

**GLEN EDEN BOWLING CLUB
INCORPORATED**

**CONSTITUTION
June 2020/2021**

CONSTITUTION
of the
GLEN EDEN BOWLING CLUB
(Incorporated)

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CONSTITUTION

of the

GLEN EDEN BOWLING CLUB INCORPORATED

1. INTERPRETATION

In this constitution unless the context otherwise requires:

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

“**Centre**” means the Auckland Bowling Centre Incorporated or if the context requires, any other Bowling Centre which is a member of Bowls NZ.

“**Club**” means the Glen Eden Bowling Club Incorporated, or if the context requires, any other bowling club which is a member of a Centre and is affiliated to Bowls NZ;

“**Delegate**” means a Full Member qualified under the Constitution of Bowls NZ to act as a representative of a Club at Centre level;

“**Executive**” and “**Executive Committee**” means the Executive Committee of the Club;

“**Full Member**” shall have the meaning set out in clause 4 of this Constitution;

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

“**General Meeting**” means the annual general meeting or a special general meeting of the Club convened pursuant to this constitution.

“**Disciplinary Committee**” means the body established under that name and having the functions as outlined in clause 6 of this Constitution

“**Laws of the Game**” means the laws for playing the Game of Bowls in New Zealand as approved by the Council of Bowls NZ from time to time;

“**Officers**” means those officers of the Club described in clause 10.2.

2. NAME AND OFFICE

2.1 Name

The name of the Club shall be the “Glen Eden Bowling Club Incorporated”.

2.2 Office

The registered office of the Club shall be situated at 25A Glendale Road, Glen Eden or such other place as the Executive may from time to time determine.

3. OBJECTS

The objects of the Club are to:

- (a) Promote, advance and safeguard the Game of Bowls [and other sports and pastimes] within the geographical region in which the Club operates and on behalf of Bowls NZ;
- (b) Establish, maintain and conduct a Bowling Club and generally to afford to its Members the accommodation, advantages, privileges and conveniences of a Club;
- (c) Acquire any interest in any real or personal property or rights or privileges which may be considered necessary or expedient for attaining any object(s) of the Club and for promoting the interests of the Club or its Members;
- (d) Lay down, prepare and maintain Turf and/or Synthetic Outdoor or Indoor bowling green(s) and build or otherwise provide pavilions, clubhouses, sheds, workshops, shelters and other buildings and conveniences in connection therewith; and equip, furnish, alter, enlarge, improve, repair, uphold and maintain the same respectively for the benefit and convenience of Members.
- (e) Provide facilities for, promote, organise, regulate, hold and conduct Tournaments, Competitions, Matches, games and other events, and give, provide or contribute towards trophies and awards therefor.
- (f) Conduct such social activities as the Executive may from time to time approve.
- (g) Affiliate with Bowls New Zealand Incorporated and do or join in doing all things calculated or tending to engender and maintain a fraternal feeling amongst bowlers.
- (h) Borrow or raise such sums of money in such manner and for such purposes as the Members in General Meeting may consider proper or expedient in accomplishing the objects and well-being of the Club.
- (i) Use the funds of the Club for, and do all things as may be incidental or conducive to the attainment of the foregoing objects or any of them.
- (j) Grant the use of the premises, facilities and equipment of the Club, upon conditions, and to such users as the Executive may think fit, and to formulate conditions regulating the activities of such users.
- (k) Apply for, obtain and from time to time renew a Club Licence for the Club pursuant to the provisions of the Sale of Liquor Act 1989 or any other Licence or Charter available to the Club, and thereafter manage the licensed premises subject to the provisions of the said Club Licence and/or any other Licence or Charter from time to time obtained by the Club and do all things necessary and incidental to the management of the said Licence or Charter.

4. POWERS

The powers of the Club 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 **Provided Always** that interest paid on such sums borrowed or raised shall not exceed current market rates and sums advanced or loaned shall be at no lesser than the current market rate unless the recipient of such funds loaned or advanced are promoting the amateur game of bowls;
- (c) To sell, lease, mortgage, charge or otherwise dispose of any property of the Club 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 the Club;
- (g) To determine, implement and enforce disciplinary procedures for its members, including imposing sanctions;
- (h) To employ, determine and terminate staff and engage the services of personnel and organisations to work for and with the Club including the payment for services of any Secretary and/or Treasurer **Provided Always** that the payment for services rendered shall not exceed the market rate for such services;
- (i) To engage, determine and terminate the services of personnel and organisations to advise the Club which may include a solicitor, an accountant and an auditor;
- (j) To contract, engage or otherwise make arrangements with any person or organisation to fulfil the Objects of the Club;
- (k) To be a member of, and contribute to the promotion of, Bowls NZ and Auckland Centre;
- (l) 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 the Club, the Centre and Bowls NZ;
- (m) To establish a Executive, commissions, committees and other groups and to delegate its powers and functions to such groups;
- (n) To make and enforce rules of competitions, tournaments and events for bowls in the Club, subject to the Laws of the Game and any rules or regulations of Bowls NZ and the Centre;
- (o) To develop programmes for competing, coaching and officiating of bowls at Club

level;

