

# **Berkshire Vice Presidents Bowling Association Constitution**

Revised February 2016.

## 1st Amendment

*The model constitution is divided into the following sections:*

1. Name and Objectives
2. Officers
3. Membership
4. Management Committee
5. Meetings of the Association
6. Dissolution of the Association
7. Miscellaneous

## **SECTION 1: NAME AND OBJECTIVES**

- 1.1 The name of the Association shall be “The Berkshire Vice Presidents Bowling Association” (hereinafter referred to within this constitution as the Association).
- 1.2 The Association shall be affiliated to Bowls England and Royal County of Berkshire Bowling Association (RCBBA).
- 1.3 The objectives for which the Association is formed are to promote and foster the game of Outdoor Flat Green Bowls under Bowls England Rules.

## **SECTION 2: OFFICERS OF THE ASSOCIATION**

- 2.1\* The Officers of the Association shall be Full Members of the Association and be Members of clubs affiliated to the Royal County of Berkshire Bowling Association and shall consist of:  
CHAIRMAN, HON SECRETARY, HON TREASURER, DEPUTY CHAIRMAN, IMMEDIATE PAST CHAIRMAN, HON ASSISTANT SECRETARY, HON ASSISTANT TREASURER.  
The Committee shall consist of the above Officers and six other Members.  
Officers and other Committee Members shall be elected at the Annual General Meeting in each year and shall hold office for one year, retiring at the termination of the Annual General Meeting in each year. They shall be eligible for re-election to the same office or another office in the following year.
- 2.1.1 **Chairman.**
  - (a) To Chair all relevant meetings of the Association.  
To have the casting vote at all relevant meetings of the Association in the event of equality.
- 2.1.2 **Honorary Secretary**
  - (a) Keep a register of Association’s members names and addresses, email addresses and telephone numbers.
  - (b) Conduct the correspondence of the Association;
  - (c) Keep custody of all Association documents;
  - (d) Keep full minutes of all meetings of the Association, the Committee and sub-committee which shall be confirmed and signed by the appropriate Chairman upon the agreement of the Association, the Committee or sub-committee at the next following meeting of the Association, the Committee or sub-committee;
  - (e) Maintain contact with the Associations Legal Advisor to ensure that the Association’s affairs are managed in accordance with current law;
  - (f) Maintain any such certificates or registrations, and complete any such non-financial returns, as may be required by law.
  - (g) To arrange matches as relevant with other Associations as authorised by the Committee.
  - (h) To select teams to play other Associations.

**2.1.3 Honorary Treasurer (and/or the Assistant Honorary Treasurer)**

- (a) Cause such books of account to be kept as are necessary to give a true and fair view of the state of finances of the Association;
- (b) Cause all returns as may be required by law in relation to such accounts to be rendered at the due time;
- (c) Prepare an Annual Balance Sheet as at February in each year and cause such Balance Sheet and accounts as necessary to be examined at least once annually and shall thereafter cause the same to be exhibited at the date of the Annual General Meeting.
- (d) To administer such insurance policy or policies as may be needed to fully protect the interests of the Association.

**2.1.4 Accounts Examiner**

- (a) Appointed at the Annual General Meeting in each year [and shall be two appropriately qualified members of the Association];
- (b) The Accounts Examiner shall examine the accounts and Annual Balance Sheet of the Association when called upon to do so and shall give such certificate of assurance as to the accuracy of the said accounts as shall be required by law or by the Committee;
- (c) If either unwilling or unable to act, inform the Committee who shall appoint a substitute to hold office until the termination of the next Annual General Meeting.

**SECTION 3: MEMBERSHIP**

3.1 There shall be the following categories of membership with power to vote at all meetings of the Association as indicated hereunder.

- (a) A FULL MEMBER – being a person who, at the date of election, shall have attained the age of eighteen years shall have one vote.
- (b) A LIFE MEMBER – on the recommendation of the Committee and confirmation of the AGM any member who has given long and noteworthy service to the Association shall also have voting powers.

