



## WELSH CROWN GREEN BOWLING ASSOCIATION

### CONSTITUTION

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*Discussed at a General Meeting and adopted by the Welsh Crown Green Bowling Association at its meeting on **Saturday February 18<sup>th</sup> 2023***

Review required every 3 years

## Glossary of Terms

In the Constitution, unless the context requires otherwise;-

**“Administration Secretary”** means the person appointed to undertake the general administration for the time being of the Association;

**“Annual General Meeting”** shall be the annual meeting of the Members;

**“Area”** shall mean a geographical area, as defined by the Executive Governance Board;

**“Area Association”** shall mean the duly recognised body for club representation within a specified Area;

**“Area Representative”** is the person appointed by an Area Association to the Executive Governance Board;

**“Association”** shall mean the Welsh Crown Green Bowling Association (WCGBA);

**“British Crown Green Bowling Association”** is the British Association for Crown Green Bowling which recognises WCBGA as a county organisation (BCGBA):

**“British Crown Green Ladies Bowling Association”** is the British Association for the Ladies which recognises WCGBA as a county organisation (BCGLBA).

**“Byelaws”** shall mean any set of regulations, agreed by the Executive Governance Board, relating to the general administration of the WCGBA as amended from time to time;

**“Chairman”** means the Chairman for the time being of the Association;

**“Crown Green Bowls”** is a sport in which the objective is to roll (deliver) biased balls so that they stop close to a smaller ball called a “jack”. It is played on a pitch which is convex or uneven. It is normally played outdoors and the usual surface is natural grass (although there are some artificial surfaces).

**“Deputy President”** means the Deputy President for the time being of the Association:

**“document”** includes, unless otherwise specified, any document sent or supplied in electronic form;

**“Executive Governance Board”** shall mean the main decision making committee of the Association as defined in clause 3.4;

**“General Meeting”** is a meeting of the Members called at the request of the Executive Governance Board or upon receipt by the Association of a requisition to call such a meeting signed by the Nominated Representatives of not less than twelve Members;

**“Life Member”** is a person as defined in clause 2.7;

**“Member”** means an Area, League, Club or Society that has paid the appropriate fee to join the Association as has voting rights and also includes persons appointed as Honorary Life Members;

**“Nominated Representative”** is the person nominated by an Area, league, club or society with voting rights to attend, speak and vote on their behalf at meetings of the Association;

**“Officer”** means the Chairman, Vice Chairman, Chief Executive Officer or Finance Officer of the Association;

**“participate”**, in relation to a meeting, has the meaning given in clause 14.6;

**“Patron”** means the Patron for the time being of the Association;

**“President”** means the President for the time being of the Association;

**“Registrar”** is the person empowered to act on behalf of the BCGBA in issuing players cards and numbers;

**“Registration Card”** is the document containing the unique number issued to individuals on registration with the BCGBA;

**“regulations”** means regulations made by the WCGBA for the purpose of regulating its activities and that of its Members;

**“rules”** means the rules of the BCGBA, BCGLBA and WCGBA in force at any time;

## Welsh Crown Green Bowling Association Constitution

“**special resolution**” is a resolution that requires a 75% majority, it must be identified as such in the agenda of the meeting. Special resolutions are required to change the Constitution, removal of the Finance Officer from post and removal of an appointed Accountant;

“**Vice Chairman**” means the vice chairman for the time being of the Association;

“**voting Member**” means Life Members and one Nominated Representative from every Area, League and Club in membership at the time that the notice of the meeting is made;

“**writing**” means the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in electronic form or otherwise.

Words importing the singular number only shall include the plural number and vice-versa and words importing the masculine gender shall include the feminine gender.

*N.B. Section heading and numbering are for information only.*

## **TITLE**

The Association shall be called the “**Welsh Crown Green Bowling Association**” (**WCGBA**) and shall be the national governing body for the sport of Crown Green Bowls in Wales and shall be a member of the British Crown Green Bowling Association (BCGBA) and the British Crown Green Ladies Bowling Association (BCGLBA).

## **1. OBJECTS**

The Association’s purpose is to:

- 1.1. promote Crown Green Bowling in Wales with particular regard to uniformity in the game;
- 1.2. provide Members with advice and assistance in connection with Crown Green Bowling;
- 1.3. represent and protect the interests of its Members with the BCGBA and BCGLBA;
- 1.4. provide Crown Green Bowls related education, training and other services to the Members and to the public;
- 1.5. undertake all other things that are incidental or conducive to the attainment of the above objectives.

## **2. STRUCTURE - MEMBERS - BECOMING AND CEASING TO BE A MEMBER**

There shall be different categories of member and membership with different rights and privileges as agreed by the Executive Governance Board and set out in the membership regulations of the Welsh Crown Green Bowling Association as amended from time to time.