- (p) To establish, organise and control bowls competitions, tournaments and events at the Club, subject to any rules or regulations of the Centre and Bowls NZ;
- (q) To award, grant or otherwise honour achievement and services to bowls and the Club;
- (r) To select Club and other representative bowls teams and squads;
- (s) To establish, maintain and have an interest in corporate or other entities, including other incorporated societies and clubs, to carry on and conduct all or any part of the affairs of the Club and for that purpose, to utilise any of the assets of or held on behalf of the Club;
- (t) To print and publish any newspapers, periodicals, books or leaflets and develop and implement any computer systems or software packages that the Club may consider desirable for the promotion of its Objects;
- (u) 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 the Club, or with which the Club is authorised to amalgamate or generally for any purpose designed to benefit the Club, the Centre, Bowls NZ and bowls generally;
- (v) To do any other acts or things which further the Objects of the Club, provided that the above powers shall not limit the rights and powers of the Club as an incorporated society under the Act.

5. MEMBERSHIP

5.1 Classes of Membership

- (a) The membership of the Club shall consist of such numbers in each of the classes thereof as the Executive shall from time to time determine.
- (b) The classes of membership of the Club upon the adoption of this Constitution are as follows:

- (i) Full Members

Shall be entitled to all the playing and other privileges and advantages of full membership of the Club and in particular has the right to hold office in the Club and to speak and vote at Club General Meetings and has the right to full or limited use of the Club's green or greens.

- (ii) Life Members

Any Full Member who has rendered outstanding services to the Club may be elected as a Life Member. Every proposal for a Life Membership shall first be considered by the Executive and if approved by it, submitted to a ballot at a General Meeting. A three-fourths majority of those Full Members present and entitled to vote thereon shall be necessary to effect such election. A Life Member shall not be liable for payment of any annual

subscription. Unless and until otherwise determined there shall be not more than fifteen Life Members at any one time.

(iii) Associated Members

Any Full Member of any other Club affiliated to Bowls NZ shall be eligible for election as an Associate Member of this Club.

(iv) Honorary Members

If any Full Member is unable, through illness or other sufficient cause, to play bowls, and such Member has taken an active and prominent part in the affairs of the Club, the Executive may classify such Member as an Honorary Member for such period as it shall think fit.

(v) Social Members

Any person not desirous of enjoying full membership status but wishing to enjoy an ongoing association with the Club shall apply in writing to the Secretary for Social membership status with the Club. Social members shall be entitled to participate in social and pavilion activities and shall have bowling privileges at the discretion of the Executive. Social members have the right to speak at the Club General Meetings on all matters other than bowling matters or for Executive elections.

(vi) Student Members

Any person who is enrolled in a full-time course of education at a school or tertiary institution, and who is under 19 years of age, may apply in writing to the Secretary for student membership status with the Club. Student Members shall be entitled to limited use of the green as determined by the Committee and full use of the social and pavilion activities. They shall have no right to hold office in the Club or to vote at general meetings of the Club.

If a student member wishes to play championships and/or interclub events, they will pay the first-year player membership fee. Each year after that until they leave school, they will pay 50% of full membership.

(vii) Casual Members

Any person who wishes to participate in any bowling competition held by or under the auspices of the Club, shall upon entering such competition be deemed to be a casual member of the Club, and such member shall have all the rights and obligations of a Full Member for the period of that competition, but shall have no rights to hold office in the Club or to speak and vote at Club General Meetings, and only has the right to use of the Club's green or greens as specified in the conditions of entry or rules of such competition.

- (c) Only Full Members and Life Members shall be entitled to speak and vote at Meetings and to hold office in the Club.

- (d) Any member may apply at any time for a transfer to another class of membership (other than Life or Honorary) by giving the Secretary notice in writing to that effect setting out the reasons for the application. The Executive shall approve such application where it is satisfied that the reasons are valid. Any additional subscription payable in respect of the new class of membership shall be paid before the transfer shall be deemed to have taken effect. No reduction in any subscription payable for the current year shall be made unless the application is received after the 14th January in that year.