3.2 Membership of the Association be by invitation and extended to members of Clubs affiliated to RCBBA who in the opinion of the committee have rendered noteworthy service to the game of Bowls in Berkshire, regardless of disability, ethnicity, nationality, sexual orientation, religion or other beliefs.

**3.2.1 Subscription Fee.**

3.2.2 Subscription Fee shall be proposed by the Committee to the members at the Annual General Meeting in each year. Any proposed changes shall be approved by a majority of those present and entitled to vote and shall become operative from 1<sup>st</sup> March.

- (a) Membership subscriptions will be kept at levels that will not pose a significant obstacle to people participating.

(b) The Association Committee may refuse membership or, subject to point 3.4.2 of this constitution, remove it, only for good cause such as conduct or character likely to bring the Association or sport into disrepute.

3.2.3 The first annual subscription fee to be paid upon election to the Association and thereafter by 1<sup>st</sup> March.

3.2.4 Every member shall furnish the Honorary Secretary with an up-to-date address, email address and telephone number which shall be recorded in the Register of Members and any notice sent to such address shall be deemed to have been duly delivered.

### 3.3 **Election of Members**

#### 3.3.1

(a) Every candidate for membership shall be proposed and seconded by a Full Member of the Association, both of whom must be personally acquainted with the candidate.

(b) Candidates for membership without sufficient personal acquaintances within the Association may be proposed and seconded by two Committee members .

#### 3.3.2 **Application for membership**

(a) An application for membership shall be in a letter from the candidate's club Secretary and shall include the name, address of the candidate and the signature of their club secretary.

(b) Candidates joining after 2002 must be a member of an affiliated club of the RCBBA and maintain that membership as a Bowler or as a Social Member. Failure to do so will result in loss of membership.

Upon receipt of an application for membership, the Honorary Secretary shall enter such application in a Register of Candidates and there shall be an interval of at least two days before the meeting of the Committee at which such application for membership shall be considered. The election of all classes of members is vested in the Committee and shall be a simple majority vote of those of the Committee. The Committee may refuse applications only for good cause such as conduct or character likely to bring the Association into disrepute. The Honorary Secretary shall inform each candidate in writing of the candidate's election or non-election.

#### 3.3.3 **Payment of Fees upon Election**

(a) Upon election, a candidate shall pay, within one calendar month, such subscription and other fees as shall be requested. In default of such payment, the election shall be void unless sufficient cause for delay be shown.

#### **3.3.4 Retirement of a member**

- (a) A member wishing to resign their membership shall give notice in writing to the Honorary Secretary before [AGM] and shall not then be liable to pay the subscription for the following year. Upon re-application by a past member the Committee may, at its discretion, waive any Entrance Fee.
- (b) A member who retires in accordance with this Rule shall not be entitled to have any part of the annual membership fee or any other fees refunded.

#### **3.3.5 Arrears of Subscription**

- (a) The Committee may cancel, without notice being given, the membership of any member whose annual subscription and other annual fees are more than three months in arrears provided that the Committee may, at its discretion, re-instate such member upon payment of arrears. No member whose annual payment is in arrears shall vote at any meeting.

### **3.4 Conduct of Members**

#### **3.4.1 Under-taking by Members to comply with rules.**

Every member, upon election and thereafter, is deemed to have notice of, and undertakes to comply with, the Association Rules and any Byelaws and Regulations of the Association.

#### **3.4.2 Disciplinary action against members**

- (a) All disciplinary matters will be dealt with in accordance with Bowls England Regulation 9 (Misconduct)
- (b) Should any member be expelled, the former member shall not be entitled to have any part of the annual membership fee refunded and must return any property belonging to the Association or external bodies forthwith.

## **SECTION 4: MANAGEMENT COMMITTEE**

### **4.1 Constitution of Committee**

- 4.1.1 The Management Committee (herein referred to as 'the Committee') shall consist of the Officers, ex officio, and not less than 2 nor more than 6 Full Members elected at the Annual General Meeting each year to hold office until the termination of the next following Annual General Meeting.

