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BOWLS NEW ZEALAND – AGM NOTICES

August 2019

TO: CENTRE SECRETARIES, (AGM DELEGATES), BOARD MEMBERS, LIFE MEMBERS.

24th ANNUAL GENERAL MEETING OF BOWLS NEW ZEALAND

The 24th Annual General Meeting of Bowls New Zealand will be held on Saturday, 14th September 2019 at Carlton Cornwall Bowls, 126 Market Road, Epsom, Auckland, commencing at 10am. All interested stakeholders are invited to attend the Annual General Meeting.

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.

A 'tracked change' version of the Bowls NZ constitution reflecting the motions is attached to this AGM notice, for reference.

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) where an increase in the percentage of the CPI occurs in the year from 1 April to 31 March, the Affiliation Fee 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.

Election of Officers

Your attention is drawn to Clause 16.1.1 of the Bowls NZ Constitution:
Bowls NZ has received the following nominations for President and Vice President. The election of these officers shall take place at the September 2019 AGM, by ballot.

President

Two nominations have been received for the role of President and they are: -

Robin Jefferson (Gisborne East Coast) nominated by Bowls Gisborne East Coast

Mark O'Connor (Wellington) nominated by Bowls Wellington

Vice-President

Two nominations have been received for Vice President and they are: -

Mary Orbell (Nelson) nominated by Bowls Nelson

Jan Tucker (Dunedin) nominated by Bowls Dunedin

CV's for each nominee are **attached**.

Honorary Life Member Nomination

Your attention is drawn to clause 10.1 of the Bowls NZ Constitution

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.

A nomination has been proposed for **Ann Muir** (Northland), past Bowls NZ President and New Zealand representative to receive a Bowls New Zealand Honorary Life Member for services to the sport of Bowls and Bowls New Zealand.

A copy of Ann Muir's CV is attached

2019 Appointment of Board Members

Board Selection Panel have recommended that Tony Lepper, Craig Bruce & Allan Smith be reappointed to the Board of Bowls New Zealand. (refer BSP recommendation document)



Mark Cameron
CHIEF EXECUTIVE

Attached:

- Tracked version of constitution
- Clean version of constitution
- Question & Answer sheet
- CV's for President and Vice President nominations
- Life Member nomination CV
- BSP Recommendations