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Consolidated copy of rules for:

Moorefield Bowling & Sports Club
Co-operative Limited
NSWC00202

Lodged with rule alteration
registered 12 July 2018

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MOOREFIELD BOWLING & SPORTS CLUB CO-OPERATIVE LIMITED

Consolidated Rules

— AMENDED —

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RULES OF

MOOREFIELD BOWLING & SPORTS CLUB CO-OPERATIVE LIMITED

REGISTERED UNDER THE CO-OPERATIVES ACT 1992 (N.S.W.)

**For a Non-Trading Non-Share Co-operative that is also a Club registered under the
Registered Clubs Act 1976 (NSW)**

REGISTRY OF CO-OPERATIVES

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(Code: NT/NS/RC: (06/2001))

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DEFINITIONS

1. In these rules, unless the context otherwise requires:

- (i) “active member” means a member who is in active membership within the provisions of Rule 16;
- (ii) “alter” or similar word or expression used in relation to a rule amendment includes add to, substitute and rescind;
- (iii) “annual general meeting” means the annual general meeting held each year as required by the Act and these rules;
- (iv) “auditor” means an auditor or auditors for the time being of the co-operative appointed in accordance with Rule 76;
- (v) “by-laws” means the by-laws of the co-operative that are currently in force;
- (vi) “banking account” includes an account with a credit union or building society registered, or authorised to operate, under the Australian Prudential Regulation Authority Act and the Banking Act into which the co-operative’s monies may be paid;
- (vii) “business day” means a day that is not a Saturday or Sunday or a public holiday or bank holiday in New South Wales;
- (viii) “chairperson” includes deputy chairperson;
- (ix) “club member” means a person who is a full member, a provisional member, an honorary member or a temporary member of the co-operative;
- (x) “director” means any director of the co-operative for the time being;
- (xi) “financial year” means the financial year of the co-operative as specified in Rule 73;
- (xii) “full member” means a person who is an active member of the co-operative, and is either an ordinary or life member;
- (xiii) “guest”, in relation to a full member, a provisional member or an honorary member of the co-operative, means a person:
 - (A) whose name and address, countersigned by the member, are entered in a register kept for the purpose by the co-operative, and

- (B) who, at all times while on the co-operative premises, remains in the reasonable company of the member; and
 - (C) who does not remain in the co-operative premises any longer than the member;
- (xiv) “honorary member” means a person who, under the rules of the co-operative and the Clubs Act, is an honorary member of the club;
- (xv) “life member” means a person who is elected to membership of the co-operative for life;
- (xvi) “may” or similar word or expression used in relation to a power of the Board indicates that the power may be exercised or not exercised at the Board’s discretion;
- (xvii) “member” means a person who is an active/full member of the co-operative;
- (xviii) “month” means calendar month;
- (xix) “notice board” means the board or boards provided on the co-operative premises on which notices for the information of members is posted;
- (xx) “officer” includes the Chairperson, Vice-Chairperson(s), Director, Principal Executive Officer, Secretary, Treasurer, duly appointed Manager or other person who is concerned or takes part in the management of the co-operative;
- (xxi) “ordinary member” means a member of the co-operative, other than a life member, provisional member, honorary member or temporary member;
- (xxii) “postal ballot” includes a special postal ballot;
- (xxiii) “prescribed” means prescribed by the Act or under the Act by Regulation;
- (xxiv) “provision” in relation to the Act, means words or other matter that form or forms part of the Act, and includes:
- (A) a chapter, part, division, section, subsection, paragraph, subparagraph, sub-subparagraph or schedule of or to the Act; and
 - (B) a section, clause, subclause, item, column, table or form of or in a schedule to the Act; and
 - (C) the long title and any preamble to the Act;

- (xxv) “provisional member” means a person who has applied for admission as a full member of the co-operative, has paid the subscription appropriate for the membership applied for, and is awaiting a decision on the application;
- (xxvi) “regulation” means a regulation made under the Act, and any regulation that applies to a co-operative by way of a transitional regulation made under the Act;
- (xxvii) “relevant interest” has the same meaning as given in Schedule 2 of the Act;
- (xxviii) “rules” mean the registered rules of the co-operative as amended from time to time and reference to particular rules has a corresponding meaning;
- (xxix) “shall” or a similar word or expression used in relation to a power of the Board indicates that the power must be exercised, subject to the Act or the rule granting the power;
- (xxx) “special resolution” means a resolution which is passed in accordance with Rule 51;
- (xxxi) “temporary member” means a person who, under the rules of the co-operative, is a temporary member of the club;
- (xxxii) “the Act” means the Co-operatives Act 1992;
- (xxxiii) “the Board” means the whole or any number of directors assembled at a meeting of the directors or transacting business in accordance with Rule 60, being not less than a quorum or a majority, as the case may be;
- (xxxiv) “the club” means Moorefield Bowling & Sports Club Co-operative Limited;
- (xxxv) “the Clubs Act” means the Registered Clubs Act 1976;
- (xxxvi) “the co-operative” means Moorefield Bowling & Sports Club Co-operative Limited;
- (xxxvii) “the Law” means the Corporations Act;

(xxxviii) “the Registrar” means the Registrar of Co-operatives or any person delegated the Registrar’s functions;

(xxxix) “the secretary” means any person appointed by the Board as secretary of the co-operative in accordance with the rules;

(xl) “the State” means the State of New South Wales;

(xli) “writing” includes printing, typing, lithography and other modes of representing or reproducing words in a visible form and “written” has a corresponding meaning;

(xlii) Words importing one gender include the other genders;

(xliii) Words in the singular include the plural, and vice versa;

(xliv) Words or expressions used have the same meaning as those given to them by the Act.

