

**Weston Creek Bowling Club  
Incorporated**

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**CONSTITUTION**

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# PART I: INCORPORATION, BINDING DOCUMENTS AND PURPOSES

## SECTION 1: INCORPORATION

### 1.1 Legislation

Weston Creek Bowling Club ("WCBC") is incorporated under the *Associations Incorporation Act 1991 (ACT)* ("Associations Act").

## SECTION 2: BINDING DOCUMENTS

### 2.1 Constitution

- (a) As required by the Associations Act, this document is the Constitution of the WCBC.
- (b) This Constitution binds the WCBC and its Members as if it had been signed by each Member and contained covenants on the part of each Member to observe all the rules it contains.
- (c) This Constitution cannot be altered except by special resolution passed in accordance with section 70 of the Associations Act.

### 2.2 Policies

- (a) The Management Committee of the WCBC may make policies as provided for in **rule 14.2**.
- (b) A policy:
  - (i) is subject to this Constitution;
  - (ii) must be consistent with this Constitution; and
  - (iii) when in force is binding on all Members and has the same effect as a rule in this Constitution.
- (c) Any policies adopted by the Management Committee prior to the date that this rule and **rule 14.2** take effect will remain valid to the extent that they can be applied consistently with this Constitution, which will be determined by the Management Committee.

## SECTION 3: PURPOSES

### 3.1 Statement of purposes

The WCBC will for the benefit of its Members:

- (i) promote and organise the playing of Lawn Bowls;
- (ii) maintain membership with Bowls ACT and collaborate with it in the promotion of Lawn Bowls, including the holding of competitions and matches;
- (iii) select and manage players and teams to represent it in competitions and matches;
- (iv) promote the health and safety of its Members;
- (v) pursue such commercial arrangements, including sponsorship and marketing opportunities, as are appropriate to advancing these purposes;
- (vi) collaborate with the Canberra Labor Club Ltd ("Labor Club") for mutual benefit and the promotion of respective interests; and
- (vii) undertake other actions or activities that are necessary, incidental or conducive to advancing these purposes.

## PART II: DEFINITIONS, INTERPRETATION AND SEVERANCE

### SECTION 4: DEFINITIONS AND INTERPRETATION

#### 4.1 List of defined terms

In this Constitution, unless the contrary intention appears:

**Lawn Bowls** means:

the sport and game of bowls recognised by World Bowls with such variations as may be recognised by Bowls ACT from time to time.

**Bowls ACT** means:

Bowls ACT Incorporated, the governing body for Bowls in the ACT, or its successor.

**Financial Year** means:

the year ending on 30 June.

**World Bowls** means:

World Bowls Limited, the international governing body for Bowls, or its successor.

#### **4.2 Legislation Act 2001**

The *Legislation Act 2001 (ACT)* applies to this Constitution in the same way as it would if this Constitution were an instrument made under the Associations Act.

### **SECTION 5: SEVERANCE**

#### **5.1 Severance**

If the whole or part of any provision in this Constitution is invalid or unenforceable in any jurisdiction, it is to be interpreted, if possible, to preserve its operation. If it cannot be so interpreted, it is to be severed to the extent of the invalidity or unenforceability. The remaining provisions of this Constitution and its validity or enforceability will not be affected by the severance.

## **PART III: MEMBERSHIP**

### **SECTION 6: REQUIREMENTS**

#### **6.1 Joining the WCBC**

Membership of the WCBC is open to all persons who meet the requirements of this Constitution and any policies made by the Management Committee.

#### **6.2 Categories of Members**

The WCBC has the following categories of Members:

- (i) Affiliated Members;
- (ii) Life Members;
- (iii) Junior Members;
- (iv) Non-Playing Members; and
- (v) such other membership category as may be determined by the Management Committee.

#### **6.3 Affiliated and Non-Playing Members.**

- (a) To be eligible to become an Affiliated or Non-Playing Member, the applicant must be a financial member of the Labor Club.
- (b) Subject to this Constitution and any policies made by the Management Committee, a membership application must be on the required



application form:

- (i) signed by the applicant and two Members as proposer and seconder;
  - (ii) be accompanied by the required fee or fees, if any; and
  - (iii) lodged with the Secretary.
- (c) As soon as reasonably practicable after the receipt of an application under sub-rule (b), the Secretary must refer the application to the Management Committee.
- (d) Upon an application being referred to the Management Committee, it must, as soon as reasonably practicable, determine whether to approve or reject the application.
- (e) If the Management Committee approves the application, the Secretary must, as soon as reasonably practicable, notify the applicant of the approval. The Secretary must enter the applicant on the Register of Members. Membership will commence on the date of that entry.
- (f) If the application is rejected, the Secretary must, as soon as reasonably practicable, notify the applicant in writing. The Management Committee is not required to give reasons and its decision is final.

#### **6.4 Life Members**

- (a) In recognition of a Member's contribution to the WCBC that person may be proposed for life membership by a written nomination containing a supporting statement, which must be signed by two Members and lodged with the Secretary.
- (b) To be eligible for nomination, a person must currently be an Affiliated or Non-Playing Member.
- (c) The Management Committee will inform Members of the nomination.

#### **6.5 Junior Members**

A person who has not attained the age of 18 may become a Junior Member of the WCBC upon written application lodged with the Secretary, which is co-signed by the applicant and a parent or guardian and signed by a Member if the parent or guardian is not a Member. The application must be accompanied by the required fee or fees, if any. The procedure to be followed in dealing with an application is the same as laid down in **rule 6.3(c)-(f)**.

