



ANNUAL GENERAL MEETING 2019

AGM MEETING AGENDA AND PAPERS



AGENDA

24th ANNUAL GENERAL MEETING

AT

CARLTON CORNWALL BOWLS,
126 MARKET ROAD, EPSOM, AUCKLAND

ON

SATURDAY, 14TH SEPTEMBER 2019

AT

10.00 AM

AGM ANNUAL GENERAL MEETING

1. OPENING AND WELCOME

2. OBITUARIES

Malcolm Kidd Past President of Bowls New Zealand (1997-1999), Bowls NZ Councillor, Bowls NZ Coach, Bowls NZ Umpire (Badge 3003)

Doreen McLay - Past President of the NZWBA 1994/95, NZWBA Councillor for the South Canterbury Centre, Played for the Waimate Bowling Club.

Brian Guy (Bay of Plenty) – Life Member of Bowls Bay of Plenty, Bowls NZ Councillor, Bowls NZ Executive, Chair of Bowls NZ Board, President of Bowls NZ Board 2001-2002. Member of the Bowls NZ Northern Region Judicial Committee

3. PRESENT

Tony Lepper, Chair
 Jeanette Sinclair, President
 Robin Jefferson, Vice President
 Sharon Rimmer, Board Member
 Craig Bruce, Board Member
 Allan Smith, Board Member
 Mark Cameron, CEO

Centre Delegates

Dion Davis	Bowls Far North	Guy Diston	Bowls Kapiti Coast
Ann Muir	Bowls Northland	Nigel Dixon	Bowls Wellington
Maureen Taylor	Bowls North Harbour	Maurice Symes	Bowls Marlborough
Michael Feek	Auckland Bowls	Allan Griffiths	Bowls Nelson
Paul Millar	Bowls Counties Manukau	David Beattie	Bowls Buller
Joe Curry	Bowls Waikato	Not attending	Bowls West Coast
Murray Galloway	Thames Valley Bowls	Mel Tukapua	Bowls Canterbury
Ross Harvey	Bowls Bay of Plenty	Sarndra Cleland	Bowls South Canterbury
Stephen Goldsbury	Bowls Gisborne-East Coast	Not attending	Bowls North Otago
Grant Sargison	Bowls Hawkes Bay	Ruth Grant	Central Otago Bowls
Peter Scott	Bowls Taranaki	Not attending	Bowls South Otago
Keith Slight	Bowls Whanganui	Jan Tucker	Bowls Dunedin
Not attending	Bowls Manawatu	Graeme Soper	Bowls Southland
Fiona Mancer	Bowls Wairarapa		

4. APOLOGIES

David Atkinson – North Otago

5. BUSINESS FOR 24th ANNUAL GENERAL MEETING

Pursuant to Rule 22.1.2 of the Bowls New Zealand Constitution, the business to be transacted at the Annual General Meeting shall include:

- a) Confirmation of the Minutes of the previous years' Annual General Meeting held in September 2018 and Special General Meeting held on 15th March 2019.
- b) Receiving the Board's Report for the year ended 30th June, together with a Statement of Income and Expenditure and Audited Statement of Accounts for Bowls New Zealand for the financial year.
- c) Receiving the Auditor's Report on the Accounts of Bowls New Zealand for the preceding Financial Year.
- d) Election of President & Vice President
- e) The Appointment of the Members of the Board of Bowls New Zealand.
- f) Advising the amount of the annual membership fee in accordance with Rule 13.1 of the Constitution.
- g) The appointment of an Auditor for the next Financial Year.
- h) The appointment (if necessary) of a person to the Board Selection Panel and a Deputy.
- j) Considering and determining any Notices of Motion which propose alterations to the 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.
 - 1/ Election of a Life Member to Bowls New Zealand

MINUTES

**MINUTES OF THE 23RD ANNUAL GENERAL MEETING
OF BOWLS NEW ZEALAND**

**HELD AT
CARLTON CORNWALL BOWLS,
126 MARKET ROAD, EPSOM, AUCKLAND**

**ON
SATURDAY, 15TH SEPTEMBER 2018
AT 10.00AM**

1. OPENING AND WELCOME

The Chair opened the meeting by welcoming those present to the 23rd Annual General Meeting, with a special welcome to Life Members Jean Ashby, Martin Christensen and Peter Belliss, also Wayne Tukiri from RSM Hayes.

2. OBITUARIES

Murray Hill (Christchurch), Bowls NZ Councillor 1999-2003, Bowls NZ Board Member 2003-2005 and President Bowls Canterbury 1997-1998.

Joan Leach (Kapiti Coast), Director of Coaching and Selector for Women's Bowling for a number of years as well as coaching and managing the NZ Women's bowls teams on 13 occasions at Australian and Canadian Championships and World, Pacific and Commonwealth Games.

Brian Guy (Bay of Plenty) – Life Member of Bowls Bay of Plenty, Bowls NZ Councillor, Bowls NZ Executive, Chair of Bowls NZ Board, President of Bowls NZ Board 2001-2002. Member of the Bowls NZ Northern Region Judicial Committee.

3. PRESENT

Delegates:

Region 1 – Garry Banks, Michael Feek, Geoff Tuckey, Murray Galloway.

Region 2 – Guy Diston, Rangī Johnson, Gerry Macgregor, Grant Hassall (arrived 10:45am).

Region 3 – Graeme Soper, Jan Tucker, Ruth Grant, Maurice Symes.

Board: Tony Lepper (Chair), Jeanette Sinclair (President), Robin Jefferson (Vice President), Craig Bruce, Brett O'Riley, Daniel Shore and Allan Smith.