DEFINITIONS – INTERPRETATION PROVISIONS

2. (a) A reference in these rules to “the Act” includes a reference to:

- (i) the Act as originally enacted, and as amended from time to time since its original enactment; and
- (ii) if the Act has been repealed since the inclusion of the reference in these rules – the legislation enacted in substitution of the Act (whether legislation is of the State or Federal Parliament) and as amended from time to time since its enactment;

(b) A reference in these rules to a provision in “the Act” includes a reference to:

- (i) the provision as originally enacted, and as amended from time to time since the original enactment;
- (ii) if the provision has been omitted or re-enacted (with or without modification) since the enactment of the reference – the provision as re-enacted and as amended from time to time since its re-enactment; and

- (iii) if the provision has been omitted and replaced with a new provision dealing with the same area of law or procedure – the new provision as enacted and as amended from time to time since its enactment.
- (c) (i) In the interpretation of a rule, or paragraph of a rule, the interpretation that will best achieve the purpose of the rule is to be preferred to any other interpretation.
- (ii) This provision applies whether or not the purpose is expressly stated in the rule or paragraph of the rule.
- (d) In these rules, unless the context indicates a contrary intention, headings are for convenience and do not affect interpretation.

NAME

- 3. (a) The name of the Co-operative shall be Moorefield Bowling & Sports Club Co-op Limited.
- (b) The Co-operative may, in accordance with Section 259 of the Act, change its name by way of Special Resolution to a name approved by the Registrar.
- (c) A change of name of the Co-operative does not take effect until:
 - (i) the Registrar has noted the change on the Certificate of Incorporation of the Co-operative; or
 - (ii) the Certificate of Incorporation is surrendered to the Registrar and replacement Certificate of Incorporation is issued in the new name.

NON-TRADING CO-OPERATIVE

- 4. The co-operative is a non-trading co-operative within the meaning of Section 15 of the Act.

CONVERSION TO A CO-OPERATIVE WITHOUT SHARE CAPITAL

- 4A (a) On the registration of these rules:
 - (i) the co-operative shall convert from being a co-operative with a share capital to a co-operative without a share capital;
 - (ii) every person who was a member before the date of registration continues to be a member in accordance with these rules;
 - (iii) all shares in the co-operative held by any member before the registration, are cancelled;

- (iv) the paid up share capital shall become part of the general reserves of the co-operative to be applied in accordance with the rules.
- (ii) The conversion to a co-operative without a share capital shall not affect the obligation of a member to pay to the co-operative any amount which was payable, but unpaid by the member to the co-operative on or before the date of registration of these rules.
- (iii) No member (including a deceased member, through their personal representative), admitted to membership of the co-operative prior to the date of registration of these rules, shall be entitled to the amount paid up on that member's share on the cancellation of membership, or on the member ceasing membership.

REGISTERED OFFICE

- 5. (a) The co-operative must cause a notice to be conspicuously and publicly displayed at the premises of the registered office which states the name of the co-operative and identifies the premises as its registered office.
- (b) The Board shall notify the Registrar of any changes of address of the registered office of the co-operative within 28 days after the change, and on the form approved by the Registrar.

REGISTERED CLUBS REQUIREMENTS

- 6. Subject to the provisions of the Registered Clubs Act:
 - (i) liquor shall not be sold, supplied or disposed of on the premises of the club to any person, other than a member, except on the invitation and in the company of a member. This paragraph does not apply if the club is the holder of a Certificate of Registration under the Registered Clubs Act in respect of the sale, supply or disposal of liquor to any person at a function in respect of which authority is granted to the club under the Registered Clubs Act;
 - (ii) liquor shall not be sold, supplied or disposed of on the premises of the club to any person under the age of eighteen years;
 - (iii) a person under the age of eighteen years shall not use or operate poker machines on the premises of the club;
 - (iv) all visible promotional and advertising matter relating to the facilities of the club must include a statement that is at least as visible as the promotional or advertising matter and is to the effect that the matter is for the information of members and their guests;

- (v) all audible promotional and advertising matter relating to the facilities of the club must include a statement that is at least as audible as the promotional or advertising matter and is to the effect that the matter is for the information of members and their guests;

RULES

- 7. (a) The rules of the co-operative have the effect of a contract under seal:
 - (i) between the co-operative and each member;
 - (ii) between the co-operative and each director; and
 - (iii) between a member and each other member.

Under the contract, each of those persons who agrees to observe and perform the provisions of the rules as in force for the time being so far as those provisions are applicable to that person.

