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MACKAY MEN'S DISTRICT BOWLS ASSOCIATION INC.

CONSTITUTION

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A. THE ASSOCIATION

1. NAME

The name of the association is the MACKAY MEN'S DISTRICT BOWLS ASSOCIATION Inc.

Hereinafter referred as the "Association".

2. OBJECTS

- a. To advance and promote the Game of Bowls.
- b. To promote and develop activities that are from time to time deemed appropriate to provide good fellowship between members of the clubs within the Company.
- c. To Promote and enhance the game of bowls in the local community.

3. ASSOCIATION INCORPORATED

The Association is Incorporated under the provisions of the Associations Incorporation Act (1981 as amended) (hereinafter referred to as "the Act") and will comply with the provisions of the Act and its Regulations.

4. MEMBERSHIP OF BOWLS QUEENSLAND

A. Bowls Queensland requirements;

The District Bowls Association shall;

- i. Elect delegates to Bowls Queensland at its Annual General or Special General meeting as its representatives on the Council.
- ii. Provide to Bowls Queensland such returns as are required by Bowls Queensland, including a list of District Bowls Association Officers within 30 days of the date of the District Annual General Meeting.
- iii. Provide advice to Bowls Queensland within 30 days of any changes or amendments to the District Bowls Association Constitution.
- iv. not make or repeal a Rule or By-Law in relation to the playing of the Game of Bowls that conflicts with the Rules and By-Laws of bowls Australia Inc. or Bowls Queensland.

B. Qualifications for Membership;

- i. To qualify for membership of bowls Queensland, a District Association must;
- ii. Comprise of not less than eight (8) clubs in a defined area, subject to Article 27. Lodge with Bowls Queensland a copy of its constitution. Such constitution to provide for every affiliated club within the district to be equally represented on the District Association Council by at least one (1) delegate elected by the members of the Club at General Meetings of the Club; however, where a District is comprised of Divisions, representation on the District Council may be on a division basis as determined by the District Association.
- iii. Be prepared to support and promote the welfares of the Company and the Game of Bowls

5. ACTIVITIES SHALL BE LAWFUL

The Association shall comply with all lawful requirements of the Commonwealth, State, and Local Government, and other Statutory Authorities having jurisdiction over any activities of the Association.

6. POWERS OF THE ASSOCIATION

The powers of the Association are:

- a. To subscribe to, become a member of and co-operate with any other association, club or organization whether incorporated or not' whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, association or organization which does not prohibit distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of Clause D.13(c) of this Constitution;
- b. In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the Members of the Association or persons frequenting the Association's premises;

- c. To purchase take on lease or in exchange, hire and otherwise acquired, any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of or capable of being conveniently used in connection with, any of the objects of the Association, provided that in case the Association shall take or hold any property which may be subject to any Trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such Trusts;
- d. To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the Powers of the Association; to obtain from any such Government or authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- e. To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association;
- f. To remunerate any person or body corporate for services rendered, or to be rendered and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the Association, or in or about the Association or promotion of the Association or in the furtherance of its objects;
- g. To construct, improve, maintain, develop, work manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- h. To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit;
- i. To take, or otherwise acquire, and hold shares, debentures or other securities of any Company or Body Corporate;
- j. In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or Body Corporate, and otherwise to assist any person or Body Corporate;
- k. To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the Association's property or assets present or future and to purchase, redeem or pay-off any such securities;
- l. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- m. In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any party of the property and rights of the Association;
- n. To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, or any part of the Association's property of whatsoever kind sold by the Association or any money due to the Association from purchasers and others;
- o. To take any gift or property whether subject to any special trust or not, for any one or more of the objects of the Association but subject to the proviso in Sub-Clause c., above; To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise;
- p. To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;

- q. In furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of Clause D.13(c) of this Constitution;
- r. In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- s. In furtherance of the objects of the Association to transfer all or any part of the property, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- t. To make donations for patriotic, charitable or community purposes;
- u. To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged and;
- v. To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the Powers of the Association.

B. MEMBERSHIP

1. AFFILIATED CLUB

An affiliated bowls club, or the division/section of an amalgamated bowls club is any bowls club affiliated with the B.Q. which associates itself with this Association in accordance with Clause B3 of this Constitution.

