entitled to vote unless they are the appointed delegate of their Club.

43 VACATION OF OFFICE

43.1 In addition to the circumstances in which the position of an elected officer becomes vacant by virtue of the Law, the position becomes vacant if the elected officer;

- (a) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
- (b) resigns office by notice in writing to the Association;
- (c) is absent without the consent of the Management from three consecutive meetings of the Management Committee;
- (d) is removed from office by resolution of the Association;
- (e) ceases to be a Full Bowling Member of a Member Club;

44 REMOVAL FROM OFFICE

44.1 The Members may remove an elected officer from the Management Committee before the expiration of the period of office in accordance with the provisions of the Act.

45 CASUAL VACANCIES

45.1 The Management Committee shall have the power to appoint a suitably qualified Full Bowling Member of a Member Club to the Management Committee for the purpose of filling a casual vacancy.

45.2 A person appointed to fill a casual vacancy shall hold office for the balance of the term of the Officer whose retirement has created the casual vacancy.

45.3 A person appointed to fill a casual vacancy is eligible for election or reappointment.

46 POWERS OF MANAGEMENT

46.1 Subject to the Law and to any other provisions of this Constitution, the business of the Association shall be managed by the committee who may exercise all such powers of the Association as are not, by the Law or by this Constitution, required to be exercised by the Association in General Meeting.

47 NEGOTIABLE INSTRUMENTS

47.1 All cheques, promissory notes, bankers drafts, bills of exchange, and other negotiable instruments shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such persons and in such manner as the Management may decide, and unless so decided, by any two duly authorised bank signatories.

48 BY-LAWS

48.1 The Management Committee may make By-Laws as it sees fit including for the purposes of:

- (a) appointment and duties of returning officer;
- (b) election and ballot procedures;
- (c) duties and qualifications of Sub Committees;
- (d) the rights and duties of a member of two or more Clubs or Districts;
- (e) District competitions;
- (f) conditions of membership and affiliation;
- (g) attire/uniform;
- (h) administration fee;
- (i) reports of Clubs;
- (j) conferring awards;
- (k) Membership transfers;
- (l) disciplinary matters;
- (m) affiliation;
- (n) any other matter for which the Management Committee is of the view that By-Laws are required.

48.2 The By-Laws for the time being in force shall be binding on Members as if they formed part of this Constitution and shall have full effect accordingly.

49 RETURNING OFFICER

49.1 A past president or any financial member of the Association provided that such member is not a candidate for election or is a member of a Nominee's Affiliated Club, may be appointed returning officer. In the counting of votes the returning officer shall be assisted by two (2) financial members neither of whom shall be candidates for election and none of whom shall be an office bearer or delegate.

50 CONVENING MEETINGS

50.1 The Management may meet monthly or as the Management Committee

otherwise determines for the dispatch of business and adjourn and otherwise regulate their meetings.

50.2 The Secretary must on the requisition of four elected officers, convene a meeting of the Management;

51 MINUTES OF MEETINGS

51.1 The Secretary / appointed Secretary shall record all appointments of elected officers and members and cause minutes to be made of:

- (a) names of Management present at all meetings of the Association and the Club Delegates,
- (b) all proceedings of all meetings of the Association and the Management Committee, and those minutes shall be signed by the Chairperson of the meeting at which the proceedings were held or by the Chairperson of the next succeeding meeting.

52 MEETINGS OF THE MANAGEMENT COMMITTEE

52.1 The contemporaneous linking together by telephone or other electronic means of a number of the members is sufficient to constitute a quorum, and so constitutes a meeting of the Management and all the provisions in this Constitution relating to meetings of the Management apply, so far as they can and with such changes as are necessary, to meetings of the officers by telephone or other electronic means.

53 QUORUM AT MEETINGS

53.1 At a meeting of the Management Committee, the number of Officers whose presence is necessary to constitute a quorum is four (4).

53.2 The fact that an Officer is in any way, directly or indirectly, interested in any matter arising for decision at a meeting of Management does not prevent that Officer being counted in a quorum.

54 CHAIRPERSON OF MEETINGS

54.1 The President shall preside as Chairperson at every Management Committee meeting.

54.2 Where a Management Committee meeting is held:

- (a) in the absence of the President, the Senior Vice President shall preside; or
- (b) if the President and Senior Vice President are not present within ten minutes after the time appointed for the holding of the meeting or are unwilling to act, the members present shall elect one of their number to be Chairperson of the meeting.