- (b) (i) A member shall be entitled on demand to a copy of the rules upon Payment of a sum not exceeding that specified in Rule 85, Schedule of Fees.
- (ii) A person may inspect a copy of these rules free of charge at the office where the registers are kept, during all reasonable hours.

RULE ALTERATIONS

- 8. (a) The rules may be altered by a special resolution, by a resolution of the Board in accordance with Section 112 of the Act or as otherwise permitted by the Act. No alteration to these rules takes effect until the alteration is registered by the Registrar.
- (b) Where any rule is altered, by way of a board resolution under Section 112 of the Act, the co-operative must cause the alteration to be notified, in writing, to members as soon as practicable after the alteration is registered and, in any event, not later than the date on which notice is given to the members of the next annual general meeting of the co-operative, following the registration of the alteration.

BY-LAWS

- 9. (a) The Board shall have power to make by-laws, not inconsistent with the Act, the Regulations and the rules.

- (b) A breach of a by-law shall be deemed to be an infringement of the rules for the purposes of Rule 84.

OBJECTS

10. The objects of the co-operative shall be:

- (a) To promote the social welfare of its members and to promote and engage in the game of bowls and such sports, games, amusements and recreations as the Board may deem expedient and to operate, maintain and carry on a club for that purpose.
- (b) To make available every facility and provide assistance, as required, to enable the formation and effective conduct of a Women's and Men's Bowling Club to be named, respectively, Moorefield Women's Bowling Club and Moorefield Men's Bowling Club.
- (c) To affiliate with such associations as shall be considered necessary.
- (d) To subscribe to, become a member of and co-operate with any other association(s) whether incorporated or not, whose objects are altogether or in part similar to those of this Club.
- (e) To hold or ensure suitable arrangements are made for the holding of games and competitions and offer and grant or contribute towards the provision of trophies, awards and distinctions.
- (f) To purchase, lease or otherwise acquire land at any place that the Club may deem expedient and to lay out and prepare such grounds for bowls and for other purposes of the Club and provide a clubhouse and other conveniences in connection therewith, and permit their use by members and their guests on such terms as the Board shall determine. Notwithstanding the provisions of this rule no portion of the Club's property, which may be covered by a certificate of registration under the provisions of the Registered Clubs Act (1976) shall be let, leased or demised without prior approval of the Licensing Court.
- (g) To buy, sell and deal in all kinds of apparatus and provisions, either liquid or solid required by persons frequenting the Club's premises, but not to compete with wholesale or similar stores which sell goods not normally sold by bowling clubs.
- (h) To hold a club certificate of registration or other licence for the sale of spirits or other liquors and to carry on the business of restaurant keepers, wine and spirit merchants, licenced victuallers, sellers of tobacco, cigarettes and cigars.
- (i) To hold any necessary authorities and licences to keep and operate poker machines and to conduct other forms of gaming permitted in the premises of a

registered club including but without limiting the generality of this Rule, Keno and TAB.

- (j) The promotion and carrying out of such charitable activity or undertakings.
- (k) To make such payments to community development and support as described in the Registered Clubs Act.

POWERS

- 11. (a) The co-operative shall have, both within and outside the State, the legal capacity of a natural person and have all the powers allowed by or under the Act including but not limited to the following powers:
 - (i) Erect dwellings and buildings either on or behalf of or for sale or letting to members;
 - (ii) Acquire land on which dwellings or buildings are being or have been erected and sell or let the same to members;
 - (iii) Sell or let land to its members or to any other Co-operative;
 - (iv) Sub-divide land, make and maintain private ways, bridges, culverts and drains and make, open and dedicate roads;
 - (v) Provide and maintain buildings and grounds for education, recreation or other community purposes, operate, maintain or carry on any club, or promote or assist clubs, for any such purpose;
 - (vi) Promote and carry out any charitable undertaking;
 - (vii) Raise money on loan for any objects of the Co-operative from time to time and give security for such loan;
 - (viii) Enter into guarantees, indemnities and agreements for recourse, purchase and repurchase with an owner in relation to hire purchase agreements made between such owner and members of the Co-operative in respect of goods, plant, machinery or equipment;
 - (ix) To contract or otherwise make arrangements for any guarantee or guarantees by any person or persons of the payment of money by the Co-operative or of the performance of the Co-operative of any of its obligations whether present or future and for such purpose to indemnify or agree to indemnify the person or persons giving or about to give such guarantee or guarantees and to give security over the assets of the Co-

operative or any of them for such indemnity or for the performance of such agreement to indemnify;

- (x) Arrange insurance on behalf of its members.
- (b) The powers of the co-operative to:
 - (i) obtain financial accommodation; and
 - (ii) give security for the repayment of money,

shall be exercised subject to the Act, but otherwise remain unlimited by the rules.
- (c) The co-operative shall not have the power to lend money to any of its employees or members.

