



Constitution of
BOWLS WELLINGTON INC

(Updated 17 March, 2020)

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1 Name

- 1.1 The name of the Centre shall be **“Bowls Wellington Incorporated”**, which is abbreviated in this Constitution as **“Bowls Wellington”**.

2 Interpretation

- 2.1 In this Constitution, unless the context otherwise requires:

“Affiliation Fee” means a fee payable by each club to Bowls Wellington as specified in Rule 14.

“AGM” means the Annual General Meeting of Bowls Wellington convened pursuant to Rule 24.1 (AGM).

“Appointed Personnel” means individuals who are appointed by the Bowls Wellington Board, or the Club Executive Committee (as the case may be), to positions of responsibility (and who are not employees or Officers) and includes coaches, green keepers, selectors, umpires, and tournament directors.

“Bowls Wellington Board” means the management committee, board, or other committee however described of Bowls Wellington that is responsible for the governance of Bowls Wellington

“Bowls Wellington Board Member” means a person appointed to the Bowls Wellington Board pursuant to Rule 19.1 (Composition of the Bowls Wellington Board).

“Bowls Wellington District” means the geographical area as defined by Bowls NZ over which the Centre has jurisdiction and authority in respect of the Game of Bowls pursuant to this Constitution.

“Bowls Wellington District Register” means the register maintained by Bowls Wellington pursuant to Rule 12.1 (Bowls Wel Boundaries) recording the details of its boundaries and Clubs within the Bowls Wellington District.

“Bowls Wellington Level” means, subject to the jurisdiction of the Bowls NZ Judicial Committee, during, or in connection with, a Game(s) of Bowls held by Bowls Wellington which is not part of a National Event, or which involves Members whether or not connected to a Game(s) of Bowls, other than at National Level or International Level.

“Bowls Wellington Manager” means the person appointed by the Bowls Wellington Board to carry out the directions of the Bowls Wellington Board as an employee or volunteer of Bowls Wellington, including the General Manager, Chief Executive Officer, Executive Director or equivalent position.

“Bowls Wellington Regulations” means the regulations promulgated by the Bowls Wellington Board from time to time pursuant to Rule 31 (Bowls Wellington Regulations).

“Bowls Wellington Representative” means a player or other member of a Bowls Team or Bowls Side that has been selected by Bowls Wellington to play Bowls in an event or competition as a representative of the Bowls Wellington District, and also includes an Official selected by Bowls Wellington to represent the Bowls Wellington District.

“Bowls NZ” means Bowls New Zealand Incorporated.

“Bowls NZ Board” means the Board of Bowls NZ.

“Bowls NZ Constitution” means the constitution of Bowls NZ.

“Bowls NZ Judicial Committee” means the Bowls NZ committee established in accordance with the Bowls NZ Regulations, or in the absence of such Bowls NZ Regulations, as determined by the Bowls NZ Board.

“Bowls NZ Regulations” means the regulations of Bowls NZ made in accordance with the Bowls NZ Constitution.

“Bowls Side” means a Bowls Team including singles players plus a coach, manager and/or other Official.

“Bowls Team” means a pair, four, or triple of bowls players.

“Casual Member” means a person who participates in any bowling event or competition held by or at a Club (or Clubs), Bowls Wellington, or Bowls NZ in accordance with Rule 9.2c and becomes a Member for the period of that event or competition and/or while present at the bowling venue. The rights and privileges of membership as a Casual Member shall be specified in the constitution, regulations and/or rules of the Club, Bowls Wellington or Bowls NZ (whichever is holding the event or competition) and/or as set out in the written agreement with the Casual Member to participate in the event or competition. Such rule/agreement must comply with the Bowls NZ Regulations.

“Centre” and “the Centre” means Bowls Wellington Incorporated

“Club” means bowling club that is a Member of Bowls Wellington situated in the Bowls Wellington District and by virtue of such membership, is also a Member of Bowls NZ. For the purposes of this Constitution a Club also includes any section or division of a club, whether or not incorporated (provided that Rule 9.2.1(b) of the Bowls NZ Constitution has been complied with), (such as a Cosmopolitan or Charter Club) which section or division promotes and holds bowls competitions, even where such club or group is not a member of Bowls NZ.

“Club Executive Committee” means the management committee, board, or other committee however described of a Club that is responsible for the governance and management of that Club.

“Club Secretary” means the secretary or equivalent officer of a Club.

“Constitution” when used in relation to Bowls Wellington means this Constitution together with any amendments thereto.

“Controlling Body” has the same meaning as in Law 1.1 of the Laws of the Sport.

“Day” means any day of the week (including Saturday, Sunday, and public holidays). Where an action is required to be done within a specified time (such as 30 Days) this means clear days’, so it should be calculated by excluding the date of notice (or other relevant action) and the date of the meeting (or other relevant activity).

“Delegate” means a person appointed or elected by a Club to represent it at General Meetings of Bowls Wellington

“Dispute” means a situation where a Member has a grievance or difference about the meaning or effect of any rule, provision, decision, policy, practice, right, privilege or direction determined by another Member. A Dispute shall **not** include any grievance or difference about the meaning or effect of any rule of the Bowls NZ Anti-Doping Regulations, any decision of the Bowls NZ Board, or a matter which involves an allegation of Misconduct.

“Game of Bowls” means the game played on outdoor or indoor flat greens and defined in more detail by the Laws of the Sport.

“General Meeting” means either an AGM or a SGM of Bowls Wellington convened in accordance with Rule 24 (General Meetings).

“Honorary Life Member” means a person who has been granted honorary life membership of Bowls Wellington pursuant to Rule 10.1 (Honorary Life Members).

“Individual Member” means a person who is a member of Bowls Wellington, and/or a Club pursuant to Rule 9 (Individual Members), and includes Playing Members, Limited Playing Members, Non-Playing Members, and Casual Members.

“Intellectual Property” means all rights or goodwill in any copyright works, business names, names, trademarks (or signs), logos, designs, patents or service marks relating to Bowls Wellington or any event, or any competition or bowls activity or programme of or conducted, promoted or administered by Bowls Wellington **provided that** such property is not the intellectual property of Bowls NZ as defined in the Bowls NZ Constitution.

“International Level” means during, or in connection with, a Game(s) of Bowls held between New Zealand and another country or a region situated outside of New Zealand, or which involves individuals who are Appointed Personnel appointed by the Bowls NZ Board, Officers, appointed or elected in accordance with the Bowls NZ Constitution, and/or National Representatives, whether or not connected to a Game(s) of Bowls.

“Laws of the Sport” means the laws for playing the Game of Bowls determined and issued by World Bowls Limited including any domestic regulations issued by Bowls NZ from time to time.

“Limited Playing Member” means a person who wishes to play bowls at their club only. The rights and privileges of membership as a Limited Playing Member shall be specified in the constitution, regulations and/or rules of the club, but cannot extend beyond specific club tournaments and events. A limited playing member can only play in bowls events within the boundary of the physical club and may not participate in club championships, Centre or National events, or at any events at another Bowling Club.

“Major Transaction” is any of the following:

- a. **the acquisition of an asset, the value of which is more than half of the equity of Bowls Wellington at the last balance date before the acquisition; and/or**
- b. **the disposition of an asset, the value of which is more than half of the equity of Bowls Wellington at the last balance date before the disposition; and/or**
- c. **a transaction not including agreements entered into with sponsors that has, or is likely to have the effect of Bowls Wellington acquiring rights or interests or incurring obligations or liabilities the value of which is more than half of the assets of Bowls Wellington before the transaction.**

“Member” means a Club, Individual Member, or an Honorary Life Member as specified in Rule 7 (Membership Categories).

Membership Fee” means a fee payable by Bowls Wellington to Bowls NZ as specified in Rule 15 (Membership Fee).

“Misconduct” means, but shall not be restricted to, situations where a Member:

- a. breaches any provision of the Laws of the Sport;
- b. deliberately loses or attempts to lose a Game of Bowls or plays unfairly;

- c. alters a bowl after it has been stamped by a registered bowls tester without submitting it for retesting and restamping;
- d. at any event, function or activity of the Bowls Wellington or a Club, or whilst on the property of Bowls Wellington or a Club, uses any profane, indecent or improper language;
- e. at any time or place engages in offensive or insulting behaviour towards Bowls Wellington, a Club or any member of a Club, or any person acting for or on behalf of Bowls Wellington or a Club;
- f. breaches:
 - i. any provision of this Constitution, or the Bowls NZ Constitution or the constitution of a Club;
 - ii. the Bowls Wellington Regulations or the regulations, (other than the Bowls NZ Anti-Doping Regulation), by-laws or other rules (however described) of Bowls NZ or a Club;
 - iii. any policies of Bowls Wellington, Bowls NZ or a Club;
 - iv. any reasonable direction of Bowls Wellington, Bowls NZ or a Club (or person authorised on their behalf);
 - v. any decision of a General Meeting, the Bowls Wellington Board or any decision of any equivalent bodies of Bowls NZ or a Club;
- g. acts in a manner which brought, or could bring, Bowls Wellington, Bowls NZ, or any Club into disrepute;
- h. acts in a manner unbecoming of a Member, or a Club or which is prejudicial to the Objects and/or the objects of Bowls NZ, and/or a Club;
- i. fails or refuses, for a period of one calendar month to pay any fine or monetary penalty imposed by Bowls Wellington, Bowls NZ and/or a Club or any authority under the jurisdiction of Bowls Wellington, Bowls NZ or a Club; and/or
- j. aids or abets any of the conduct specified in (a) to (i) above.

“National Event” means a bowls event held by, or under the auspices of, or administered by Bowls NZ (and held at a Centre or Club venue as determined by Bowls NZ). National Events may be held on an open, invitation, or limited entry basis. A National Event shall be deemed to start at the commencement of the official opening, manager’s meeting or pre-event briefing immediately preceding the event (whichever is the earlier) and shall end at the conclusion of the official closing, prize giving or official Bowls NZ function for the event (whichever is the latter).

“Non-Playing Member” means a person who does not wish to play the Game of Bowls but wishes to enjoy an on-going association with a Club including participating in social activities at a Club, and includes non-playing life members.

“Objects” means the objects specified in Rule 4 (Objects).

“Officer” means an individual who is appointed or elected to a position of office as defined within this Constitution or the constitution of a Club. For example, a president, board member, secretary, member of a committee, (e.g. member of a Controlling Body) but who is not an Appointed Personnel.

“Official” means individuals who are Appointed Personnel or Officers.

“Ordinary Resolution” means a resolution passed by a majority of the votes properly cast by those present and entitled to vote at a General Meeting.

“Playing Member” means a person who wishes to enjoy the full playing and non-playing rights and privileges of being a member of a Club, including playing life members and students. Only playing members are entitled to play at other affiliated clubs and to enter Club Championships, Centre Regional and/or National tournament and events.

