

Draft Constitution

for

Merrylands Bowling Club

(Version 1 March 2024) – Edited copy

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Constitution

1. NAME OF THE CLUB

The name of the unincorporated club is Merrylands Bowling Club.

2. DEFINITIONS AND INTERPRETATION

2.1 Definitions

In this Constitution unless the context requires otherwise:

Annual General Meeting (AGM) means the annual General Meeting of the Merrylands Bowling Club required to be held under this Constitution.

Annual Subscription means the annual fee(s) payable by each category of Member as determined by the Registered Club Ltd under **clause 7(a)**.

Bowls means the sport of lawn bowls.

Bowls NSW means Bowls New South Wales Limited.

By-Laws mean a by-law made under **clause 17**.

Chair means the person who is the presiding authority at a meeting.

Constitution means this Constitution as amended from time to time, and a reference to a clause is a reference to a clause of this Constitution.

General Meeting means a general meeting of Members and includes the AGM and any SGM.

Local Area means the geographical area in which the Merrylands Bowling Club operates as determined by Bowls NSW for the administration of Bowls competitions.

Management Committee means the body described in **clause 12.2**.

Member means a member of the Merrylands Bowling Club under **clause 5**.

Objects mean the objects of the Merrylands Bowling Club outlined in **clause 3**.

President means the person elected under **clause 12.2**.

Registered Club means the Merrylands Bowling Sporting & Recreation Club Ltd.

Resolution means a motion passed by a simple majority of members entitled to vote at any meeting.

Selection Committee means the body described in **clause 13**.

Special General Meeting (SGM) means any General Meetings of the Merrylands Bowling Club held under this Constitution other than the AGM.

Special Resolution means a resolution passed by three quarters of attending Members entitled to vote and voting on a motion at the General Meeting at which the motion is put to Members to amend the Constitution or matters of legal standing.

2.2 Interpretation

In this Constitution:

- (a) a reference to a function includes a reference to a power, authority and duty;
- (b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty;
- (c) words imparting the singular include the plural and vice versa;
- (d) references to persons include corporations and body politic;
- (e) references to a person include the legal personal representatives, successors, and permitted assigns of that person;
- (f) a reference to a statute, ordinance, code, or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments, or replacements of any of them (whether of the same or any legislative authority having authority); and
- (g) a reference to "writing" shall unless the contrary intention appears, be construed as including references to printing, photography, and other modes of representing, or reproducing words in a visible form, including messages sent electronically (e.g., by email).

3. OBJECTS

The Objects of the Merrylands Bowling Club are solely to:

- (a) be affiliated with the Registered Club and to affiliate with Bowls NSW as an unincorporated club so Bowls can be conducted, encouraged, promoted, advanced and administered at the Merrylands Bowling Club and throughout the Local Area;
- (b) conduct, encourage, promote, advance and administer sport of bowls at the Merrylands Bowling Club and throughout the Local Area and act, at all times, on behalf of and in the interest of the Members and the Sport of Bowls in the Merrylands Bowling Club and Local Area;
- (c) affiliate and otherwise liaise with the Registered Club (as applicable) and Bowls NSW and adopt their respective rule and policy frameworks as necessary to further these Objects;
- (d) undertake and or do all such things or activities which are necessary, incidental, or conducive to the advancement of these Objects; and
- (e) abide by, enforce and ensure uniformity in the application and rules of Bowls as may be determined from time to time by Bowls Australia and/or Bowls NSW as may be necessary for the management and control of the Bowls and related activities in New South Wales.

4. STATUS AND COMPLIANCE OF MERRYLANDS BOWLING CLUB

4.1 Recognition of Merrylands Bowling Club

(a) The Merrylands Bowling Club is:

- (i) affiliated with Bowls NSW and may form part of the Registered Club; and
- (ii) is recognised by those entities as a body responsible for the conduct of Bowls in the Local Area.

(b) This Constitution will clearly reflect the objects of the Registered Club, Bowls NSW and will conform to the constitutions and regulations of both the Registered Club and Bowls NSW.