SEAL

- 12. (a) The co-operative shall, as required by Section 258(1)(a) of the Act, have the Name of the co-operative appear in legible characters on its Common Seal and on Any Official Seal, and the Australian Registered Body Number of the co-operative if required under the Law. The Common Seal shall be kept at the registered office in such custody as the Board shall direct.
- (b) The co-operative may, pursuant to Section 49 of the Act, have for use in place of its Common Seal outside the State, one or more Official Seals. Each of the additional seals must be a facsimile of the Common Seal with the addition on its face of the name of the place where it is to be used.
- (c) The Common Seal of the co-operative shall not be affixed to any instrument except by resolution of the Board. The seal must be affixed by a director of the co-operative in the presence of another director or officer of the co-operative.
- (d) The person affixing the Official Seal must certify in writing on the instrument to which it is affixed, the date and place at which it is affixed.

CO-OPERATIVE MAY AUTHORISE AGENT OR ATTORNEY TO EXECUTE DEEDS

- 13. (a) The co-operative may, by writing under its Common Seal, empower its agent or attorney (either generally or in respect of a specified matter or specified matters) to execute deeds on its behalf.
- (b) A deed signed by such an agent or attorney on behalf of the co-operative and under the agent's or attorney's seal, or under the appropriate official seal of the

co-operative, binds the co-operative and has effect as if it were under the Common Seal of the co-operative.

- (c) The authority of such an agent or attorney, as between the co-operative and a person dealing with the agent or attorney, continues during the period (if any) mentioned in the instrument conferring the authority or, if no period is so mentioned, until notice of the revocation or termination of the agent's or attorney's authority has been given to the person dealing with the agent or attorney.
- (d) Where an agent or attorney affixes an Official Seal to an instrument, the person must comply with Rule 12(d).

CUSTODY AND INSPECTION OF RECORDS AND REGISTERS

- 14. (a) The co-operative must have at the registered office, subject to Rule 15, and available during all reasonable hours for inspection by any member free of charge the following:
 - (i) a copy of the Act, the Clubs Act and the Regulations;
 - (ii) a copy of the rules of the co-operative;
 - (iii) a copy of the minutes of each general meeting of the co-operative;
 - (iv) a copy of the last annual report of the co-operative under Section 252 of the Act;
 - (v) the register of directors and members;
 - (vi) the register of names of persons who have given loans and deposits to or hold securities or debentures given or issued by the co-operative;
 - (vii) such other registers as the regulation provides are to be open for inspection.
- (b) The register of members must be kept in accordance with Sections 30 and 31 of the Clubs Act, Section 249 of the Act and the Regulation.
- (c) A member is entitled to make a copy of entries in a register specified in subsection (a) and to do so free of charge or on the payment of a fee if required under Rule 85, Schedule of Fees.
- (d) The co-operative must have at the place where the registers are kept and available during all reasonable hours for inspection by any person:

- (i) a copy of the Act, the Clubs Act and the Regulations;
- (ii) A copy of the rules of the co-operative;
- (iii) A copy of the last annual report of the co-operative under Section 252 of the Act.

NOTIFICATION OF OFFICE ADDRESS AT WHICH REGISTERS ARE KEPT

15. If the registers required by Section 249(1) of the Act and Section 32(2) of the Clubs Act to be kept by a co-operative are not kept at the registered office, the co-operative must lodge with the Registrar a notice of the address at which the register is kept within 28 days after the register is:

- (i) established at an office which is not the co-operative's registered office;
or
- (ii) moved from one office to another.

ACTIVE MEMBERSHIP PROVISION

16: (a) In accordance with Part 6 of the Act:

- (i) The operation, maintenance and carrying on of a club known as Moorefield Bowling & Sports Club Co-op Limited is a primary activity of the Co-operative; and,
- (ii) A member shall:
 - (1) be an A class member and pay an annual subscription in accordance with Rule 29 of not less than the minimum subscription provided from time to time by the Registered Clubs Act;
 - (2) be awarded a Life membership in accordance with Rule 20 in order to establish active membership of the Co-operative.

(b) In accordance with Part 6 of the Act:

- (i) The promotion of the game of bowls and other sporting and social activities is a primary activity of the Co-operative; and
- (ii) A member shall be an Associate, Social member or a Junior member who pays an annual subscription as determined by the Board in accordance with Rule 29;

in order to establish active membership of the Co-operative.

CANCELLATIONS RELATING TO INACTIVE MEMBERS

17. (a) The Board shall, after giving notice in accordance with Section 132 of the Act, declare the membership of a member cancelled if:
- (i) The whereabouts of the member are not presently known to the co-operative and have not been known to the co-operative for a continuous period of at least 1 month before the date of the cancellation; or
 - (ii) The member is not presently an active member and has not been an active member at any time during the past 1 month immediately before the date of cancellation.
- (b) The co-operative shall, in a form approved by the Registrar, keep a register of memberships cancelled pursuant to paragraph (a) of this rule, which shall specify the particulars prescribed in Clause 6 of Schedule 1 of the Co-operatives Regulation 1997.
- (c) The Board shall not be required to give notice, under this rule, if the member's whereabouts are unknown to the co-operative and the amount required to be repaid to the member in respect of the cancelled membership does not exceed \$50, or such other amount as may be prescribed.