“President” and **“Vice-President”** means the President and Vice-President of Bowls Wellington elected pursuant to Rule 18 (President, Vice-President & Patron).

“Privacy Officer” means the person appointed by the Bowls Wellington Board from time to time to carry out the representations set out in section 23 of the Privacy Act 1993 and any other functions delegated by the Bowls Wellington Board.

“Region” means the geographical area of “Region 1” as defined in the Bowls NZ Constitution.

“Regional Judicial Committee” means the regional committee in the Region established in accordance with the Bowls NZ Regulations, or in the absence of such Bowls NZ Regulations, as determined by the Bowls NZ Board.

“Regulations Register” means the Register held and maintained by the Bowls Wellington Manager in which is recorded the information referred to in Rule 31.1 (Bowls Wellington Board to Determine).

“Rules” means the rules of this Constitution.

“Rules of the Sports Tribunal” means the rules of the Sports Tribunal of New Zealand.

“Selection Panel” means the panel constituted to appoint Bowls Wellington Board Members pursuant to Rule 19.2 (Selection Panel).

“SGM” means a Special General Meeting of Bowls Wellington convened pursuant to Rule 24.6 (Special General Meeting).

“Special Resolution” means a resolution passed by two-thirds of the votes properly cast by those present and entitled to vote.

“Sports Tribunal” means the Sports Tribunal of New Zealand established under the Sport and Recreation New Zealand Act 2002 and continued under the Sports Anti-Doping Act 2006.

“Sub-Centre” means a Sub-Centre defined and recognised by Bowls Wellington pursuant to Rule 7.3 of this Constitution.

2.2 **Construction:** In this Constitution:

- a. **a gender includes all other genders;**
- b. **the singular includes the plural and vice-versa;**
- c. **any reference to legislation includes a modification or re-enactment of, legislation enacted in substitution of, or a regulation, order-in-council or other instrument from time to time issued or made under, that legislation;**
- d. **any agreement includes that agreement as modified, supplemented, innovated or substituted from time to time;**
- e. **a reference to persons includes bodies corporate;**
- f. **a reference to a person includes the legal personal representatives, successors and permitted assigns of that person; and**
- g. **headings and the contents page are for reference only and are to be ignored in construing this Constitution.**

3 Registered Office

- 3.1 The registered office of Bowls Wellington shall be at such place as determined by the Bowls Wellington Board from time to time.

4 Objects

4.1 The objects of Bowls Wellington are to:

- a. **Be the Centre in the Bowls Wellington District responsible for the administration, promotion and development of the Game of Bowls;**
- b. **Encourage participation in the Game of Bowls in the Bowls Wellington District as an amateur game which provides health, recreation and other community benefits for all New Zealanders;**
- c. **Be a member of Bowls NZ and to the extent set out in the Bowls NZ Constitution comply with and enforce the rules of Bowls NZ and the Bowls NZ Regulations;**
- d. **Encourage participation and achievement in the Game of Bowls in the Bowls Wellington District;**
- e. **Enforce the Laws of the Sport;**
- f. **Promote the health and safety of all participants in the Game of Bowls;**
- g. **Encourage and promote the Game of Bowls as a sport to be played in a manner which upholds the principles of fair play and is free from doping;**
- h. **Manage the financial affairs of Bowls Wellington consistent with best business practice;**

- i. **Establish, maintain and conduct Bowls Wellington and generally afford its Members the accommodation, advantages, privileges and conveniences of a Bowls NZ Centre in accordance with the Bowls NZ Constitution and Regulations;**
- j. **Where appropriate, give and seek, recognition for Members who obtain awards or public recognition for their involvement in the Game of Bowls, with Bowls Wellington or for other services to the community;**
- k. **Encourage the improvement of facilities for the enjoyment of the Game of Bowls in the Bowls Wellington District;**
- l. **Provide information, assistance and resources to its Members;**
- m. **Develop and train players, officials and other personnel involved in the Game of Bowls;**
- n. **Promote the amalgamation of women's and men's bowls Clubs in the Bowls Wellington District;**
- o. **Allow Members and others to use the premises, facilities and equipment of Bowls Wellington and impose conditions on such;**
- p. **Apply its property and capacity in pursuit of the objects of Bowls NZ, Bowls Wellington and the Game of Bowls;**
- q. **Do all that is reasonably necessary to enable the objects of Bowls NZ and the objects of Bowls Wellington to be achieved;**
- r. **Act in good faith and with loyalty to ensure the maintenance and enhancement of Bowls NZ, Bowls Wellington and the Game of Bowls, and their standards, quality and reputation for the collective and mutual benefits of the Members and the Game of Bowls;**
- s. **At all times operate with, and promote, mutual trust and confidence between Bowls NZ, Bowls Wellington and the Members, in pursuit of these objects; and**
- t. **At all times to act on behalf of, and in the interests of, the Members and the Game of Bowls.**

5 Powers

5.1 The powers of Bowls Wellington are to:

- a. **Purchase, lease, hire or otherwise acquire and hold real and personal property, rights and privileges.**
- b. **Control and raise money, including to borrow, invest, loan or advance monies and to secure the payment of such by way of mortgage, or charge over all or part of any of its real and personal property provided always that interest paid on such funds borrowed or raised shall not exceed the current market rate, and funds advanced or loaned shall be at no lesser than the current market rate, unless the recipient of such funds loaned or advanced are promoting the amateur Game of Bowls;**
- c. **Sell, lease, mortgage, charge or otherwise dispose of any property of Bowls Wellington and to grant such rights and privileges of such property as it considers appropriate;**

- d. **Construct, maintain and alter any buildings, premises or facilities and carry out works it considers necessary or desirable for the advancement or improvement of such buildings, premises or facilities;**
- e. **Determine, raise and receive money by subscriptions, donations, fees, levies, gate charges, sponsorship, government funding, local authority funding or otherwise;**
- f. **Determine regulations, policies and procedures for the governance, management and operations of the Game of Bowls in Bowls Wellington;**
- g. **Determine, implement and enforce disciplinary procedures for its Members, including imposing sanctions;**
- h. **Employ, determine and terminate staff and engage people and organisations to work for and with Bowls Wellington, provided always that the payment for such services shall not exceed the market rate;**
- i. **Engage, determine and terminate the services of personnel and organisations to advise Bowls Wellington;**
- j. **Contract, engage or otherwise make arrangements with any person or organisation to fulfil the objects of Bowls Wellington;**
- k. **Be a member of, and contribute to the administration and promotion of, Bowls NZ and the amateur Game of Bowls in New Zealand;**
- l. **Be a member of, affiliate to, or be associated in any other way, with any organisation which has objects which are similar, in whole or in part, to the Objects of Bowls Wellington;**
- m. **Determine who are its Members in accordance with the Bowls NZ Constitution,**
- n. **Establish and maintain a Board, committees and other groups, and delegate its powers and functions to such groups;**
- o. **Develop Bowls Wellington programmes and other programmes for competing, coaching and officiating the Game of Bowls which align with any Bowls NZ programmes and initiatives, including any nationally branded programmes developed by Bowls NZ;**
- p. **Establish, organise and control bowls competitions, tournaments and events in the Bowls Wellington District, including determining the rules and conditions of entry for such competitions, tournaments and events provided that:**
 - i. **such competitions, tournaments and events comply with the Bowls NZ Constitution and the Bowls NZ Regulations; and**
 - ii. **Bowls Wellington has obtained prior approval from Bowls NZ for any Game of Bowls held by or under the auspices of Bowls Wellington where it is proposed that persons who are not Members may participate, or where the Game of Bowls is being held in conjunction with any person or organisation that is not a member of Bowls NZ, in accordance with the Bowls NZ Regulations;**
- q. **Award, grant or otherwise honour achievement and services to the Game of Bowls and Bowls Wellington;**
- r. **Select Bowls Wellington representative Bowls Teams, Bowls Sides, squads and other players to represent Bowls Wellington;**

- s. **Determine its name, provided that such name is approved by the Board of Bowls NZ in accordance with the Bowls NZ Constitution, and that when performing the Regional Role and Functions and/or the Regional Obligations refer to itself as “Bowls Wellington Centre”;**
- t. **Establish, maintain and have an interest in corporate or other entities to carry on and conduct any part of the affairs of Bowls Wellington and for that purpose, to utilise any of the assets of or held on behalf of Bowls Wellington;**
- u. **Print and publish documents and develop and implement any computer systems or software packages that Bowls Wellington may consider desirable for the promotion of its Objects;**
- v. **Produce, develop, create, licence and otherwise exploit, use and protect the Intellectual Property of Bowls Wellington;**
- w. **Purchase or otherwise acquire all or any part of the property, assets and liabilities of any one or more companies, institutions, incorporated societies or organisations whose activities or objects are similar to those of Bowls Wellington, or with which Bowls Wellington is authorised to amalgamate or generally for any purpose designed to benefit Bowls Wellington; and**
- x. **Do any other acts or things which further the objects of Bowls Wellington.**

5.2 The powers specified in Rule 5.1 shall not limit the rights and powers of Bowls Wellington as an incorporated society under the Incorporated Societies Act 1908.

6 Obligations of Bowls Wellington

- 6.1 In accordance with the Bowls NZ Constitution, Bowls Wellington shall:
- a. **administer, promote and develop the Game of Bowls in the Bowls Wellington District in accordance with the objects of Bowls NZ;**
 - b. **be named as approved by the Bowls NZ Board, which name shall include reference to the name of the Centre District;**
 - c. **be an incorporated society under the Incorporated Societies Act 1908;**
 - d. **have as its Members, Clubs and Individual Members and any other Members it considers appropriate provided that such membership is consistent with the Bowls NZ Constitution and the Bowls NZ Regulations;**
 - e. **obtain the prior written approval of Bowls NZ (in accordance with the Bowls NZ Regulations) for any Game of Bowls held by or under the auspices of Bowls Wellington where it is proposed that persons who are not Members of Bowls Wellington may participate;**
 - f. **adopt a constitution which is consistent with the Bowls NZ Constitution by such date(s) as determined by Bowls NZ;**
 - g. **file an annual return of Members with Bowls NZ in accordance with the Bowls NZ Constitution;**
 - h. **apply its property and capacity in pursuit of the objects of Bowls NZ, the Objects of Bowls Wellington, and the Game of Bowls;**
 - i. **do all that is reasonably necessary to enable the objects of Bowls NZ and the Objects of Bowls Wellington to be achieved;**

- j. **act in good faith and with loyalty to Bowls NZ to ensure the maintenance and enhancement of Bowls NZ and the Game of Bowls, and its reputation, and to do so for the collective and mutual benefit of the Members and the Game of Bowls;**
- k. **operate with, and promote, mutual trust and confidence between Bowls NZ and the Members;**
- l. **at all times act in the interests of the Members and the Game of Bowls;**
- m. **provide Bowls NZ with a copy of Bowls Wellington Constitution and any Regulations or by-laws made pursuant to it, and all amendments to such documents at the request of the Bowls NZ Board, and upon any such amendment being made.**

7 Membership

7.1 Membership Categories:

The categories of membership of Bowls Wellington, (collectively called “Members”) shall be:

- a. **Clubs: as described in Rule 8 (Member Clubs);**
- b. **Individual Members: as described in Rule 9 (Individual Members); and;**
- c. **Honorary Life Members: as described in Rule 10 (Honorary Life Members).**

7.2 Recognised and Associated Organisations

In addition to its Members, Bowls Wellington may recognise certain organisations which have an interest in, or association with, the Game of Bowls and/or Bowls Wellington as described in Rule 11 (Recognised & Associated Organisations).

