

QUEENSLAND
ASSOCIATIONS
INCORPORATION ACT 1981

Section 12
Regulation 7

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CONSTITUTION

AND

RULES

OF

ROCKHAMPTON BOWLS

CLUB.inc

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1 Interpretation

- 1.1 In these rules—
 - 1.1.1 The Act means the *Association's Incorporation Act 1981, as amended*; and
 - 1.1.2 A word or expression that is not defined in these Rules, but is defined in the Act has, if the context permits, the meaning given by the Act.

2 Name

- 2.1 The name of the incorporated Association is Rockhampton Bowls Club Incorporated (*the Association*).

3 Objects

- 3.1 The objects of the Association are—
 - 3.1.1 To promote, foster and develop the sport of lawn bowls in all its aspects in Rockhampton and district; and
 - 3.1.2 To provide the necessary facilities to achieve the main aim of fostering the game of lawn bowls; and
 - 3.1.3 To endeavour at all times to encourage good sportsmanship and team spirit; and
 - 3.1.4 To select and manage representative teams; and
 - 3.1.5 To affiliate with the governing State Body; and
 - 3.1.6 To adopt the Rules of lawn bowls as determined by the governing National Body; and
 - 3.1.7 To do all such other things that is conducive or incidental to the attainment of any or all of the above objectives.

4 Powers

- 4.1 The Association has the powers of an individual.
- 4.2 The Association may, for example—
 - 4.2.1 enter into contracts; and
 - 4.2.2 acquire, hold, deal with and dispose of property; and
 - 4.2.3 make charges for services and facilities it supplies; and
 - 4.2.4 do other things necessary or convenient to be done in carrying out its affairs.
- 4.3 The Association may also issue secured and unsecured notes, debentures and debenture stock for the Association.
- 4.4 The Association may make donations for patriotic, charitable or community purposes.

5 Classes of members

5.1 Applicants may be admitted to the Association within one of the following categories—

5.1.1 Ordinary Member

An Ordinary Member is an individual with the following rights and responsibilities—

- (a) Be liable for such subscriptions, fees and/or levies as may be fixed in accordance with the By-laws; and
- (b) Have the right to refer questions to the Association for decision; and
- (c) Be eligible to participate at all events endorsed by the Association; and
- (d) Agrees to be bound by the Rules, By-laws, policies and procedures of the Association; and
- (e) Be eligible to attend seminars, events, activities and the like as may be offered by the Association; and
- (f) Be eligible to nominate for selection in representative teams in accordance with the By-laws; and
- (g) Be eligible to attend and vote at General Meetings of the Association; and
- (h) Be eligible to attend Annual General Meetings of the Association with voting rights; and
- (i) Be eligible to nominate adult members of the Association for positions on any committee of the Association.

5.1.2 Life Member

A Life Member is an individual who has given ongoing meritorious service to the organisation for periods totalling or exceeding either—

- (a) Ten (10) consecutive years; or
- (b) For periods totalling fifteen (15) years; or

A Life Member is to be nominated and seconded by members of the Association who are eligible to vote at a General Meeting. Life Membership is presented at a General Meeting and determined by majority vote of members eligible to vote at a General Meeting.

A Life member has the following rights and responsibilities—

- (a) Be liable for such subscriptions, fees and/or levies as may be fixed in accordance with the By-laws except for payment of membership fees; and
- (b) Have the right to refer questions to the Association for decision; and
- (c) Be eligible to attend any General Meeting of the Association with voting rights unless elected to a committee of the Association; and
- (d) Be eligible to attend Annual General Meetings of the Association with voting rights; and
- (e) Be eligible to nominate to attend seminars, events and activities and the like as may be offered by the Association; and
- (f) Be eligible to nominate adult members of the Association for positions on any committee of the Association; and
- (g) Be eligible to nominate for positions on any committee, including the Management Committee of the Association; and
- (h) Agrees to be bound by the Rules, By-laws, policies and procedures of the Association.

5.1.3 Junior Member

A junior member is a playing individual under 18 years of age with the following rights and responsibilities—

- (a) Be liable for such subscriptions, fees and/or levies as may be fixed in accordance with the By-laws; and
- (b) Agrees to be bound by the Rules, By-laws, policies and procedures of the Association; and
- (c) Be eligible to participate at all events endorsed by the Association; and
- (d) Be eligible to nominate for selection in representative teams in accordance with the By-laws; and
- (e) Is eligible to attend a General Meeting without voting rights.
- (f) Is not eligible to hold an Association committee position with voting rights, nor nominate a member to hold an Association committee position.