#### **6.6 Effect of membership**

- (a) Members of all categories must comply with this Constitution and policies made by the Management Committee.
- (b) Subject to this Constitution and any policies made by the Management Committee, Members may:
  - (i) express their views and opinions in any meeting in respect of

which they are entitled to participate in accordance with this Constitution;

- (ii) make proposals or submissions to the Secretary for review by the Management Committee; and
  - (iii) engage in activities approved, sponsored or recognized by the WCBC and/or Bowls ACT.
- (c) A right, privilege or obligation of a person which is accorded or imposed by reason of their membership of the WCBC:
- (i) is not capable of being transferred or transmitted to another person; and
  - (ii) terminates upon the cessation of their membership.

## **6.7 Renewal of membership**

Members, other than Life Members, must renew their membership each Financial Year through the procedure determined by the Management Committee.

## **6.8 Fees**

Subject to this Constitution and any policies made by the Management Committee, the Committee has the power to determine the fees payable by Members in each category in **rule 6.2**.

# **SECTION 7: REGISTER OF MEMBERS**

## **7.1 The Secretary to keep Register of Members**

The Secretary must keep and maintain a Register of Members of all categories in **rule 6.2** as required by the Associations Act.

## **7.2 Inspection of Register of Members**

- (a) A Member of any category may apply to the Management Committee to allow the Member to inspect the Register of Members. In the case of a Junior Member, a parent or guardian must apply on their behalf.
- (b) The Management Committee must refuse the request to the extent it would allow the Member to access personal information restricted under **rule 7.3**.
- (c) The Management Committee may refuse the request if it is satisfied that the Member has sought the inspection to use information on the Register for a purpose that is:
  - (i) not directly related to the management or the purposes of the WCBC;

- (ii) prohibited by this Constitution or any policies made by the Management Committee; or
  - (iii) improper.
- (d) If the Management Committee allows the request, it must direct the Secretary to make the Register of Members available for inspection by the Member at a reasonable time suitable to both parties.

### **7.3 Restricting access to personal information**

- (a) A Member may apply to the Management Committee to restrict access to their personal information recorded in the Register of Members. In the case of a Junior Member, a parent or guardian must apply on their behalf.
- (b) The application may seek to restrict access to the personal information to:
  - (i) the Public Officer; and
  - (ii) all Management Committee members, unless the applicant seeks to exclude a member or members from having access.
- (c) The Management Committee must, if satisfied that there are special circumstances which justify doing so, agree to the request.
- (d) If the Management Committee refuses the request, it must notify the Member in writing of its refusal and the reasons for that decision. In the case of a Junior Member, the parent or guardian who applied on their behalf must be notified.
- (e) If the Management Committee refuses the request, it must not allow access to the personal information without the consent of the Member unless 28 days have passed since the Management Committee gave notice to the Member under sub-rule (d).

## **SECTION 8: HOW A MEMBER CAN LEAVE THE WCBC**

### **8.1 Process**

- (a) A Member of any category in **rule 6.2** must give notice to the Secretary in writing if they wish to cease their membership of the WCBC. In the case of a Junior Member, a parent or guardian must give notice.
- (b) The Secretary must not remove a Member from the Register who:
  - (i) is the subject of disciplinary action under Part IV of this Constitution; or
  - (ii) has not paid monies that are due and payable to the WCBC.

- (c) The Secretary must inform the Management Committee if sub-rule (b) applies to a request and must not take further action until directed to do so by the Management Committee.
- (d) Membership will cease on the date that a Member's name is removed from the Register of Members.

## **PART IV: DISCIPLINARY ACTION AND DISPUTE RESOLUTION**

### **SECTION 9: DISCIPLINARY ACTION**

#### **9.1 Members subject to disciplinary action**

Subject to this Constitution and any policies made by the Management Committee, Members of all categories may face disciplinary action.

#### **9.2 Grounds for disciplinary action**

- (a) There are grounds for disciplinary action against a Member who has by act or omission allegedly:
  - (i) refused to comply with a provision of this Constitution or a policy made by the Management Committee; or
  - (ii) prejudiced the WCBC or Bowls ACT.
- (b) The term "prejudiced" includes bringing the reputation of the WCBC or Bowls ACT into disrepute.

#### **9.3 Decision on disciplinary action**

- (a) Where the Management Committee receives a complaint in writing about a Member and considers that, on the evidence available to it, there are grounds under **rule 9.2** for disciplinary action to be taken against that Member, it must decide whether it will conduct the disciplinary action or delegate that function to a subcommittee under **rule 23.1**. If established, the subcommittee will be responsible for all aspects of the disciplinary action, including, if necessary, the determination of the penalty.
- (b) In deciding whether to initiate disciplinary action, the Management Committee must consider if the matter has been raised for a vexatious purpose or is not of sufficient gravity to warrant disciplinary action.
- (c) A member of the Management Committee facing disciplinary action must not participate in any discussion or decision by the Committee in relation to that action.
- (d) Apart from the case provided for in sub-rule (c), the Management Committee may for good reason exclude a member from participating in any discussion or decision by the Committee in relation to a disciplinary action.

#### 9.4 Notice of disciplinary action

- (a) If disciplinary action is being taken against a Member, the Management Committee or subcommittee must take all reasonable steps to serve on them a notice in writing, advising:
- (i) the grounds for that action;
  - (ii) when the Management Committee or subcommittee will meet to consider the matter;
  - (iii) the procedure to be followed; and
  - (iv) that the Member may:
    - attend the meeting;
    - submit a written statement regarding the disciplinary action prior to the meeting;
    - have persons attend the meeting to provide evidence; and
    - be assisted if they attend the meeting by a person of their choice, who may be an advocate for the Member.
- (b) The Management Committee or subcommittee must take reasonable steps to confirm service of the notice on the Member. If service cannot be confirmed, the Management Committee or subcommittee may proceed with the disciplinary meeting if it considers the Member is refusing to confirm service.
- (c) To avoid doubt, the Management Committee or subcommittee may proceed with the meeting in the absence of the Member. In doing so, the Management Committee or subcommittee will ensure that it has full regard for the interests of the Member.

