



**TURNERS BEACH BOWLS & COMMUNITY
CLUB INC**

CONSTITUTION

DATED: 21 May 2019

CONSTITUTION OF TURNERS BEACH BOWLS & COMMUNITY CLUB INC

1. The name of the Club shall be the TURNERS BEACH BOWLS & COMMUNITY CLUB (INCORPORATED) herein after called the 'Club'.

2 OFFICE

The Office of the Club shall be 5 Henry Street, Turners Beach, Tasmania or such other place as the Board may, from time to time, determine.

3. COMMON SEAL

- (i) The Seal of the Club shall be in the form of a rubber stamp inscribed with the name of the Club encircling the word SEAL.
- (ii) The Seal of the Club shall not be affixed to any instrument except by authority of the Board of Directors and the affixing thereof shall be attested by the signature either of two Members of the Board of Directors or of one Member of the Board of Directors and the Public Officer of the Club and that attestation is sufficient for all purposes that the Seal was affixed by authority of the Board of Directors.
- (iii) The seal shall remain in the custody of the Executive/Public Officer.

4. INTERPRETATION

- (i) In these rules unless the contrary intention appears:
 - 'Board' means the Board of Directors of the Club;
 - 'Annual General Meeting' means a meeting of Members convened in accordance with Rule 21;
 - 'Special General Meeting' means all general meetings of Members convened in accordance with Rule 22;
 - 'Full Member' means a fully financial Member of the Club;
 - 'The Men's Bowling Club' mean the male members of the Club;
 - 'Ladies' Bowling Club' mean the female members of the Club;
 - 'Life Member' means a Life Member of the Club;
 - 'Delegate' means a person appointed by the Board to represent the Club at Bowls Tasmania or other meetings;
 - 'Casual Vacancy' means a vacancy occurring before or after an Annual General Meeting.
- (ii) In these Rules, expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of or representing or reproducing words in visible form.

- (iii) Words or expressions contained in the Rules shall be interpreted in accordance with the provisions of the Act Interpretation Act 1931, and the Act as in force on the date on which these Rules are adopted by the Club.

5 OBJECT

- (i) The basic object of the Club shall be :
- a) to promote and encourage the game of Bowls;
 - b) to provide and maintain playing areas;
 - c) the accommodation for games and social functions;
 - d) provide amenities for Members, and
 - e) the encouragement of good fellowship among its Members.
- (ii) In addition to the basic object of the Club, other objects and purposes of the Club shall be deemed to include :
- a) Advance the operations and activities of the Club throughout the local area
 - b) Apply for, hold and renew any liquor licences;
 - c) The purpose, taking on lease or in exchange and the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the objects or purposes of the Club;
 - d) The buying, selling and supplying of and dealing in, goods of all kinds;
 - e) The construction, maintenance and alteration of buildings or works necessary or convenient for any of the objects or purposes of the Club;
 - f) The accepting of any gifts, whether subject to a special trust or Act, for any one or more of the objects or purposes of the Club;
 - g) The taking of such steps from time to time as the Board or Members in General Meeting may deem expedient for the purpose of procuring contributions to the funds of the Club, whether by way of donations, subscriptions or otherwise;
 - h) The printing and publishing of such newspapers, periodicals, books, leaflets, or other documents as the Board or Members in General Meeting may think desirable for the promotion of the objects and purposes of the Club;
 - i) The borrowing and raising of money in such manner and on such terms as the Board may think fit and must be approved or directed by resolution passed in Special General Meeting or Annual General Meeting;

- j) Subject to the provision of the Trustee Act 1 the investment of any monies of the Club not immediately required for any of its objects or purposes in such manner as the Board may from time to time determine;
- k) Act at all times on behalf of and in the interest of the members and bowls.
- l) The establishment and support, or aiding in the establishment or support of any other association formed for any of the basics objects of the Club with approval of the Board.
- m) The purpose or acquisition, and undertaking of all or any part of the property, assets, liabilities and engagements of any association with which the Club at any time amalgamate in accordance with the provisions of the Act and the Rules of the Club.

