CONSTITUTION OF

The Hills District Women's Bowling Club

Adopted: 28 March 2017

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1. NAME

The name of the club is The Hills District Women's Bowling Club.

2. OBJECTS OF CLUB

The objects for which the Club is established and maintained are to: -

(a) conduct, encourage, promote, advance and administer Bowls throughout the Club's local area;

(b) act, always, on behalf of and in the interest of the Members and Bowls in the Club's local area;

(c) affiliate, and otherwise liaise with WBNSW and adopt its rule and policy frameworks to further these Objects;

(d) abide by, enforce, and ensure uniformity in the application of the rules of Bowls as may be determined from time to time by Bowls Australia (BA) and/or WBNSW as may be necessary for the management and control of Bowls and related activities in New South Wales;

(e) advance the operations and activities of the Club throughout the Club's local area;

(f) have regard to the public interest in its operations;

(g) undertake and or do all such things or activities which are necessary, incidental, or conducive to the advancement of these Objects; and

(h) the Club shall be a non-profit organisation as far as members are concerned, and no profits shall be distributed to members, except for reimbursement of out of pocket expenses or reasonable payment for services rendered.

3. POWERS OF THE CLUB

Solely for furthering the Objects the Club has the legal capacity and powers of a natural person.

4. DEFINITIONS AND INTERPRETATION

4.1 Definitions

In this Constitution unless the contrary intention appears, these words shall have the following meanings: -

"**Act**" means the Associations Incorporation Act (NSW) 2009

"**Bowls**" means the sport of Bowls.

"**By-Laws**" means any By-Laws made by the Management Committee under Rule 36.

"**Club**" means The Hills District Women's Bowling Club.

"**Committee**" means any of the committees described in Rule 25.

"**Constitution**" means this Constitution.

"**Delegate**" means the person elected from time to time by the Club in accordance with Rule 23.1(f).

"**District**" means any properly constituted association of Member Clubs formed within New South Wales established or recognised by WBNSW under the WBNSW Constitution. A reference to "District" also includes the defined geographical District area of New South Wales with boundaries determined by WBNSW from time to time.

"**District Constitution**" means the constitution of the District to which the Club is affiliated with and a member of and includes for the purposes of this document only any By-Laws made under the District Constitution.

"**Executive Officers**" means the President, Vice Presidents, Secretary, and Treasurer.

"**Financial Year**" means the year commencing 1 July and ending the following 30 June in any given year.

"**General Meeting**" means the annual or any general meeting of the Club.

"**Junior Player**" means any player under the age of eighteen (18) years who is a Member of the Club.

"**Management Committee**" means the body consisting of Members elected to the positions described in Rule 23.1.

"**Members**" means those who are admitted as a member of the Club in accordance with Rule 8.

"**Member Club**" means any properly constituted body, recognised by, and admitted to, membership of WBNSW under the WBNSW Constitution.

"**Member Player**" means any member player of the Club under Rule 7.

"**Objects**" means the objects of the Club set out in Rule 2.

"**President**" means the President for the time being of the Club.

"**Region**" means a properly defined geographical area of New South Wales with boundaries determined by WBNSW from time to time.

"**Registered Club**" means the Registered Club (Parent Body) to which the Club relates.

"**Secretary**" means the Secretary of the Club for the time being elected under this Constitution, who is to be the Public Officer under the Act.

"**Special Resolution**" means a special resolution passed in accordance with the Act.

"**WBNSW**" means New South Wales Women's Bowling Association Incorporated

trading as Women's Bowls NSW.

"**WBNSW Constitution**" means the Constitution of WBNSW and includes for the purposes of this document only any By-Laws made under the WBNSW Constitution.

4.2 Interpretation

In this Constitution:

(a) a reference to a function includes a reference to a power, authority, and duty;

(b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty;

(c) words importing the singular include the plural and vice versa; and

(d) references to persons include corporations and bodies politic;

(e) references to a person include the legal personal representatives, successors, and permitted assigns of that person;

(f) a reference to a statute, ordinance, code, or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments, or replacements of any of them (whether of the same or any legislative authority having authority); and

(g) a reference to "writing" shall unless the contrary intention appears, be construed as including references to printing, photography, and other modes, of representing or reproducing words in a visible form, including messages sent by e-mail.