7.3 Sub-Centres

7.3.1 Any one or more Clubs which are domiciled within a well-defined division of the Bowls Wellington District may, by Ordinary Resolution at a General Meeting of Bowls Wellington, be permitted to form themselves into a Sub-Centre, for such purposes, with such derivative powers and authorities under Bowls Wellington, and upon and subject to such terms and conditions (not inconsistent with this Constitution and the Bowls NZ Constitution) as Bowls Wellington shall determine.

7.3.2 Every Sub-Centre shall be deemed to be merely a component division of Bowls Wellington and shall be bound by the same obligations as Bowls Wellington . It shall not be entitled to separate representation at General Meetings of Bowls Wellington or Bowls NZ.

7.4 Obligations of a Sub-Centre: Each Sub-Centre shall:

- a. **administer, promote and develop the Game of Bowls in accordance with the objects of Bowls NZ and the Objects of Bowls Wellington;**
- b. **obtain the prior approval of Bowls Wellington for any Game of Bowls held by or under the auspices of the Sub-Centre;**
- c. **not constitute itself as a separate incorporated entity, and recognise that at all times it is a sub-committee and division of Bowls Wellington, and subject to its authority and jurisdiction;**
- d. **comply with all reasonable directions of the Bowls Wellington Board;**

- e. **provide such reports and information to the Bowls Wellington Board as it reasonably requests;**
- f. **only make decisions which the Bowls Wellington Board has expressly authorised it to make, and to do so in accordance with any terms and conditions or limitations required by the Bowls Wellington Board;**
- g. **do all that is reasonably necessary to enable the objects of Bowls NZ and the objects of Bowls Wellington, to be achieved;**
- h. **act in good faith and with loyalty to Bowls NZ and Bowls Wellington to ensure the maintenance and enhancement of Bowls NZ, Bowls Wellington and the Game of Bowls, and its reputation, and to do so for the collective and mutual benefit of the Members and the Game of Bowls;**
- i. **operate with, and promote mutual trust and confidence between Bowls NZ, Bowls Wellington, and the Members;**
- j. **at all times act in the interests of the Members and the Game of Bowls.**

8 Member Clubs

8.1 Existing Clubs

Every club that was a member of the Centre immediately prior to the commencement of this Constitution is deemed to be a Member of the Centre (as a Club) from the date this Constitution comes into force. Those Clubs shall be under the jurisdiction of the Centre and shall be bound by and subject to this Constitution.

8.2 Obligations of a Club

In addition to the obligations of a Club as a Member under Rule 15 (Rights & Obligations of Members), each Club shall:

- a. **administer, promote and develop the Game of Bowls at its club in accordance with the objects of Bowls NZ and the objects of Bowls Wellington;**
- b. **be an incorporated society under the Incorporated Societies Act 1908, unless the written agreement of the Bowls Wellington Board is obtained to remain as an unincorporated association until a specified date;**
- c. **have as its members Playing Members, Limited Playing Member, Non-Playing Members, and Casual Members only, provided that such membership is consistent with the Bowls NZ Constitution, Bowls NZ Regulations and this Constitution;**
- d. **obtain the prior approval of Bowls Wellington in accordance with the Bowls Wellington Regulations for any Game of Bowls held by or under the auspices of the Club where it is proposed that persons who are not Members may participate;**
- e. **adopt a constitution which is consistent with the Bowls NZ Constitution and this Constitution by such date(s) as determined by Bowls NZ. For this purpose, Bowls NZ may issue a “model constitution” from time to time for the guidance of Clubs drawing up or amending their Constitutions and subject to this Rule, each Club shall have power to draw up or amend its Constitution for its own administration as it thinks fit provided however that the constitution of every Club shall contain the minimum judicial**

requirements as determined by the Bowls NZ Board and the following provision:

“All matches shall be played in accordance with the Laws of the Sport and Regulations as approved by Bowls NZ, and the Club and its members shall, as a condition of the continuance of membership to Bowls NZ at all times and in all respects conform to and be bound by the Constitution of Bowls NZ.”

- f. file an annual return of its Members with the Centre in accordance with Rule 16 (Register of Members);**
- g. apply its facilities in pursuit of the Objects of Bowls Wellington, the objects of the Club and the Game of Bowls provided however that the Club in its sole discretion decline the use of its facilities if it wishes to use its facilities for pursuits of its own;**
- h. do all that is reasonably necessary to enable the objects of Bowls NZ, the objects of Bowls Wellington and the objects of the Club to be achieved;**
- i. act in good faith and with loyalty to Bowls NZ and Bowls Wellington to ensure the maintenance and enhancement of Bowls NZ, Bowls Wellington and the Game of Bowls, and its reputation, and to do so for the collective and mutual benefit of the Members and the Game of Bowls;**
- j. operate with, and promote mutual trust and confidence between Bowls NZ, Bowls Wellington, and the Members;**
- k. at all times act in the interests of the Members and the Game of Bowls;**
- l. provide to Bowls Wellington upon request a copy of its constitution and all amendments to its constitution. Bowls NZ and/or the Bowls Wellington Board may require a Club to amend its constitution if it, or any rule within it, is inconsistent or in conflict with the Bowls NZ Constitution or Bowls NZ Regulations or this Constitution or Bowls Wellington Regulations, as directed by the Bowls NZ Board and/or Bowls Wellington Board respectively; and**
- m. ensure that the Game of Bowls in the Club is not played with or under the authority or jurisdiction of any person, club, group or organisation where that person, club, group or organisation is not a member of Bowls NZ and/or Bowls Wellington, unless the prior written approval of Bowls Wellington Board has first been obtained.**

8.3 **New Clubs**

Any club not included within the provisions of Rule 8.1 (Existing Clubs) which embodies a clearly defined and autonomous section organised for the playing of the Game of Bowls and desiring to be a member of Bowls NZ and the Centre shall make an application in writing to the Centre Manager. Such application must be accompanied by a copy of the Club's constitution and an application for membership of Bowls NZ, which must be in the approved form and made in accordance with the Bowls NZ Constitution.

8.4 **Consideration of Application**

Upon receiving an application pursuant to Rule 8.3 (New Clubs), the Centre Board shall first consider the application. If it is approved by the Centre Board, the President of the Centre shall then countersign the application confirming that the application has been approved by the Centre Board, and forward it to the Bowls NZ Board for approval. Upon approval of an application by an organisation to be a Member of the Centre as a Club, the Centre Manager shall notify Bowls NZ of the new Club so it can be recorded in the Bowls NZ Register of Members.

8.5 **Transferring Clubs**

The process outlined in Rule 8.4 (Consideration of Application) shall also apply to any Club which is a member of another Centre seeking to transfer its membership to this Centre.

9 Individual Members

9.1 Subject to Rule 9.2 (New Individual Members), an Individual Member of Bowls Wellington is:

- a. **a person who is a Playing Member, Limited Playing Member, Non-Playing Member, or Casual Member of a Club;**
- b. **a member of the Bowls Wellington Board;**
- c. **a member of a Club Executive Committee of a Club in the Bowls Wellington District;**
- d. **a person who is an Officer or other Appointed Personnel of Bowls Wellington,**
- e. **a person who is an Officer or other Appointed Personnel of any Club, or**
- f. **an individual who:**
 - i. **umpires or officiates and is a member of a Club, or**
 - ii. **is a Bowls Wellington Representative, or**
 - iii. **coaches or manages any Bowls Team or Bowls Side competing, in any Game of Bowls held by or under the auspices of Bowls Wellington, or a Club.**

9.2 **New Individual Members**

An individual becomes an Individual Member upon any of the following occurring:

- a. **in the case of a Playing Member, Non-Playing Member or an umpire/official (as described in Rule 9.1f.i) upon such person satisfying the requirements for membership of a Club as specified in the constitution of the Club, or, if no requirements are specified then upon such person paying any membership or other fees due to their Club and completing the completion of the prescribed membership form;**

- b. **in the case of an individual described in Rules 9.1 b to 9.1e, 9.1f.ii and 9.1f.iii, upon their election, selection or appointment to such position; or**
- c. **in the case of a Casual Member, upon such person satisfying the requirements for membership of a Club as a Casual Member as specified in the constitution of the Club, or, if no requirements are specified then upon that person's written agreement to participate in a bowling event or competition held by or under the auspices of Bowls NZ (including any organising committee on their behalf), the Centre, or a Club, where such event or competition has been prior approved by Bowls NZ or the Centre in accordance with the Regulations. The Club, the Centre or Bowls NZ (whichever is holding the event or competition) must ensure that those Casual Members agree in writing to participate in any such event or competition, and that their agreement includes an agreement to be an individual member of Bowls NZ, the Centre, and the Club for the period of the event or competition and/or while present at the bowling venue.**

9.3 Existing Individual Members

Every person that was an individual member of the Centre immediately prior to the commencement of this Constitution is deemed to be an Individual Member of the Centre from the date this Constitution comes into force. Those Individual Members shall be under the jurisdiction of the Centre and shall be bound by and subject to this Constitution.

9.4 Clearance Certificates

Any Individual Member leaving a Club in the Bowls Wellington District shall be given by such Club a clearance certificate in the form prescribed by Bowls NZ confirming that she/he is financial upon clearing all outstanding financial obligations to the Club. No Club shall admit to membership any person who is or has been a Member of another Club unless such a clearance certificate is produced.

10 Honorary Life Members

10.1 Honorary Life Members

Bowls Wellington may grant honorary life membership of Bowls Wellington to any person who has rendered exceptional service to the Game of Bowls at Bowls Wellington level.

10.2 Process

Any proposal to confer honorary life membership shall, after approval by the Bowls Wellington Board, be notified to all Delegates at least thirty (30) days prior to the General Meeting at which such proposal is to be considered. At any General Meeting where such a proposal is being considered the proposal must be supported by a Special Resolution before honorary life membership is conferred.

