

**ADELAIDE OVAL BOWLING CLUB INC.**

# **CONSTITUTION**

**MAY 2012**

# ADELAIDE OVAL BOWLING CLUB INC.

## CONSTITUTION

### Section 1 - Name and Objects

### Section 2 - Membership

### Section 3 - Management - by members

### Section 4 - Management - by officers

### Section 5 - Financial

### Section 6 – General

## SECTION 1 - NAME AND OBJECTS

### NAME

1. The name of the club shall be the : **ADELAIDE OVAL BOWLING CLUB INC.**

## INTERPRETATION

2. In this Constitution, unless there is something in the context of this Constitution inconsistent therewith, the following interpretations shall operate :
  - (a) ***The Club*** means the above-named Club.
  - (b) ***The Constitution*** means the Constitution of the Club in force for the time being.
  - (c) ***The Committee*** means the members for the time being of the Committee of the Club as constituted in accordance with this Constitution and is the governing or controlling body of the Club subject only to any direction of members at a general meeting.
  - (d) ***Month*** means calendar month.
  - (e) ***Year*** means the Club's financial year, and unless altered by the members, shall be from 1st. April to 31st. March.
  - (f) ***Member*** means any member of the Adelaide Oval Bowling Club Inc.
  - (g) ***Bowls SA*** means Bowls SA Incorporated and any successor.
  - (h) Singular includes plural unless the context indicates otherwise.

## **PAGE 2**

### **OBJECTS**

3. The objects for which the Club is established are :
- (a) To maintain and conduct a club of non-political character, and to provide a clubhouse, bowling green and other conveniences for the use and recreation of the members at such place or places as decided by the members.
  - (b) To raise and borrow any moneys required for the purpose of the Club upon such terms and conditions and/or on such securities as may be determined.
  - (c) To purchase, hire or otherwise acquire any real or personal property and other rights and privileges necessary or convenient for the purpose of the Club.
  - (d) To maintain all property belonging to the Club.
  - (e) To sell, improve, manage, dispose of, turn to account or otherwise deal with all or any part of the property of the Club, provided that the Club shall not make any distribution of assets to members.
  - (f) To affiliate with Bowls SA.
  - (g) Such other objects as the members shall determine, but always to have in mind the advancement and best interests of the sport of bowls and the engendering by association of a fraternal ethos amongst bowlers.
  - (h) To do all such things as are incidental or necessary for the purpose of the above objects.

### **SECTION 2 - MEMBERSHIP**

4. The Club shall consist of the following classes of male members :
- (a) Ordinary members
  - (b) Life members
  - (c) Non Playing members
  - (d) Honorary members
  - (e) Temporary members

**PAGE 3**

Ordinary members and life members shall be entitled to all the privileges of the Club and shall be the only members entitled to vote at Annual General or Special General Meetings of the Club. Ordinary Members and Life Members fully registered with Bowls SA shall be the only members eligible to play in Bowls SA and Bowls Australia events for which they are qualified, and open or invitation tournaments of other clubs. Non-Playing members shall be entitled to such privileges as the Committee shall from time to time determine.

5. (a) The secretary of the Committee shall keep on the Club premises a register which shall contain the names and addresses of all members of the Club for the time being.
- (b) All members shall communicate in writing their address, or any change thereof, to the secretary, who shall register same. All notices posted or delivered to such address shall be deemed to have been duly delivered.
- (c) The number of members of the Club shall be as determined by the Committee, subject to the current provisions of the Liquor Licensing Act.
6. (a) Any male person wishing to become a member of the Club must be proposed by one member and seconded by another, each of whom should have a personal knowledge of the applicant. A nomination paper shall be signed by the applicant, proposer and seconder, and shall contain the name, address and occupation of the candidate and the date of application. The application shall be on the appropriate club nomination form which shall contain reference to the perusal by the applicant of a copy of the Club Constitution. The nomination paper, properly completed, shall be handed to the secretary, who shall post it on the Club's notice board for exhibition at least fourteen days immediately preceding the day of election.

## **PAGE 4**

- (b) Applications for membership shall be determined by the Committee. The decision of the Committee as to whether any candidate has been duly elected or not shall be final.
- (c) Immediately on the election of a new member, the secretary shall forward or hand to such member a copy of the Constitution and the current Members List containing pertinent information about the Club.

