

Traralgon Bowls Club Incorporated  
Statement Of Purpose And Rules

# **STATEMENT OF PURPOSES AND RULES**

**OF**

**TRARALGON BOWLS CLUB INC.**

**AS APPROVED ON 28<sup>th</sup> NOVEMBER 2023**

## **TRARALGON BOWLS CLUB INCORPORATED**

### **STATEMENT OF PURPOSES AND RULES**

The purposes of the Club are to:

1. Play, promote and encourage the game of bowls generally and to have affiliation with other bodies having purposes similar to those of the Club.
2. Promote and encourage other sports and recreational activities and pastimes and to encourage social life and amusement amongst the members of the Club and to provide adequate and suitable accommodation for members of the Club and their guests upon premises of which the Club is the bona fide occupier.
3. Provide bowling greens, clubhouse and all things incidental to the playing of bowls.
4. Supply refreshments for members and apply for, hold and renew from time to time any necessary certificate of registration as an Incorporated Association and any licence permits or other provisions for the sale and disposal of liquor within the meaning of the Liquor Control Reform Act 1998 of the State of Victoria.

Solely for the purpose of furthering the purposes set out above the Club shall have power to:

- a. Indemnify any person for any loss or damage incurred as a result of having on behalf of the Club become liable to pay any amount by way of damages or otherwise.
- b. Subscribe to, become a member of and co-operate with any other Club or Organisation, whether incorporated or not, whose purposes are altogether or in part similar to those of the Club provided that the Club shall not subscribe to or support with its funds any Club or Organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Club under or by virtue of the Rules.
- c. Buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solids, for the members of the Club or persons frequenting the Club's premises.
- d. Purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal; and any rights or privileges which may be requisite for the purposes of the Club: provided that in case the Club shall take or hold any property which may be subject to any trusts the Club shall only deal with the same in such manner as is allowed by law having regard to such trusts.
- e. Enter into any arrangements with any government or authority that are incidental or conducive to the attainment of the purposes and the exercise of the powers of the Club; to obtain from any

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such government or authority any rights, privileges and concessions which the Club may think it desirable to obtain; and carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

- f. Appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Club.
- g. Construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Club's interests, and contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working management, carrying out, alteration or control thereof.
- h. Invest and deal with the money of the Club not immediately required in such manner as may from time to time be thought in the best interests of the Club.
- i. Take or otherwise acquire, and hold shares, debentures, or other securities of any company or body corporate.
- j. Lend and advance money or give credit to any person or body corporate; guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise assist any person or body corporate.
- k. Borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the Club's property or assets present or future and to purchase, redeem or pay-off any such securities.
- l. Draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments
- m. Sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club.
- n. Take or hold mortgages, liens or charges, to secure payment of the purchase price or any unpaid balance of the purchase price, of any part of the Club's property of whatsoever kind sold by the Club, or any money due to the Club from purchasers and others.
- o. Take any gift of property whether subject to any special trust or note, for any one or more of the purposes of the Club but subject always to the proviso in Paragraph (3).

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- p. Take such steps by personal or written appeals, public meetings or otherwise, as may from time to time, be deemed expedient for the purpose of procuring contributions to the funds of the Club, in the shape of donations, annual subscriptions or otherwise.
- q. Print and publish any newspapers, periodicals, books or leaflets that the Club may think desirable.
- r. Amalgamate with any one or more incorporated Clubs having purposes altogether or in part similar to those of the Club and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Club under or by virtue of the Rules.
- s. Purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Club is authorised to amalgamate.
- t. Transfer all or any part of the property, assets, liabilities and engagements of the Club to any one or more of the incorporated associations with which the Club is authorised to amalgamate.
- u. Make donations for patriotic, charitable or community purposes.
- v. Transfer any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged.
- w. Do all such other things as are incidental or conducive to the attainment of the purposes and the exercise of the powers of the Club.
- x. Apply through an authorised Officer of the Club to the appropriate authorities for permits or licences associated with the sale of liquor, bingo, raffles, lucky envelopes, operation of electronic gaming machines, and vending machines, all in accordance with the relevant Acts, Regulations, Bills, in operation and amendments in force from time to time.
- y. Receive and adopt amendments to the Statement of Purposes and to the Rules.

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**1. NAME**

The name of the club is TRARALGON BOWLS CLUB INC hereinafter referred to as “the Club”.

**2. DEFINITIONS**

In these rules:

- 2.1 “Board” means the Board of Directors of the Club, comprising the Officer Bearers and Ordinary Board Members;
- 2.2 “Board Member” means the members of the Board including Office Bearers and Ordinary Board Members;
- 2.3 “Conduct and Behaviour Policy” means the Conduct and Behaviour Policy adopted by the Club as the Club’s policy for prohibiting harassment, discrimination and bullying and the handling of complaints.
- 2.4 “Financial year” means the year commencing 1 July and ending 30 June;
- 2.5 “General meeting” means both a special general meeting of members convened in accordance with rule 33 and the annual general meeting of the Club;
- 2.6 “Member” means a member of the Club;
- 2.7 “Ordinary Board Members” means members of the Board who are not Office Bearers;
- 2.8 “Office Bearers” means those members of the Board who hold the positions set out in sub-rule 16.2;
- 2.9 “Relevant documents” means records or other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Club, including membership records, accounts, accounting records and documents relating to transactions, dealings, business or property of the Club;
- 2.10 “Bowls Victoria” or “BV” means Bowls Victoria Incorporated, the governing body for Bowls in Victoria, or its successors
- 2.11 “Bowls Victoria Member” means a member of the Club who is a paid-up member of Bowls Victoria Incorporated
- 2.12 “SBR<sup>nth</sup>” for Strzelecki Bowls Region North or any replacement in the future.
- 2.13 “Secretary-Manager” means the Secretary-Manager of the Club as appointed by the Board

**3. INTERPRETATION OF RULES**

- 3.1 In these rules, words of the singular shall where the context so admits imply the plural and vice versa.
- 3.2 In these rules, words implying the masculine gender include the feminine gender and vice versa.



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- 3.3 In these rules, a reference to a statute or a statutory provision shall be deemed to include any statute or statutory provision that amends, extends, consolidates or replaces the same or that has been amended, extended, consolidated or replaced by the same and any orders, regulations, instruments or other subordinate legislation made there under.
- 3.3 If any dispute occurs as to the interpretation of any of the rules or statement of purposes of the Club such dispute shall be referred to the Board whose decision shall be binding on all members unless and until such decision is reversed or altered by a special resolution of the members.

#### **4. MEMBERS**

- 4.1 The Members of the Club shall be:
- 4.1.1 Every person who at the adoption of these rules is a member of the Club;
- 4.1.2 Every person who on or after the adoption of these rules becomes a member of the Club.
- 4.2 No person shall become an Honorary Member of the Club or be exempted from the obligation to pay the regular subscription for membership of the Club except those possessing the qualifications defined in these rules and the admission or exemption is in accordance with these rules.

#### **5. CATEGORIES OF MEMBERS**

Applications for all categories of membership must be in writing on a form approved by the Board from time to time.

