



**Constitution
of
Bowls New Zealand Incorporated**

Last Updated March 2019

Incorporating alterations adopted at the SGM in March 2019

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1. Name

The name of the governing body for the Game of Bowls in New Zealand is “**Bowls New Zealand Incorporated**”, which is abbreviated in this Constitution as “**Bowls NZ**”.

2. Interpretation

In this Constitution, unless the context otherwise requires:

“**Annual General Meeting**” means the annual general meeting of Bowls NZ convened pursuant to Rule 21.1 of this Constitution.

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

“**Board**” means the body of persons comprising the Board of Bowls NZ established under this Constitution to carry out the business and affairs of Bowls NZ.

“**Board Member**” means a person appointed to the Board of Bowls NZ pursuant to Rule 17 of this Constitution.

“**Bowls NZ**” means Bowls New Zealand Incorporated.

“**Bowls NZ Judicial Committee**” means the Bowls NZ judicial committee established under Rule 23.2.

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

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

“**Casual Member**” means a person who participates in any bowling event or competition held by or at a Club(s), Centre(s) or Bowls NZ in accordance with Rule 9.2(c) 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, Centre 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 a rule / agreement must comply with the Bowls NZ Regulations.

“**Centre**” means an incorporated society comprising of all Clubs and other Members having jurisdiction and authority in respect of the Game of Bowls within a Centre District.

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“Centre Board” means the board of directors, executive, management committee of the Centre or such other name as it is known, which is responsible for governing the Centre.

“Centre District” means a geographical area classified by Bowls NZ in the Centre District Register in which each Centre has authority and responsibility for the administration of the Games of Bowls.

“Centre District Register” means the register maintained by Bowls NZ pursuant to Rules 7.4(a) of this Constitution recording the details of boundaries and Members of Centres within each Centre District.

“Chief Executive” means the person appointed by the Board to carry out the directions of the Board as an employee of Bowls NZ in association with the other employees of Bowls NZ.

“Club” means a bowling club that is a Member of a Centre, 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 8.2.1(b) 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 or Centre Decision” means a decision of the board, management committee or other equivalent governing body or any sub-committee of a Club or Centre about a member or Official of a Club or Centre regarding a Dispute or Misconduct conducted by that Club or Centre.

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

“CPI” means the Consumer Price Index issued by Statistics New Zealand which is a measure of the price change of goods and services purchased by private New Zealand households.

“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 Board, or a matter which involves an allegation of Misconduct.

“Delegate” means a person elected to represent the Centre at General Meetings in accordance with Rule 21.5.

“Domestic Regulations” means any regulations promulgated by Bowls NZ that are authorised by the Laws of the Sport and relate to playing the Game of Bowls in New Zealand.

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“Financial Year” means the period from 1 July to 30 June in each year, unless otherwise determined by the Board.

“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 Annual General Meeting or a Special General Meeting of Bowls NZ convened in accordance with Rule 21 of this Constitution.

“Honorary Life Member” means a person who has been granted honorary life membership of Bowls NZ pursuant to Rule 10 of this Constitution.

“Individual Member” means a person who is a member of Bowls NZ, and/or a Centre and/or a Club pursuant to Rule 9 of this Constitution and includes Playing Members, Non-Playing Members and Casual Members.

“Intellectual Property” means all rights or goodwill in copyright, business names, names, trademarks (or signs), logos, designs, patents or service marks relating to Bowls NZ or any event, or any competition or bowls activity or programme of or conducted, promoted or administered by Bowls NZ.

“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 Board, Officers, appointed or elected in accordance with this 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 as approved by World Bowls.

“Match Fixing” means conduct defined as prohibited conduct in the Bowls NZ Anti-Match Fixing Regulation including corruption, betting, misusing inside information, and other offences.

“Member” means a Centre, Club, Individual Member, Honorary Life Member and such other members of Bowls NZ as specified in Rule 6 of this Constitution.

“Membership Fee” means a fee payable by each Centre to Bowls NZ as specified in Rule 12.1.

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“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, unless it is Match Fixing in which case the Bowls NZ Anti-Match Fixing Regulation shall apply;
- (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 Bowls NZ, or of any Centre, or of any Club, or whilst on the property of Bowls NZ, any centre or any Club, uses any profane, indecent or improper language;
- (e) at any time or place engages in offensive or insulting behaviour towards Bowls NZ, any Centre, any Club or any member of any Centre or Club, or any person acting for or on behalf of Bowls NZ, a Centre or a Club;
- (f) breaches:
 - (i) any provision of the Constitution, or the constitution of any Centre or Club;
 - (ii) any Regulation, (other than the Bowls NZ Anti-Doping Regulation or the Bowls NZ Anti-Match Fixing Regulation), or the regulations, by-laws or other rules (however described) of any Centre or Club;
 - (iii) any policies of Bowls NZ, a Centre or a Club;
 - (iv) any reasonable direction of Bowls NZ, a Centre or a Club (or person authorised on their behalf);
 - (v) any decision of a General Meeting, the Board or the Bowls NZ Judicial Committee or any decision of any equivalent bodies at any Centre or Club;
- (g) acts in a manner which brought, or could bring, Bowls NZ, any Centre or any Club into disrepute;
- (h) acts in a manner unbecoming of a Member, or a member of a Centre or Club or which is prejudicial to the Objects and/or the objects of a Centre and/or Club;
- (i) fails or refuses, for a period of one calendar month to pay any fine or monetary penalty imposed by Bowls NZ, a Centre and/or a Club or any authority under the jurisdiction of Bowls NZ, a Centre or a Club; and/or
- (j) aids or abets any of the conduct specified in (a) to (i) above.

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“National Event” means a bowls event held by, or under the auspices of, or administered by Bowls NZ (and held at a Centre of 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).

“National Representative” means a player or other member of a Bowls Team or Bowls Side which has been selected by Bowls NZ to play bowls in an event or competition as a representative of New Zealand, and also includes an umpire or Official selected by Bowls NZ to represent New Zealand.

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

“Objects” means the objects set out in Rule 4.

“Officer” means an individual who is appointed or elected to a position of office as defined within the constitution of Bowls NZ a Centre or a Club, (for example president, board member, secretary, member of a committee, but who are not Appointed Personnel.

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

“Playing Member” means a person who wishes to enjoy the playing and non-playing rights and privileges of being a member of a Club, including life members, and students.

“President” and **“Vice-President”** means the President and Vice-President of Bowls NZ elected pursuant to Rule 16 of this Constitution.

“Privacy Officer” means the person appointed by the 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 Board.

“Proxy Voting” means a form of voting whereby some centres, pursuant to Rule 21.5.3, may delegate their voting power to other centres to vote in their absence, as delegates at Bowls New Zealand General Meetings.

“Regulations” mean the Regulations promulgated by the Board from time to time pursuant to Rule 25 of this Constitution.

“Regulations Register” means the Register held and maintained by the Chief Executive in which is recorded the information referred to in Rule 25.1 of this Constitution.

“Rules” means the rules of this Constitution.

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“**Secretary**” in relation to a Centre or a Club means the Secretary or equivalent officer of the Centre or Club respectively.

“**Selection Panel**” means the panel constituted to appoint Board Members pursuant to Rule 17.2 of this Constitution.

“**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 a Centre pursuant to Rule 7.2.2 of this Constitution.

“**Umpires’ Committee**” means the umpires’ committee constituted under Rule 26 of this Constitution.

“**World Bowls**” means the international federation responsible for governing the Game of Bowls internationally for men and women, of which Bowls NZ is a member.

3. Office

The registered office of Bowls NZ shall be the business address of the Chief Executive of Bowls NZ, to which office all correspondence for consideration by Bowls NZ shall be sent.

4. Objects

The objects of Bowls NZ shall be:

- (a) To lead, promote and advance the Game of Bowls in all its forms in New Zealand, and at all levels including nationally, regionally, and at Centre and Club levels.
- (b) To enhance, develop and promote membership of Bowls NZ, Centres and Clubs.
- (c) To control and regulate the playing and administration of the Game of Bowls by all persons both within New Zealand and through national and regional representation overseas.
- (d) To manage the financial affairs of Bowls NZ consistent with best business practice.
- (e) To encourage and promote the Game of Bowls so it is free from doping.
- (f) To consider and deal with all matters submitted to Bowls NZ in accordance with this Constitution.
- (g) To promote at an administrative level the amalgamation of women’s and men’s bowls in New Zealand.