ALSO PRESENT: CEO Mark Cameron, Bowls NZ Staff, Life Members and Observers.

4. APOLOGIES

Casey Henwood, Sport NZ

MOVED: Michael Feek SECONDED: Gerry Macgregor CARRIED

5. CONFIRMATION OF THE MINUTES OF THE 22ND ANNUAL GENERAL MEETING OF BOWLS NZ – HELD IN AUCKLAND ON 16TH SEPTEMBER 2017

“That the Minutes of the 22nd Annual General Meeting of Bowls New Zealand, held in Auckland on 16th September 2017 be confirmed as a true and correct record of that meeting.”

MOVED: Rangī Johnson SECONDED: Maurice Symes CARRIED

- Second block – Motions 2 – 4, Term of Office of Board Members
 - Third block – Motions 5 – 11, Judicial Structure
 - Fourth block – Motions 12 – 14, Other Motions
 - Motion from Auckland Bowls
- The Chair asked if there were any objections to this process and there were no objections.

Bowls NZ Board proposed the following motions under Rule 22.2.1 of the Constitution of Bowls New Zealand Incorporated (“Bowls NZ”) for consideration by the Members at the 2018 Annual General Meeting.

DUAL MEMBERSHIP

Explanation

This motion seeks to clarify that a Club member must have a clearance certificate from the Club they are a member of, not only when they resign or leave the Club, but also when they are seeking to have dual membership of two or more Clubs.

1. Motion 1 – Rule 9.4*: Clearance Certificate

THAT rule 9.4 be revoked and replaced with the following (with changes from the existing Rule 9.4 underlined or struck out for ease of reference):

“Any Individual Member ~~leaving 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.”~~

MOVED: Michael Feek

SECONDED: Gerry Macgregor

CARRIED - 26 votes for, 0 against

* The rule numbers referred to are those in the existing Bowls NZ constitution (September 2015).

TERM OF OFFICE OF BOARD MEMBERS

Explanation

Motions 2 to 4 propose a change to the term of office for the Board Members from two years to three years. This does not apply to the President or Vice-President; whose terms remain at 2 years (as stated in Rule 17.3). The reason for this is to give Board Members a longer period to better understand and act on the strategic issues facing Bowls NZ. A three-year term is now common place in sports organisations. This change would impact on the number of Board members being rotated each year, which will be one Board Member (including the President or Vice –President), rather than two each year.

2. Motion 2 – Rule 18.5: Term of Office

THAT rule 18.5 be revoked and replaced with the following (with changes from the existing Rule 18.5 underlined or struck out for ease of reference):

18.5.1 *Every Board Member (other than the President and Vice-President) appointed at an Annual General Meeting of Bowls NZ shall ~~assume commence~~ office ~~from~~ 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.*

18.5.2 *Subject to ~~the provisions of this Rule~~ this Constitution, Board appointments the term of office ~~for Board Members (other than the President and Vice President)~~ shall be for a period of ~~two (2)~~ three (3) years. Board members may be reappointed for further terms of office and there is no maximum term of office.*

18.5.3 *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 two one Board Member being appointed or reappointed or the President or Vice-President being elected or re-elected each year. Where there are insufficient ~~retirements~~ vacancies (whether voluntary by resignation, termination or expiry of term of office) ~~or vacancies~~ 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 retire vacate their office, which may result in a Board Member having a term of office of less than three years.*

3. Motion 3 – Rule 22.1.2 (d): Annual General Meeting

THAT rule 22.1.2(d) be amended by adding to the sentence “every second year or if a vacancy arises” so as to read as follows (with changes from the existing Rule 22.1.2(d) underlined or struck out for ease of reference):

(d) The election of a President and Vice-President (every second year or if a vacancy arises).

4. Motion 4 – Rule 22.1.2 (e): Annual General Meeting

THAT rule 22.1.2(e) be amended by inserting the words “any vacancies for appointed” after the words “The appointment of” so as to read as follows (with changes from the existing Rule 22.1.2(d) underlined or struck out for ease of reference):

(e) The appointment of ~~the~~ any vacancies for Members of the Board of Bowls NZ.

MOVED: Maurice Symes

SECONDED: Gerry Macgregor

CARRIED - 26 votes for, 0 against

JUDICIAL STRUCTURE

Explanation

Motions 5 to 11 propose the discontinuance of the Regional Judicial Committees. There are two main reasons for this:

- a. it has been difficult to find sufficient independent, qualified and experienced people to sit on these Judicial Committees on a voluntary basis; and;
- b. the Bowls NZ Judicial Committee has hardly been utilised, which means we have three qualified people allocated to this who we have not been able to use. Given the number of cases before the Regional Judicial Committee, since they were established in 2012 (17 cases since 2013), and the ability to hold hearings by phone and using face to face technology, the Board believes one judicial body could hear and decide these cases.

The consequence of this is that the jurisdiction of the Bowls NZ Judicial Committee will expand to incorporate that which the Regional Judicial Committee decided. This does not impact on the rights of appeal, as currently there is no ability to appeal decisions of the Regional Judicial Committee to the Bowls NZ Judicial Committee in any event. The right of appeal from Club and Centre judicial decisions is retained but it will be an appeal to the Bowls NZ Judicial Committee rather than a Regional Judicial Committee.

This change, if approved, would come into effect upon registration of the Constitution amendment. If there are any matters before a Regional Judicial Committee on or before that date, they would be transferred to the Bowls NZ Judicial Committee to decide under the new regime.