55 VOTING AT MANAGEMENT COMMITTEE MEETINGS

55.1 Subject to this Constitution, questions arising at a meeting of Management shall be decided by a majority of votes of members present and voting and any such decision shall for all purposes be taken to be a decision of the members

55.2 In the case of an equality of votes the question the President shall have the casting vote.

56 DISCLOSURE OF INTERESTS

56.1 Despite any rule of law or equity to the contrary, an Officer is not disqualified from office by contracting with the Association in any capacity whatsoever.

56.2 A contract or arrangement made by the Association with a member or in which a member is in any way, directly or indirectly, interested shall not be avoided merely because the member is a party to or interested in it.

56.3 An Officer is not liable to account to the Association for any profit derived in respect of a matter in which they have a material interest, merely because of their office or the fiduciary relationship it entails, if the Officer has:

- (a) declared their interest in the matter as soon as practicable after the relevant facts have come to the Officer's knowledge; and
- (b) not contravened this Constitution or the Law in relation to the matter.

56.4 A general notice in accordance with the Act that the elected officer is an officer or member of a specified body corporate or firm stating the nature and extent of their interest in the body corporate or firm shall, in relation to a matter involving the Association and that body corporate or firm, be a sufficient declaration of the elected officer's interest, provided the extent of that interest is no greater at the time of first consideration of the relevant matter by the Officer than was stated in the notice.

57 VACANCIES

57.1 In the event of a vacancy or vacancies in the Management Committee of the Association the remaining officers may act but, if the number of remaining Officer's is not sufficient to constitute a quorum at a meeting of Management, they may act only for the purpose of increasing the number of Officers to a number sufficient to constitute such a quorum.

58 DELEGATIONS TO COMMITTEES

58.1 The Management committee may delegate any of their powers to a Sub Committee or Committees consisting of such of their number as they think fit and may authorise the Committee/s to sub-delegate all or any of the powers so delegated and may revoke that delegation.

58.2 A Sub Committee to which any powers have been so delegated shall exercise the powers delegated in accordance with any directions of the Management and a power

so exercised shall be taken to have been exercised by the Management;

59 WRITTEN RESOLUTIONS

59.1 If a document containing a statement that the signatories to it are in favor of a resolution in the terms set out or otherwise identified in the document has been signed by all the Management Committee (excluding any member if any, who would not be entitled to vote on that resolution at a meeting of the Management), a resolution in those terms shall be taken to have been passed at a meeting of the Management held on the day on which and at the time at which the document was last signed by an Officer;

59.2 For the purposes of Clause 59.1:

- (a) two or more separate documents containing statements in identical terms each of which is signed by one or more Officers shall together be taken to constitute one document containing a statement in those terms signed by those Officers on the respective days on which they signed the separate documents; and
- (b) a telex, telegram, facsimile or email message which is received by the Association and is verified to have been sent by an Officer shall be taken to be a document signed by that Officer at the time of receipt of the telex, telegram, facsimile or email message by the Association.

60 DEFECTS IN APPOINTMENTS

60.1 Notwithstanding that it is afterwards discovered that there was some defect in the appointment of a person to be a member of a Committee, or to act as a member or that a person so appointed was disqualified, all acts done by any meeting of the Management or of a Committee or by any person acting as an Officer are as valid as if the person had been duly appointed and was qualified to be an Officer or to be a member of the Committee.

61 OTHER OFFICERS

61.1 The Management Committee may appoint or provide for the election of an Honorary Secretary Assistant if required whose duties shall include all requirements under the relevant Act.

61.2 The appointed officer may be a person who simultaneously holds another position in the Association (for example, the Senior Vice President).

61.3 The appointed officer of the Association holds office on such terms and conditions, as to remuneration etc, as the Management Committee decides.

61.4 The Management Committee may terminate the appointment of the appointed Officer;

PART 6 COMMITTEES

62 BOWLS QUEENSLAND DELEGATE

62.1 The Bowls Queensland Delegate shall be appointed from the Management Committee by the Management Committee. To the extent that the President or the Senior Vice President is prepared to accept the appointment, they shall be appointed by the Management Committee. In the event that either of them is not prepared to accept such appointment, some other member of the Management Committee shall be appointed.

62.2 The Bowls Queensland Delegate shall represent the Association at Bowls Queensland general meetings and exercise those powers that are delegated to them by the Management Committee in accordance with this Constitution.

63 OTHER COMMITTEES

63.1 The Management Committee may, as required, establish any standing Committees or other Committees from time to time.

63.2 Any standing Committee or other Committee established under Clause 63.1 shall perform the duties and functions and exercise the powers in accordance with this Constitution and any directions of the Management Committee.

64 MEMBERSHIP OF SUB COMMITTEES

64.1 Each Committee will comprise of such persons as appointed by the Management Committee.

64.2 The President shall be an ex officio member of all Management Committee appointed sub-Committees.

64.3 If a casual vacancy occurs in a Management Committee appointed Committee the Management Committee shall approve the appointment of a suitable person to fill the vacancy.