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- (h) To regulate the holding of and lay down the conditions of all competitions and championships both local and international within its jurisdiction.
- (i) To distribute and enforce the Laws of the Sport within its jurisdiction and to determine, alter or rescind, as necessary, any Domestic Regulations.
- (j) To maintain and improve the playing surfaces of bowling greens in New Zealand.
- (k) To make, alter or rescind Regulations for any purposes provided for in this Constitution.
- (l) To provide for, control and regulate a uniform test for bowls for use in games played under its jurisdiction and control in accordance with the Laws of the Sport.
- (m) To promote good relations with other sporting bodies and sports-related organisations.
- (n) To maintain membership of the relevant international bowling organisations including World Bowls.

5. Powers

The powers of Bowls NZ shall be:

- (a) To purchase, lease, hire or otherwise acquire and hold real and personal property, rights and privileges;
- (b) To 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;
- (c) To sell, lease, mortgage, charge or otherwise dispose of any property of Bowls NZ and to grant such rights and privileges of such property as it considers appropriate;
- (d) To 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) To determine, raise and receive money by subscriptions, donations, fees, levies, gate charges, sponsorship, government funding or otherwise;
- (f) To determine regulations, policies and procedures for the governance, management and operations of bowls in New Zealand;
- (g) To make and enforce Regulations to prohibit doping and to recognise World Bowls, Drug Free Sport New Zealand and Sports Tribunal of New Zealand as the

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relevant entities to resolve all anti-doping violations committed by members of Bowls NZ under the applicable rules;

- (h) To determine, implement and enforce disciplinary procedures for its Members, and their members, including imposing sanctions;
- (i) To employ, determine and terminate staff and engage the services of personnel and organisations to work for and with Bowls NZ;
- (j) To engage, determine and terminate the services of personnel and organisations to advise Bowls NZ;
- (k) To contract, engage or otherwise make arrangements with any person or organisation to fulfil the Objects of Bowls NZ;
- (l) To be a member and contribute to the administration and promotion of World Bowls;
- (m) To be a member of, affiliate 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 NZ;
- (n) To determine who are its Members;
- (o) To establish a Board, commissions, committees and other groups and to delegate its powers and functions to such groups;
- (p) To make and enforce rules of competitions, tournaments and events for bowls in New Zealand including any Domestic Regulations and the enforcement of the Laws of the Sport;
- (q) To develop national and other programmes for competing, coaching and officiating of bowls;
- (r) To establish, organise and control international and national bowls competitions, tournaments and events in New Zealand;
- (s) To award, grant or otherwise honour achievement and services to bowls and Bowls NZ;
- (t) To select New Zealand and other representative Bowls Teams and Bowls Sides and squads;
- (u) To undertake research of and about bowls and related matters to fulfil the Objects of Bowls NZ;

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- (v) To establish, maintain and have an interest in corporate or other entities to carry on and conduct all or any part of the affairs of Bowls NZ and for that purpose, to utilise any of the assets of or held on behalf of Bowls NZ;
- (w) To print and publish any newspapers, periodicals, books or leaflets and develop and implement any computer systems or software packages that Bowls NZ may consider desirable for the promotion of its Objects;
- (x) To produce, develop, create, licence and otherwise exploit, use and protect the Intellectual Property of Bowls NZ;
- (y) To 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 NZ, or with which Bowls NZ is authorised to amalgamate or generally for any purpose designed to benefit Bowls NZ;
- (z) To do any other acts or things which further the Objects of Bowls NZ, provided that the above powers shall not limit the rights and powers of Bowls NZ as an incorporated society under the Act.

6. Membership

6.1 Categories of Members

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

- (a) **Centres:** as described in Rule 7 of this Constitution.
- (b) **Clubs:** as described in Rule 8 of this Constitution.
- (c) **Individual Members:** as described in Rule 9 of this Constitution.
- (d) **Honorary Life Members:** as described in Rule 10 of this Constitution.
- (e) **Other categories:** being any other category or categories of membership of Bowls NZ as determined by the Board, from time to time.

6.2 **Recognised and Associated Organisations:** In addition to its Members, Bowls NZ may recognise certain organisations which have an interest in, or association with, the Game of Bowls and/or Bowls NZ as described in Rule 11 of this Constitution.

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7. Centres

7.1 Centres and Districts

7.1.1 The following Centres which are located within the Centre Districts identified below shall, subject to this Constitution, be Members of Bowls NZ and have jurisdiction and authority in their respective Centre Districts:

Centre District	Centre
Auckland	Auckland Bowls Incorporated
Bay of Plenty	Bowls Bay of Plenty Incorporated
Northland	Bowls Northland Incorporated
Counties-Manukau	Bowls Counties Manukau 2010 Incorporated
Far North	Bowls Far North Incorporated
North Harbour	Bowls North Harbour Incorporated
Thames Valley	Thames Valley Bowls Incorporated
Waikato	Bowls Waikato Incorporated
Gisborne – East Coast	Bowls Gisborne-East Coast Incorporated
Hawkes Bay	Bowls Hawkes Bay 2000 Incorporated
Kapiti Coast	Bowls Kapiti Coast Incorporated
Manawatu	Bowls Manawatu Incorporated
Taranaki	Bowls Taranaki Incorporated
Wairarapa	Bowls Wairarapa Incorporated
Wanganui	Bowls Wanganui Incorporated
Wellington	Bowls Wellington Incorporated
Buller	Bowls Buller Incorporated
Canterbury	Bowls Canterbury Incorporated
Central Otago	Central Otago Bowls Incorporated
Dunedin	Bowls Dunedin Incorporated
Marlborough	Bowls Marlborough Incorporated
Nelson	Bowls Nelson Incorporated
North Otago	Bowls North Otago Incorporated
South Canterbury	Bowls South Canterbury Incorporated
South Otago	Bowls South Otago Incorporated
Southland	Bowls Southland Incorporated
West Coast	Bowls West Coast Incorporated

No application for the creation of any new Centre shall be granted unless and until the Delegates at a General Meeting are satisfied that the creation of such new Centre is in the best interests of the Game of Bowls and of Bowls NZ.

7.2 Authority of a Centre

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7.2.1 Subject to this Constitution, each Centre has authority over and responsibility for the administration of the Game of Bowls within its Centre District.

7.2.2 The Centres shall appoint Delegates for General Meetings in accordance with Rule 21.5.

7.2.3 Sub-Centres

(a) Any Centre may, by a majority of the votes recorded at a General Meeting, permit those of its member Clubs domiciled within a well-defined division of its Centre District to form themselves into a Sub-Centre, for such purposes, with such derivative powers and authorities under the Centre, and upon and subject to such terms and conditions (not inconsistent with this Constitution) as the Centre shall determine.

(b) Every Sub-Centre shall be deemed to be merely a component division of its parent Centre and shall be bound by the same obligations as its parent Centre. It shall not be entitled to separate representation on such Centre. The Centre may frame rules for the guidance of a Sub-Centre but such rules shall be subject to the approval of Bowls NZ.

7.2.4 **Board Intervention:** The Board may intervene in the governance, management or operations of a Centre in whatever manner it considers appropriate, (including appointing a person or persons to act in place of the Board of the Centre), if, either following its own enquiries or upon request by the Centre Board, the Board considers the Centre:

(a) Is having significant administrative, operational or financial difficulties; or

(b) Has breached a term of any agreement entered into between Bowls NZ and the Centre; or

(c) Has two (2) or less Clubs as its 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 Centre; or

(f) A mortgagee or other creditor takes possession of any of its assets;

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and the Board considers that to do so is in the best interests of Bowls NZ and the Game of Bowls.

7.3 Obligations of a Centre

7.3.1 In addition to the obligations of a Centre as a Member under Rule 13, each Centre shall:

- (a) administer, promote and develop the Game of Bowls in its Centre District in accordance with the Objects of Bowls NZ;
- (b) be named as approved by the Board, after consultation with the Centre, which 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 this Constitution and the Regulations;
- (e) obtain the prior approval of Bowls NZ in accordance with the Regulations for any Game of Bowls held by or under the auspices of the Centre where it is proposed that persons who are not Members may participate;
- (f) adopt a constitution which is consistent with this Constitution by such date(s) as determined by the Board. For this purpose the Board may issue a “model constitution” from time to time for the guidance of Centres drawing up or amending their constitutions and subject to this Rule, each Centre 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 Centre shall contain the minimum judicial requirements as determined by the 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 Centre 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.”