5.1.4 Social Member/Associate Member

A Social Member is an individual, who participates in the Association with the following rights and responsibilities—

- (a) Be liable for such subscriptions, fees and/or levies as may be fixed in accordance with the By-laws; and
- (b) Have the right to refer questions to the Association for decision; and
- (c) Be eligible to attend General Meetings of the Association without voting rights; and
- (e) Be eligible to nominate to attend seminars, events, activities and the like as may be offered by the Association; and
- (f) Be eligible to volunteer for the Association; and
- (g) Is not eligible to hold an Association committee position with voting rights, nor nominate a member to hold an Association committee position; and
- (g) Agrees to be bound by the Rules, By-laws, policies and procedures of the Association.

5.1.5 Honorary Members

Persons invited by the Management Committee to join the Association in the interest of lawn bowls with the following rights and responsibilities—

- (a) Shall have membership for such periods as may be determined by the Management Committee; and
- (b) Shall have the right to attend and address General Meetings of the Association without voting rights; and
- (c) Agrees to be bound by the Rules, By-laws, policies and procedures of the Association; and
- (d) Is not eligible to hold an Association Committee position with voting rights, nor nominate a member to hold an Association committee position
- (e) Be liable for such subscriptions, fees and/or levies as may be fixed in accordance with the By-laws except for payment of membership fees.

5.2 The number of members is unlimited.

6 New membership

- 6.1 An applicant for membership of the Association must be proposed by one (1) member of the Association (the *proposer*) and seconded by another member (the *seconder*). The proposer and seconder must be members that are entitled to vote at a General Meeting.
- 6.2 An application for membership must be—
 - 6.2.1 in writing; and
 - 6.2.2 signed by the applicant and the applicants proposer and seconder; and
 - 6.2.3 in the form decided by the Management Committee.

7 Membership fees

- 7.1 The membership fee for each category of membership—
 - 7.1.1 is the amount decided by the members from time to time at a General Meeting; and
 - 7.1.2 is payable when, and in the way, the Management Committee decides.

8 Admission and rejection of new members

- 8.1 The Management Committee must consider an application for membership at the next committee meeting held after it receives—
 - (a) the application for membership; and
 - (b) the appropriate membership fee for the application.
- 8.2 The Management Committee must ensure that, as soon as possible after the person applies to become a member of the Association, and before the Management Committee considers the persons application, the person is advised—
 - 8.2.1 whether or not the Association has public liability insurance; and
 - 8.2.2 if the Association has public liability insurance—the amount of the insurance.
- 8.3 The Management Committee shall determine at the meeting whether to accept or reject the application/s.
- 8.4 If a majority of the members of the Management Committee present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.
- 8.5 The Secretary of the Association must, as soon as practicable after the Management Committee decides to accept or reject an application, give the applicant a written notice of the decision.

9 Termination or rejection of membership

- 9.1 A member may resign from the Association by giving a written notice of resignation to the Secretary.
- 9.2 The resignation takes effect at—
 - 9.2.1 the time the notice is received by the Secretary; or
 - 9.2.2 if a later time is stated in the notice—the later time.
- 9.3 The Management Committee shall consider whether a membership shall be terminated or rejected if a member—
 - 9.3.1 is convicted of an indictable offence; or
 - 9.3.2 fails to comply with the Rules, By-laws, policies and procedures of the Association; or
 - 9.3.3 has membership fees in arrears for at least two (2) months; or
 - 9.3.4 conducts themselves in a way considered to be injurious or prejudicial to the character or interests of the Association.
- 9.4 Written notification of the Association's intention to terminate or reject a member is to be provided to the member concerned at least fourteen (14) days prior to the specified Management Committee meeting. The notification is to provide reasons for termination or rejection.
- 9.5 The member concerned shall be given a full and fair opportunity of presenting a case at the specified meeting to demonstrate why the membership should not be terminated.
- 9.6 If, after considering all representations made by the member, the Management Committee decides to terminate the membership, the Secretary of the Management Committee must, within fourteen (14) days of the specified meeting, give the member a written notice of the decision.
- 9.7 Upon rejection of membership, the applicant will receive a refund of the Association's membership fees.
- 9.8 A member whose membership ceases shall remain liable for all subscriptions, fees and/or levies incurred whilst a member.