## **LIFE MEMBERS**

- 7. (a) Any ordinary member who shall have rendered special service or services to the Club may, at any Annual General or Special General Meeting, on the recommendation of the Committee, be elected a life member of the Club with full privileges without payment of any subscription. The election shall be by secret ballot and for the recommendation to succeed at least three-quarters of the votes of the ordinary members and life members present must be in the affirmative.
- (b) Any member may nominate another member for consideration for life membership by the Committee. Such nomination must be in writing, addressed to the Committee of the Club and must detail relevant criteria of the member proposed for life membership.
- (c) A life member shall not be relieved of any financial obligation other than the annual subscription.

## **NON-PLAYING MEMBERSHIP**

- 8. (a) Any person who has been an ordinary member of the Club for a minimum of ten (10) years, may make application to become a "Non-Playing" member. If his application is approved by the Committee, he shall be required to pay an annual subscription as determined at the Annual General meeting, and any other charges which may be required by Bowls SA.
- (b) Non-Playing members will be entitled to use all amenities of the Club, but will not be permitted to play on the greens, retain a locker, or vote at any meetings.

**PAGE 5**

**HONORARY MEMBERS**

9. The president or secretary of the Club shall have power to confer honorary membership upon a visiting member of an overseas or interstate bowling club during the period of his visit, provided such visitor is sponsored by a current member of the Club. The period of honorary membership shall be limited to three weeks, but subject to renewal.

**TEMPORARY MEMBERS**

10. (a) Those members of any other bowling club which is under the jurisdiction of the World Bowls Board, Bowls SA or any other State Authority as provided in the Constitution and By-Laws of Bowls Australia who visit the Club on any day for the purpose of playing bowls, shall be temporary members of the Club for that day.
- (b) If competing in a Bowls SA or Bowls Australia event, the name and bowling club of such Temporary Member must be recorded on score cards.

**LIABILITY OF MEMBERS**

11. If a member, by any breach of these Rules, or by any unlawful act, causes the Club or any officer of the Club to pay any money, such member shall be liable to the Club or such officer for the amount so paid.

**PAGE 6**

**FORFEITURE OF MEMBERSHIP**

12. If any member fails to pay his annual subscription by the 1st October, he shall cease to be a member of the Club, but should a sufficient explanation be made to the Committee, that Committee shall have the power to restore his name to the register upon payment of the amount due. The secretary shall give notice to each member when his subscription is due. Should any member of the Club, for any reason, cease to be a member for one or more years, such member may be re-admitted under such conditions as determined by the Committee.

**ABSENCE OF A MEMBER**

13. Any member contemplating absence for a period, on application to the Committee, may be granted leave of absence for a period not exceeding two years, subject to the payment of a nominal amount fixed by the Committee.

**RESIGNATION OF MEMBERS**

14. (a) Any member wishing to resign from the Club shall give notice in writing to the secretary, and shall pay all moneys due at the date of such notice including the current financial year's subscription or such portion thereof as the Committee may determine.
- (b) Any member resigning from the Club, or ceasing for any reason whatever to be a member thereof, shall not have any right, title or interest in or to any property of the Club.

**BREACHES BY MEMBERS**

15. (a) Every member of the Club undertakes to comply with the Constitution of the Club, and any refusal or neglect to do so shall render such member liable to censure, suspension or expulsion by the Committee.
- (b) The Committee shall also have power to censure, suspend or expel any member for any conduct which is, in its opinion, undesirable.

**PAGE 7**

- (c) A member shall be entitled to fourteen days notice of any charge against him and to be present at the hearing thereof by the Committee and to address the Committee.
- (d) Any member censured, suspended or expelled by the Committee shall be entitled to appeal against the decision to a Special General Meeting of the Club called for that purpose and convened by the Committee at his request. Such appeal must be submitted in writing to the secretary within fourteen days of notification of the censure, suspension or expulsion.  
Voting at such Special General Meeting shall be by secret ballot, and shall be determined by a simple majority.
- (e) Any member expelled in accordance with the Constitution, or otherwise ceasing to be a member of the Club, shall forfeit all rights to a claim upon the Club or its property or funds as he would have by reason of membership.
- (f) At the expiration of any financial year in respect of which any person shall have paid his subscription, the Committee, if it is of the opinion that it is undesirable in the interest of the Club that such person should continue to be a member, may decline to accept any further subscriptions from such person. The secretary shall notify such person of this decision and he shall thereupon cease to be a member of the Club. However, he shall have the same right of appeal and on the same conditions as stated in Section 15(d).