- (g) file an annual return of Members with Bowls NZ in accordance with Rule 14;

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- (h) apply its property and capacity in pursuit of the Objects of Bowls NZ, the Objects of the Centre and the Game of Bowls;
- (i) do all that is reasonably necessary to enable the Objects of Bowls NZ and the objects of the Centre 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.

7.3.2 Each Centre shall provide to Bowls NZ a copy of its constitution and any regulations or by-laws made pursuant to it and all amendments to such documents at the request of the Board and upon any such amendment being made. The Board may require a Centre to amend its constitution and/or regulations or by-laws if they, or any rule within them, is inconsistent or in conflict with this Constitution or the Regulations.

7.4 Alteration in Centre District Boundaries

- (a) The Centre Districts and their boundaries, and the Clubs which are situated in such boundaries, shall be recorded in an official Centre District Register of Bowls NZ retained at the offices of Bowls NZ.
 - (i) Alterations to Centre District boundaries or Clubs within those boundaries may be made by the Delegates at a General Meeting in accordance with the following procedure:

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- (ii) Applications from existing Centres for alterations shall be made in writing to the Chief Executive of Bowls NZ and shall be signed by the president and secretary (or other equivalent officer) of the applicant Centre(s). The applications shall include:
 - The name of the applicant Centre(s).
 - A statement of the number of Clubs which are members of the applicant Centre(s) at the time of the application, and any other Centre affected by the alteration at the time of the application, with a list of names and total membership of each Centre.
 - The names and postal addresses of the president and secretary of the applicant Centre(s) and any other Centre affected by the alteration.
 - Such other information as the applicant Centre(s) desire(s) to submit or may be required by the Chief Executive of Bowls NZ.
 - (iii) All applications under Rule 7.4(a)(ii) shall be received by the Chief Executive of Bowls NZ no later than the 1st day of May for consideration at the next Annual General Meeting. The applications shall be duly notified to Delegates and to each Centre affected by the proposed alteration. The Board may direct that any application not received by the 1st day of May shall be considered at the next Annual General Meeting if it is satisfied that all Delegates and Centres can receive adequate notice of the application prior to the meeting, provided that the Board may approve an application by agreement of the Centres involved for the transfer of Clubs from one Centre to another and shall report the same at the next Annual General Meeting.
- (b) A review of Centre District boundaries may be carried out from time to time by the Board and, in appropriate cases, the Delegates at a General Meeting may, on the recommendation of the Board and after full consultation with the Centres affected, alter the particulars recorded in the official Centre District Register and such alterations shall be binding on the Centres affected.
 - (c) Alterations to boundaries, including alterations following a review pursuant to Rule 7.4(b), shall be approved by a two-thirds majority of the votes of the eligible Delegates present at a General Meeting.

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7.5 Cessation or Dissolution of Centre

7.5.1 Any Centre that wishes to cease to be recognised as a Centre, or wishes to merge with another Centre or become a Sub-Centre of another Centre, shall make an application to the Board which shall in its discretion determine the application. If the application is to merge with another Centre or become a Sub-Centre of another Centre, then the written consent of that other Centre must be obtained. If the Board approves the application, then upon such approval the Centre shall cease to be a Centre under this Constitution.

8. Member Clubs

8.1 Existing Clubs

All Clubs as defined in Rule 2 of this Constitution shall be deemed to be members of Bowls NZ and as such shall be under the jurisdiction of Bowls NZ and shall be bound by and subject to this Constitution.

8.2 Obligations of a Club

8.2.1 In addition to the obligations of a Club as a Member under Rule 13, 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 the Centre of which it is a member;
- (b) be an incorporated society under the Incorporated Societies Act, unless the written agreement of the Board is obtained to remain as an unincorporated association until a specified date;
- (c) have as its members Playing Members, Non-Playing Members and Casual Members only, provided that such membership is consistent with this Constitution, the Regulations, and the constitution of the Centre of which it is a member;
- (d) obtain the prior approval of Bowls NZ or the relevant Centre in accordance with the 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 this Constitution and the constitution of the applicable Centre by such date(s) as determined by

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the Board. For this purpose the Board 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 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 its Centre District in accordance with Rule 14;
- (g) apply its property and capacity in pursuit of the Objects of Bowls NZ, the objects of the applicable Centre, the objects of the Club and the Game of Bowls;
- (h) do all that is reasonably necessary to enable the Objects of Bowls NZ, the objects of the applicable Centre and the objects of the Club to be achieved;
- (i) act in good faith and with loyalty to Bowls NZ and the applicable Centre to ensure the maintenance and enhancement of Bowls NZ, the Centre 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, the applicable Centre and the Members;
- (k) at all times act in the interests of the Members and the Game of Bowls.

8.2.2 Any Club that wishes to merge or otherwise amalgamate with any other Club shall notify and consult with the Board and the Centre Board prior to such merger or amalgamation.

8.2.3 Each Club shall provide to Bowls NZ and the applicable Centre upon request a copy of its constitution and all amendments to its constitution. The Centre Board or the Board may require a Club to amend its constitution if it, or any rule within it, is inconsistent or in conflict with this Constitution or the Regulations or the

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constitution or regulations of the Centre, as directed by the Centre Board or the Board respectively.

8.2.4 A Club shall not, without the consent of its Centre or of Bowls NZ, play the Game of Bowls with any club, or the members of that club, which is not a member of Bowls NZ or any national association in membership with World Bowls.

8.3 Application for Club Status

Any Club not included within the provisions of Rule 8.1 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 shall make application to Bowls NZ through the Centre Board in the Centre District in which such Club is domiciled. The application shall be made on the approved form and countersigned as to accuracy by the president of the Centre who shall confirm that the proposed constitution of such Club has been approved by the Centre Board of the Centre.

8.4 Clearance Certificate

Any Individual Member who resigns, or has their membership terminated from a Club or who is a member of a Club or Clubs ("First Club/s") and wishes to join another Club ("Second Club"), upon clearing all outstanding financial obligations to the First Club/s and/or the Centre and/or Bowls NZ shall be given by such First Club/s (as applicable), a clearance certificate in the form prescribed by Bowls NZ confirming that she/he is financial. 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.

9. Individual Members

9.1 Subject to Rule 9.2, an Individual Member of Bowls NZ is:

- (a) a person who is a Playing Member, Non-Playing Member or Casual Member of a Club,
- (b) a person who is a member of a Centre,
- (c) a member of the Board of Bowls NZ,
- (d) a person who is an Officer or other Appointed Personnel of Bowls NZ,
- (e) a member of any Centre Board,
- (f) a person who is an Officer or other Appointed Personnel of any Centre or a Club,
- (g) an individual who:

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- (i) umpires or officiates and is a member of a Club, or
- (ii) is a National 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 NZ, a Centre, or a Club.

9.2 An individual described in Rule 9.1 will become an Individual Member upon, any of the following occurring:

- (a) in the case of a Playing Member or Non-Playing Member or an umpire/official described in Rule 9.1(g)(i), upon such person paying any membership or other fees due to a Club and the completion of the prescribed Bowls NZ membership form; or
- (b) in the case of an individual described in Rule 9.1(c) to (f) and (g)(ii) and (iii), upon their election, selection or appointment to such position; or
- (c) in the case of a Casual Member, upon that person's written agreement to participate in a bowling event or competition held by or under the auspices of a Club, a Centre or Bowls NZ, (including any organising committee on their behalf) where such event or competition has been prior approved by Bowls NZ or the applicable Centre in accordance with the Regulations. The Club, Centre or Bowls NZ (whichever is holding the event or competition) must ensure that any such member agrees in writing to participate in any such event or competition, and that their agreement includes agreement to be an Individual Member of Bowls NZ< the applicable Centre and the applicable Club for the period of the event or competition and/or while present at the bowling venue.

10. Honorary Life Members

10.1 Bowls NZ may grant honorary life membership of Bowls NZ to any person who has rendered exceptional service to the Game of Bowls and/or whose standing among bowlers and service as a Delegate or a former councillor of Bowls NZ shall entitle that person to such distinction.