10 Appeal against rejection or termination of membership

- 10.1 A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the person/s intention to appeal against the decision.
- 10.2 A notice of intention to appeal must be given, in writing, to the Secretary within one (1) month after the person receives written notice of the decision.
- 10.3 If the Secretary receives a notice of intention to appeal, the Secretary must, within one (1) month after receiving the notice, call a General Meeting to decide the appeal.

11 General Meeting to decide appeal

- 11.1 The General Meeting to decide an appeal must be held within two (2) months after the Secretary receives the notice of intention to appeal.
- 11.2 At the General Meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- 11.3 Also, the Management Committee and the members of the committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- 11.4 An appeal must be decided by a majority vote of the members present and eligible to vote at the General Meeting.
- 11.5 The person shall receive written notification within fourteen (14) days of the outcome of the appeal.
- 11.6 If a person whose application for membership has been rejected does not appeal against the decision within one (1) month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the Secretary must, as soon as practicable, refund the membership fee paid by the person.
- 11.7 The determination to terminate or reject a member made at a General Meeting shall have no further right of appeal through the Association.

12 Register of members

- 12.1 The Association must keep a register of members of the Association.
- 12.2 The register must include the following particulars for each member—
 - 12.2.1 the full name of the member;
 - 12.2.2 the postal or residential address of the member;
 - 12.2.3 the date of admission as a member;
 - 12.2.4 the date of death or time of resignation of the member;
 - 12.2.5 details about the termination or reinstatement of membership;
 - 12.2.6 any other particulars the Management Committee or the members at a General Meeting decide.
- 12.3 The register must be open for inspection by members of the Association at all reasonable times.
- 12.4 A member must contact the Secretary to arrange an inspection of the register.
- 12.5 However, the Management Committee may, on the application of a member of the Association, withhold information about the member (other than the members full name) from the register available for inspection if the Management Committee has

reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

13 Prohibition on use of information on register of members

- 13.1 A member of the Association must not—
- 13.1.1 use information obtained from the register of members of the Association to contact, or send material to, another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes; or
 - 13.1.2 disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes.
- 13.2 Subrule 13.1 does not apply if the use or disclosure of the information is approved by the Association.

14 Appointment or election of Secretary

- 14.1 The Secretary must be an individual residing in the Rockhampton District, who is either—
- 14.1.1 a member of the Association elected by the Association as Secretary; or
 - 14.1.2 any of the following persons appointed by the Management Committee as Secretary—
 - (a) a member of the Associations Management Committee;
 - (b) another member of the Association;
 - (c) another person.
- 14.2 If a vacancy happens in the office of Secretary, the members of the Management Committee must ensure a Secretary is appointed or elected for the Association within one (1) month after the vacancy happens.
- 14.3 If the Management Committee appoints a person mentioned in Subrule 14.1.2 (b) as Secretary, other than to fill a casual vacancy on the Management Committee, the person does not become a member of the Management Committee.
- 14.4 However, if the Management Committee appoints a person mentioned in Subrule 14.1.2 (b) as Secretary to fill a casual vacancy on the Management Committee, the person becomes a member of the Management Committee.
- 14.5 If the Management Committee appoints a person mentioned in Subrule 14.1.2 (c) as Secretary, the person does not become a member of the Management Committee.
- 14.6 In this rule— *casual vacancy*, on a Management Committee, means a vacancy that happens when an elected member of the Management Committee resigns, dies or otherwise stops holding office.

15 Removal of Secretary

- 15.1 The Management Committee of the Association may at any time remove a person appointed by the committee as the Secretary.
- 15.2 If the Management Committee removes a Secretary who is a person mentioned in rule 14.1.2 (a), the person remains a member of the Management Committee.
- 15.3 If the Management Committee removes a Secretary who is a person mentioned in rule 14.1.2 (b) and who has been appointed to a casual vacancy on the Management Committee under Subrule 14.4, the person remains a member of the Management Committee.