5. Motion 5 – Rule 2: Interpretation “Bowls NZ Judicial Committee”

THAT the definition of “Bowls NZ Judicial Committee” in Rule 2 be revoked and replaced with the following (with changes from the existing definition underlined or struck out for ease of reference):

“Bowls NZ Judicial Committee” means the Bowls NZ judicial committee established in accordance with the Regulations, ~~or in the absence of such Regulations as determined by the Board~~ under Rule 24.2.

6. Motion 6 – Rule 2: Interpretation “Judicial Committee”

THAT the definition of “Judicial Committee” in Rule 2 be revoked.

~~“Judicial Committee” means the Bowls NZ Judicial Committee or any Regional Judicial Committee(s).~~

7. Motion 7 – Rule 2: Interpretation “Misconduct”

THAT in Rule 2 in the definition of “Misconduct” under clause (f)(v), the words “the Bowls NZ” be inserted as follows (with changes from the existing definition underlined or struck out for ease of reference):

(v) *any decision of a General Meeting, the Board or a the Bowls NZ Judicial Committee or decision of any equivalent bodies at any Centre or Club;*

8. Motion 8 – Rule 2: Interpretation “Regional Judicial Committee”

THAT the definition of “Regional Judicial Committee” in Rule 2 be revoked.

~~“Regional Judicial Committee” means the regional judicial committee(s) established in accordance with the Regulations, or in the absence of such Regulations as determined by the Board.~~

9. Motion 9 – Rule 16.2.3(a): Suspension and Termination by Bowls NZ

THAT in Rule 16.2.3(a) the words “The Bowls NZ” be inserted as follows (with changes from the existing rule underlined or struck out for ease of reference):

(a) *The Bowls NZ ~~a~~ Judicial Committee imposes such sanction under Rule 24; or*

10. Motion 10 – Rule 19.2.17: Powers and Duties

THAT in Rule 19.2.17 the words “the Bowls NZ” be inserted as follows (with changes from the existing rule underlined or struck out for ease of reference):

19.2.17 *To appoint members of and ensure the functioning of committees as required from time to time, including the Bowls NZ Judicial Committees.*

11. Motion 11 – Rule 24: Disputes, Misconduct & Judicial Committees

THAT Rule 24 be revoked and replaced with the following (with changes from the existing rule underlined or struck out for ease of reference):

24. Disputes, Misconduct & Bowls NZ Judicial Committees

24.1 Jurisdiction: Subject to the powers of the Board, Bowls NZ has jurisdiction through the Bowls NZ Judicial Committees to hear and ~~determine~~ decide disciplinary matters including Disputes and Misconduct as specified in this Rule 24.

24.2 *Bowls NZ Judicial Committees: There shall be a Bowls NZ Judicial Committees ~~set out below~~ established and administered by Bowls NZ to carry out the functions set out in Rule 24.3 and which shall ~~function~~ act in accordance with the Regulations, or in the absence of such Regulations, as determined by the Board:*

~~(a) the Regional Judicial Committees established and administered by Bowls NZ; and~~

~~(b) the Bowls NZ Judicial Committee established and administered by Bowls NZ.~~

~~24.3 Regional Judicial Committees: The functions of the Regional Judicial Committees are to:~~

~~(a) hear and determine appeals against a Club or Centre Decision, provided that:~~

- ~~i. the constitution, rules or regulations of the Club or Centre provide an appeal to a Judicial Committee; and~~
- ~~ii. the appellant has first exhausted all avenues of appeal available under the constitution of the Club or Centre~~

24.3 Functions ~~Bowls NZ Judicial Committee~~: *The functions of the Bowls NZ Judicial Committee are to hear and determine 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*
- (ii) the appellant has first exhausted all avenues of appeal available under the constitution of the Club or Centre, as the case may be;*

~~(a)(b)~~ *Disputes and Misconduct at National Events, unless already heard in accordance with any applicable event rules;*

~~(b)(c)~~ *Disputes and Misconduct at International Level, unless already heard in accordance with any applicable event rules;*

~~(c)(d)~~ *other Disputes and Misconduct involving Members:*

(i) that are not within the jurisdiction of a Club, Centre, or the Board and/or Regional Judicial Committee; or

(ii) where the parties agree in writing;

~~(d)~~ *during the Transition Period, hear and determine any appeals made, in accordance with the constitution and/or regulations of a Club or Centre, to a body that no longer exists (eg a centre judicial committee); and*

~~(e)~~ *any appeals filed or proceeding before a Regional Judicial Committee which are not resolved under the previous Bowls NZ Constitution, which shall be transferred to the Bowls NZ Judicial Committee to be resolved in accordance with this Constitution and the Regulations, from the date of commencement of this Constitution;*

~~(e)(f)~~ *any jurisdictional issues regarding Disputes and Misconduct.*

24.4.5 Appeals: *There shall be:*

~~(a)~~ *no right of appeal from a decision of a Regional Judicial Committee in accordance with the Regulations, or in the absence of such Regulations as determined by the Board the Bowls NZ Judicial Committee, except as specified in Rule 24.4(b);*

~~(b)~~ *a right of appeal to the Sports Tribunal against a decision of the Bowls NZ Judicial Committee made under Rules 24.3(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.*

~~(b)(c)~~ *no right of appeal from a decision of the Board.*

~~(c)~~ *no right of appeal from a decision of the Bowls NZ Judicial Committee under Rules 24.4c, 24.4d and 24.4e; and*

~~(d)~~ *one right of appeal from a decision of the Bowls NZ Judicial Committee, under Rules 24.4a and 24.4b to the Sports Tribunal in accordance with the Regulations or in the absence of such Regulations as determined by the Board.*

MOVED: Guy Diston

SECONDED: Gerry Macgregor
CARRIED - 26 votes for, 0 against

Other Motions

12. Motion 12 – Transitional Provisions

That all of Rule 34 be revoked, as the time period has now passed.