4.3 Severance

If any provision of this Constitution or any phrase contained in it is invalid or unenforceable in any authority, the phrase or provision must be read down for that authority, if possible, to be valid and enforceable. If it cannot be read down it shall be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions of this Constitution or affecting the validity or enforceability of that provision in any other authority.

5. REGIONS AND DISTRICTS

WBNSW may establish Regions and Districts within New South Wales in accordance with the WBNSW Constitution.

6. THE CLUB

6.1 Establishment

To be eligible to become and/or remain a Member Club, the Club must:

(a) be a properly constituted body of a nominated number of intending Players (as deemed necessary from time to time by WBNSW) having:

(i) a green ready for play, of not less than four (4) rinks laid down in accordance with the Laws of Bowls; or

(ii) formal access to a green of not less than four (4) rinks meeting all requirements of the Laws of Bowls;

(b) be, and remain always, a member of:

(i) WBNSW; and

(ii) its relevant District,

and agree to be bound by the rules and regulations of those associations;

(c) be constituted upon the basis that:

(i) its membership is prohibited from sharing in the profits of the Club;

(ii) Junior Players must be defined as persons under the age of eighteen (18);

(iii) any person may be accepted as Member Players and, subject to this Constitution, shall be entitled to participate in any competition or Club fixture and shall be entitled to vote at any General Meetings and hold office in the Club;

(iv) its Members agree to abide by this Constitution and the WBNSW Constitution;

(v) it must have this Constitution and any amendment to this Constitution approved by the Registered Club and WBNSW; and

(vi) it must satisfy such other criteria as may be prescribed by WBNSW from time to time.

6.2 Compliance of Club

The Club shall:

(a) be a member of, and subject to the control and direction of WBNSW;

(b) be a member of, align and affiliate with the relevant District;

(c) adopt rules and objects which reflect and conform with the WBNSW Constitution and the District Constitution; and

(d) support the appointed Region and District in the attainment and promotion of its Objects.

6.3 Operation of WBNSW and District Constitutions

The Club agrees that:

(a) it is subject to and bound by the WBNSW Constitution and the District Constitution and that those Constitutions operate to create uniformity in the way in which the Objects and Bowls are to be conducted, promoted, and administered;

(b) should the Club be having administrative, operational, or financial difficulties WBNSW may act to assist the Club in whatever manner WBNSW considers appropriate; and

(c) in the event of any inconsistency between a term in this Constitution and a term in the WBNSW Constitution or the District Constitution, the WBNSW or District Constitution will prevail to the extent of any such inconsistency.

7. MEMBERS

7.1 Categories of Members

The Members of the Club shall consist of:

(a) Member Players, who shall have the right to be present, debate and vote at General Meetings and shall be eligible for election to the Management Committee;

(b) Junior Players, who shall have the right to be present at General Meetings, but shall have no voting rights, and shall not be eligible for election to the Management Committee;

(c) Life Members, who shall have the right to be present, debate and vote at General Meetings, and shall be eligible for election to the Management Committee; and

(d) such other categories of Members created in accordance with Rule 7.2.

7.2 Creation of Other Categories

(a) The Management Committee with the approval of the Members in a General Meeting has the right and power from time to time to create other categories of membership with such rights, privileges and obligations as are determined applicable (other than voting rights), even if the effect of creating a new category is to alter rights, privileges, or obligations of an existing category of Members. No new category of membership may be granted voting rights.

(b) Notwithstanding Rule 7.2(a), a new category of Members may not be put to Members for approval without the prior approval of WBNSW.

8. APPLICATION FOR MEMBERSHIP

8.1 Members of the Registered Club only

Except for Junior Players only members of the Registered Club are eligible to apply for membership of the Club.

8.2 Application

An application for membership must:

(a) be in writing on the form prescribed by the Registered Club from time to time;

(b) meet such membership criteria as may be prescribed by the Registered Club from time to time and which may be set out in the Registered Club's By-Laws; and

(c) be accompanied by the appropriate fee, if any.