2. MEMBERS OF THE ASSOCIATION

- a. "Members of the Association" shall be Affiliated Clubs represented at each meeting by TWO (2) delegates elected by each club. The Council has no right of rejection of a delegate.
- b. "Member of a Club" means a person of eighteen (18) years of age or over who has been admitted to membership of a Club and for whom a Fee is paid by his Club as an Ordinary or Life Member of that Club;
- c. "Junior Members" of Clubs will comprise such members who are under the age of eighteen (18) years. They shall be entitled to play bowls in any Club or District competition according to the conditions laid down for the playing of the event.

3. MEMBERSHIP OF CLUBS INTO THE ASSOCIATION

Any bowls club, or the men's division/section of an amalgamated bowls club which resolves to be a member of this Association, and which, in all respects conforms with the requirements of the B.Q., shall be eligible to apply for membership of this Association and, if duly accepted, shall be entitled to exercise the rights and privileges of a club which is a member of this Association.

A Club applying for affiliation shall support its application with Certificate signed by the Secretary giving the following information:

- a. The name of the Club;
- b. Copy of the letter granting the Club affiliation to the B.Q.;
- c. A copy of the Club's Constitution and Rules;
- d. Names of current Office-Bearers; and
- e. Names and addresses of the person/s elected by the Club to represent the Club as its Delegate/s.

A similar Certificate shall be furnished by a Club at any time if so required by the Association.

When the Council of the Association is satisfied with an Application for Affiliation the Council may grant affiliation at any meeting of the Council.

Each Club shall provide details of the Club's new Council within thirty (30) days of the Annual General Meeting of the Club.

4. LIFE MEMBERS OF THE ASSOCIATION.

Life Members of the Association shall only be nominated after having provided distinguished service to the Association and may be elected only after recommendation by a Club, endorsed by the Council and passed by a Special Resolution of an Annual or Special General Meeting of the Association.

Life Members shall be entitled to all privileges of membership of the Association and may attend and speak at the Annual General Meeting of the Association but shall not, by virtue of such Life Membership alone, be entitled to move or second motions or amendments to motions or to vote on same. The number of Life Members shall be unlimited.

5. MEMBERSHIP FEES

a. Financial Year

The Financial Year of the Association shall end on the 30th SEPTEMBER of each year.

b. Membership Fees

Each Club shall pay yearly to the Association towards the funds of the Association a Membership Fee. The amount of such fee shall be fixed at the ANNUAL GENERAL MEETING.

When so determined, the membership fee shall be deemed to be due and payable on the First day of JANUARY immediately following the end of the financial year, and shall apply to the period ending 31st. December.

Fees for remission to B.Q. and B.A. (as determined by those organizations) shall be forwarded direct to Bowls Queensland.

The Association Membership fee is payable on an Ordinary and Life Members of clubs (other than Life Members of the Association), as at the 31st December preceding the year for which the affiliation fee was fixed.

Affiliated clubs must pay affiliation fees and levies for every Member joining or re-joining the club during the course of the Association calendar year at the pro-rata rate for the full year.

Clubs to be billed in October for pro-rata fees due from January to September.

c. Failure to Pay Affiliation Fees

Any Club which fails to pay any Membership Fee or any Special Levy within thirty (30) days of the due date shall be deemed to be un-financial and shall forthwith be deprived of all privileges of Membership to the Association including;

- i) The right of its Councillor to speak or vote at meetings; and
- ii) The right of Members to enter for and play in any Association matches or be selected to represent the Association. The Association shall at any General Meeting called for that purpose expel any Club which is in excess of six (6) months in arrears in payment of its Membership Fee or any Special Levy.

6. CONDUCT

Any member of the Association or a member of an affiliated club who fails to observe any of the Rules or By-laws of the Association, or who is deemed guilty of an act, practice or conduct calculated to bring discredit on the game of bowls or to The Association or who at any Association event engages in illegal betting or uses obscene or abusive language renders himself liable to reprimand, suspension or expulsion. A written report of any such breach or misconduct shall be investigated by the Management Committee who shall have power to demand and direct apologies, reprimand, suspend or expel a member of any affiliated club.