65 DUTIES AND QUALIFICATIONS

65.1 The duties and qualifications of committee members shall be set out in the By-Laws.

66 DISMISSAL OF COMMITTEE MEMBERS

66.1 The Management Committee may dismiss a Committee member or appointed subcommittee and/or elected member:

- (a) if the committee member has failed to properly discharge their duties in accordance with the Constitution or By-Laws;
- (b) if the committee member is guilty of misconduct or action detrimental to

the Association or the sport of bowls; or

- (c) on the written recommendation of the Committee Chairperson if, in the opinion of the Management Committee, the recommendation was made for sufficient reason.

66.2 A committee member under consideration by the Management Committee for dismissal has the right to be personally present or present a submission in writing to the Management Committee prior to the Management Committee making its decision.

67 PROCEEDINGS OF COMMITTEES

67.1 Except as otherwise provided by this Constitution a Sub Committee shall have control over its own proceedings.

67.2 Where a Sub Committee meeting is held and:

- (a) a Chairperson has not been elected by the Committee or appointed by the Management Committee; or
- (b) the Chairperson is not present within 10 minutes after the time appointed for the holding of the meeting or is unwilling to act, the Committee members present may elect one of their number to be Chairperson of the meeting.

67.3 Committees shall meet as required.

68 QUORUM

68.1 No business shall be transacted at any Committee meeting unless a quorum is present at the time when the meeting proceeds to business.

68.2 A quorum for any Committee meeting shall be constituted when the Committee members present represent a majority of the Committee membership.

68.3 If a quorum is not present within 30 minutes of the time appointed for the meeting then the meeting will be rescheduled.

69 VOTING AT SUB COMMITTEE MEETINGS

69.1 Questions arising at a meeting of a Committee shall be determined by a majority of votes of the members present and voting.

69.2 In the case of an equality of votes, the Chairperson, in addition to his deliberative vote, has a casting vote.

PART 7 DISCIPLINE

70 JURISDICTION OF GOLD COAST TWEED DISTRICT LADIES BOWLING ASSOCIATION INC.

70.1 The Association has jurisdiction to discipline any Member Club in the District and shall be acknowledged and submitted to by all Member Clubs.

70.2 Subject to the express objects and powers of the Association, the autonomy of each Member Club within its own boundaries and organisation is acknowledged.

70.3 Upon any complaint being made to the Management Committee of:

- (a) any breach of the provisions of this constitution or the By-Laws as prescribed from time to time; or
- (b) conduct prejudicial to the interests, image, welfare or reputation of the Association or the sport of bowls on the part of any Member Club or its officers, the Management Committee shall have the power to, but shall not be obligated to, hear and determine all matters arising from such complaint and may in its absolute discretion dismiss the complaint, admonish, suspend, disqualify, expel or otherwise deal with the party against whom the complaint is made.

PART 8 MISCELLANEOUS

71 COMMON SEAL

71.1 The Management Committee shall provide for the safe custody of the Seal.

71.2 The Seal shall be used only by the authority of the Management Committee, or of a sub-Committee of the Management Committee authorised by the Management Committee to authorise the use of the Seal, and every document to which the Seal is affixed shall be signed by an authorised signatory and be countersigned by another authorized signatory, or another person appointed by the Management Committee to countersign that document or a class of documents in which that document is included.

71.3 The Secretary shall keep a register to record each occasion that the Seal is used, including details of the document sealed, and the authority under which the use of the seal is authorised.

72 NOTICES GENERALLY

72.1 A Notice may be given by the Association to any person entitled to receive the notice either by serving it on them personally or by sending it by post to them at their address as shown in the register of Members or the address and/or the email address supplied by them to the Association.

72.2 Where a notice is sent by post, service of the notice shall be taken to be effected by properly addressing, prepaying, and posting a letter containing the notice, and to

have been effected, in the case of a notice of a meeting, on the day after the date of its posting and, in any other case, at the time at which the letter would be delivered in the ordinary course of post.

73 NOTICES OF GENERAL MEETING

73.1 Notice of every General Meeting shall be given in the manner authorised by Clause 72 to:

- (a) every Member and its Delegates.
- (b) Life Members;
- (c) each member of the Management Committee;
- (d) Past presidents;
- (e) the Patron/s.

73.2 No other person is entitled to receive notices of General Meetings.

73.3 A meeting, other than a meeting for the passing of a Special Resolution, must be convened by notice in writing of at least 21 days or such longer period as is provided in this Constitution, and otherwise in accordance with the Associations Act 1981.