~~34. Transitional Provisions~~

~~34.1 **Clubs Transitional Rights & Obligations:** Each Club shall, as soon as reasonably practicable, and by no later than 31 December 2014, or any other date agreed in writing with the Board, adopt a new, or amend its existing, constitution to ensure it is consistent with the minimum judicial requirements as determined by the Board in 2013. If any Club fails to comply with this Rule by 31 December 2014, or any other date agreed in writing with the Board, unless otherwise determined by the Board, its membership of Bowls NZ may be suspended or terminated by the Board in accordance with Rule 16.2.3(b). During the Transition Period until a new or amended constitution is adopted in compliance with this Rule, and registered by the Registrar of Incorporated Societies, each Club shall adhere to the rules of their existing constitution.~~

~~34.2 **Centre Transitional Rights & Obligations:** Each Centre shall, as soon as reasonably practicable, and by no later than 31 December 2014, or any other date agreed in writing with the Board, adopt a new, or amend its existing, constitution to ensure it is consistent with the minimum judicial requirements as determined by the Board in 2013. If any Centre fails to comply with this Rule by 31 December 2014, or any other date agreed in writing with the Board, unless otherwise determined by the Board, its membership of Bowls NZ may be suspended or terminated by the Board in accordance with Rule 16.2.3(b). During the Transition Period until a new or amended constitution is adopted, in compliance with this Rule, and registered by the Registrar of Incorporated Societies, each Centre shall adhere with the rules of their existing constitution.~~

13. Motion 13 – Contents and Numbering

THAT the front page, contents and all numbering in the Constitution be updated so that the numbering throughout the Constitution is consecutive and consistent and any references to those numbers are updated accordingly.

14. Motion 14 – Amendments to take effect on registration

THAT the alterations made to the Constitution at this meeting, come into force upon the registration of them by the Registrar of Incorporated Societies.

MOVED: Maurice Symes

SECONDED: Guy Diston
CARRIED - 26 votes for, 0 against

Auckland Bowls submitted the following Notice of Motion for the 2018 Bowls New Zealand AGM:

Notice of Motion: That clause 22.6.1 be amended to refer to "...each of the Centres within the Region" rather than "...Clubs within the Region".

Current Clause:

22.6.1

Each Region represented at a General Meeting by its Delegates (regardless of the number of Delegates from each Region) shall be entitled to one vote for each one thousand (1000) or fraction of each one thousand (1000) Playing Members of the Clubs within the Region.

Original Amendment (not voted on):

22.6.1

Each Region represented at a General Meeting by its Delegates (regardless of the number of Delegates from each Region) shall be entitled to one vote for each one thousand (1000) or fraction of each one thousand (1000) Playing Members of each of the Centres within the Region.

Rationale: The change clearly defines that each centre gets one vote per 1000 members. The current voting system is unclear as the votes are determined by Region, but each Centre is then allowed to make its own decision on voting. E.g. The Northern region is currently allocated 10 Votes (9246 members), but there is no process to determine how these 10 votes are split by the 8 Centres within the region.

This change will mean that each Centre will get a clearly defined number of votes based on their Playing Members.

After discussion, the region two delegates proposed that each centre get one vote per 500 members or part thereof. This was supported by Region One and Region Three delegates.

Proposed Amendment (voted on):

22.6.1

Each Region represented at a General Meeting by its Delegates (regardless of the number of Delegates from each Region) shall be entitled to one vote for each five hundred (500) or fraction of each five hundred (500) Playing Members of each of the Centres within the Region.

MOVED: Michael Feek

SECONDED: Guy Diston

CARRIED – 26 votes for, 0 against

12. **CONSIDERING AND MAKING RECOMMENDATIONS TO THE BOARD AS A RESULT OF ANY OTHER NOTICES OF MOTION WHICH DUE AND PROPER NOTICE HAS BEEN GIVEN**

The following motion was proposed by the **Bowls NZ Board**:

PROPOSED "IN PRINCIPLE" MOTION FOR NEW MEMBERSHIP FEE

It is agreed in principle that with effect from the financial year commencing 1 July 2020, the Club/Centre membership fees will be changed to a per Club/per green fee, (as generally described in the paper entitled "Bowls NZ – Membership (Capitation) Levy, (dated March 2018)) based on the following principles:

1. Membership fees will be charged by Bowls NZ to each Club (not Centre), based on the approach outlined in this motion.
2. The fee for each Club will be calculated on the number of greens used annually together with the number of members on those greens, for each of the Clubs.
3. The fee calculation is as set out in the Table below* and is subject to an annual CPI review by the Board.
4. The reference to the number of members, means all playing members.
5. The new system would be phased in over three financial years commencing 2020/21 as set out in the Paper
6. The invoices for the new fee will be issued on November in each year and be due 15 December of that year

*Table with Fee Calculation

Number of Greens	Number of Members	Annual Fee (plus GST)
One	Less than 30 members	\$950
One	30 or more members	\$1450
Two	Less than 50 members	\$1700
Two	50 or more members	\$2300
Three		\$3000
Four or More		\$3650

This “in principle” approval is subject to adoption by the delegates of the necessary changes to the Bowls NZ Constitution to give effect to the new fee system to be proposed at the 2019 AGM or by Special General Meeting.