16 Functions of Secretary

- 16.1 The Secretary's functions include, but are not limited to—
 - 16.1.1 calling meetings of the Association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the Chairperson of the Association; and
 - 16.1.2 keeping minutes of each meeting; and
 - 16.1.3 keeping copies of all correspondence and other documents relating to the Association; and
 - 16.1.4 maintaining the register of members of the Association.

17 Membership of Management Committee

- 17.1 The Management Committee of the Association shall consist of adult members including a Chairperson, a Vice Chairperson, a Secretary, a Treasurer, an Assistant Treasurer and three (3) General Members elected at a General Meeting.
- 17.2 A member of the Management Committee, other than a Secretary appointed by the Management Committee under rule 14.1.2 (c), must be a member of the Association.
- 17.3 At each Annual General Meeting of the Association, the members of the Management Committee must retire from office, but are eligible, on nomination, for re-election.
- 17.4 A member of the Association may be appointed to a casual vacancy on the Management Committee under Rule 20.
- 17.5 No member shall fill more than one (1) position on the Management Committee.
- 17.6 Members of the Management Committee have the following rights and responsibilities—
 - 17.6.1 Be liable for such subscriptions, fees and/or levies as may be fixed in accordance with the By-laws; and
 - 17.6.2 Have the right to refer questions to the Association for decision; and

- 17.6.3 Be eligible to participate at all events endorsed by the Association; and
- 17.6.4 Agrees to be bound by the Rules, By-laws policies and procedures of the Association; and
- 17.6.5 Be eligible to nominate adult members of the Association for positions on any committee of the Association; and
- 17.6.6 Be eligible to vote at Management of the Association; and
- 17.6.7 the Chairperson or his/her representative to attend subcommittee meetings and the Presidents or his/her representatives of the subcommittees to attend Management Committee meetings to have full voting rights.

18 Electing the Management Committee

- 18.1 A member of the Management Committee may only be elected as follows—
 - 18.1.1 any two (2) members of the Association may nominate another member (the *candidate*) to serve as an officer or other member of the Management Committee;
 - 18.1.2 the nomination must be—
 - (a) in writing; and
 - (b) signed by the candidate and the members who nominated him or her; and
 - (c) given to the Secretary at least fourteen (14) days before the Annual General Meeting at which the election is to be held;
 - 18.1.3 each member of the Association present and eligible to vote at the Annual General Meeting may vote for one (1) candidate for each vacant position on the Management Committee;
 - 18.1.4 if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- 18.2 A person may be a candidate only if the person—
 - 18.2.1 is an adult; and
 - 18.2.2 is not ineligible to be elected as a member under section 61A of the Act.
- 18.3 A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the Association for at least seven (7) days immediately preceding the Annual General Meeting.
- 18.4 If required by the Management Committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- 18.5 Should there be only one (1) nomination for a position, an election by ballot shall be held. If the result is in the negative, nominations shall be called for from the floor to fill this position.
- 18.6 The Management Committee must ensure that, before a candidate is elected as a member of the Management Committee, the candidate is advised—
 - 18.6.1 whether or not the Association has public liability insurance; and
 - 18.6.2 if the Association has public liability insurance—the amount of the insurance.

19 Resignation, removal or vacation of office of Management Committee member

- 19.1 A member of the Management Committee may resign from the Management Committee by giving written notice of resignation to the Secretary.
- 19.2 The resignation takes effect at—
19.2.1 the time the notice is received by the Secretary; or
19.2.2 if a later time is stated in the notice—the later time.
- 19.3 A member of the Management Committee may be removed from office at a General Meeting of the Association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member, if the member—
19.3.1 Is convicted of an indictable offence; or
19.3.2 Fails to comply with the Rules, By-laws, policies and procedures of the Association; or
19.3.3 Conducts themselves in a manner considered to be injurious or prejudicial to the character or interests of the Association.
- 19.4 Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why the member should not be removed from office.
- 19.5 A member has no right of appeal against the member's removal from office under this Rule.
- 19.6 A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

20 Vacancies on Management Committee

- 20.1 If a casual vacancy happens on the Management Committee, the continuing members of the Management Committee may appoint another member of the Association to fill the vacancy until the next annual General Meeting.
- 20.2 The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.
- 20.3 However, if the number of committee members is less than the number fixed under Subrule 23.1 as a quorum of the Management Committee, the continuing members may act only to—
20.3.1 increase the number of Management Committee members to the number required for a quorum; or
20.3.2 call a General Meeting of the Association.