##### **5.1 Affiliated Bowls Members**

- 5.1.1 Any bowler over the age of 18 may be nominated as an Affiliated Bowls Member
- 5.1.2 All applications for Affiliated Bowls Membership must be submitted to the Board where they are to be considered for approval or not.
- 5.1.2.1 If approved then a welcome letter and invitation to pay fees is sent to the approved person.
- 5.1.2.2 If not approved then the Secretary Manager is required to advise the applicant in writing that the application was rejected. If any fees have been paid then they are to be refunded within 7 days of the rejection.
- 5.1.3 Any member from any other category of membership may apply to transfer to become an Affiliated Bowls Member except a Junior Member, an Honorary Member and a Staff Member.
- 5.1.4 To be eligible to be bestowed a Life Membership of the Club, the following must happen:
- 5.1.4.1 The Board may resolve to recommend a member who has rendered outstanding service to the Club for Life Membership.
- 5.1.4.2 The recommendation of the Board shall be put to the members at the annual general meeting following the date of that the Board made the resolution. If seventy five percent of members present

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and voting at the annual general meeting approve the recommendation the member shall be elected as a Life Member.

- 5.1.4.3 An elected Life Member is exempt from the payment of Club Annual Subscriptions.
- 5.1.4.4 An elected Life Member is exempt from paying affiliation fees to BV and SBR<sup>nth</sup> provided they are affiliated via Traralgon Bowls Club.
- 5.1.4.5 Life membership of any person previously elected may be revoked by seventy five per cent of members present and voting at a general meeting of the Club.
- 5.1.5 When an Affiliated Bowls Member reaches the age of 80 years they will automatically be given a Super Veteran Membership Discount where they will only be charged for BV and SBR<sup>nth</sup> Affiliations. This discount will apply to the next membership year after reaching 80 years of age.
  - 5.1.5.1 The payment of all BV and SBR<sup>nth</sup> Affiliations is required to maintain this discount and your Affiliated Bowls Membership.

## 5.2 Junior Bowls Member

- 5.2.1 Any person under the age of 18 years may be elected as a Junior Bowls Member
- 5.2.2 A Junior Bowls Member can be affiliated with BV and SBR<sup>nth</sup> if they choose to play in competitions run by those organisations.
- 5.2.3 A Junior Bowls Member can become a member without affiliating with BV and SBR<sup>nth</sup>
- 5.2.4 Junior Bowls Members are exempt from any Club Annual Subscriptions but if they choose to affiliate with BV and SBR<sup>nth</sup> then they are required to pay these amounts.
  - 5.2.4.1 Even though Junior Bowls Members are exempt from Club Annual Subscriptions they are required to renew their membership each year.
- 5.2.5 When a Junior Bowls Member turns 18 years old their membership will automatically be transferred to become an Affiliated Bowls Member.
  - 5.2.5.1 Affiliated Bowls Member fees apply to the next membership year after turning 18.

## 5.3 Non Affiliated Bowls Members

- 5.3.1 Any bowler over the age of 18 may be nominated as a Non Affiliated Bowls Member
- 5.3.2 This category of membership applies to anyone who wishes to apply for the privileges and entitlements that this category offers and for Affiliated Bowlers who choose to pay their BV and Regional affiliation fees through another club. This includes but not limited to BV Permit Players.
- 5.3.3 All applications for Non Affiliated Bowls Membership must be submitted to the Board where they are to be considered for approval or not.
  - 5.3.3.1 If approved then a welcome letter and invitation to pay fees is sent to the approved person.
  - 5.3.3.2 If not approved then the Secretary Manager is required to advise the applicant in writing that the application was rejected. If any fees have been paid then they are to be refunded within 7 days of the rejection.

## 5.4 Social Bowls Membership

- 5.4.1 Any person over the age of 18 may be nominated as a Social Bowls Member
- 5.4.2 All applications for Social Bowls Membership must be submitted to the Club with the appropriate fees attached.

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- 5.4.3 All applicants once their application has been received become a member subject to the approval of the Board.
- 5.4.4 All applications for Social Bowls Membership must be submitted to the Board where they are to be considered for approval or not.
  - 5.4.4.1 If approved then nothing further needs to be done
  - 5.4.4.2 If not approved then the Secretary Manager is required to advise the applicant in writing that the application was rejected. The fees that have been paid are to be refunded within 7 days of the rejection.
- 5.5 Social Club Membership
  - 5.5.1 There are two different classes of Social Club Membership
    - 5.5.1.1 Any person over the age of 18 that lives anywhere within Australia, including within a 10 kilometre radius of the Club may be elected as a Social Club Member.
    - 5.5.1.2 Any person over the age of 18 and is affiliated with a Traralgon Bowls Club Inc. sponsored entity may be elected as a Social Club Community Member.
  - 5.5.2 All applications for Social Club Membership must be submitted to the Club with the appropriate fees attached.
    - 5.5.2.1 Social Club Community Members are not charged a fee but are required to renew their membership each year.
  - 5.5.3 All applicants once their application has been received become a member.
- 5.6 Honorary Members
  - Any person:
    - 5.6.1 who meets one or more of the following criteria shall be declared an Honorary Member for the day or days upon which they meet those criteria:
      - 5.6.1.1 who is competing or officiating in any Inter Club Match, Tournament or Game organised by the Club, BV, SBR<sup>nth</sup> or any other organisation and taking place at the Club premises;
      - 5.6.1.2 who is an official of any other recognised bowls club affiliated with Bowls Australia and who attending the Club in connection with any Match, Tournament or Game
      - 5.6.1.3 who is an official representative of Local, State or Federal Government performing their role at an event or function held at the club;
    - 5.6.2 Honorary Members shall not be required to pay Club annual subscriptions
    - 5.6.3 The Board shall have the power to cancel the membership of any Honorary Member without notice and without assigning any cause therefore.
- 5.7 Staff Members
  - 5.7.1 All employees of the Club who are over the age of 18 shall qualify to be Staff Members of the Club.
  - 5.7.2 Upon engagement as an employee of the Club, the Secretary-Manager shall enter the name of the employee in the register of members and thereupon the employee shall become a Staff Member of the Club. This membership will be cancelled on the termination of employment.

## 6 MEMBERS' PRIVILEGES AND ENTITLEMENTS

Each particular category of membership shall enjoy the privileges of membership as set out in this rule.

- 6.1 **AFFILIATED BOWLS MEMBERS** are entitled to the following privileges:
  - 6.1.1 Admission to the grounds and use of the bowling facilities at all times that they are open and available, and to compete in Club Competitions and tournaments as are open to them

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provided that the Board may with prior notice on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Affiliate Bowls Member may be admitted to the club premises and the bowling facilities.