MOVED: Michael Feek

SECONDED: Maurice Symes
LOST - 11.7 votes for, 14.3 against

With the motion lost, the delegates expressed a desire for Bowls New Zealand to continue to progress the per club, per green model, but to include provision for smaller bowling clubs via a \$500 type classification levy. The delegates would like to see Bowls NZ promote a revised model at the 2019 AGM (or sooner, via a SGM if appropriate).

Central Otago Bowls Inc. submitted the following Notice of Motion to the board:

“That the Interclub 7’s Division 1 only; NZ Club Championships (Pathways) and NZ Mixed Pairs events be reinstated to include a New Zealand Final and Titles.”

Reasons:

1. These events are the only Club based Competitions where Club Members can reach their goals to win a NZ Title.
2. We pay affiliation fees to Bowls NZ and expect them in return to honour something for the ordinary Club bowlers in the way of competitions.

The majority of delegates did not support this motion but would support the motion if the word “reinstated” was replaced with “reviewed”. Hence the following motion was amended, as a recommendation to the Board of Bowls NZ:

“That the Interclub 7’s Division 1 only; NZ Club Championships (Pathways) and NZ Mixed Pairs events be reviewed to include a New Zealand Final and Titles.”

MOVED: Ruth Grant
for, 0 against.

SECONDED: Jan Tucker

CARRIED - 26 votes

Bowls Canterbury submitted the following remit for discussion at the Bowls New Zealand Annual General Meeting in September 2018.

Bowls New Zealand to review the Constitution regarding to the following clauses:

22.5 Delegates and Observers

22.6 Voting

In addition, Bowls Canterbury asked that for a review of the regulations regarding the appointment of Regional Delegates:

3.13 Bowls NZ Regulation Thirteen – Regions and Delegates

6. Process for appointing Delegates to General Meetings of Bowls NZ

REASON

1. We believe the current format does not portray a true representation of a centre’s views.
2. There is no clear clarification of how the appointed delegates are directed to vote once appointed
3. Currently each Region either has fewer or more votes than centres (i.e. Region 3 has 11 Centres but only 9 votes) which makes reaching a consensus difficult.
4. Currently there is no room for flexibility if Delegates attending meetings are already instructed to vote a specific way.

POSSIBLE SUGGESTIONS:

1. One Delegate per Centre with each Centre entitled to vote and numbers of votes based on player numbers.
2. Centre Staff to be allowed to be nominated as a Delegate able to vote at any General Meetings as staff generally have a wider understanding of the business of the meeting.
3. Each Zone (as opposed to the 3 regions) having a set number of votes; as it is easier to communicate with a lesser number of centres.

Bowls Canterbury wanted the outcome to be that the centre’s views are accurately and fairly represented when Delegates vote at any General Meeting and believe that the current voting rules and regulations do not provide for this.

It was therefore moved that: "Bowls NZ review the constitution and regulations regarding the appointment and voting rights of delegates at Bowls New Zealand annual meetings. The delegates would like to see this review by the 2019 AGM (or sooner, via a SGM if appropriate)."

MOVED: Maurice Symes SECONDED: Guy Diston
26 votes for, 0 against

CARRIED -

13. TRANSACTING OTHER BUSINESS AS THE GENERAL MEETING DEEMS APPROPRIATE

The Non-Playing member category and other membership categories require some investigation and changes - It was agreed that Bowls NZ would further consider these categories in light of the current membership levy discussions and Health & Safety and Liquor Licensing regulations.

There being no further business, the Chair declared the meeting closed at 11.05am and thanked the President of Carlton Cornwall Bowls and the Delegates for their participation.

Chair

Date

**MINUTES OF THE SPECIAL GENERAL MEETING
OF BOWLS NEW ZEALAND**

**HELD BY
PHONE CONFERENCE
ON
FRIDAY, 15TH MARCH 2019
AT
12.00 (noon)**

1. OPENING AND WELCOME

The Chair (Tony Lepper) opened the meeting by welcoming those delegates present to the Special General Meeting with a special welcome to Bowls NZ President Jeanette Sinclair, Vice President Robin Jefferson & Board Member Allan Smith as observers. The Chair thanked CEO Mark Cameron and Bowls NZ staff member Martin Mackenzie for setting up the meeting and distributing the documentation. The Chair then called for the Delegates to reply to the roll call as being present to the meeting.

2. PRESENT

Delegates:

Region 1 – Garry Banks, Helen Blick.

Region 2 – Guy Diston, Rangī Johnson, Gerry Macgregor, Grant Hassall.

Region 3 – Graeme Soper, Bill Fowlie, Ruth Grant, Brian Barker.

Board: Tony Lepper (Chair), Jeanette Sinclair (President), Robin Jefferson (Vice President), Allan Smith.

ALSO PRESENT: CEO; Mark Cameron, Bowls NZ Staff Martin Mackenzie.

3. APOLOGIES

Michael Feek

Apologies accepted

MOVED: Bill Fowlie
CARRIED Unanimously

SECONDED: Garry Banks

4. Quorum

The Chair confirmed that there was quorum of members/delegates and the meeting could proceed. The minimum of two delegates per region were in attendance.

Region One - 2/4

Region two - 4/4

Region Three - 3/4

5. Motions

The Chair spoke briefly to the process and the first proposed change to the constitution before passing to CEO Mark Cameron to read the change that had been sent to each delegate prior to the meeting.

Mark asked that both changes to the constitution could be discussed separately first and then the two Motions voted on together as motion 1 and motion 2.