4.2 Registered Club

The Merrylands Bowling Club must not resign, disaffiliate, or otherwise seek to withdraw from the Registered Club or Bowls NSW, without approval by Special Resolution.

4.3 Amendment of the Constitution

While the Registered Club may make any addition(s), alteration, or amendment to this Constitution of its own volition, submissions for same may be made by the Merrylands Bowling Club if, in accordance with the requirements of clause 11.2 and, if approved-

- (a) by the Registered Club; and
- (b) by Special Resolution;

5. MEMBERSHIP

5.1 Categories of Members

Members of the Merrylands Bowling Club shall be registered with Bowls NSW, shall have the right to receive notice of General Meetings, submit items of business and to be present, debate and vote at General Meetings except were stated below. Categories of Membership shall be -

- (a) Members eligible to vote and to stand for office:
 - i. Ordinary Members Bowling of the Registered Club, who shall have Merrylands Bowling Club as their primary Club;
 - ii. Life Member- a Member who, through a resolution at a General Meeting, has been awarded lifetime membership in recognition of outstanding service provided to the Merrylands Bowling Club;
- (b) Members not eligible to vote nor to stand for office:
 - i. Junior Member (Under 18).
 - ii. Employees of the Registered Club.

5.2 Deemed Membership

- (a) All persons who are, prior to the adoption of this Constitution, Members of the Merrylands Bowling Club shall be deemed Members from the time of adoption of this Constitution.

5.3 General

- (a) A Merrylands Bowling Club Member shall at all times be a financial member of the Registered Club and the Merrylands Bowling Club.
- (b) No Member whose Membership ceases has any claim against the Merrylands Bowling Club or the Management Committee for damages or otherwise arising from cessation or termination of Membership.
- (c) Membership is personal to each Member. No Member shall, or purport to, assign the rights comprising or associated with Membership to any other person.
- (d) Members must treat all staff, contractors and representatives of the Merrylands Bowling Club and Registered Club, and all other members and visitors with respect and courtesy at all times.
- (e) Members must not act in a manner unbecoming of a Member or prejudicial to the Objects and/or interests of the Merrylands Bowling Club, Registered Club, Bowls NSW and Bowls Australia.

6. OBLIGATIONS OF MEMBERS

Members acknowledge and agree that:

- (a) they shall comply with this Constitution and associated By-Laws and any resolution or policy which may be made or passed by the Management Committee or any committee delegated (as per Clause 12.1);
- (b) by submitting to this Constitution and the associated By-Laws they are subject to the jurisdiction of the Merrylands Bowling Club, the Registered Club, Bowls NSW and Bowls Australia.

7. FEES AND SUBSCRIPTIONS

- (a) The Registered Club shall determine membership fees, payment method and date they are due;
- (b) Any Member whose Annual Subscription, or any other fees or outstanding debts are in arrears, the Registered Club is empowered to prevent that member from exercising the whole or any of the rights or privileges of membership of the Merrylands Bowling Club;
- (c) If the Annual Subscription or any other fees owing by a Member to the Registered Club are in arrears for one day, membership shall cease, unless otherwise determined by the Registered Club with consideration of any recommendation by the Management Committee.

8. REGISTER

The Merrylands Bowling Club shall keep and maintain a register in which are entered the names and contact details of all Members and, where applicable, the date of joining and termination of membership.

9. DISCONTINUANCE OF MEMBERSHIP

A person's Membership of the Merrylands Bowling Club ceases if:

- (a) they resign by giving notice in writing to the Merrylands Bowling Club;
- (b) they fail to pay their Annual Subscription within one day of the due date determined by the Registered Club (see also Clause 7);
- (c) they cease to be a Member as a result of disciplinary action; or
- (d) they terminate their membership of the Registered Club.

10. DISCIPLINE OF MEMBERS

The disciplinary process set out in the Registered Club's Constitution applies to instances where the Management Committee is advised of an allegation (not being vexatious, trifling or frivolous) or considers that a Member has allegedly:

- (a) breached, failed, refused or neglected to comply with a provision of this Constitution, the By-Laws, the Bowls NSW Constitution, or any resolution or determination of the Management Committee or any of its duly authorised committee(s); or
- (b) acted in a manner unbecoming of a Member or prejudicial to the Objects and the interests of the Merrylands Bowling Club, Registered Club, Bowls NSW, Bowls, and/or another Member; or
- (c) brought themselves, another Member, the Merrylands Bowling Club, Registered Club, Bowls NSW or Bowls into disrepute.

