

SECTION 1.

NAME AND OBJECTS

1. The name of The Club is DONCASTER BOWLING CLUB INC.

2. INTERPRETATION

In this Constitution, unless there is something in the subject or context inconsistent therewith, the following interpretations shall operate:

- (a) "The Club" means Doncaster Bowling Club Inc.
- (b) "The Regulations" mean the Regulations of The Club in force for the time being.
- (c) "The Board" means The Board of Management as established in accordance with this Constitution to manage the affairs of The Club.
- (d) "Bowls Section" means the body which is to administer the bowling activities of the Club.
- (e) "Bowls Australia" means Bowls Australia Incorporated, the governing body for Bowls in Australia, or its successors.
- (f) "Bowls Victoria" means Bowls Victoria Incorporated, the governing body for Bowls in Victoria or its successors.
- (g) "Bowls Victoria Member" means a Member who is affiliated with Bowls Victoria and for whom the Bowls Victoria annual subscription has been paid.
- (h) "General Meeting" means the General Meeting of Members convened in accordance with Section 4 of this Constitution. Any General Meeting other than an Annual General Meeting is a Special General Meeting.
- (i) "Member" means a Member of The Club as categorized under Clause 4 of this Constitution.
- (j) "Month" means Calendar Month.
- (k) "Year" means the Club's financial year, and unless altered by the Members shall be from 1st April to next 31st March.
- (l) "Director" means a Member of The Club who is a Member of The Board of Management.
- (m) "The Act" means the Associations Incorporation Reform Act 2012.
- (n) "Member Protection Officer" means a person appointed by The Board to carry out the duties of that office as determined by The Board.
- (o) "World Bowls": means World Bowls Limited, the International Governing Body for Bowls, or its successors.
- (p) "Notices" shall be delivered in writing or with the use of electronic communications.

3. STATEMENT OF PURPOSES

The Club is established solely for these purposes. The purposes of The Club are to:

- (a) Conduct, encourage, promote, advance and administer Bowls throughout its local area;
- (b) Act, at all times, on behalf of and in the interest of the Members and Bowls;
- (c) Affiliate and otherwise liaise with Bowls Victoria (including, but not limited to, its Regions and Divisions), Bowls Australia and/or World Bowls and adopt their rules and policy frameworks to further these purposes;
- (d) Abide by, promulgate, enforce and secure uniformity in the application of the Rules of Bowls as may be determined from time to time by Bowls Victoria, Bowls Australia and/or World Bowls and as may be necessary for the management and control of Bowls and related activities in Victoria;
- (e) Advance the operations and activities of The Club throughout the local area;
- (f) Maintain and conduct a sporting and social Club and to build, maintain or otherwise provide facilities for the use and recreation of the Members;
- (g) Raise and borrow any monies, and to buy, sell or otherwise deal with any real or personal property, required for the purposes of The Club upon such terms and conditions and/or on such securities as may be determined having regard at all times that The Club is prohibited from making any distribution whether in money, property or otherwise to its Members;
- (h) Apply for, hold, and renew any liquor licence;
- (i) Have regard to the public interest in its operations.
- (j) Undertake and or do all such things or activities which are necessary, incidental or conducive to the advancement of these purposes.

SECTION 2. MEMBERSHIP

4. CATEGORIES OF MEMBERS

The Members shall be divided into the following categories:

- (a) Full Member, who shall have the right to be present, debate and vote at General Meetings.
- (b) Life Member, who shall have the right to be present, debate and vote at General Meetings.
- (c) Honorary Member.
- (d) Junior Member.
- (e) Social Member.
- (f) Associate Member.

5. REGISTER OF MEMBERS

- (a) The Secretary shall keep a register which shall contain the name, address and occupation of all financial Members of The Club for the time being.

- (b) Every Member shall communicate in writing their address, or any change thereof, to the Secretary, who shall register same. All notices posted or delivered to such address shall be deemed to have been duly received.

If no address is given, notices left at the Clubhouse shall be deemed to have been delivered.

- (c) The Board shall decide from time to time with the exception of Life Members, the maximum number of each class of Member as per Clause 4.

6. MEMBERSHIP OF THE CLUB

Full and Life Members, subject to the provisions of Clause 27, shall be entitled to vote and hold office in The Club and shall be entitled to all the privileges of The Club, whilst Honorary, Junior, Social and Associate Members shall be entitled to such privileges as The Board shall from time to time determine.

6.1 MINIMUM NUMBER OF MEMBERS

The Club must have at least five Members.