**SECTION 3 - MANAGEMENT BY MEMBERS**

- 16. The management of the Club shall be in the hands of the members of the Club through the Annual General Meeting and/or Special General Meetings as hereinafter provided.



**PAGE 8**

**ANNUAL GENERAL MEETING**

17. (a) The Annual General Meeting of all club members shall be held at the date and place to be fixed by the Committee, but not later than the fifteenth day of May in any year.
- (b) A minimum of twenty one (21) days notice in writing shall be given to all members of the time and place appointed by the Committee for such meeting and a copy of the notice shall be posted on the notice board inside the club-house. Copies of any notices of motion to be considered at the meeting shall accompany the notice of the meeting.
- (c) The business to be transacted at the Annual General Meeting shall be in the following order :
- (i) Reading of notice convening the meeting.
  - (ii) Confirmation of minutes of previous Annual General and/or Special General Meetings.
  - (iii) Presentation of Annual Report.
  - (iv) Consideration and adoption of Annual Report.
  - (v) Presentation of Financial Statement.
  - (vi) Consideration and adoption of Financial Statement.
  - (vii) Auditor and other reports.
  - (viii) Election of office bearers.
  - (ix) Nomination and election of auditor(s).
  - (x) Fix amount of annual subscription.
  - (xi) Method of selection.
  - (xii) Notices of motion.
  - (xiii) Any other general business.

**PAGE 9**

**VOTING**

18. (a) At Annual or Special General Meetings of the members of the Club, the election of all officers (where there are more nominations than vacancies) shall be by ballot, which shall be conducted by scrutineers appointed at such meeting. The method of voting shall be as determined by the Committee. Ballot papers containing votes for a greater or lesser number of persons to be elected shall be informal. If two or more candidates receive an equal number of votes, the chairman shall, in such case, have a second or casting vote.
- (b) All other questions for decision by the members of the Club at an Annual or Special General Meeting shall be duly proposed and seconded, and shall be determined by a show of hands unless a ballot is asked for by ten per cent of members present, and entitled to vote. The ballot shall then be taken. When a ballot is taken, scrutineers shall be appointed by the chairman to conduct the ballot. The result of each ballot shall be deemed to be a resolution of the Club adopted at such meeting.
- (c) The Chairman of a meeting shall be entitled to vote and when the votes are equal, except in the case of the election of officers, the motion or amendment, as the case may be, shall pass in the negative.
- (d) Ordinary members and life members only will be entitled to vote at Annual General and Special General meetings of the Club.
- (e) At any Annual General Meeting of the members of the Club, only such members who were financial at the close of the previous financial year, or any new member who has paid the current fee, shall be entitled to attend such meeting. This provision shall apply also to any Special General meeting of members of the Club held between the close of the previous financial year and the Annual General Meeting. At all other Special Meetings only members who are financial according to the Constitution shall be entitled to attend such meetings.

**PAGE 10**

- (f) Proxy voting shall be permitted at any Annual General or Special General Meeting of the Club. A member entitled to vote may give his proxy to any member of the Committee or any other member entitled to vote, but no member shall hold more than two proxies. Proxy nominations must be in writing on a standard form prepared by the Secretary and submitted to him at least fourteen (14) days prior to the meeting .
- (g) At any Annual General Meeting or Special General Meeting of the members of the Club, unless a poll is demanded by at least ten per cent of members, present and entitled to vote, a declaration by the chairman that a resolution has been carried, or lost or not carried by a particular margin, if such is required, and an entry to that effect appearing in the minute book of the Club shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of, or against, such resolution.
- (h) All resolutions passed at the Annual General Meeting of members or at any Special General Meeting of members shall be conclusive and binding on all members of the Club, whether they shall have been present at such meeting or not.