QUALIFICATIONS FOR MEMBERSHIP

18. (a) A person is not qualified to be admitted to membership of the co-operative unless:
- (i) the Board has reasonable grounds for believing that the person will be an active member under Rule 16; and
 - (ii) the applicant is an individual and not a body corporate.
- (b) Club membership shall consist of the following classes:
- (i) A Class members;
 - (ii) Life members;
 - (iii) Associate members;
 - (iv) Social members;

- (v) Junior members;
 - (vi) Honorary members;
 - (vii) Temporary members; and
 - (viii) Provisional members.
- (c) The rights, duties and entitlements of the various classes of membership are as follows:

A CLASS MEMBERS

19. (i) Persons who have attained the age of eighteen (18) years and who are members or who are eligible for membership of the respective governing bowling associations recognised by the Co-operative and who are elected or transferred by the Board to A Class membership of the Co-operative.
- (ii) A Class members shall pay an annual subscription as the Board may determine.
- (iii) Financial A Class members shall have the right to attend and vote at Annual General Meetings and Special General Meetings of the Co-operative and the right to nominate for, be elected to and to hold office on the Board, to vote at the election of the Board and to vote on any Special Resolution to amend this Constitution.

ASSOCIATE MEMBERS

- 19A. (i) Persons who have attained the age of eighteen (18) years and who are elected or transferred by the Board to Associate Membership of the Co-operative shall be Associate members of the Co-operative;
- (ii) Associate members shall pay an annual subscription as the Board may determine;
- (iii) Financial Associate members shall have the right to attend and vote at Annual General Meetings and Special General Meetings of the Co-operative and the right to nominate for, be elected to and to hold office on the Board, to vote at the election of the Board and to vote on any Special Resolution to amend this Constitution.

SOCIAL MEMBERS

- 19B. (i) Persons who have attained the age of eighteen (18) years and who are elected or transferred by the Board to Social membership of the Co-operative shall be Social members of the Co-operative;

- (ii) Social members shall pay an annual subscription as the Board may determine;
- (iii) Social members shall be entitled to vote in the annual election of the Board or of any Director and in respect of honorariums paid to Directors but subject to this shall not otherwise be eligible to vote at the Annual General Meeting or Special General Meetings or to be nominated for, to be elected to and to hold office on the Board or to vote on any Special Resolution to amend these Rules.

JUNIOR MEMBERS

- 19C. (i) Persons who have not attained the age of eighteen (18) years but who satisfy the Board that they are a member of a sporting team or sporting club affiliated with the Co-operative and will, if elected to membership, take an active part in the sporting activities of the Co-operative on a regular basis may be admitted to Junior membership of the Co-operative.
- (ii) Junior members must take an active part in the sporting activities of the Co-operative on a regular basis and shall be entitled only to those privileges of membership as the Board may determine from time to time but shall not be eligible to hold office, vote at meetings of the Co-operative, nominate persons for membership or introduce visitors to the Co-operative nor shall they have any part in the management of the Co-operative.
- (iii) Junior members shall be permitted to use only those parts of the licenced areas of the Co-operative for which an authority under Section 22 of the Registered Clubs Act is enforced but shall not be served with or consume alcohol within the Co-operative.
- (iv) Junior members shall pay annual subscription as the Board may determine.
- (v) No person may be elected to Junior membership of the Co-operative unless the Co-operative receives written consent from the parent or guardian of that person becoming a Junior member of the Co-operative and taking an active part in the sporting activities of the Co-operative.

LIFE MEMBERS

20. (a) The Co-operative in general meeting on the recommendation of the Board for long and meritorious service rendered to the Co-operative by any member, may elect such member as a Life member of the Co-operative by resolution passed by a majority of not less than three-fourths of the members voting on such resolution.
- (b) There shall be no room for more than seven (7) Life members at one time.
- (c) Every Life member shall be entitled to all the rights and privileges and subject to

paragraph (e) of this Rule 20 be subject to all the duties and obligations of an A Class member.

- (d) Any person who is listed as a Life member in the Register of Members on the date of the Special Resolution adopting these rules is deemed to be a Life member under these rules.
- (e) A Life member is relieved of the payment of any annual subscription but shall pay any other fees or levies payable by members.

HONORARY MEMBERS

- 21. (a) The following persons may be made Honorary members of the Club in accordance with procedures established by the Board from time to time:
 - (i) the patron or patrons for the time being of the Club;
 - (ii) any prominent citizen or local dignitary visiting the Club;
- (b) Honorary members shall be entitled to only the social facilities and amenities of the Club and shall not be entitled to attend or vote at any meeting of the Club, nominate or be elected to the Board or any office in the Club or participate in the management, business and affairs of the Club in any way.
- (c) When Honorary membership is conferred on any person the following particulars shall be entered in the Club's Register of Honorary Members:
 - (i) the name in full of the Honorary Member;
 - (ii) the residential address of the Honorary Member;
 - (iii) the date on which Honorary membership is conferred;
 - (iv) the date on which Honorary membership is to cease.