73.4 The notice of meeting must specify the place, the day and the hour of the meeting and in the case of an extraordinary meeting, the general nature of the objects of the meeting and such other information as may be required by the Associations Act 1981.

73.5 A notice of meeting must be given to those persons who are entitled to receive notices of meetings, but the non-receipt of any such notice or the accidental omission to give such notice to any person entitled will not invalidate the proceedings at any General Meeting.

74 LAWS OF THE SPORT OF BOWLS

74.1 The Laws of the Sport of Bowls shall be the Laws of the game as adopted from time to time by Bowls Australia.

75 INSPECTION OF RECORDS

75.1 The Management shall decide within 60 days of receipt of a request whether and to what extent, and at what time and places and under what conditions, the accounting records and other documents of the Association or any of them will be open to the inspection of Members.

75.2 A Member does not have the right to inspect any document of the Association except as provided by the Law or authorised by the Management or by the Association in General Meeting.

76 FUNDS MANAGEMENT

76.1 The funds of the Association shall be controlled by the Management Committee.

76.2 Moneys received will be banked promptly and the Treasurer may authorise the issue of receipts.

76.3 The funds of the Association are to be deposited in the name of Gold Coast Tweed District Ladies Bowling Association Inc. in an account or accounts as the Management Committee may from time to time determine. The account shall be operated only by those persons and in such manner as the Management Committee may from time to time determine. Namely any two (2) duly authorised bank signatories.

77 AUDITOR

77.1 A properly qualified auditor or auditors shall be appointed in accordance with the Law.

78 INDEMNITY

In the event of any proceeding being taken against an Officer Bearer or Committee member of the Association in respect of any matter or things done by them in the proper performance of their duties or by direction of or with the authority of the Management Committee or Council of the Association shall indemnify such Office Bearer or Committee member of the Association so proceeded against in respect of their costs of such proceedings and in respect of all loss and damage and any other sums which they may, be compelled to pay in the course of or as a result of such proceeding.

79 ALTERATIONS TO THIS CONSTITUTION

79.1 Subject to the provisions of the Associations Incorporation Act 1981 this Constitution may be amended, rescinded, or added to from time to time by a Special Resolution carried at a General Meeting of the Association.

80 ACTIVITIES TO BE LAWFUL

80.1 The Association must comply with all lawful requirements of the Commonwealth, State and local governments and statutory authorities having jurisdiction over any activities of the Association.

SCHEDULE 1
APPLICATION FOR AFFILIATION

TO: The Secretary – Gold Coast Tweed District Ladies Bowling Association Inc.

RE: Affiliation

I.
 (insert name)
 of.
 (insert address)
 being the
 (insert position)
 of (“the Bowls Club”)
 (insert name of bowls club)

apply for affiliation with the GCTDLBA Inc. in accordance with the Constitution of GCTDLBA Inc. “the Association”).

I have been duly authorised by the Bowls Club to make this application on behalf of the Bowls Club.

In consideration of being accepted as an Affiliated Club of the Association, the Bowls Club agrees to be bound by the provisions of the Constitution and By-laws of the Association, the Laws of the Sport of Bowls in Australia and any amendments to these documents.

The relevant details relating to the Bowls Club are attached:

1. Full Name of the Bowls Club;
2. Official postal address, street address, telephone number, facsimile number (if any), email address and URL of the web page (if any) of the Bowls Club;
3. The Office Bearers of the Bowls Club together with their residential addresses and telephone numbers;
4. A complete list of members, including full names, and addresses;
5. Details of the playing uniform of the Bowls Club (if applicable);
6. Details of playing facilities including grounds and improvements (if applicable).
7. Enclosed with this application is a copy of the Rules/Constitution of the Bowls Club.

Dated.....

.....
 For and on behalf of the Bowls Club

.....
 (Insert position)

SCHEDULE 2

GOLD COAST TWEED DISTRICT LADIES BOWLING ASSOCIATION INC

PROXY FORM

I/We

Of.....

Appoint

Of.....

or in his absence

of

as my/our proxy to vote for me/us on my/our behalf at the [Annual] General Meeting of the Association to be held on and at any adjournment of that meeting.

I/We direct my/our proxy to vote in respect of each resolution to be considered as indicated with an 'X' below, and to vote or abstain in respect of any procedural resolution as my/our proxy thinks fit.

	FOR	AGAINST
Resolution No. 1	[]	[]
Resolution No. 2	[]	[]

If no direction is given above, I/we authorise my/our proxy to vote or abstain as my/our proxy thinks fit in respect of each resolution (including any procedural resolution) to be considered by the meeting and any adjournment of the meeting.

Signature _____ Dated _____