- 6.1.2 Use of the Club's non-bowling facilities in accordance with these rules and the By-laws laid down by the Board.
- 6.1.3 To vote in elections of the Board Members and other officers of the Club
- 6.1.4 To offer themselves for election as Board Members and other officers of the Club.
- 6.1.5 To propose or second the nomination of any other qualified member for election to the Board.
- 6.1.6 To attend and vote at all General Meetings of the Club.
- 6.1.7 To introduce visitors to the facilities at the Club in accordance with rule 36.
- 6.1.8 Affiliation with SBR<sup>nth</sup> and Bowls Victoria

**6.2 JUNIOR BOWLS MEMBERS** are entitled to the following privileges:

- 6.2.1 Admission to the grounds and use of the bowling facilities at all times that they are open and available, and to compete in Club Competitions and tournaments as are open to them provided that the Board may with prior notice on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Junior members may be admitted to the club premises and the bowling facilities.
- 6.2.2 Use of the Club's non-bowling facilities in accordance with these rules and the By-laws laid down by the Board.

**6.3 NON AFFILIATE BOWLS MEMBER**

- 6.3.1 Admission to the grounds and use of the bowling facilities at all times that they are open and available, and for a prescribed entry fee compete in Club Competitions (excluding Club Championship Events) as are open to them provided that the Board may with prior notice on special occasions or otherwise at its discretion from time to time extend or vary the times and days that a Indoor Bowls Member may be admitted to the club premises and the bowling facilities
- 6.3.2 Use of the Club's non-bowling facilities in accordance with these rules and the By-Laws laid down by the Board.

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6.3.3 To introduce visitors to the non-bowling facilities only at the Club in accordance with rule 36.

**6.4 STAFF MEMBERS** are entitled to the following privileges:

6.4.1 Admission to the grounds and use of the bowling facilities at times that are outside of Club Championships, Bowls Victoria Sanctioned events and weekly pennant.

6.4.2 Use of the Club's non-bowling facilities in accordance with these rules and the By-Laws laid down by the Board.

6.4.3 To introduce visitors to the non-bowling facilities only at the Club in accordance with rule 36.

**6.5 HONORARY MEMBERS** are entitled to the following privileges:

6.5.1 Admission to the grounds and use of the bowling facilities of the Club on any day that they meet the criteria for Honorary Membership on the terms set out by the Board from time to time and provided that the Board shall have the power to cancel the membership of any Honorary Member without notice and without assigning any cause therefore.

6.5.2 Use of the Club's non-bowling facilities in accordance with these rules and the By-Laws laid down by the Board.

6.5.3 To obtain discounts and take away services in line with Affiliated Bowls Member privileges.

**6.6 Social Bowls Memberships** are entitled to the following privileges:

6.6.1 Admission to the grounds and the use of the outdoor bowling facilities at all times that they are open and available and for a prescribed entry fee compete in Club Competitions (excluding Club Championship Events), social, corporate and fundraising events that are open to them provided that the Board may with prior notice on special occasions or otherwise at its discretion from time to time extend or vary the times and days that Social Bowls Members may be admitted to the club premises and the bowling facilities

6.6.2 Use of the Club's non-bowling facilities in accordance with these rules and the By-Laws laid down by the Board.

6.6.3 To introduce visitors to the non-bowling facilities only at the Club in accordance with rule 36.

**6.7 SOCIAL CLUB MEMBERSHIP / SOCIAL CLUB COMMUNITY MEMBERSHIPS** are entitled to the following privileges:

6.7.1 Use of the Club's non-bowling facilities in accordance with these rules and the By-Laws laid down by the Board.

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**7 EFFECT OF MEMBERSHIP**

7.1 All Members acknowledge and agree that:

- 7.1.1 The Statement of Rules and Purpose of the Club constitutes a contract between each of them and the Club and that they are bound by the Statement of Rules and Purpose;
- 7.1.2 They shall comply with and observe the Statement of Rules and Purpose;
- 7.1.3 By submitting to the Statement of Rules and Purpose of the Club they are subject to the jurisdiction of the Club.
- 7.1.4 The Statement of Rules and Purpose are necessary and reasonable for promoting the purposes of the Club; and.
- 7.1.5 They are entitled to all benefits, advantages, privileges and services of their membership as determined by the Board.

7.2 All Members may by virtue of membership of the Club and subject to the Statement of Rules and Purpose:

- 7.2.1 Express in writing or otherwise their views and opinions in any meeting in respect of which they are entitled to participate in accordance with the Statement of Rules and Purpose;
- 7.2.2 Make proposals or submissions to the Board;

7.3 A right, privilege or obligation of a Member by reason of their membership of the Statement of Rules and Purpose:

- 7.3.1 Is not capable of being transferred or transmitted to another Member; and.
- 7.3.2 Terminates upon the cessation of membership whether by resignation or otherwise.

**8 APPLICATION FOR NEW MEMBERSHIP**

8.1 The procedure set out in this rule shall apply to applications for new membership to the following categories:

- Affiliated Bowls Member
- Junior Bowls Member
- Non Affiliated Bowls Member
- Social Bowls Member
- Social Club Member
- Social Club Community Member

8.2 For other categories of membership refer to the procedure laid out in rule 5 for the particular membership category.

8.3 An applicant for a new Affiliate Bowls Member, Junior Bowls Member & Non Affiliated Bowls Member of the Club shall be proposed by one and seconded by another Member eligible to propose and second applicants.

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- 8.4 Every application for Affiliate Bowls Member, Non Affiliate Bowls Member or Junior Bowls Member, must be in writing in a form approved by the Board from time to time and signed by the applicant and his or her proposer and seconder and shall be delivered to the Secretary-Manager.
- 8.5 Upon receipt, the Secretary-Manager shall post the completed application form in a conspicuous place in the Club premises where it shall be displayed for at least one week, and an interval of not less than two weeks shall elapse between receipt of the application for membership and the Board meeting at which the application is considered.
- 8.6 If requested to do so by the Board, the Secretary-Manager shall write to any applicant for membership requesting the applicant to attend at the Club House to be interviewed by the Board.
- 8.7 The Board shall consider the application for membership at a Board meeting held no sooner than fourteen days after receipt of the application and after the application has been displayed for a period of seven days.
- 8.8 A simple majority of votes shall be required to approve an application for membership.

**9 TRANSFER OF MEMBERSHIP CATEGORY**

- 9.1 Any member may apply to the Board to transfer from one category of membership to a new category for which the member is eligible.
- 9.2 Junior members upon reaching the age of 18 years will be automatically transferred to Full Bowls membership
- 9.3 Applications for transfer to another category of membership must be in writing in a form approved by the Board from time to time and delivered to the Secretary-Manager.
- 9.4 The Board shall determine all applications for transfer of membership at a duly convened Board meeting and a simple majority of votes shall be required to approve a transfer of membership.
- 9.5 Members transferring to a category of membership for which a greater application fee and/or annual subscription is applicable shall, upon approval of the transfer of membership, be required to pay the difference between the amounts prescribed for the new category and those for the old category within one month of notification of transfer of membership.
- 9.6 Unless the Board determines otherwise in respect of particular applicants, members transferring to a category of membership for which a lesser application fee and/or annual subscription is applicable shall not be entitled to a refund of the difference between the amounts prescribed for the new category and those for the old category, and shall be required to pay the lesser fees applicable to the new category when annual subscriptions next fall due.