In such circumstances, an investigation may be initiated by the Management Committee and consequent to the outcome and on the recommendation of the Merrylands Bowling Club, the relevant Member may be subject to, and submits unreservedly to the disciplinary procedures, penalties and appeal mechanisms applied by the Board of the Registered Club.

11. GENERAL MEETINGS

11.1 Annual General Meeting

The date, venue, and mode of meeting of the AGM shall be determined by the Management Committee.

11.2 General Meetings

- (a) The Management Committee may convene a General Meeting provided approval is granted by the Registered Club;

- (b) On request, in writing, of at least 51% of the Voting members (see Clause 5.1.a), the Management Committee must convene a General Meeting (see also Clause 11.2(a))
- (c) Members shall be given at least 21 days' notice of the time and place of a General Meeting specifying the business to be transacted including any Notice of Motion;
- (d) Subject to the approval of the Management Committee, the conduct of, and communication at a General Meeting, excluding voting (See Clause 11.5), may be permitted by electronic means provided it be conducted in accordance with procedures prescribed by the Management Committee;
- (e) The quorum of a General Meeting shall comprise a minimum of 35 members who are eligible to vote. If a quorum is not present, the meeting may be continued, but no motions or resolutions can be validated until a later meeting when a quorum is present. Alternatively, the meeting shall be postponed.

11.3 Conduct of General Meetings

- (a) The Chair of a General Meeting has charge over the conduct of the meeting and its procedures and may terminate discussion whenever they consider it necessary for the proper conduct of the Meeting;
- (b) The President has priority to be Chair at General Meetings;
- (c) If a General Meeting is convened and the President is not in attendance, or is unwilling to act as Chair, a Management Committee Member (or other person) chosen by a majority of the Management Committee Members present shall preside as Chair;
- (d) The Chair may, with the consent of voting Members, adjourn the meeting or any business, motion(s), question(s), resolution(s) or debate(s) underway or outstanding;
 - i. The adjournment may be either to a later time on the same day or to any time and place agreed by vote of the eligible Members present. If adjournment is to be for more than 21 days, a new Notice of Meeting shall be prepared and issued to give Members 21 days' notice.
 - ii. Only unfinished business shall be transacted at a Meeting resumed after an adjournment.

11.4 Equality of votes

Where an equal number of votes are cast in favour of and against the motion, the motion is not carried. The Chair does not have a casting vote at a General Meeting.

11.5 Voting Procedure

At any General Meeting a motion put to the vote of the meeting must be decided on a show of hands unless a secret ballot is either directed by the Chair or requested by a majority of Members eligible to vote;

- (a) At a General Meeting, on a show of hands and on a poll, each Voting Member shall have one vote;
- (b) Postal and proxy voting is not permitted at any General Meeting.

11.6 Chair to determine any poll dispute

If there is a challenge to the validity of a vote or poll, the Chair shall decide it and the Chair's decision shall be final.

12. MANAGEMENT COMMITTEE

12.1 Powers

(a) Responsibility

Subject to the Constitutions of the Registered Club and of Bowls NSW, the Management Committee shall be responsible for the administration of the objects and the conduct of activities of the Merrylands Bowling Club, within the limitations of this Constitution.

(b) Delegation

- i. The Management Committee shall appoint delegate(s) to Bowls NSW and/or any other body to which the Merrylands Bowling Club is entitled representation and has the power to revoke such delegation as appropriate;
- ii. The Management Committee may, by written instrument, set up and empower committees or work parties consisting of such persons it thinks fit (including Management Committee Members) to assist it carry out its duties and objects and may vary or revoke such arrangement at any time. Such committee or work party may only exercise the powers delegated to it according to the terms of delegation and is accountable to the Management Committee.