8.3 Renewal of Membership

Members must renew their membership with the Club annually in accordance with the procedures prescribed by the Registered Club from time to time.

9. SUBSCRIPTION FEES AND LEVIES

The time for and manner of payment of annual membership subscription fees (if any) and any other fees or levies payable by Members to the Club shall be as determined by the Districts, WBNSW and the Registered Club from time to time.

10. REGISTER OF MEMBERS

10.1 Secretary to Keep Register

The Secretary shall keep and maintain a register of Members in accordance with the requirements of WBNSW and the Act.

10.2 Inspection of Register

Having regard to confidentiality considerations, an extract of the Register excluding the address of any Member shall be available for inspection by Members, upon reasonable request.

11. EFFECT OF MEMBERSHIP

Members acknowledge and agree that:

(a) this Constitution constitutes a contract between each of them and the Club and that they are bound by this Constitution, the By-Laws, the District Constitution and the WBNSW Constitution;

(b) they shall comply with and observe this Constitution, the By-Laws, the District Constitution and the WBNSW Constitution and any determination, resolution

or policy which may be made or passed by the Management Committee or any duly authorised Committee;

(c) by submitting to this Constitution and the By-Laws they are subject to the control and authority of the Club, the District and WBNSW;

(d) this Constitution, the By-Laws, the District Constitution and the WBNSW Constitution are necessary and reasonable for promoting the Objects and particularly the advancement and protection of Bowls;

(e) they are entitled to all benefits, advantages, privileges, and services of Club membership; and

(f) they will not become a party to any suit at law or equity, against the Club, the District, WBNSW, any Member or any other person subject to this Constitution, until all remedies and avenues of appeal allowed by this Constitution and/or the WBNSW Constitution have been exhausted, save with the written consent of the Registered Club and WBNSW.

12. DISCONTINUANCE OF MEMBERSHIP

12.1 Notice of Resignation

Any Member who has paid all moneys due and payable to the Club may resign from the Club either in writing or by asking for and receiving a Certificate of Clearance from the Secretary of the Club. Such Certificate of Clearance cannot be unreasonably withheld.

12.2 Register to be updated

An entry recording the date on which the Member resigned and received a Certificate of Clearance ceasing to be a Member shall be made in the Register.

13. DISCIPLINE

Where the Club is advised, or considers that a Member has allegedly:

(a) breached, failed, refused, or neglected to comply with a provision of this Constitution, the By-Laws, the WBNSW Constitution or any resolution or determination of the Club, the Registered Club, WBNSW or any duly authorised committee; or

(b) acted in a manner unbecoming of a Member, or prejudicial to the Objects and interests of the Club and/or Bowls; or

(c) brought themselves, the Club, or Bowls into disrepute,

the Club may, in its absolute discretion, commence or cause to be commenced, disciplinary or investigatory proceedings against that Member and, that Member, will be subject to, and submits unreservedly to the authority, disciplinary procedures and penalties and the appeal mechanisms of WBNSW as set out in the WBNSW Constitution and By-Laws or to such other procedures as may be determined by WBNSW from time to time.

In addition to the disciplinary procedures provided in this Rule 13, a Registered Club may commence or cause to be commenced, disciplinary or investigatory proceedings against a Member.

This Rule 13 shall not apply to any incident or matter which relates to a dispute or matter which may be dealt with under WBNSW's selection policy or BA's anti-doping or member protection policies. Disputes between Members will be resolved in accordance with the procedures detailed in WBNSW's Constitution and By-Laws.

14. ANNUAL GENERAL MEETING

(a) An Annual General Meeting of the Club shall be held in accordance with the Act at least once in every calendar year on a date and at a venue to be determined by the Management Committee.

(b) All meetings other than Annual General Meetings shall be General Meetings and shall be held in accordance with this Constitution.

15. GENERAL MEETINGS

15.1 General Meetings

The Management Committee may, whenever it thinks fit convene a General Meeting of the Club and, where, but for this Rule more than fifteen (15) months would elapse between Annual General Meetings, shall convene a General Meeting before the expiration of that period.

15.2 Requisition of Special General Meetings

(a) The Management Committee may by resolution convene a General Meeting.