First Change

Maximum term for Bowls NZ Board Members

The current constitution for Bowls NZ does not consider a maximum consecutive term for Bowls NZ Board members. Advice from Sport NZ is that the Bowls NZ membership should consider this, as fixed tenure is increasingly required in governance codes around the world and the research supports regularly refreshing the group of directors is good governance. It has been proposed that the maximum term be nine consecutive years, which aligns with the three-year terms available to Board Appointments.

It is not proposed that the terms of President and Vice President be altered – this shall remain as two-year appointments, with the role of President alternating between a female and male.

Accordingly, 18.5.2 of the Bowls NZ constitution has been altered to include the following statement: 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.

The change being put to the meeting is: That the constitution be amended to read:

“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”.

The CEO through the Chair asked if there were any questions to the first change. There was no further discussion on the first change.

Second Change

CEO Mark Cameron read out the proposed change

Delegate Voting at Bowls New Zealand General Meetings

The Bowls NZ Board has considered this matter and recommends (under DELEGATES and VOTING: Rules 8 and 22) to replace the three regions with the 27 centres, in respect of delegates and voting at a Bowls New Zealand AGM. There are currently three regions with up to four delegates per region entitled to vote under the current Bowls New Zealand Constitution. It is proposed that instead of the three regions, the ‘right to vote’ belongs to the Centres.

Practically, this would mean:

1. That the existing ‘regional’ delegate process/system be removed;
2. That instead each centre be invited to the (Bowls NZ) Annual General Meeting as a delegate in their own right;
3. That each centre carries one vote per 500 full playing members; or part thereof.
4. That proxy votes be allowed;
5. That the President, Board Members or an employee of the centre may act as Delegates;
6. That Bowls NZ cover the travel for each centre delegate on the day of the AGM.

Accordingly, clause 8 “Regions’ has been removed from the constitution, clause 22.5 “Delegates and Observers” and clause 22.6 “Voting” have been altered to reflect centres acting and voting as delegates.

The CEO through the Chair then asked if there were any questions to the second change. And discussion ensued.

Gerry McGregor (Wellington) asked if Bowls NZ will be covering all the travel & accommodation to the AGM in the future for all 27 Centre delegates.

Mark Cameron replied that Bowls NZ would only cover costs for travel to and from the AGM and delegates would need to cover their only costs if wishing to stay over or travel outside the arranged days.

Rangi Johnson (Wanganui) asked if Centres only get a vote if they have 500 or more playing members. It was confirmed it was 500 or part thereof.

Gerry McGregor (Wellington) stated that delegates are currently selected for a term of 12 months would this still be the case under the change in constitution.

Under the change the Centre would be the delegate and they could send any representative from their Centre and change them as often as they wish provided the Centre officially noticed Bowls NZ prior to the General Meeting.

ELECTION OF PRESIDENT

Robin Jefferson
Nominated by Bowls Gisborne East Coast

Mark O'Connor
Nominated by Bowls Wellington

ELECTION OF VICE PRESIDENT

Mary Orbell
Nominated by Bowls Nelson

Jan Tucker
Nominated by Bowls Dunedin

APPOINTMENT OF BOARD MEMBERS

Recommendations from Selection Panel

Recommended Applicants for Appointment to the Board of Bowls New Zealand, 2019

The Board Selection Panel (BSP) considered nine (9) applications to fill three vacancies by rotation, and one vacancy arising from the resignation of Brett O'Riley in February 2019.

Recommendation

The BSP recommends the reappointment of three sitting members of the Board (Craig Bruce, Tony Lepper, Allan Smith) for full two and three year terms in accordance with Rule 17.5.3, and in accordance with Rule 17.7.4 the BSP recommends that a casual vacancy occurs on the Board for a one year term until the 2020 AGM.

The number of candidates recommended to the AGM is therefore three, which is one short of the four available Board positions. The reason for this, is that the BSP believes that Bowls NZ needs to immediately consider the 'Board Gender Diversity Target' set by the Minister of Sport (Grant Robertson) and Sport NZ. Sport NZ has decided that all organisations receiving \$50,000 or more per annum (of which Bowls NZ is one), will be required to achieve 40% self-identified female and 40% self-identified male on their board by December 2021.

As there were no female Board applicants in 2019 for the BSP to consider, it is recommended that the fourth position be left vacant at the 2019 AGM, and that the Bowls NZ Board be encouraged to 'second' a female Board member to a one year appointment (to the 2020 AGM). This would then bring the number of female Board members to three, which would represent 43% of the Bowls NZ Board.

Appointment for a full three-year term:

Craig Bruce:

- Current Board Member, appointed September 2015.
- Currently General Manager, Customer Service Operations, ANZ Bank New Zealand Limited.
- Experienced in financial reporting and understanding.
- Served seven years on the Board of Gymsports NZ.
- Familiar with requirements of Sport NZ and National Sport Organisations.
- Serves as Chair of the Bowls NZ Risk & Audit committee
- Represented New Zealand in Artistic Gymnastics 1986-1994 competing in Commonwealth Games, World and Pacific Rim Championships.

Tony Lepper:

- Current Board Member, appointed September 2015.
- Current Board Chair for Bowls NZ, appointed September 2017.
- Former Mayor of Central Otago District Council.
- Company Manager/Director in horticultural development.
- Deputy Chair: Centre for Space Science Technology Trust
- Until 2013 nine years as a trustee of Sport Otago, the last seven as Chair prior to compulsory retirement.
- Familiar with the requirements of Sport NZ in respect to National sporting Organisations.
- Overall has an extensive background in sport governance.
- A 27-year association with bowls.

