

**MINUTES OF THE 24th ANNUAL GENERAL MEETING
OF BOWLS NEW ZEALAND**

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

**ON
SATURDAY, 14TH SEPTEMBER 2019
AT 10.00AM**

1. OPENING AND WELCOME

The Chair opened the meeting by welcoming those present to the 24th Annual General Meeting, with a special welcome to Life Members Jean Ashby, Martin Christensen and Peter Belliss, also Wayne Tukiri from RSM Hayes.

The Chair explained the issue with the late filing of the latest Constitution with the Companies Office. The Delegates agreed this was a non-issue.

2. OBITUARIES

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

Doreen McLay (South Canterbury) - Past President of the NZWBA 1994/95. NZWBA Councillor for some years for the South Canterbury Centre.

3. IN ATTENDANCE

Tony Lepper, Chair
Jeanette Sinclair, 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	Mel Tukapua	Bowls Canterbury
Murray Galloway	Thames Valley Bowls	Sandra Cleland	Bowls South Canterbury
Ross Harvey	Bowls Bay of Plenty	Ruth Grant	Central Otago Bowls
Stephen Goldsbury	Bowls Gisborne-East Coast	Jan Tucker	Bowls Dunedin
Grant Sargison	Bowls Hawkes Bay	Graeme Soper	Bowls Southland
Peter Scott	Bowls Taranaki	Fiona Mancer	Bowls Wairarapa
Keith Slight	Bowls Wanganui		

ALSO PRESENT: Bowls New Zealand Staff, Life Members and 27 Observers.

4. APOLOGIES

Bowls North Otago (proxy received and recorded by Bowls NZ)
Bowls West Coast (proxy received and recorded by Bowls NZ)
Bowls Manawatu
Bowls South Otago
Byron Thomas (Sport NZ)
Robin Jefferson (Vice President: Bowls NZ)

MOVED: Michael Feek SECONDED: Jan Tucker CARRIED

5. CONFIRMATION OF THE MINUTES OF THE 23rd ANNUAL GENERAL MEETING OF BOWLS NZ – HELD IN AUCKLAND ON 15TH SEPTEMBER 2018

“That the Minutes of the 23rd Annual General Meeting of Bowls New Zealand, held in Auckland on 15th September 2018 be confirmed as a true and correct record of that meeting.”

MOVED: Guy Diston SECONDED: Mel Tukapua CARRIED

CONFIRMATION OF THE MINUTES OF THE SPECIAL GENERAL MEETING OF BOWLS NZ – HELD BY CONFERENCE CALL ON 15TH MARCH 2019

“That the Minutes of the Special General Meeting of Bowls New Zealand, held by conference call on 15th March, 2019 be confirmed as a true and correct record of that meeting.”

MOVED: Guy Diston SECONDED: Ruth Grant CARRIED

6. RECEIVING OF THE ANNUAL REPORT OF THE BOARD FOR THE 12 MONTHS ENDING 30TH JUNE 2019, TOGETHER WITH STATEMENT OF INCOME AND EXPENDITURE AND AUDITED STATEMENT OF ACCOUNTS FOR BOWLS NZ FOR THE FINANCIAL PERIOD

Chair Tony Lepper spoke to his report.
President Jeanette Sinclair spoke to her report.
The CEO then addressed the meeting by speaking to the financials.

RECEIVING THE AUDITORS REPORT ON THE ACCOUNTS OF BOWLS NZ FOR THE PRECEDING FINANCIAL YEAR

“That the Annual Report including the Statement of Income and Expenditure and Audited Statement of Accounts for Bowls New Zealand for the Financial year together with the Auditor’s Report on the Accounts of Bowls New Zealand for the preceding Financial year be received, approved and adopted.”

MOVED: Ann Muir SECONDED: Maurice Symes CARRIED

7. ELECTION OF THE PRESIDENT OF BOWLS NEW ZEALAND

Mark O’Connor was elected as the President of Bowls New Zealand for a two year term, until the 2021 AGM.