**10 NOTIFICATION OF OUTCOME OF MEMBERSHIP APPLICATION OR TRANSFER**

- 10.1 When an applicant has been elected as a new member in accordance with rule 8 or an application for transfer has been approved in accordance with rule 9, the Secretary-Manager shall forthwith notify the applicant in writing and such notification shall include a request for payment of the relevant entrance fee, if any, and annual subscription (or the difference as set out in rule 9.5) and upon payment the applicant shall become a member of the relevant category.
- 10.2 If within one month after receipt of the notice referred to in rule 10.1 the applicant's payment has not been received by the club, the election to membership or approval for transfer shall be voided.
- 10.3 In the event of an application for new membership or transfer to a different category being rejected by the Board, the Secretary-Manager shall forthwith notify the applicant of the rejection and shall not be required to provide reasons for the rejection.
- 10.4 In the event of an application for transfer to a different category being rejected, the Secretary-Manager shall forthwith notify the applicant of the rejection and shall not be required to provide reasons for the rejection, and the applicant shall remain in his/her current category

**11 CESSATION OF MEMBERSHIP**

- 11.1 Any member may resign membership of the Club by notifying the Secretary-Manager in writing prior to 30 June in the year that the member wishes to resign. If the written notice of resignation is not received prior to 30 June in the relevant year, the resigning member shall be liable to pay the annual subscription for the next ensuing financial year.
- 11.2 If a notice of resignation is stated to be effective prior to 30 June in any year, the resigning member shall not be entitled to any refund of fees or subscriptions paid.
- 11.3 Subject to rule 15.5 if a member fails to pay any relevant fee and/or subscription within one month of it becoming due, the defaulting member shall cease to be a member and shall cease to be entitled to any of the privileges of membership.
- 11.4 A member ceases to be a member if he/she is expelled as a result of disciplinary action in accordance with rule 30.
- 11.5 If a member ceases to be a member for any reason (including as a result of disciplinary action in accordance with rule 30), the member shall remain liable to pay any subscription or fee due at the time that membership ceases and shall not be entitled to any refund of any subscription or fee paid in advance, unless otherwise determined by the Board.



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**12. REJOINING**

A member who has resigned in accordance with rule 11 and is subsequently re-elected as a member shall not be required to pay any application fee unless the application fee payable at the time of re-election is greater than the application fee paid by the member when he/she was originally elected, in which case the re-joining member shall be required to pay the difference between the two amounts, and such difference shall be a "fee" for the purposes of these rules.

**13. FUNDS**

The funds of the Club shall be derived from fees, annual subscriptions, donations and such other sources as the Board determines.

**14. PAYMENTS**

All payments on behalf of the Club shall be made by cheque, or any other means authorised by the Board signed by such persons duly authorised by the Board from time to time.

**15. FEES & SUBSCRIPTIONS**

- 15.1 Subject to these rules, the application and entrance fees (if any), and annual subscription for each category of membership shall be determined by the Board from time to time, and the Board shall be at liberty to determine that there shall be no application fee or annual subscription for any particular category of membership
- 15.2 All annual subscriptions shall be due and payable in advance by 1 July in every year. Annual Subscriptions are deemed to be made up of a club subscription and the fees payable for affiliation to BV and SBR<sup>nth</sup>.
- 15.3 Members from the following membership categories: Affiliated Bowls Member, Non Affiliated Bowls Member and Social Bowls Member who are elected new members on or after January 1<sup>st</sup> within any financial membership year shall pay one twelfth of the annual subscription non affiliation fee section for each remaining month or part thereof for the remaining months of the financial membership year.
- 15.4 Subject to the following rule 15.5 if a member fails to pay the relevant fee and/or subscription within one month of it becoming due, the defaulting member shall cease to be a member and shall cease to be entitled to any of the privileges of membership.
- 15.5. The Board may, at its discretion, grant extensions of time for payment of fees and/or subscriptions for all members or particular members, and may reinstate a member who has ceased to be a member by virtue of the previous rule 15.4 upon payment of outstanding fees and/or subscriptions without the requirement for the ceased member to reapply for membership. Upon receiving a written application from a member who is or will be unable to exercise their privileges of membership for more than six months in any one year due to absence, injury or illness, the Board may determine whether to remit any portion of the annual subscription to the member relating to the period that the member will be unable to exercise their privileges of membership.

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**16. MANAGEMENT**

- 16.1 The affairs of the Club shall be managed by a Board of Directors consisting of the Office Bearers and Six Ordinary Board Members all elected in accordance with these rules with the exception of the Secretary-Manager who is appointed as per rule 27.
- 16.2 The Office Bearers of the Club shall be:
- Chairman
  - Vice Chairman
  - Treasurer
  - Secretary-Manager
- 16.3 The Board may, subject to these Rules, and the relevant legislation, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Club and without limiting the foregoing:
- 16.3.1 The Board shall be entitled from time to time to make By-laws for the management of the club and the conduct of the members and guests, such By-laws are to be communicated to the members and management in a manner determined by the Board;
- 16.3.2 The Board shall require all Board members to sign and adhere on an annual basis to the Code Of Conduct adopted by the Board from time to time.
- 16.3.3 The Board shall require all Board members to complete all reasonable training requirements that are necessary for corporate governance, gambling and regulatory compliance.
- 16.3.4 The Board has the power to perform all such acts and things as appear to the Board to be essential for the proper management of the business and affairs of the Club;
- 16.3.5 The Board shall not, without the prior approval of the members in general meeting dispose of or demise any part of the real property of the club.
- 16.3.6 The Board shall appoint the auditors for the Club annually.

**17. TERM OF BOARD MEMBERS**

- 17.1 There shall be an annual election for the positions on the Board which fall vacant and each person elected to fill such vacancies shall hold the position for a term of three years from their election date or until their successors have been elected.

- 17.2 The election cycle of Board positions shall be as follows:

<b>Cycle 1 – Year 1</b>	<b>Cycle 2 – Year 2</b>	<b>Cycle 3 – Year 3</b>
Chairman	Treasurer	Vice Chairman
Ordinary Member (3)	Ordinary Member (5)	Ordinary Member (1)
Ordinary Member (4)	Ordinary Member (6)	Ordinary Member (2)

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- 17.3 The term of each Board Member shall expire at the conclusion of the annual general meeting in the year of their retirement.

**18. ELECTION OF BOARD MEMBERS**

- 18.1 In each year the positions which shall fall vacant will be the positions of those Board Members whose terms have expired by the expiration of time or such other manner as provided in these rules.
- 18.2 Nominations of candidates for election to fill vacancies on the Board:
- 18.2.1 shall be made in writing on a form approved by the Board from time to time;
- 18.2.2 shall contain the name and signature of a proposer and a seconder both of whom shall be members entitled to nominate members for election (not being the candidate);
- 18.2.3 shall be accompanied by the written consent of the candidate (which may be endorsed on the form of nomination);
- 18.2.4 for such time as the Club holds a gaming licence, be accompanied by a Board approved signed document stating that the candidate has read the VGCCC online form to apply for approval as an Associated Individual and have made themselves fully aware of the process and agree to fulfill this process within one month of being elected.
- 18.2.5 shall be delivered to the Secretary-Manager, together with the form/s referred to in this rule, not less than thirty-five days before the date fixed for the holding of the annual general meeting.
- 18.3 If the Secretary-Manager finds that any nomination contains an anomaly or is not accompanied by the form/s required by the previous rule 18.2 the Secretary-Manager shall notify the person concerned of the anomaly and where it is practicable to do so, shall give the person concerned the opportunity of remedying the anomaly within a reasonable period from the receipt of his notice, notwithstanding that the date for submission of nominations may have already passed.
- 18.4 All eligible serving and non serving members may nominate for the current election cycle's Executive position and also nominate for the current election cycle's Ordinary Board position where the Executive position is to be determined first.
- 18.5 Eligible serving Ordinary Board Members not involved in the current election cycle may nominate as a candidate for the current election cycle's Executive Position. If this nomination is unsuccessful the person shall return to the Ordinary Board Member position and election cycle they already hold. If successful, refer Rule 19.1.9.
- 18.6 Candidates nominated for an Ordinary Board position must have been a continuous Affiliate Bowls Member at Traralgon Bowls Club Inc. for a minimum period of 24 months prior to their nomination.