(c) Co-opted assistance

To assist it carry out its duties and objects stated in this constitution, the Management Committee shall have the power to co-opt person(s) with particular expertise to provide advice on how to best conduct upcoming events. Such person(s) or representatives will not have voting rights to discussions under consideration by the Management Committee.

12.2 Composition and Election

- (a) Aside from the Bowls Secretary which may be appointed by the Registered Club and may be an employee of the Registered Club, (who has no voting rights), the Management Committee shall consist of up to (6) six eligible Members, who shall each be elected at the AGM for a term of one year, expiring at the conclusion of the following AGM. The positions are as follows:
 - i. One (1) President (opposite gender of Vice President)
 - ii. One (1) Vice President (opposite gender of President)
 - iii. Two (2) Female Committee Persons
 - iv. Two (2) Male Committee Persons
- (b) No one person shall hold a position on both the Management and Selection Committees;
- (c) Nominations for Management Committee positions shall be received from Members prior to the AGM in such manner as may be determined by the current Management Committee;
- (d) At every AGM the Management Committee shall retire from office and, if nominated, shall be eligible for re-election;
- (e) The election shall be by secret ballot. If a change to the method of ballot is proposed, then this shall be subject to a Member ballot at a General Meeting.
- (f) If insufficient nominations are received, the vacancies will be deemed Casual Vacancies under Clause 14.1;
- (g) The Management Committee/s in office prior to the adoption of this or any revised Constitution shall continue in its role until the next AGM, at which point, members are eligible for re-election.

13. SELECTION COMMITTEE

- (a) The Selection Committee shall consist of five (5) eligible Members who shall each be elected at the AGM for a term of one year, expiring at the conclusion of the following AGM.
 - i. Two (2) Female Selection Committee Persons
 - ii. Two (2) Male Selection Committee Persons
 - iii. One (1) Chairperson of selectors (Female or Male)
- (b) The Chair of the Selection Committee will be determined by the members of the Selection Committee
 - i. The Chair has the casting vote in the case of equal voting;
- (c) A single delegate may be appointed by the Registered Club, who may be an employee of the Registered Club, who has the power to have the final say over the selection of players of the highest grade;
- (d) Nominations for Selection Committee positions shall be received from Members prior to the AGM in such manner as may be determined by the current Management Committee;
- (e) At every AGM the Selection Committee shall retire from office and, if nominated, shall be eligible for re-election;
- (f) The election shall be by secret ballot. If a change to the method of ballot is proposed, then this shall be subject to a Member ballot at a General Meeting;
- (g) If insufficient nominations are received, the vacancies will be deemed Casual Vacancies under Clause 14.1;
- (h) The Selection Committee/s in office prior to the adoption of this or any revised Constitution shall continue in its role until the next AGM, at which point, members are eligible for re-election.

14. VACANCIES ON THE MANAGEMENT AND SELECTION COMMITTEES

14.1 Casual Vacancies

Any casual vacancy on either the Management or Selection Committee may be filled by any eligible Member(s). The appropriate Committee shall advertise/post the position inviting written applications. The appropriate Committee will review the returns and appoint the most appropriate candidate who shall hold that position until the next AGM.

14.2 Grounds for Termination of Membership on a Committee

The office of a Management/Selection Committee Member becomes vacant if the member:

- (a) dies or;

- (b) resigns their office in writing, is removed by Special Resolution or is absent, without prior approved leave of absence of their Committee, from three sequential official meetings of that committee;
- (c) acts in a manner unbecoming or prejudicial to the Objects and/or interests of the Merrylands Bowling Club or Registered Club or has brought themselves or the Merrylands Bowling Club or Registered Club into disrepute, as determined in accordance with clause 10.
- (d) does not fulfil their obligations to the Management/Selection Committee;
- (e) breaches any rule, By-Law, or code of conduct of the Club, Registered Club or Bowls NSW; or
- (f) is prohibited from being a director of a corporation under the Corporations Act.