10.2 Any proposal to confer honorary life membership shall, after approval by the Board, be notified to all Delegates at least ninety (90) days prior to the Annual General Meeting at which such proposal is to be considered. The election of an Honorary Life Member shall be by ballot of all the Delegates and shall be approved only if supported by two-thirds majority of the votes of Delegates present and voting.

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- 10.3 An Honorary Life Member shall be entitled at that person's own expense to attend all General Meetings of Bowls NZ and take part in the debate but shall not be entitled to vote in that capacity.
- 10.4 An Honorary Life Member is not required to complete a Bowls NZ membership form, but is deemed upon their appointment to acknowledge and agree to the obligations of a Member under Rule 13 of this Constitution.

11. Recognised and Associated Organisations

- 11.1 Bowls NZ recognises the following incorporated and unincorporated organisations as being representative of the people they respectively purport to represent:
- (a) The Aotearoa National Bowling Fraternity (established to promote the Game of Bowls within the Maori fraternity);
 - (b) New Zealand Blind Lawn Bowling Association Incorporated (established to promote the Game of Bowls amongst visually impaired bowlers);
 - (c) The New Zealand Deaf Lawn Bowling Association (established to promote the Game of Bowls amongst deaf bowlers);
 - (d) New Zealand Paraplegic and Physically Disabled Foundation Inc (established, inter alia, to promote the Game of Bowls amongst bowlers with disabilities);
 - (e) Bowls New Zealand Greenkeeping Association Incorporated (established to promote the advancement of greenkeeping practices, techniques, turf care and education of greenkeepers);
 - (f) New Zealand Disabled Lawn Bowls Association Incorporated (established to encourage and offer the opportunity for disabled people to play the Game of Bowls).
- 11.2 These organisations are not members of Bowls NZ, but Bowls NZ 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 **Other Organisations:** Bowls NZ may from time to time, in its discretion, give appropriate recognition to any other organisation upon being satisfied that such organisation was established wholly or in part to promote the Game of Bowls amongst the special interest group it purports to represent.
- 11.4 **Provision of Assistance:** The Board of Bowls NZ may from time to time take whatever action the Board, in its discretion, deems appropriate to assist recognised representative

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organisations in increasing the participation of their respective members in the Game of Bowls.

12. Membership Fees

12.1 Membership Fee

- (a) Each year each Centre shall pay to Bowls NZ a Membership Fee calculated on the number of Playing Members of the Clubs in that Centre as at 31 December in the previous Financial Year.
- (b) The amount of the Membership Fee for each Financial Year shall be fixed on the date of the Annual General Meeting held in that Financial Year either by the Board or by the Delegates at the Annual General Meeting in accordance with this Rule.
- (c) In each year the Board shall consider the amount of the Membership Fee. If the Board considers the amount of the Membership Fee should increase but such increase does not exceed the annual rate of CPI as at 31 March in that year, then the Membership Fee may be fixed by the Board and advised to the Centres prior to the Annual General Meeting.
- (d) If the Board considers the amount of the Membership Fee should increase and such increase exceeds the annual rate of CPI as at 31 March in that year, then the Membership Fee must be approved by the Delegates at the Annual General Meeting.
- (e) The Board must give notice to all Centres by no later than 30 April in each year of its decision (if such decision is made under Rule 12.1(c), or its proposal (under Rule 12.1(d)), if any, regarding any increase in the Membership Fee. If the increase is to exceed the CPI then a draft tentative budget of Bowls New Zealand's financial position for the succeeding Financial Year must also be provided.

12.2 Special Purpose Fee

For special purposes required by Bowls NZ further Special-Purpose Fees may be imposed as determined by the Delegates at a General Meeting from time to time.

12.3 When Due

The annual Membership Fees shall be payable for the Financial Year of Bowls NZ ending the 30th day of June which follows the Annual General Meeting, and they shall be due and payable by each Centre at the office of the Chief Executive not later than the 15th day of December in each year. Special-Purpose Fees shall be payable on the date determined at a General Meeting.

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12.4 Notification to Centres

As soon as possible after every Annual General Meeting the Chief Executive shall notify each Centre of the rate of annual Membership Fee or fees fixed at the Annual General Meeting, but any failure of the Chief Executive to do so, or any non-receipt of such notice, shall not exempt the Centre from the provisions of Rule 12.3 of this Constitution.

12.5 Default

Should any Centre fail to pay their annual Membership Fees or Special-Purpose Fee in full by the due date, it shall be subject to Rule 15.2.2 (Suspension & Termination for Default).

12.6 Audit

The Board may require disclosure of the membership records of a Club and/or Centre to verify that the number of Playing Members specified in the annual return is correct.

13. Members Rights and Obligations

13.1 Members acknowledge and agree that:

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

14. Register of Members

14.1 Membership Return

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For the purposes of:

- (a) Complying with section 22 of the Incorporated Societies Act 1908;
- (b) Determining the number and categories of Members of Bowls NZ;
- (c) Determining the amount of the annual Membership Fee payable by each Centre;
- (d) Determining the voting entitlement for each Centre at a General Meeting;
- (e) Enabling Bowls NZ to meet any contractual obligations it may have to sponsors, including the provision of membership lists containing the names and addresses of Individual Members; and
- (f) Compiling the Bowls NZ Register of Members (which includes the Centres and Clubs Registers of Members),

an annual return of Members in the form prescribed by Bowls NZ shall be forwarded by each Club to their Centre and by each Centre to Bowls NZ.

14.2 Filing Annual Return

The Club's annual return for the year ending 31st December shall be sent to the Centre Secretary by the 31st day of January in each year. The Centre's annual return shall be compiled upon receipt of the annual return of its member clubs and sent to the Chief Executive of Bowls NZ and received by the 15th day of February in each year.

14.3 Failure to File Return

Should any Centre or Club fail to forward a full and accurate completed return of all of its Members in the required format by the due date, then it shall be deemed to have suspended its membership to Bowls NZ and as such its Members shall be debarred from entering into any national or Centre competition or tournament until such time as a completed return is filed in accordance with Rule 14.2. In addition all other rights and privileges of membership of the defaulting Club or Centre shall be suspended pending the completion of the return.

14.4 Privacy Act 1993

14.4.1 It shall be a condition of membership of Bowls NZ that the Member provide the personal information described in Rule 14.1.

14.4.2 For the purposes of Principles 10-11 of the Privacy Act 1993, the use or disclosure of personal information obtained pursuant to Rule 14.1 shall, subject to the provisions of Rule 14.5, be a use or disclosure of information authorised

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by the individual concerned or a use or disclosure connected with or directly related to the purpose for which the information was obtained.

14.4.3 All Clubs shall, for the purposes of compliance with the Privacy Act 1993, draw the attention of prospective new Members to the provision of Rule 14.1 above.

14.5 Exemptions

Notwithstanding the provisions of Rule 14.4:

14.5.1 Should any Member object for good reason to the disclosure of personal information in the manner prescribed in Rule 14.1 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.

14.5.2 Any person dissatisfied with the decision of the Privacy Officer under this Rule may have the matter referred to the Board for final determination. Notwithstanding any other provision in this Constitution, the decision of the Board shall be final.

14.5.3 A Club or Centre shall not be required to include in its return of Members the particulars of any Member who has applied for exemption under this rule until such time as the application has been finally determined.

14.6 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.

15. Resignation, Suspension and Termination of Membership

15.1 Resignation of Membership

15.1.1 No Centre or Club shall resign as a Member of Bowls NZ without giving the Board, (and in the case of a Club, the applicable Centre) not less than three (3) months' written notice of its intention to do so. No resignation shall release the Centre or the Club from any monetary or other obligation to Bowls NZ and/or the Centre, incurred during its membership. Upon such resignation, Bowls NZ shall amend the Register of Members accordingly.

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15.1.2 An Individual Member may resign their membership of their Club by giving not less than thirty (30) days' notice of such resignation. Upon receipt of such notice of resignation, the Club shall within seven (7) days of receiving such notice inform the Centre, and in turn, the Centre shall (within a further seven (7) days) inform Bowls NZ, of such resignation. Bowls NZ shall then amend the Register of Members accordingly.