5.2 Applications for all Classes of Membership (Except Life Membership)

- (a) Applications for membership shall be in writing addressed to the Secretary and in making such application the applicant shall be deemed to have agreed to be bound by this Constitution and by the Constitution of the Centre and Bowls NZ.
- (b) Every candidate for admission to membership of the Club shall be proposed and seconded by two Full Members of the Club, both of whom personally know the candidate.
- (c) The application shall be in writing addressed to the Secretary setting forth on the form provided the full name of the candidate, her/his address and occupation, the class of membership to which she/he desires admission and such other particulars as the form may require, and shall be signed by the candidate and her/his proposer and seconder.
- (d) The membership application form shall include an acknowledgment by the applicant that as a condition of membership of the Club, the applicant consents pursuant to the Privacy Act 1993 to personal information in the form of her/his name and residential address, office held (if necessary) and telephone number (if necessary) being included in a membership list for display in the club house and/or circulation to the members and inclusion in the annual statistical return supplied by the Club to the Centre for any one or more of the following purposes:
 - (i) the Centre's Membership records including Centre capitation fee purposes;
 - (ii) for publication and distribution in the Centre handbook (if necessary);
 - (iii) for distribution by the Centre pursuant to arrangements entered into with sponsors;
 - (iv) for forwarding to Bowls NZ for its records including capitation fee purposes and/or for distribution by Bowls NZ pursuant to arrangements entered into with sponsors,
- (e) If the application form omits to include the acknowledgment referred to in sub-Clause (d) or if the acknowledgment is unsigned then it shall be the duty of the Proposer, Secunder and Secretary of the Club to ensure that the applicant is made aware of this provision of the Constitution.
- (f) Where an applicant is, or has been previously a Member of another Bowling Club affiliated to Bowls NZ, the Executive shall require the production of a Clearance Certificate on the approved form from such Club, before the candidate is submitted to election.

- (g) After particulars of the application have been posted on the Club noticeboard for not less than 7 days and no written objection has been received, the election shall be by the Executive and may be by show of hands, but shall be by ballot if so required by one Member of the Executive. The result of the election shall be determined by a clear majority of those present and voting. Proxies shall not be allowed.
- (h) The Executive shall have the power to reduce the first annual subscription of any Full Member elected after the 1st day of January in any Club year.
- (i) On election of a Member, the Secretary shall notify her/him in writing thereof, furnish her/him with a copy of the Club Rules and request her/him to pay her/his annual subscription within one (1) month of such notice.
- (j) No newly elected Member shall be entitled to any of the rights, privileges or advantages of membership until she/he has paid her/his first annual subscription and if such payment is not made within the aforesaid period of one (1) month, the election shall be void, unless the Member shows sufficient cause for the delay to the satisfaction of the Executive.

5.3 Termination of Membership

- (a) If any Member shall be desirous of ceasing to be such, she/he shall give notice in writing to the Secretary who, after acceptance by the Executive of such resignation, shall at once inform the Member, but the Executive shall not accept the resignation until all moneys due to the Club by the Member in her/his capacity as a Member shall have been paid.
- (b) The Secretary shall give to any financial Member whose resignation is so accepted, or on request, a Clearance Certificate on the approved form.
- (c) All resignations shall be in the hands of the Secretary prior to the Annual General Meeting in each year. In the absence of such notice, Members will be liable for the current year's subscription unless reasons satisfactory to the Executive are given.
- (d) If any Member shall make default in payment of her/his subscription and other (if any) moneys due by her/him to the Club for a period of one month after written notice requiring her/him to pay the same shall have been given to her/him by the Secretary, the Executive shall have power to determine her/his membership and to report her/him to the Centre as a defaulter, but such Member shall not thereby be relieved from liability to pay such moneys.

5.4 Suspension or Expulsion from Membership

If the conduct of any member shall be reported as objectionable, the Executive shall on receiving a written complaint, or may on its own initiative, take the matter into consideration and notify the member of the complaint. If, after the member concerned has been heard, if he so desires, his conduct shall be deemed by the Executive to be contrary to this Constitution, or inconsistent with the character, welfare or interests of the Club, or such as to render him unfit to associate with members of the Club, the Executive shall have power by a majority decision of its number present at the meeting to expel or otherwise deal with the offending member, or to suspend him for so long as the

Executive shall think fit. In the event expulsion or suspension, the Centre shall be immediately notified. If such member shall feel aggrieved by the decision of the Executive, he may within seven days after being notified thereof, appeal therefrom by notice in writing to the Secretary, and thereupon within ten days a Special General Meeting shall be convened at which a report shall be presented by the Executive, the member concerned heard and the matter determined by ballot. A majority of those valid votes cast by full members present (excluding the members of the Executive whose decision is subject to the appeal) shall be required to carry any motion either to confirm the action of the Executive or otherwise and the Centre shall be notified of the decision of the Club. Pending the hearing of any appeal by any member, any penalty or suspension shall not be operative until final adjudication thereon.