6. ACCOUNTS

- (i) True accounts shall be kept :
 - a) of all sums of money received and expended by the Club and the matter in respect of which the receipt or expenditure takes place; and
 - b) of the property, credits and liabilities of the Club and subject to any reasonable restriction as to time and matter of inspecting them that may be imposed by the Club for the time being, those accounts shall be open to the inspection of the Full members of the Club.
- (ii) The Treasurer of the Club shall faithfully keep all general records accounting books, and records of receipts and expenditure connected with the operations and business of the Club in such form and manner as the Board of Directors may direct.
- (iii) The accounts, books and records referred to in (i) and (ii) above shall be kept at the Club's Office or at such other place as the Board of Directors may decide.
- (iv) All moneys received by the Treasurer shall be paid by the Treasurer into the banking account in the name of the Club within seven (7) working days.
- (v) No cheques shall be drawn on the Club's bank account except for payment of expenditure that has been authorized by the Board of Directors.
- (vi) All cheques, drafts, bills or exchange, promissory notes and other negotiable instruments shall be signed by the Treasurer, or in the Treasurers absence, by such other Member or Members of the Board of Directors as the Board of Directors may nominate for that purpose, and shall be countersigned by any of the following: the Chief Executive Officer, Executive Officer, or a Member of the Board of Directors appointed for the purpose.

7. AUDITOR

- (i) At each Annual General Meeting of the Club, the Members present shall appoint an Auditor.
- (ii) An Auditor so appointed shall hold office until the Annual General Meeting next after that appointment and is eligible for re-appointment.
- (iii) If an appointment is not made at the Annual General Meeting the Board of Directors shall appoint an auditor for the current financial year of the Club.
- (iv) Once at least in each financial year of the Club, all the accounts of the Club shall be examined by the Auditor.
- (v) The Auditor shall certify as to the correctness of the accounts of the Club and shall report thereon to the Members of the Club present at the Annual General Meeting.

8. PUBLIC OFFICER

A Public Officer may be anyone using public resources to carry out a public function under a written law. The Public Officer of the Club shall be appointed by the Board of Directors. The Public Officer, shall, at least fourteen (14) days before the date fixed for the holding of a Special/Annual General Meeting of the Club, cause to be displayed on the Club Notice Board an advertisement specifying the place, date and time of the holding of the meeting, and the nature of the business to be transacted thereat. Any change to the Constitution must be notified to Corporate Affairs within twenty-one (21) days.

9. FINANCIAL YEAR

The Financial Year of the Club is the period beginning on the first day of April in each year and ending on the thirty-first day of March next following.

10. MEMBERSHIP

The Club shall consist of the following classes of members:

- (i) Full member (Pennant);
- (ii) Life Member
- (iii) First Year Bowler
- (iv) Full member (Non-Pennant)
- (v) Social Member
- (vi) Junior Member
- (vii) Honorary Member

11. PRIVILEGES OF MEMBERS

- (i) **FULL MEMBER** - This membership category is for those who are joining with the purpose of playing Pennant Bowls and shall be entitled to all the privileges of the Club and shall be entitled to vote at Annual General Meetings and Special General Meetings of the Club and nominate and second applications for membership to the Club.
- (ii) **LIFE MEMBER** - Upon receipt of a written submission that a Full Member who has rendered outstanding service over a period of at least fifteen (15) years to the Club, may be elected an Honorary Life Member of the Club with full membership privileges of the Club. Election of Life Members shall be by resolution of a two-thirds majority of the Board of Directors. A maximum of two Life Members, one from each of the Men's and Ladies Clubs, may be elected in any year.
- (iii) **FIRST YEAR BOWLER** - Will be a Playing Member in his/her first year of bowls and shall be entitled to all the rights and privileges of full membership. Subscription for a First Year Bowler shall be fifty percent of an annual subscription fee for their first year.
- (iv) **FULL MEMBER (NON-PENNANT)** - This membership category is for those who are unable to play Pennant Bowls, so therefore the capitation fee component of the membership fee is not applicable. If you are unable to play Pennant Bowls, you are also not eligible to play Club Championships. Full Members are entitled to vote at Annual General Meetings and Special General Meetings of the Club, become office bearers or committee members of the Club, and to nominate and second applications for membership of the Club.
- (v) **SOCIAL MEMBER** - A Social Member is entitled to the use of the Clubhouse in the same manner as any other Member. They are only entitled to use the greens upon the payment of green fees or social bowls entry fees and are not entitled to play in any Pennant side or participate in any Club championships. There are no voting rights for Social Members and they are not permitted to hold any office or committee positions nor are they allowed to nominate and second applications for membership of the Club.
- (vi) **JUNIOR MEMBER** - shall comply with the rules relating to Junior Bowlers as set by Bowls Australia and is as follows: *"BA recognises a junior participant to be aged under 18 years. For the purpose of creating a consistent approach to development, the following categories have been established using 'age determinants'. It should also be remembered that skill and ability plays a critical role in determining the relevance of category for individuals. Junior participants under the age of five are encouraged to participate through informal activity where appropriate. **Junior – Primary:** Junior participants aged between 5 – 9 years old. **Junior – Intermediate:** Junior participants aged between 10 – 13 years old. **Junior – Youth:** Junior participants aged between 14 – 18 years old."*
Junior Members shall have all the privileges of the Club except the right to vote at Annual General Meetings or Special General Meetings of the Club. On attaining the maximum age for Junior Bowlers as defined by Bowls Australia (18 years of age) current Junior Members automatically become full members of the Club upon payment of the appropriate Full Member