(b) The Secretary shall convene a General Meeting within twenty-eight (28) days of receiving a requisition signed by 30% plus one of Members entitled to vote at General Meetings.

(c) The requisition for a General Meeting shall state the object(s) of the meeting, shall be signed by the Members making the requisition and be sent to the Club. It may consist of several documents in a like form, each signed by one (1) or more of the Members making the requisition.

(d) If the Management Committee does not cause a General Meeting to be held within twenty-eight (28) days after the date on which the requisition is sent to the Club, the Members making the requisition, or any one of them, may convene a General Meeting to be held not later than one (1) month after that date.

(e) A General Meeting convened by the Members under this Constitution shall be convened in the same manner, or as nearly as possible as that, in which General Meetings are convened by the Management Committee.

16. BUSINESS

(a) The business to be transacted at the Annual General Meeting includes consideration of the accounts of the Club, the reports of the Management Committee, Committees and auditors and the election of the Management Committee and all Committees.

(b) All business that is transacted at a General Meeting, and all that is transacted at an Annual General Meeting, except for those matters set down in Rule 16 (a) shall be special business.

(c) No business other than that stated on the notice of meeting shall be transacted at that meeting.

17. NOTICES OF MOTION

All notices of motion for inclusion as special business at a General Meeting must be submitted in writing to the Secretary not less than thirty-five (35) days (excluding receiving date and meeting date) prior to the General Meeting. Only the Management Committee or a Member may submit a notice of motion in accordance with this Rule.

18. NOTICE OF GENERAL MEETING

(a) Notice of every General Meeting shall be given to each Member by the Secretary at least twenty-eight (28) days prior to the meeting. In addition, notice may also be posted on the Club noticeboard or website.

(b) A notice of a General Meeting shall specify the place, date and time of meeting and shall state the business to be transacted at the meeting (the agenda) and any notice of motion received from the Management Committee or Member.

19. PROCEEDINGS AT GENERAL MEETINGS

19.1 Quorum

No business shall be transacted at any General Meeting unless a quorum is present at the time when the meeting proceeds to business. A quorum for General Meetings of the Club shall be 33% of Members entitled to vote at that General Meeting.

19.2 President to Preside

The President shall, subject to this Constitution, preside as Chair at every General Meeting. If the President is not present or is unwilling or unable to preside, the Management Committee shall appoint one (1) of their number to preside as Chair for that meeting only.

19.3 Adjournment of Meeting

(a) If within half an hour from the time appointed for the meeting a quorum is not present, the meeting shall be adjourned until the same day at the same time and place two (2) weeks later or to such other day and at such other time and place as the Management Committee may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting will lapse.

(b) The Chair may, with the consent of all Members present and entitled to vote at any General Meeting at which a quorum is present, adjourn the meeting to another time and place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(c) When a meeting is adjourned for twenty-eight (28) days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.

(d) Except as provided in Rule 19.3 (c) it shall not be necessary to give any notice of an adjournment or the business to be transacted at any adjourned meeting.

19.4 Voting Procedure

At any meeting a resolution put to the vote shall be decided on a show of hands unless (before or on the declaration of the result of the show of hands) a poll is demanded and that demand is not withdrawn:

(a) by the Chair; or

(b) by any Member entitled to vote at that General Meeting.

19.5 Recording of Determinations

Unless a poll is demanded under Rule 19.4 a declaration by the Chair that a resolution has on a show of hands been carried or carried unanimously or by a majority or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Club shall be conclusive evidence of the fact without proof of the number of votes recorded in favor of or against the resolution.

19.6 Where Poll Demanded

If a poll is duly demanded under Rule 19.4 it shall always be taken as a secret ballot and in such other manner and either at once or after an interval or adjournment or otherwise as the Chair directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded.

20. VOTING AT GENERAL MEETINGS

20.1 Entitlement to Vote

Each Member Player shall have one (1) vote at General Meetings. No other category of Member shall be entitled to vote at General Meetings, but shall, subject to this Constitution, have and be entitled to exercise, those rights set out in Rule 7.1. Where a Member Player's subscription fees, or other levies are twenty-eight (28) days or more in arrears at the time of the General Meeting, or a Member Player is indebted to the Club for any sum for a period of twenty-eight (28) days or more, they shall not be entitled to vote.