15.2 Suspension and Termination of Membership

15.2.1 For the purposes of this Rule the term "suspension" means the action of suspending a Member from membership of their Club, the applicable Centre and/or Bowls NZ for a defined period of time. The term "termination" means the action of expelling the Member and terminating their membership of their Club, the applicable Centre and/or Bowls NZ indefinitely.

15.2.2 **Suspension & Termination for Default:** A Centre shall have its membership of Bowls NZ suspended or terminated by Bowls NZ if it defaults in the payment of its Membership Fee or fees under Rule 12.5 of this Constitution. Before such suspension or termination under this Rule can occur Bowls NZ must give the Centre written notice specifying the payment(s) due and demanding payment by a due date, being not less than seven (7) days from the date of demand. If payment is not made by the due date, membership shall be suspended pending payment. If such suspension continues for more than ninety (90) days, the Centre shall have its membership automatically terminated on the expiry of such period.

15.2.3 **Suspension and Termination by Bowls NZ:** A Member may have its or their membership of Bowls NZ suspended or terminated if:

- (a) The Bowls NZ Judicial Committee imposes such sanction under Rule 23; or
- (b) the Board, or any sub-committee of the Board, after reasonable enquiry, considers that the Member did not or is unable to comply with a reasonable Board decision, this Constitution, the Regulations, or any policies or reasonable directions of the Board; or
- (c) in the case of a Centre or Club, the Board, after reasonable enquiry concludes that a Centre or Club has ceased to exist, or has suspended operations or ceased to function as a Club or Centre.

15.2.4 Before any decision under Rule 15.2.3(b) to (c) is made:

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- (a) the Member concerned shall be given seven (7) days written notice by the Board of the intended resolution; and
- (b) have the right to be present, make submissions and be heard at the Board meeting in which the resolution is to be determined.

15.2.5 Notification of a Decision: Upon the decision by the Club to suspend or terminate a Member under its constitution, the Club shall within seven (7) days of the decision inform the Centre of the decision, which in turn shall (within a further seven (7) days) inform Bowls NZ, of such decision. If the decision to suspend or terminate membership under its constitution is made by the Centre, it shall within seven (7) days of the decision inform all the Clubs which are Members of the Centre and Bowls NZ, of such decision. In either case, Bowls NZ shall then amend the Register of Members and notify all Clubs and Centres accordingly.

15.2.6 Effect of Suspension/Termination: A Member which or who is suspended or terminated from membership of a Club, Centre or Bowls NZ shall also automatically have their membership of Bowls NZ, the applicable Centre and all other Clubs suspended or terminated. The effect of such suspension or termination is that the Member (and if a Centre or Club, their Individual Members) shall:

- (a) Not be entitled to any of the rights or privileges of membership set out in this Constitution, the Regulations or the constitutions and regulations of the applicable Club and Centre, including the right to nominate, elect or appoint officers, or the right to vote;
- (b) Not be entitled to participate, practice or play Bowls in any capacity in any competition, tournament, event or activity of Bowls NZ, the applicable Centre or Club;
- (c) Not be entitled to have access to any function, activity, facilities, services or premises of Bowls NZ, the applicable Centre or Club;
- (d) 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 under Rule 15.2.8).

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- 15.2.7 A Member which or who ceases to be a Member of Bowls NZ shall forfeit all rights in and claims upon Bowls NZ and its property, and shall not use any property of Bowls NZ, including Intellectual Property.
- 15.2.8 **Reinstatement by Bowls NZ:** Membership, which has been suspended, expelled or terminated by Bowls NZ under this Constitution, may be reinstated at the discretion of the Board.

16. President, Vice-President and Patron

16.1 Nominations to be Called For

- 16.1.1 A President and Vice-President of Bowls NZ shall be elected at an Annual General Meeting.
- 16.1.2 The positions of President and Vice-President shall at any time comprise one female and one male and will alternate between a female and a male.
- 16.1.3 The Chief Executive shall, not later than the 15th day of June in the year in which the term of office of the President and/or Vice-President expires, write to each Centre and invite nominations for the position of President and Vice-President. The invitation will include the date for closing of nominations which must not be later than the 1st day of July in that year. Nominations shall be in writing signed by the President and Secretary of the nominating Centre and shall contain the consent of the nominee together with the nominee's full postal address and such other information as the Board may request in respect of each nomination.
- 16.1.4 Nominations for the positions of President and Vice-President may be made by any Centre which may nominate any person.
- 16.1.5 If more than one valid nomination for the office of President and/or Vice-President shall be received, the Chief Executive shall forthwith advise all Delegates and Centres of the names and addresses of the nominees, the names of the Centres which submitted the nominations and such other information as the Board from time to time deems appropriate.
- 16.1.6 If no valid nominations for the position of President and/or Vice-President are received by the Chief Executive in accordance with this Rule, then nominations for such position may be made orally at the Annual General Meeting, provided that the approval of the nominee has been obtained. Should there be only one such nomination the Chairperson of the meeting shall declare the nominee elected. Should there be more than one such nomination, a ballot shall be taken amongst the Delegates present.

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16.2 Election

16.2.1 If an election is necessary for the positions of President and/or Vice-President then a ballot shall be taken amongst Delegates at the Annual General Meeting.

16.2.2 All Delegates are eligible to vote for each of the positions whether or not the position is to be held by a female or a male.

16.2.3 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.

16.2.4 In any ballot the candidate who receives at least 51% of the eligible votes shall be deemed to be duly elected to the position.

16.3 Terms of Office

The term of office of the President and Vice-President shall be for two years, commencing at the conclusion of the Annual General Meeting at which they are elected, and expiring at the close of the second Annual General Meeting following their appointment. A President and Vice-President is eligible for re-election.

16.4 Patron

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

17. The Board

17.1 Composition of the Board

The Board of Bowls NZ shall comprise the President and Vice-President and five (5) members who shall be confirmed or appointed as provided in this Constitution.

17.2 Selection Panel

17.2.1 There shall be a Selection Panel established whose function shall be to consider candidates for appointment to the Board.

17.2.2 The Selection Panel shall consist of three (3) persons comprising:

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- (a) one (1) person who shall be elected or appointed by the Delegates at a General Meeting from applications received and circulated to Delegates prior to the General Meeting;
- (b) the President for the time being of Bowls NZ or her/his nominee; and
- (c) one (1) person who shall be appointed by the Board.

17.2.3 In establishing the Selection Panel, the Delegates, the Board and the President (if her/his nominee is to be appointed) shall have regard to gender, geographic location and suitability factors.

17.2.4 The Selection Panel shall be established by the Board no later than the 15th day of May in each year.

17.2.5 No person applying for a position on the Board under Rule 17.3 shall in the same year be eligible to be a member of the Selection Panel.

17.2.6 The Delegates may also appoint a deputy who shall stand in for its appointee under this Rule should the appointee for any reason not be available.

17.3 Applications for the Board

17.3.1 The Chief Executive shall, not later than the 15th day of May in each year, call for applications for the required number of Board Members. Applications by candidates seeking appointment as a Board Member shall be made in writing and received by the Chief Executive no later than the 15th day of June. The Chief Executive shall then forward all applications together with a copy of any curriculum vitae supplied by a candidate to the Selection Panel.

17.3.2 The Selection Panel shall recommend to the Annual General Meeting the best candidate for the available positions on the Board based on merit. At the same time the Selection Panel shall supply a synopsis summarising the attributes it considers each candidate so recommended has for the position. The number of candidates to be recommended shall be the total of the number of Board Members retiring (by rotation or otherwise) or a lesser number if there are insufficient suitable candidates. In the event of there being insufficient applications, the Selection Panel may on its own initiative recommend a person or persons who it considers meets the required criteria. The Selection Panel's recommendations shall be conveyed to the Chief Executive in time to enable the Chief Executive to give the notice required under the following sub-Rule.

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17.3.3 Not later than thirty (30) days prior to the date of the Annual General Meeting, the Chief Executive shall advise all Centres and Delegates of the names of the candidates recommended and make available the candidate synopses.

17.4 Appointment of Board Members

17.4.1 The Delegates at the Annual General Meeting shall appoint as Board Members those candidates recommended by the Selection Panel unless a candidate is disqualified from holding office as a Board Member. A person shall be so disqualified if she/he is an undischarged bankrupt or a person who is prohibited from being a director or promoter of a company under the provisions of the Companies Act 1993.