- 4.1.2 Candidates for election to the Committee shall be those members of the retiring Committee eligible to offer themselves for re-election and such other full members whose nominations duly proposed and seconded in writing by Full members of the Association with their consent shall have been received by the Honorary Secretary at least twenty eight days before the date of the Annual General Meeting in each year.
- 4.1.3 If the number of candidates for election is greater than the number of vacancies to be filled then there shall be a ballot.
- 4.1.4 If the number of candidates for election is equal to or less than the number of vacancies to be filled then all candidates shall be deemed to be elected if majority of those present at the Annual General Meeting, and entitled to vote, vote in favour of such election.
- 4.1.5 In the event of the ballot failing to determine the members of the Committee because of an equality of votes the candidate or candidates to be elected from those having an equal number of votes shall be determined by the Chairman.
- 4.1.6 If, for any reason, a casual vacancy shall occur, the Committee may co-opt a Full member to fill such a vacancy until the next following Annual General Meeting. Co-opted Members will be entitled to vote on the Committee.

#### 4.2 **Committee Meetings**

- 4.2.1 The Committee shall meet once per year making such arrangements as to the conduct, place of assembly and holding of such meetings as it may wish.
- 4.2.2 Voting (except in the case of a resolution relating to the expulsion of a member) shall be by show of hands. In the case of equality of votes the Chairman (or elected deputy) shall be entitled to a second and casting vote.
- 4.2.3 Six (6) members personally present shall form a quorum at a meeting of the Committee.

#### 4.3 **Powers of the Committee**

- 4.3.1 The Committee shall manage the affairs of the Association according to the Rules and shall cause the funds of the Association to be applied solely to the objects of the Association or for a benevolent or charitable purpose nominated by General Meeting.
- 4.3.2 In particular the Committee shall ensure that the funds of the Association will not be used for the direct or indirect private benefit of members other than as reasonably allowed by the Rules and that all surplus income or profits are re-invested in the Association.

#### 4.4 **Appointment of sub-committees**

- 4.4.1 The Committee may appoint such sub-committees as it may deem necessary and may delegate such of its powers as it may think fit upon such terms and conditions as shall be deemed expedient and/or required by the law. Such sub-committees shall consist of such members of the Committee or of the Association as the Committees may think fit. Officers of the Club shall be ex-officio members of all such sub-committees.

#### 4.5 **Disclosure of interest to third parties**

- 4.5.1 A member of the Committee, of a sub-committee or any member of the Association, in transacting business for the Association, shall disclose to third parties that they are so acting.

#### 4.6 **Limitation of Committee's authority**

- 4.6.1 The Committee, or any person or sub-committee delegated by the Committee to act as agent for the Association or its members, shall enter into contracts only as far as expressly authorised, or authorised by implication, by the members. No one shall, without the express authority of the Committee, borrow money or incur debts on behalf of the Association or its membership.

#### 4.7 **Members' indemnification of Committee**

- 4.7.1 In pursuance of the authority vested in the Committee by members of the Association, members of the Committee are entitled to be indemnified by the members of the Association against any liabilities properly incurred by them or any one of them on behalf of the Association wherever the contract is of a duly authorised nature or could be assumed to be of a duly authorised nature and entered into on behalf of the Association.

##### (a) **Indemnity Clause**

*"Each member of the Association shall (to the extent that such person is not entitled to recover under any policy of insurance) be entitled to be indemnified out of all funds available to the Association which may lawfully be so applied against all costs, expenses and liabilities whatsoever [reasonably] incurred by such person in the proper execution and discharge of duties undertaken on behalf of the Association arising there from, or incurred in good faith in the purported discharge of such duties."*

*"Save in any such case where any such costs, expenses and liabilities arise in connection with any negligence, default, breach of duty or breach of trust."*

4.7.2 The limit of any individual member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate of that category of membership unless the Committee has been authorised to exceed such limit by a General Meeting of the Association.