20.2 Chair may NOT exercise a casting vote

Where voting at General Meetings is equal the motion will be declared lost and the Chair does not have a casting vote. A motion that is declared lost cannot be resubmitted for consideration at a General Meeting until six (6) months has passed.

20.3 Methods of Voting

Where voting is required to be by secret ballot including where a poll is demanded, the Chair may appoint a returning office and scrutineers. In the event of a ballot for the election of any Executive Officers or any members of the Committee the Chair shall not appoint any candidate for election as scrutineer or returning officer.

21. VOTING NOT PERMITTED

Postal, electronic and proxy voting is not permitted at any General Meeting.

22. POWERS OF THE MANAGEMENT COMMITTEE

Subject to this Constitution, the WBNSW Constitution and any direction given by WBNSW, the business of the Club shall be managed and the powers of the Club shall be exercised by the Management Committee.

23. THE MANAGEMENT COMMITTEE

23.1 Composition of the Management Committee

The Management Committee shall comprise:

(a) the President;

(b) Vice Presidents;

(c) the Secretary;

(d) the Treasurer;

(e) the Chair of each Committee (as set out in the By-Laws); and

(f) the Delegate to the District,

all of whom must be a Member and will, subject to this Constitution, be elected at the Annual General Meeting in accordance with this Constitution.

24. ELECTION OF OFFICERS

24.1 Nominations for Management Committee and Committees

Nominations for positions on the Management Committee and Committees shall be called for by the Secretary at least 42 days prior to the Annual General Meeting. In the case of Members who are also affiliated with other clubs, only those Members who have opted to play championships for the Club may stand for office.

24.2 Form of Nomination

Nominations must be:

(a) in writing;

(b) on the prescribed form (if any) provided for that purpose;

(c) signed by two (2) Member Players;

(d) certified by the nominee (who must be a Member Player) expressing their willingness to accept the position for which they are nominated; and

(e) delivered to the Club not less than thirty-five (35) days before the date fixed for the holding of the Annual General Meeting.

24.3 Elections

(a) If the number of nominations received for the Management Committee and the Committees is equal to the number of vacancies to be filled or if there are insufficient nominations received to fill all vacancies, then those nominated shall be declared elected.

(b) If insufficient nominations are received to fill all vacancies on the Management Committee and the Committees, the positions will be deemed casual vacancies under Rule 26.1.

(c) If the number of nominations exceeds the number of vacancies to be filled, voting papers shall be prepared containing the names of the candidates in order drawn by ballot, for each vacancy on the Management Committee and the Committees.

(d) The voting shall be conducted using the first past the post method, and shall be by secret ballot to be conducted at the Annual General Meeting on papers prepared by the Secretary.

(e) If voting is equal for two or more candidates a further ballot will be held. If voting is still equal after the further ballot the election will be declared invalid and the position will be declared a casual vacancy.

24.4 Term of Office

(a) All positions are elected for a term of one (1) year (until the next Annual General Meeting), with candidates eligible for re-election.

(b) The President shall be eligible to serve a maximum of three (3) consecutive terms. Permission may be granted by WBNSW to vary this term in exceptional circumstances.

(c) Subject to Rule 24.4(b), there is no limit to the number of consecutive terms a Member Player can serve as a member of the Management Committee or a Committee.

25. COMMITTEES

The Club may have the following Committees:

(a) Match Committee;

(b) Selection Committee;

(c) Social Committee; and

(d) any other committee as it deems fit from time to time.

The Committees will be constituted and carry out such duties and functions with such powers, as the Management Committee determines and as are prescribed in the By-Laws.

26. VACANCIES ON THE MANAGEMENT COMMITTEE OR COMMITTEES

26.1 Casual Vacancies

Any casual vacancy occurring may be filled by the Management Committee from among appropriately qualified Member Players. Any casual vacancy may only be filled from Member Players who submitted an Expression of Interest following the conclusion of the immediately preceding AGM. Any casual vacancy may only be filled until the following AGM.