6.2 APPLICATION FOR MEMBERSHIP

- (a) To be eligible for Membership, the applicant must be a natural person and meet any other criteria set by The Board from time to time. For the avoidance of doubt, such Members also must meet and maintain any criteria set by Bowls Victoria from time to time for 'Affiliated Members' (or equivalent) under its Constitution.
- (b) Subject to this Constitution or any procedures set by The Board from time to time, an application for membership as a Full Member must be:
 - (i) in writing in the form prescribed by The Board from time to time;
 - (ii) accompanied by the appropriate fee or fees, if any; and
 - (iii) lodged with The Board or its nominee.
- (c) The Board may, at its discretion, determine whether to approve or decline the application.
- (d) If The Board does not approve an application for Membership, it shall, as soon as practicable, notify the applicant in writing that their application for Membership is not approved. The Board is not required to give reasons for its decision.
- (e) The payment of the subscription or use of the Club's property shall imply the Member's acquiescence with the Constitution and Regulations of The Club.
- (f) If a person satisfies the criteria set by this Clause and The Board accepts the application for Membership, the person shall be deemed a Full Member, subject always to this Constitution.

6.3 LIFE MEMBERS

- (a) Any person who shall have rendered special services to The Club, may at any Annual General or Special General Meeting on the three-fourths vote of a meeting of The Board and on receiving the votes of at least three-fourths of the Members present at such meeting, be elected a Life Member of The Club with full privileges without payment of any subscription, provided that there shall not be, at any time, more than ten (10) Life Members of The Club.
- (b) Nominations for Life Membership should be lodged with The Board or its nominee. The Board may recommend to the Annual General Meeting that any natural person who has rendered distinguished service to The Club be appointed as a Life Member.

- (c) A person must accept or reject the Club's resolution to confer Life Membership. Upon acceptance, the person's details shall be entered upon the Register, and from the time of entry on the Register the person shall be a Life Member, but remain subject to this Constitution.
- (d) A Life Member shall not be relieved of any financial obligation other than the Annual Subscription.

6.4

HONORARY MEMBERS

- (a) An Honorary Member shall include:
 - (i) any visitor affiliated with Bowls Australia.
 - (ii) any visitor affiliated with the Indoor Biased Bowls Association of Victoria.
 - (iii) any visitor paying green fees.
- (b) The Board shall have power to withdraw any or all privileges from any Honorary Member. Honorary Members are not and shall not be entitled to take part in any Annual General or Special General Meeting nor vote upon any subject thereat. They shall not have any right, title or interest in or to any of the property of The Club.

6.5

JUNIOR MEMBERS

- (a) Junior Membership shall be open to persons who are under the age of 18 years.
- (b) Junior Members shall be entitled to the rights and privileges of The Club, subject to the requirements of the Liquor Control Act. They shall be entitled to attend such meetings of The Club as may be determined by The Board, but they shall not be entitled to vote at any meeting of The Club.

6.6

SOCIAL MEMBERS

- (a) There shall be two (2) categories of Social Member:
 - (i) Social Member Non Bowling; and
 - (ii) Social Member Indoor Biased Bowls.
- (b) Social Members Indoor Biased Bowls are eligible to become Office Bearers of the Indoor Biased Bowls Sub-Committee.
- (c) Social Members shall not be entitled to play in any games of lawn bowls.
- (d) Social Members are not permitted to vote at any Annual General or Special General Meeting nor may they become Office Bearers or Members of The Board or of the Bowls Section.
- (e) Such Members shall be entitled to full use of the amenities of The Club.

6.7

ASSOCIATE MEMBER

Associate Member means a member with the right to use the bowling greens for casual bowling only. They cannot play any organized games or tournaments run by the Doncaster Bowling Club or any other bowling club. They are entitled to the full use of the club's indoor facilities but cannot vote at any meeting or hold office on any committee associated with the running of the club.

7. DEEMED MEMBERSHIP

All persons who are, prior to the approval of this Constitution under the Act, Members of The Club, shall be deemed Members from the time of approval of this Constitution under the Act. Such Membership shall continue subject to the terms of this Constitution.

8. 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 and The Regulations;
- (b) They shall comply with and observe this Constitution and The Regulations;
- (c) By submitting to this Constitution and The Regulations they are subject to the jurisdiction of The Club;
- (d) This Constitution and Regulations are necessary and reasonable for promoting the purposes of The Club; and
- (e) They are entitled to all benefits, advantages, privileges and services of their Membership as determined by The Board.

9. LIABILITY OF MEMBERS

If a Member, by any breach of this Constitution and The Regulations, or by any unlawful act, causes The Club or any officer of The Club to pay any money, such Member shall be civilly liable to The Club or such officer for the amount so paid.

10. FORFEITURE OF MEMBERSHIP

If any Member fails to pay the annual subscription by the 1st July, they shall cease to be a Member of The Club, but should a sufficient explanation be made to The Board it shall have the power to restore that member's name to the register upon payment of the amount due. The Treasurer shall give notice to each Member when their subscription is due.

11. ABSENCE OF MEMBER

Any Member contemplating absence for a period may on application to The Board be granted leave of absence for a period not exceeding two years, subject to the payment of a nominal amount fixed by The Board, such amount to be not less than \$10 annually.

12. RESIGNATION OF MEMBER

- (a) Any Member wishing to retire from The Club shall give seven days' (7) notice in writing to the Secretary and shall pay all moneys due at the date of such notice.
- (b) Any Member retiring from The Club, or ceasing for any reason whatsoever to be a Member thereof, shall not have any right, title or interest in or to any property of The Club.
- (c) Upon the expiration of a notice given under Clause 12(a) the Secretary shall make in the Register of Members an entry recording the date on which the Member, by whom the notice was given, ceased to be a Member.