17.4.2 In the event that a recommended candidate is found to be disqualified from holding office as a Board Member then the Selection Panel shall reconvene as soon as practicable after the Annual General Meeting and shall, having regard to the criteria set out in Rule 17.3.2, select a person who it considers meets the required criteria and the name of the person so selected shall be circulated by the Chief Executive to all Delegates for endorsement. Upon receipt by the Chief Executive of the endorsement of a majority of Delegates, the candidate shall thereupon be deemed to have been duly appointed as a Board Member.

17.5 Term of Office of Board Members

17.5.1 Every Board Member (other than the President and Vice-President) appointed at an Annual General Meeting of Bowls NZ shall commence office at the conclusion of that Annual General Meeting and, subject to this Constitution, end their term, at the conclusion of the third Annual General Meeting following their appointment.

17.5.2 Subject to this Constitution, the term of office for Board Members (other than the President and Vice-President) shall be for a period of three (3) years. Board Members (other than the President and Vice-President) shall be eligible for re-election for up to two (2) further terms. No Board member may serve for more than nine (9) consecutive years.

17.5.3 Each year such number of the existing Board Members shall retire at the conclusion of each Annual General Meeting to ensure there is a rotation of Board Members with at least one Board Member being appointed or reappointed or the President or Vice-President being elected or re-elected each year. Where there are insufficient vacancies (whether by resignation, termination or expiry of term of office) on the Board to give effect to this rule in any given year, the Board shall determine by agreement, or failing agreement, by lot, which of its number shall

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vacate their office, which may result in a Board Member having a term of office of less than three years.

17.6 Chairperson of the Board

- 17.6.1 The Chairperson of the Board shall be appointed or elected annually by the Board from amongst its number immediately after the Annual General Meeting.
- 17.6.2 If there is only one (1) nomination for the position of Chairperson the person nominated shall be duly appointed.
- 17.6.3 If more than one (1) person is nominated for the position of Chairperson then an election shall be held by ballot.
- 17.6.4 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.
- 17.6.5 If necessary, the Board may seek assistance from the Chief Executive in conducting the ballot(s) and/or lot.
- 17.6.6 The Chairperson shall hold office until the first meeting of the Board after the next Annual General Meeting unless the Board chooses to replace the Chairperson between Annual General Meetings.

17.7 Vacancies

- 17.7.1 The office of a Board Member shall become vacant if the Board Member;
- (a) dies; or
 - (b) becomes ineligible to continue to hold office by reason of disqualification or suspension; or
 - (c) becomes bankrupt; or
 - (d) commits a criminal offence punishable by a term of imprisonment;
 - (e) resigns in writing; or
 - (f) is absent, unless leave of absence is granted by the Board, from more than two successive meetings.

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- 17.7.2 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.
- 17.7.3 If the position of Chairperson becomes vacant then the Board shall appoint one of its members to that position.
- 17.7.4 Whenever any casual vacancy occurs on the Board, the Board may appoint a person which it considers has the necessary skills and attributes to fill the vacant position.
- 17.7.5 Every person appointed pursuant to this Rule shall hold office for the balance of the term which the vacating Board Member would have been entitled to serve or the conclusion of the next Annual General Meeting (whichever occurs first) but shall be eligible for reappointment.

18. Powers and Duties of the Board

18.1 Overall Power

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

18.2 Powers and Duties

The Board shall have the following general powers and duties:

- 18.2.1 To appoint a Chief Executive of Bowls NZ and enter into an employment contract with such remuneration and on such terms and conditions as the Board shall think fit.
- 18.2.2 To adopt and regularly review a strategic plan for Bowls NZ which shall include goals and objectives for bowls and measures of short-term and long-term success. Any strategic plan for Bowls NZ shall be circulated to all Centres for comment not less than sixty (60) business days prior to the meeting of the Board at which it is to be considered for adoption.
- 18.2.3 To adopt an annual plan and budget for financial performance and to monitor results against the annual plan and budget.

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- 18.2.4 To make, repeal and amend Regulations prescribing a code of conduct for the management of players and management representing Bowls NZ in New Zealand or overseas.
- 18.2.5 To make and enforce Regulations to prohibit doping which comply with any applicable anti-doping rules or requirements of World Bowls, the World Anti-Doping Authority and Drug Free Sport New Zealand.
- 18.2.6 To regulate and control any competition or matches under the jurisdiction of Bowls NZ.
- 18.2.7 To make, repeal and amend such other Regulations as it considers appropriate.
- 18.2.8 To determine the processes to apply in respect of the appointment of selectors, managers and teams representing Bowls NZ.
- 18.2.9 To ensure that Bowls NZ has in place all the necessary internal reporting systems and controls together with the means of monitoring performance and results.
- 18.2.10 To ensure that Bowls NZ meets its international obligations and to report to Delegates and Centres on any meeting involving its international obligations in which Bowls NZ participates.
- 18.2.11 To regularly review and agree performance indicators and standards within management.
- 18.2.12 To define from time to time, in consultation with Centres, the responsibilities of Centres.
- 18.2.13 To carry out the aims and objects of Bowls NZ and to deal with any matter not provided for in this Constitution.
- 18.2.14 To review its own processes and effectiveness.
- 18.2.15 To submit to the Annual General Meeting of Bowls NZ a full report on its activities since the previous Annual General Meeting.
- 18.2.16 To either advise the Annual General Meeting of the amount of the Membership Fee for the following year, or to recommend the amount of the Membership Fee for the following year, in accordance with Rule 12.1 of this Constitution.
- 18.2.17 To appoint members of and ensure the functioning of committees as required from time to time, including the Bowls NZ Judicial Committee.

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- 18.2.18 To establish committees and/or to appoint subcommittees from within its own number to carry out work on any specific aspect of the affairs of Bowls NZ and to delegate to them such powers and responsibilities as it shall determine. The Chairperson of the Board or a Board Member nominated by her/him shall have the right to attend any meeting of any committee or subcommittee.
- 18.2.19 To purchase, take on lease, hire or otherwise acquire and hold real and personal property, rights and privileges which the Board may think necessary or convenient for the attainment of the objects of Bowls NZ.
- 18.2.20 To sell, mortgage, charge or otherwise dispose of any property of Bowls NZ and/or to grant such rights and privileges thereover in such manner as the Board may from time to time think necessary and proper.
- 18.2.21 To invest and deal with the property, assets and income in such manner as it may from time to time think fit. The Board may by resolution delegate the investment and management of its investments to a fund manager.
- 18.2.22 To open and operate such banking accounts and other accounts in the name of Bowls NZ as it deems necessary.
- 18.2.23 To enter into any agreement in the name of and on behalf of Bowls NZ for sharing profits, or for mutual assistance with any person or persons or body corporate which may seem to the Board capable of directly or indirectly benefiting Bowls NZ.
- 18.2.24 To fill any vacancy on the Board which may arise under Rule 17.7.
- 18.2.25 To take out insurance over the property of Bowls NZ and against any contingencies and risks which the Board shall deem appropriate.
- 18.2.26 To appoint a Privacy Officer to ensure compliance by Bowls NZ, Centres and Clubs with their general obligations arising under the Privacy Act 1993.
- 18.2.27 To make Regulations pursuant to Rule 25 of this Constitution and to rescind, amend or add to such Regulations.
- 18.2.28 To appoint representatives to World Bowls.
- 18.2.29 To investigate or inquire into the operations or activities of any Member(s), or member(s) of a Member, if it has reasonable cause to suspect that the Member(s) or member(s) of the Member may have acted contrary to the interests and/or

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Objects of Bowls NZ and/or the Game of Bowls generally, and sanction accordingly.

18.2.30 Such other powers as are specifically or by implication provided for in this Constitution.

18.3 Monetary Gain

No person shall be entitled to derive or otherwise receive any income, benefit or advantage from Bowls NZ where that person is able to determine or materially influence the amount or nature of that income, benefit or advantage, provided that any person who renders professional services to Bowls NZ shall be entitled to be paid all usual and reasonable professional business and trade charges for work done for Bowls NZ. The provisions and effect of this Rule shall not be removed from this Constitution and shall be included and implied in any constitution replacing this Constitution.