#### 9.5 Postponement

The Member may for good reason request that the Management Committee or subcommittee postpone the meeting. The Member may only be granted one postponement.

#### 9.6 Meeting and decision

At the meeting, the Management Committee or subcommittee must:

- (i) accord natural justice to the Member, including giving the Member every opportunity to be heard; and
- (ii) having considered all the evidence, both written and oral, decide whether grounds for disciplinary action against the Member have been established and, if so, decide on the appropriate action to be taken under **rule 9.7**.

## 9.7 Penalties

If the grounds for disciplinary action against a Member have been established, that Member may be:

- (i) expelled from the WCBC;
- (ii) suspended from membership of the WCBC for up to a maximum period of six months;
- (iii) placed on probation for up to a maximum period of six months; or
- (iv) given a warning.

## 9.8 Notice of decision

The Management Committee or subcommittee must send advice of its decision in writing to the Member, giving the reasons for the decision and, if necessary, informing the Member of the right of appeal under **rule 10.1**.

## 9.9 Effect of decision

Where the Management Committee or subcommittee has imposed a penalty under **rule 9.7** on a Member, the decision will not take effect:

- (i) until the end of the period within which the Member concerned is entitled to appeal against the decision under **rule 10.1**, if the Member does not exercise the right of appeal within that period; or
- (ii) if within that period the Member exercises the right of appeal, until the decision is confirmed in accordance with **rule 10.4**.

## 9.10 Failure to comply with a decision

If a Member does not comply with a penalty imposed under **rule 9.7**, the Management Committee or subcommittee must give the Member an opportunity to explain why they have not done so. If the Member does not offer a satisfactory explanation, the Management Committee or subcommittee may apply another penalty. That penalty will not be subject to appeal.

## 9.11 Bar on dispute resolution procedure

A Member who is subject to disciplinary action must not initiate a dispute resolution procedure in relation to the matter which is the subject of the disciplinary action until that action has been completed.

# SECTION 10: APPEAL

## 10.1 Right of appeal

A Member may appeal in writing against a decision taken under **rule 9.6(ii)** on either or both of the following grounds:

- (i) the Management Committee or subcommittee, on the evidence available to it, was wrong to find that the grounds for

- disciplinary action against the Member had been established;  
or
- (ii) the severity of the penalty imposed by the Management Committee or subcommittee under **rule 9.7** was not appropriate.

## **10.2 Convening a General Meeting**

On receipt of a notice under **rule 10.1**, the Secretary must notify the Management Committee which must call a General Meeting. The Management Committee must set a date for the Meeting which allows the Secretary to give notice as required by **rule 13.2**.

## **10.3 Business at General Meeting**

- (a) At a General Meeting called under **rule 10.2** no business other than the appeal may be transacted. The Meeting must only address the ground or grounds of appeal identified in the notice of appeal under **rule 10.1**.
- (b) The Management Committee and the Member must be given the opportunity to make representations in relation to the appeal orally or in writing, or both. A Member may be assisted at the Meeting by a person of their choice, who may be an advocate for the Member.
- (c) The Member may vote at the Meeting.

## **10.4 Vote at General Meeting**

- (a) At a General Meeting called under **rule 10.2**, a secret ballot must be held on whether to allow or disallow a ground of appeal. The ground will be allowed if it is supported by a majority of votes cast in the ballot.
- (b) If a Member raises both grounds of appeal provided for under **rule 10.1**, a secret ballot must first be held in relation to the ground under **rule 10.1(i)**. If that ground of appeal is supported by a majority of the votes cast, the decision taken by the Management Committee or subcommittee under **rule 9.6(ii)** will be overturned. In that case, the ground under **rule 10.1(ii)** must not be put to a ballot. If the ground of appeal under **rule 10.1(i)** is not supported by a majority of the votes cast, the ground of appeal under **rule 10.1(ii)** must be put to a secret ballot.
- (c) In any case where a Member raises a ground of appeal under **rule 10.1(ii)** and it is supported by a majority of the votes cast in a secret ballot, the matter of the penalty must be remitted to the Management Committee or subcommittee for reconsideration.
- (d) The Management Committee or subcommittee must impose a less severe penalty on the Member but is not bound to apply any penalty argued for by the Member in the appeal.

## **SECTION 11: DISPUTE RESOLUTION**

### **11.1 Use of dispute resolution procedure**

Subject to this Constitution and any policies made by the Management Committee, Members of all categories may use this dispute settlement procedure.

### **11.2 Disputes covered by procedure**

- (a) This dispute resolution procedure is established to satisfy the requirements of the Associations Act.
- (b) The procedure applies to disputes concerning the application of the Associations Act to the WCBC, or the application of this Constitution or any policies made by the Management Committee where those disputes are between:
  - (i) a Member and another Member; or
  - (ii) a Member and the WCBC.
- (c) A Member may appoint any person to act on their behalf in this procedure.
- (d) If there are costs relating to the dispute resolution procedure, each party must meet their own expenses.

### **11.3 Dispute involving a member of the Management Committee**

Where any member of the Management Committee is a party to a dispute, that member must not participate in any discussion or decision by the Committee in relation to that dispute.

### **11.4 Meeting between parties to dispute**

- (a) The parties to the dispute together with the Grievance Officer must in good faith meet and discuss the matter in dispute and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all the parties.
- (b) If the parties are unable to resolve the dispute at the meeting, or if a party does not attend the meeting without good reason, then, within seven days of the date of the meeting, the parties must seek to agree on a person to be the decision-maker in the dispute.
- (c) A member of the Management Committee cannot be a decision-maker.

### **11.5 Appointment of decision-maker in a dispute between Members**

- (a) If the Members in dispute cannot agree on a decision-maker, either may lodge a request in writing with the Secretary that the Management Committee appoint the decision-maker.
- (b) The Management Committee must appoint a decision-maker within



seven days of the request being lodged with the Secretary.