Appointment for a full two-year term:

Allan Smith:

- Current Board Member; appointed to the Board in May 2017
- Executive Director and Business Owner – Environmental Health Management Ltd (accessible) since 2000.
- Board Member Achilles NZ (Chair)
- Board Member Parafed Auckland (Deputy Chair)

- President Rotary St Johns.
- NZ Police 1974-1988.
- St Heliers Bowling Club member

Appointment for a one-year term: Casual Vacancy to be managed by the Bowls NZ Board.

Jeanette Sinclair (Chair)

Board Selection Panel (2019)

Mike Spring

John Hanning

**BOWLS NEW ZEALAND
FIXING OF
ANNUAL MEMBERSHIP FEE**



RECOMMENDATION TO THE ANNUAL GENERAL MEETING ON MEMBERSHIP FEES

Pursuant to Rule 12.1(c) of the Bowls New Zealand Constitution it is advised that the Bowls NZ membership fee for playing members for the 2018/2019 season will be \$33.18 plus G.S.T. Please note there is no fee on Non-Playing Life, Associate, Honorary and Social Players.

The membership fee for students up to the age of 25 years who are in a full-time course of education to be \$16.06 plus G.S.T.

NOTICE OF MOTIONS



ANNUAL GENERAL MEETING 2019

NOTICE OF MOTIONS

Proposed motions to alter the Constitution of Bowls New Zealand Incorporated for consideration at the Annual General Meeting on 14th September 2019

Notices of Motion

There are sixteen Notices of Motion for consideration at the Annual General Meeting.

These Notices of Motion are to be dealt with pursuant to Rule 21.1.2(j) and 21.1.2 (k) of the Bowls NZ Constitution. The notices of motion refer to alterations to the Bowls NZ constitution and membership fees.

MOTION ONE: Part 1

THAT Rule 12.1 be deleted in entirety and be replaced with the following Rule 12.1:

12.1 Affiliation Fee

- (a) Each year each Club shall pay to Bowls NZ (via their Centre) an Affiliation Fee calculated on the number of Playing Members of that Club in that Centre as at 31 December 2018.
- (b) Subject to Rule 12.1(d), the amount of 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 31 December 2018, as reported to Bowls NZ in the annual return of the Club (see Rule 14.1) for the year ending 31 December 2018;

multiplied by

\$33.18 plus GST per Playing Member or, for Playing Members that were students aged up to 25 years of age and were in a full-time course of education, \$16.06 plus GST per Playing Member.

- (c) The amount of the Affiliation Fee is fixed and will not be altered for any reason, including where the number of Individual Members increases or decreases at a Club, except where any of the circumstances described in Rule 12.1(d) apply.

- (d) The Affiliation Fee for each Club may only be altered by the Board, with effect from the Financial Year ending 30 June 2020, and for any Financial Year thereafter, 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 (refer to Rule 12.1 (e)) in an individual clubs operations justify a change in the affiliation fee for that club; or
 - (iii) where a Club (Club A) joins or merges with one or more other Clubs (Club B), or otherwise agrees with Club B (or Clubs) to become one Club, (referred to as an “Amalgamation”), the Affiliation Fee for the amalgamated club, payable for the Financial Year in which the Amalgamation takes effect, will be the Affiliation Fee for Club A (as described in Rule 12.1(b)) added to the Affiliation Fee of Club B (as described in Rule 12.1(b)), and the Affiliation Fee of the other Clubs in the Amalgamation, if applicable; or
 - (iv) where a New Club is formed, the Affiliation Fee of the New Club will be calculated on the number of all Playing Members of the Club, as at 31 December of the first full Financial Year in which the Club has been affiliated to Bowls NZ, and as reported to Bowls NZ in the annual return of the Club for that Financial Year.
- (e) For the purposes of Rule 12.1(d)ii the definition of significant shall be by more than 50% and shall consider movement in all club operations and membership.
- (f) For the purposes of Rule 12.1(d)iii an Amalgamation may occur without the liquidation or wind up of any of the Clubs that form part of it.
- (g) For the purposes of Rule 12.1(d)iv, the term “New Club” means a new bowling club which is established, otherwise than by Amalgamation, and is approved to be a Club under Rule 8.3 of this Constitution. The change of name to an existing Club is not a New Club. The Board shall decide, in its discretion, if an Amalgamation has occurred or a New Club is formed under this Rule.
- (h) Nothing in this Rule 12 prevents or limits the right of a Centre or a Club to impose additional membership fees or other fees on its members.
- (i) The Board must give notice to all Centres by no later than 31 May in each year of its decision to increase the affiliation fees in line with CPI under clause 12.1 (d)i.

MOTION ONE: Part 2

That Rules 12.3, 12.4, 12.5 the word “Membership” be changed to “Affiliation”

12.3 When Due

The annual Affiliation 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.

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 Affiliation 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 Affiliation Fees or Special-Purpose Fee in full by the due date, it shall be subject to Rule 15.2.2 (Suspension & Termination for Default).

MOTION TWO:

THAT the following definition be added in Rule 2:

“Affiliation Fee” means a fee payable by each Club (via their Centre) to Bowls NZ as specified in Rule 12.1.

MOTION THREE:

THAT the following change be made to “Non-Playing Member” in Rule 2:

Non-Playing Member – the words “wish to” be deleted so that the clause reads:

“Non-Playing Member” means a person who does not 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.

MOTION FOUR:

THAT the following change be made to “Playing Member” in Rule 2:

Playing Member – the current clause be deleted in entirety and replaced with:

“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 tournaments and events.