SECTION 3

DISCIPLINE AND GRIEVANCE

13. MEMBER PROTECTION

The Board shall:

- (a) Respect the Member Protection Policy of Bowls Victoria and attachments including any subsequent amendments thereto.
- (b) Determine the Policy and Procedures to be followed in dealing with reported claims of harassment and other forms of inappropriate behaviour in an effective, appropriate and timely manner.
- (c) Appoint a Member Protection Officer to be the first point of contact for any Member (complainant) wishing to report any claim of harassment or other forms of inappropriate behaviour allegedly committed against the complainant or which the complainant considers to be conduct unbecoming.
- (d) Publish in Appendix 2 of the Constitution the Member Protection Policies and Procedures as determined and amended by The Board if and when the need arises to do so.

14. ESTABLISHING A DISCIPLINARY COMMITTEE

- (a) Where The Board considers a complaint in writing that a Member has allegedly:
 - (i) breached, failed, refused or neglected to comply with a provision of this Constitution or The Regulations;
 - (ii) acted in a manner unbecoming of a Member or prejudicial to the purposes and interests of The Club or another Member, or
 - (iii) brought themselves, The Club, bowls in general or another Member into disrepute,

The Board shall by resolution and in accordance with Clause 17 establish a Disciplinary Committee to convene to hear a matter against any Member and to determine what action, if any, to take against that Member (Disciplinary Hearing) and that Member will be subject to, and submits unreservedly to the jurisdiction, disciplinary procedures and penalties and the appeal mechanisms in this Constitution.

- (b) The grounds listed in Clause 14(a) do not constitute a grievance and Clause 21 does not apply.

15. PROVISIONAL SUSPENSION

- (a) Upon establishing a Disciplinary Committee under Clause 14, The Board may by resolution provisionally suspend the Member subject to the Disciplinary Hearing until such time as the Disciplinary Committee makes a finding.
- (b) The Disciplinary Committee may lift a provisional suspension prior to making a finding at the Disciplinary Hearing.

16. DISCIPLINARY COMMITTEE MEMBER

The Members of the Disciplinary Committee:

- (a) Must be a Member of The Bowling Club.
- (b) Must not be biased against, or in favour of the Member concerned.
- (c) Shall include a Member of The Board.

17.**NOTICE TO MEMBER OF AN ALLEGED BREACH**

Where a Disciplinary Committee has been established, The Board shall cause to be served on the Member who is the alleged offender a Notice in Writing not earlier than fourteen (14) days and not later than twenty eight (28) days before the Disciplinary Hearing is to be held. Such Notice shall:

- (a) Set out the alleged breach of the Member and the grounds on which it is based;
- (b) State that the Member may address the Disciplinary Committee at the Disciplinary Hearing. Neither the complainant nor the Member who is the alleged offender are entitled to be legally represented at the Disciplinary Hearing;
- (c) State the date, place and time of the Disciplinary Hearing;
- (d) Advise the Member that they may do one or both of the following:
 - (i) attend at the Disciplinary Hearing and address the Disciplinary Committee at the Meeting;
 - (ii) give a written statement to the Disciplinary Committee at any time before the hearing; and
- (e) Set out the Member's appeal rights under Clause 19.

18.**DETERMINATION OF DISCIPLINARY COMMITTEE**

- (a) At the Disciplinary Hearing the Disciplinary Committee shall:
 - (i) give the Member every opportunity to be heard;
 - (ii) give due consideration to any written statement submitted by the Member; and
 - (iii) determine whether the alleged breach occurred.
- (b) After complying with Clause 18(a) the Disciplinary Committee may take no further action against the Member, or
 - (i) may censure the Member;
 - (ii) may suspend the Membership rights of the Member for a specified period; or
 - (iii) expel the Member from The Club subject to ratification by The Board.
- (c) The Disciplinary Committee may not fine the Member.
- (d) The suspension of membership rights of a Member by the Disciplinary Committee under this Clause takes effect immediately after the vote is passed. Expulsion of the Member takes effect upon ratification of the decision to expel by The Board.