19. Meetings of the Board

19.1 Number of Meetings

The Board shall meet a minimum of four (4) times in each year at the most convenient time and place, including immediately prior to each Annual General Meeting or Special General Meeting of Bowls NZ. Other business requiring the immediate consideration of the Board may be conducted by written correspondence or conference calls.

19.2 Convening of Meetings

Notwithstanding Rule 19.1, a meeting of the 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 (2) Board Members. Such requisition shall be in writing addressed to the Chief Executive and shall state full details of the urgent business to be discussed.

19.3 Notice of Meetings

Unless for some good reason the circumstances do not permit, the Chief Executive shall provide to each Board Member not less than fourteen (14) days' written notice of any Board meeting convened under Rule 19.1 and not less than seven (7) day's written notice of any Board meeting convened under Rule 19.2.

19.4 Voting Powers

Each Board Member present at any Board meeting shall exercise one (1) vote including for the purposes of written correspondence under Rule 19.1 above. The Chairperson shall have a deliberative vote, and in the event of an equality of votes but not otherwise the

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Chairperson shall also have a casting vote. In exercising a casting vote the Chairperson shall have due regard to the status quo.

19.5 Minutes

The Chief Executive shall ensure the proceedings of each Board meeting are properly recorded as soon as possible after the conclusion of each meeting. A copy of such minutes shall then be forwarded to each Board Member and to each of the Delegates, Honorary Life Members and Centres. The original of each set of minutes shall be permanently affixed in the minute book and confirmed at the next meeting of the Board.

19.6 Quorum

19.6.1 The quorum for meetings of the Board shall be four (4) Board Members.

19.6.2 No business shall be transacted at any Board meeting unless a quorum shall be present, except that those present may fix a date and venue for the reconvening of the meeting. Notice of such date and venue of any reconvened meeting shall be given forthwith to each Board Member.

19.7 Attendance

19.7.1 Any Board Member who fails to attend two (2) consecutive meetings of the Board without leave of absence shall forfeit her/his seat on the Board.

19.7.2 The expenses of all Board Members attending meetings of the Board shall be paid by Bowls NZ.

19.7.3 The Chief Executive shall be entitled to attend all meetings of the Board and speak at such meetings but she/he shall have no voting rights.

19.8 Conference Calls

A meeting of the Board may be held by the contemporaneous linking together by telephone or other means of communication of the Board Members and in such event the procedural requirements of this Rule in relation to meetings of the Board shall apply with any necessary modification.

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20. Chief Executive

20.1 Appointment

The board shall appoint a person (not being a Delegate) to be Chief Executive of Bowls NZ at such remuneration and on such conditions as it shall determine. Such person shall hold office as Chief Executive for the term of that person's appointment by the Board. The Chief Executive shall be entitled with the permission of the Chairperson to address and advise the Delegates and the Board on any matter under consideration.

20.2 Administration

The Chief Executive shall attend all General Meetings and meetings of the Board subject to any decision to the contrary by any meeting of either body.

20.3 Correspondence

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

21. General Meetings

21.1 Annual General Meeting

21.1.1 An Annual General Meeting of Bowls NZ shall be held not later than the 30th day of September in each year. The Chief Executive shall give formal written notice including an agenda to the President, all Board Members, all Delegates, and all Centres (who shall in turn notify all Clubs within their jurisdiction) confirming the venue, date and time of such meeting, as determined by the Board, not later than thirty (30) days prior to the proposed date for the meeting.

21.1.2 The business to be transacted at every Annual General Meeting shall include:

- (a) Confirmation of the minutes of the previous year's Annual General Meeting.
- (b) Receiving the Board's report for the Financial Year ending 30th day of June together with the Statement of Income and Expenditure and audited Statement of Accounts for Bowls NZ for the Financial Year.
- (c) Receiving the Auditor's report on the accounts of Bowls NZ for the preceding Financial Year.

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- (d) The election of a President and Vice-President (every second year or as a vacancy arises).
- (e) The appointment of any vacancies for the Members of the Board of Bowls NZ.
- (f) Either recording the Board's decision for, or approving the amount of, the annual Membership Fee and/or any special purpose Membership Fees in accordance with Rule 12.1 of this Constitution.
- (g) The appointment of an auditor for the next Financial Year.
- (h) The appointment (if necessary) of a person to the Selection Panel and a deputy.
- (i) If a vacancy in the position, appointing a Patron.
- (j) Considering and determining any notices of motion which propose alterations to this Constitution of which due and proper notice has been given.
- (k) Considering and making recommendations to the Board as a result of any other notices of motion of which due and proper notice has been given.
- (l) Transacting such other business as the General Meeting deems appropriate.

21.2 Notices of Motion

21.2.1 A notice of motion be submitted by the Board, or any Centre and must be received by the Chief Executive by the 30th of June prior to an Annual General Meeting in order to be considered at that meeting.

21.2.2 Any notice of motion from a Centre, must be signed by the President and Secretary of the Centre.

21.2.3 Any matter of an urgent or extraordinary nature which normally would be required to be the subject of a notice of motion may, if prior written notice is given to the Chief Executive and the Chairperson, be brought before such meeting and determined by it, but only if the majority of Delegates present and voting at the meeting, vote in favour of the motion being tabled without the requisite notice.

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21.3 Special General Meeting

21.3.1 The Chief Executive shall convene a Special General Meeting of Bowls NZ:

- (a) when directed to do so by the Board; or
- (b) on requisition in writing signed by 25% of Centres which shall provide full details of the business to be dealt with at the meeting, by giving the requisite notice required under Rule 21.3.2.

21.3.2 A Special General Meeting if called for or requisitioned pursuant to Rule 21.3.1 shall be convened by the Chief Executive giving at least fourteen (14) days' notice to the President, Chairperson and Delegates of the date and venue of such meeting (except where in the view of the President such notice period is not practicable). Such notice shall clearly state the reasons why the Special General Meeting 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 mentioned in the notice of requisition may be dealt with at such Special General Meeting.

21.3.3 In any case where the Board deems it appropriate, a Special General Meeting may be held by the contemporaneous linking together of Delegates by telephone or other such means of communication and in so far as the circumstances so permit the procedural requirements in this Constitution relating to General Meetings shall apply with any necessary modification.

21.4 Chairperson

The Chairperson of an Annual General Meeting or a Special General Meeting shall be the Chairperson of the Board. In the event of the Chairperson being unavailable, the meeting shall appoint a person from amongst its number to chair the meeting in the Chairperson's absence.

21.5 Delegates and Observers

21.5.1 Each centre (as defined in Rule 7.1.1) shall appoint one delegate to represent them at General Meetings. The process for electing, and notifying Bowls NZ of, these representatives shall be in accordance with the Regulations.

21.5.2 The President, Board Members, Honorary Life Members and an employee of the Centre may act as Delegates at a General Meeting.

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- 21.5.3 No individual shall act as a Delegate for more than one (1) Centre at the same General Meeting, unless they have written authority to act as a proxy for a centre not able to attend the same General Meeting.
- 21.5.4 Each Delegate shall represent and vote on behalf of a Centre in accordance with Rule 21.6.
- 21.5.5 In addition to the Delegates, all 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 s/he has the rights as a Delegate.

21.6 Voting

- 21.6.1 Each Centre represented at a General Meeting by its Delegate shall be entitled to one vote for each five hundred (500) or fraction of each five hundred (500) Playing Members of their centre.
- 21.6.2 Each Delegate must in any given situation exercise his/her vote to the maximum entitlement. Delegates must exercise their vote in accordance with any directions given by their Centre.
- 21.6.3 The Chief Executive shall declare the voting entitlement for each Centre at a General Meeting, based on the most up to date records held at the office of Bowls NZ as to the number of Playing Members.
- 21.6.4 Voting shall be by a majority vote of those Delegates present and entitled to vote, except for alterations to Centre Boundaries (under Rule 7.4 (c)) and alterations to this Constitution (under Rule 28) which shall be by two thirds majority.
- 21.6.5 Except as otherwise expressly set out in this Constitution, all questions shall be decided by ballot unless a majority of Delegates determine otherwise. In the event of a tied vote, only the Chairperson shall have a casting vote. In exercising a casting vote at a General Meeting the Chairperson shall have due regard to, but shall not be bound by, the status quo. The Chairperson shall not otherwise be entitled to vote at a General Meeting. 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. Where a show of hands or ballot is taken, the total votes for and against the motion or amendment shall be recorded.
- 21.6.6 A Delegate may vote in person or through a proxy vote pursuant to Rule 21.5.

