

**THE**  
**CONSTITUTION**  
**of**  
**WELLINGTON**  
**COMPETITIVE**  
**BOWLERS**  
**ASSOCIATION**  
**INCORPORATED**

**Version 1.3**  
**17 March 2008**

**WELLINGTON COMPETITIVE BOWLERS ASSOCIATION INCORPORATED  
CONSTITUTION**

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# **WELLINGTON COMPETITIVE BOWLERS ASSOCIATION INCORPORATED CONSTITUTION**

- 1.** The name of this Association is **Wellington Competitive Bowlers Association Incorporated**.
- 2. Objects**
  - 2.1 To promote and develop the sport of ten-pin bowling in the Wellington Region.
  - 2.2 To assist any group or individual in the advancement of the sport of ten pin bowling.
  - 2.3 To provide services to the members to assist in both the social and competitive side of ten-pin bowling.
  - 2.4 To co-operate with other professional bodies that share mutual goals, ethics and interests.
- 3. Committee**
  - 3.1 The management of the Association shall be vested in the Committee consisting of not less than five (5) members, and no more than fifteen (15) members, of the Association. The Committee shall include the President, the Secretary and the Treasurer, all duly appointed at the Annual General Meeting. The balance of the Committee shall be duly elected at the Annual General Meeting, or during the year by the Committee as required and agreed unanimously.
  - 3.2 No member of the Committee shall be appointed to any salaried office of the Association and no remuneration in money or moneys worth shall be given by the Association to any member of the Committee except payment of out of pocket expenses.
  - 3.3 No member or person associated with a member of the Committee shall derive any income, benefit or advantage from the Association, except where this is to achieve the objectives of the association as laid out in Clause 2.
  - 3.4 All Committee members are elected for a term until the next Annual General Meetings, but they may stand for re-election.
  - 3.5 The members of the Committee shall be elected annually at the Annual General Meeting.
  - 3.6 All Committee members of the Association shall act in an honorary capacity.
  - 3.7 All members of the Association who by the authority of the Committee accept or incur pecuniary liability on behalf of the Association shall be held indemnified by the Association against any personal loss in respect of such liability.
  - 3.8 The Secretary of the Association shall be charged with the duties usually entrusted to a Secretary of an incorporated body, including the conduct of correspondence and filing of all records of the Association other than the books of account.
  - 3.9 The Treasurer of the Association shall be charged with the duties usually entrusted to a Treasurer of an incorporated body, including the receipt and disbursement of all moneys, the keeping of proper books of account and the preparation of balance sheets. It shall be the duty of the Treasurer to submit the financial position of the Association for the preceding financial Year to the 31st day of January, as audited by the Association's Auditor.
- 4. Nominations for the Election of Committee Members**
  - 4.1 At each Annual General Meeting the Committee members shall retire and elections shall be held at that meeting to fill these positions.

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- 4.2 Any member may nominate another member as a Committee member at the Annual General Meeting provided that the member so nominated is present at the meeting and accepts the nomination. The nomination must be seconded before being recognised by the meeting.
- 4.3 Any one (1) member of the Association may in writing nominate another member, who is not present, as a Committee member. Such nominations must be signed by the nominator, and the nominee must indicate their willingness to stand for election. The signed document must be in the hands of the Secretary at least two (2) days prior to the Annual General Meeting.
- 4.4 Any casual vacancy occurring amongst the Committee members may be filled by the Committee. The member so appointed to fill the vacancy shall hold the office for the unexpired term of the member that is replaced.

