

This is the annexure of 9 pages marked "A" referred to in the Form 5 signed by me and dated February 9<sup>th</sup> 2015.

*eBrands*

Secretary ATBSO WA

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# **A.T.B.S.O. (W.A.) Inc.**

## **Constitution**

### **2015**

Changes passed at the AGM 11<sup>th</sup> January 2015

## **1. NAME**

1.1 The name of the Association is;

**“AUSTRALIAN TENPIN BOWLING SENIORS ORGANISATION (W.A.) Inc.”**

## **2. DEFINITIONS**

2.1 In these rules, unless the contrary appears;

“The Act” means the Associations Incorporation Act 1987;

“The Association” means the Association referred to in rule 1;

“The Chairperson” means,

- (a) the person referred to in rule 9.1 (a) or, if that person is unable to perform his or her functions, the Vice Chairperson;
- (b) in relation to the proceedings at a Committee meeting or general meeting, the person presiding at the Committee meeting or general meeting in accordance with rule 9;

“The Committee” means the Committee of Management of the Association referred to in rule 9.1

“Committee meeting” means meeting referred to in rule 15.1

“Committee member” means person referred to in paragraph (a) to (e) of rule 9.1;

“Financial year” has the meaning given by section 3(1) of the Act, a reference to ;

(a) “an Incorporated Association” or “the Association” being construed as a reference to the ATBSO WA; and

(b) “the Committee” being construed as a reference to the Committee of the ATBSO WA;

“general meeting” means meeting convened under rule 16;

“member” means member of the Association;

“ordinary resolution means resolution other than a special resolution;

“special resolution” has the meaning given by section 24 of the Act;

“The Secretary” means the Secretary referred to in rule 9.1(c)

“The Treasurer” means the Treasurer referred to in rule 9.1(d);

“The Vice Chairperson” means the Vice Chairperson referred to in rule 9.1 (b).

In this Constitution references to the male shall include the female and vice versa, references to the singular shall include the plural and vice versa.

## **3. OBJECTS OF THE ASSOCIATION**

3.1 The objects of the Association are;

- (a) To promote the sport of ten pin bowling.
- (b) To organise tournaments and challenge matches locally for members.
- (c) To organise male, female and mixed teams to contest an Interstate Teams Challenge for bowlers 45 years of age and over, involving other Australian States and Territories.
- (d) To raise money to subsidise costs of travel to Interstate Challenge matches for bowlers aged 45 years and over.

- 3.2 The property and income of the Association shall be applied solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

#### **4. QUALIFICATIONS FOR MEMBERSHIP OF ASSOCIATION**

4.1 Membership of the Association is open to;

(a) All tenpin bowlers both male and female who have attained the age of eighteen years or over and hold a current T.B.A. membership.

(b) Members under forty five years are junior members who will hold all rights and responsibilities of full membership with the exception of the right to bowl in the State Masters or roll-off for entry into the Challenge Teams.

4.2 A person who wishes to become a member shall apply for membership to the Committee in such form as the Committee, from time to time, directs.

4.3 The Committee members shall consider each application made under sub-rule 4.2 at a Committee meeting and shall at the Committee meeting or a subsequent Committee meeting accept or reject that application.

#### **5. REGISTER OF MEMBERS OF ASSOCIATION**

5.1 The Secretary shall on behalf of the Association keep and maintain the register of members in accordance with section 27 of the Act and that register shall be kept and maintained at his or her place of residence.

5.2 The Secretary shall delete from the register referred to in sub-rule 5.1, the name of a person who dies or ceases to be a member under rule 6.3, 7.1 or 8.

#### **6. SUBSCRIPTIONS OF MEMBERS OF THE ASSOCIATION.**

6.1 The Committee shall from time to time at a general meeting determine the amount of the subscription to be paid by each member.

6.2 Each member shall pay to the Treasurer, annually, on or before the end of February and prior to the Roll-offs or such other date as the Committee from time to time determines, the amount of the subscription determined under sub-rule 6.1.

6.3 A member is a financial member for the purposes of these rules if his or her subscription is paid on or before the relevant date fixed under sub-rule 6.2 or within 1 month thereafter.

6.4 A member whose subscription is not paid within 1 month after the date fixed under sub-rule 6.2 ceases to be a member unless the Committee decides otherwise

#### **7. RESIGNATION OF MEMBERS OF ASSOCIATION.**

7.1 A member who delivers notice in writing of his or her resignation from the Association to the Secretary or another Committee member ceases, on delivery of that notice, to be a member.

7.2 A person who ceases to be a member under sub-rule 7.1 remains liable to pay to the Association any subscriptions due and payable but unpaid at the date of that cessation .