#### **11.6 Appointment of decision-maker in a dispute between a Member and the WCBC**

If a Member and the WCBC are in dispute and cannot agree on a decision-maker, either may lodge a request in writing with Bowls ACT that it appoint the decision-maker.

#### **11.7 Role of decision-maker**

The decision-maker must:

- (i) be impartial;
- (ii) meet with the parties within 14 days of being appointed;
- (iii) give the parties every opportunity to be heard;
- (iv) allow due consideration by all parties of any written statement submitted by any party; and
- (v) reach a decision as soon as reasonably practicable, to the extent that doing so is compatible with the requirements of this rule.

#### **11.8 Decision**

- (a) The decision-maker must notify each party to the dispute, in writing, of the decision and give reasons for that decision.
- (b) If neither party seeks a review of the decision, it is final and binding on the parties to the dispute.

#### **11.9 Review in a dispute between Members**

- (a) Where a decision is given in a dispute between two Members of the WCBC either may seek a review of the decision by the Management Committee by lodging with the Secretary a notice in writing to that effect within seven days of being notified of the decision.
- (b) The notice must identify the grounds for review and be accompanied by a copy of the decision and reasons.
- (c) The Management Committee must hold a meeting with the parties to the dispute within 14 days of the notice being lodged with the Secretary. At the meeting, the Management Committee must give:
  - (i) the parties every opportunity to be heard; and
  - (ii) due consideration to any written statement submitted by a party.
- (d) At the meeting held under sub-rule (c), the Management Committee must either:
  - (i) confirm the decision; or

- (ii) reject the decision, in whole or in part, and then substitute its own decision, in whole or in part.
- (e) Within 14 days of the meeting held under sub-rule (d), the Management Committee must notify each party to the dispute, in writing, about its decision and give reasons for that decision.
- (f) The Management Committee's decision is final and binding on the parties to the dispute.

#### **11.10 Review in a dispute between a Member and the WCBC**

- (a) Where a decision is given in a dispute between a Member and the WCBC either may seek a review of the decision by lodging with Bowls ACT a notice in writing to that effect within seven days of being notified of the decision.
- (b) The notice must request Bowls ACT to appoint a person to review the decision and identify the grounds for review. The notice must be accompanied by a copy of the decision and reasons.

#### **11.11 Role of reviewer**

The reviewer must:

- (i) be impartial;
- (ii) meet with the parties within 14 days of being appointed;
- (iii) give the parties every opportunity to be heard;
- (iv) allow due consideration by all parties of any written statement submitted by any party; and
- (v) reach a decision as soon as reasonably practicable, to the extent that doing so is compatible with the requirements of this rule.

#### **11.12 Decision of reviewer**

- (a) The reviewer must either:
  - (i) confirm the decision; or
  - (ii) reject the decision, in whole or in part, and then substitute their own decision, in whole or in part.
- (b) The reviewer must notify each party to the dispute, in writing, about the decision and give reasons for that decision.
- (c) The reviewer's decision is final and binding on the parties to the dispute.

#### **11.13 Bar on disciplinary action**

If a Member is in dispute with the WCBC and initiates the dispute resolution procedure, the Management Committee must not take disciplinary action against any of the following Members in relation to the matter which is the subject of the

dispute resolution procedure until that procedure has been completed:

- (i) the Member who initiated the procedure; or
- (ii) a Member appointed by the initiating Member under **rule 11.2(c)** to act on their behalf in the procedure.

## **PART V: GENERAL MEETINGS**

### **SECTION 12: ANNUAL GENERAL MEETING**

#### **12.1 Annual General Meeting to be held**

The WCBC must convene and hold an Annual General Meeting of its Members in accordance with the Associations Act and on a date and at a venue to be determined by the Management Committee.

#### **12.2 Business**

- (a) The Annual General Meeting must transact the business required by the Associations Act, determined by the Management Committee, and any other business of which notice is given in accordance with this Constitution.
- (b) The Management Committee must submit the accounts of the WCBC to the Annual General Meeting in accordance with the Associations Act.

#### **12.3 Additional meetings**

The Annual General Meeting must be held in addition to any other General Meetings that are held in the same year.

### **SECTION 13: GENERAL MEETINGS**

#### **13.1 Convening of a General Meeting by the Management Committee**

The Management Committee, whenever it thinks fit, may convene a General Meeting of Members and, where, but for this rule more than 15 months would elapse between Annual General Meetings, the Committee must convene a General Meeting before the expiration of that period.

#### **13.2 Notice to be given for a General Meeting**

The Secretary must, at least 21 days before the date fixed for holding a General Meeting, send to each Member a notice in writing stating the place, date and time of the Meeting and the nature of the proposed business to be transacted at the meeting and post a notice on the WCBC notice board.

#### **13.3 Business of a General Meeting**

- (a) A General Meeting must only transact the business set out in the

notice sent by the Secretary.

- (b) A Member desiring to bring any business before a General Meeting must give notice in writing of that business to the Secretary who must include that business in the notice under **rule 13.2** calling the next General Meeting following the receipt of the notice from the Member.
- (c) If a motion, of which due notice has been given, is unsuccessful at a General Meeting, that motion cannot be resubmitted, nor may any other motion having a similar effect be moved, at a subsequent General Meeting for a period of 3 months. The Chairperson of a General Meeting will determine whether a motion is a motion having a similar effect.

#### **13.4 Special General Meetings**

A Special General Meeting will be convened upon written request signed by a minimum of ten Members that is lodged with the Secretary at least 30 days prior to the proposed date for the Meeting. Such notice will state the business to be considered and no other matter will be discussed at the Meeting. The Secretary will inform Members of the Meeting.