MOTION FIVE:

THAT a new Member definition be included called “Limited Playing Member” in Rule 2:

“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 event at another bowling club.

Explanation of Motions Four & Five: Given that the Playing Member has been defined as someone who has full playing rights within a club, there is a need for a category where members can play bowls but not to the extent of having full playing rights. A number of clubs already have member categories such as limited members, social playing members, business members, winter members etc.

These “non full-playing” membership categories are currently listed as “Playing Members” therefore incur a membership fee (under the current system).

They are not captured by the Non-Playing and Casual Member definitions as they can be entitled to play throughout the year, not just a one-off event.

A new membership category, the Limited Playing Member has been added. 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 event at another bowling club.

MOTION SIX:

THAT the following change be made to “Individual Member” in Rule 2:

Individual Member – the words “Limited Playing Members” be added so that the clause reads:

“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, Limited Playing Members, Non-Playing Members and Casual Members.

MOTION SEVEN:

THAT the following changes be made to Rules 8 and 9:

Rule 8 Member Clubs – Amend rule 8.2.1 (c) to include “Limited Playing Members” so that the clause reads:

8.2.1 (c) have as its members Playing Members, Limited 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;

Rule 8 Member Clubs – Amend rule 8.2.1 (f) to delete the words “in its Centre District” and add “and Bowls New Zealand” so that the clause reads:

8.2.1 (f) file an annual return of its Members with the Centre and Bowls New Zealand in accordance with Rule 14;

Rule 8 Member Clubs – Add a new Rule 8.2.1 (g) that reads:

8.2.1 (g) pay the affiliation fee to Bowls New Zealand in accordance with Rule 12;

Rule 9 Individual Members – Amend rule 9.1 (a) and 9.2 (a) to include “Limited Playing Member” so that the clauses read:

9.1 (a) a person who is a Playing Member, Limited Playing Member, Non-Playing Member or Casual Member of a Club,

9.2 (a) in the case of a Playing Member, Limited 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

MOTION EIGHT:

THAT Rule 7.3.1 Obligations of a Centre be amended to include a new clause 7.3.1 (h) that reads:
7.3.1 (h) collect the Bowls NZ Affiliation Fee from Clubs as described in Rule 12 of this Constitution.

MOTION NINE:

THAT Rule 14.1 (c) Membership Return be amended by deleting the word “Centre” and replacing with “Club (via their Centre)” so that the clause reads:

14.1 (c) Determining the amount of the annual Affiliation Fee payable by each Club (via their Centre);

Additional Recommended Changes:

In reviewing the Constitution to propose changes to the Membership Fee system, a number of other changes have been identified. These are now being proposed to the AGM. They are:

MOTION TEN:

THAT in Rule 2 Interpretation the definition of "Sub-Centre" be modified to correctly note clause 7.2.3 rather than 7.2.2 so that the clause reads:

"Sub-Centre" means a Sub-Centre defined and recognised by a Centre pursuant to Rule 7.2.3 of this Constitution.

Explanation of Motion Ten: The current clause points to the wrong Rule and is now being corrected.

MOTION ELEVEN:

THAT in Rule 5 (e) Powers the words "the sale of good and services" be added so that the clause reads:

- (e) To determine, raise and receive money by subscriptions, donations, fees, levies, the sale of goods and services, gate charges, sponsorship, government funding or otherwise;

Explanation of Motion Eleven: Bowls NZ needs to consider new ways of generating revenue. This change provides additional ways for this to be achieved.

MOTION TWELVE:

THAT in Rule 24.2 Alterations the reference to Rule 28 be changed to Rule 25 so that the corrected clause reads:

24.2 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 25 of this Constitution.

Explanation of Motion Twelve: The current clause points to the wrong Rule and is now being corrected.

MOTION THIRTEEN:

THAT in Rule 28 Alterations to Constitution the word "there" is deleted on line 6 so that the clause reads:

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 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.

Explanation of Motion Thirteen: This change improves the readability of the clause.

MOTION FOURTEEN:

THAT a new Rule 8.5 is included that reads:

- 8.5 Board Intervention: The Bowls NZ 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 Board of the Club), if, either following its own enquiries in consultation with the relevant Centre, or upon request by the Club Board, the Bowls NZ Board considers the Club:
- (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 Club; or
 - (c) Takes, or has taken against it, any action or proceedings to wind up, dissolve or liquidate it (unless for the purposes of amalgamation); or
 - (d) Enters into a compromise or arrangement with its creditors, other than a voluntary liquidation for the purpose of amalgamation with another Club; or
 - (e) A mortgagee or other creditor takes possession of any of its assets;
and the Bowls NZ Board considers that to do so is in the best interests of Bowls NZ and the Game of Bowls.

Explanation of Motion Fourteen: Bowls New Zealand has a responsibility to act in the best interests of the sport. If a club gets into difficulty this clause will allow Bowls NZ to intervene. Whilst most Centre Constitutions provide the opportunity for Centres to intervene, in many cases the Centre does not have the resources to act. By incorporating this into the Bowls New Zealand Constitution, the national body and the applicable Centre can work together to protect the interests of the sport and assist any club that finds itself in a difficult position.

MOTION FIFTEEN:

THAT the front page, contents and all numbering in the constitution be updated to reflect the above changes.

MOTION SIXTEEN

THAT the alterations to the Bowls New Zealand constitution, take effect from registration of the alterations with the Registrar of Incorporated Societies.

OTHER BUSINESS

Election of a Life Member to Bowls New Zealand