

UNITED TENPIN BOWLING ASSOCIATION INC.
CONSTITUTION

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ASSOCIATIONS INCORPORATION ACT 1981
Constitution of the
UNITED TENPIN BOWLING ASSOCIATION INC.

Being an Australian Tenpin Bowling Association.

1. **INTERPRETATIONS:**

In this Constitution, unless the contrary intention appears words importing the singular will include the plural and vice versa.
Words importing one gender will include all genders.

2. **NAME & STRUCTURE:**

The name of the Association shall be the United Tenpin Bowling Association Inc.

The Association shall consist of a President, up to 4 Vice Presidents, Secretary, Treasurer, Tournament Director and up to two (2) Directors from each bowling centre under its jurisdiction as set out at item 8.2.

3. **OBJECTS:**

The objects of the Association shall be:

- 3.1 to foster and promote the sport of Tenpin Bowling;
- 3.2 to foster good fellowship amongst the members of leagues, teams and individuals;
- 3.3 to encourage good sportsmanship and fair play;
- 3.4 to enforce the playing rules and regulations stated in the Association Rulebook
- 3.5 to conduct Annual Championships for Adults and Juniors in categories determined by the Association from time to time.

4. **MEMBERSHIP:**

- 4.1 The area of jurisdiction of this Association shall encompass all Tenpin Bowling Centres, Individuals and Leagues who wish to become members of the Association.
- 4.2 Membership of the Association shall be open to all persons who bowl as members of organised teams or as unattached individuals within the jurisdiction of the Association.
- 4.3 Membership may comprise Adult, Youth and Junior bowlers. Any specific issues concerning voting rights must be defined in the By-laws.
- 4.4 Life membership of this Association may be granted by the Council of Delegates of this Association at the annual meeting of such Council provided that the nomination, duly seconded, is received by the Secretary or a duly appointed person, no later than one calendar month prior to the scheduled commencement time of the Annual meeting. The mechanism for such election to Life Membership together with the rights, entitlements and responsibilities of such life member will be set out in the Association's By-laws.

5 **DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS**

- 5.1 Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution—
 - (a) suspend that member from membership of the Association for a specified period; or
 - (b) expel that member from the Association; or
 - (c) fine that member an amount not exceeding \$500
- 5.2 A resolution of the committee under subrule (1) does not take effect unless—
 - (a) at a meeting held in accordance with subrule (3), the committee confirms the resolution; and

- (b) if the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.
- 5.3 A meeting of the committee to confirm or revoke a resolution passed under subrule (1) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with subrule (4).
- 5.4 For the purposes of giving notice in accordance with subrule (3), the Secretary must, as soon as practicable, cause to be given to the member a written notice—
 - (a) setting out the resolution of the committee and the grounds on which it is based; and
 - (b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that he or she may do one or both of the following—
 - (i) attend that meeting;
 - (ii) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution; and
 - (e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- 5.5 At a meeting of the committee to confirm or revoke a resolution passed under subrule (1), the committee must—
 - (a) give the member, or his or her representative, an opportunity to be heard; and
 - (b) give due consideration to any written statement submitted by the member; and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
- 5.6 If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- 5.7 If the Secretary receives a notice under subrule (6), he or she must notify the committee and the committee must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- 5.8 At a general meeting of the Association convened under subrule (7)—
 - (a) no business other than the question of the appeal may be conducted; and
 - (b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - (c) the member, or his or her representative, must be given an opportunity to be heard; and
 - (d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- 5.9 A resolution is confirmed if, at the general meeting, not less than two-thirds of the members vote in person in favour of the resolution. In any other case, the resolution is revoked.

6 DISPUTES AND MEDIATION

- 6.1 The grievance procedure set out in this rule applies to disputes under these Rules between—
 - (a) a member and another member; or

- (b) a member and the Association.
- 6.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 6.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- 6.4 The mediator must be—
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement—
 - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or
 - (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- 6.5 A member of the Association can be a mediator.
- 6.6 The mediator cannot be a member who is a party to the dispute.
- 6.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 6.8 The mediator, in conducting the mediation, must—
 - (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 6.9 The mediator must not determine the dispute.
- 6.10 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.
- 7. **REGISTER OF MEMBERS:**

The Association will maintain a membership list for each League, including the names and addresses of its Officers and all the names of its teams and their Captains.
- 8. **COUNCIL OF DELEGATES:**
 - 8.1 The control and management of the Association shall be vested in the Council of Delegates (herein called the Council), its Board of Directors and Officers.
 - 8.2 Each League in the centres in the Jurisdiction of the Association shall have the right to appoint one representative to the Council. A quorum for meetings shall be a majority of Leagues who have appointed representatives and whom are present.
- 9. **BOARD OF DIRECTORS AND OTHER OFFICERS:**
 - 9.1 The number of Directors of this Association may be up to two (2) Directors for each centre within the Jurisdiction of the Association, who will be elected annually by the Council.
 - 9.2 At the Annual General Meeting of the Association all Executive positions will be declared vacant.