**SPECIAL GENERAL MEETING**

- 19. The Committee of the Club may convene Special General Meetings of the members of the Club when deemed necessary. Should the Committee receive a requisition in writing that a Special Meeting of the members of the Club should be held, from five members of the Committee or fifteen members of the Club, then such meeting shall be called. Whenever a Special General Meeting is to be held, whether called by the Committee or as the result of a requisition, the Committee shall determine the date and it shall be held not less than twenty one, and not more than twenty eight clear days, from the time of receiving the requisition, providing always that such requisition shall state clearly the object of such Special General Meeting. The secretary shall immediately post the notice of meeting, including the subject matter to be discussed, on the

## **PAGE 11**

notice board of the Club, and give at least fourteen days notice, including the proposals to be submitted, to every member of the Club. The secretary shall, in the notice of a special general meeting, specify the matters to be dealt with occasioning the calling of the meeting and no other matter shall be discussed.

## **QUORUM**

20. (a) At any Annual or Special General Meeting of the Club, twenty-five members present and entitled to vote shall form a quorum.
- (b) At all meetings of the Committee five members present shall form a quorum.
- (c) A quorum for a sub-committee shall be decided by the Committee when appointing such sub-committee.
- (d) If no quorum be present fifteen minutes after the time fixed for any general, committee or sub-committee meeting, those members who are in attendance may, by resolution, adjourn the meeting to a time and date decided upon by them, being not less than fourteen days from the date of the resolution, and if there be no quorum at such adjourned meeting, those present thereat may act as if there were a quorum present.
- (e) Written notice of any adjourned general meeting must be sent to all members at least seven days prior to the adjourned meeting.

## **SECTION 4 - MANAGEMENT BY OFFICERS**

### **COMMITTEE**

21. (a) The members of the Club shall vest the control and business of the Club in the Committee elected by them at the Annual General Meeting. The Committee shall consist of the officers of the Club as hereinafter provided and they shall hold office until their successors are elected.

- (b) The four Committee-men shall be elected for a two year term, two members retiring, but eligible for re-election each year. All other elected members of the Committee shall be elected for one year only, but shall be eligible for re-election. The officers of the Club shall consist of a president, one vice-president, secretary, treasurer and a delegate to Bowls SA, who shall be elected for a period of one year and four committee members who shall be elected as stated above. In addition the immediate past president shall be a member (Ex-Officio) after the expiration of his term of office as president. Should the immediate past president not be available for any reason to hold that office, the Committee may appoint a former president to fill the vacancy. Nominations for all positions shall be in writing, on the appropriate form signed by the candidate and proposer and seconder and shall be lodged with the secretary not less than seven days before the date fixed for the Annual General Meeting.
- (c) In the event of less than the required number of members being nominated for election to the Committee or as office bearers as provided by Section 21(b), the vacancies may be filled at the Annual General Meeting of the Club, then being held, provided that a motion to do so is carried by two-thirds of those present and eligible to vote, voting in the affirmative. If such motion is not carried, the vacancies shall be filled by the Committee.
- (d) The Committee shall meet at least once in each month for transaction of the business of the Club, and the president of the Club, and/or secretary shall, when necessary, or when requested by five members of the Committee, convene a Special Meeting of that Committee.
- (e) The secretary shall give at least two days notice of all Special Committee Meetings to all members of the Committee.

### **PAGE 13**

- (f) The president of the Club, if present, shall preside at all Committee meetings or in his absence the vice-president shall preside, or if the vice-president is not present, one of the Committee elected by those present for the purpose shall preside.
- (g) Should any member of the Committee fail to attend for four consecutive Committee meetings without leave or apology delivered at or prior to the meetings, he shall thereupon cease to be a member of the Committee.
- (h) There shall be no restriction on any member of the Committee holding dual office.

### **DELEGATES TO BOWLS SA**

- (i) The Secretary shall automatically be appointed as a delegate to Bowls SA. The other delegate to Bowls SA shall be appointed at the Annual General Meeting, and during the continuance of his office, he shall be a member of the Committee.

### **RESIGNATION FROM OFFICE**

- 22. No officer of the Club shall be held to have resigned his office until his resignation in writing shall have been accepted by the Committee.

### **VACANCIES**

- 23. The Committee shall have the power, should a vacancy occur in their number, to fill such vacancy for the unexpired term from the members of the Club qualified to accept office.