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21.7 Meeting Procedure

21.7.1 A quorum for a General Meeting shall be one greater than half of the number of Delegates entitled to vote. 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 to be fixed by the Board.

21.7.2 On all questions of order the decision of the Chairperson shall be final unless dissented from by a majority of Delegates present.

21.8 Minutes

The Chief Executive shall ensure the proceedings of all Annual General Meetings and Special General Meetings are recorded and incorporated in a minute book. As soon as possible after the conclusion of each meeting the Chief Executive shall forward a copy of the minutes to the President, Chairperson, all Board Members, all Delegates and all Centres.

22. Awards

The Delegates may, at the Annual General Meeting, on the recommendation of the Board award a service medal to any person whose long and outstanding or meritorious service to Bowls NZ merits such recognition.

23. Disputes, Misconduct & Judicial Committee

23.1 **Jurisdiction:** Subject to the powers of the Board, Bowls NZ has jurisdiction through the Bowls NZ Judicial Committee to hear and decide disciplinary matters including Disputes and Misconduct as specified in this Rule 23.

23.2 **Bowls NZ Judicial Committee:** There shall be a Bowls NZ Judicial Committee established and administered by Bowls NZ to carry out the functions set out in Rule 23.3 and which shall act in accordance with the Regulations, or in the absence of such Regulations, as determined by the Board.

23.3 **Functions:** The functions of the Bowls NZ Judicial Committee are to hear and decide:

(a) Appeals against a Club or Centre Decision, provided that:

- i. the constitution, rules, or regulations of the Club or Centre provide for an appeal to the Bowls NZ Judicial Committee; and

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- ii. the appellant has first exhausted all avenues of appeal available under the constitution of the Club or Centre, as the case may be;
- (b) Disputes and Misconduct at National Events, unless already heard in accordance with any applicable event rules;
- (c) Disputes and Misconduct at International Level, unless already heard in accordance with any applicable event rules;
- (d) other Disputes and Misconduct involving Members:
 - i. that are not within the jurisdiction of a Club, Centre, or the Board; or
 - ii. where the parties agree in writing; and
- (e) any jurisdictional issues regarding Disputes and Misconduct.

23.4 Appeals: There shall be:

- (a) no right of appeal from a decision of the Bowls NZ Judicial Committee, except as specified in Rule 23.4(b);
- (b) a right of appeal to the Sports Tribunal against a decision of the Bowls NZ Judicial Committee made under Rules 23.3(b) or (c), with such appeal to be made in accordance with the Regulations, or in the absence of such Regulations, in accordance with procedures decided by the Board. There is no further right of appeal from a decision of the Sports Tribunal to the Court of Arbitration for Sport
- (c) no right of appeal from a decision of the Board.

24. Laws of the Sport

24.1 Application

The Laws of the Sport and any Domestic Regulations shall apply to all games, matches, tournaments and championships arranged by Bowls NZ, by Centres and by Clubs in New Zealand.

24.2 Alterations

The Laws of the Sport can only be rescinded, amended or added to by World Bowls. Any Domestic Regulations may be rescinded, amended or added to in accordance with Rule 28 of this Constitution.

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25. Regulations

25.1 Board to Promulgate

The Board may promulgate from time to time such Regulations as it considers appropriate, including but not limited to any Domestic Regulations, regulations governing conditions of play for tournaments, a code of conduct, and anti-doping regulations pursuant to Rule 18.2. Such Regulations when promulgated shall be recorded in a Regulations register maintained by the Chief Executive and circulated to Centres and Clubs as appropriate.

25.2 Application

Any Regulations promulgated under this Rule shall be binding on all Members.

25.3 Alterations

Regulations promulgated under this Rule may be restricted, amended or added to from time to time only by resolution of the Board.

26. Umpires' Committee

26.1 Composition

26.1.1 There shall be an Umpires' Committee appointed by the Board consisting of four (4) registered umpires.

26.1.2 The term of appointment shall be for two years with a right of one or more terms.

26.1.3 Appointments shall be made as soon as practicable following the Annual General Meeting in the relevant year.

26.1.4 Any casual vacancy on the Umpires' Committee shall be filled by the Board through to the next Annual General Meeting.

26.1.5 The Board shall appoint one of the four (4) members of the Umpires' Committee to be the Chairperson.

26.1.6 The Umpires' Committee shall regulate its own meeting procedure as it deems necessary from time to time.

26.2 Functions

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The functions of the Umpires' Committee shall, subject to any directions from Bowls NZ, be:

26.2.1 To ensure that there is a national examination held for umpires in accordance with the procedures laid down by World Bowls and that there are sufficient tutors in place throughout New Zealand to train prospective umpires for the examination.

26.2.2 To ensure that the national examination process for umpires is conducted in accordance with World Bowls requirements.

26.2.3 To make recommendations to the Board regarding alterations, deletions or additions to the Laws of the Sport.

26.2.4 To carry out such other functions as may be prescribed from time to time by the Board and/or Bowls NZ.

26.3 Official Colours

26.3.1 The official colours of uniforms for all registered umpires shall be as set out in the Regulations.

27. Colours

27.1 The official uniform and official colours of Bowls NZ shall be determined by the Board and specified in the Regulations.

27.2 No Centre or Club may use the official uniform or official colours of Bowls NZ unless the agreement of the Board is first obtained and as otherwise specified in the Regulations.

28. Alterations to Constitution

This Constitution may be rescinded, amended or added to only by a resolution in that behalf passed by a two-thirds majority of all Delegates present and voting at an Annual General Meeting or a Special General Meeting convened for that purpose. Any alterations to the Constitution will come into effect on the date determined by the Delegates at a General Meeting (provided that the alteration is registered with the Registrar of Incorporated Societies by such date), or if there no date is specified by the Delegates, then the date the alteration is registered with the Registrar of Incorporated Societies. No amendment may be made to this Constitution which affects Rule 29 relating to liquidation or Rule 18.3 relating to monetary gain unless it has been first approved by the Inland Revenue Department.

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29. Liquidation and Dissolution

- 29.1 Members may resolve to put Bowls NZ into liquidation or request the Registrar of Incorporated Societies to dissolve it, if Bowls NZ at a General Meeting of its Members passes a resolution appointing a liquidator or a resolution requesting the Registrar of Incorporated Societies to dissolve it, and the resolution is confirmed at a subsequent General Meeting called together for that purpose and held not earlier than thirty (30) days after the date on which the resolution to be confirmed was passed. The term “**resolution**” in this context means the resolution carried by a majority of the valid votes cast by Delegates voting at the General Meeting in person, and the resolution shall be taken to be confirmed at the subsequent General Meeting if the confirmation is carried by such a majority.
- 29.2 In the event of the liquidation of Bowls NZ or its dissolution by the Registrar of Incorporated Societies, the funds and assets of Bowls NZ remaining after payment and satisfaction of its debts and liabilities and the costs and expenses of liquidation shall be distributed by Bowls NZ in General Meeting to a sporting body which is established substantially or primarily for the purpose of promoting any game or sport, provided that that game or sport is conducted for the recreation and benefit or entertainment of the general public in New Zealand and no part of the income or other funds of the body corporate operating such sport is used or available to be used for the pecuniary profit of any proprietor, member or shareholder.

30. Common Seal

Bowls NZ shall maintain a common seal which shall be kept in the custody of the Chief Executive and shall be affixed to any document only by the authority of the Board and in the presence of any two (2) of the President, Chairperson or the Chief Executive, or any Board Member so authorised by resolution of the Board to that effect.

31. Indemnity

- 31.1 Each Delegate and the Board and each 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 NZ 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 NZ.
- 31.2 The Board may affect any appropriate insurance cover in respect of the indemnity provision in this Rule at the expense of Bowls NZ.

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32. Matters Not Provided For

If any matter shall arise which in the opinion of the Board is not provided for in this Constitution then the same may be determined by the Board in such manner as it deems fit, and every such determination shall be binding upon Members unless and until set aside by a resolution of a General Meeting.