### **5. Proceedings of the Committee**

- 5.1 The Committee shall meet as it deems necessary but not within an interval greater than three (3) months between meetings. The Committee may meet for the dispatch of business, adjourn or otherwise appoint and regulate its meetings as it thinks fit.
- 5.2 The President may at any time, and the Secretary on the request of any two (2) members of the Committee summons a meeting of the Committee.
- 5.3 Every Committee meeting must have an appointed Chairperson. The Chairperson can be any Committee member who was duly elected at the Annual General Meeting.
- 5.4 Questions arising at any meeting of the Committee shall be decided by a majority vote of those present. A determination of the majority of members shall for all purposes be a determination of the Committee.
- 5.5 Only members of the Committee are entitled to vote at a Committee meeting.
- 5.6 In the case of an equality of votes the Chairperson shall have a second or casting vote.
- 5.7 The Committee may continue to act notwithstanding any vacancy in the Committee so long as their number remains equal to or above that fixed as the quorum, being five (5) members.
- 5.8 Minutes of all meetings of the Committee shall be kept and shall be open for inspection by any member of the Association.
- 5.9 The Committee may from time to time for such purposes as it may deem fit appoint one or more of its members as a sub committee. The Committee may also co-opt individual members of the Association to carry out duties as stated by the Committee.
- 5.10 Committee meetings are open to any member of the Association. The Committee may exclude non-Committee members from any part of a meeting where they deem appropriate.

### **6. Powers of the Committee**

In addition to the powers implied by the general law of New Zealand or contained in the Incorporated Societies Act 1908, the power which the Committee may exercise to carry out its objectives are as follows:

- 6.1 To exercise the powers invested in it by these rules on behalf of the Association.

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- 6.2 To take any steps that it may deem fit for the purpose of promoting any of the objects of the Association.
- 6.3 To convene meetings of the members of the Association for any purpose within the objects of the Association.
- 6.4 To enter into any arrangements with any authorities, which may seem conducive to the attainment of any of the Association's objects, and to attain from that authority any rights, privileges or concessions.
- 6.5 To prepare, edit, print, publish, issue, sell, circulate, lend, issue and distribute, gratuitously or otherwise any papers, treatises, books, pamphlets, videos, cassettes, films, newsletters or documents relating to the activities and objects of the Association.
- 6.6 To sign, draw, accept or endorse all cheques or other negotiable instruments, and all receipts for money paid to the Association.
- 6.7 To appoint members to fill casual vacancies in any office, to form sub committees and appoint their members, and to co-opt members to any committee.
- 6.8 To use the funds of the Association, as the Committee thinks necessary or proper, in payment of the costs and expenses of the Association, including the employment of professional advisers, agents, officers and staff as appears necessary or expedient.

### **7. Vacation of Office of Committee Members**

The office of a member of the Committee shall become vacant:

- 7.1 Upon the member's decease.
- 7.2 If the member becomes bankrupt.
- 7.3 If the member is convicted of any criminal offence against the laws of New Zealand.
- 7.4 If the member becomes subject to a Compulsory or Community Treatment Order under the Mental Health (Compulsory Assessment and Treatment) Act 1992 or an order under the Protection of Personal and Property Rights Act 1988.
- 7.5 If the member resigns his/her office by notice in writing to the Secretary.
- 7.6 Any member of the Committee who shall not attend three (3) consecutive meetings shall, unless with special leave, ipso facto (there and then) cease to be a member thereof.
- 7.7 If the member ceases to be a member of the Association.
- 7.8 Upon a resolution being passed by a two-thirds majority of members present at a properly constituted Special General Meeting specifically called for the purpose of removing the member from office.
- 7.9 If the member becomes involved either directly or indirectly in any contract or proposed contract with the Association without prior notice of the Committee.