10.3 Rights

An Honorary Life Member shall be entitled at that person's own expense to attend all General Meetings of Bowls Wellington and take part in the debate but shall not be entitled to vote in that capacity.

10.4 Obligations

An Honorary Life Member is not required to complete an Bowls Wellington membership form, but is deemed upon their appointment to acknowledge and agree to the obligations of a Member under Rule (Rights and Obligations of Members).

11 Recognised and Associated Organisations

11.1 **Recognised Organisations**

Bowls Wellington recognises the following incorporated and unincorporated organisations as being representative of the people they respectively purport to represent:

- a Bowls Wellington Umpires (inc)
- b Bowls Wellington Greenkeeping Association
- c Bowls Wellington Coaches

11.2 **Not Members**

The organisations named in Rule 11.1 (Recognised Organisations) are not members of Bowls Wellington, but Bowls Wellington and its Members shall co-operate and use their best efforts with such organisations to promote their mutual interest in the Game of Bowls.

11.3 **Associated Organisations**

Bowls Wellington may from time to time, in its discretion, give appropriate recognition to any other organisation if satisfied that such organisation has been established wholly or in part to promote the Game of Bowls amongst the special interest group that it purports to represent.

11.4 **Provision of Assistance**

The Bowls Wellington Board may from time to time take whatever action it, in its discretion, deems appropriate to assist recognised representative organisations in increasing the participation of their respective members in the Game of Bowls.

12 **Bowls Wellington's Boundaries**

12.1 The Bowls Wellington District's boundaries, and the Clubs which are situated in such boundaries, shall be recorded in an official Bowls Wellington District Register. This register shall be retained at the offices of Bowls Wellington.

12.2 Alterations to the Bowls Wellington District's boundaries or the Clubs within those boundaries may only be made at a General Meeting of Bowls NZ in accordance with the Bowls NZ Constitution.

13 **Bowls Wellington Board Intervention**

13.1 The Bowls Wellington Board may intervene in the governance, management or operations of a Club in whatever manner it considers appropriate (including appointing a person or persons to act in place of the Club Executive Committee), if following the written request of either the Executive of a Club or the written request of a majority of fully paid Members of a Club having voting rights, the Bowls Wellington Board considers that to do so is in the best interests of Bowls Wellington and the Game of Bowls and the Club:

- a. **Is having significant administrative, operational or financial difficulties; or**
- b. **Has breached a term of any agreement entered into between Bowls Wellington and the Club; or**
- c. **Has less than fifteen (15) Members; or**

- d. **Takes, or has taken against it, any action or proceedings to wind up, dissolve or liquidate it (unless for the purposes of amalgamation); or**
- e. **Enters into a compromise or arrangement with its creditors, other than a voluntary liquidation for the purpose of amalgamation with another Club; or**
- f. **Has a mortgagee or other creditor take possession of any of its assets; or**
- g. **Is acting in a manner which is bringing or likely to bring the Game of Bowls into disrepute.**

14 Membership Fees

14.1 Affiliation Fee

a) Each year, each club shall pay to Bowls Wellington an Affiliation Fee calculated on the number of playing members of that club as at 31 December, 2018.

b) The Affiliation Fee for each club for each financial year shall be fixed and is calculated as follows:

the number of Playing Members of the Club as at December 31, 2018 as reported to Bowls Wellington in the annual return

Multiplied by

\$36.30 + GST per Playing Member and \$10.65 + GST per Student Member up to 25 years of age and in a full-time course of education.

c) the amount of the Affiliation Fee is fixed and will not be altered for any reason, including where the number of individual membership numbers at a club increase or decrease, except in circumstances described in Rule 14.1 (d).

d) the Affiliation Fee for each club may only be altered by the Board, with effect from the following Financial year, in the following circumstances:

i) payable by all clubs shall be increased by the same percentage as the CPI increase; or

ii) where the Board deems, in its sole opinion, that a significant change in a club's operations justify a change in Affiliation Fee; or

iii) where a club joins or merges with one or more clubs. In such cases, the Affiliation Fees of all merged clubs shall be totalled.

iv) where a new club is formed, the Affiliation Fee of the new club will be calculated on the number of playing members as at 31 December of the full financial year as reported to Bowls NZ and is to be paid retrospectively. A new club is one deemed to be a new entity in the sole opinion of the Board. A name change does not constitute a 'new club'.

e) for purposes of Rule 14.1(d)ii, the definition of significant shall be by no more than 50% and shall consider movement in all clubs operations and membership.

f) nothing in Rule 14 prevents or limits the centre imposing additional fees or membership charges.

14.2 **Special-Purpose Capitation Fee**

For special purposes required by Bowls Wellington further special-purpose fees may be imposed as determined by the Delegates at a General Meeting from time to time (“Special-Purpose Fee(s)”).

14.3 **When Due**

The Membership Fee(s) shall be payable for the financial year of Bowls Wellington ending the 30th day of May which follows the AGM, and they shall be due and payable by each Club at the office of the Bowls Wellington Manager not later than the 30^h day of November in each year. Any Special-Purpose Fee(s) shall be payable by the date determined at a General Meeting.

14.4 **Notification to Clubs**

As soon as possible after every AGM the Bowls Wellington Manager shall notify each Club of the rate of annual Membership Fee per Playing Member as fixed at the AGM, but any failure of the Bowls Wellington Manager to do so, or any non-receipt of such notice, shall not exempt the Club from the provisions of Rule 14.5 (Default).

14.5 **Default**

Should any Club fail to pay its Membership Fee(s) or Special-Purpose Fee(s) in full by the due date(s), it shall be subject to Rule 17.5 (Suspension & Termination for Default).

15 Rights & Obligations of Members

15.1 Members acknowledge and agree that:

- a. **This Constitution, and the Bowls NZ Constitution, constitutes a contract between each of them and Bowls Wellington and Bowls NZ and they are bound by this Constitution and the Bowls Wellington Regulations, and the Bowls NZ Constitution and the Bowls NZ Regulations;**
- b. **They shall comply with and observe this Constitution and the Bowls Wellington Regulations, and the Bowls NZ Constitution and Bowls NZ Regulations, and any determination, resolution or policy which may be made or passed by the Bowls Wellington Board or the Board of Bowls NZ;**
- c. **They are subject to the jurisdiction of Bowls Wellington and Bowls NZ;**
- d. **This Constitution and the Bowls Wellington Regulations, and the Bowls NZ Constitution and Bowls NZ Regulations, are necessary and reasonable for promoting the Objects of Bowls Wellington and the objects of Bowls NZ;**
- e. **This Constitution and the Bowls Wellington Regulations, and the Bowls NZ Constitution and Bowls NZ Regulations, are made in the pursuit of a common object, namely the mutual and collective benefit of Bowls NZ, Bowls Wellington , its Members and the Game of Bowls; and**
- f. **They are entitled to all benefits, advantages, privileges and services of membership as conferred by this Constitution and the Bowls NZ Constitution.**

16 Register of Members

16.1 Membership Return

An annual return of all Members (including Casual Members) in the form prescribed by Bowls NZ shall be forwarded by each Club to Bowls Wellington in accordance with Rule 16.2 (Filing Annual Return) for the purposes of:

- a. **Complying with section 22 of the Incorporated Societies Act 1908 (by recording the name, address, and date of joining of each Member);**
- b. **Determining the exact number of members at each Club and the number of members within each category of membership at each Club;**
- c. **Determining the Membership Fee(s) payable by each Club;**
- d. **Enabling Bowls NZ and Bowls Wellington to meet any contractual obligations they may have to sponsors, including the provision of membership lists containing the names and addresses of Individual Members, and**
- e. **Compiling the Bowls Wellington Register of Members (which includes each Club's Register of Members).**

16.2 Filing Annual Return

The Club's annual return of Members for the period 1 January to 31 December, together with a copy of the Club's annual report and statement of accounts for the club, shall be sent to the Bowls Wellington Manager by 31 January in each year. The return must be certified as true and correct by the Club President and Club Secretary.

16.3 Failure to File Return

Should any Club fail to forward a full and accurate completed return of all of its Members in the required format by 31 January, then it shall be deemed to have suspended its membership of Bowls Wellington and Bowls NZ and as such its Members shall be debarred from entering into any national or Bowls Wellington competition or tournament until such time as a completed return is filed in accordance with Rule 16.2 (Filing Annual Return). In addition, all other rights and privileges of membership of the defaulting Club shall be suspended pending the completion of the return.

16.4 Privacy Act 1993

It is a condition of membership of Bowls Wellington that each Member provides certain information as described in Rule 16.1 (Membership Return). For the purposes of Principles 10-11 of the Privacy Act 1993, the use or disclosure of personal information obtained pursuant to Rule 16.1 (Membership Return) shall, subject to the provisions of Rule 16.5 (Exemptions), be a use or disclosure of information authorised by the individual concerned or a use or disclosure connected with or directly related to the purpose for which the information was obtained. All Clubs shall, for the purposes of compliance with the Privacy Act 1993, draw the attention of prospective new Members to the provisions of Rule 16.1 (Membership Return) above.

16.5 Exemptions

Notwithstanding the provisions of Rule 16.4 (Privacy Act 1993):

- a. **Should any Member object for good reason to the disclosure of personal information in the manner prescribed in Rule 16.1 (Membership Return) then such person may make application to the Privacy Officer for exemption in whole or in part from the said requirements and the Privacy Officer, having regard to the privacy principles contained in the Privacy Act 1993, may in his/her absolute discretion grant or refuse to grant such application. Any application to the Privacy Officer for exemption under this provision shall fully state the grounds upon which the applicant relies;**
- b. **Any person dissatisfied with the decision of the Privacy Officer under this Rule may have the matter referred to the Bowls Wellington Board for determination. The matter may be further considered by the Board of Bowls NZ, whose decision shall be final; and**
- c. **A Club shall not be required to include in its return of Members the particulars of any Member who has applied for exemption to the provision of personal information until such time as the application has been finally determined.**

16.6 Inspection of Register

Any entry on the Register of Members shall, in respect of a Member, be available for inspection by that Member, upon reasonable request and in compliance with the Privacy Act 1993.

17 Resignation, Suspension & Termination of Membership

17.1 A Member may have their membership of the Centre end:

- a. **if they no longer hold the position for which they became a member of the Centre;**
- b. **by resignation under Rules 17.2 (Resignation of Membership by Clubs) and 17.3 (Resignation of Membership by Individuals);**
- c. **by termination for default in payments under Rules 14.5 (Default) and 17.4 (Suspension & Termination for Default)); or**
- d. **by termination under Rule 24 (Discipline).**

17.2 Resignation of Membership by Clubs

No Club shall resign as a Member of Bowls Wellington without giving the Bowls Wellington Board and Bowls NZ at least **90 Days** written notice of its intention to do so. No resignation shall release the Club from any monetary or other obligation to Bowls Wellington incurred during its membership. Upon such resignation, Bowls Wellington shall amend its Register of Members accordingly.