subscription. Subscription Fees for Junior Members shall not be more than fifty per cent (50%) of the subscription for Full Pennant members. Junior Members still attending High School shall have free membership for their first year of membership, and thereafter pay at the junior rate.

- (vii) **HONORARY MEMBERS** - Will be entitled to the same privileges of the Club as Social Members and shall not be entitled to vote at any General Meeting nor become an Office Bearer of the Club, nor shall he or she have any right, title or interest in any property of the Club, but shall be exempt from the payment of an Annual Subscription fee to the Club. The Board of Directors may appoint any person to be an Honorary Member of the Club for such time as it sees fit.

12 ADMISSION TO MEMBERSHIP

- (i) Application for Full Membership, Social Membership, Casual Membership and Junior Membership must be made in writing to the Sub-Committees on the prescribed application form and shall bear the name and signature of the applicant, the proposer and seconder who shall be financially Full Members of the Club and shall contain the full address and telephone number of the applicant.
- (ii) The application form shall be displayed on the Club's Notice Board for at least ten (10) days before their election.
- (iii) Upon nomination being approved by the Board of Directors or Executive, the Executive Officer shall with as little delay as possible notify the nominee, in writing, that he/she has been approved for membership of the Club, and, upon receipt of the sum payable by the nominee as his/her first year's subscription. The Executive Officer will then enter the nominee's name into the Club's database.
- (iv) A member of the Club may, at any time, resign from the Club by delivering, or sending by post, to the Public Officer, a written notice of resignation.
- (v) Upon receipt of a notice under sub-rule (iv) of this rule, the Public Officer shall remove the name of the member by whom the notice was given from the register of members whereupon the member ceases to be a member of the Club.
- (vi) In the event of the Club being wound up:
 - a) every member of the Club, and
 - b) every person, who, within the period of twelve months immediately preceding the commencement of the winding up was a member of the Club, is liable to contribute to the assets of the Club for payment of the debts and liabilities of the Club and for the costs, charges and expenses of the winding up and for the adjustment of the rights of the contributories among themselves such sum, not exceeding \$5.00 as may be required, but a former member is not liable to contribute in respect of any debt or liability of the Club contracted after he/she ceased to be a member of the Club.

13. SUBSCRIPTION AND FEES Refer to Club By-Laws.

14 COMPOSITION OF BOARD OF DIRECTORS

- (i) The Board of Directors of the Club shall consist of seven (7) members. comprising:
 - a) The President of the Men’s Committee and the President of the Ladies Committee;
 - b) Two nominations from the Men’s Committee;
 - c) Two nominations from the Ladies Committee;
 - d) The seventh member shall be appointed by the Board from whichever Men’s or Ladies committee the elected CEO came from.

All of whom shall be elected at the Annual General Meeting as hereinafter provided and shall be appointed for a period of 2 years, with half retiring each alternate year except that:

- (ii) The Chief Executive Officer (CEO) to be elected from the Board of Directors.
- (iii) The Financial Director and Executive Officer must be financial members of the Club and must be appointed by the Board of Directors.
- (iv) Duties and responsibilities of the above officers shall be as described in the by-laws which may be modified from time to time by the Board of Directors.