6. DISCIPLINARY PROCESS

6.1 Disciplinary Committee

There shall be established a Disciplinary Committee to be appointed each year by the Executive. The Disciplinary Committee shall consist of three members of the Club at least one of whom shall not be a member of the Executive. In the event of a vacancy on the Disciplinary Committee the Executive shall have power to appoint another member to fill such vacancy. The Disciplinary Committee shall have power to consider any matter that may be referred to it from time to time by the Executive which relates in any way to the maintenance of good order and discipline within the Club and after making such enquiries as it thinks fit the Disciplinary Committee shall make a recommendation to the Executive in respect of the matter referred to it and the Executive may in its absolute discretion thereafter take whatever further action (if any) it deems appropriate. The Executive shall have power to delegate to the Disciplinary Committee any powers exercisable by the Executive pursuant to Clause 12 of this Constitution.

7. PATRON(S)

On the recommendation of the Executive the Club may elect a Patron(s) at the Annual General Meeting.

8. EXECUTIVE

8.1 The management of the affairs and business of the Club shall be vested in an executive committee of management consisting of the Officers, as hereinafter defined, the Green Superintendent, the Chairperson of the Bowls Committee, the Chairperson of the Bar Committee, the Chairperson of the Social Committee, the Chairperson of the Membership and Publicity Committee and two (2) other Full Members of the Club. In the event of any elective officer of the Club filling two offices, an additional member shall be elected to the Executive.

8.2 The Officers of the Club shall be the President, the Immediate Pat President, the Vice-President(s), the Secretary and the Treasurer.

8.3 The office of an Officer or member of the Executive shall be vacated if the holder thereof:

- (a) Ceases to be a Full Member of the Club;
- (b) Resigns her/his office;
- (c) Dies;
- (d) Without being excused by the Executive, absents herself or himself from three (3) Consecutive meetings of the Executive;

- (e) Is removed from office by resolution of the Full Members present and voting at a special general meeting convened for that purpose.

8.4 The Executive shall have the power to fill any casual vacancy occurring thereon through to the next election.

9. NOMINATIONS FOR EXECUTIVE

9.1 A notice calling for nominations of elective officers and other members of the Executive, together with nomination forms, shall be displayed on the notice board of the Club on the 1st May each year.

9.2 Nominations for the positions of the elective officers and other members of the Executive shall be delivered to the secretary on or before 5pm on the 31st May. Every candidate shall have been a Full Member of the Club for at least six months prior to the closing of nominations and shall be nominated in writing by two Full Members of the Club. The nomination form must bear the signature of the candidate as evidence of her/his consent. Should there be insufficient nominations for any vacancy further nominations shall be made at the Meeting.

10. ELECTION OF EXECUTIVE

10.1 The Officers and other members of the Executive shall be elected at each Annual General Meeting, and shall respectively hold office until the next succeeding Annual General Meeting, when they shall retire, but be eligible for re-election. No Full Member shall be elected as President or Vice-President unless she/he has served on the Executive for a minimum of one year.

10.2 Elections shall be conducted and declared in the following order:

Patron[s]
President
Vice-President[s]
Secretary
Treasurer
Green Superintendent
Chairperson of the Bowls Committee
Chairperson of the Bar Committee
Chairperson of the Social Committee
Chairperson of the Membership and Publicity Committee
Two (2) other Full Members of the Club

10.3 When more than the required number of candidates is nominated for any office, the election shall be done by ballot taken amongst those members present and entitled to vote at the Annual General Election as stated in Regulation 4. Voting.

11. PROCEEDINGS OF EXECUTIVE

11.1 The Executive may meet together for the dispatch of business, adjourn and otherwise regulate its Meetings as it shall think fit. A Meeting of the Executive may be convened by the President or the secretary, or by any two other members of the Executive.