19.**APPEAL RIGHTS**

- (a) Where the Disciplinary Committee makes a determination pursuant to Clause 18(b) and suspends the Member's membership rights for a period or, subject to ratification by The Board, expels the Member from The Club, the Member may give Notice of Appeal against the Determination.
- (b) The Notice of Appeal must be in writing and be given:
 - (i) to the Disciplinary Committee immediately after its decision; or
 - (ii) to the Secretary of The Club not later than 48 hours after the decision.
- (c) If a Member has given Notice under Clause 19(a), a Disciplinary Appeal Meeting must be convened by The Board as soon as practicable, but in any event not later than twenty one (21) days after the Notice of Appeal is received.
- (d) Notice of the Disciplinary Appeal Meeting must be given to each Member of The Club who is entitled to vote as soon as is practicable and must:

- (i) specify the date, time and place of the meeting; and
- (ii) state:
 - a. the name of the Member against whom the disciplinary action has been taken; and
 - b. the grounds for taking that action;

20. CONDUCT OF DISCIPLINARY APPEAL MEETING

- (a) At the Disciplinary Appeal Meeting:
 - (i) no business other than question of the Appeal may be conducted; and
 - (ii) The Board must state the grounds for suspending or expelling the Member and the reasons for taking that action; and
 - (iii) the Member whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (b) After compliance with Clause 19, the Members present and entitled to vote at the meeting must vote by Secret Ballot on the question of whether the decision to suspend or expel the Member should be upheld or revoked.
- (c) A Member of The Club may not vote by proxy at the Meeting.
- (d) The decision is upheld if not less than three quarters of the Members voting at the Meeting vote in favour of the decision.

21. GRIEVANCE AND MEDIATION PROCEDURES

- (a) The grievance procedure set out in Clause 21 applies to disputes between:
 - (i) a Member of The Club and another Member of The Club.
 - (ii) a Member of The Club and The Board of the Doncaster Bowling Club Inc.
- (b) A Member must not initiate a grievance procedure in relation to a matter that is the subject of Disciplinary Procedure until the Disciplinary Procedure has been completed.
- (c) The Parties to the Dispute must attempt to resolve the Dispute between themselves within 14 days of the Dispute coming to the attention of both parties.
- (d) If the Parties to the Dispute are unable to resolve the dispute between themselves within the time required by Clause 21(c), the Parties must within ten (10) days:
 - (i) notify The Board of The Club of the dispute; and
 - (ii) agree to or request the appointment of a Mediator; and
 - (iii) attempt in good faith to settle the dispute by mediation.
- (e) The Mediator must be:
 - (i) a person chosen by agreement between the Parties; or
 - (ii) in the absence of agreement:
 - a. if the Dispute is between a Member of The Club and another Member of The Club, a person appointed by The Board; or
 - b. if the Dispute is between a Member of The Club and The Board of The Club, a person appointed or employed by the Dispute Settlement Centre of Victoria, Department of Justice.
- (f) A Mediator appointed by The Board may be a Member of The Club or former Member of The Club but in any case must not be a person who:
 - (i) has a personal interest in the Dispute; or
 - (ii) is biased in favour or against any Party to the Dispute.
- (g) The Mediator to the Dispute, in conducting the mediation, must:

- (i) give each party every opportunity to be heard; and
 - (ii) allow due consideration by all parties of any written statement submitted by any party; and
 - (iii) ensure that Natural Justice is accorded to the Parties throughout the mediation process.
- (h) The Mediator must not determine the dispute.
- (i) If the mediation process does not resolve the dispute, the Parties may seek to resolve the dispute in accordance with the Act or otherwise at Law.

SECTION 4. GENERAL MEETINGS

22. MANAGEMENT OF CLUB

The management of The Club shall be through a Board of Management elected at the Annual General Meeting and/or Special General Meetings as hereinafter provided. The Secretary shall be responsible for the preparation and retention of accurate minutes, including financial statements of all such meetings and for ensuring that Members have access to such minutes and statements when requested.

23. ANNUAL GENERAL MEETING

- (a) The Annual General Meeting of The Club shall be convened by The Board at a time, date and venue, in May each year.
- (b) At least fourteen (14) days' notice in writing, shall be given to all Members of the place and time appointed by The Board for such Meeting and the nature of the business to be transacted at the Meeting. The Annual Report and Balance Sheet shall be included with such notice. A copy of the said notice shall be placed on the Club's notice-board at the same time.
- (c) The Annual General Meeting will transact any business determined by The Board and any other business of which notice is given in accordance with this Constitution and as prescribed in The Regulations of The Club.
- (d) The Annual General Meeting shall be in addition to any other General Meetings that may be held in the same year. Any General Meeting other than an Annual General Meeting is a Special General Meeting.
- (e) The Board may, whenever it thinks fit, convene a General Meeting of The Club and, where but for this Clause more than fifteen months would elapse between Annual General Meetings, it shall convene a General Meeting before the expiration of that period.

24. SPECIAL GENERAL MEETING

- (a) The Board shall convene a Special General Meeting upon receiving a request in writing from not less than 10% of Members who would be entitled to vote at such Special General Meeting. The Board may also convene a Special General Meeting.
- (b) The request for a Special General Meeting shall be in writing and shall state the object(s) of the Meeting and shall be signed by the Members making the request and be sent to the Secretary or the Executive Chairman. The request may consist of several documents in a like form, each signed by one or more of the Members making the requisition.
- (c) If The Board does not cause a Special General Meeting to be held within thirty (30) days after the date on which the request is sent to The Club, the Members making the request, or any of

them, may convene a Special General Meeting to be held not later than sixty (60) days after that date.