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## 8. Membership

- 8.1 A Register of Members shall be kept by the Committee showing in respect of each member their full name, address, date of commencement of membership, occupation, and category of membership. Members changing any of their details shall forthwith notify the Committee who shall amend and correct the register from time to time as occasion may require. Where a member is part of a membership category that is dependent upon age, the register will include details of the member's date of birth.
- 8.2 Members shall be one of the following categories:
- (a) Adult Member Any person between the age of eighteen (18) to fifty-four (54) (on the first day of the membership year) can apply to become an adult member, upon payment of the current adult membership fee as set by the Association at the Annual General Meeting for the current year.
  - (b) Junior Member Any person under the age of eighteen (18) (on the first day of the membership year) can apply to become a junior member, upon payment of the current junior membership fee as set by the Association at the Annual General Meeting for the current year.
  - (c) Senior Member Any person who is aged fifty-five (55) or over (on the first day of the membership year) can apply to become a senior member, upon payment of the current senior membership fee as set by the Association at the Annual General Meeting for the current year.
  - (d) Special Member Any person who is eligible to be recognised as a Special Olympian (on the first day of the membership year) can apply to become a special member, upon payment of the current special membership fee as set by the Association at the Annual General Meeting for the current year. There is no age restriction on this category of member.
  - (e) Honorary Member Any person eligible to become a member that is admitted to the Association by special invitation. Honorary members are not required to pay a membership fee.
- 8.3 Membership shall be open to all peoples and nationalities that share an interest in the objects of the Association.
- 8.4 Applications for Membership shall be made in writing by the applicant, and shall be of such form and contain such requirements as the Committee may from time to time prescribe.
- 8.5 Membership runs from the 1<sup>st</sup> day of February to the 31<sup>st</sup> day of January of the following year, providing the member has paid all fees and levies by the due date as stated in Clause 9.2 and they were a member of the Association in the previous year. Where a member does not pay their membership by the due date, or they are a new member, their membership runs from the date of payment of membership fees to the 31<sup>st</sup> of January of the following year.

## 9. Annual Fees and Levies

- 9.1 Annual membership fees payable by members of the Association shall be determined by the Committee and approved by a majority at the Annual General Meeting.
- 9.2 Annual membership fees are payable by members of the Association by the 1st day of April of each year.
- 9.3 Annual subscriptions shall be payable to the Treasurer.

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**10. Resignation**

- 10.1 Resignation by notice. Any member may resign their membership by giving notice to the Secretary in writing to that effect and such notice, unless otherwise expressed, shall take effect immediately.
- 10.2 Membership fees are not required to be repaid by the Association on resignation.

**11. Expulsion of Members of the Association**

- 11.1 Notice of Complaint. Any person may make a complaint to the Committee that the conduct of a member of the Association is or has been injurious to the character of the Association. Every such complaint shall be in writing and addressed to the Secretary.
- 11.2 Meeting. If the Committee considers that there is sufficient substance to the complaint, it may invite the member to attend a meeting of the Committee and to offer a written or oral explanation of the member's conduct. The member shall not be represented by a Solicitor at the meeting.
- 11.3 Notice of Meeting. The Committee shall give at least fourteen (14) days written notice of the meeting. The notice shall inform the member of the complaint so that the member can offer an explanation of their conduct and that if the Committee is not satisfied with the member's explanation the Committee may expel or suspend the member from the Association as they deem appropriate.
- 11.4 A sixty per cent (60%) majority of members present and voting at a properly constituted Special General Meeting is required to quash the suspension or expulsion of a member
- 11.5 All votes on the suspension or expulsion of a member shall be cast by secret ballot

**12. Annual General Meeting**

- 12.1 The Annual General Meeting of the members of the Association shall be held upon a date or such date and place and at such time appointed by the previous Annual General Meeting and failing such appointment shall be held upon such date at such place and at such time as the Committee shall appoint At least twenty (20) days notice in writing of such meeting shall be given.
- 12.2 At the Annual General Meeting a balance sheet showing the financial position of the Association for the preceding financial year to the 31<sup>st</sup> day of January and audited by the Auditor of the Association and a report of the Committee shall be submitted.
- 12.3 Notices of motion for Annual General Meeting. Any member desiring to move at the Annual General Meeting any motion on any matter shall notify the Secretary in writing or by E-mail (confirming receipt) at least fifteen (15) days before the date of the Annual General Meeting. The Secretary shall within seven (7) days before the date of the Annual General Meeting post a copy of such notice on all of the Association's notice boards in all bowling centres, and E-mail a copy of such notice to all members for whom the Association holds such an address.
- 12.4 Unspecified business. Business not specified on the notice calling an Annual General Meeting and of which notice has not been given under Clause 12.3 must be transacted by permission of the Chairperson if not opposed by a majority of the members present.
- 12.5 The Annual General Meeting must be held within three (3) months of the end of the financial year.