A member or a member of an affiliated club shall not be dealt with under this Rule except upon a charge or complaint in writing to the Secretary setting out the conduct which is the subject matter of the charge or complaint and bear the signature of the complainant. Any member or member of an affiliated club so charged shall be notified in writing by the Secretary of the nature of the complaint and the member charged shall be given the right of answering the charge by appearing before the Management Committee and of calling evidence and of questioning witnesses.

In the event of a Junior Member of an affiliated Club being called before the Management Committee of the Association on a charge or complaint, such member shall be entitled to be accompanied by a Parent/Guardian.

Any Member or member of an affiliated Club so reprimanded, suspended or expelled shall have the right of appeal within twenty-one (21) days of receipt of written notice of reprimand, suspension or expulsion to a Special General Meeting of the Association. Such appeal shall be in writing signed by the appellant. Upon receipt by the Secretary of the appeal, a Special General Meeting shall be called by the Secretary in accordance with Rule C1, (b) and the appellant shall be entitled to all District privileges until such appeal is determined. Such appeal shall be deemed lost unless upheld by a three- quarters majority of those members present and entitled to vote at the meeting.

Any member of an affiliated Club, who is suspended or expelled, shall be ineligible to:

- (a) Play bowls in any Association event.
- (b) Play bowls at any affiliated club.
during the period of suspension, or expulsion, as the case may be.

Disciplinary Provisions:

- (i) Rules of the District Association are to include that if a Member of a Club affiliated with Bowls Queensland fails to observe any rules or By-laws of Bowls Queensland or the District Association, or is deemed guilty of an act, practice or conduct calculated to bring discredit to the Game of Bowls, Bowls Queensland or District Association or at any district Association event engages in illegal betting or uses abusive language renders themselves to reprimand, suspension or expulsion.
- (ii) All discipline and complaint related procedures to be regulated by the Bowls Queensland Members Protection Policy.
- (iii) The member has a right to appeal to Bowls Queensland and in so doing acknowledges jurisdiction on the matter passes completely from the District Association to Bowls Queensland.
- (iv) Pending determination of such appeal, the appellant shall be allowed all membership privileges. Any member of an affiliated Club, who is suspended or expelled, shall be ineligible to:
 - (a) Play bowls in any Association event.
 - (b) Play bowls at any affiliated club during the period of suspension, or expulsion, as the case may be.

7. DISPUTES

All disputes between two or more Members of any Club shall be resolved solely by that Club.

The Council shall have power to settle all appeals and disputes concerning Association matters as between different Clubs or members of two or more Clubs. Such appeals and disputes shall be submitted to the Council in writing within thirty (30) days of the dispute arising.

The decision of the Council shall be final unless the decision is varied on appeal to the B.Q. when such appeal is competent.

Nothing herein shall override the provisions Law 68 of the Laws of the Game of Bowls in Australia and/or such other Laws as may be instituted and appropriate to the provisions of this Clause.

8. NOTICES

Any notice posted to the last address of a Councillor or Club as advised by that Councillor or Club to the Secretary shall be deemed to have been duly given.

It shall be the duty of each Club to notify the Secretary of any change of address of any Councillor of that Club.

The omission to give Notice to or to send a circular to any Councillor, or Club shall not, on that account, invalidate the proceedings of any Meetings. A Meeting shall not be invalid by virtue of any Councillor or Club not receiving a Notice of Meeting.

9. INDEMNITY OF MEMBERS

In the event of any proceedings being taken against a Member or Members of the Association in respect of any matter, or thing done by them in the proper performance of their duties or by the direction or with the authority of the Association, the Association shall indemnify such Member or Members of the Association so proceeded against in respect of their costs of such proceedings and in respect of any costs and damages and other sums which they may be compelled to pay in the course of or as a result of such proceedings.

C. GOVERNMENT OF THE ASSOCIATION

1. GENERAL MEETINGS

A. Annual General Meeting

The Annual General Meeting of the Association shall be held in the month of NOVEMBER each year on a date fixed by the Council.

The business of the Annual General Meeting shall include:

- (a) Presentation, consideration and adoption of the Annual Report of the Council including the Financial Report and Balance Sheets accompanied by the Auditor's Report;
- (b) Election of the Management Committee of the Association;
- (c) Appointment of a Patron;
- (d) Election of a Councillor to B.Q.
- (e) The election of a Liaison Officer (Junior Bowlers).
- (f) Election of Committees in accordance with the By-Laws
- (g) To set Affiliation Fees.
- (h) To appoint an Auditor;
- (i) To appoint a Solicitor.
- (j) Deal with any Notices of Motion;
- (k) Determination of honorary
- (l) Consideration of General Business.