TEMPORARY MEMBERS

- 22. The following persons in accordance with the procedures established by the Board may Be Temporary members of the Club:
 - (a) Any visitor whose permanent place of residence in New South Wales is not less than a distance of 5 kilometres radius from the Club or such other greater distance as may be determined from time to time by the Board by By-law pursuant to these Rules.
 - (b) A Full member (as defined in the Registered Clubs Act) of any registered club under the Registered Clubs Act and which has objects similar to those of the Club;
 - (c) A Full member (as defined in the Registered Clubs Act) of any registered club

who, at the invitation of the Board of the Club, attends on any day at the premises of the Club for the purpose of participating in an organised sport or competition to be conducted by the Club on that day from the time on that day when he so attends the premises of the Club until the end of that day.

- (d) Any interstate or overseas visitor.
23. (a) Temporary members shall not be required to pay an entrance fee or annual subscription;
- (b) Temporary members shall not be entitled to vote at any meeting of the Club, nominate for or be elected to the Board or any office in the Club or participate in the management, business and affairs of the Club in any way;
- (c) Temporary members shall not be permitted to introduce guests into the Club other than a minor in accordance with the Registered Clubs Act;
- (d) The Secretary, Chairperson, Vice Chairperson or senior employee then on duty may terminate the membership of any temporary member at any time without notice and without having to provide any reason therefore;
- (e) No person under the age of 18 years may be admitted as a temporary member of the Club;
- (f) When a Temporary member (other than a Temporary member admitted pursuant to rule 23(c) first enters the Club premises on any day the following particulars shall be entered in the Club's Register of Temporary Members:
- (i) the name in full of the Temporary member;
 - (ii) the residential address of the Temporary member;
 - (iii) the date on which the Temporary membership is granted;
 - (iv) the signature of the Temporary member.

PROVISIONAL MEMBERSHIP

24. Every person who has lodged with the Secretary a nomination form duly completed in accordance with these Rules seeking membership of the Club and pays to the Club the subscription appropriate to the class of membership referred to in the nomination form shall be granted Provisional membership of the Club while awaiting the decision of the Board in relation to that person's application for membership of the Club.
25. Should a person who is admitted as a Provisional member not be elected to membership of the Club within six weeks from the date of lodging the nomination form with the Secretary or should that person's application for membership be refused (whichever is sooner) that person shall cease to be a Provisional member of the Club and the annual subscription submitted with that nomination shall be forthwith returned to that person.

26. Provisional members shall be entitled only to the social facilities and amenities of the Club and shall not be entitled to attend or vote at any meeting of the Club, nominate for or be elected to the Board or any office of the Club or participate in the management, business and affairs of the Club in any way.

APPLICANTS FOR MEMBERSHIP TO BE GIVEN NOTICE OF ENTRY AND PERIODIC FEES

27. The co-operative must supply, with each application for membership, a written notice of any intending or prescribed entry or periodic fees that a person will be liable to pay on becoming a member of the co-operative.

APPLICATION FOR MEMBERSHIP

28. (a) The Board must provide each person intending to become a member of the co-operative with:
- (i) a consolidated copy of the rules of the co-operative; and
 - (ii) a copy of all special resolutions applicable to the member passed by the members of the co-operative, except special resolutions providing for an alteration of the rules of the co-operative; and
 - (iii) a copy of the last annual report of the co-operative under Section 252 of the Act.
- (b) The Board may comply with rule 28(a) by:
- (i) giving the person intending to become a member notice that the documents referred to in that sub-rule may be inspected by that person at the registered office of the co-operative; and
 - (ii) making those documents available for inspection.
- (c) A person shall not be admitted as a member of the Co-operative, other than as an Honorary member, Temporary member or Provisional member, unless the person is elected to membership at a meeting of the Board of the Co-operative, or a duly appointed election committee of the Co-operative, the names of whose members present and voting at that meeting are recorded by the Secretary of the Co-operative.
- (d) Candidates for membership of the Club shall be proposed by one and seconded by another member as now set out:
- (i) A Class members must be proposed by one A Class or Life member and

- seconded by another A Class or Life member;
- (ii) Associate members must be proposed by one A Class or Life member and seconded by another A Class or Life member;
 - (iii) Social members must be proposed by one A Class, Life or Social member and seconded by another A Class, Life or Social member;
 - (iv) Junior members must be proposed by one A Class or Life member and seconded by another A Class or Life member.
- (e) In respect of every application for membership there shall be completed a proposal form which shall be in a form and containing such particulars as are from time to time prescribed by the Board, including full name, address and occupation of the candidate and a statement from the candidate, if admitted, will be bound by the Rules of the Co-operative.
- (f) The proposal form shall be signed by the proposer and seconder and the candidate.
- (g) The proposal form shall be lodged with the Secretary of the Co-operative who shall forthwith cause the name of the candidate to be exhibited in a conspicuous place in the Co-operative for a continuous period of not less than seven (7) days before the election of the candidate as a member of the Co-operative and an interval of at least fourteen days (14) shall elapse between the proposal of the person for election and his election.
- (h) During such time any objection to the application may be lodged in writing with the Board.
- (i) After the expiration of the period of fourteen days the application shall be considered by the Board.
- (j) If the Board approves a person's application for membership, the Secretary shall give the member notice by mail of the member's election and shall issue with such notice a copy of the Constitution and Rules and By-laws of the Co-operative and shall advise the member that the member may inspect the other documents referred to in Section 251 of the Act at the registered office of the Co-operative.
- (k) Every person who has been elected to membership and notified of such election as aforesaid shall be deemed to have agreed to pay all fees and subscriptions due and payable under these Rules and to be bound by the Rules and By-laws of the Co-operative from time to time in force.
- (l) In considering an application for membership, a person is not to be admitted to membership of the Co-operative unless the Board has reasonable grounds for

believing that the person will be an active member under Rule 16. The Board must ensure that a person who is not qualified for membership of the Co-operative is not admitted as a member.