- (d) A Special General Meeting convened by Members under this Constitution shall be convened in the same manner, or as nearly as possible as that, in which Special General Meetings are convened by The Board. All reasonable expenses incurred in convening the Meeting shall be refunded by The Club to the persons incurring the expenses.
- (e) The Secretary shall, at least 14 days before the date fixed for holding a Special General Meeting, send to each Member entitled to vote at such Meeting and each Director, a notice in writing stating the place, date and time and the nature of the proposed business to be transacted at the Meeting.
- (f) No business other than that set out in the notice convening the Meeting shall be transacted at the Special General Meeting.
- (g) A Member desiring to bring any business before a Special General Meeting in accordance with Clause 24(c) shall give at least thirty (30) days' notice in writing to The Club. Such notice shall include the date on which the meeting is to be held and the business to be conducted at that meeting.

25. EXECUTIVE CHAIRMAN TO CHAIR

The Executive Chairman shall chair each General Meeting of The Club. When the Executive Chairman is absent or is unwilling to act, the Deputy Executive Chairman shall chair the meeting. In the absence of both the Executive Chairman and the Deputy Executive Chairman, The Board Members present will elect a Chairman.

26. CHAIRMAN MAY ADJOURN MEETING

- (a) The Chairman of a General Meeting at which a quorum is present may, with the consent of the Meeting, adjourn the Meeting from time to time and place to place, but no business shall be transacted at an adjourned Meeting other than the business left unfinished at the Meeting at which the adjournment took place.
- (b) Where a Meeting is adjourned for fourteen (14) days or more, a notice of the adjourned Meeting shall be given as in the case of the General Meeting. Except as provided in this clause, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned Meeting.

27. ELECTION OF BOARD AND COMMITTEE MEMBERS

- (a) Nominations of candidates for the election as a Member of The Board or Member of a Committee shall be in writing signed by the candidate, their proposer and seconder and lodged with the Secretary. Nominations when received shall be posted on the Club's Notice Board as soon as possible.
- (b) Nominations shall remain open for at least fourteen (14) days and will close at 5.00 p.m. twenty eight (28) days before the date fixed for the conduct of the ballot for the election of Board and Committee Members. All retiring officers shall be eligible for re-election.
- (c) If insufficient nominations are received to fill all positions, the candidates nominated shall be declared elected by notice in writing from the Returning Officer at the respective Annual General Meeting and further nominations shall be received at that Meeting provided that a motion to do so is carried by a majority of those present.

- (d) If the number of nominations received is equal to the number of positions to be filled, the persons nominated shall be declared elected at the respective Annual General Meeting.
- (e) If the number of nominations exceeds the number of positions to be filled, a ballot shall be held.
- (f) The poll for the election of Members of The Board, Bowls Committee, Selection Committees, Tournament Committees, Social Committee, Greens Committee and any other elected Committees of The Club shall be conducted on the same day and in the following manner:
 - (i) it shall be conducted by a Returning Officer and a minimum of two (2) scrutineers, none of whom shall be a candidate for election, appointed by The Board from the membership of The Club.
 - (ii) it shall be held on the Saturday preceding the Annual General Meeting of The Club at the Club premises at a time to be determined by The Board.
 - (iii) the Returning Officer shall hand to each Member eligible to vote the respective initialed ballot papers containing the names of all candidates and positions for which a ballot is necessary.
 - (iv) a ballot box shall be provided for the lodgment of completed ballot papers.

28.

QUORUM

- (a) 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 not less than 20% of Member eligible to vote.
- (b) If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the Meeting:
 - (i) if convened upon the requisition of Members, shall be dissolved; and
 - (ii) in any other case, shall stand adjourned to:
 - a. the same day in the next week at the same time and (unless Members are notified of an alternate venue) at the same place; or
 - b. any date, time and place determined by the Chairman; and if at the adjourned Meeting a quorum is not present within half an hour after the time appointed for the commencement of the Meeting, the Meeting shall lapse.

29.

VOTING

- (a) Voting Rights.
Subject to any other provision of this Constitution, each Full Member and Life Member shall be entitled to one vote at General Meetings.
- (b) Voting Procedure.
 - (i) subject to Clause 29(f), votes at a General Meeting shall be given in person by those present and entitled to vote.
 - (ii) subject to Clause 29(e), all questions arising at a General Meeting shall be decided by secret ballot unless the Chairman or The Board otherwise determines.
 - (iii) in the case of an equality of votes on a question, the motion shall fail. The Chairman of the Meeting is not entitled to exercise a second or casting vote.
- (c) Recording of Declarations.
When a declaration is made by the Chairman that a resolution has, on a show of hands, or by secret ballot, been carried, carried unanimously, carried by a particular majority or lost, then an entry to that effect in the minute book or electronic file 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.
- (d) All resolutions passed at the Annual General Meeting of Members or at any Special General Meetings of The Club shall be conclusive and binding on all Members, whether they shall have been present at such Meeting or not.