B. Special General Meetings

The Secretary shall convene a Special General Meeting:

- i) Resolution of the Council to resolve any matters which must or should be properly resolved by a Special General Meeting of the Association; or
- ii) By written request for such a Meeting from not less than FIVE clubs stating the purpose(s) for the Meeting and the Resolution(s) to be placed before the Meeting.
- iii) On being given notice in writing of an intention to appeal against the decision of the Management Committee to reprimand, suspend or expel any member. Notices requesting a Special General Meeting shall clearly state the reason why such Special General Meeting is being convened, and the nature of the business to be transacted thereat.

A Special General Meeting shall only consider the matter/s for which notice has been given to members. Meetings shall be held within fourteen(14) days of a resolution of Council or the receipt by the Secretary of a petition of Clubs for such a Meeting, or notice of appeal by a member.

Notice of a Meeting shall be in writing and shall be posted or delivered to each Councillor and Club at least seven (7) days prior to date of the Meeting.

C. Notices of Motion

Notices of motion to be included on the agenda of the Annual General Meeting or any General Meeting shall be received by the Secretary at least twenty-one (21) days prior to the meeting at which they will be discussed.

Notices of motion shall be posted to each club and delegate not less than 14 days prior to the meeting.

D. The Business of General Meetings

- i) Each General Meeting shall read and confirm the Minutes of the previous General Meeting whether it be an Annual or Special General Meeting.
- ii) Business arising there from.

E. Quorums at General Meetings

The Quorum for a General Meeting shall comprise double the number of members on the Management Committee plus one. Should no Quorum be present within half an hour after the appointed time for a General Meeting, the meeting shall stand adjourned to the time and day seven (7) days later. Should no Quorum be present at the adjourned Meeting within half an hour of the appointed time for the Meeting (whether a Quorum is present or not) it shall have the power to proceed with the business for which the meeting was called.

F. Conduct of a General Meeting

Unless otherwise provided by this Constitution or the By-laws, at every General Meeting:

- i) The President shall preside as Chairman, or if he is not present within fifteen (15) minutes after the time appointed for the holding of the meeting or is unwilling to act, a Vice-President shall be the Chairman or if a Vice-President is not present or is unwilling to act then the Councillors present shall elect one of their number to be Chairman of the meeting;
- ii) The Chairman shall maintain order and conduct the Meeting in a proper and orderly manner.
- iii) Every question, matter or resolution shall be decided by a majority of votes of the Councillors present; and
- iv) Every Councillor present shall be entitled to one (1) vote and in the case of an equality of votes, the status quo shall be maintained.

G. Voting at General Meeting

Voting shall be by show of hands or a division of Councillors, unless not less than one-fifth of the Councillors present demand a ballot in which event there shall be a secret ballot. The Chairman shall appoint two (2) Councillors to conduct the secret ballot in such manner as he shall determine and the result of the ballot as declared by the Chairman shall be deemed to be the resolution of the Meeting at which the ballot was demanded.

A Councillor may vote in person or by proxy duly notified in writing by the Club Secretary and on a show of hands every person present who is a Councillor or a representative of a Councillor shall have one (1) vote and in a secret ballot every Councillor present in person or by proxy or other duly authorised representative shall have one (1) vote.

The contested election of Executive Members shall be by secret ballot in accordance with the By-Laws. Only Councillors shall be entitled to vote at General Meetings.

H. Adjournment of a Meeting

The Chairman may, with the consent of any Meeting at which a Quorum is present (and shall if so directed by the Meeting), adjourn the Meeting from time to time and from place to place, but no business shall be transacted at any adjourned Meeting other than the business left unfinished at the Meeting from which the adjournment took place. When a Meeting is adjourned for thirty (30) days or more, notice of the adjourned Meeting shall be given as in the case of an original Meeting save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned Meeting.

I. Special Resolution

Election of Life Members, Suspension and/or Termination of Membership, Alterations to this Constitution, and such other matters that Councillors may resolve by simple majority vote at a General Meeting to be "Special Resolutions" shall be resolved by the affirmative vote of at least three-quarters of the Councillors present at the Meeting and entitled to vote.