- (m) The Board may reject any application for membership without assigning any reason for such rejection.

ENTRANCE FEES AND ANNUAL SUBSCRIPTIONS AND LEVIES

- 29. Entrance fees and other payments payable by members of the Club shall be such as the Board may from time to time prescribe provided that the Board do not impose an entrance fee or levy greater than \$25 without prior approval of members in general meeting.

ANNUAL SUBSCRIPTION

- 30. (a) A member shall, in accordance with the Act, be liable to the co-operative for any charges payable by the member to the co-operative, as prescribed by these Rules.
- (b) Members may be required to pay an annual subscription which shall:-
 - (i) be in addition to any other charges payable under the rules;
 - (ii) be determined by the Board from time to time;
 - (iii) be payable, in advance, within a period set by the Board; and
 - (iv) for Ordinary members be not less than \$2.00 or such other minimum subscription provided from time to time by the Registered Clubs Act, and not greater than \$25.00 without prior approval of members in general meeting.
- (c) Any candidate elected during the last six (6) months of the financial year of the Club to any class of membership shall pay such proportion of the annual subscription as may be determined by the Board from time to time provided that it is not less than \$2.00 or such other minimum prescribed under the Registered Clubs Act.
- (d) Notwithstanding paragraph (b)(iii) the Board may, either generally or in a specific case, extend a period for the payment of the Annual Subscription, even though the previous period has expired. The extended period for payment shall not exceed 12 months.
- (e) If the subscription of any member shall not be paid within a period of one month from the date on which it shall fall due upon, and the period for payment has not been extended pursuant to Rule 27(c) the member shall be automatically

suspended from all privileges of the co-operative and a person's membership shall be cancelled in accordance with Rule 17.

MEMBERS OF THE CO-OPERATIVE

31. The members of the co-operative are:
- (i) those persons who were members of the co-operative immediately prior to the special resolution adopting the Rules; and
 - (ii) those persons admitted to membership in accordance with these Rules.

EMPLOYEE MEMBERS

32. An employee may be a member of the Co-operative in accordance with the Clubs Act, however, the following restrictions apply:
- (i) the employee member is not entitled to vote at any meeting of the co-operative, meeting of the Board or at any election of the Board; and
 - (ii) the employee member shall not hold office as a member of the Board of the co-operative.

RIGHTS AND LIABILITIES OF MEMBERS OF THE CO-OPERATIVE

33. (a) A member shall not, as a member of the co-operative, be under any personal liability to a creditor of the co-operative.
- (b) A member shall, in accordance with Section 76 of the Act, be liable to the co-operative for any charges, including entry and periodic fees, payable by the member to the co-operative as required by these rules.
- (c) On the death of a member, the member's estate is subject to the same liability as the member would have had prior to death.
- (d) The rights of members to use the facilities and amenities of the Co-operative are as the Board may determine from time to time by a By-law or otherwise.
- (e) Without derogating from the general powers of the Board conferred in paragraph (d) of this Rule 33, all members hereby acknowledge and accept that the Board has the power from time to time to organise and enforce the exclusion from the Co-operative's premises of any member or other person (either with or without that member's or person's agreement in accordance with:
- (i) the Co-operative's responsible service of alcohol policy (as adopted and amended by the Board from time to time); or

- (ii) the Co-operative's responsible gaming policy (as adopted and amended by the Board from time to time).

PROHIBITION ON CONTROL OF VOTING RIGHTS

- 34. (a) Subject to Rules 18 to 26 inclusive, an active member of the co-operative shall have one vote only in respect of any question or motion arising at a general meeting of the co-operative.
- (b) (i) A person must not directly or indirectly control the right to vote of a member.
- (ii) If a person controls the exercise of the right to vote of a member at a meeting of the co-operative:
 - (A) the vote of that member; and
 - (B) the vote of that person, if that person is a member,are invalid.
- (iii) Voting by proxy is not permitted.

RESTRICTION ON VOTING ENTITLEMENT UNDER POWER OF ATTORNEY

- 35. A person is not entitled to exercise a member's right to vote under a power of attorney.

DISCIPLINE OF MEMBERS

- 36. (a) If any member shall wilfully refuse or neglect to comply with any of the provisions of the Rules of the Club or any By-laws or be, in the opinion of the Board, guilty of any conduct prejudicial to the interest of the Club or be guilty of conduct which is unbecoming a member or which shall render the member unfit for membership, the Board shall have the power to reprimand or suspend for such period as it considers fit or accept the resignation of such member and to have recorded in the register of members that the person has ceased to be a member of the Club provided that:
 - (i) Such member shall be notified of any charge against the member pursuant to this Rule and of the date time place of the hearing of the charge by notice in writing sent as a prepaid letter posted to the member's last known address at least seven clear days before the meeting of the Board at which such charge is to be heard.
 - (ii) The member charged shall be entitled to attend the hearing for the purpose

of answering the charge and shall also be entitled to submit to the meeting written representations for the purpose of answering the charge.