- 11.2 The President, or in her/his absence, a Vice-President, shall preside at all Meetings of the Executive at which she/he is present. In the absence of these Officers, the Meeting shall appoint its own Chairperson.
- 11.3 Except as otherwise required by this constitution, all questions shall be determined by a bare majority of votes. Each member personally present and entitled to vote shall on each question have one vote, and in the case of an equality of votes the Chairperson shall have a further or casting vote which shall have due regard to the status quo. No proxies shall be allowed.
- 11.4 The quorum for any Executive Meetings shall be one more than a half of the number of Financial Full Members entitled to vote provided that should such number not be a whole number, the quorum shall be the following whole number. No business shall be transacted at any Executive Meeting unless a quorum shall be present, except that those present may fix a date and venue for the reconvening of the meeting.
- 11.5 If a quorum is not present within an hour after the appointed time for it, the Meeting, if convened upon the requisition of members shall be dissolved. In every other case it shall stand adjourned to a time and place to be fixed by the Chairperson on adjourning the Meeting. If at the adjourned Meeting a quorum is not present within half an hour after the appointed time, the members entitled to be present shall be a quorum.

12. POWERS OF EXECUTIVE

- 12.1 Without prejudice to the general powers conferred upon it by this constitution the Executive shall have power to do all acts and things which it may consider proper or expedient for accomplishing the objects and carrying on the affairs of the Club and in particular shall have the specific power to:
- (a) Control, manage or expend the funds of the Club, including power to invest or otherwise deal with any such funds not currently required, borrow or raise such sums of money, and to incur such liability on behalf of the Club as it may think necessary or expedient in the furtherance of the objects or purposes of the Club subject at all times to the required market rates and terms provided in clause 4(b).
 - (b) Appoint from its own members or otherwise such sub-committees as it may from time to time deem necessary or proper. The President or in her/his absence a Vice-President, shall be ex-officio a member of every such committee.
 - (c) Engage or appoint and at pleasure remove greenkeepers and other employees or contractors, define their duties and powers and fix and determine their salaries, remuneration and emoluments subject to the rates of payment stated in clause 4(h). No member or associated person of a member shall be entitled to derive or otherwise receive any benefit or advantage where that member is able to determine or materially influence the amount or nature of that benefit or advantage. However, any member or associate who renders professional or trade services to the Club shall be entitled to be paid all usual professional, business and trade charges for work undertaken for the Club.
 - (d) Make, alter and repeal such conditions as are not required by this constitution and the Rules of the Club associated therewith to be submitted to a General Meeting as it may consider necessary or proper for the well-being of the Club provided always that any such alteration or repeal is subject to the terms and conditions set

out in clause 29.2.

(e) Waive, reduce or remit subscriptions.

12.2 Every resolution of the Executive which is not inconsistent with, or does not purport to repeal or alter anything contained in the respective Constitution of Bowls NZ, the Centre and this Club, or any resolution of any General Meeting of the Club, shall be binding on all members of the Club unless and until set aside by a resolution of a General Meeting of the Club.

12.3 Any member including any member of the Executive who may be interested or concerned directly or indirectly in any matter before the Executive shall disclose the nature and extent of their interest to the Executive and shall take no part whatsoever in the matter before the Executive where they hold such interest.

13. SECRETARY AND TREASURER

13.1 Secretary - Duties

The secretary shall:

- (a) Summon and attend all General Meetings and Meetings of the Executive, keep Minutes of the proceedings thereof and record the attendance at Meetings of the Executive (particulars of which shall be included in the Annual Report).
- (b) Conduct all correspondence and generally perform such duties required under the Constitution of Bowls NZ and the Centre and/or this constitution and any rules promulgated pursuant thereto and such other duties as are usual to the office.

13.2 Treasurer - Duties

The Treasurer shall:

- (a) Collect and account for all subscriptions and other moneys payable to the Club, bank to the credit of the Club's banking account, disburse the moneys of the Club under the authority of the Executive, and keep proper accounts of the financial affairs of the Club.
- (b) Submit accounts payable by the Club for the approval of the Executive before payment, report to each Meeting of the Executive the state of the finances of the Club.
- (c) Keep a Register of Members in accordance with, and furnish to, the Registrar of Incorporated Societies the annual statement required by "The Incorporated Societies Act 1908".
- (d) Immediately after the close of each financial year prepare and submit to audit the Statement of Accounts and Balance Sheet for the year, and present them, together with a budget of estimated Income and Expenditure for the ensuing year, to the Annual General Meeting.