- (i) Executive Chairman
 - (ii) Deputy Executive Chairman
 - (iii) Greens Director
- (c) There shall be two (2) ordinary Directors in addition to the positions indicated in Clause 32(b) and the positions of Secretary, Treasurer and Bowls Director.
 - (d) Each elected Director shall hold office until the declaration of the ballot and the close of the Annual General Meeting next occurring at the end date of their term of election as a Director.
 - (e) All elected Directors shall be eligible for re-election and each appointed Director shall be eligible for re-nomination and appointment.
 - (f) All Directors shall remain in Office until the completion of the Annual General Meeting as prescribed in Clause 32(d).
 - (g) The duties of Directors of The Board shall be as prescribed as in the Regulations of The Club.
 - (h) In the event of a casual vacancy occurring on The Board, the Directors may appoint an eligible Member of The Club to fill such vacancy and the Member so appointed shall hold Office until the next Annual General Meeting following the date of such appointment.

33. MEETINGS OF THE BOARD

- (a) The Board shall meet at least ten (10) times in each year at such times and such places as The Board may determine for the transaction of the business of The Club, and the Executive Chairman and/or Secretary shall when necessary or when requested by The Board, convene a Special Meeting of that Board.
- (b) The Secretary shall give notice to all Board Members of any Special Board Meetings and shall be responsible for the preparation and retention of accurate minutes of such meetings.
- (c) The Executive Chairman, Deputy Executive Chairman or in their absence, one of The Board, shall preside at all Board Meetings of The Club.
- (d) Should any Member of The Board fail to attend for three consecutive Board Meetings without leave of absence having been granted, they shall thereupon cease to be a Director of The Board.
- (e) The Board may from time to time delegate any of its powers to such Committees or Sub-Committees consisting of Members of The Club as it thinks fit.

34. VACATION OF OFFICE

For the purpose of this Constitution, the position of any Member of The Board becomes vacant if the person occupying such position:

- (a) Cease to be a Member of The Club; or
- (b) Becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
- (c) Resigns from the position by notice in writing given to the Secretary, such notice becoming effective when received by the Secretary; or
- (d) Is removed from office under Clause 35.

35. REMOVAL OF MEMBER OF BOARD

- (a) The Club at a Special General Meeting may by resolution remove any Member of The Board before the expiration of the term of office of such Member and The Board shall appoint another Member in their stead to fill the casual vacancy and such person appointed shall hold office until the expiration of the term of the first mentioned Member.
- (b) Where the Member to whom a proposed resolution referred to in Clause 35(a) makes representations in writing to the Secretary or Executive Chairman of The Club and requests that the Member of The Club be notified, the Secretary or the Executive Chairman may send a copy of the representations to each Member of The Club or, if they are not so sent, the Member may require that they be read out at the meeting.

36. QUORUM

At any meeting of The Board five (5) Members thereof shall form a quorum.

37. VOTING

All questions for the decision of The Board or any Sub-Committee thereof shall be proposed and seconded and the result determined by a show of hands, unless a ballot be requested by at least three (3) Members.

38. INDEMNITY OF OFFICERS

If the Secretary or Treasurer in their Office as such has paid or is liable to pay money for any act, default or omission of any other person, such money shall be refunded by The Club or paid by The Club.

SECTION 6 FINANCIAL PROVISIONS

39. BANKING ACCOUNTS

The banking accounts of The Club shall be kept with such Banks or other Financial Institutions as shall from time to time be appointed by The Board.

40. FUNDS AND BOOKS OF ACCOUNT

- (a) (i) The funds of The Club shall be derived from entrance fees, annual subscriptions, green fees, sponsorship and such other sources as The Board may determine. Such funds shall be deposited with The Club's Financial Institution within a reasonable time after receipt.
- (ii) All cheques and other negotiable instruments shall require two signatories in the manner prescribed in Regulations of the Doncaster Bowling Club Inc. or in such other manner approved by The Board from time to time.
- (b) Proper books of accounts shall be kept by the Treasurer showing the financial affairs of The Club and the particulars usually shown in books of account of like nature and these shall be open to the inspection of The Board at any time.
- (c) The accounts and books referred to in Clause 41(b) shall also be available for inspection by Members subject to the authority of The Board.

41. CONTROL OVER PROPERTY

- (a) All measures in any way extending the liabilities of The Club beyond the assets and estimated revenue of The Club shall require the previous sanction of an Annual General or Special General Meeting of The Club. The property of The Club shall be subject to the control and disposition of The Board, which is empowered to negotiate loans, issue debentures and sell or purchase any realty and lease any land or buildings of The Club for any term exceeding three years, subject to such sanction as aforesaid.
- (b) Any minutes or other record of a resolution passed by an Annual General or Special General Meeting of The Club signed by the Chairman of the day, and attested by the Secretary shall be conclusive evidence as to the passing of such a resolution insofar as the same may affect the disposal, leasing, mortgaging or other dealing in the property of The Club by The Board.

42. SUBSCRIPTIONS

The amount of Member Annual Subscription and Joining Fee shall be defined from year to year by The Board at least thirty (30) days prior to the Annual General Meeting, but the normal subscription in one year shall not be less than \$10, and until so defined in The Regulations.