#### **13.5 Quorum**

- (a) At all General Meetings, Members must not transact an item of business unless a quorum is present during the time when the Meeting is considering that item.
- (b) The presence of 25 Members at a General Meeting constitutes a quorum.
- (c) If within half an hour after the appointed time for the commencement of the Meeting a quorum is not present, the Meeting will stand adjourned to the same day in the next week at the same time and (unless Members are notified of an alternate venue) at the same place. If at the adjourned Meeting a quorum is not present within half an hour after the time appointed for its commencement, the Members present (being not less than 15) will be a quorum.

#### **13.6 Chairperson of all General Meetings**

- (a) The President must chair all General Meetings, unless absent or having a material personal interest (see **Section 22**) in a matter being considered by the Meeting.
- (b) If the President cannot chair a General Meeting, one of the Vice-Presidents must do so, unless absent or having a material personal interest (see **Section 22**) in a matter being considered by the Meeting.
- (c) If one of the Vice-Presidents cannot chair a General Meeting, the Members present must decide which of them will do so. A Member with a material personal interest (see **Section 22**) in a matter being considered by the Meeting must not act as Chairperson.

### **13.7 Chairperson may adjourn a Meeting**

- (a) The Chairperson of a Meeting at which a quorum is present may, with the consent of the Meeting, adjourn it to a specified date, time and place. No business is to be transacted at the subsequent Meeting other than the business left unfinished at the adjourned Meeting.
- (b) The Secretary must give notice in writing of the subsequent Meeting to all Members as soon as reasonably practicable. The notice must list the business to be transacted at the subsequent Meeting.

### **13.8 Voting Rights at all Meetings**

Subject to this Constitution, the only persons entitled to vote at all Meetings are Members.

### **13.9 Voting Procedure**

- (a) Prior to a General Meeting of any type, the Secretary will call for expressions of interest from Members to act as Returning Officer and Tally Clerks.
- (b) All questions arising at a General Meeting will be determined on a show of hands unless otherwise provided for in this Constitution. A Member who has a disability may use other means to register their vote.
- (c) The procedure for a secret ballot will be determined by the Returning Officer, unless it is otherwise specified in a policy adopted by the Management Committee.
- (d) In the case of a secret ballot, the Returning Officer with the Tally Clerks will count the votes. No person, other than the Returning Officer and Tally Clerks, will be entitled to see any voting paper. The Returning Officer and Tally Clerks must not disclose the way in which a Member voted. The decision of the Returning Officer on any matter relating to the conduct of a secret ballot is final and no appeal is available from that decision.
- (e) Unless otherwise provided for in this Constitution, in the case of an equality of votes, the matter will be resolved in the negative.
- (f) When a declaration is made by the Chairperson that a resolution has been carried, carried unanimously, carried by a particular majority or lost, then an entry to that effect in the minute book of the WCBC is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (g) All votes must be given personally.

### **13.10 Minutes of General Meeting**

- (a) The Management Committee must ensure that minutes are taken and

- kept of all General Meetings.
- (b) The Minutes must record:
    - (i) the business considered at the General Meeting;
    - (ii) any resolution on which a vote is taken and the result of such vote; and
    - (iii) the names of persons present at the General Meeting.
  - (c) In addition, the minutes of each Annual General Meeting must include:
    - (i) any reports or financial statements submitted to the Members at the Annual General Meeting; and
    - (ii) audited accounts or auditor's report or report of a review accompanying the financial statements as required under the Associations Act.

### 13.11 Resolutions

- (a) Where the Associations Act requires the use of a special resolution (see **rule 2.1(c)**), the requirements will be those laid down in s. 70 of the Act, which provides as follows:
  - A resolution of an incorporated association is taken to be a special resolution if—
    - (a) it is passed at a general meeting of the association, being a meeting of which at least 21 days' notice, accompanied by notice of intention to propose the resolution as a special resolution, has been given to the members of the association; and
    - (b) it is passed by at least  $\frac{3}{4}$  of the votes of those members of the association who, being entitled to vote, vote in person or, if the rules of the association permit voting by proxy, vote by proxy at the meeting.
  - (b) Otherwise, a resolution must not be considered by a General Meeting without a minimum of 14 days' prior notice of it being given to Members.
  - (c) A resolution referred to in sub-rule (b) will be adopted if it is supported by a majority of the Members present and voting.
  - (d) All resolutions passed at any General Meeting will be binding on all Members whether present or not.

## **PART VI: MANAGEMENT COMMITTEE AND SELECTION PANEL**

### **SECTION 14: FUNCTIONS, POWERS AND RESPONSIBILITIES OF THE MANAGEMENT COMMITTEE**

#### **14.1 Functions and powers**

Subject to this Constitution and the Associations Act, the Management Committee:

- (i) may perform all functions and exercise all powers as may be performed and exercised by the WCBC other than those functions and powers that are required by this Constitution to be performed and exercised by the Members in General Meeting; and
- (ii) may perform all acts as appear to the Management Committee to be necessary or desirable for the proper management of the WCBC.

#### **14.2 Management Committee may make policies**

- (a) The Management Committee, when necessary or desirable in its view, may formulate, adopt, amend and replace policies for the purposes listed in **rule 3.1**. In doing so, it may adopt policies of Bowls ACT, either with or without amendment.
- (b) The Secretary must inform WCBC Members of action taken by the Management Committee under sub-rule (a) and maintain a register of policies that can be accessed by all Members.

#### **14.3 Collective responsibility**

The Management Committee is collectively responsible for ensuring:

- (i) that its individual members comply with the Associations Act, this Constitution and policies made by the Management Committee; and
- (ii) that the WCBC complies with the Associations Act.

#### **14.4 Review of Constitution**

The Management Committee must keep this Constitution under review to ensure that it meets the requirements of the Associations Act and provides an effective framework for the operation of the WCBC.

## **SECTION 15: DUTIES OF MANAGEMENT COMMITTEE**

### **15.1 Duty of care and diligence**

A member of the Management Committee must perform their functions and discharge their duties with the degree of care and diligence that a reasonable person would exercise if that person:

- (i) were an officer of the WCBC in the circumstances applying at the time of the performance of the function or the discharge of the duty; and
- (ii) occupied the office held by, and had the same responsibilities within the WCBC as, the member.