The Council shall elect one of the Directors to be President of the Association, and shall also elect a Vice President, a Secretary, a Treasurer, and other such Officers that are deemed necessary to conduct the affairs of the Association. All Executive positions shall be for a one year term.

All Executive positions are subject to the following eligibility criteria:

Must be a currently registered member of Tenpin Bowling Australia.

Must have served on the Board of Directors of the UTBA for at least the previous 12 months dating from the last AGM.

Have attended half of the board meetings in the previous year dating from the last AGM.

Have been nominated and seconded at least fourteen (14) days prior to the Annual General Meeting.

All elections shall be by the Council of Delegates in session by secret ballot.

- 9.3 Any vacancies occurring between Annual General Meetings shall be filled for the unexpired period by the Board of Directors.

10. ELIGIBILITY OF DIRECTORS:

To be eligible for election to the Board of Directors, members must meet the following requirements:

- 10.1 Be a member of United Tenpin Bowling Association.
- 10.2 Not be a Board member of any other recognised Local or Centre Based Tenpin Bowling Association (Unless ratified by the board of directors)
- 10.3 Must be a member in good standing

11. MEETINGS OF DIRECTORS:

The Board of Directors shall hold at least four (4) meetings a year on a regular basis. In addition the Board shall meet on the call of the President or upon the request of at least two of its members. Seven days notice in writing shall be given of such meetings.

- 1. roll call
- 2. reading of the minutes and action thereon
- 3. reports of Officers and Directors
- 4. reports of Committees
- 5. unfinished business
- 6. new business
- 7. next meeting date

12. ANNUAL GENERAL MEETINGS

- 12.1 The committee may determine the date, time and place of the annual general meeting of the Association.
- 12.2 The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- 12.3 The ordinary business of the annual general meeting shall be—
 - (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
 - (b) to receive from the committee reports upon the transactions of the Association during the last preceding financial year; and

- (c) to elect officers of the Association and the ordinary members of the committee; and
 - (d) to receive and consider the statement submitted by the Association in accordance with section 17.2 of the Act.
- 12.4 The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

13. NOTICE OF GENERAL MEETINGS

- 13.1 The Secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- 13.2 Notice may be sent—
 - (a) by prepaid post to the address appearing in the register of members; or
 - (b) if the member requests, by facsimile transmission or electronic transmission.
- 13.3 No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- 13.4 A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

14 QUORUM AT GENERAL MEETINGS

- 14.1 No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- 14.2 Five members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct of the business of a general meeting.
- 14.3 If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present—
 - (i) in the case of a meeting convened upon the request of members—the meeting must be dissolved; and
 - (ii) in any other case—the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.
- 14.4 If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 3) shall be a quorum.

15. VOTING AT GENERAL MEETINGS

- 15.1 Upon any question arising at a general meeting of the Association, a member has one vote only.
- 15.2 All votes must be given personally.
- 15.3 In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- 15.4 A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

16. QUORUM FOR COMMITTEE MEETINGS

- 16.1 Any 4 members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- 16.2 No business may be conducted unless a quorum is present.
- 16.3 If within half an hour of the time appointed for the meeting a quorum is not present—
 - (i) in the case of a special meeting—the meeting lapses;
 - (ii) in any other case—the meeting shall stand adjourned to the same place and the same time and day in the following week.
- 16.4 The committee may act notwithstanding any vacancy on the committee.

17. REMOVAL OF MEMBER OF COMMITTEE

- 17.1 The Association in general meeting may resolve to remove any member of the Committee before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first-mentioned member.
- 17.2 Where the member to whom a proposed resolution referred to in sub-clause (1) makes representations in writing to the secretary or President of the Association (not exceeding a reasonable length) and requests that they be notified to the members of the Association, the secretary or the President may send a copy of the representations to each member of the Association or, if they are not so sent, the member may require that they be read out at the meeting.

18. VACANCIES

The office of an officer of the Association, or of an ordinary member of the committee, becomes vacant if the officer or member—

- (a) ceases to be a member of the Association; or
- (b) becomes an insolvent under administration within the meaning of the Corporations Act; or
- (c) resigns from office by notice in writing given to the Secretary.

19. MEMBERSHIP FEES:

Annual membership fees shall be set by the Council from time to time on the recommendation of the Board of Directors of the Association and shall be payable for the period January 1st to December 31st each year.

20. FUNDS

- 20.1 The Treasurer of the Association must—
 - (a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
 - (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- 20.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the committee.
- 20.3 The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as determined at the Annual General Meeting.