17.3 **Resignation of Membership by Individuals**

A person who is a member of a Club may resign their membership of that Club in accordance with the constitution of that Club and thus no longer be a member of Bowls Wellington by virtue of their membership of that Club. Upon receipt of such notice of resignation, the Club shall inform the Bowls Wellington Manager, and in turn, Bowls Wellington shall inform Bowls NZ, of such resignation. The Bowls Wellington Manager shall then amend the Bowls Wellington Register of Members accordingly. Any other person who is a member of Bowls Wellington may resign their membership of Bowls Wellington by giving not less than **7 Days'** notice in writing to the Bowls Wellington Manager. On expiry of the notice period, and provided the person has paid all arrears of any fees owing to Bowls Wellington, that person shall cease to be a Member. The Bowls Wellington Manager shall then amend the Bowls Wellington Register of Members accordingly.

17.4 **Suspension & Termination of Membership**

For the purposes of this Rule 17 (Resignation, Suspension & Termination), the term "suspension" means the act of suspending a Member from membership of Bowls Wellington for a defined period of time, unless the terms of the suspension specify otherwise. The terms "termination" mean the action of expelling the Member and terminating their membership of Bowls Wellington indefinitely, unless the terms of the termination specify otherwise.

17.5 **Suspension & Termination for Default**

A Member shall have his/her/its membership of Bowls Wellington suspended or terminated by Bowls Wellington if:

- a. **in the case of a Club, under Rule 14.5 (Default), it defaults in the payment of any fees to the Centre; or**
- b. **in the case of any Bowls Wellington Member other than a Club, such member has defaulted in the payment of any fee due and owing to Bowls Wellington in accordance with this Constitution.**

Before such suspension or termination under Rule 17.5a or Rule 17.5b can occur the Bowls Wellington Board must give the Member written notice specifying the payment(s) due and demanding payment by a due date, being not less than 7 Days from the date of the demand. If payment is not made by the due date, membership shall be suspended pending payment. If such suspension continues for more than 90 Days, the Member shall have their membership automatically terminated on the expiry of such period.

17.6 **Suspension & Termination by Bowls Wellington**

A Member may have his/her/its membership of Bowls Wellington suspended or terminated by Bowls Wellington in accordance with Rule 24 (Discipline).

17.7 **Suspension & Termination by the Club or Bowls NZ**

A Member who has had their membership of their Club or Bowls NZ suspended or terminated by a Club or Bowls NZ shall unless specified otherwise, also have their membership of Bowls Wellington suspended or terminated. The Bowls Wellington Board is required to suspend or terminate any such Member immediately upon receiving notice from the relevant Club or Bowls NZ that such suspension or termination has been determined. If the Member is subsequently reinstated to membership of their Club and Bowls NZ, then they shall be reinstated by the Bowls Wellington Board upon Bowls Wellington receiving notice from the relevant Club or Bowls NZ of such reinstatement.

17.8 **Notification of Decision**

Upon the decision by Bowls Wellington to suspend or terminate a Member under Rules 17.5 (Suspension & Termination for Default) and 17.6 (Suspension & Termination by Bowls Wellington), Bowls Wellington shall within 7 Days of the decision inform all Clubs and Bowls NZ of the decision. Bowls Wellington shall then amend the Register of Members accordingly.

17.9 **Consequences of Suspension/Termination of Membership**

Any Member which or who is suspended or terminated from membership of Bowls Wellington, shall forfeit all rights in and claims upon Bowls Wellington and its property (including Intellectual Property), and shall not use any Bowls Wellington property (including Intellectual Property). In particular, unless specified otherwise, the Member (and if a Club, the members of that Club) shall:

- a. **automatically have their membership of all Clubs and Bowls NZ suspended, expelled or terminated (as the case may be);**
- b. **not be entitled to any of the rights or privileges of membership set out in this Constitution, the Bowls Wellington Regulations or the constitutions and regulations of the applicable Club and Bowls NZ, including the right to nominate, elect or appoint officers, or the right to vote;**
- c. **not be entitled to participate, practice or play the Game of Bowls in any capacity in any competition, tournament, event or activity of any Club, Centre or Bowls NZ;**
- d. **not be entitled to have access to any function, activity, facilities, services or premises of any Club, Centre or Bowls NZ; and**
- e. **not be entitled to apply for, or be granted, membership, or to compete or play in a Game of Bowls with or for any other Club or Centre, and if such membership or playing rights are granted such membership and/or rights shall be invalid and in breach of this Constitution, for the period of the suspension, or in the case of termination, indefinitely unless membership is reinstated in accordance with this Constitution under Rule 17.10 (Reinstatement by Centre) or 17.11 (Reinstatement by Club).**

17.10 **Reinstatement by Bowls Wellington**

Membership, which has been suspended, or terminated by Bowls Wellington under this Constitution, may be reinstated at the discretion of the Bowls Wellington Board. If a Member is reinstated under this Rule, Bowls Wellington shall notify all Clubs and Bowls NZ of such reinstatement within **7 Days** of the decision being made to reinstate the Member, to enable Bowls NZ to amend the Register of Members accordingly.

17.11 **Reinstatement by Club**

Membership, which has been suspended or terminated by a Club, may be reinstated, if there is provision to do so, in accordance with the constitution of the relevant Club. If a member of a Club has their membership of the Club reinstated by the Club, the Club must notify Bowls Wellington and Bowls NZ of such reinstatement within **7 Days** of the decision to do so, to enable Bowls Wellington and Bowls NZ to amend their respective registers of members accordingly.

18 President, Vice-President & Patron

18.1 A President and Vice-President of Bowls Wellington shall be elected at each AGM.

18.2 Procedure

The procedure for nominations and voting for the positions of President and Vice-President shall be as follows:

- a. **The Bowls Wellington Secretary shall, not later than 30 April in each year, write to each Club and invite nominations for the position of President and Vice-President, and the invitation must include the closing date for submitting nominations;**
- b. **Clubs may put forward nominations for the positions of President and Vice-President, and such nominations shall:**
 - i. be for a person who is not restricted from holding office under Rule 19.2 (Restriction);
 - ii. be in writing;
 - iii. be signed by the Club President and Club Secretary of the nominating Club;
 - iv. contain the consent of the nominee; and
 - v. contain the nominee's full postal address and such other information as the Centre Board may request in respect of each nomination;
- c. **if more than one valid nomination for the office of President and/or Vice-President is received, the Centre Manager shall advise all Delegates and Clubs of the names and addresses of the nominees, the names of the Clubs which submitted the nominations, and such other information as the Centre Board deems appropriate;**
- d. **if no valid nominations for the position of President and/or Vice-President are received by the Centre Manager in accordance with this Rule, then nominations for such position may be made from the floor at the AGM (provided the approval of the nominee has been obtained);**
- e. **if there is only one nominee for a position the Chairperson of the meeting shall declare the nominee elected; and**
- f. **if there is more than one nominee for a position:**
 - i. a ballot shall be taken amongst the Delegates present;
 - ii. all Delegates are eligible to vote for each of the vacant positions;
 - iii. in any ballot the highest polling candidate shall be deemed to be duly elected to the position; and
 - iv. where there is an equality of votes between candidates then a second ballot shall be held, and in the event of an equality of votes after the second ballot then the outcome shall be determined by lot.

18.3 **Term of Office**

The term of office of the President and Vice-President shall be from the conclusion of the AGM at which their election is made through to the close of the following AGM. There is no limit to the number of times that a person may be elected to serve as President or Vice-President.

18.4 **Patron**

On the recommendation of the Bowls Wellington Board, Bowls Wellington may, by decision of the majority of Delegates at a General Meeting, invite a person to be Patron of Bowls Wellington. Such invitation, if accepted, shall be for such term as the Delegates at the General Meeting determine.

19 **Bowls Wellington Board**

19.1 **Composition of the Bowls Wellington Board**

The Bowls Wellington Board shall comprise the President and Vice-President and five (5) members who shall assume office in accordance with this Constitution.

19.2 **Restriction**

Individuals may not serve on the Bowls Wellington Board if any of the following apply:

- a. **the person is an undischarged bankrupt, or is subject to a condition not yet fulfilled or any order under the Insolvency Act 1967;**
- b. **the person has been convicted of a crime involving dishonesty (within the meaning section 2(1) of the Crimes Act 1961) and has been sentenced for that crime within the last seven years;**
- c. **the person has been prohibited from being a director or promoter of, or being concerned or taking part in, the management of an incorporated or unincorporated body under the Companies Act 1993, Securities Act 1978, the Securities Markets Act 1988, the Takeovers Act 1993, or from being an officer of a charitable entity under the Charities Act 2005; or**
- d. **the person is subject to a property order made that the person is lacking in competence to manage their own affairs under the Protection of Personal and Property Rights Act 1988, or whose property is managed by a trustee corporation under section 32 of the Protection of Personal and Property Rights Act 1988.**

19.3 **Selection Panel**

There shall be a Selection Panel established whose function shall be to consider, and recommend people to the Bowls Wellington Board. The Selection Panel shall consist of three persons comprising:

- a. **one person who shall be elected by the Delegates at a General Meeting;**
- b. **the President for the time being of Bowls Wellington (or her/his nominee);**
and
- c. **one person who shall be appointed by the Centre Board.**

19.4 **Process**

In establishing the Selection Panel:

- a. **the Selection Panel shall be established by the Centre Board no later than 50 Days prior to the AGM in each year;**
- b. **no person nominated for a position as a Delegate or a position on the Bowls Wellington Board shall in the same year be eligible to be a member of the Selection Panel; and**
- c. **the Delegates may also appoint a deputy, from time to time, who shall stand in for the person described in Rule 1.21.a (Selection Panel) should that person not be available for any reason.**

19.5 **Applications for the Bowls Wellington Board**

Applications for positions on the Bowls Wellington Board shall be made as follows:

- a. **The Bowls Wellington Manager shall, not later than the 30th day of April in each year, call for applications for the required number of Bowls Wellington Board Members (based on any vacancies due to arise at the AGM);**
- b. **Applications by candidates seeking appointment as an Bowls Wellington Board Member shall be made in writing and received by the Bowls Wellington Manager no later than the 31st day of May;**
- c. **The Bowls Wellington Manager shall then forward all applications together with a copy of any curriculum vitae supplied by a candidate to the Selection Panel;**
- d. **The Selection Panel shall recommend to the AGM candidates to serve on the Bowls Wellington Board, having regard to the factors specified in Rule 19.6 (Relevant Factors). If there are insufficient applications, the Selection Panel may on its own initiative contact additional persons who it considers meet the required criteria to see if they would be interested in serving on the Bowls Wellington Board. The number of candidates to be recommended to the AGM by the Selection Panel shall be the total of the number of Bowls Wellington Board Members retiring (by rotation or otherwise) or a lesser number if there are insufficient suitable candidates; and**
- e. **The Selection Panel shall provide a report for the AGM outlining the reasons for its recommendations which shall include a synopsis summarising the attributes it considers each candidate has for the position. The Selection Panel's recommendations shall be conveyed to the Bowls Wellington Manager in time to enable the Bowls Wellington Manager to include details of the candidates appointed by the Selection Panel in the AGM Agenda.**

19.6 **Relevant Factors**

In considering its recommendations to the AGM, the Selection Panel shall take into account the following factors about the applicant and the Bowls Wellington Board as a whole:

- a. **their prior experience as a director, trustee, or experience in any other governance role;**
- b. **their knowledge of, and experience in, the Game of Bowls generally, at international, national, and/or local level;**

- c. their occupational skills, abilities, and experience;
- d. their knowledge of, and experience in, community, sports and/or not for profit organisations generally;
- e. the need for conflicts of interest on the Bowls Wellington Board to be minimised;
- f. the need for a wide range of skills and experience on the Bowls Wellington Board including skills in commerce, finance, marketing, law or business generally;
- g. the need for gender balance on the Bowls Wellington Board; and
- h. the need for the Bowls Wellington Board as a whole to have sufficient knowledge of or experience in the Game of Bowls.