**POWERS AND FUNCTIONS**

24. The Committee shall have the power to :

- (a) Elect sub-committees, fill vacancies, make appointments, make regulations in conformity with the Constitution of the Club, and do all such acts and things that it deems advisable for carrying out and arranging the business and affairs of the club. All sub-committees and persons appointed for special purposes by the Committee shall be subject to and sub-ordinate to that Committee, which shall establish the terms of reference for each sub-committee or appointment.
- (b) On the authority of the Annual General Meeting or of a Special General Meeting of the Club, impose levies on the members.
- (c) Deal with resignations of members which must be submitted in writing.
- (c) Interpret the Constitution and Regulations of the Club, such interpretations of the Committee being final.
- (e) Carry out all resolutions (including those of which the prescribed notice has been given) and which have been passed at an Annual General or Special General Meeting of the Club.
- (f) Ensure compliance with the Constitution of the Club, and deal with any breaches as provided in Section 15.
- (g) Deal with other matters which may arise or matters which are not specifically provided for in the Constitution of the Club.
- (h) Cause correct financial accounts and books and administrative records to be kept showing the affairs of the Club, authorise all expenditure including any expenditure passed at an Annual General or Special General Meeting, and direct the method of dealing with moneys received for or on behalf of the Club.

## **PAGE 15**

- (i) The Committee may, from time to time, appoint a Patron of the Club for a term not less than two (2) years. There shall be no restriction on any person being appointed Patron for consecutive terms.

### **REMOVAL OF MEMBER FROM THE COMMITTEE**

- 25. (a) The Club at a Special General Meeting may, by resolution, remove any member of the Committee from the office of member of that Committee before the expiration of his term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (b) Where a member of the Committee, to whom a proposed resolution referred to in Section 25 (a) relates, makes representations in writing to the secretary or president and requests that the representations be notified to the members of the Club, the secretary or the president may send a copy of the representations to each member of the Club or, if they are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

### **FUNCTIONS OF OFFICERS**

#### **PRESIDENT OF THE CLUB**

- 26. The president of the Club shall regulate and keep order at all meetings at which he is to preside as prescribed by the Constitution. He may take only such other action as determined by the Committee, or by the members at any general meeting of the Club, in assisting to ensure :
  - (a) That the Constitution of the Club is effectively implemented; and
  - (b) That effective administrative action follows decisions made at those meetings over which he is constitutionally to preside.

He may take action in any matter specifically detailed by the Constitution.



**PAGE 16**

**SECRETARY**

27. The secretary shall be the executive officer of the Committee and the public officer of the Club.

The secretary shall :

- (a) Attend, if possible, all meetings of the Committee and Annual General and Special General Meetings of the Club.
- (b) Record the minutes of all meetings in a book to be kept for that purpose.
- (c) Attend to all correspondence in connection with the general business of the Club.
- (d) Prepare for submission to the Annual General Meeting of the Club, the report of the Committee on the activities of the Club during the year.
- (e) Keep at the Club a register of all Club members, setting forth the name in full and address of each member of the Club.
- (f) Carry out those duties usually associated with the office of secretary with the approval or direction of the Committee.

**TREASURER**

28. The duties of the treasurer shall be :

- (a) To receive all moneys belonging to the funds of the Club, and within a reasonable time to deposit or arrange for the deposit of such moneys with the Club's bankers, or as directed by the Committee.
- (b) To be responsible for payment of all Club accounts which have been passed for payment by the Committee.
- (c) To keep correct accounts of all moneys received and expended.
- (d) To prepare and submit financial statements to each Annual General Meeting.
- (e) To produce a statement of the financial transactions and of the financial position of the Club, including the bank balance, at each ordinary meeting of the Committee.
- (f) To keep a record of the payment of subscriptions by all members.

**PAGE 17**

**VOTING**

29. All propositions for decision by any Committee or any sub-committee thereof shall be proposed and seconded, and the result thereof shall be determined by a show of hands, unless a ballot be requested by at least one fifth of members present and entitled to vote. Proxy or postal voting shall not be permitted at any of these meetings.

**INDEMNITY OF OFFICERS**

30. To the extent permitted by law, every officer of the Club shall be indemnified out of the property of the Club against any liability to any person (other than the Club) incurred by them in their capacity as officer unless the liability arises out of conduct involving a wilful breach of duty or a lack of good faith.