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## **13. Special General Meeting**

13.1 Any three (3) members of the Committee may at any time it is considered necessary convene a Special General Meeting of the Association

13.2 A Special General Meeting shall be convened by the Secretary upon the written request of not less than twenty (20) members of the Association. The Special General Meeting shall be held within a period of thirty (30) days from the date of receipt of the request. The requisition shall state the purpose for which the meeting is to be called and no other subject shall be discussed at the Meeting.

## **14. Convening Meetings/ Notice of General Meetings**

14.1 The Secretary shall give at least twenty (20) days notice in writing of all general meetings to the members of the Association. Therein shall be specified the place, the day and the hour of the meeting and the general nature of the business to be dealt with thereat. No business apart of which notice has been given shall be conducted at such meetings

14.2 Notice shall be given by the Secretary posting a copy of such notice on all of the Association's notice boards in all bowling centres, and E-mail a copy of such notice to all members for whom the Association holds such an address.

## **15. Proceedings at General Meetings**

15.1 The President or Secretary shall preside as Chairperson at every general meeting of the Association, but if they are not present within fifteen (15) minutes after the time appointed for the commencement of the meeting, or if they are unwilling to act, then the members present shall elect one of their number to be Chairperson of the meeting, a simple majority sufficing.

15.2 The Chairperson may, with the consent of any meeting at which a quorum is present, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place. No business shall be transacted at any adjourned meeting other than the business unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for ten (10) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

## **16. Mode of Voting**

16.1 The mode of voting on all questions (other than elections) at all general meetings shall be by a show of hands or, if the Chairperson or any three (3) members shall require, by a secret ballot.

16.2 The mode of voting on all elections at the Annual General Meeting shall be by secret ballot.

16.3 When a secret ballot is required a returning officer and a sufficient number of assistants shall be appointed at the meeting.

16.4 Only fully paid and honorary members may vote at any general meeting. The method of voting will be determined by the majority of the full members present. Where a general meeting is held between 1 February and 1 April all members who were fully paid or honorary members at 31 January in the same year may vote at that meeting.

16.5 In the case of an equality of votes, whether on a show of hands or on a poll, the Chairperson of the meeting shall be entitled to a second or casting vote.

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16.6 No member shall have a casting vote in respect of any position they are nominated for.

16.7 All members of the Association have the right to vote on Association matters. Each member present and voting at a general meeting of the Association shall have one (1) vote.

## 17. Quorum

17.1 At meetings of Association members (ie. Annual General Meeting, Special General Meeting) a quorum shall consist of twelve (12) members.

17.2 At meetings of the Committee a quorum shall consist of not less than five (5) members two of whom must be either the President, Treasurer or Secretary.

17.3 Should within half an hour of the time set down for a meeting of Association members to commence a quorum not be present, then the meeting shall be adjourned to a place and time within seven (7) days of the date of such meeting to be determined thereat.

17.4 If at such adjourned meeting a quorum not be present, then those members attending shall be deemed a quorum, provided the number of such members is not less than six (6).

## 18. Resolutions Binding

Subject to the provisions contained herein as to resolutions amending these rules, all resolutions of the Association shall be passed by the vote of a majority of one-half (1/2) of the members who are personally present at an Annual General Meeting and shall be binding on all members whether they are present at the meeting or not, all members to be notified at least twenty (20) days prior to the Annual General Meeting of the proposed amendments A declaration by the Chairperson of the meeting that a resolution has been carried, or lost, together with an entry in the minute book of the Association shall be conclusive evidence of the fact.

## 19. Minutes

19.1 The Committee shall cause minutes to be made of:

- (a) All appointments of Committee members.
- (b) The name of members of the Committee present at all meetings of the Association and of the Committee (including the name of the Chairperson for that meeting).
- (c) All proceedings at all meetings of the Association and of the Committee.

19.2 All minutes shall be signed by the Chairperson of the meeting at which the proceedings were held or by the Chairperson of the succeeding meeting.

19.3 In the absence of the President, or as deemed necessary, some member of the Committee, as chosen by the meeting, shall preside as Chairperson.