43. BORROWING POWERS

If at any time The Club in an Annual General Meeting or Special General Meeting shall pass a resolution authorizing The Board to borrow money, The Board shall thereupon be empowered for the purpose of The Club to borrow such amount of money, either at one time or from time to time, and at such rate of interest, and in such form and manner and upon such security as shall be specified in such resolution and thereupon The Club shall at the direction of The Board make all dispositions of The Club property, or any part thereof, and enter into such agreements in relation thereto as The Board may deem proper for giving security for such loans and interest. All Members of The Club shall be bound by the decision of the meeting.

44. APPLICATION OF SURPLUS

The Club is a non-proprietary Club. The surpluses and other income of The Club shall be applied to the promotion of the purposes for which the Members of The Club are associated together and no payment of any dividends or distribution of surpluses or income to or amongst the Members of The Club shall be made, provided that nothing herein contained shall prevent the refund of expenses to any Officer of The Club, or subject to the approval of The Board, the payment by way of an honorarium to any Officer of The Club for services rendered.

45. EXPENDITURE

The Board shall not enter into any single proposal which would involve expenditure in excess of the amount defined in The Regulations and adjusted annually for inflation without the approval of Club Members at a Special General Meeting convened for that purpose.

46. AUDIT

- (a) The Club will at all times comply with the requirements of Consumer Affairs Victoria.
- (b) Should an Audit be required an auditor shall be appointed by The Board. The Auditor shall hold no other office in The Club.

- (c) The Auditor shall have power at all times to examine the books and documents of The Club, and shall also, as soon as convenient after the close of the financial year in each year, audit a Statement of Receipts and Expenditure or Trading and Profit and Loss Account and Balance Sheet, setting forth the financial business of The Club since the end of the preceding financial year. These Statements shall be prepared by the Treasurer. Any report of the Auditor shall be submitted to the Annual General Meeting.
- (d) Should an Audit not be required by Consumer Affairs Victoria, a review of the annual financial statements will be conducted by a qualified professional accountant at the end of each financial year. Such qualified person will be selected by The Board and the resulting Report will be tabled at the Annual General Meeting.

SECTION 7

GENERAL PROVISIONS

47. COLOURS AND UNIFORM OF THE CLUB

The Colours of The Club and the design, ownership and procurement of the Club uniform shall be as The Board from time to time may determine, subject to approval or rejection by Bowls Victoria, or any other Association governing the activities of The Club.

48. DAMAGE TO PROPERTY

No Member shall remove from the clubhouse or deface or injure any article the property of The Club. Members removing, breaking or damaging any article, the property of The Club, shall pay for the same at a price fixed by The Board.

49. DISSOLUTION

- (a) The Club may be dissolved or wound up at a Special General Meeting of the Members of The Club called for that purpose and
 - (i) for which minimum of twenty one (21) days' notice of such meeting shall be given to Members.
 - (ii) at which the resolution that The Club be dissolved or wound up, must be passed by a majority of not less than three-fourths of the Members present thereat.
- (b) Upon such resolution being carried and confirmed as aforesaid, The Board shall thereupon or at such future date as shall be specified in such resolution proceed to sell and realize the property and assets of The Club and out of the net proceeds of such sale and realization to discharge and satisfy all the liabilities of The Club.
- (c) In the event of The Club being wound up or dissolved, the surplus assets remaining after payment of all its debts and liabilities and of all expenses incidental to its winding-up or dissolution shall be distributed amongst such of the charities of the State of Victoria (with first preference to the charities of the Municipality of Manningham or in which, as a municipality, it is directly interested) as a three-fourths majority of its Members shall in a Special General Meeting determine. This Clause shall not be in any way amended, altered or repealed without the consent of the Supreme Court of the said State being first obtained.
- (d) No Member shall be entitled to share in or receive any benefit from such net proceeds in the event of The Club being wound up as aforesaid.

50. ALTERATION OF CONSTITUTION AND STATEMENT OF PURPOSES

- (a) No new Clause shall be made, nor any existing Clause altered or repealed except at a Special General Meeting called for that purpose, and for which a minimum of twenty one (21) days' notice has been given to Members, and then only upon the motion being carried by three-fourths of the Members present at the meeting called for that purpose.
- (b) A copy of the proposed new Clause, alteration or repeal, as aforesaid, shall be delivered to the Secretary at least twenty eight (28) days before such meeting, and shall be inserted in the Notice convening the meeting at which such proposed new Clause, alteration or repeal is to be brought, and exhibited on the noticeboard of The Club ten (10) clear days before such meeting.
- (c) While so long as The Club is licensed, the Secretary shall submit for the approval of the Liquor Licensing Commission, a certified copy of any new Clause relating to the serving of alcohol and any alterations to or variation of any existing Clause within a month of the meeting at which the Members approved such new Clause or such variation or alteration. If such new Clause or such alteration or variation is not approved by the Commission it shall cease to have effect and be repealed by The Club.
- (d) The Statement of Purposes of The Club shall not be altered except in accordance with "The Act."