4.8 **Nomination of Life Members by Committee**

4.8.1 The Committee may nominate for election at an Annual General Meeting such Life Members as the Committee may think fit. The total of such Life Members shall not, however, at any time, exceed five per cent of the total number of members.

4.8.2 The election of Life Members shall be put to the vote at the Annual General Meeting each year and such Life Members shall be duly elected if the majority of those present, and entitled to vote, vote in favour of election.

**SECTION 5: ANNUAL GENERAL MEETING**

5.1 An Annual General Meeting of the Association shall be held each year in the month of FEBRUARY on a date to be fixed by the Committee. The Honorary Secretary shall at least fourteen days before the date of such meeting post or deliver to each member notice hereof and of the business to be brought forward thereat.

5.2 No business, except the passing of the Accounts and the election of the Officers, Committee, Examiners and Honorary Examiners, and any business that the Committee may order to be inserted in the notice convening the meeting shall be discussed at such meeting unless notice thereof be given in writing by a member entitled to vote to the [Honorary] Secretary at least 28 days before the date of the Annual General Meeting.

5.3 The Committee may at any time, upon giving twenty one days notice in writing, call a Special General Meeting of the Association for any special business, the nature of which shall be stated in the summons convening the meeting, and the discussion at such meeting shall be confined to the business stated in the notice sent to members.

5.4 The Committee shall call a Special General Meeting upon a written request addressed to the Honorary Secretary signed by at least 12 members. The Committee shall meet within 7 days of the requisite number of requests in order to call a SGM. The Committee shall give twenty one days notice in writing of any such Special General Meeting. The discussion at such meeting shall be confined to the business stated in the notice sent to members.

5.5 At every meeting of the Association the CHAIRMAN will preside, or in their absence, a Chair elected by those present shall preside.

- 5.6 25% of members entitled to vote and personally present shall form a quorum at any meeting of the Association.
- 5.7 Only Full Members or Life Members shall vote at any meeting of the Association. Other members may attend but are not entitled to vote.
- 5.8 Voting, except upon the election of members of the Committee, shall be by show of hands.
- 5.9 In the case of an equality of votes the Chairman shall have a second or casting vote, on any matter other than the election of members of the Committee.
- 5.10 On any resolution properly put to a meeting of the Association relating to the creation, repeal or amendment of any Rule, Byelaw or Regulation of the Association such Rule, Byelaw or Regulation shall not be created, repealed or amended except by a majority vote of at least two-thirds of those present and entitled to vote.

#### **SECTION 6: DISSOLUTION OF THE ASSOCIATION**

- 6.1 If, at any General Meeting of the Association a resolution be passed calling for the dissolution of the Association, the Secretary shall immediately convene a Special General Meeting to be held not less than one month thereafter to discuss and vote on the resolution.
- 6.2 If, at that Special General Meeting, the resolution is carried by at least two-thirds of the Members present, the Committee shall thereupon, or at such date as shall have been specified in the resolution, proceed to realise the assets of the Association and discharge all debts and liabilities of the Association.
- 6.3 If, upon the winding up or dissolution of the Association, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall NOT BE paid to or distributed amongst the members of the Association.
- 6.4 The Committee shall dispose of the net assets remaining to one or more of the following:
  - (a) to another Club or Association with similar sports purposes which is a charity and/or
  - (b) to another Club or Association with similar sports purposes which is a registered CASC and/or
  - (c) to Bowls England for use by them for related community sports.

## **SECTION 7: MISCELLANEOUS**

### **7.1 Safeguarding**

- (a) The Association shall adhere to the safeguarding Policy of Bowls England as outlined in clause 18 RCBBA Constitution

7.2 The Members acknowledge that these Rules constitute a legally binding contract to regulate the relationship of the members with each other and the Association.

### **7.3 Dress Code**

Dress to be worn at Association games shall be as follows:

County or Club Blazer, Association Tie, White Trousers and Shirt, White Shoes. Hats if worn to be White, Waterproofs when required to be White.