J. Distribution of Surplus Assets

If the Association is wound up and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Councillors, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their Councillors or Clubs to an extent at least as great as is imposed on the Association under or by Clause D.13(c) of this Constitution, such institution or institutions to be determined by the Councillors, provided the institution to which the property of the Association is transferred is a institution or institutions approved by the Commissioner of Taxation as an institution or institutions referred to in Section 50/4523 of the Income Tax Assessment Act 1997 (as amended)

2. SPECIAL LEVIES

The Association may at any time strike a Special per-capita Levy on all Clubs by Special Resolution at a General Meeting of the Association. A notice advising that the Levy has been struck and the amount thereof, shall be advised in writing to each Club within seven (7) days following the Meeting.

If a Club fails to pay the Levy within thirty (30) days of the date of the letter of advice, it shall be deemed to be un-financial and shall thereafter be deprived of all privileges of affiliation with the Association.

3. THE AUDITOR/S

An Auditor, who shall be qualified as required by the Association Incorporation Act 1981(as amended) shall be appointed at the Annual General Meeting of the Association to audit the accounts of the Association and prepare Reports for submission to the Annual General Meeting.

The Auditor shall, when required by Council, conduct special audits and investigations. The Auditor shall at all times have access to the books of accounts, vouchers and relevant records of the Association and shall have the right to obtain explanations relative to the finance and affairs of the Association and the accounts from any person holding office or employment in the Association.

4. THE COMMON SEAL

The Council shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Council and every instrument to which the seal is affixed shall be signed by the Secretary and any two (2) of the President, the Vice-Presidents or Treasurer of the Association.

5. ALTERATIONS TO THIS CONSTITUTION

Subject to the provisions of the Associations Incorporation Act, 1981 (as amended), these Rules may be amended, rescinded, or added to from time to time by a special resolution carried at any general meeting.

However, an amendment, repeal, or addition is valid only if registered by Chief Executive.

The Association shall provide advice to B.Q. within thirty (30) days of any changes or amendments to the Constitution.

D. ADMINISTRATION OF THE ASSOCIATION

1. THE COUNCIL

The Council of the Association shall comprise TWO (2) Delegates elected by each Club.

2. THE MANAGEMENT COMMITTEE

The Management and business of the Association shall be vested in the Management Committee comprising;

a. The President

b. The Senior Vice President

c. The Junior Vice President

d. The Secretary

e. The Treasurer

who will be elected by the Councillors in attendance and entitled to vote at the Annual General Meeting.

A simple majority shall constitute a quorum for Management committee meetings.

The Management Committee shall manage and control the day to day activities of the Association all in accordance with this Constitution and the By-Laws and shall meet at least once every two (2) months.

All business transacted by the Management Committee shall be reported to the next Council Meeting.

Members of the Management Committee shall not be eligible to act as Club Delegates or as Proxies for Club Delegates.

3. POWERS AND FUNCTIONS OF THE MANAGEMENT COMMITTEE

Except as otherwise provided by this Constitution, and the resolution of the Members of the Association carried at any General Meeting, the Management committee shall;

- (a) Have the general control and management of the administration of the affairs, property and funds of the Association, and
- (b) Have the authority to interpret the meaning of these rules, and any matters relating to the Association on which the rules are silent.
- (c) Prepare a budget.
- (d) Prepare a District programme.
- (e) Appoint assistants to members of the Management Committee, such assistants not able to exercise any power unless they have been elected.
- (f) Call General Meetings of Members.
- (g) Arrange meetings of the Management Committee.
- (h) Fill any vacancy in any office of the Association where such officer is not a member of the Management Committee.
- (i) Grant leave of absence to members.
- (j) Effect insurance against fire, burglary, public risk and other such risks or damages as considered necessary to properly protect the property and Councillors of the Association.

4. THE MANAGEMENT COMMITTEE ELECTED ANNUALLY

The Management Committee shall be elected annual at each Annual General Meeting of the Association.

The Management Committee shall hold office from the conclusion of the election at which they were elected until the conclusion of the election at the next Annual General Meeting.

The Management Committee shall retire annually but shall be eligible for re-election.

A contested election for any position shall be resolved by Ballot in accordance with the By-laws.