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- 18.7 Candidates nominated for an Executive Board position must have served in the previous 7 years as an Ordinary Board member at Traralgon Bowls Club Inc. for a minimum period of 24 months prior to their nomination.
- 18.8 If insufficient nominations are received to fill all vacancies on the Board, the candidates nominated shall be deemed to be elected and the Board shall have the power to fill the vacancy in accordance with rule 19.
- 18.9 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 18.10 If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held in accordance with these rules.
- 18.11 In the event of a ballot being required the Secretary-Manager shall cause a list of the persons nominated for election to the Board to be displayed in a conspicuous place at the club house for a period of at least twenty one days prior to the annual general meeting in the year of the election.
- 18.12 In the event of a ballot being required the ballot shall be conducted as follows:
- 18.12.1 The Board shall appoint as scrutineers three members eligible to vote in the election and each of whom is not a candidate or Board Member (“the scrutineers”);
  - 18.12.2 Ballot papers containing the names of all the candidates and the position(s) for which they have nominated shall be prepared by the Secretary-Manager and posted to each member eligible to vote in elections together with an envelope marked “Voting Paper” and identified with the voting member’s name and membership number;
  - 18.12.3 The Secretary-Manager shall place his initial on the back of each ballot paper before posting the same to the members;
  - 18.12.4 The voting member shall complete the ballot paper and place the completed ballot paper in the envelope marked “Voting Paper” and seal the envelope and return the sealed envelope to the Secretary-Manager no later than forty-eight hours prior to the annual general meeting;
  - 18.12.5 The Secretary-Manager shall keep a record of each member who has returned the envelope and deliver all sealed envelopes to a meeting of the scrutineers which meeting shall be convened on the day before the annual general meeting;
  - 18.12.6 The scrutineers shall count the votes cast for each candidate and shall, despite any minor defects, attempt to give effect to each vote cast – in the event of a dispute amongst the scrutineers as to the validity of a vote, a decision of a majority of the scrutineers shall prevail;
  - 18.12.7 Depending on which Office Bearers are retiring in any particular year the scrutineers shall count the votes for Board positions in the following order:

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Chairman

Vice Chairman

Treasurer

Ordinary Board Members

18.12.8 The scrutineers shall check the number of ballot papers lodged in the ballot box against the record of returned envelopes kept by the Secretary-Manager and shall report the results of the postal ballot to the Chairman of the annual general meeting.

18.13 The candidates receiving the highest number of votes shall be elected.

18.14 In the event of two or more candidates receiving an equal number of votes for the same position, the scrutineers shall decide the winner by lot.

18.15 A record shall be kept by the Secretary-Manager of the number of members voting.

18.16 Where an insufficient number of nominations has been received, or where the election has resulted in a position on the Board becoming vacant, the Board shall have the power to fill the vacancy in accordance with rule 19.

18.17 Depending on which Board positions are vacant, the Chairman shall call for nominations and conduct a ballot in the following order:

Chairman

Vice Chairman

Treasurer

Ordinary Board Members

18.18 The Chairman of the Board may allocate portfolios to Board Members.

**19. CASUAL VACANCIES**

19.1 For the purpose of these rules, a casual vacancy occurs in the position of a Board Member if:

19.1.1 the Board Member ceases to be a member of the Club;

19.1.2 the Board Member has his/her membership of the Club suspended in accordance with rule 30;

19.1.3 the Board Member becomes a bankrupt under the laws of Australia;

19.1.4 the Board Member is absent from three consecutive meetings of the Board without apology;

19.1.5 the Board Member has a material personal interest in a matter that relates to the affairs of the Club **UNLESS** the Board Member has declared his/her interest AND the Board Members who do not have a material personal interest in the matter pass a resolution that the interest is not of a nature to require the position of the Board Member to become vacant;

19.1.6 the Board Member resigns his/her position by notice in writing given to the Secretary-Manager;

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- 19.1.7 the Board Member is removed from the Board in accordance with these rules by the members at a general meeting and the members do not appoint a replacement Board Member at that general meeting;
- 19.1.8 the Board Member's position is not filled at an election held in accordance with these rules;
- 19.1.9 the Board Member is elected or appointed to another position on the Board;
- 19.1.10 during any time that the Club holds a gaming venue operator's licence:
- 19.1.10.1 if, within three months of the Board Member's election or appointment, he/she fails to lodge for approval by the VCGLR as an associated individual or to meet the legal requirements of persons associated with an organisation that holds a liquor and/or gaming venue operator's licence;
  - 19.1.10.2 if at any time during his/her term the Board Member becomes ineligible to be a person associated with any organisation that holds a liquor and/or gaming venue operator's licence.
- 19.2 In the event of a casual vacancy in the office of an Office Bearer, the Board may appoint one of its members to the vacant office thus creating a casual vacancy in the position of Ordinary Board Member, and the member so appointed shall hold office for the remainder of the term that the vacating Office Bearer would have served.
- 19.2.1 In the event that no existing Ordinary Board Member wishes to or is eligible to fill the Executive Board Position then the Board must within six weeks call for expressions of interest from eligible club members to fill the position.
- 19.2.2 The Board may within another six weeks fill the position if the casual vacancy is in either of the two non election year cycles and if a member is so appointed they shall hold the position for the remainder of the term that the vacating Board member would have served. If it is within the current election year cycle, the Board may choose to fill or not to fill the position from the members who have expressed an interest.
- 19.3 In the event of a casual vacancy occurring in the position of an Ordinary Board member the Board must within six weeks call for expressions of interest from the club membership to fill the position.
- 19.3.1 The Board must within another six weeks attempt to fill the position if the casual vacancy is in either of the two non election year cycles and if a member is so appointed they shall hold the position for the remainder of the term that the vacating Board member would have served. If it is within the current election year cycle, the Board may choose to fill or not to fill the position from the members who have expressed an interest.