Refer to WBNSW website for recommended EOI Template - http://womensbowlsnsw.org/Members-Resources/Constitution-By-Laws

26.2 Grounds for Termination of Committee Members

The position of any Member of either the Management Committee or any other Committee becomes vacant if the Member:

(a) dies

(b) becomes bankrupt or makes any arrangement or composition with their creditors generally;

(c) becomes of unsound mind;

(d) resigns their office in writing to the Club;

(e) is absent without the consent of the Management Committee from meetings held during a period of three (3) months;

(f) is directly or indirectly interested in any contract or proposed contract with the Club and fails to declare the nature of their interest;

(g) does not fulfil their expected obligations to the Management Committee or Committee;

(h) in the opinion of the Management Committee:

(i) has acted in a manner unbecoming or prejudicial to the Objects and/or interests of the Club, District, WBNSW and/or Bowls;

(ii) has brought themselves, the Club, District, WBNSW or Bowls into disrepute; or

(i) breaches any rule, By-Law, or code of conduct of the Club, District or WBNSW.

(j) is removed by Special Resolution of the Members at a General Meeting; or

(k) would otherwise be prohibited from being a director of a corporation under the Corporations Act.

27. MEETINGS OF THE MANAGEMENT COMMITTEE

27.1 Management Committee Meetings

The Management Committee shall meet as often as is deemed necessary in each calendar year for the dispatch of business and may adjourn and, subject to this Constitution, otherwise regulate its meetings as it thinks fit. The President or three (3) Members of the Management Committee may at any time, and the Secretary shall, on the requisition of the President or three (3) Members of the Management Committee, convene a meeting of the Management Committee within a reasonable time.

27.2 Notice of Management Committee Meetings

Unless all members of the Management Committee agree to hold a meeting at shorter notice (which agreement shall be sufficiently evidenced by their presence) not less than fourteen (14) days' written notice of the meeting of the Management Committee shall be given to each member of the Management Committee. The agenda shall be forwarded to each member of the Management Committee not less than four (4) days prior to such meeting.

27.3 Quorum

At meetings of the Management Committee the number of committee members whose presence is required to constitute a quorum is half the Management Committee plus one (1).

27.4 President as Chair

The President shall be the nominal head of the Club and will act as Chair of any Management Committee meeting or General Meeting at which they are present. If the President is not present, or is unwilling or unable to preside, the remaining Management Committee members shall appoint one (1) of their number to preside as Chair for that meeting only.

27.5 Decisions of the Management Committee

Subject to this Constitution, questions arising at any meeting of the Management Committee shall be decided by a majority of votes and a determination of a majority of members of the Management Committee shall for all purposes be deemed a determination of the Management Committee. All members of the Management Committee shall have one (1) vote on any resolution. The Chair shall have no casting vote. Where voting is equal the resolution is lost.

27.6 Resolutions not in Meeting

A resolution in writing, signed or assented to by facsimile or other form of electronic communication by all the members of the Management Committee for the time being present in Australia shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form each signed by one (1) or more of the members of the Management Committee.

28. RECORDS AND ACCOUNTS

28.1 Custody and Inspection

The Management Committee shall ensure the safe and proper custody or control of all books, documents, and securities of the Club. The books, documents and securities of the Club shall be available for inspection upon reasonable notice to the Secretary subject always to confidentiality considerations.

28.2 Records Kept

The Club shall keep proper accounting and other records as directed by the Registered Club. The books of account shall be kept in the care and control of the Secretary.

28.3 Club to Retain Records

The Club shall retain such records for seven (7) years after the completion of the transactions or operations to which they relate.

28.4 Management Committee to Submit Accounts

The Management Committee shall submit to the Members at the Annual General Meeting the statements of account of the Club in accordance with this Constitution.

28.5 Accounts to be sent to Members

The Secretary shall cause to be sent, or otherwise made available to all Members entitled to receive notice of Annual General Meetings of the Club in accordance with this Constitution, a copy of the statements of account, the Management Committee and Committee reports, every other document required under the Act (if any) and, if required by the Registered Club, an Auditor's report.