51. INTERPRETATION OF CONSTITUTION AND REGULATIONS

In the event of any doubt or difficulty arising as to the meaning of any Clause, Regulation or By-Law, or should any question arise as to their interpretation, The Board shall have power to pronounce a decision thereon, and its decision shall be final and binding on the Members, subject only to affirmation or reversal by a Special General Meeting called for that purpose.

52. VISITOR

- (a) Subject to any Regulations made by The Board from time to time, Members may invite visitors to The Club. In all cases such visits will conform with requirements under the Liquor Control Reform Act 1998 and subsequent amendments.
- (b) No person shall be introduced as a visitor whose conduct or presence on the Club's premises shall be considered objectionable or prejudicial to the interest of The Club.

53. NON-COMPLIANCE WITH CONSTITUTION AND REGULATIONS

Non-compliance with the Constitution or any of The Regulations shall not render any proceedings void unless the Members at an Annual General Meeting or Special General Meeting so direct.

54. REGULATIONS AND BY-LAWS

The Board shall have power from time to time to make Regulations and By-Laws not inconsistent with this Constitution for the efficient working of The Club, and to alter, amend, or rescind same as occasion may require. All By-laws shall be entered by the Secretary in a book to be kept for the purpose and be available for inspection by the Members.

55. INTOXICATING LIQUOR

- (a) The number of persons who can be adequately accommodated on the Licensed Premises at any one time shall not exceed the number as approved by the relevant authorities from time to time.

- (b) A visitor to the Club shall not be supplied with liquor in the Club premises unless in the company of a Member or unless such supply is at a particular function or a particular occasion or at a series of functions or occasions in respect of which a permit has been granted by the Liquor Licensing Commission under Section 38(8) of the Liquor Control Reform Act 1998.
- (c) No liquor shall be sold or supplied to any person under eighteen (18) years of age.
- (d) No liquor shall be sold or supplied for consumption elsewhere than on the Club premises unless such liquor is removed from the premises of the Club by the Member purchasing same.
- (e) No payment or part payment shall be made by The Club to any Secretary, Manager or other officer or servant of The Club by way of commission or allowance from or upon the receipts of The Club for liquor supplied.
- (f) No persons under the age of eighteen (18) years shall be employed by The Club to serve behind the bar.
- (g) Under the provisions of the Liquor Control Reform Act 1998, The Club holds a Full Club Licence which authorizes the licensee to supply liquor on the licensed premises during the trading hours as set out in the Licence:
 - (i) to a Member of The Club for consumption on or off the licensed premises; and
 - (ii) to a guest of a Member for consumption on the licensed premises.
- (h) No objectionable language, betting, gambling, or playing of an unlawful game shall be allowed on the Club premises and The Board shall have power to censure, suspend, or expel any offending Member. The period of such suspension shall be at the discretion of The Board.
- (i) During any period of suspension the Member shall cease to enjoy any of the privileges of Membership.

56. COMPLIANCE WITH LIQUOR CONTROL REFORM ACT 1998

- (a) It is the purpose of this Constitution to comply wherever relevant with the provisions of the Liquor Control Reform Act 1998 and the policy directions of the Director.
- (b) The Board at its discretion shall appoint a Nominee from within the Membership to be responsible for the day to day running of liquor sales activities on behalf of The Board. Such Nominee shall have completed the necessary training and any application shall include a duly completed Police Questionnaire as required under The Act.

57. BOWLS SECTION

- (a) The Club shall have a Bowls Section, the purpose of which shall be to plan, organize and conduct bowls events and activities associated with the conduct of such events.
- (b) The rules, Committees and activities of the Bowls Section shall remain in all respects consistent with the Constitution and Regulations of The Club, and subject in all things, including the raising and disposition of funds, to the control of The Board.

58. COMMITTEES

- (a) As provided in Clause 31(c) The Board shall establish a Bowls Committee, Selection Committees, a Tournament Committee and such other Committees as are considered necessary.

- (b) Members of established Committees, other than a Disciplinary Committee, shall be elected in accordance with Clause 27.
- (c) Any powers and functions delegated by The Board as provided in Clause 33(e) may be amended or withdrawn by The Board should the need arise for it to do so.

59. COMMON SEAL

- (a) The Common Seal of The Club shall be kept in the custody of the Secretary.
- (b) 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 Directors of The Board.

60. REGULATIONS

Regulations prescribed by The Board under the provisions of Clause 31(c) shall be as detailed in Appendix 1 to this Constitution and shall be amended or withdrawn from time to time as The Board deems appropriate.

STATEMENT

Amendments to this Constitution as adopted by the Members of the Doncaster Bowling Club Inc. present and voting at a Special General Meeting of The Club held on 21st November, 2013 were adopted by Members of The Club, present and voting at a Special General Meeting of The Club held on 21st March, 2023.

APPENDIX 1

Regulations of Doncaster Bowling Club Inc.

APPENDIX 2

Member Protection Policy and Procedure of Doncaster Bowling Club Inc.