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**20. REMOVAL OF BOARD MEMBER**

- 20.1 The members in a general meeting may by resolution remove any Board Member before the expiration of his/her term and appoint another member in his/her stead to hold office until the expiration of the term of the first-mentioned member.
- 20.2 In the event that a Board Member is removed in accordance with the previous rule 20.1, the removal of the Board Member is not invalidated by the fact that the members did not appoint another member to the Board, and in the event that another member is not appointed to the Board, a casual vacancy shall exist for the Board position.
- 20.3 A Board Member to whom a resolution referred to in rule 20.1 is directed may make representations in writing to the Secretary-Manager, which shall not exceed a reasonable length, and the Secretary-Manager shall ensure that a copy of representations is sent to each member of the Club who is entitled to vote at general meetings and/or the Board Member may require that the representations are read to the members at the general meeting prior to the members voting on the resolution to remove the Board Member.

**21. SUB-COMMITTEES**

- 21.1 The Board may from time to time appoint any Sub-Committees consisting of persons who are members or staff and may delegate to the Sub-Committees such of the powers or duties of the Board as the Board may determine.
- 21.2 The Board may recall or revoke any appointment or delegation made in accordance with rule 21.1.
- 21.3 The business of Sub-Committees shall be conducted in accordance with the direction of the Board and Sub-Committees shall conform to any regulations that may be prescribed by the Board.
- 21.4 All Sub-Committees shall report to the Board and decisions of a Sub-Committee shall be subject to confirmation of the Board except where the Sub-Committee has been given express power to act by the Board.
- 21.5 A Board appointed Director shall be an ex-officio member of any or all Sub-Committees.

**22. BOWLS SUB-COMMITTEE**

- 22.1 There shall be no less than one standing bowls sub-committee(s) which will be convened and operate in accordance with this rule and the annual Board approved Bowls Section By-Laws.
- 22.2 Prior to the annual general meeting each year the members who are eligible to vote in elections of the Club shall elect from among their number a Bowls Sub-Committee(s).
- 22.3 The committee shall consist of the following office bearers of which the committee shall be made up of 5 female and 5 male members:

President

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Vice President

Secretary

Treasurer

6 Committee members

- 22.4 Meetings of the Bowls Sub-Committee(s) shall be presided over by the relevant President and in his/her absence by the relevant Vice President and in the event that both the President and the Vice President are absent such other member of the Sub-Committee who is elected to the chair by the members present;
- 22.5 In situations of tied voting, the status quo will remain.
- 22.6 Subject to rule 22, the manner of electing the Bowls Sub-Committee(s) shall be determined from time to time by the Board on the advice of the Bowls Standing Committees.

**23. AFFILIATIONS**

- 23.1 The Club shall maintain membership of an industry peak body.
- 23.2 The Club shall maintain affiliation with all relevant state sporting bodies that organise sporting competitions in which the Club competes, and in particular the Club will maintain affiliation with Bowls Victoria and SBR<sup>nth</sup> for as long as these bodies exist and the Club continues to meet its first stated purposes.
- 23.3 The relevant Bowls Sub-Committees will nominate two delegates to attend meetings of the SBR<sup>nth</sup>.

**24. MEETINGS OF THE BOARD**

- 24.1 The Board shall hold a minimum of nine meetings per annum or as often as necessary.
- 24.2 Any two Board members may require the Secretary-Manager to convene a special meeting of the Board, and the Secretary-Manager shall on the requisition of two Board members convene a special meeting of the Board.
- 24.3 No business shall be transacted at any meeting unless each Board Member has been given reasonable notice of the meeting.
- 24.4 Any five Board Members shall constitute a quorum for the transaction of the business of a meeting of the Board.
- 24.5 No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the Chairman shall adjourn the meeting to an appropriate time and place unless the meeting was a meeting requisitioned by a Board Member pursuant to rule 24.2 in which case it lapses.
- 24.6 In the event that a meeting is adjourned in accordance with the rule 24.5, each Board member shall be notified of the place and time for the meeting.



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24.7 At meetings of the Board:

24.7.1 the Chairman, or in his absence the Vice Chairman, shall preside; or

24.7.2 if the Chairman and the Vice Chairman are absent, such one of the remaining Board Members as may be chosen by the members present shall preside.

24.8 Questions arising at a meeting of the Board or of any Sub-Committee appointed by the Board shall be determined on a show of hands or, if demanded by two members, by a poll taken in such manner as the person presiding at the meeting may determine.

24.9 Subject to the requirement for a quorum the Board may act notwithstanding any vacancy on the Board.

**25. VALIDATING ACTS OF THE BOARD**

All acts done by any meeting of the Board or a Sub-Committee of the Board or by any person acting as a Board Members shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such person or persons acting as aforesaid or that they or any of them were disqualified, be as valid as if any such person had been duly appointed and was qualified to be a Board Member.

**26. INDEMNITY**

26.1 No Board Members shall be liable to the club for any loss or expense not applicable to his own dishonesty or to the willful commission by him of an act known by him to be a breach of trust or breach of duty.

26.2 To the full extent allowed by the law, the Board and each Board member shall be indemnified by the Club from and against any liability, loss or damage caused to or incurred by the Board or Board member by reason of the bona fide exercise by the Board and each Board member of any of the duties, powers or privileges conferred or imposed on them by these rules or any amendment thereof.

**27. SECRETARY-MANAGER**

27.1 The Board shall be empowered to engage a Secretary-Manager on terms and conditions that the Board consider appropriate and who shall be required to act diligently, honestly and faithfully in the best interests of the Club and carry out the directions of the Board.

27.2 The Secretary-Manager shall not have a vote on the Board.

**28. SECRETARY-MANAGER'S DUTIES**

28.1 The Secretary-Manager shall cause to be kept on the Club premises a Register of the Members setting forth in full the names and addresses of all members of the Club and the date of the latest payment by each member of his or her subscription.

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- 28.2 The Secretary-Manager shall cause to be kept correct Minutes of the proceedings of all meetings of the Board and of the members and shall cause to be performed all other duties which these rules require the Secretary-Manager to perform.
- 28.3 Unless determined otherwise by the Board from time to time, the Secretary-Manager shall cause to be prepared and lodged with the relevant authorities all financial statements returns, statements and forms in accordance with any relevant legislation.
- 28.4 The Secretary-Manager shall also be the Public Officer.

**29. TREASURER'S DUTIES**

- 29.1 The Treasurer shall cause to be kept correct accounts and books showing the financial affairs of the Club and the particulars usually shown in books of accounts of a like nature and in particular:
- 29.1.1 The sums of money received and expended by the Club and the matters in respect of which such receipts and expenditure take place.
- 29.1.2 The assets and liabilities of the Club.
- 29.1.3 The Treasurer shall cause to be prepared annual financial statements for presentation at the annual general meeting.

**30. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS**

- 30.1 Subject to these rules, the Board may by resolution:
- 30.1.1 expel a member from the Club;
- 30.1.2 suspend a member from membership of the Club for a specified period; or
- 30.1.3 impose any appropriate requirement or restriction on a member.
- 30.1.4 Where a member has been found guilty of conduct unbecoming the board may consider a suspended penalty, where a member is found guilty of conduct unbecoming for a second and any subsequent occurrence a penalty (as per clause 30.1.1, 30.1.2 or 30.1.3) must be applied.
- 30.2 A resolution referred to in the previous rule 30.1 may be made if the Board is of the opinion that the member:
- 30.2.1 has refused or neglected to comply with these rules; or
- 30.2.2 has been guilty of conduct unbecoming a member or prejudicial to the interests of the Club.
- 30.2.2.1 Conduct Unbecoming of a Member is deemed to be when misconduct by a member is consistent with the list below:-
- Violent or abusive behaviour.
  - Discrimination against another person based on age, gender or sexual orientation.