21 Functions of Management Committee

- 21.1 Subject to these rules or a resolution of the members of the Association carried at a General Meeting, the Management Committee has the general control and management of the administration of the affairs, property and funds of the Association.
- 21.2 The Management Committee has authority to interpret the meaning of these Rules and any matter relating to the Association on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.
Note—The Act prevails if the Associations rules are inconsistent with the Act—see section 1B of the Act.
- 21.3 The Management Committee may exercise the powers of the Association—
- 21.3.1 to borrow, raise or secure the payment of amounts in a way the members of the Association decide; and
 - 21.3.2 to secure the amounts mentioned in Subrule 21.3.1 or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Associations property, both present and future; and
 - 21.3.3 to purchase, redeem or pay off any securities issued; and
 - 21.3.4 to borrow amounts from members and pay interest on the amounts borrowed; and
 - 21.3.5 to mortgage or charge the whole or part of its property; and
 - 21.3.6 to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association; and
 - 21.3.7 to provide and pay off any securities issued; and
 - 21.3.8 to invest in a way the members of the Association may from time to time decide, and
 - 21.3.9 To ensure the income and property of the Association is used solely in promoting the Association’s objectives and exercising the Association’s powers.
- 21.4 For Subrule 21.3.4, the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by—
- 21.4.1 the financial institution for the Association; or
 - 21.4.2 if there is more than one (1) financial institution for the Association—the financial institution nominated by the Management Committee.

22 Meetings of Management Committee

- 22.1 Subject to this rule, the Management Committee may meet and conduct its proceedings as it considers appropriate.
- 22.2 The Management Committee must meet at least once every month to exercise its functions.
- 22.3 The Management Committee will determine how a meeting is to be called and the minimum time allowed for notification.

- 22.4 The Management Committee may hold meetings, or permit a Management Committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- 22.5 A Management Committee member who participates in the meeting as mentioned in Subrule 22.4 is taken to be present at the meeting.
- 22.6 A question arising at a Management Committee meeting is to be decided by a majority vote of members of the Management Committee present at the meeting and, if the votes are equal, the Chairperson shall have a casting vote only.
- 22.7 A member of the Management Committee must not vote on a question about a contract or proposed contract with the Association if the member has an interest in the contract or proposed contract and, if the member does vote, the members vote must not be counted.
- 22.8 The Chairperson is to chair the Management Committee meeting.
- 22.9 If there is no Chairperson or if the Chairperson is not present within ten (10) minutes after the time fixed for a Management Committee meeting, the Vice Chair is to chair the meeting. If the Vice chair is also not present, the members may choose one (1) of their number to chair the meeting.

23 Quorum for, and adjournment of, Management Committee meeting

- 23.1 At a Management Committee meeting, more than 50% of the members elected to the committee as at the close of the last General Meeting of the members form a quorum.
- 23.2 If there is no quorum within thirty (30) minutes after the time fixed for a Management Committee meeting called on the request of members of the Management Committee, the meeting lapses.
- 23.3 If there is no quorum within thirty (30) minutes after the time fixed for a Management Committee meeting called other than on the request of the members of the Management Committee—
- 23.3.1 the meeting is to be adjourned for at least one (1) day; and
- 23.3.2 the members of the Management Committee who are present are to decide the day, time and place of the adjourned meeting.
- 23.4 If, at an adjourned meeting mentioned in Subrule 23.3, there is no quorum within thirty (30) minutes after the time fixed for the meeting, the meeting lapses.

24 Special meeting of Management Committee

- 24.1 If the Secretary receives a written request signed by at least 33% of the members of the Management Committee, the Secretary must call a special meeting of the Management Committee by giving each member of the Management Committee notice of the meeting within fourteen (14) days after the Secretary receives the request.
- 24.2 If the Secretary is unable or unwilling to call the special meeting, the Chairperson must call the meeting.
- 24.3 A request for a special meeting must state—
 - 24.3.1 why the special meeting is called; and
 - 24.3.2 the business to be conducted at the meeting.
- 24.4 A notice of a special meeting must state—
 - 24.4.1 the day, time and place of the meeting; and
 - 24.4.1 the business to be conducted at the meeting.
- 24.5 A special meeting of the Management Committee must be held within 14 days after notice of the meeting is given to the members of the Management Committee.