**SECTION 5 – FINANCIAL**

31. (a) The banking accounts of the Club shall be kept with such bank as shall from time to time be approved by the Committee and all moneys shall be banked therein.
- (b) All cheques drawn on the accounts shall be signed by two of the following officers, viz, the president, the secretary and two other appointed officers. Should any of these officers be absent through illness or any other reason, a substitute or acting appointment may be made by the Committee.

**PAGE 18**

**ACCOUNTS**

32. (a) No expenditure exceeding ten thousand dollars shall be entered into without the approval of the members at a General Meeting of the Club.
- (b) The Committee may approve expenditure within the above limit, and shall pass for payment all accounts incurred under provisions of this and the preceding paragraph before payment is made.

**SUBSCRIPTIONS**

33. Members' annual subscriptions and entrance fees (if any) shall be determined each year by those members entitled to vote at the Club's Annual General Meeting. Subscriptions shall be due and payable immediately after being fixed at the Annual General Meeting. If a member joins the Club after the 1st. day of January in any year, his subscription for the remaining portion of the year shall be fixed at the discretion of the Committee. The Committee may prevent any member whose subscription is in arrears from exercising the whole or any of the privileges of the Club (subject to Section 12). If in any financial year, any member fails to pay his annual subscription by the 1st October his membership shall thenceforth cease.

**BOOKS**

34. Proper books of accounts shall be kept by the treasurer, and be open to the inspection of the Committee at any time.

**AUDIT**

35. (a) The auditor(s) shall be appointed at each Annual General Meeting of the Club. Such auditor(s) shall not be members of the Committee and shall be appointed in a manner consistent with the terms of the current Associations Incorporation Act.
- (b) Nominations for such office shall be submitted at the Annual General Meeting of the Club in each year.

**PAGE 19**

- (c) The auditor(s) shall have power at all times to examine the books and documents of the Club, and shall also, as soon as conveniently may be after the close of the financial year in each year, audit a Balance Sheet and Statement of Accounts setting forth the financial business of the Club since the end of the preceding financial year.

These Statements shall be prepared by the treasurer. Any report of the auditor(s) shall be submitted to the Annual General Meeting of the Club.

**SECTION 6 – GENERAL**

**HONORARY SOLICITOR**

36. There may be an honorary solicitor to the Club who shall be appointed by the Committee upon such terms and for such period as such Committee shall direct.

**DAMAGE TO PROPERTY**

37. No member shall remove from the Club any property of any kind without the permission of three members of the Committee or deface or injure any article which is the property of the Club. Members removing, breaking or damaging any article, the property of the Club, shall pay for the same at a price fixed by the Committee.

**ALTERATION OF RULES**

38. (a) No new Section of the Constitution shall be made nor any existing Section altered or repealed except at an Annual General or at a Special General Meeting called for that purpose, and then only upon the motion being carried by two-thirds of the members present and entitled to vote at the meeting in person voting in the affirmative.
- (b) A copy of the proposed new Section, alteration or repeal, as aforesaid, shall be delivered to the secretary at least twenty eight days before such meeting, and shall be inserted in the notice convening the meeting at which such proposed new Section, alteration or repeal is to be considered and notice thereof shall be posted on the notice board of the Club fourteen clear days before such meeting. (See Sections 17 and 19).

**PAGE 20**

- (c) Within one month of the adoption of any new Section of the Constitution the secretary must register the alteration with the Corporate Affairs Commission in accordance with the current Associations Incorporation Act. The secretary shall also notify Bowls SA and the Liquor Licensing Commission (if applicable).
- (d) Any such new or altered Section of the Constitution shall come into operation from the date of adoption unless another date is specified in the motion.

**INTERPRETATION OF RULES**

- 39. In the event of any doubt or difficulty arising as to the meaning of any Section of the Constitution or should any question arise as to their interpretation, the Committee shall have the power to pronounce a decision thereon and its decision shall be final and binding on the members, subject only to affirmation or reversal by a Special General Meeting called for that purpose.

**VISITORS**

- 40. (a) Every member shall be allowed to introduce visitors to the Club, subject to such conditions as the Committee shall from time to time determine, provided that no person who has been suspended or expelled from membership of a bowling club or whose conduct or presence on the Club's premises may be considered objectionable to the interest of the Club, shall be introduced as a visitor.
- (b) Any member wishing to introduce a visitor or visitors who may wish to avail themselves of the appropriate conditions of the current Liquor Licensing Act must conform with the terms of the current Club licence.