### **15.2 Duty of good faith and proper purpose**

A member of the Management Committee must perform their functions and discharge their duties:

- (i) in good faith in the best interests of the WCBC; and
- (ii) for a proper purpose.

### **15.3 Use of position**

A member of the Management Committee must not improperly use their position to:

- (i) gain an advantage for the member or another person; or
- (ii) cause detriment to the WCBC.

### **15.4 Use of information**

A member of the Management Committee who obtains information through their position on the Committee must not improperly use the information to:

- (i) gain an advantage for the member or another person; or
- (ii) cause detriment to the WCBC.

## **SECTION 16: COMPOSITION OF THE MANAGEMENT COMMITTEE**

### **16.1 Members of Management Committee**

- (a) The Management Committee will have a:
  - (i) President;
  - (ii) two Vice-Presidents (one male and one female);
  - (iii) Secretary/Public Officer;
  - (iv) Treasurer;
  - (v) Championship Organiser; and
  - (vi) two Committee members.



- (b) Duty Statements will be prepared for each position. The Duty Statements will be posted on notice boards prior to each Annual General Meeting at the time the Meeting is called. On confirmation of appointment to a position on the Management Committee, each member will be given a copy of their Duty Statement.

## **16.2 Grievance Officer**

After each Annual General Meeting, the Management Committee will appoint a Grievance Officer to assist in dealing with complaints. The Grievance Officer will only attend meetings of the Management Committee which deal with complaints. If necessary, the Committee may appoint more than one Grievance Officer.

## **16.3 Term of elected Management Committee members**

Each member of the Management Committee will hold office until the next Annual General Meeting.

## **16.4 Appointed Members**

In addition to its elected members, the Management Committee may appoint another member or members with specific skills in finance, marketing, law or business generally or such other skills deemed necessary by the Committee. An appointed member need not have experience in Bowls or be a WCBC Member. The Committee may set appropriate terms for the participation of an appointed member in its work.

## **16.5 Requirements following election or appointment**

As soon as reasonably practicable after being elected or appointed to the Management Committee, each member must become familiar with the Associations Act, this Constitution and any policies made by the Committee.

## **SECTION 17: FUNCTIONS, POWERS, AND COMPOSITION OF THE BOWLS SELECTION PANEL**

### **17.1 Function and powers**

- (a) The Bowls Selection Panel will be responsible for the selection and grading of members to represent the Club in external competitions.
- (b) The Panel may request the Management Committee to appoint extra members to it. Such appointments must be made in consultation with the Panel. The Management Committee must withdraw an appointment at the request of the Panel.
- (c) The Panel must comply with any direction given by the WCBC in a General Meeting.
- (d) The Management Committee must not direct the Panel in its selection of individuals or the composition of teams, except that it may direct non-selection of any Member who the Management Committee deems

unsuitable to represent the WCBC by reason of unacceptable conduct.

- (e) The Chairperson of the Panel will liaise with the Management Committee to ensure the Panel's deliberations and decisions accord with directions of the WCBC.

## **17.2 Composition**

- (a) Members of the Panel will be elected at the Annual General Meeting and will hold office until the conclusion of the Annual General Meeting next following the date of their election but will be eligible for re-election. The process for nominating and electing members will be the same as for members of the Management Committee.
- (b) The Panel will be comprised of three Members over the age of 18 years.
- (c) The Panel will appoint its chairperson from among its members.
- (d) The WCBC, in General Meeting, may, by resolution, remove any member of the Panel before the expiration of their term of office.
- (e) In the event of a vacancy in the Panel, the Management Committee must appoint a Member of the WCBC to fill the vacancy, and the Member so appointed will hold office until the conclusion of the Annual General Meeting next following the date of the appointment.

## **SECTION 18: PROCESS FOR ELECTING THE MANAGEMENT COMMITTEE**

### **18.1 Nomination process**

- (a) The Secretary must call for nominations of candidates for election to the Management Committee at the time determined by the Committee. All Members must be notified of the call for nominations.
- (b) Junior Members cannot be candidates or nominate candidates.
- (c) Nominations of candidates for the Management Committee must:
  - (i) be in writing on the form provided from time to time which is signed by two Members and accompanied by the written consent of the candidate;
  - (ii) provide details confirming that the candidate meets the requirements of the Associations Act, this Constitution and any policies made by the Management Committee; and
  - (iii) be lodged with the Secretary by the date specified in the call for nominations.

### **18.2 Ballot process**

- (a) If the number of nominations received for the Management Committee

is equal to the number of vacancies to be filled by candidates respectively, or there are insufficient nominations from candidates received to fill the respective vacancies on the Committee, then those nominated will be declared elected at the Annual General Meeting by the Returning Officer. Any vacancies will be treated as vacancies under **rule 19.4**.

- (b) If the number of nominations exceeds the number of vacancies to be filled, a secret ballot must be conducted to determine the election.
- (c) If two or more candidates receive an equality of votes to be elected, another secret ballot must be conducted by the Returning Officer to determine which of those candidates is elected.

## **SECTION 19: VACANCY ON THE MANAGEMENT COMMITTEE**

### **19.1 Resignation of Management Committee member**

An elected or appointed Management Committee member may vacate their office by resignation lodged in writing with the Public Officer of the WCBC.

### **19.2 Grounds requiring an office to be vacated**

An elected or appointed Management Committee member must vacate their office if the person:

- (i) is disqualified under the Associations Act;
- (ii) as an elected member, ceases to be a WCBC Member;
- (iii) is subject to the application of a penalty under **rule 9.7**;
- (iv) breaches the rules on the interests of Management Committee members contained in **Section 22** of the Constitution;
- (v) is removed in accordance with this Constitution;
- (vi) is not physically or mentally fit to exercise the functions of the office; or
- (vii) fails to attend three consecutive meetings of the Management Committee without having previously obtained a leave of absence or provided reasonable excuse for such absence.