13.3 In the event of no full member desiring to assume the duties of Secretary or Treasurer, the members at a General Meeting may appoint an official to be known as the Secretary or as Treasurer at such salary as it may determine, but in respect of such the following

conditions shall apply:

- (i) Their business office telephone and services whenever required shall be at the pleasure of the Executive.
- (ii) They shall hold office at the pleasure of the Executive. They shall carry out such duties as may be delegated to them by the Executive or as may otherwise from time to time be prescribed by the Executive.
- (iii) They shall not be entitled to vote at any meeting.
- (iv) They shall not be disqualified from holding office by reason of not being a Full Member of the Club.

14. GENERAL MEETINGS

14.1 Annual General Meeting

The Annual General Meeting of the club shall be held in the month of July in each year, on such day and at such place and hour as the Executive shall fix and determine. The business of the Meeting shall be to receive the Annual Report, Statement of Accounts and Balance Sheet for the preceding year, to elect and appoint office-bearers for the ensuing year, to consider and deal with Notices of Motion (which shall have been received by the Secretary not less than thirty (30) days before the Meeting) and to transact any other general business of the Club.

14.2 Special General Meeting

- (a) A special general meeting at which only the business for which the Meeting is convened shall be dealt with, may at any time be summoned upon the initiative and order of the Executive.
- (b) Conversely a special general meeting shall be convened within seven days after the receipt by the Secretary of a written requisition signed by at least ten percent (10%) or a minimum of 25 financial Full Members whichever is the greater and setting forth in the form of a motion(s) the object(s) of such Meeting.
- (c) If the Executive does not within seven days convene a Special General Meeting the requisitionists or any of them may, subject to the provisions of this constitution as to notice, convene it, to be held at the pavilion of the Club.

14.3 Notices of Meetings

At least seven clear days notice in writing of every General Meeting, specifying the place, day and hour of the Meeting and the nature of the business to be considered thereat, shall be given by the secretary to every financial Full Member of the club. The accidental omission to give any such member notice of the Meeting, or her/his non-receipt of same, shall not invalidate the proceedings of any General Meeting.

14.4 Chairperson

The President, or if she/he is absent or unwilling to act, a Vice-President, shall preside at all General Meetings, provided however that if neither of these Officers is present or willing to act, the Meeting shall appoint any financial Full Member present to act as its Chairperson.

14.5 Procedure

- (a) At all General Meetings every financial Full Member personally present shall on each question have one vote, and in the case of an equality of votes the Chairperson shall have a casting vote (but no right to a deliberative vote) except for elections when there shall be a re-ballot, which if exercised shall be cast and the Chairperson shall have no casting vote. No proxy voting shall be allowed.
- (b) Except for contested elections of office-bearers or as otherwise provided by this constitution, voting at General Meetings shall be on the voices or, if the Chairperson or any two members present and entitled to vote shall so require, by show of hands, or by secret ballot as the case may be.

14.6 Minutes

- (a) The Chairperson shall declare the result of the voting. An entry to that effect shall be made in the Minutes of the proceedings and duly confirmed as hereinafter provided. Such evidence shall be conclusive of the terms of any resolution of a General Meeting and of its being passed or rejected.
- (b) The Minutes of each General Meeting shall be provisionally confirmed at the ensuing meeting of the Executive and finally confirmed at the next Annual General Meeting.

15. CENTRE DELEGATES

The Delegate(s) to the Centre in respect of the current year of the Club shall be appointed by the Executive and shall vote at meetings of the Centre in accordance with the directions given to him by the Executive and/or any General Meeting. The Delegate(s) shall report to the Executive all decisions of the Centre affecting or of interest to the Club.

16. QUORUM

- 16.1 The quorum for all Club General Meetings shall be one more than a quarter of the number of financial Full Members entitled to vote provided that should such number not be a whole number, the quorum shall be the following whole number.
- 16.2 No business shall be transacted at any General Meeting unless a quorum shall be present, except that those present may fix a date and venue for the reconvening of the Meeting.
- 16.3 If a quorum is not present within an hour after the appointed time for it, the Meeting, if convened upon the requisition of members shall be dissolved. In every other case it shall stand adjourned to a time and place to be fixed by the Chairperson on adjourning the Meeting. If at the adjourned Meeting a quorum is not present within half an hour after the appointed time, the members present shall be a quorum.