15 EXECUTIVE COMMITTEE

The Chief Executive Officer, the Financial Director and the Executive Officer shall constitute an Executive Committee which may issue instructions to the Executive Officer/Public Officer servants of the Club in matters of urgency connected with the management of the affairs of the Club during the intervals between meetings of the Board of Directors and where such instructions are issued shall report to the next meeting of the Board of Directors.

16 BOARD OF DIRECTORS

- (i) The Board of Directors shall consist of the Officers of the Club except Patrons.
- (ii) All Members of the Board of Directors shall be honorary and elective and from the Men’s and Ladies Sub-Committees. Each Full Member of the club shall be eligible to hold office, provided that a Full Member of the Club who is also an employee of the Club shall not be eligible to hold office on the Board of Directors.
- (iii) The election of members of the Subsidiary Men’s & Ladies Committees shall take place in the following manner:

- a) Shall be made on the correct nomination form in writing signed by two Full Members of the Club and accompanied by the written consent of the candidate;
 - b) The nomination form must be delivered to the Executive Officer at least seven (7) days before the date fixed for the holding of the Annual General Meetings of the Subsidiary Men's & Ladies Committees;
 - c) The names of the candidates for all vacant positions shall be placed on the Club noticeboard at least seven (7) days before the due date for the holding of the Annual General Meetings of the Men's & Ladies Sub Committees.
- (iv) Each Full Member shall be entitled to vote.
 - (v) Full Members who are unable to attend Annual General Meetings or Special General Meetings may apply, in writing, for a Proxy Voting Form, from the Executive Officer of the Club within seven (7) days of the notified date of such meetings. The Proxy Voting Form must be returned to the Executive Officer, duly signed, at least forty eight (48) hours before the commencement of the meeting.
 - (vi) Any member of the Board of Directors may resign from membership of the Board of Directors at any time by giving written notice to the Executive Officer.
 - (vii) The Board of Directors shall have the power at any time to appoint any Full Member to fill any casual vacancy on the Board of Directors until the next Annual General Meeting.
 - (viii) A member of the Board of Directors who is interested in any contract or arrangement made or proposed to be made with the Club shall disclose his/her interest at the first meeting of the Board of Directors at which the contract or arrangement is first taken into consideration. If interest exists, or, in any other case, at the first meeting of the Board of Directors after the acquisition of his/her interest.
 - (ix) No member of the Board of Directors shall vote as a member of the Board of Directors in respect of any contract or arrangement in which he/she is interested and if he/she does so that vote shall not be counted.

17 POWERS OF THE BOARD OF DIRECTORS

- (i) Except as otherwise provided in the Constitution and Rules of the Club and subject to resolutions of the members of the Club at any General Meeting, the Board of Directors:
 - a) Shall have general control and management of the administration of the business affairs, property and funds of the Club, and
 - b) Shall have the authority to interpret the meaning of the Constitution and Rules and any matter relating to the Club on which the Constitution and Rules are silent.

- (ii) The Board of Directors may exercise all or any of the powers of the Club including:
 - a) to transact and authorize expenditure, provided that the Board of Directors is not empowered to authorize any single item of expenditure in excess of \$10,000 without the approval of the Annual General Meeting or a Special General Meeting of the Club;
 - b) to appoint sub-committees to undertake such function as the Board of Directors sees fit. A member of the Board of Directors shall be Chairperson of such sub-committee;
 - c) to call General Meetings of Full members;
 - d) to arrange meetings of the Board of Directors;
 - e) to approve any vacancy in any Sub-Committee including the Men's and Ladies Sub-Committees;
 - f) to control and manage Members and elect new members;
 - g) to regulate the opening and closing of green in liaison with the Green keeper;
 - h) to engage or dismiss employees of the Club;
 - i) to make or vary by-laws from time to time provided they are consistent with the Constitution and Rules of the Club;
 - j) to otherwise act in the best interests of the Club.
- (iii) The Board of Directors shall have the power to appoint Office Bearers of the Board each of whom shall be financial members of the Club.
- (iv) The Board of Directors shall have the power to dispense with the services of Office Bearers of the Board.
- (v) The honorarium of the Executive Officer and Financial Manager shall be determined by the Board of Directors.
- (vi) The Board of Directors may, if required, appoint one of its current members to Act as Assistant Financial Manager. The Board of Directors may alternatively appoint a non Board Member, who is a Full member of the Club, to the position of Assistant Financial Manager (who shall not then be a member of the Board of Directors).