15. PROCEEDINGS AT MANAGEMENT COMMITTEE MEETINGS

- (a) The Management Committee shall meet for the purpose of conducting business, adjourn and otherwise regulate its meetings as required.
- (b) Motions arising at a Management Committee meeting will be decided by a majority of votes. Each Management Committee Member present has one vote.
- (c) Where an equal number of votes are cast in favour of and against the motion, the Chair shall have a casting vote.
- (d) A quorum shall comprise the presence of more than half the number of Management Committee Members in office. If the Bowls Secretary is not present, Members shall choose one of their number to record the meeting.
- (e) A Committee Member may convene a Management Committee meeting on four days' written notice unless all Committee Members agree to hold a meeting at shorter notice.
- (f) Notice of each Management Committee meeting, specifying the time, date, place, mode of the meeting and agenda shall be served on each Member.
- (g) The President will chair all meetings of the Management Committee or, if the President is not present or is unwilling to act, the Committee Members present shall elect one of their number to chair that meeting.
- (h) If any member(s) of the Management Committee is/are the subject of needed discussion (e.g., a complaint), that member shall abstain themselves from the discussion and not be entitled to vote on the resolution of that matter.

16. TELECOMMUNICATION MEETING

A General Meeting or Management Committee meeting may be held by means of a telecommunication, provided that the:

- (a) number of Members or Committee Members (as applicable) participating is not less than a quorum required for a General Meeting or Management Committee meeting (as applicable); and

(b) meeting is convened and held in accordance with this Constitution.

17. BY-LAWS

(a) The ratification of the initial By-laws shall be approved by a resolution at a General Meeting. Subject to the prior approval of the Registered Club the Management Committee may:

- i. Create, amend or repeal By-Laws which in its opinion are necessary or desirable for the administration, management and conduct of activities of the Merrylands Bowling Club;
- ii. Those By-Laws shall not come into effect until: -
 - a. Notice of the new, amended or repealed By-Laws has been posted on the Notice Board for 28 days for member feedback;
 - b. If member feedback does not support the proposal, then the Committee may consider redrafting or abandoning the proposal;
 - c. If member feedback supports the proposal, then the proposal will come into effect immediately following the next Management Committee meeting at which it shall be confirmed.

(b) Such By-Laws must be consistent with this Constitution and the Bowls NSW Constitution, and when in force, is binding on all Members and has the same effect as a provision in this Constitution.

18. KEEPING RECORDS

The Management Committee shall establish and maintain proper records and Minutes concerning all activities, meetings and dealings of the Merrylands Bowling Club and the Management Committee and may produce these as appropriate to Club Members prior to each Meeting.

19. ACCOUNTS

The Merrylands Bowling Club does not keep accounts. All financial dealings are handled by the Registered Club.

20. SERVICE OF DOCUMENTS

Documents may be served on members personally, by post, email, or other electronic transmission (including by posting on the Merrylands Bowling Club's website).

21. REPORTING TO BOWLS NSW

The Merrylands Bowling Club must annually lodge with Bowls NSW:

- (a) an annual Membership return using the form prescribed by Bowls NSW;
- (b) an annual update of all Merrylands Bowling Club contacts and Management Committee Members using the form prescribed by Bowls NSW;
- (c) any other documents as prescribed by Bowls NSW.

22. PATRON

The Club at its Annual General Meeting may appoint a patron(s) on the recommendation of the Management Committee after approval by the Registered Club.

23. SUNSET CLAUSE

- (a) In year 2026 sub clause 12.2(a) and 13(a) will be amended to read as follows;
- (b) 12.2(a) Aside from the Bowls Secretary which may be appointed by the Registered Club and may be an employee of the Registered Club, (who has no voting rights), the Management Committee shall consist of up to (6) six eligible Members, who shall each be elected at the AGM for a term of one year, expiring at the conclusion of the following AGM. The positions are as follows:
 - i. One (1) President
 - ii. One (1) Vice President
 - iii. Four (4) Committee Persons
- 13(a) The Selection Committee shall consist of five (5) eligible Members who shall each be elected at the AGM for a term of one year, expiring at the conclusion of the following AGM.
- (c) In the year 2026 sub clause 13(h) becomes null and void.
- (d) Following amendments as outlined above, Clause 23 will become null and void