28.6 Negotiable Instruments (if any)

All cheques and other negotiable instruments (if any) shall be signed or otherwise executed by any two (2) members of the Management Committee or in such other manner as the Management Committee determines.

29. SOURCES OF FUNDS AND INCOME

29.1 Source of Funds

The funds of the Club shall be derived from membership fees, donations and such other sources as determined by the Registered Club (subject always to the approval of WBNSW).

29.2 Income of Club

The income and property of the Club shall be applied solely towards the promotion of the Objects. No portion of the income or property of the Club shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise to any Member, but this shall not preclude payment to a Member in good faith for expenses properly incurred or services properly rendered.

30. AUDITOR

(a) A properly qualified auditor shall be appointed and the remuneration of such auditor fixed by the Management Committee. The auditor's duties shall be regulated in accordance with the Act and the Corporations Act.

(b) The accounts of the Club shall be examined and the correctness of the profit and loss statements and balance sheets ascertained by an auditor at least once in every year.

31. NOTICE

31.1 Manner of Notice

(a) Notice may be given by the Club to any Member by sending the notice by pre-paid post or facsimile transmission or where available, by e-mail, to the Member's registered address, facsimile number, or e-mail address.

(b) Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing and posting the notice. Service of the notice is deemed to have been effected three (3) days after posting.

(c) Where a notice is sent by facsimile transmission, service of the notice shall be deemed to be effected upon receipt of a confirmation report confirming the facsimile was sent to/or received at the facsimile number to which it was sent.

(d) Where a notice is sent by e-mail, service of the notice shall be deemed to be effected upon receipt of a confirmation report confirming the e-mail message was received at the e-mail address to which it was sent.

32. PATRON

The Club at its Annual General Meeting may appoint a patron on the recommendation of the Management Committee.

33. ALTERATION TO CONSTITUTION

This Constitution shall not be altered except:

(a) by Special Resolution in accordance with the Act;

(b) with the approval of the Registered Club; and

(c) with the prior approval of WBNSW.

34. DISSOLUTION

34.1 Liability of Members

The liability of the members of the Club is limited.

34.2 Member's Contribution

Every Member undertakes to contribute to the assets of the Club in the event of it being wound up while a Member, or within one (1) year after ceasing to be a Member, for payment of the debts and liabilities of the Club and the costs, charges, and expenses of winding up, such amount not to exceed one dollar ($1.00).

34.3 Distribution of Property on Winding Up

With the permission of the Registered Club upon winding up or dissolution of the Club, if there remains, after satisfaction of all its debts and liabilities, any property, the same shall not be paid to or distributed amongst the Members, but shall be given or transferred to another organisation having purposes like the purposes of the Club and which prohibits the distribution of its income and property among its Members and which is also not carried on for the profit or gain to its Members.

35. INDEMNITY

(a) All members of the Management Committee and Committees shall be indemnified out of the property and assets of the Club against any liability incurred by them in their capacity as Committee members in defending any proceedings, whether civil or criminal, in which judgement is given in their

favor or in which they are acquitted or about any application in relation to any such proceedings in which relief is granted by the Court.

(b) The Club shall indemnify all members of the Management Committee and Committees against all damages and losses (including legal costs) for which any such Committee member may be or become liable to any third party in consequence of any act or omission, except willful misconduct, performed or made whilst acting on behalf of and with the authority, express or implied of the Club.

36. BY-LAWS

36.1 Management Committee to Formulate By-Laws

The Management Committee may, subject to the prior approval of WBNSW, formulate, issue, adopt and amend any By-Laws in effect from time to time for the proper advancement, management, and administration of the Club, for the advancement of the Objects and Bowls as it thinks necessary or desirable. Such By-Laws must be consistent with this Constitution, the District Constitution and the WBNSW Constitution.

36.2 By-Laws Binding

All By-Laws made under this Rule shall be binding on the Members.

36.3 Bulletins Binding on Members

Amendments, alterations, interpretations, or other changes to By-Laws shall be advised to all Members by such means determined by the Management Committee, including but not limited to bulletins prepared and issued by the Secretary. Such bulletins are binding upon all Members.