18 BOARD MEETINGS

- (i) The Board of Directors shall meet at least four (4) times in a financial year at such place and at such time as the Board of Directors may determine.

- (ii) Special Meetings of the Board of Directors may be convened by the Chairman or any four of its members in writing to the Executive Officer.
- (iii) Notice shall be given to members of the Board of Directors of any Special Meeting, specifying the general nature of the business to be transacted and no other business shall be transacted at such meeting.
- (iv) Any four (4) members of the Board of Directors constitute a quorum for the transaction of the business of any meeting of the Board of Directors.
- (v) No business shall be transacted unless a quorum is present and if within half an hour of the appointed time for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the day in the following week unless the meeting was a Special Meeting, in which case it shall lapse.
- (vi) At meetings of the Board of Directors, the CEO or in his or her absence, one of the remaining members of the Board of Directors as chosen by the members present shall preside.
- (vii) Questions arising at meetings of the Board of Directors or of any sub-committee appointed by the Board of Directors shall be determined on a show of hands, or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.
- (viii) Each member present at a meeting of the Board of Directors or of any sub-committee appointed by the Board of Directors (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding the meeting shall declare the question lost.
- (ix) Casual vacancies shall be filled by the Board of Directors.

19 SUBSIDIARY BOWLING COMMITTEES

- (i) There shall be formed within the authority of the Turners Beach Bowls & Community Club Incorporated the following Subsidiary Bowling Committees:
 - Turners Beach Men's Bowling Committee
 - Turners Beach Ladies Bowling Committee
- (ii) The Men's Bowling Committee will affiliate with appropriate Bowls Association in North West Tasmania known as Bowls North West (BNW) and the Ladies Bowling Committee will affiliate with appropriate Bowls Association in North West Tasmania known as Bowls North West (BNW).
- (iii) Each Subsidiary Bowling Committee shall appoint its own delegates to attend meetings of the Association to which they are affiliated. **(Q: ARE THERE ANY ACTUAL AFFILIATIONS?)**

- (iv) Each Subsidiary Bowling Committee shall administer and regulate the playing of the game of Bowls within the Club for Members of the respective Subsidiary Bowling Clubs.
- (v) The management of the Subsidiary Bowling Clubs shall be under the control of Committees as follows:
 - a) Each Subsidiary Bowling Committee shall hold an Annual General Meeting no later than the end of the month of **April each year** for the purpose of appointing the following ~~Office Bearers~~ and Committees:
 - (1) PRESIDENT who shall be automatically elected as one of the Club Deputy Chairpersons on the Board of Directors, VICE PRESIDENT, SECRETARY, TREASURER, GAMES CHAIRPERSON and PUBLICITY OFFICER.
 - (2) SELECTION PANELS as from time to time decided on at General Meetings of the respective Subsidiary Committees.
 - (3) PATRONS may hold a sub-committee position.
 - b) Only Full Members shall be eligible to vote and stand for office at Annual General Meetings.
- (vi) The Subsidiary Committees of the Turners Beach Bowls & Community Club Incorporated shall meet at least once each month during the Bowls Season.
- (vii) The Board of Directors of the Club shall appoint an eligible Full Member to fill any casual vacancy which may arise between Annual General Meetings.
- (viii) Each Subsidiary Bowling Committee shall appoint its respective Team Managers or Captains for each season.
- (ix) Powers of Committee Members:
 - a) PRESIDENT's shall automatically be appointed as a Deputy Chairperson on the Board of Directors and shall attend to the carrying out of the decisions of the Board of Directors relating to the respective Subsidiary Bowling Clubs and generally oversee the playing and promoting of the Game of Bowls.
 - b) VICE PRESIDENT's shall assist the President in seeing that all matters requiring attention are properly carried out. In the absence of the President the Vice President shall carry out the duties normally allocated to the President.
 - c) SECRETARIES shall issue all notices and keep Minutes of Meetings and receive and dispatch correspondence and display such notices on the Club Notice Board relative to all bowling matters and submit such reports as may be required.