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- Discrimination against a person based on their race, culture or religion.
- Victimisation of any person reporting conduct unbecoming.
- Unsporting behaviour.
- Offensive language (which may include abusive, obscene or insulting language).
- Assault.
- Attempting to strike.
- Striking (eg fist, hand, foot, head or with object).
- Fighting
- Threatening another person.
- Putting a person in fear of imminent violence.
- Vilification of any kind towards another person.
- Or any other actions the Board may deem to be unbecoming of a Member.

30.3 A resolution of the Board under rule 30.1:

30.3.1 does not take effect unless the Board, at a meeting held within a reasonable length of time after the service of notice under rule 30.4 on the member, confirms the resolution in accordance with this rule.

30.3.2 In determining what is a reasonable length of time for the purpose of the previous rule the Board may take into account the time taken:

30.3.2.1.1 for any related action in accordance with rule 30; or

30.3.2.2 the Club Conduct and Behaviour Policy or any other Club policy or procedure; or

30.3.2.3 whether the conduct is the subject of any inquiry, investigation, or other lawful procedure by the police, or any other authority or any legal or arbitration proceedings.

30.3.3 Where the member exercises a right of appeal to the Club under this rule, does not take effect unless the Club confirms the resolution in accordance with this rule.

30.4 Where the Board passes a resolution under rule 30.1 the Secretary-Manager shall, as soon as practicable, cause to be served on the member a notice in writing:

30.4.1 setting out the resolution of the Board and the grounds on which it is based;

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- 30.4.2 stating that the member may address the Board at a meeting to be held by the Board;
- 30.4.3 stating the date, place and time of that meeting;
- 30.4.4 informing the member that they may do one or more of the following:
  - 30.4.4.1 attend that meeting;
  - 30.4.4.2 give to the Board before the date of that meeting a written statement seeking the revocation of the resolution;
  - 30.4.4.3 not later than twenty-four hours before the date of the meeting, lodge with the Secretary-Manager a notice to the effect that he/she wishes to appeal to the Club in general meeting against the resolution.
- 30.5 At a meeting of the Board held in accordance with rule 30.3, the Board:
  - 30.5.1 shall give to the member an opportunity to be heard;
  - 30.5.2 shall give due consideration to any written statement submitted by the member
  - 30.5.3 shall by resolution determine whether to confirm or to revoke the resolution.
- 30.6 If at the meeting of the Board the resolution is confirmed the member may, not later than 48 hours after that meeting, give the Secretary-Manager a notice to the effect that he/she wishes to appeal to the Club in general meeting against the resolution.
- 30.7 Where the Secretary-Manager receives a notice under rule 30.4.4.3 or 30.6 he or she shall notify the Board and the Board shall convene a general meeting of the Club to be held within thirty-five days after the date on which the Secretary-Manager received the notice.
- 30.8 At a general meeting of the Club convened under rule 30.6:
  - 30.8.1 no business other than the question of the appeal shall be transacted;
  - 30.8.2 the Board may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
  - 30.8.3 the member shall be given an opportunity to be heard; and
  - 30.8.4 the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- 30.9 If at the general meeting:
  - 30.9.1 two-thirds of the members vote in person in favour of the confirmation of the resolution, the resolution is confirmed; and

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30.9.2 in any other case, the resolution is revoked.

30.10 In the event that the members vote at the general meeting to revoke the resolution of the Board, the members present may by simple majority determine that, based only on the information before them at the meeting, the member has refused or neglected to comply with these rules or has been guilty of conduct unbecoming of a member or prejudicial to the interests of the Club and substitute an appropriate sanction in place of the sanction determined by the Board.

**31. DISPUTES AND MEDIATION**

31.1 The grievance procedure set out in this rule applies to disputes under these rules between:

31.1.1 a member and another member; or

31.1.2 a member and the Club.

31.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen days after the dispute comes to the attention of all of the parties.

31.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within ten days, hold a meeting in the presence of a mediator.

31.4 The mediator must be:

31.4.1 a person chosen by agreement between the parties; or

31.4.2 in the absence of agreement

31.4.2.1 in the case of a dispute between a member and another member, a person appointed by the Board; or

31.4.2.2 In the case of a dispute between a member and the Club, a person who is a mediator appointed or employed by the recognised industry peak body the Club has nominated to affiliated with, and in the event that the affiliated body fails to appoint a mediator, the Dispute Settlement Centre of Victoria (Department of Justice).

31.5 A member of the Club can be a mediator.

31.6 The mediator cannot be a member who is a party to the dispute.

31.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

31.8 The mediator, in conducting the mediation, must:

31.8.1 give the parties to the mediation process every opportunity to be heard;

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31.8.2 allow due consideration by all parties of any written statement submitted by any party; and

31.8.3 ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

31.9 The mediator must not determine the dispute.

31.10 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute at law.

**32. ANNUAL GENERAL MEETINGS**

32.1 There shall be an annual general meeting held not later than five months after the end of the financial year on such day and at such place as the Board determines.

32.2 The annual general meeting shall be specified as such in the notice convening it.

32.3 The ordinary business of the annual general meeting shall be:

32.3.1 to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;

32.3.2 to receive from the Board reports upon the transactions of the Club during the last preceding financial year;

32.3.3 to declare the outcome of the election; and

32.3.4 to receive and consider the audited financial statement submitted by the Club in accordance the relevant legislation.

32.4 The annual general meeting may transact special business of which notice is given in accordance with these rules.

32.5 The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

**33. SPECIAL GENERAL MEETINGS**

33.1 All general meetings other than the annual general meeting shall be called special general meetings.

33.2 The Board may, whenever it thinks fit, convene a special general meeting.

33.3 If, but for this sub-rule, more than 18 months would elapse between annual general meetings, the Board must convene a special general meeting before the expiration of that period.

33.4 The Board shall, on the requisition in writing of members representing not less than twenty five members who are entitled to vote at meetings, convene a special general meeting of the Club.

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- 33.5 The requisition for a special general meeting shall state the business of the meeting and shall include the names and signatures of the members making the requisition and be delivered to the Secretary-Manager and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- 33.6 If the Board does not cause a special general meeting to be held within six weeks after the date on which the requisition is delivered to the Secretary-Manager, the members making the requisition, or any of them, may convene a special general meeting to be held not later than three months after the date on which the requisition is delivered.
- 33.7 A special general meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as general meetings convened by the Board and all reasonable expenses incurred in convening the meeting shall be refunded by the Club to the persons incurring the expenses.