## **8. EXPULSION OF MEMBERS OF ASSOCIATION.**

8.1 If the Committee considers that a member should be expelled from the membership of the Association because of conduct detrimental to the interests of the Association, the Committee shall communicate, in writing, to the member; not less than 30 days before the date of the Committee meeting referred to in paragraph (a),

(a) notice of the proposed expulsion with particulars of that conduct and the time, date and place of the Committee meeting at which the question of the expulsion will be decided .

8.2 At the Committee meeting referred to in 8.1 the Committee may, expel or decline to expel that member from membership of the Association having afforded the member concerned reasonable opportunity to be heard by, or to make representations in writing to, the Committee. They shall, forthwith after deciding whether or not to expel that member, communicate that decision in writing to that member.

8.3 Subject to sub-rule 8.5 a member who is expelled under sub-rule 8.2 from membership of the Association ceases to be a member 14 days after the day on which the decision to expel him is communicated to him.

8.4 A member who is expelled under sub-rule 8.2 from membership of the Association shall, if he or she wishes to appeal against that expulsion, give notice to the secretary of his or her intention to do so within the period of fourteen days referred to in sub-rule 8.3

8.5 When notice is given under sub-rule 8.4 the Association in a general meeting after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to the Association, may confirm or set aside the decision of the Committee to expel that member. The member who gave that notice does not cease to be a member unless and until the decision of the Committee to expel him is confirmed under this sub-rule.

## **9. COMMITTEE OF MANAGEMENT.**

9.1 The affairs of the Association shall be managed exclusively by "by a Committee consisting of

- a) a Chairperson
- b) a Vice Chairperson
- c) a Secretary
- d) a Treasurer and
- e) not less than three other persons."

all of whom shall be members of the Association.

These positions, namely, Chairperson, Vice Chairperson, Secretary, Treasurer and three other persons to be elected by general membership present at the AGM.

9.2 At the commencement of each successive annual general meeting after the inaugural General Meeting those one half of Committee members who have served for longer periods shall cease to be Committee members, but shall be eligible for re-election to membership of the Committee.

9.3 A person is only eligible for election to membership of the Committee if a member has nominated him for election by delivering notice in writing to the

secretary not less than 21 days before the day on which the annual general meeting concerned is to be held. That nomination is to be signed by;

- (a) the nominator; and
- (b) the nominee to signify his/ her willingness to stand for election.

9.4 The Secretary shall ensure that notice of all persons seeking election to membership of the Committee is given to all members 14 days prior to the annual general meeting, at which that election is to be held.

9.5 If the number of persons nominated for election to membership of the Committee does not exceed the number of vacancies to be filled;

- (a) the Secretary shall report accordingly and
- (b) the chairperson shall declare those persons to be duly elected as members of the Committee at the annual general meeting concerned.

9.6 When a casual vacancy within the meaning of rule 14 occurs in the membership of the Committee;

- (a) the Committee may appoint a member to fill that vacancy; and
- (b) a member appointed under this sub-rule shall;
  - (i) hold office until the commencement of the next Annual General Meeting
  - (ii) be eligible for election to membership of the Committee at the next Annual General Meeting.
  - (iii) No member of the association will be permitted to serve more than four years consecutively in any one position on the committee unless no other candidate is prepared to accept the position.

## **10. CHAIRPERSON**

10.1 The Chairperson shall preside at all general meetings and Committee meetings.

10.2 In the event of the Chairperson's absence from a general meeting a Vice Chairperson shall preside.

10.3 In the event of the Chairperson and Vice Chairpersons absence a member elected by the other members present at the general or Committee meeting shall preside.

## **11. SECRETARY.**

11.1 The Secretary shall;

- (a) coordinate the correspondence of the Association;
- (b) keep full and correct minutes of the proceedings of the Committee and of the Association;
- (c) comply on behalf of the Association with;
  - (i) Section 27 of the Act in respect of members of the Association;
  - (ii) Section 28 of the Act in respect of rules of the Association; and
  - (iii) Section 29 of the Act in respect of the record of the office holders and any trustees, of the Association;
- (d) have custody of all books, documents, records and registers of the Association, including those referred to in paragraph (c) other than those required by rule 12 to be kept and maintained by, or in the custody of, the Treasurer;
- (e) perform such other duties as are imposed by these rules on the Secretary.