17. SUBSCRIPTION FEES

- 17.1 The subscription fees due and payable by members on Opening Day in every year shall be such as shall from time to time be prescribed by the Club in General Meeting.
- 17.2 If paid within thirty (30) days after due date, the subscription fees of Full Members shall be subject to such amount of rebate as the General Meeting shall determine.]
- 17.3 If the annual subscription fee of any member and any other moneys owing by her/him to the Club shall remain unpaid after the 1st day of November in any year she/he shall be deemed to be un financial and shall not thereafter, unless the Executive shall otherwise determine in special circumstances, be entitled to exercise or enjoy any right, privilege or advantage of membership until all such moneys shall have been paid.
- 17.4 Any subscribing Full Member reaching the age of eighty (80) years and who has completed five (5) years continuous membership of the club should have their annual subscription waived and they shall be known as Honorary Full Members for the purposes of the Annual Return. Any full subscribing member reaching the age of sixty-five (65) years shall have their subscription reduced by twenty-five percent (25%) if they have been a member continuously for five (5) years.

18. AFFILIATION TO BOWLS NZ

The Club and all members shall, as a condition of the continuance of its affiliation to Bowls NZ at all times and in all respects conform to and be bound by the constitution of Bowls NZ.

19. LAWS OF THE GAME

All Games, matches, tournaments and Championships shall be played in accordance with the Laws of the Game.

20. RETURN BY THE CLUB

- 20.1 The Secretary shall forward to the Centre Secretary:
- (a) A copy of the Annual Report and Statement of Accounts for the Club, within three months of the end of its financial year; and
 - (b) An annual statistical return in the form prescribed by the Secretary listing the names and residential addresses of Club Members as at 31 December so as to reach the Secretary not later than 1 March in each year. The return shall contain a certificate as to the correctness thereof signed by the President and Secretary of the Club.
 - (c) For the purpose of the Privacy Act 1993 the personal information contained in the return may be used by the Centre for one or more of the following purposes and it shall be the duty of Clubs to bring the provisions of this clause to the attention of all new members:
 - (i) The Centre's membership records including Centre capitation fee purposes;
 - (ii) For publication and distribution in the Centre handbook (if necessary);

- (iii) For distribution by the Centre pursuant to arrangements entered into with sponsors;
- (iv) For forwarding to Bowls NZ for its records including capitation fee purposes and/or for distribution by Bowls NZ pursuant to arrangements entered into with sponsors.

21. AUDITOR

- 21.1 An Auditor, who shall not be a member of the Executive, shall be elected at the Annual General Meeting, and shall examine and report on the annual Statement of Accounts and Balance Sheet. The Auditor shall at all reasonable times have access to the books and accounts of the Club and shall be entitled to any information required relating thereto or to any matter deemed necessary or desirable for audit purposes.
- 21.2 In accordance with the Gaming and Lotteries Act 1977, the audit of the Gaming Machine accounts must be undertaken by any one of:
- (a) A member of the Institute of Chartered Accountants of New Zealand in public practice.
 - (b) An accountant in public practice approved in writing by the Department of Internal Affairs.
 - (c) A person nominated by the Department of Internal Affairs.
 - (d) A person nominated by the Club and approved in writing by the Department of Internal Affairs in accordance with the *Guidelines for Audit of Society* document contained in an Appendix to the *Gaming Machines Information and Procedures for Societies* booklet.

22. FINANCIAL

- 22.1 The Club's current banking account shall be kept at the Bank of New Zealand at Glen Eden or at such other Bank as may be decided upon by the Executive. All cheques on such account and all orders for trophies shall be signed by the Treasurer, President or Vice President. The signatures of any two of these Officers shall suffice in payment of all accounts of the Club.
- 22.2 A majority of the Full Members present, entitled to vote and casting valid votes at a General Meeting of the Club convened for the purpose may resolve to borrow or raise, and secure the repayment of, such sum or sums of money in such a manner as they shall think fit including by charges upon all or any of the Club's assets (both present and future) and to purchase, redeem and pay off such securities.
- 22.3 The Executive shall have power to borrow by way of bank overdraft for the working expenses of the Club such amount of money either at one time or from time to time, but not exceeding in the aggregate \$20,000.00 at such rate of interest and on such terms as the Executive may deem necessary or expedient, and to arrange for and obtain guarantees for the repayment thereof from members of the Club. Every member becoming surety for any such loan shall be indemnified by the Club in respect thereof.
- 22.4 The Executive shall have power to control and manage (including power to invest or otherwise deal with any of the same not currently required) and to expend funds of the

club with, however, a limitation of Twenty Thousand Dollars (\$20,000.00) for any one project, without the prior consent from a simple majority of full members voting at a general meeting and to incur liability on behalf of the club as it may think necessary or expedient in furtherance of the objects or purposes of the club.