25 Minutes of Management Committee meetings

- 25.1 The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Management Committee meeting are recorded and entered in a minute book.
- 25.2 To ensure the accuracy of the minutes, the minutes of each Management Committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next Management Committee meeting, verifying their accuracy.
- 25.3 If asked by a member of the Association, the Secretary must, within twenty-eight (28) days after the request is made—
 - 25.3.1 Make the minutes for a particular meeting available for inspection by the member at a mutually agreed time and place; or
 - 25.3.2 Give the member copies of the minutes of the meeting. The Association may require the member to pay the reasonable costs of providing copies of the minutes.

26 Appointment of subcommittees

- 26.1 The Management Committee may appoint a subcommittee consisting of members of the Association considered appropriate by the Management Committee to help with the conduct of the Associations operations.
- 26.2 The Management Committee may delegate any of its powers to a subcommittee of the Association as the Management Committee determines. Any subcommittee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Management Committee.

- 26.3 The Management Committee will appoint a Ladies Bowls subcommittee and a Men's Bowls subcommittee on an annual basis to oversee bowling activities and competitions as per the Association By-laws.
- 26.3 Other subcommittees will be appointed from time to time as required.
- 26.5 A subcommittee will elect a President and Vice President of the subcommittee and other subcommittee positions as per the Association By-laws.
- 26.6 If the President of the subcommittee is not present within ten (10) minutes after the time fixed for a meeting, the Vice President will chair the meeting. If the Vice President is also not present, the members present may choose one (1) of their number to chair the meeting.
- 26.7 A subcommittee may meet and adjourn as it considers appropriate.
- 26.8 A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and eligible to vote and, if the votes are equal, the question is decided in the negative.

27 Acts not affected by defects or disqualifications

- 27.1 An act performed by the Management Committee, a subcommittee or a person acting as a member of the Management Committee is taken to have been validly performed.
- 27.2 Sub rule 27.1 applies even if the act was performed when—
- 27.2.1 there was a defect in the appointment of a member of the Management Committee, subcommittee or person acting as a member of the Management Committee; or
- 27.2.2 a Management Committee member, subcommittee member or person acting as a member of the Management Committee was disqualified from being a member.

28 Resolutions of Management Committee without meeting

- 28.1 Urgent business shall be attended to at the Management Committee's discretion and will be ratified at the next meeting.
- 28.2 A written resolution signed by each member of the Management Committee is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.
- 28.3 A resolution mentioned in Subrule 28.2 may consist of several documents in like form, each signed by two (2) or more members of the Management Committee.

29 Annual General Meetings

- 29.1 Each Annual General Meeting must be held—
 - 29.1.1 at least once each year; and
 - 29.1.2 within six (6) months after the end date of the Association's reportable financial year.
- 29.2 Business to be conducted at each Annual General Meeting of the Association—
 - 29.2.1 receiving of annual reports; and
 - 29.2.2 receiving the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Association for the last financial year; and
 - 29.2.3 receiving of the auditor's report upon the books and accounts for the preceding financial year; and
 - 29.2.4 presenting of the audited statement to the meeting for adoption; and
 - 29.2.5 election of members of the Management Committee; and
 - 29.2.6 appointment of an auditor, solicitor and patron; and
 - 29.2.7 any other business that the Management Committee deems necessary.

30 Notice of General Meeting

- 30.1 The Secretary may call a General Meeting of the Association.
- 30.2 The Secretary must give at least fourteen (14) days' notice of the meeting to each member of the Association.
- 30.3 If the Secretary is unable or unwilling to call the meeting, the Chairperson must call the meeting.
- 30.4 The Management Committee will decide the way in which the notice must be given.
- 30.5 However, notice of the following meetings must be given in writing—
 - 30.5.1 a meeting called to hear and decide the appeal of a person against the Management Committee's decision—
 - (a) to reject the person's application for membership of the Association; or
 - (b) to terminate the person's membership of the Association.
 - 30.5.2 a meeting called to hear and decide a proposed special resolution of the Association.
- 30.6 A notice of a General Meeting must state the business to be conducted at the meeting.