## **12. TREASURER.**

12.1 The Treasurer shall;

- (a) be responsible for the receipt of all moneys paid to or received by him on behalf of the Association and shall issue receipts for those moneys in the name of the Association;
- (b) pay all moneys referred to in paragraph (a) into such account or accounts of the Association as the Committee may from time to time direct;
- (c) Make payments from the funds of the Association with the authority of a general meeting or of the Committee and in so doing ensure that there are at least three signatories available to sign cheques, being the Treasurer, President and one other Committee member, any two to sign at one time
- (d) Comply on behalf of the Association with sections 25 and 26 of the Act in respect of the accounting records of the Association;
- (e) Whenever directed to do so by the Chairperson, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
- (f) Have custody of all securities, books and documents of a financial nature and accounting records of the Association, including those referred to in paragraphs (d) and (e); and
- (g) perform such other duties as are imposed by these rules on the Treasurer.

12.2 Cheque signatories may not be two or three members of any one family. The President of the Association will be a cheque signatory.

### **13. TOURNAMENT DIRECTOR**

13.1 The appointed Tournament Director of any tournament has sole discretionary powers on the day of the tournament only.

13.2 The Tournament Director is on duty during the entire tournament. Any alternate appointed by the Executive Board has Tournament Directors powers in the absence of the Tournament Director.

13.3 The Alternative Tournament Director is still under the direction of the appointed Tournament Director.

13.4 The Tournament Directors decision in any matters arising out of the Tournament under their jurisdiction shall be deemed final and no correspondence shall be entered into other than that which is called for under the TBA Rules and regulations.

13.5 It shall be compulsory for the Tournament Director to place before the Executive of the A.T.B.S.O. W.A., preferably in writing, any problems that arise from any Tournament. Should the Tournament Director be unsure of their standing they will consult the ATBSO Executive before a final decision is made.

### **14. CASUAL VACANCIES IN MEMBERSHIP OF COMMITTEE.**

14.1 A casual vacancy occurs in the office of a Committee member if the Committee member;

- (a) dies;
- (b) resigns by notice in writing delivered to the Chairperson or, if the Committee member is the Chairperson, to the Vice Chairperson ;
- (c) is convicted of an offence under the Act;
- (d) is permanently incapacitated by mental or physical ill health;
- (e) is absent from 3 or more consecutive meetings without an acceptable reason; or
- (f) ceases to be a member of the Association.

14.2 Such casual vacancy shall be filled from the general membership by invitation from the Committee.

(a) the duration of this position will be until the next AGM

## **15. PROCEEDINGS OF COMMITTEE.**

15.1 The Committee shall meet together for the dispatch of business not less than four (4) times per year on a quarterly basis and the Chairperson may at any time convene a meeting of the Committee.

15.2 Each Committee member has a deliberative vote.

15.3 A question arising at a Committee meeting shall be decided by a majority of votes, but, if there is an equality of votes, the person presiding at the Committee meeting shall have a casting vote in addition to his or her deliberative vote.

15.4 At a Committee meeting five (5) Committee members constitute a quorum.

15.5 The procedure and order of business to be followed at a Committee meeting, shall be determined by the Committee members present at the Committee meeting.

15.6 A Committee member having any direct or indirect pecuniary interest referred to in section 21 or 22 of the Act shall comply with that section.

## **16. GENERAL MEETINGS**

16.1 The Committee;

(a) may at any time convene a special general meeting;

(b) shall convene Annual General Meetings within the time limits provided for the holding of annual general meetings by section 23 of the Act; and

(c) shall, within 30 days of;

(i) Receiving a request in writing to do so from not less than five (5) members, convene a special general meeting for the purpose specified in that request; or,  
(ii) The Secretary receiving notice under rule 8.4 shall convene a special general meeting for the purpose of dealing with the appeal to which that notice relates.

16.2 The members making a request referred to in Sub-rule 16.1 (c) shall;

(a) state the purpose for which the special general meeting concerned is required; and

(b) sign that request.

16.3 If a special general meeting is not convened within the relevant period of 30 days referred to in sub-rule 16.1(c) (i), the member who gave the notice concerned may herself convene a special general meeting as if she were the Committee.

16.4 When a special general meeting is convened under sub-rule 16.3

(a) the Committee shall ensure that the members or member convening the special general meeting are supplied free of charge with particulars of all members; and

(b) the Association shall pay the reasonable expenses of convening and holding the special general meeting.

16.5 Subject to sub-rule 16.8 the Secretary shall give all members not less than 14 days notice of a general meeting and of any motions to be moved at the general meeting.

16.6 A notice given under sub-rule 16.5 shall specify;  
(a) when and where the general meeting concerned is to be held; and  
(b) particulars of the business to be transacted at the general meeting concerned and the order in which that business is to be transacted.