- d) **TREASURERS** of the Men's and Ladies Sub Committees shall maintain minor finances under the direction of the Financial Director and the Board of Directors.
- e) **GAMES CHAIRPERSON's** shall appoint such sub-committees (**match committees?**) deemed necessary to ensure the successful running of all the various Bowls Events conducted within the Club. Such sub-committees shall, with the approval of the respective Men's or Ladies Committee, determine conditions of play, including entry fees and prize money, organise Umpires and where necessary markers for the games under its control. The Games Chairpersons will liaise with each other and with the Chairperson of the Greens Sub-committee whenever necessary.
- f) **PUBLICITY OFFICER's** shall take appropriate action to have all forthcoming fixtures, results and all matters of interest to Members publicised to the best advantage.

20 SUB COMMITTEES

- (i) The Board of Directors may at any time appoint a subcommittee from the Members as it may think fit and shall prescribe the powers and functions thereof.
- (ii) The Board of Directors may co-opt as members of any sub-committee such persons as it thinks fit, whether or not those persons are Members of the Club but a member so co-opted is not entitled to vote.
- (iii) Three (3) appointed members of a sub-committee constitute a quorum at a meeting of the sub-committee.
- (iv) The Chairperson of each sub-committee is responsible for calling meetings of the sub-committee.

21 ANNUAL GENERAL MEETINGS

- (i) The Club shall, in each year, hold an Annual General Meeting on such day (not being later than three (3) months after the close of the Financial Year of the Club) as the Board of Directors may determine.
- (ii) The Annual General Meeting shall be in addition to any Special General Meeting held in the same year.
- (iii) The Annual General Meeting shall be specified as such in the notice convening it.
- (iv) The ordinary business of the Annual General Meeting shall be:
 - a) to confirm the Minutes of the last preceding Annual General Meeting and of any Special General Meeting held during the preceding year;

- b) to receive from the Board of Directors, Auditor, and servants of the Club reports upon transactions of the Club during the preceding Financial Year;
 - c) to elect officers of the Club as provided for in Rule 16 (ii) and (iii);
 - d) to set the subscription fees for members and
 - e) to appoint the Auditor for the next financial year.
- (v) The Annual General Meeting may transact special business of which notice is given in accordance with these Rules.
 - (vi) General Business.

22 SPECIAL GENERAL MEETINGS

- (i) All General Meetings other than the Annual General Meeting shall be called Special General Meetings.
- (ii) The Board of Directors may, whenever it thinks fit, convene a Special General Meeting of the Club.
- (iii) The Board of Directors shall, on the requisition in writing of not less ten per cent (10%) of the Full Members, convene a Special General Meeting of the Club.
- (iv) A petition for a Special General Meeting shall state the objects of the meeting and shall be signed by the petitioners, or any of them, may convene a meeting; and must be deposited at the office of the Club and must consist of signed documents by the petitioners. Any such meeting so convened shall not be held after three (3) months from the date of the deposit of the petition.
- (v) If the Board of Directors does not cause a Special General Meeting to be held within fourteen (14) days from the date on which the petition is deposited at the Office of the Club, the petitioners, or any of them, may convene the meeting: but such meeting so convened shall not be held after three (3) months from the date of the deposit of the petition.
- (vi) A Special General Meeting convened by petitioners in pursuance of these Rules shall be convened in the same manner as nearly as possible as that which those meetings are convened by the Board of Directors, and all reasonable expenses incurred in convening the meeting shall be refunded by the Club to the person incurring the expenses.

23 COMPLAINTS

- (i) The Board of Directors shall have power and authority to require to apologise, reprimand, fine, suspend or expel any Members who, in the Club premises or elsewhere, is, in the opinion of the Board of Directors, guilty of conduct derogatory to the character of a lady or gentleman

or prejudicial to the interests of the Club, or rendering him or her unfit to be a Member of the Club.