- 2.1. Any bona-fide Area Bowling Association, Bowling Society, Bowling League and Bowling Club in Wales may make an application at any time to become a member of the Association. Any such application shall be in writing and in such form as the Executive Governance Board may from time to time prescribe or approve and be accompanied by the required membership affiliation fee.
- 2.2. A Member, other than a Life Member, when requested to do so, shall provide the name of its Nominated Representative for voting purposes by notice in writing to the Association and a Member may in like manner remove its Nominated Representative and make a new nomination. A Nominated Representative must be 18 years old or over.
- 2.3. Any organisation deemed by the Executive Governance Board to be of Area status, shall be eligible for membership which must be duly proposed by the Executive Governance Board and seconded by a voting Member and approved by those present at the Annual General Meeting at which their membership is considered, before being admitted to membership.
- 2.4. A Club shall be affiliated to the Area Association within whose geographical boundary it is located, as defined by the Executive Governance Board.
- 2.5. A Club outside the geographical boundary of Wales shall be affiliated to the Area Association within whose geographical boundary the league in which the club plays is located.
- 2.6. All players wishing to play competitive bowls must be in possession of a bona-fide Registration Card showing the number that has been issued by a Registrar empowered to act on behalf of the BCGBA. A player will register once with the BCGBA for life, on payment of one registration fee. The number issued to each player will be unique and reserved for that individual alone. Neither the card nor its number are transferable.

2.7. All players wishing to play competitive bowls in Wales must pay an annual registration fee, as proposed by the Executive Governance Board and agreed at the Annual General Meeting.

### **LIFE MEMBERS**

2.8. The Annual General Meeting may confer Life Member status following nomination of an individual. There shall be a maximum of ten Life Members at any time; two may be nominated by each Area Association and two may be nominated by the WCGBA Executive Governance Board. Life Members may be replaced as appropriate when a vacancy arises.

2.9. Membership shall cease:-

2.9.1. if an Area, League, Society or Club ceases to be a recognised bowling entity;

2.9.2. if an Area, League, Society or Club shall be expelled from membership by the Association;

2.9.3. if an Area, League, Society or Club resigns its membership by notice in writing to the Association;

2.9.4. if an Area, League, Society or Club shall fail to pay any money due to the Association including without limitation any membership affiliation fee payable under the Constitution and/or the Association's rules and bye laws.

2.10. Membership is not transferable.

2.11. The Association acting reasonably following the disciplinary regulations of the WCGBA may expel any member if it considers that it is inappropriate that membership should continue or if the conduct of the member shall bring the Association into disrepute.

## **3. ADMINISTRATION**

### **The Executive Governance Board**

3.1. The Executive Governance Board shall normally have at least four meetings per year.

3.2. Subject to the Constitution, the Executive Governance Board is responsible for the management of the WCGBA business, for which purpose they may exercise all the powers of the Association.

3.3. Subject to the Constitution, the Executive Governance Board may from time to time make such rules, regulations, or Byelaws as they may deem necessary for the proper conduct and management of the Association.

3.3.1. The Executive Governance Board shall adopt such means as they deem sufficient to bring such rules, regulations, or Byelaws to the notice of Members, which so long as they shall be in force, shall be binding on all Members of the Association and all playing members. Provided, nevertheless, that no rule, regulation, or Byelaw shall be inconsistent with, or shall affect or repeal anything contained in the Constitution.

3.4. The Executive Governance Board shall consist of voting members made up as follows;

3.4.1. three Area Representatives appointed by each current geographical Area, namely Flintshire, Glyndwr, Gwynedd and Wrexham and all officers following the agreed Area appointment process and subject to clause 3.11;

3.4.1.1. the Chairman shall be elected by the Executive Governance Board from within its Area Representative members;