19.7 Appointment of Bowls Wellington Board Members

The delegates at the AGM may appoint as Bowls Wellington Board Members those candidates recommended by the Selection Panel. In the event a recommended candidate(s) is not appointed by the delegates at the AGM, the Selection Panel shall reconvene as soon as practicable after the AGM and shall, having regard to the factors specified in Rule 19.6 (Relevant Factors), select a person(s) who it considers meets the required criteria and the name of the person(s) so selected shall be circulated by the Bowls Wellington Manager to all delegates for endorsement. Upon receipt by the Bowls Wellington Manager of the endorsement of a majority of delegates, the candidate shall be deemed to have been duly appointed as a Bowls Wellington Board Member.

19.8 Term of Office of Bowls Wellington Board Members

Every person elected to the Bowls Wellington Board at an AGM shall assume office at the conclusion of the AGM at which they were elected. Every person appointed to the Bowls Wellington Board shall assume office at the conclusion of the AGM at which their appointment is announced. Subject to the provisions of this Constitution, all persons appointed to the Bowls Wellington Board by the AGM shall serve on the Bowls Wellington Board for a term that shall conclude at the AGM two years after their appointment.

19.9 Schedule of Rotation

To ensure rotation on the Bowls Wellington Board, there must be at least two vacancies (whether by expiry of term of office, retirement or otherwise) on the Bowls Wellington Board at every AGM. If there are insufficient vacancies to give effect to this requirement the Bowls Wellington Board shall, prior to the AGM, determine by lot which of its number shall retire and notify the Delegates of this decision prior to the AGM.

19.10 Chairperson of the Bowls Wellington Board

The Chairperson of the Bowls Wellington Board shall be appointed or elected annually by the Bowls Wellington Board from amongst its number immediately after the AGM, as follows:

- a. **if there is only one nomination for the position of Chairperson the person nominated shall be duly appointed;**
- b. **if more than one person is nominated for the position of Chairperson then an election shall be held by ballot;**
- c. **where there is an equality of votes between candidates then a second ballot shall be held, and in the event of an equality of votes after the second ballot then the Chairperson shall be determined by lot; and**

- d. **if necessary, the Bowls Wellington Board may seek assistance from the Bowls Wellington Manager in conducting the ballot(s) and/or lot.**

19.11 **Term of Office of the Chairperson**

The Chairperson shall hold office as the Chairperson from the date of appointment until the conclusion of the next AGM, unless the Bowls Wellington Board chooses to replace the Chairperson, or the Chairperson is removed between AGMs in accordance with this Constitution.

19.12 **Vacancies**

The office of a Bowls Wellington Board Member shall become vacant if the Bowls Wellington Board Member:

- a. **resigns from his or her position on the Bowls Wellington Board;**
- b. **is removed from office in accordance with this Constitution;**
- c. **is absent from three (or more) consecutive meetings of the Bowls Wellington Board without the approval of the Bowls Wellington Board; or**
- d. **dies.**

19.13 **Vacancy of President's Position**

If the position of President becomes vacant, the Vice-President shall automatically assume this position for the balance of the President's term of office.

19.14 **Vacancy of Chairperson's Position**

If the position of Chairperson becomes vacant then the Bowls Wellington Board shall appoint one of its members to that position.

19.15 **Co-Option if a Vacancy Arises**

If any vacancy arises on the Bowls Wellington Board after an AGM, the Bowls Wellington Board has the power to fill that vacancy by co-option until the next AGM, or the Bowls Wellington Board may choose to leave the position vacant until the next AGM. If a person is appointed to fill a vacancy that person shall hold office until the next AGM (unless removed prior to that date in accordance with this Constitution).

19.16 **Suspension of a Bowls Wellington Board Member:**

The Bowls Wellington Board may, after reasonable enquiry and after giving the person concerned the right to be heard, suspend a person from their position on the Bowls Wellington Board in the following circumstances:

- a. **if the person is charged with committing a criminal offence punishable by a term of imprisonment and the Bowls Wellington Board consider the circumstances justify immediately suspension; or**
- b. **if any of the circumstances described in Rule 19.2 (Restriction) occur to that person during their term of office; or**
- c. **if the Bowls Wellington Board consider any member of the Bowls Wellington Board has breached any one or more of the duties specified in Rule 21.2 (Powers and Duties); or**
- d. **if the Bowls Wellington Board consider any member of the Bowls Wellington Board has acted in a manner that has caused, or may cause, significant harm to Bowls Wellington**

19.17 **Removal From Office**

In addition to the power of suspension in Rule 19.15 (Suspension of a Bowls Wellington Board Member), the Bowls Wellington Board may, with the approval of a motion by no less than two-thirds of the Bowls Wellington Board, remove any Bowls Wellington Board Member from the Bowls Wellington Board before the expiry of their term of office if any of the circumstances set out in Rule 19.15a to 19.15d apply, provided that:

- a. **the person concerned has been notified that a Bowls Wellington Board meeting is to be held to discuss that person's removal from office; and**
- b. **the person concerned has been given an opportunity to make submissions about the proposed removal prior to the Bowls Wellington Board meeting or by submission in person at the Bowls Wellington Board meeting.**

20 Proceedings of the Bowls Wellington Board

20.1 **Number of Meetings**

The Bowls Wellington Board shall meet a minimum of six times in each year.

20.2 **Convening of Meetings**

Notwithstanding Rule 20.1 (Number of Meetings), a meeting of the Bowls Wellington Board shall be held at such venue and time as decided by the Chairperson, or if requisitioned for the consideration of urgent business by not less than two Bowls Wellington Board Members. Such requisition shall be in writing addressed to the Bowls Wellington Manager and shall state full details of the urgent business to be discussed.

20.3 **Notice of Meetings**

Unless for some good reason the circumstances do not permit this, the Bowls Wellington Manager shall provide to each Bowls Wellington Board Member not less than **14 Days'** written notice of any Bowls Wellington Board meeting convened under Rule 20.1 (Number of Meetings) and not less than **7 Days'** written notice of any Bowls Wellington Board meeting convened under Rule 20.2 (Convening of Meetings).

20.4 **Quorum**

The quorum for meetings of the Bowls Wellington Board shall be four Bowls Wellington Board Members. No business shall be transacted at any Bowls Wellington Board meeting unless a quorum is present (but the abstention of a member from voting under Rule 20.5 (Disclosure of Interests) shall not affect the quorum), except that those present may fix a date, time, and venue for the reconvening of the meeting.

Notice of such date, time, and venue of any reconvened meeting shall be given forthwith to each Bowls Wellington Board Member.

20.5 **Disclosure of Interests**

Any Member, including any Bowls Wellington Board member, who may derive some personal or financial before the Bowls Wellington Board shall disclose the nature and extent of their interest to the Bowls Wellington Board and shall take no part whatsoever in the matter before the Bowls Wellington Board where they hold such interest.

20.6 **Voting**

Subject to Rule 20.5 (Disclosure of Interests), each Bowls Wellington Board Member present at any Bowls Wellington Board meeting shall be entitled to exercise one vote whenever voting is required. The Chairperson shall have a deliberative vote, and in the event of an equality of votes the Chairperson shall also have a casting vote.

20.7 Resolutions

The Bowls Wellington Board may make a decision by signed resolution or consent in lieu of a meeting. Any such resolution shall be valid as if it had been passed at a meeting of the Bowls Wellington Board as long as:

- a. **a copy of the proposed resolution is sent to every Bowls Wellington Board Member; and**
- b. **over half of the Bowls Wellington Board Members sign or consent to the resolution and return evidence of this consent to the Chairperson (or such other person as agreed by the Bowls Wellington Board) by mail, electronic mail, facsimile, or another form of visible or electronic communication, by the date and time specified by the Chairperson.**

20.8 Minutes

The Bowls Wellington Manager shall ensure the proceedings of each Bowls Wellington Board meeting are properly recorded as soon as possible after the conclusion of each meeting of the Bowls Wellington Board. A copy of such minutes shall then be forwarded to each Bowls Wellington Board Member. Any Member of Bowls Wellington may also request a copy of such minutes. The original of each set of minutes shall be permanently affixed in the minute book and confirmed at the next meeting of the Bowls Wellington Board.

20.9 Honoraria

Subject to Rule 28 (Application of Income & No Pecuniary Profit), all Bowls Wellington Board Members are entitled to receive an annual honorarium. The maximum annual amount of honoraria for Bowls Wellington Board Members must be approved at the AGM pursuant to Rule 24.2 (AGM Business).

20.10 Meetings Using Technology

A meeting of the Bowls Wellington Board may be held by the contemporaneous linking together by telephone or other means of communication of the Bowls Wellington Board Members provided that prior notice of the meeting is given to all Bowls Wellington Board Members and provided that all persons participating in the meeting are able to hear each other effectively and simultaneously.