**34. NOTICE OF MEETINGS**

- 34.1 In the case of annual general meetings the Secretary-Manager must provide a preliminary notice in accordance with this rule. The preliminary notice is in addition to the notice referred to in rule 34.2.
- 34.2 The Secretary-Manager shall at least forty five days prior to the date fixed for the annual general meeting in each year post a preliminary notice on the notice board at the club house advising members of:
- 34.2.1 the place date and time of the annual general meeting;
- 34.2.2 the number of Board members to be elected at the annual general meeting and how to nominate for election as a Board member;
- 34.2.3 the requirement to lodge notice of special business with the Secretary-Manager at least twenty-eight days prior to the date fixed for the annual general meeting;
- 34.3 The preliminary notice referred to in this rule 34.1 shall be by way of newsletter or notice posted on the notice board or such other manner as the Board determines.
- 34.4 In the case of both annual general meetings and special general meetings the Secretary-Manager shall, at least twenty one days before the date fixed for holding a general meeting, cause a notice of the meeting to be posted on the notice board in the Club house and mailed by pre-paid post to all members eligible to vote.
- 34.5 The notice of general meeting shall state the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 34.6 No business other than that set out in the notice convening the meeting shall be transacted at the meeting.

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- 34.7 A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary-Manager at least twenty eight days prior to the meeting, and the Secretary-Manager shall include that business in the notice calling the next general meeting after the receipt of the notice.
- 34.8 A proxy voting form shall be included with the notice of meeting.

**35. PROCEEDINGS AT MEETINGS**

- 35.1 All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting, with the exception of that specially referred to in these rules as being the ordinary business of the annual general meeting, shall be deemed to be special business.
- 35.2 No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
- 35.3 Twenty-five members personally present (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 35.4 If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and at the same place – unless another place or time is specified by the Chairman at the time of the adjournment and by written notice to members given before the day to which the meeting is adjourned – and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than ten) shall be a quorum.
- 35.5 The Chairman, or in his absence, the Vice Chairman, shall preside as Chairman at each general meeting of the Club.
- 35.6 If the Chairman and the Vice Chairman are absent from a general meeting, the members present shall elect one of their number to preside as Chairman at the meeting.
- 35.7 The Chairman of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting to a time and place agreed by the meeting, but no business shall be transacted at an adjourned meeting other than business left unfinished at the meeting at which the adjournment took place.
- 35.8 Where a meeting is adjourned for fourteen days or more, a notice of the adjourned meeting shall be given as in the case of the general meeting.
- 35.9 Except as provided in rule 35.8 or when the time and place for the adjourned meeting is not agreed upon at the meeting, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
- 35.10 A question arising at a general meeting of the Club shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that a



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resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the minute book of the Club is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

- 35.11 Upon any question arising at a general meeting of the Club, a member has one vote only, except in the event of an equality of votes when the Chairman shall have a second or casting vote.
- 35.12 All votes shall be given personally, by proxy or, if approved by the Board from time to time, by postal vote conducted in such a reasonable manner as determined by the Board. No postal votes shall be allowed on the question of a special resolution.
- 35.13 If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at that meeting, in such manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- 35.14 A poll that is demanded on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.
- 35.15 A member is not entitled to vote at any general meeting unless all subscriptions and fees due and payable to the club have been paid.

**36. VISITORS TO THE CLUB**

- 36.1 Subject to the Club's by-laws and the relevant legislation, where it is stipulated in these rules, members shall be entitled to introduce visitors to the Club as guests of the members.
- 36.2 A visitor shall not be supplied with liquor in the Club premises unless the visitor is:
- 36.2.1 a guest in the company of a member; or
  - 36.2.2 an authorised gaming visitor (as defined in the Liquor Control Reform Act 1998).
- 36.3 Authorised gaming visitors to the club must:
- 36.3.1 produce evidence of his/her residential address before being admitted to the licensed premises of the Club;
  - 36.3.2 carry identification at all times whilst on the licensed premises of the Club;
  - 36.3.3 comply with all relevant rules and by-laws of the Club whilst on the licensed premises of the Club.

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**37. VISITORS' REGISTER**

37.1 The Club shall maintain a visitors' register recording the name of each visitor to the Club, the date of admission and whether the visitor was:

37.1.1 introduced as a guest of member – in which case the register shall record the name of the member and the name of the introducing member; or

37.1.2 an authorised gaming visitor – in which case the register shall record the residential address of the visitor

**38. COMMISSIONS, ALLOWANCES AND REMUNERATION**

38.1 No Board Member, member, employee or agent of the club may receive any payment of any amount by way of commission or allowance from the Club's receipts for the supply of liquor or other goods supplied by the Club.

38.2 No Board Member shall be paid any remuneration or commission for his/her services to the Club, but the Board shall have the power to grant an honorarium to a Board Member of such amount as it deems appropriate.

38.3 No member shall receive any dividend or profit whatsoever from the Club other than remuneration for services or product provided, or honorarium for work done as approved by the Board in accordance with these rules, or salary or wages paid to employees.

**39. ALTERATION OF STATEMENT OF PURPOSES AND RULES**

39.1 No alteration or addition to the statement of purposes and rules shall be made except by means of a special resolution at a general meeting where twenty one days notice of the intention to propose the resolution has been forwarded to each member entitled to vote at that meeting.

39.2 The resolution of the special general meeting shall be passed by a majority of three-quarters of the members present and entitled to vote.

39.3 An alteration of the statement of purposes or the rules does not take effect unless and until it is approved by the registrar of incorporated bodies.

**40. NOTICES**

40.1 Unless otherwise provided in these rules, a notice may be served by or on behalf of the Club upon any member either personally or by sending it by facsimile or electronic transmission or post to the member at his address shown in the register of members.

40.2 Where a document is properly addressed, pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

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**41. WINDING UP OR CANCELLATION**

41.1 The members at a general meeting may, by simple majority of the members present, pass a resolution for the dissolution of the Club.

41.2 Such resolution shall have no effect unless:

41.2.1 the resolution is confirmed at a special general meeting held not less than one month after the meeting referred to in the previous rule 41.1;

41.2.2 not less than one-half of the members of the Club are present and voting at the special general meeting; and

41.2.3 not less than three-quarters of those present and voting at the special general meeting vote in favour of the resolution.

41.3 If the conditions set out in the previous rule 41.2 are met, the Board shall proceed to realise the property of the Club and after the discharge of all liabilities shall proceed to allocate all moneys to local charitable organisations as specified by the majority of members at the general meeting referred to in rule 41.1 and after completion of distribution the Club shall be dissolved.

**42. CUSTODY OF RECORDS**

42.1 Except as otherwise provided in these Rules, the Secretary-Manager shall keep in his/her custody or under his/her control, all books, documents and securities of the Club.

42.1 All relevant documents shall be available upon written request to the Board for inspection by members for purposes related to the good conduct of the Club, which purposes are set out in the request.

42.3 The Board shall determine whether the request made by the member is for a purpose related to the good conduct of the Club and may refuse a member access to any relevant documents if it deems that the request is not, in the opinion of the Board, related to the good conduct of the Club.

**43. COMMON SEAL**

43.1 The Common Seal of the Club shall be kept in the custody of the Secretary-Manager.

43.2 The Common Seal shall not be affixed to any instrument except by the authority of the Board and the affixing of the Common Seal shall be attested by the signatures of two Board Members of the Club.