5. ELECTION OF THE MANAGEMENT COMMITTEE

All candidates for election as a Management Committee Member shall be a Financial Member of a Club and shall be nominated in writing by two (2) Financial Members of a Club and the nomination paper in every case shall bear the signature of the Nominee showing his consent to such nomination, and be accompanied by the nominee's curriculum vitae.

All nominations shall be in the hands of the Secretary not later than twenty-one (21) days prior to the Annual General Meeting.

A list of candidates' names in alphabetic order, with the proposers' and seconders' names, shall be posted to all delegates and Clubs at least 10 days prior to the Annual General Meeting.

Ballot Papers shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each Councillor present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies. Voting shall be by secret ballot.

If no nomination is received for any Office, either as an Executive Member or if an insufficient number of nominations is received for any position, such positions may be filled at the Annual General Meeting at which the vacancy occurs and without prior nomination.

The procedures for Elections are those included in the By-laws.

6. REMOVAL OF AN MANAGEMENT COMMITTEE MEMBER

Any Management Committee Member of the Association may be removed from office by a three-quarters majority of the Councillors present and entitled to vote at a Special General Meeting of the Association. The Management Committee Member affected shall have due notice of such Meeting and shall be afforded reasonable facilities for making such representations to the Meeting as thought fit, the decision of the Association shall be final.

7. DUTIES OF THE COUNCIL

Except as otherwise provided by this Constitution and the By-laws, and subject to resolutions of the Association in any General Meeting, the Council shall: -

- a. Have the general control and management of the administration of the affairs, property and funds of the Association;
- b. Have authority to interpret the meaning of the Constitution and any matter relating to the Association on which this Constitution is silent.

8. POWERS OF THE COUNCIL

The Council may exercise all the powers of the Association to: -

- a. Borrow or raise or secure the payment of money in such manner as the Councillors may think fit and secure the same 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 and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities;
- b. Borrow money from Clubs at a rate of interest not exceeding interest at the rate for the time being charged by Bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities;
- c. Invest in such manner as the Councillors may from time to time determine;
- d. Effect insurances against fire, burglary, public risk and such other risks or damages as considered necessary to properly protect the property and Councillors of the Association.

9. RESIGNATION OF COUNCILLORS

Any Councillor may resign from the Council at any time by giving notice in writing to the Secretary of his Club but such resignation shall take effect at the time such notice is received by the Club Secretary unless a later date is specified in the notice when it shall take effect on that later date.

10. VACANCIES ON THE COUNCIL

The Council shall have power at any time to appoint any Member of the Association to fill any casual vacancy in respect of the Patron or an Executive Member of the Council until the next Annual General Meeting.

In the event of a casual vacancy of a Club Councillor, a replacement shall be elected or appointed by that Club.

11. COUNCIL MEETINGS

The Council will conduct Regular Meetings, at least once in every two (2) months.

Only Councillors shall be entitled to vote at Council meetings of the Association.

The Quorum for a Council Meeting shall comprise double the number of members of the Executive Committee plus one elected to the Council at the close of the last General Meeting of the Association.

Special Meetings of the Council may be called by the Secretary on the request of the Executive Committee or by the request in writing of at least FIVE Clubs on at least seven (7) days' notice.

Notice for a Special Meeting shall specify the reasons for the Meeting. Notices to Councillors may be written or verbal and shall be given, as practicably as possible, to all Councillors.

Subject as previously provided in this Clause, the Council may meet together and regulate its proceedings as it thinks fit; provided that questions arising at any meeting of the Council shall be decided by a majority of votes and, in the case of equality of votes, the status quo shall be maintained.

A Councillor shall not vote in respect of any contract or proposed contract with the Association in which he is interested, or any matter arising thereout, and if he does so vote, his vote shall not be counted.

The President shall preside as Chairman at every meeting of the Council or if at any Meeting he is not present within fifteen (15) minutes after the time appointed for holding the meeting, a Vice President shall be Chairman or if a Vice President is not present at the meeting then the Councillors may choose one of their number to be Chairman of the Meeting.

If within half an hour from the time appointed for the commencement of a Council Meeting a quorum is not present, the meeting, if convened upon the requisition of Members of the Council, shall lapse. In any other case, it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Council 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 members present shall be a quorum.