21 Powers and Duties of the Bowls Wellington Board

21.1 Overall Power

The Bowls Wellington Board shall be the policy-making body of Bowls Wellington and shall be responsible for managing the business and affairs of Bowls Wellington. The Bowls Wellington Board shall, through clearly defined delegations of authority, delegate to the Bowls Wellington Manager and, where appropriate, through the Bowls Wellington Manager to Bowls Wellington staff, the day-to-day management of the business and affairs of Bowls Wellington

21.2 Powers and Duties

Subject to Rule 21.3 (Restriction on Major Transactions), the Bowls Wellington Board shall have the following general powers and duties:

- a. **To develop and implement strategies, policies and procedures for the administration, promotion and development of the Game of Bowls in the Bowls Wellington District;**
- b. **To develop and implement prudent policies to protect and enhance Bowls Wellington' finances and property;**

- c. **To employ or engage the Bowls Wellington Manager, determine the terms and conditions of employment/engagement, and, if necessary, terminate such employment/engagement;**
- d. **To establish such committees and groups as it considers appropriate to assist it to carry out its responsibilities;**
- e. **To establish such corporate and other entities to carry on and conduct all or any part of the affairs of Bowls Wellington;**
- f. **To co-opt, engage, contract or otherwise agree to obtain the assistance or advice of any person or organisation for the Bowls Wellington Board;**
- g. **To delegate such powers as it considers appropriate to employees, committees or other groups appointed by it;**
- h. **To enforce the Laws of the Sport;**
- i. **To determine the yearly calendar for Bowls Wellington tournaments, events and competitions in the Bowls Wellington District;**
- j. **To employ, engage or otherwise appoint coaches, managers, umpires and other support personnel for Bowls Wellington representative bowls teams and competitions, determine the terms and conditions of such appointments and, if necessary, terminate such appointments;**
- k. **To appoint such persons as it considers appropriate to committees, positions and roles within Bowls Wellington, (except as otherwise specified in this Constitution or the Bowls Wellington Regulations), to determine the terms and conditions of such appointment and, if necessary, to terminate such appointments;**
- l. **To select Bowls Wellington representative Bowls Teams, Bowls Sides and squads;**
- m. **Subject to this Constitution, to fill vacancies of the Bowls Wellington Board, and of any committees and other groups which are established by it;**
- n. **To determine the conditions and rules of Bowls Wellington tournaments, events and competitions, held by or under its auspices;**
- o. **To appoint and administer the Bowls Wellington Judicial Committee;**
- p. **To nominate delegates to represent the Bowls Wellington at General Meetings of Bowls NZ;**
- q. **To discipline Members as specified in this Constitution and the Bowls Wellington Regulations;**
- r. **To develop Bowls Wellington programmes for playing, coaching, umpiring and officiating the Game of Bowls and implement them as agreed by Bowls NZ together with national programmes in the Bowls Wellington District;**
- s. **To hear and determine any Disputes, Misconduct or other matters as specified in this Constitution and the Regulations; and**
- t. **To do all other acts and things which are within the powers and objects of Bowls Wellington and which the Bowls Wellington Board considers appropriate.**

21.3 Restriction on Major Transactions

The Bowls Wellington Board shall not undertake a Major Transaction without the approval of the Members by Special Resolution at a General Meeting.

22 BOWLS WELLINGTON MANAGER

22.1 Appointment

The Bowls Wellington Board shall appoint a person (not being a Delegate) to be the Bowls Wellington Manager for such remuneration, with such duties and on such conditions, as it shall determine. Such person shall hold Office as the Bowls Wellington Manager for the term of that person's appointment as determined by the Bowls Wellington Board. The Bowls Wellington Manager shall be entitled with the permission of the Chairperson to address and advise the Delegates and the Bowls Wellington Board on any matter under consideration.

22.2 Administration

The Bowls Wellington Manager shall attend all General Meetings and meetings of the Bowls Wellington Board (subject to any decision to the contrary by any meeting of either body), but shall have no right to vote.

23.3 Correspondence

All correspondence to Bowls Wellington must be addressed to and come through the office of the Bowls Wellington Manager in order to receive due and proper consideration.

23 GENERAL MEETINGS

23.1 AGM

An Annual General Meeting (AGM) of Bowls Wellington shall be held not later than the 31st day of August each year. The Bowls Wellington Manager shall give at least 30 Days' written notice of the date, time, and venue of the AGM to all Centre Board Members and all Clubs (who shall in turn notify their members).

23.2 AGM Business

The business to be transacted at every AGM shall include:

- a. **Confirmation of the minutes of the previous AGM and any SGM held since the previous AGM;**
- b. **Receiving the Bowls Wellington Board's report for the financial year ending 31 May;**
- c. **Receiving the audited statement of accounts and balance sheet for Bowls Wellington for the financial year ending 31 May;**
- d. **The election of a President and Vice-President;**
- e. **The election of a person to the Selection Panel;**
- f. **The appointment of a Patron (if desired);**
- g. **The confirmation of any appointments to the Bowls Wellington Board;**
- h. **Fixing the Membership Fee(s) and any Special-Purpose Fee(s) payable by Clubs to Bowls Wellington, having regard to the recommendation of the Bowls Wellington Board and the budget presented to support the same;**
- i. **Fixing the maximum annual Honoraria payable by Bowls Wellington to the Bowls Wellington Board Members in accordance with 20.9 (Honoraria);**

- j. **Considering and determining any notices of motion which propose alterations to the Constitution of which due and proper notice has been given in accordance with Rule 29.2 (Timing);**
- k. **Considering and making recommendations to the Bowls Wellington Board as a result of any notices of motion of which due and proper notice has been given in accordance with Rule 24.4 (Notices of Motion); and**
- l. **Transacting such other business as the General Meeting deems appropriate.**

23.3 **AGM Agenda**

An agenda containing the business to be discussed at the AGM as set out in Rule 24.2 (AGM Business) shall be sent to all Bowls Wellington Board Members and Clubs no later than **30 Days** before the date of the AGM. Any additional items of general business may be raised from the floor with the consent of the chairperson of the AGM.

23.4 **Notices of Motion**

Any notice of motion from the Bowls Wellington Board or from a Club must be received by the Bowls Wellington Manager by the 15th of May prior to an AGM in order to be considered at that meeting, unless otherwise agreed by the Bowls Wellington Board. Every notice of motion from a Club must be signed by the Club President or Club Secretary.

23.5 **Urgent Matters**

Any matter of an urgent or extraordinary nature which normally would be required to be the subject of a notice of motion before it could be considered at an AGM may, if prior written notice has been given to the Bowls Wellington Manager and the Chairperson, be brought before an AGM and determined at that AGM but **only** if the majority of the votes available to those Delegates present and voting at the meeting are in favour of the matter being determined without being notified to the Clubs.

23.6 **SGM**

The Bowls Wellington Manager shall convene a Special General Meeting ("SGM") of Bowls Wellington by giving the requisite notice required under Rule 23.7 (Notice of SGM):

- a. **when directed to do so by the Bowls Wellington Board, which direction must include full details of the business to be dealt with at the meeting; or**
- b. **on requisition in writing signed by not less than seven (7) Clubs which requisition must provide full details of the business that is proposed to be dealt with at the meeting.**

23.7 **Notice of SGM**

If the Bowls Wellington Manager is required to convene a SGM, the Bowls Wellington Manager shall give at least fourteen (14) days' notice to the President, Chairperson, Delegates and member Clubs of the date and venue of such meeting (except where, in the view of the President such notice period is not practicable). The notice of the SGM must clearly state the reasons why the SGM is being convened and provide as full details as possible of the nature of the business to be transacted at the meeting. Only the business stated in the notice of SGM may be dealt with at such SGM.

23.8 **Meetings Using Technology**

In any case where the Bowls Wellington Board deems it appropriate, a SGM may be held by the contemporaneous linking together of participants in the SGM by telephone or other such means of communication. The procedural requirements in this Constitution relating to General Meetings shall apply with any necessary modification as determined by the Bowls Wellington Board.

23.9 **Chairperson**

The Chairperson of any General Meeting shall be the Chairperson of the Bowls Wellington Board. In the event of the Chairperson of the Bowls Wellington Board being unavailable, the meeting shall appoint the President or Vice President to chair the meeting in the Chairperson's absence.

23.10 **Delegates**

Each Club may elect or appoint a Delegate (in accordance with the Constitution of the Club) to represent the Club at General Meetings of Bowls Wellington and to vote on behalf of the club at General Meetings of Bowls Wellington in accordance with Rule 24.12 (Voting).

23.11 **Observers**

In addition to the Delegates, all Members except Honorary Life Members are entitled to attend General Meetings as observers. All members (except Honorary Life Members) who attend shall not be entitled to speak or vote. Honorary Life Members are entitled to attend and speak at General Meetings, but shall have no right to vote (unless the Honorary Life Member is a Delegate in which case she/he has the rights as a Delegate).

23.12 **Voting**

At General Meetings:

- a. **Each Club represented at a General Meeting by its Delegate shall be entitled to one vote for every forty of its Members (or part thereof) as at 31 December last preceding the General Meeting, up to a maximum of three votes.**
- b. **The Bowls Wellington Manager shall declare the voting entitlement for each Club at the General Meeting, based on the most up to date records held at the office of Bowls Wellington as to number of Individual Members.**
- c. **Voting shall be by Ordinary Resolution unless this Constitution expressly requires a Special Resolution (such as in Rule 10.2 (Honorary Life Members – Process), Rule 30 (Alterations to Constitution) and Rule 32 (Dissolution & Liquidation)).**
- d. **Except as otherwise expressly set out in this Constitution, all questions shall be decided by ballot unless the Delegates determine, by Ordinary Resolution that another voting method is necessary.**
- e. **In the event of a tied vote, the Chairperson shall have a casting vote. In exercising a casting vote the Chairperson shall have due regard to, but shall not be bound by, the status quo.**
- f. **No names of Delegates shall be recorded as voting either for or against a motion, unless specifically requested by any Delegate, and then in the case of that Delegate only.**
- g. **Where a show of hands or ballot is taken, the total votes for and against the motion or amendment shall be recorded.**

- h. **Proxy voting is not permitted.**

23.13 Meeting Procedure

At General Meetings:

- a. **The quorum for a General Meeting shall be one greater than half of the number of Delegates entitled to vote, provided that should such number not be a whole number the quorum shall be the next whole number;**
- b. **No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. In the event of a quorum not being present within half an hour after the appointed time on the meeting date, the meeting shall stand adjourned to a date, time and venue to be fixed by the Chairperson on adjourning the meeting. If a quorum is not present within half an hour after the appointed commencement time of the reconvened meeting, the Delegates present at the reconvened meeting shall constitute a quorum; and**
- c. **On all questions of order the decision of the Chairperson shall be final unless dissented from by Ordinary Resolution.**

23.14 Minutes

The Bowls Wellington Manager shall ensure the proceedings of all General Meetings are recorded and incorporated in a minute book. As soon as possible after the conclusion of each meeting the Bowls Wellington Manager shall forward a copy of the minutes to all Bowls Wellington Board Members, all Clubs and Bowls NZ. A copy of such minutes shall also be made available upon request to any Member.