**GREENS LIAISON OFFICER AND GREENS COMMITTEE**

41. (a) The Committee shall have the power to appoint a greens committee and a greens liaison officer who shall not necessarily be members of the Committee.
- (b) The greens committee shall have full control and supervision of the playing area and power to prevent play at any time when it is considered the area may be injured thereby, subject to the result of any liaison between the Club and Bowls SA. In special circumstances, notice posted by the greens liaison officer shall be sufficient.
- (c) In the absence of the greens committee and the greens liaison officer any two members of the Committee, on the advice of the green-keeper, shall have power to prevent play at any time. In all other aspects the supervision and control of the playing area and lawns shall be in the hands of the Committee whose ruling thereon shall be final.

**APPOINTMENT OF DELEGATES**

42. The delegates to the appropriate meetings of Bowls SA shall be as stated in Section 21(i).

**DISPUTES, SUGGESTIONS, ETC.**

43. (a) All suggestions and complaints to be drawn to the attention of the Committee must be made in writing to the secretary, who shall bring the same before the Committee at the next meeting of that Committee.
- (b) Should any dispute or disagreement arise between members concerning any matter relevant to the Club, the same may be referred in writing to the Committee by either party. The Committee shall have power to deal with such matters as it deems necessary in a manner consistent with this Constitution.

**APPLICATION OF PROFIT**

44. The profits and other income of the Club shall be applied to the promotion of the purposes for which the members of the Club are associated together and no payment of any dividends or distribution of profits or income to or amongst the members of the Club shall be made. Provided that nothing herein contained shall prevent the payment by way of an honorarium or refund of expenses to any officer of the Club for services rendered to the Club.

**REGULATIONS**

45. The Committee shall have power from time to time to make regulations not inconsistent with the Constitution for the efficient working of the Club, and to alter, amend or rescind same as occasion may require. All regulations shall be entered by the secretary in a book to be kept for the purpose, and be available for inspection by the members.

**CLUBHOUSE OPEN**

46. The clubhouse shall be open to members for such times, and on such conditions, as may be decided by the Committee from time to time.

**LAWS OF THE SPORT OF BOWLS**

47. The Laws of the Sport of Bowls as adopted from time to time by Bowls Australia and conducted in accordance with the Rules and By-Laws of Bowls SA shall apply to all games played under the control of the Club. Failure to observe any such laws renders the offending player or players liable to disqualification from the competition or match.

**COMMON SEAL OF THE ADELAIDE OVAL BOWLING CLUB**

48. (a) The Committee of the Club shall provide a Common Seal and shall provide for the safe custody thereof.
- (b) The seal holders shall be the president, the vice-president, and the secretary of the Club.
- (c) The seal shall not be affixed to any deed, instrument or document except under and by virtue of a resolution of the Committee of the Club, and in the presence of two seal holders, who shall attest every deed, instrument or document to which the seal is affixed, and every such deed, instrument or document shall be signed by two seal holders in the following form :

The Common Seal of the Adelaide Oval Bowling Club Incorporated

was hereunto affixed this

day of 20

in the presence of :

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- (d) The secretary shall maintain a register recording the use of the seal showing :
- (i) date used
  - (ii) document and purpose
  - (iii) names of seal holders who sign the document
  - (iv) reference to the authority for use (i.e. item in appropriate minutes).



**WINDING UP AND DISSOLUTION**

49. (a) The Club may be wound up by a resolution of members at any Annual General Meeting or Special General Meeting specifically convened for that purpose in accordance with the provisions of Part 5 of the Act.
- (b) Any resolution for winding up must be passed by not less than three quarters of the members of the Club attending in person or by proxy and entitled to vote.
- (c) As stipulated in Section 43 (1) of the Act, any surplus assets available for distribution at the completion of the winding up process cannot be distributed to members.
- (d) On winding up or dissolution, all assets in property or cash remaining after all debts and legal liabilities have been paid will be made available for distribution to another incorporated entity or entities.
- (e) This entity or entities will be identified by the Committee after it has canvassed the opinions of members and tabled for decision by members at the meeting as specified in Sections 49 (a) and (b).
- (f) The implementation of the resolution passed at this meeting will be executed by the Committee.