12. COUNCIL COMMITTEES

The Council may establish Committees to organise and control various activities of the Association in accordance with the By-laws. The Committees shall meet and adjourn as they think proper.

Questions arising at any meeting shall be determined by a majority of votes of the Members present and, in the case of an equality of votes, the status quo shall be maintained.

13. VALIDITY OF COUNCIL AND RESOLUTION

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

A resolution in writing signed by all the Councillors for the time being entitled to receive notice of a Meeting of the Council shall be as valid and effectual as if it has been passed at a Meeting of the Council duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more Councillors.

14. THE FUNDS

a. Generally

The funds of the Association shall be banked in the name of the Association in such bank or permanent building society as the Council may from time to time direct.

Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.

All moneys shall be banked as soon as practicable after receipt thereof.

All amounts of one hundred dollars (\$100) or more shall be paid by cheque signed by any TWO (2) of the President, Secretary, Treasurer or other Councillor authorised from time to time by the Council or by electronic funds transfer, except for incidental District Sides expenses incurred for which the Sides Manager will be provided with a debit card to pay these costs. Receipts for these costs are to be handed in to the Executive Committee for ratification at completion of the district sides event. The debit card will be held by the Treasurer with a zero balance when not in use.

Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recouplement's which may be "open".

The Executive Committee shall determine the amount of Petty Cash which shall be kept on the impress system.

All expenditure shall be approved or ratified at a Council Meeting.

b. Treasurer's Reports

The Treasurer shall provide Annual Reports to the association as required by Clause C.1(a) of this Constitution.

The Annual Report shall be prepared as soon as practicable after the end of each financial year and the Treasurer shall cause to be prepared a statement containing particulars of:

- (i) The income and expenditure for the financial year just ended; and
- (ii) The assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.

All such statements shall be examined by the Auditor who shall present his report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.

c. Use of Funds

The income and property of the Association whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its Powers as set out therein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the Councillors provided that nothing herein contained shall prevent the payment in good faith of interest to any councillor or Club in respect of moneys advanced by him to the Association or otherwise owing by the Association to him or of remuneration to any Officers or servants of the Association or to any Councillor or Club or other person in return for any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any Councillor of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.

No member shall be entitled to any benefit or advantage from the association which is not shared equally by every member thereof provided however, that honoraria may be paid to officers in appreciation of services provided the same have been recommended by Council, and approved by resolution of the Association at the Annual General Meeting.

15. MINUTES OF MEETINGS

The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Executive Committee Meeting, Council Meeting and General Meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes the minutes of every Executive Committee Meeting, Council Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Executive Meeting or Council Meeting verifying their accuracy.

Similarly, the Minutes of every General Meeting shall be signed by the Chairman of that Meeting or the Chairman of the next succeeding General Meeting; provided that the Minutes of any Annual General Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General Meeting or Annual General Meeting.

16. DOCUMENTS

The Council shall provide for the safe custody of books' documents, instruments of title and securities of the Association.

17. BY-LAWS

The Executive Committee may from time to time make, amend or repeal By-laws' not inconsistent with this Constitution for the management of the Association and any By-Law may be set aside by a Council Meeting of the Association.

18. COUNCILLOR TO BOWLS QUEENSLAND

The Councillor to Bowls Queensland shall be elected at the Annual General Meeting in accordance with D4 of the Constitution.

19. LIAISON OFFICER JUNIOR BOWLERS

A Liaison Officer for junior bowlers shall be elected at the Annual General Meeting to organise junior bowlers within the District at District level in accordance with the By-laws. A junior member of a Club shall be entitled to play bowls in any Club or District competition, pursuant to the Laws of the Game and Conditions of Play laid down for the playing of the event.

20. PLAYER COMMITMENTS

When a member of a club has been called to fulfil a Bowls Australia, B.Q., District Bowls Association or Club commitment in a match or on Official business on any day on which he is drawn to play in a Bowls Australia, B.Q. District Bowls Association or Club commitment the onus is on the player to notify B.Q. District Bowls Association or Club as the case may be.

The Controlling Body may define circumstances which it will not accept as a valid reason for a player's unavailability. However, a substitute is not permitted if an intended player enters another competition scheduled to be played at the same time. If a substitute is refused on these grounds, the Controlling Body shall declare the position of the absent player vacant and the provisions of Domestic Regulation 6. shall apply