ELECTION OF THE VICE PRESIDENT OF BOWLS NEW ZEALAND

Jan Tucker was elected as the Vice President of Bowls New Zealand for a two year term, until the 2021 AGM.

“Following the election of both President and Vice-President, it was moved that the voting papers be destroyed.”

MOVED: Mel Tukapua

SECONDED: Maurice Symes

CARRIED

8. THE APPOINTMENT OF MEMBERS OF THE BOARD OF BOWLS NZ

“The nomination by the Board Selection Panel for the reappointment of sitting members Craig Bruce and Tony Lepper were approved for a three year term and sitting member Allan Smith for a two year term. The final board position is left vacant for the Bowls NZ Board to second a female member to a one year term, until the 2020 AGM.”

MOVED: Mel Tukapua

SECONDED: Guy Diston

CARRIED

9. ADVISING THE AMOUNT OF THE ANNUAL MEMBERSHIP FEE IN ACCORDANCE WITH RULE 12.1(c) OF THE BOWLS NZ CONSTITUTION

“That the membership fee for Playing Members to be \$33.18 plus G.S.T. with no fee for Non-Playing Life, Associate, Honorary and Social Members and that. 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.”

MOVED: Maurice Symes

SECONDED: Paul Millar

CARRIED

10. THE APPOINTMENT OF AN AUDITOR FOR THE NEXT FINANCIAL YEAR

“That RSM Hayes be appointed as the Auditors for Bowls New Zealand for the 2019/2020 financial year.”

MOVED: Ann Muir

SECONDED: Michael Feek

CARRIED

11. THE APPOINTMENT OF A PERSON TO THE BOARD SELECTION PANEL AND A DEPUTY

“That John Hanning be re-appointed to the Board Selection Panel and Gerry Macgregor appointed as Deputy, should they be accepting of the roles.”

MOVED: Michael Feek

SECONDED: Paul Millar

CARRIED

11. CONSIDERING AND DETERMINING ANY NOTICES OF MOTION WHICH PROPOSE ALTERATIONS TO THE CONSTITUTION OF WHICH DUE AND PROPER NOTICE HAS BEEN GIVEN

Notices of Motion

There are sixteen Notices of Motion for consideration at the Annual General Meeting. These motions were voted on in five distinct blocks.

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

BLOCK ONE: MOTIONS ONE to NINE

Motion One: 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.

That for Rules 12.3, 12.4 and 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.

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: 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);

“That Block One: Motions One to Nine be approved”

MOVED: Guy Diston SECONDED: Allan Griffiths Votes: 50 for / 9 against
CARRIED

BLOCK TWO: MOTIONS TEN, TWELVE and THIRTEEN

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.

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.

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.

“That Block Two: Motions Ten, Twelve and Thirteen be approved”

MOVED: Peter Scott SECONDED: Graeme Soper CARRIED UNANIMOUSLY

BLOCK THREE: MOTION ELEVEN

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;

“That Block Three: Motion Eleven be approved”

MOVED: Allan Griffiths SECONDED: Ann Muir CARRIED UNANIMOUSLY

BLOCK FOUR: MOTION FOURTEEN

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.

“That Block Four: Motion Fourteen be approved”

MOVED: Guy Diston

SECONDED: Maureen Taylor

CARRIED Grant Sargison against

BLOCK FIVE: MOTIONS FIFTEEN AND SIXTEEN

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.

“That Block Five: Motions Fifteen and Sixteen be approved”

MOVED: Peter Scott

SECONDED: David Beattie

CARRIED

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

There were NO notices of motion (to be dealt with under Rule 21.1.2(k) of the Constitution) received by the 30th June 2019.

13 OTHER BUSINESS

ELECTION OF A LIFE MEMBER TO BOWLS NEW ZEALAND

“That Ann Muir be awarded Life Membership of Bowls New Zealand”

MOVED Dion Davis

SECONDED Jan Tucker

CARRIED

Meeting Closed at 11.15am with thanks to Carlton Cornwall Bowls for the use of their facilities.