### **19.3 Removal at a General Meeting**

- (a) A General Meeting may by resolution remove an elected member of the Management Committee before the expiration of their term of office. The vote on that resolution must be conducted by secret ballot.
- (b) The member of the Management Committee, who is the subject of the resolution referred to in sub-rule (a), may make representations in writing to the President and request that such representations be notified to the WCBC. The President must send a copy of the representations to the Members.

- (c) The member of the Management Committee may also attend the General Meeting for the purpose of addressing it. The member may vote at the General Meeting.
- (d) If the member is removed in the General Meeting, that Meeting may appoint by resolution another Member to hold that office until the expiration of the term of the member who was removed. The vote on that resolution must be conducted by secret ballot. A Member cannot be appointed by resolution unless that person meets the requirements to be a member of the Management Committee under the Associations Act, this Constitution and any policies made by the Management Committee.

#### **19.4 Procedure to fill vacancy**

Subject to **rule 18.3(d)**, in the event of a vacancy of any position listed in **rule 16.1(a)**, the Management Committee may appoint a Member to fill that vacancy who meets the requirements to be a Management Committee member under the Associations Act, this Constitution and any policies made by the Management Committee.

### **SECTION 20: LEAVE OF ABSENCE**

#### **20.1 Process for a leave of absence**

The Management Committee may, in its discretion, grant leave of absence to a member for such period as it sees fit following consideration of an application submitted in writing to the Secretary or the President, provided, if such period is three months or more, that member will be taken to have resigned their position. In no circumstances must the leave of absence exceed the remaining term of office of the member.

### **SECTION 21: PROCEDURE AT MANAGEMENT COMMITTEE MEETINGS**

#### **21.1 Convening a Management Committee meeting**

- (a) The Management Committee will meet as required but must meet on at least six occasions in each year.
- (b) Unless all members of the Management Committee agree to hold a meeting at shorter notice (which agreement will be sufficiently evidenced in writing or by their presence), not less than seven days' written notice of the meeting of the Management Committee must be given to each member.
- (c) If possible, the date for each meeting of the Management Committee is to be set at the conclusion of the preceding meeting.
- (d) The Secretary will call for agenda items one week prior to a meeting of the Management Committee.

## 21.2 Conduct of Management Committee meetings

- (a) The quorum for a meeting of the Management Committee will be half of the current members of the Committee.
- (b) A member who has a material personal interest in a matter being considered at a Management Committee meeting must not:
  - (i) be present while the matter is being considered at the meeting; or
  - (ii) vote on the matter.
- (c) If there are not enough members to form a quorum to consider a matter because of the disclosure of material personal interests, one or more Management Committee members (including those who have a material personal interest in the matter) may call a General Meeting.
- (d) Management Committee members who have material personal interests in a matter must not be present when it is considered by the General Meeting. The General Meeting may pass a resolution to deal with the matter.

## 21.3 Minutes of Management Committee Meetings

The Management Committee must ensure that minutes are taken and kept of each of its meetings. The minutes of meeting must record:

- (i) the business considered at the meeting;
- (ii) any resolution on which a vote is taken and the result of the vote;
- (iii) any interest declared under **rule 22.1**; and
- (iv) the names of the Management Committee members present.

## SECTION 22: INTERESTS OF MANAGEMENT COMMITTEE MEMBERS

### 22.1 Material personal interests

- (a) Any member of the Management Committee who has a material personal interest in a matter being considered at a meeting must:
  - (i) as soon as becoming aware of the interest, disclose it to the Management Committee; and
  - (ii) disclose the interest at the next General Meeting.
- (b) In disclosing a material personal interest as required by sub-rule (a), a

member must give details of:

- (i) the nature and extent of the interest; and
  - (ii) the relation of the interest to the activities of the WCBC.
- (c) When the member has disclosed a material personal interest as required by sub-rule (a), that individual must inform the Management Committee of any change in that interest:
- (i) as soon as becoming aware of that change; and
  - (ii) disclose that change at the next General Meeting.

## **22.2 Contracts**

- (a) A Management Committee member must not contract with the WCBC either personally or through an entity in which that individual has an interest, except with express resolution of approval of the Committee that is adopted following the disclosure of the member's material personal interest in the contract as required by **rule 22.1(a)**.
- (b) If a Management Committee member is not contracting with the WCBC in the terms of sub-rule (a) but will benefit from a contract or proposed contract that another individual or entity concludes with the WCBC, the member must declare that benefit as a material personal interest under **rule 22.1(a)**.

## **SECTION 23: DELEGATION BY THE MANAGEMENT COMMITTEE AND THE ROLES OF OTHER OFFICERS**

### **23.1 Subcommittees**

- (a) The Management Committee may establish, and delegate any of its functions or powers (except this power to delegate) to, a subcommittee or subcommittees and may recall or revoke any such appointment or delegation. By way of example, the Management Committee may establish a subcommittee to conduct disciplinary action under Part IV of this Constitution, as provided for in **rule 9.3(a)**.
- (b) The Management Committee must state in writing which functions or powers it is delegating to a subcommittee and the subcommittee must, in the exercise of such delegated functions or powers, conform to any written directions given by the Management Committee.
- (c) The President or the President's nominee will be an ex-officio member of any subcommittee so appointed.
- (d) The proceedings for any subcommittee must, with any necessary or incidental amendment, be the same as that applicable to meetings of the Management Committee.
- (e) Within seven days of any meeting of any subcommittee, the subcommittee must send a copy of the minutes and any supporting documents to the President.

- (f) Except for a subcommittee conducting a disciplinary action under Part IV of this Constitution, the Management Committee is not bound by any decision or recommendation made by a subcommittee it has appointed.