21. BY-LAWS:

- 21.1 The directors shall have the power to make such By-laws as are in their opinion necessary and desirable for the proper control, administration and management of the Association's affairs.
 - 21.2 The Council in general meeting may amend or repeal any By-law made by the Directors.
 - 21.3 A By-law must not be inconsistent with this Constitution.
22. **DUTIES OF PRESIDENT:**
The President shall be the Chief Executive Officer of the Association, performing all duties usually pertaining to this office, including:
- 22.1 Presiding at all meetings of the Council and of the Board of Directors.
 - 22.2 Supervising the enforcement of the objects, provisions and purposes of this Constitution.
 - 22.3 Representing the Association in its dealings with others.
 - 22.4 Make a monthly check to verify the correctness of balance of the Association's accounts.
 - 22.5 He will arrange for an annual audit of the Association's accounts by an auditing firm or by a Committee of Qualified individuals.
 - 22.6 In the event that no Secretary is appointed the President shall be responsible for the safe keeping of the Common Seal of the Association.
23. **VICE PRESIDENT:**
- 23.1 To assist the President in the execution of his duties.
 - 23.2 To perform any other duties assigned by the President or the Board of Directors.
 - 23.3 In the absence of the President to perform the duties of the President.
24. **DUTIES OF THE SECRETARY:**
The Secretary or a duly appointed person will perform those duties assigned by the President, Board of Directors and the Council of Delegates including the following;
- 24.1 Keep a permanent record of the proceedings of all meetings of the Council and the Board of Directors which shall at all times be available to and the property of the Association.
 - 24.2 He will keep in his custody or under his control all books, documents and securities of this Association.
 - 24.3 Conduct all correspondence of the Association including notices of meetings.
 - 24.4 Keep a record of scores made in tournaments conducted by the Association.
 - 24.5 Receive, receipt, record and report all monies paid to the Association and remit same to the Treasurer forthwith.
 - 24.6 Arrange for the annual inspection for bowling lane certification if required.
 - 24.7 He will arrange for the preparation of the Common Seal and will maintain and provide for the custody of the Seal.
25. **DUTIES OF THE TREASURER:**
- 25.1 The Treasurer shall keep an account of all receipts and disbursements and be prepared to present a report of all financial transactions of the Association at the Annual general meeting of the Council.
 - 25.2 The Treasurer shall maintain a statement of the current financial position of the Association and table all current books of account and Bank statements at every regular meeting of the Board of Directors for verification by the President and the Board of Directors.
 - 25.3 The Treasurer shall within 5 days from the date of receipt by him, deposit all monies in the Association's Bank account, unless alternative arrangements for depositing money are defined in the By-laws.
 - 25.4 A good and sufficient surety bond will cover him or a duly appointed alternative.
26. **DUTIES OF THE TOURNAMENT DIRECTOR:**
The Tournament Director will be responsible for the organisation and running of all UTBA Tournaments.
27. **NOTICES:**
- 27.1 A notice may be served by or on behalf of the Association upon any member

either personally or by sending it by registered post to the member at his address shown in the Register of Members.

- 27.2 Where a document is properly addressed pre-paid and posted by registered post to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

28. AMENDMENTS TO THE CONSTITUTION:

Proposals for changes to the Constitution of the Association shall first be submitted to the Board of Directors who shall refer them to the Council of Delegates with their recommendation. No changes shall be made except at an Annual General or Special Meeting of the Association of which 21 days clear notice has been given specifying the proposed change and must be approved at the meeting by a majority of at three fourths of the Council of Delegates.

29. BOWLER RECORDS:

The Secretary or a duly appointed person shall arrange for the maintenance of records of the Association members bowling averages, to be available for determining entering averages in accredited competition.

30. LEAGUE REPRESENTATIVES:

- 30.1 The League representatives referred to in item 8 will be chosen annually at a time to be defined in the By-laws, and shall serve as the League representatives at Council meetings for the whole of that calendar year.
- 30.2 Only financial members of the Association shall be eligible to vote or to serve as a League representative.
- 30.3 Each League representative shall be entitled to one vote and no League representative shall be entitled to vote for more than one League.
- 30.4 Voting by proxy in any form is prohibited. Only votes cast by the members present shall be counted.
- 30.5 League representatives may be elected by a show of hands, but a secret ballot shall be conducted if requested by any member.

31. COMMON SEAL:

Any deed of instrument to be executed under seal by this Association will be executed by having the Common Seal affixed to such instrument pursuant to a resolution of either the Board of Directors, or the Council of Delegates. The Common Seal will be affixed to every such deed or instrument and signed by either the President or a Vice-President and, secondly by a Director or a duly appointed person.

32. WINDING UP:

In the event that the Association ceases to exist, all funds remaining after payment of outstanding debts shall not be paid or distributed amongst members, but must be given or transferred to another organisation having similar objects and which shall also prohibit the distribution of its property to its members.

36. CUSTODY AND INSPECTION OF BOOKS AND RECORDS

- 36.1 Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Association.
- 36.2 All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- 36.3 A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

37. RIGHT TO BORROW

The Association reserves the right borrow against any asset or property held by the Association at any time. The Association also reserves the right to sell any asset or property

held by the Association for the purpose of raising funds to be used solely in the running of the Association

38. **RESERVE ACCOUNT**

The Reserve Account funds can only be used for the benefit of all UTBA members with 100% agreement of the UTBA Executive Committee in consultation of 2 Life Members who are not current UTBA Committee members.