- 3.4.1.2. the Vice Chairman shall be elected by the Executive Governance Board from within its Area Representative members;
- 3.4.2. the Chief Executive Officer (CEO), appointed for a period of three years (from the appointment date) by the Executive Governance Board following an agreed open recruitment process.
- 3.4.3. the Finance Officer, appointed for a period of three years (from the appointment date) by the Executive Governance Board following an agreed open appointment process.
- 3.5. The Officers of the Association, namely the Chairman, Vice Chairman, Chief Executive Officer, Financial Officer and Administrative Secretary shall deal with day to day matters on behalf of the Executive Governance Board as required between meetings.
- 3.6. The appointment period for the Chairman and Vice Chairman shall commence immediately following their appointment by the Executive Governance Board and they shall usually hold office for three years.
- 3.7. Area Representatives shall be appointed for a three year term, re-election and/or re-appointment by the Area Association is allowed.
- 3.8. In the event of a vacancy, for any reason, during any appointment period for the positions of CEO or Financial Officer, the Executive Governance Board shall decide either:-
  - 3.8.1. to appoint a person from within the Executive Governance Board to take on the role in addition to their usual duties until the agreed appointment process can be completed;  
or
  - 3.8.2. to leave the position vacant until the appointment of the new officer is finalised.
- 3.9. In the event that an Area Representative resigns or is removed from office, the Area Association shall appoint a replacement representative for the remainder of the term of the original appointment. If the Area Association fails to appoint a replacement within three months the Executive Governance Board has the power to co-opt a replacement from within that Area Association.
- 3.10. An Administration Secretary must be appointed by the Executive Governance Board for an agreed term, re-appointment is allowed.
- 3.11. The Executive Governance Board shall have the power to invite any person they wish to attend any Executive Governance Board meeting either in an advisory capacity or as an observer but without power to vote thereat.

#### **Honorary Patron, President and Deputy President**

4. The Executive Governance Board is responsible for recommending a new Patron for the Association when the position becomes vacant. The President and Deputy President shall be elected by the Members at an Annual General Meeting following the approved nomination process of the Association.
  - 4.1. The President shall chair the Annual General Meeting and any other general meetings.
  - 4.2. The President, Deputy President and Patron may be invited to attend Executive Governance Board meetings in a nonvoting capacity, unless they have a dual role as an EGB member in which case they have a right to vote.

### **Payment of Expenses**

5. The Association may pay any reasonable expenses as outlined in the WCGBA Expenses Policy which are properly incurred by the Executive Governance Board members in connection with attendance at;
  - 5.1. meetings of Officers, sub committees, or Executive Governance Board
  - 5.2. general meetings, or otherwise in connection with the discharge of their responsibilities in relation to the Association.

### **Members reserve power**

6. The Members may, by special resolution, direct the Executive Governance Board to take, or refrain from taking, specified action. No such special resolution invalidates anything which the Officers or Executive Governance Board have done before the passing of the resolution.

### **Area Bowling Associations**

7. Area Associations shall be constituted such that they represent Clubs within their defined area.
  - 7.1. nothing in the Area constitution may conflict with this constitution;
  - 7.2. each Area shall maintain books of accounts which shall be independently inspected annually; copies of year end accounts shall be forwarded to the Financial Officer;
  - 7.3. each Area shall provide the WCGBA, as soon as possible following their Annual General Meeting, a full list of all of their officers appointed for the coming year;
  - 7.4. each Area shall provide the WCGBA, as soon as possible following their Annual General Meeting, a full list of club secretaries affiliated to their Area;
  - 7.5. The committees of the aforesaid Areas shall be recognised as designated Area committees within WCGBA.

## **8. DECISION-MAKING BY EXECUTIVE GOVERNANCE BOARD**

### **Quorum for Executive Governance Board meetings**

- 8.1. At an Executive Governance Board meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting.
- 8.2. The quorum for Executive Governance Board meetings shall be 6 voting members present.

### **Chairing of Executive Governance Board meetings**

- 8.3. The elected Chairman will chair meetings of the Executive Governance Board if present and willing to do so.
- 8.4. If the Chairman is not participating in a meeting within ten minutes of the time at which it was to start, the Vice Chairman shall chair the meeting if present and willing to do so.
- 8.5. If the Vice Chairman is not present or willing to chair the meeting, the participating Officers must appoint one of themselves to chair it.

### **Casting vote**

- 8.6. If the numbers of votes for and against a proposal are equal, the Chairman or other person chairing the Executive Governance Board meeting has a casting vote.
- 8.7. But this does not apply if, in accordance with the constitution, the chairman of the meeting is not to be counted as participating in the decision-making process for quorum or voting purposes, because of a conflict of interest.



**Conflicts of interest, Executive Governance Board and Committees**

9. If a proposed decision is concerned with an actual or anticipated transaction or arrangement with the Association in which an Executive Governance Board member or any committee member is interested, that person is not to be counted as participating in the decision-making process for quorum or voting purposes. The decision of the chairman of the meeting shall be final as to whether or not a conflict exists.
10. If any question as to the right to participate in the meeting (or part of the meeting) should arise in respect of the chairman of the meeting, the question is to be decided by a decision of the Officers at that meeting or if no Officers are present then by a majority of members present.