- 22.5 The financial year of the Club shall end on the 31st day of March in each year. The Executive shall cause true and complete accounts to be kept of the income and expenditure and assets and liabilities of the Club. A Statement of Accounts and Balance Sheet, in the form approved by the Executive and duly audited shall, together with the Annual Report, be forwarded to each financial Full Member with the notice of the Annual General Meeting.

23. NO PERSONAL GAIN

- 23.1 Nothing expressed or implied in this Constitution shall permit the activities of this Club to be carried on for the personal pecuniary profit of any member or individual, nor shall any distribution, whether by way of money, property or otherwise be made to any member or individual, **PROVIDED THAT** no member or person associated with a member of the Club shall derive any income, benefit or advantage, except where that income benefit or advantage is derived from:

- (a) professional services to the Club rendered in the course of business charged at no greater than current market rates; or
- (b) interest on money lent at no greater than current market rates.

24. NOTICES

Any notice required to be given under this constitution shall be in writing and may be served either personally or by posting it in a prepaid letter addressed to the member at the address last notified by her/him to the secretary. If given by post it shall be deemed to have been given at the time when the letter containing the same would be delivered in the ordinary course of post.

25. PRIVACY ACT 1993

It is a condition of membership of the Club that each member irrevocably consents pursuant to the Privacy Act 1993 to personal information in the form of her/his name and residential address, office held (if necessary) and telephone number being included in a membership list for display in the Club house and/or circulation to other members and inclusion in the annual statistical return supplied by the Club to the Centre for any one or more of the following purposes:

- (i) the Centre's membership records including Centre capitation fee purposes;
- (ii) for publication and distribution in the Centre handbook (if necessary);
- (iii) for distribution by the Centre pursuant to arrangements entered into with sponsors;
- (iv) for forwarding to Bowls NZ for its records including capitation fee purposes and/or for distribution by Bowls NZ pursuant to arrangements entered into with sponsors,

26. COMMON SEAL

The Common Seal of the Club shall bear the registered name of the Club and shall be kept in the custody of the secretary. It shall, after a resolution of the Executive in that behalf, be affixed to any instrument, deed or document in the presence of two members of the Executive, one of whom shall be the President or the secretary, who shall subscribe their names and offices thereto as witnesses.

27. INDEMNITY

The Executive and other Officers of the Club shall be indemnified by the Club against all disbursements, expenses, liabilities and losses incurred by them in or about the discharge of their duties except such as happen from their own wilful act, neglect or default.

28. REGULATIONS

28.1 The Executive may make such regulations, as it considers appropriate to manage the affairs of the Club, provided that such regulations are not inconsistent with this Constitution. All regulations, or amendments to any regulations, shall be distributed to the Members before they may come into effect.

29. ALTERATIONS TO CONSTITUTION

29.1 This constitution shall be amended, added to, or rescinded only by a resolution in that behalf passed by a three fifths majority of the Full Members present and voting at an annual general meeting or a special general meeting convened for that purpose, provided that written notice of the proposed amendment, addition or rescission shall have been given to the secretary not less than thirty days before the Meeting.

29.2 No addition or alteration to, or rescission of the provisions of this Constitution dealing with the non-profit aims of the Club (rule 3), the no personal gain rule (rule 23) or the liquidation provision (rule 30) shall be valid without the approval of the Inland Revenue Department. The provisions and effect of this rule shall not be removed from this Constitution and shall be included and implied into any document replacing this document.

30. LIQUIDATION

On the liquidation of the Club or on its dissolution by the Registrar of Incorporated Societies, the funds and assets of the Club remaining after payment in satisfaction of its debts and liabilities and the costs and expenses of liquidating shall not be distributed to the members. All remaining assets shall be distributed by the Club in General Meeting to the Centre or any like sporting body which has been established substantially or primarily for the purpose of promoting any game or sport provided that the game or sport is an amateur sport and is conducted for the recreation or 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. In the event of default (General Meeting being unable to decide) the remaining assets shall be distributed as directed by the High Court of New Zealand.

31. MATTERS NOT PROVIDED FOR

If any matter shall arise which is not, or which in the opinion of the Executive is not provided for, by or under this constitution, the same shall be determined by the Executive in such manner as it shall deem fit, and every such determination shall be binding upon the Club and its members unless and until set aside by a resolution of a General Meeting.

32. REPEALS AND SAVINGS

The constitution and rules of the Club operative at the date of adoption of this constitution are hereby repealed, but all existing appointments to office and all acts of authority which originated thereunder and are subsisting or in force on the coming into operation of this constitution shall enure as if they had originated under this constitution.