31 Quorum for, and adjournment of, General Meeting

- 31.1 The quorum for a General Meeting is at least the number of members elected or appointed to the Management Committee at the close of the Association's last General Meeting plus one (1).

- 31.2 No business may be conducted at any General Meeting unless there is a quorum of members when the meeting proceeds to business.
- 31.3 If there is no quorum within thirty (30) minutes after the time fixed for a General Meeting called on the request of members of the Management Committee or the Association, the meeting lapses.
- 31.4 If there is no quorum within thirty (30) minutes after the time fixed for a General Meeting called other than on the request of members of the Management Committee or the Association—
- 31.4.1 the meeting is to be adjourned for at least 7 days; and
- 31.4.2 the Management Committee is to decide the day, time and place of the adjourned meeting.
- 31.5 The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- 31.6 If a meeting is adjourned under Subrule 31.5, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- 31.7 The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least thirty (30) days.
- 31.8 If a meeting is adjourned for at least thirty (30) days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

32 Procedure at General Meeting

- 32.1 A member may take part and vote in a General Meeting in person, by proxy, by attorney or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- 32.2 A member who participates in a meeting as mentioned in Subrule 32.1 is taken to be present at the meeting.
- 32.3 At each General Meeting—
- 32.3.1 the Chairperson is to chair the meeting; and
- 32.3.2 if there is no Chairperson or if the Chairperson is not present within fifteen (15) minutes after the time fixed for the meeting or is unwilling to act, the Vice Chairperson is to chair the meeting. If the Vice Chairperson is not present or is unwilling to act, the members present must elect one (1) of their number to chair the meeting; and
- 32.3.3 the chair shall maintain order and conduct the meeting in a proper and orderly way.

33 Voting at General Meeting

- 33.1 For General Meetings, a member includes a person attending as per Subrule 5.1.2 or as an entitled proxy.
- 33.2 At a General Meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.
- 33.3 Each member present and eligible to vote is entitled to one (1) vote only and, if the votes are equal, the decision is determined to be in the negative.
- 33.4 A member is not entitled to vote at a General Meeting if the member's annual subscription is in arrears at the date of the meeting.
- 33.5 The method of voting is to be decided by the Management Committee.
- 33.6 However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- 33.7 If a secret ballot is held, the chairperson must appoint two (2) members to conduct the secret ballot in the way the chairperson decides.
- 33.8 The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

34 Special General Meeting

- 34.1 For Special General Meetings, a member includes a person attending as per Subrule 5.1.2 or as an entitled proxy.
- 34.2 The Secretary must call a Special General Meeting by giving each member of the Association notice of the meeting within fourteen (14) days after—
 - 34.2.1 being directed to call the meeting by the Management Committee; or
 - 34.2.2 being given a written request signed by—
 - (a) at least 33% of the number of members of the Management Committee when the request is signed; or
 - (b) at least the number of eligible voting members of the Association equal to the number of members of the Association on the Management Committee when the request is signed plus one (1); or
 - 34.2.3 being given a written notice of an intention to appeal against the decision of the Management Committee—
 - (a) to reject an application for membership; or
 - (b) to terminate a person's membership.
- 34.3 A request mentioned in Subrule 34.2.2 must state—
 - 34.3.1 why the special General Meeting is being called; and
 - 34.3.2 the business to be conducted at the meeting.

- 34.4 A Special General Meeting must be held within three (3) months after the Secretary—
34.4.1 is directed to call the meeting by the Management Committee; or
34.4.2 is given the written request mentioned in Subrule 34.2.2; or
34.4.3 is given the written notice of an intention to appeal mentioned in Subrule 34.2.3.
- 34.5 If the Secretary is unable or unwilling to call the special meeting, the Chairperson must call the meeting.

35 Proxies

- 35.1 An instrument appointing a proxy must be in writing on the prescribed form (Appendix 1).
- 35.2 The prescribed form appointing a proxy must—
35.2.1 if the appointer is an individual—be signed by the appointer or the appointer's attorney properly authorised in writing; or
35.2.2 if the appointer is a corporation—
(a) be under seal; or
(b) be signed by a properly authorised officer or attorney of the corporation.
- 35.3 A proxy may be a member of the Association or another person.
- 35.4 The prescribed form appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
- 35.5 Each prescribed form appointing a proxy must be given to the Secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
- 35.6 Unless otherwise instructed by the appointer, the proxy may vote as the proxy considers appropriate however, the appointer is to include instructions for voting on the prescribed form appointing the proxy, including if the proxy has been directed as the proxy considers appropriate.