- (ii) No Member shall be dealt with under this Rule without first being called before the Board of Directors to show cause why he or she should not be dealt with, by seven (7) days notice in writing, signed by the Executive Officer, stating the date, hour and place of the Meeting, and the substance of the charge or complaint, and that his or her attendance is required, and further, that if he or she fails to attend at the time and place mentioned, the charge or complaint may be heard and dealt with, and the Board of Directors may decide on the evidence before it, his or her absence notwithstanding.
- (iii) No Member shall be dealt with under this Rule unless two thirds of the members of the Board of Directors present and entitled to vote, shall vote in favour of the resolution with such Member.
- (iv) The Board of Directors may act under this Rule on its own motion or upon complaint in writing by a Member of the Club.
- (v) Any suspension under this Rule shall not be for a greater period than twelve(12) months and no fine shall exceed more than fifty percent (50%) of the Annual Subscription of a Playing Member.
- (vi) The Member charged, and any Member lodging a written complaint referred to in (v) above shall be entitled to call evidence, to be present throughout the hearing of evidence and to address the Board of Directors.
- (vii) Notwithstanding anything aforesaid, any person who, in the opinion of the CEO conducts himself/herself in a disorderly fashion preventing the due hearing of the matter may be excluded from the hearing for as long as the CEO thinks necessary
- (viii) The Board of Directors may adjourn from time to time and from place to place as it thinks reasonable

24 DISPUTES

- (i) Should any dispute or disagreement take place between Members of the Club either with regard to interpretation of Rules, laws of the game, abusive language, insulting behavior or misconduct, the same may be referred by either party to the Board of Directors, who shall have the power to investigate the case, and if deemed fit to take action as outlined in Rule 23. In all cases the decision of the Board of Directors shall be final.
- (ii) The decision of the Board of Directors on the construction or interpretation of any Rule shall be conclusive and binding on all Members of the Club unless the same shall be over-ruled by a Special General Meeting.

25 RIGHT OF APPEAL

Should the Board of Directors impose any penalty on any member, in the exercise of its power under Rules 23 and 24 the member has a Right of Appeal to a Special General Meeting of members which shall be held within twenty-one (21) days of the receipt of such appeal for the express and sole purpose of confirming or otherwise the Board's decision. Such appeal shall be lodged in writing with the Executive Officer within fourteen (14) days of the Board's decision being conveyed in writing at the last known address of the member. Voting at such Special General Meeting shall be by secret ballot.

26 BY-LAWS

- (i) The Board of Directors shall have power from time to time to make, alter and repeal all such by-laws as it deems necessary or expedient or convenient for the proper conduct and management of the business and affairs of the Club.
- (ii) The Board of Directors shall adopt such means as it deems necessary to bring to the notice of Members, and/or visitors to the Club, all such by-laws, alterations and repeals and all such by-laws so long as they shall be in force shall be binding upon all Members and visitors.
- (iii) No by-laws shall be inconsistent with or shall affect or repeal anything contained in the Rules of the Club.
- (iv) Any by-laws may be set aside by a special resolution of a General Meeting of the Club.

27 GENERAL

There is deemed to be included in the Constitution and Rules the provisions set out in the Guidelines in respect of Club Licenses from time to time published by the Licensing Board in accordance with Section 17 of the Liquor and Accommodation Act 1990.

28 REPEAL OR ALTERATIONS OF RULES

- (i) The Constitution and Rules of the Club may be amended, rescinded or added to from time to time by a special resolution carried by a three quarters (3/4) majority vote at any General Meeting provided such resolution is in accordance with the Act.
- (ii) No rule shall be rescinded or altered or new one made except at a meeting specially called for that purpose, in accordance with Rule 22, or at the Annual General Meeting provided the same notice has been given as prescribed in Rule 21.

29 MODE OF VOTING

At all meetings of Members (except otherwise specially provided for) and at all Committee meetings:

- (i) 20% shall form a quorum.
- (ii) The mode of voting shall be by show of hands or, if required by any three (3) members, by a secret ballot.
- (iii) All questions not carried unanimously shall be decided by the majority of such votes.

30 WINDING UP OF THE CLUB

The purpose or acquisition, and undertaking of all or any part of the property, assets, liabilities and engagements of any association with which the Club at any time amalgamate in accordance with the provisions of the Act and the Rules of the Club.