- (iii) If the member fails to attend such meeting the charge or complaint may be heard and dealt with and the Board may decide on the evidence before it, the member's absence notwithstanding but having regard to any representations which may have been made to it in writing by the member charged.
 - (iv) No motion by the Board to reprimand or suspend a member shall be deemed to be passed unless a majority of members of the Board present in person vote in favour of such motion.
 - (v) Any decision of the Board on such hearing shall be final and the Board shall not be required to assign any reason for its decision.
- (b) In the event that a notice of charge is issued to a member pursuant to sub-paragraph (i) of paragraph (a) of this Rule 36 the Board shall have power to suspend that member from all rights and privileges as a member of the Club until the charge is heard and determined or for five weeks whichever is the sooner. Such suspension shall be promptly notified in writing to the member concerned.
- (c) In accordance with Section 67A of the Registered Clubs Act the Secretary or subject to paragraph (e) of this Rule 36 an employee of the Club may refuse to admit to the Club and may turn out, or cause to be turned out, of the premises of the Club any person including any member:
- (i) who is then intoxicated, violent, quarrelsome or disorderly; or
 - (ii) who, for the purposes of prostitution, engages or uses any part of the premises of the Club; or
 - (iii) whose presence on the premises of the Club renders the Club or the Secretary liable to a penalty under the Registered Clubs Act; or
 - (iv) who hawks, peddles or sells any goods on the premises of the Club; or
 - (v) who uses, or has in his or her possession, while on the premises of the Club any substance that the Secretary suspects of being a prohibited drug or prohibited plant.
- (d) If pursuant to paragraph (c) of this Rule 36 a person (including a member) has been refused admission to, or has been turned out of, the premises of the Club, The Secretary of the Club or (subject to paragraph (e) of this Rule 36) an employee of the Club, may at any subsequent time, refuse to admit that person into the premise of the Club or may turn the person out, or cause the person to be

turned out of the premises of the Club.

- (e) Without limiting the provisions of Section 67A of the Registered Clubs Act the employee who under these Rules is entitled to exercise the powers set out in this Rule shall be:
 - (i) in the absence of the Secretary from the premises of the Club the senior employee then on duty; and
 - (ii) Any employee authorised in writing by the Secretary to exercise such power.

EXPULSION OF MEMBERS

- 37. (a) A member may be expelled from the co-operative by special resolution to the effect:
 - (i) that the member has failed to discharge the member's obligations to the co-operative, whether prescribed by these rules or arising out of any contract; or
 - (ii) that the member has been guilty of conduct detrimental to the co-operative.
- (b) In either case written notice of the proposed resolution shall be forwarded to the member not less than 14 days before the date of the meeting at which the special resolution is to be moved, and the member shall be given a reasonable opportunity of being heard at the meeting.
- (c) Expulsion of a member shall not be effective until the special resolution expelling the member is registered.

CEASING MEMBERSHIP

- 38. (a) A person shall cease to be a member in any of the following circumstances:
 - (i) if the member's membership is cancelled under Rule 17;
 - (ii) if the member is expelled in accordance with Rule 37;
 - (iii) on the death of the member;
 - (iv) if the contract of membership is rescinded on the ground of misrepresentation or mistake;
 - (v) on the expiration of one months notice in writing of the member's

Intention to resign from membership given by the member, to the Secretary.

- (b) A person shall not cease to be a member upon becoming bankrupt.

ANNUAL GENERAL MEETINGS

39. (a) A general meeting of the co-operative to be known as the “annual general meeting” shall, as provided in Section 198 of the Act, be held each year on a date and a time determined by the Board as long as it is within five (5) months after the close of the financial year of the co-operative, or within such further time as may be allowed by the Registrar.
- (b) All general meetings of the co-operative other than the annual general meeting shall be special general meetings.
- (c) If an annual general meeting is not held in accordance with paragraph (a) of this Rule (39), the members may, in accordance with Section 202 of the Act and Rule 41 requisition such a meeting.
- (d) The annual report must be sent to the members as required by Rule 74 (d) at least 21 days before the date of the annual general meeting.

CONVENING SPECIAL GENERAL MEETINGS

40. The Board may, whenever it thinks fit, convene a special general meeting of the co-operative.

REQUISITION OF GENERAL MEETINGS

41. (a) The Board must convene a general meeting of the co-operative on the request of active members who together are able to cast at least 5% of the total number of votes to be cast at a meeting of the co-operative, or at least 100 active members who are entitled to vote at the general meeting.
- (b) The requisition must:
- (i) be in writing;
 - (ii) state the objects of the meeting; and
 - (iii) be signed by the requisitioning members and may consist of several documents in like form each signed by one or more of the requisitioning members; and
 - (iv) be served on the co-operative by being lodged at the registered office of