36 Minutes of General Meetings

- 36.1 The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each General Meeting are entered in a minute book.
- 36.2 To ensure the accuracy of the minutes—
36.2.1 the minutes of each General Meeting must be signed by the chairperson of the meeting, or the chairperson of the next General Meeting, verifying their accuracy; and
36.2.2 the minutes of each Annual General Meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the Association that is a General Meeting or annual General Meeting, verifying their accuracy.

- 36.3 If asked by a member of the Association, the Secretary must, within twenty-eight (28) days after the request is made—
- 36.3.1 make the minute book for a particular General Meeting available for inspection by the member at a mutually agreed time and place; and
 - 36.3.2 give the member copies of the minutes of the meeting.
- 36.4 The Association may require the member to pay the reasonable costs of providing copies of the minutes.

37 By-laws

- 37.1 The Management Committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Association.
- 37.2 A by-law may be set aside by a vote of members at a General Meeting of the Association.

38 Alteration of rules

- 38.1 Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a General Meeting.
- 38.2 However an amendment, repeal or addition is valid only if it is registered by the chief executive.

39 Common seal

- 39.1 The Management Committee must ensure the Association has a common seal.
- 39.2 The common seal must be—
- 39.2.1 kept securely by the Management Committee; and
 - 39.2.2 used only under the authority of the Management Committee.
- 39.3 Each instrument to which the seal is attached must be signed by a member of the Management Committee and countersigned by—
- 39.3.1 the Secretary; or
 - 39.3.2 another member of the Management Committee; or
 - 39.3.3 someone authorised by the Management Committee.

40 Funds and accounts

- 40.1 The funds of the Association must be kept in an account in the name of the Association in a financial institution decided by the Management Committee.

- 40.2 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.
- 40.3 All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 40.4 A payment by the Association of \$100 or more must be made by cheque or electronic funds transfer.
- 40.5 If a payment of \$100 or more is made by cheque, the cheque must be signed by any two (2) of the following—
- 40.5.1 the Chairperson;
 - 40.5.2 the Secretary;
 - 40.5.3 the Treasurer;
 - 40.5.4 any one (1) other member of the Association who have been authorised by the Management Committee to sign cheques issued by the Association.
 - 40.5.5 However, one (1) of the persons who signs the cheque must be the Chairperson, the Secretary or the Treasurer.
- 40.6 Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- 40.7 A petty cash account must be kept on the imprest system, and the Management Committee must decide the amount of petty cash to be kept in the account.
- 40.8 All expenditure must be approved or ratified at a Management Committee meeting.

41 General financial matters

- 41.1 On behalf of the Management Committee, the Treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- 41.2 The income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers.

42 Documents

- 42.1 The Management Committee must ensure the safe custody of books, documents, instruments of title and securities of the Association.

43 Financial year

- 43.1 The end date of the Association's financial year is 31 October in each year.

44 Distribution of surplus assets to another entity

- 44.1 This rule applies if the Association—
 - 44.1.1 is wound-up under part 10 of the Act; and
 - 44.1.2 has surplus assets.
- 44.2 The surplus assets must not be distributed among the members of the Association.
- 44.3 The surplus assets must be given to another entity—
 - 44.3.1 having objects similar to the Association's objects; and
 - 44.3.2 the rules of which prohibit the distribution of the entity's income and assets to its members.
- 44.4 In this rule— *surplus assets* see section 92(3) of the Act.

Appendix 1

[Rockhampton Bowls Club Inc]:

I, _____ of _____, being
a member of the Association, appoint _____ of _____
as my proxy to vote for me on my behalf at the (annual) General Meeting of the Association, to be held on the
_____ day of _____, 20__, and at any adjournment of the meeting.

Signed this _____ day of _____ 20__.

Signature PRINT NAME

This form is to be used *in favour of/*against [*strike out whichever is not wanted*] the following resolutions—
[*List relevant resolutions*]