24 Discipline

24.1 Jurisdiction of the Bowls Wellington Board

Subject to Rule 25.3 (Jurisdiction of the Bowls NZ Judicial Committee) and in accordance with the Bowls Wellington Regulations, the Bowls Wellington Board has jurisdiction to hear and determine Disputes and Misconduct at Bowls Wellington Level. For the purposes of this Rule the Bowls Wellington Board includes any sub-committee of Bowls Wellington, including a judicial committee established by the Bowls Wellington Board in accordance with Rule 21.2d (Powers and Duties).

24.2 Composition of the Bowls Wellington Judicial Committee

If the Centre Board establishes a judicial committee to assist it to hear and determine Disputes and Misconduct at Bowls Wellington Level in accordance with Rule 25.1 (Jurisdiction of the Bowls Wellington Board), such Bowls Wellington judicial committee shall comprise not less than three persons appointed by the Bowls Wellington Board. Each member of the Bowls Wellington judicial committee shall not be an employee of Bowls Wellington or a person who has an interest in the matter before the Bowls Wellington judicial committee. At least one of the members must have legal experience, and the others should, if possible, have one or more of the following competencies:

- a. **a person with significant experience in disciplinary tribunals, preferably in relation to bowls; and/or**
- b. **a person with extensive knowledge of the Game of Bowls.**

The Bowls Wellington Board shall appoint one of the members of the Bowls Wellington judicial committee to act as the chairperson of the Bowls Wellington

judicial committee. The quorum for all meetings of the Bowls Wellington judicial committee shall be three persons.

24.3 Jurisdiction of the Bowls NZ Judicial Committee

In accordance with the Bowls NZ Constitution and/or the Bowls NZ Regulations, the Bowls NZ Judicial Committee has jurisdiction to hear and determine:

- a. **Disputes and Misconduct at National Events, unless already heard in accordance with any applicable event rules;**
- b. **Disputes and Misconduct at International Level, unless already heard in accordance with applicable event rules;**
- c. **other Disputes and Misconduct involving Bowls NZ Members:**
 - i. that are not within the jurisdiction of a Club, Centre, the Bowls NZ Board and/or Regional Judicial Committee; or
 - ii. where the parties agree in writing; and
- d. **any jurisdictional issues regarding Disputes and Misconduct.**

24.4 Application of Rule 24

The Bowls Wellington Board has no jurisdiction to hear and determine any Dispute(s) and/or Misconduct heard and/or determined by a Club.

24.5 Procedure

The relevant body in this Rule 25 (Discipline) shall take such action as it considers appropriate provided it acts in accordance with the principles of natural justice and any applicable regulations.

25 Appeals

25.1 Appeal Process

The process for appeals of decisions involving Misconduct or a Dispute shall be as follows:

- a. **Appeal to a Regional Judicial Committee: Where there is a Dispute or Misconduct at Bowls Wellington Level which is determined by the Bowls Wellington Board (or committee on its behalf), any party affected by that decision may only appeal such decision to the Regional Judicial Committee in the Region in accordance with the Bowls NZ Regulations.**

- b. **Appeal to Sports Tribunal: Where there is a Dispute or Misconduct which is determined by the Bowls NZ Judicial Committee under Rules 25.3 (Jurisdiction of the Bowls NZ Judicial Committee) (a) and (b), any party affected by that decision may only appeal such decision to the Sports Tribunal in accordance with the Rules of the Sports Tribunal provided such an appeal is permitted by the rules of the particular event.**
- c. **No appeal right: There shall be no right of appeal from a decision of the Bowls NZ Judicial Committee under Rules 25.3 (Jurisdiction of the Bowls NZ Judicial Committee) (c) and (d).**

25.2 Procedure

In determining any appeal, the Bowls Wellington Board shall follow the procedures set out in the Bowls Wellington Regulations.

25.3 Stay of Execution

Pending the determination of an appeal before it, the Bowls Wellington Board may grant a stay of execution of the decision which is being appealed.

26 Laws of the Sport

- 26.1 All matches shall be played in accordance with the Laws of the Sport and Regulations made under the Bowls NZ Constitution, and Bowls Wellington and its members shall, as a condition of the continuance of membership of Bowls NZ, at all times and in all respects conform to and be bound by the Constitution of Bowls NZ.

27 Finances

27.1 Financial Year

The financial year of Bowls Wellington shall end on 31 May, or such other date as determined by the Centre Board.

27.2 Centre Funds

The Bowls Wellington Board is responsible for the receipt and banking of all monies received by Bowls Wellington and for all sums paid out by Bowls Wellington

27.3 Banking

The Bowls Wellington' current bank account(s) shall be kept at a trading bank chosen by the Bowls Wellington Board. All bank account(s) of Bowls Wellington must be operated in accordance with any policies determined by the Bowls Wellington Board.

27.4 Accounting Records

The Bowls Wellington Board shall ensure there are true and complete accounts kept of the income and expenditure and assets and liabilities of Bowls Wellington. The accounting records of Bowls Wellington must be kept at the office of Bowls Wellington or at such other place as the Bowls Wellington Board may determine. The accounting records must be open to inspection by Members at such reasonable times agreed by the Bowls Wellington Board.

27.5 **Financial Reviewer**

The Bowls Wellington Board shall appoint an independent reviewer to examine and review the books and accounts of Bowls Wellington and report on these at the AGM (and as otherwise required by the Bowls Wellington Board). The reviewer shall at all reasonable times have access to the books and accounts of Bowls Wellington and shall be entitled to any information required relating to them or to any matter deemed necessary or desirable for audit purposes.

28 **Application of Income & No Pecuniary Profit**

28.1 **Application of Income**

The income and property of Bowls Wellington shall be applied solely towards the promotion of the Objects of Bowls Wellington.

28.2 **No Pecuniary Profit**

No Member of Bowls Wellington or any person associated with a Member shall participate in or materially influence any decision made by Bowls Wellington in respect of the payment to or on behalf of that Member or associated person of any income, benefit, or advantage whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value). The provisions and effect of this Rule shall not be removed from this Constitution and shall be included and implied into any document replacing this Constitution.

29 **Alterations to Constitution**

29.1 **Process**

This Constitution may only be altered, added to, or repealed by a Special Resolution at a General Meeting in accordance with this Constitution.

29.2 **Timing**

Notice of an intention to alter this Constitution must be given by the Bowls Wellington Board or any Member:

- a. **at least 40 Days prior to an AGM to be considered at that AGM; or**
- b. **as part of the request to hold an SGM made in accordance with Rule 23.6 (Special General Meeting).**

30 **Bowls Wellington Regulations**

30.1 **Bowls Wellington Board to Determine**

The Bowls Wellington Board may determine regulations (to be known as "Bowls Wellington Regulations") covering any matters as the Bowls Wellington Board in its discretion deems appropriate, provided they are not inconsistent with this Constitution, the Bowls NZ Constitution, or the Bowls NZ Regulations. Such Bowls Wellington Regulations when determined shall be recorded in a Regulations Register maintained by the Bowls Wellington Manager and may be circulated to Clubs as the Bowls Wellington Board considers appropriate.

30.2 **Application**

Bowls Wellington Regulations shall be binding on all Members.

30.3 **Alterations**

Bowls Wellington Regulations may be rescinded, amended, or added to from time to time but only by resolution of the Bowls Wellington Board.

31 **Dissolution & Liquidation**

31.1 **Voluntary**

Bowls Wellington may be voluntarily put into liquidation if:

- a. **a Special Resolution is passed at a General Meeting appointing a liquidator; and**
- b. **such resolution is confirmed by Special Resolution at a subsequent General Meeting called for that purpose and held not earlier than 30 Days after the date on which the resolution to be confirmed was passed.**

31.2 **Other**

Bowls Wellington may also be put into liquidation or dissolved in accordance with the Incorporated Societies Act 1908.

31.3 **Distribution**

If upon the liquidation, or dissolution of Bowls Wellington, there remains, after the satisfaction of debts and liabilities, any property whatsoever, that property shall not be paid to or distributed among the Members of Bowls Wellington, but shall be given or transferred to some other body that:

- a. **operates substantially or primarily for the purpose of promoting the Game of Bowls as an amateur sport conducted for the recreation and benefit of the general public; and**
- b. **does not allow any part of its income or other funds to be used for the pecuniary profit of any individual.**

32 **Notices**

32.1 **From the Centre**

Any notice required to be given by or on behalf of Bowls Wellington under this Constitution shall be in writing and may be served either personally, by electronic mail, or by posting it in a letter addressed to the Member at the address of the Member as held by Bowls Wellington. If given by post the notice shall be deemed to have been given at the time when the letter containing the same would be delivered in the ordinary course of post.

32.2 **To the Centre**

Any notice required to be given to Bowls Wellington under this Constitution shall be in writing and may be given to the Bowls Wellington Manager or sent to Bowls Wellington ' registered office by post or any electronic mail address specified by Bowls Wellington .

33 Awards

- 33.1 At a General Meeting the Delegates may, on the recommendation of the Bowls Wellington Board award a service medal to any person who's long and outstanding or meritorious service to Bowls Wellington merits such recognition.

34 Uniform & Colours

- 34.1 The official uniform and official colours of Bowls Wellington shall be determined by the Bowls Wellington Board and specified in the Bowls Wellington Regulations.
- 34.2 No Club may use the official uniform or official colours of Bowls Wellington unless the agreement of the Bowls Wellington Board is first obtained, or it is otherwise specified in the Bowls Wellington Regulations.

35 Common Seal

- 35.1 Bowls Wellington shall have a common seal which shall be kept in the custody of the Bowls Wellington Manager. The common seal shall be affixed to any document only by the authority of the Bowls Wellington Board.

36 Indemnity & Insurance

36.1 Indemnity

Each Member and each Bowls Wellington Board Member shall, except in the case of wilful default or fraudulent acts or omissions, be indemnified by and out of the funds of Bowls Wellington against any loss, damage, expenses or liability incurred by reason of or in connection with any legal proceedings instituted against them or any of them for any act done, omitted or suffered in relation to the performance of any of their duties in respect of Bowls Wellington.

36.2 Insurance

The Bowls Wellington Board may take out any appropriate insurance cover in respect of the indemnity provision in this Rule at the expense of Bowls Wellington.

37 Matters Not Provided For

- 37.1 If any matter shall arise which in the opinion of the Bowls Wellington Board is not provided for in this Constitution then the same may be determined by the Bowls Wellington Board in such manner as it deems fit. Every such determination shall be binding upon Members unless and until set aside by Ordinary Resolution at a General Meeting.

38 Transitional Provisions

- 38.1 The term of office of any person appointed or elected under the former constitution of Bowls Wellington replaced by this Constitution, and any other matters, shall be modified as necessary, in order to give full force and effect to the provisions contained within this Constitution as determined by the Bowls Wellington Board.