16.7 In the case of an annual general meeting, the order in which business is to be transacted is;  
(a) first, the consideration of the accounts and reports of the Committee;  
(b) second, the election of the Committee members to replace outgoing Committee members; and  
(c) third, any other business requiring consideration by the Association in a general meeting.

16.8 The Secretary shall give to all members not less than 21 days notice of a general meeting at which a special resolution is to be proposed and of any other motions to be moved at that general meeting.

16.9 The Secretary may give notice under sub rule 16.5 or 16.8 by;  
(a) serving it on a member personally; or  
(b) sending it by post to a member at the address of the member appearing in the register of members kept and maintained under section 27 of the Act or by email to the email address provided by the member.

16.10 When a notice is sent by post under sub rule 16.9 (b), sending of the notice, shall be deemed to be properly effected, if the notice is sufficiently addressed and posted to the member concerned by ordinary pre paid mail.

## **17. QUORUM IN PROCEEDINGS AT GENERAL MEETINGS**

17.1 At a general meeting 40% of members of the Association present in person constitutes a quorum.

17.2 If within thirty (30) minutes after the time specified for the holding of a general meeting in a notice given under rule 16.5 or 16.8;

(a) as a result of a request or notice referred to in rule 16.1(c) or as a result of action taken under rule 15.3 a quorum is not present, the general meeting lapses;  
or

(b) otherwise than as a result of a request, notice or action referred to in paragraph (a),  
the general meeting stands adjourned to the same time on the same day in the following fortnight and to the same venue.

17.3 If within 30 minutes of the time appointed by sub-rule 17.2 (b) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person may nevertheless proceed with the business of the meeting as if a quorum were present.

17.4 The Chairperson may, with the consent of a general meeting at which a quorum is present, and shall, if so directed by such a general meeting, adjourn that meeting from time to time and place to place.

17.5 When a general meeting is adjourned for a period of 30 days or more, the Secretary shall give notice under rule 16 of the adjourned general meeting as if that meeting were a fresh general meeting.

17.6 At a general meeting;  
(a) an ordinary resolution put to the vote shall be decided by a majority of votes cast on a show of hands;



(b) a special resolution put to the vote shall be decided in accordance with section 24 of the Act.

17.7 A declaration by the Chairperson at a general meeting that a resolution has been passed as an ordinary resolution shall be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with sub-rule 17.8.

17.8 At a general meeting, a poll may be demanded by the Chairperson or by 3 or more members present and if so demanded, shall be taken in such a manner as the Chairperson directs.

17.9 If a poll is demanded and taken under sub-rule 17.8 in respect of an ordinary resolution, a declaration by the Chairperson of the result of the poll is evidence of the matter so declared.

17.10 A poll demanded under sub-rule 17.9 on the election of a person to preside over a general meeting or on the question of an adjournment shall be taken forthwith on that demand being made.

## **18. MINUTES OF MEETINGS OF ASSOCIATION.**

18.1 The Secretary shall cause proper minutes of all proceedings of all general meetings and Committee meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Committee meeting, in a minute book kept for that purpose.

18.2 The Chairperson shall ensure that the minutes taken of a general meeting or Committee meeting under sub rule 18.1 are checked and signed as correct by the Chairperson of the meeting to which those minutes relate.

18.3 When minutes have been entered and signed as correct under this rule, they shall, until the contrary is proved, be evidence that;

- (a) the general meeting or Committee meeting to which they relate was duly convened and held;
- (b) all proceedings recorded as having taken place at the meeting did in fact take place thereat;
- (c) all appointments or elections purporting to have been made at the meeting have been validly made.

## **19. VOTING RIGHTS OF MEMBERS OF ASSOCIATION.**

19.1 Each member present at a general meeting is entitled to a deliberative vote.

## **20. RULES OF ASSOCIATION.**

20.1 The Association may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 17, 18, and 19 of the Act.

20.2 These rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.

## **21. COMMON SEAL OF ASSOCIATION.**

21.1 The Association shall have a common seal on which its corporate name shall appear in legible characters.

21.2 The common seal of the association shall not be used without the express authority of the committee and every use of that common seal shall be recorded in the minute book referred to in rule 18.

21.3 The affixing of the common seal of the Association shall be witnessed by any two of the Chairperson, the Secretary and the Treasurer.

## **22 INSPECTION OF RECORDS, ETC OF ASSOCIATION.**

22.1 A member may at any reasonable time inspect without charge the books, documents, and records and securities of the Association.

## **23. DISTRIBUTION OF SURPLUS PROPERTY ON WINDING UP OF ASSOCIATION.**

If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another Association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members and which Association shall be determined by resolution of the members.