### **23.2 Public Officer**

- (a) The Secretary will act as the Public Officer of the WCBC and discharge the duties of that office as required under the Associations Act.
- (b) If the position of Public Officer becomes vacant through the operation of section 64 of the Associations Act, the WCBC must, within 14 days of the vacancy occurring, appoint a replacement.

## **PART VII: FUNDING AND INCOME**

### **SECTION 24: SOURCES AND APPLICATION OF FUNDS**

#### **24.1 Sources of funds**

The funds of the WCBC will be derived from fees, donations and such other sources of income as the Management Committee determines.

#### **24.2 Application of funds**

- (a) The funds and property of the WCBC must be applied solely towards the promotion of the purposes of the WCBC as set out in **rule 3.1**.
- (b) No portion of the funds or property of the WCBC is to be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise to any Member, but this does not preclude payment to a Member in good faith for expenses incurred or services rendered.
- (c) The Management Committee will put in place a policy concerning authority for the expenditure of funds.

### **SECTION 25: CONTROL OF FUNDS**

#### **25.1 Accounts**

The WCBC must have accounts with a financial institution from which all its expenditure is made and into which all its revenue is deposited.

#### **25.2 Negotiable instruments**

All cheques and other negotiable instruments must be signed or otherwise executed by 2 persons appointed in writing by the Management Committee being any 2 of the following officers of the WCBC:

- (i) the President;

(ii) the Treasurer; and/or

(iii) the Secretary.

## **25.2 Credit and debit cards**

The Management Committee may put in place a policy concerning the use of credit and debit cards on behalf of the WCBC.

# **PART VIII: RECORDS**

## **SECTION 26: KEEPING RECORDS**

### **26.1 Secretary to keep records**

The Secretary must establish and maintain proper records and minutes concerning all transactions, business, meetings and dealings of the WCBC and must produce these if required at a Management Committee meeting or General Meeting.

### **26.2 Financial records**

The Treasurer must keep financial records that:

- (i) correctly record and explain transactions, the WCBC's financial position and performance; and
- (ii) enable financial statements to be prepared as required by the Associations Act.

### **26.3 Financial statements**

The WCBC must ensure that it complies with all requirements in the Associations Act regarding financial statements.

### **26.4 Records kept in accordance with Associations Act**

Books, documents, securities and proper accounting and other records must be kept in accordance with the Associations Act, generally accepted accounting principles and/or any applicable code of conduct. All such records and the books of account must be kept in the care and control of the Secretary and Treasurer.

### **26.5 Records Retention**

The WCBC must retain records for 5 years after the completion of the transactions or operations to which they relate.



## **SECTION 27: INSPECTION OF RECORDS**

### **27.1 Inspection of Records**

- (a) This rule does not cover the Register of Members or minutes of Management Committee meetings.
- (b) A copy of this Constitution will be available to Members and applicants for membership free of charge.
- (c) Any Member may apply to the Management Committee in writing to allow the Member to inspect:
  - (i) the minutes of General Meetings; and/or
  - (ii) the financial records, books, securities and any other relevant documents of the WCBC.
- (d) The Management Committee may refuse the request if it concerns records of the WCBC that relate to confidential personal, employment, commercial or legal matters. The Management Committee may also refuse the request if granting it would be prejudicial to the interests of the WCBC.
- (e) The Management Committee may allow the request subject to conditions if processing the request requires a significant amount of work by the Secretary or the Treasurer.
- (f) If the Management Committee allows the request, the records will be made available for inspection by the Member at a reasonable time.
- (g) For the purposes of this rule, the term “relevant documents” means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the WCBC and include the following:
  - (i) its financial state;
  - (ii) its financial records; and
  - (iii) records and documents relating to transactions, dealings, business or property of the WCBC.

## **PART IX: MISCELLANEOUS**

### **SECTION 28: REGISTERED ADDRESS, SERVICE OF NOTICES**

#### **28.1 Registered address**

The registered address of the WCBC will be at such place as determined by the Management Committee from time to time.

#### **28.2 Service of notices**

- (a) Notices may be given to Members by sending the notice by post to the

Member's address or by electronic mail to the electronic mail address, as shown in the Register.

- (b) Where a notice is sent by post, service of the notice will be deemed to be effected at the time the letter would have been delivered in the ordinary course of post.
- (c) Where a notice is sent by electronic mail, service of the notice will be deemed to be effected by properly addressing the email to the address shown on the Register.

## **SECTION 29: INDEMNITY AND LIABILITY ON WINDING UP OR DISSOLUTION**

### **29.1 Indemnity of Management Committee**

The WCBC will indemnify its Management Committee members against all damages and costs (including legal costs) for which any such member may be or become liable to any third party in consequence of any act or omission, except wilful misconduct.

### **29.2 Liability of Members on winding up or dissolution**

In the event of the WCBC being wound up or dissolved, the liability of the Members to contribute towards the payment of the debts and or the costs, charges and expenses of the winding up or dissolution will be limited to any outstanding monies due and payable to the WCBC. No other amount will be payable by the Members.

### **29.3 Property remaining after winding up or dissolution**

- (a) If upon winding up or dissolution of the WCBC there remains, after satisfaction of all its debts and liabilities, any property, the same must not be paid to or distributed amongst the Members, but must be given or transferred to some other organisation that has purposes similar to the purposes of the WCBC and which prohibits the distribution of its income and property among its members and which is also not carried on for the profit or gain to its members.
- (b) The WCBC must nominate the organisation for the purposes of sub-rule (a) by special resolution passed, in accordance with section 70 of the Associations Act, at or before the time of winding up or dissolution.
- (c) If the WCBC fails to nominate an organisation for the purposes of sub-rule (a), the property will vest in the Registrar-General by operation of the Associations Act.
- (d) When nominating an organisation that has a purpose like the WCBC, the WCBC will nominate where the money will be spent.