19.4 At every meeting of the Association or Committee, the Chairperson shall have a deliberate and a casting vote.

## 20. Common Seal

20.1 The common seal of the Association shall be that appointed by the Association and the Secretary shall be responsible for the safe custody and control thereof.

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20.2 Whenever the common seal of the register is required to be affixed to any deed, document, writing or other instrument the seal shall be affixed thereto pursuant to a resolution of the Committee and in the presence of two (2) members of the Committee, who shall sign the document or instrument to which the seal is so affixed.

### **21. Publicity**

No member, other than the President or a member nominated to do so by the Committee, shall purport to speak for and represent the views of the Association as a whole without first having obtained the approval of the Committee to do so.

### **22. Association Premises**

The registered offices of the Association shall be located at a suitable place as determined by the Committee.

### **23. Notices**

23.1 Any notice to a member of the Association may be served upon that member either personally or by sending it prepaid through the post addressed to the member's last known address.

23.2 Any notice served by post shall be considered served on the fifth day following posting.

### **24. Financial Year**

The financial year of the Association shall begin on the 1<sup>st</sup> day of February and end on the 31<sup>st</sup> day of January of the following year. Except in the first year of incorporation, where the financial period shall begin on the date of incorporation and end on the following 31<sup>st</sup> day of January.

### **25. Income**

The income and property of the Association shall be applied solely towards the promotion of the objects of the Association, as set out in Clause 2 hereof, and no portion thereof shall be paid or transferred directly or indirectly to a member or members of the Association.

### **26. Control and Use of Funds**

26.1 All moneys received by or on behalf of the Association shall forthwith be paid to the credit of the Association in an account with a bank from time to time to be fixed by the Association.

26.2 Any negotiable instrument paid to the credit of such account for the purpose of collection only may be signed on behalf of the Association by the President, Secretary or Treasurer.

26.3 The working and current expenses of the Association, shall be paid from time to time by the Treasurer on the direction of the Committee. All payments made by the Association shall be made on the signature of two (2) of the President, Secretary, or Treasurer, except in the case where two of these Committee members reside at the same address or are members of the same immediate family. In this case another member of the committee shall be appointed to replace one of these people as one of the 3 signatories.

26.4 The Committee may from time to time invest and re-invest in such securities and upon such terms, as it shall think fit the whole or any part of its moneys, which shall not be required for immediate business of the Association.

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**27. Accounts**

The Treasurer shall keep books of accounts. They shall be submitted to each Annual General Meeting, namely a statement of the Association's assets and liabilities, and income and expenditure for the preceding financial year.

**28. Audit**

28.1 The Committee shall appoint an Auditor who is a member of the New Zealand Institute of Chartered Accountants, but is neither a member of the Association nor a relative of any member of the Committee.

28.2 The Auditor shall hold office so long as the Committee thinks fit and shall be paid whatever remuneration the Committee determines.

28.3 The Auditor shall audit the Association's accounts and prepare a report thereon for presentation to the members at the Annual General Meeting by the Treasurer.

**29. Disposition of Surplus Assets**

On the winding up of the Association, or its dissolution by the Registrar, all surplus assets after the payment of costs, debts and liabilities shall be:

29.1 Given to such charitable or like organisation within New Zealand as the Committee decides, or

29.2 If the Committee is unable to make such decision, shall be disposed of in accordance with the directive of the High Court pursuant to Section 27 of the Incorporated Societies Act 1908.

**30. Alteration of Rules**

30.1 The rules of the Association may be altered, added to or rescinded at any general meeting provided that notice in writing setting out such alteration, addition or rescission has been posted to members with the notice of the meeting not less than twenty (20) clear days prior to the meeting.

30.2 Any such alterations must be approved by at least two-thirds (2/3) of those members present and entitled to vote.

30.3 The Committee shall within seven (7) days register any such alteration addition or rescission with the Registrar of Incorporated Societies.

**31. Non Religious and Non Political**

The Association shall, in all its activities and dealings, be non-religious and non- political.