**Majority or Unanimous decisions**

11. Executive Governance Board members should take decisions collectively.
  - 11.1. The general rule about decision-making by the Executive Governance Board is that decisions must be either a majority decision at a meeting or a decision taken in writing in accordance with paragraph 11.3.1.
  - 11.2. The members for the time being of the Executive Governance Board may act notwithstanding any vacancy in their body.
  - 11.3. A decision of the Executive Governance Board is taken in accordance with this paragraph when all eligible members indicate to each other by any means that they share a common view on a matter.
    - 11.3.1. Such a decision may take the form of a resolution in writing, copies of which have been signed by each eligible Executive Governance Board member or to which each eligible member has otherwise indicated agreement in writing.
    - 11.3.2. References in this section to eligible members are Executive Governance Board members who would have been entitled to vote on the matter had it been proposed as a resolution at a meeting.
    - 11.3.3. A decision may not be taken in accordance with this section if the eligible members would not have formed a quorum at such a meeting.

**Records of decisions to be kept**

12. The Officers must ensure that the Association keeps a record, in writing, for at least 10 years from the date of the decision recorded, of every unanimous or majority decision taken at Executive Governance Board meetings and all general meetings.

**Executive Governance Board delegation**

13. Subject to the constitution, the Executive Governance Board members may delegate any of the powers which are conferred on them under the constitution:-
  - (a) to such Officer, person or committee;
  - (b) by such means;
  - (c) to such an extent;
  - (d) in relation to such matters or territories; and
  - (e) on such terms and conditions as they think fit.
- 13.1. If the Executive Governance Board agrees, any such delegation may authorise further delegation of the powers by any person to whom they are delegated.



13.2. The Executive Governance Board may revoke any delegation in whole or part, or alter its terms and conditions; records of all delegations of power and amendments thereof must be retained in writing by the Officers for at least 10 years.

**Sub Committees and Working Groups**

13.3. Any group to which the Executive Governance Board delegates any of their powers must follow procedures for taking of decisions as set out in this constitution.

13.4. The Executive Governance Board may make rules of procedure and terms of reference for all or any group.

**14. THE ANNUAL GENERAL MEETING - ORGANISATION OF GENERAL MEETINGS**

14.1. The Annual General Meeting date shall be set by the Executive Governance Board, usually within the month of February.

14.2. The notice of the date of the meeting shall be given to Members at least 2 months prior to the meeting.

14.3. Every Member shall be entitled to attend, speak and vote at the Annual General Meeting and at all other General Meetings.

14.4. Notices of motion put forward by Members must be received by the Chief Executive Officer at least 1 month before the date of the Annual General Meeting.

14.4.1. Any Member who submits a Notice of Motion must attend the Annual General Meeting to support the Notice of Motion.

14.5. The agenda of the Annual General Meeting shall be sent out at least 14 days prior to the meeting, accompanied by a copy of the WCGBA Annual Accounts.

**Attendance and speaking at general meetings**

14.6. A person is able to participate and exercise the right to speak at a general meeting when that person is in a position to communicate to all those attending the meeting, during the meeting, any information or opinions which they have on the business of the meeting.

14.7. A person is able to exercise the right to vote at a general meeting when;

14.7.1. that person is able to vote, during the meeting, on resolutions put to the vote at the meeting, and

14.7.2. that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting.

14.8. The Executive Governance Board may make whatever arrangements considered appropriate to enable those attending a general meeting to exercise their rights to speak or vote at it.

**Quorum for general meetings**

15. No business other than the appointment of the chairman of the meeting is to be transacted at a general meeting if the persons attending it do not constitute a quorum. The quorum for general meetings shall be 25 Members present.

**Chairing general meetings**

16. The President shall chair general meetings if present and willing to do so.

- 16.1.If the President is unwilling to chair the meeting or is not present within ten minutes of the time at which a meeting was due to start;
- 16.1.1. the Deputy President shall chair the meeting, or
- 16.1.2. if the Deputy President is unwilling or is not present the Chairman will chair the meeting, or
- 16.1.3. if the Chairman is unwilling or is not present the Vice Chairman will chair the meeting, or
- 16.1.4. if the Vice Chairman is unwilling or is not present, an Executive Governance Board member present shall chair the meeting, or
- 16.1.5. if there is no Executive Governance Board member present or if those Executive Governance Board members present are not willing to chair the meeting, then the meeting must appoint a person to chair the meeting, and the appointment of the chairman of the meeting must be the first business of the meeting.
- 16.2.The person chairing a meeting in accordance with this clause is referred to as “the chairman of the meeting”.

### **Attendance and speaking by non-members**

17. The chairman of the meeting may permit non-members to attend and speak at a general meeting.

### **Adjournment**

18. If the persons attending a general meeting within half an hour of the time at which the meeting was due to start do not constitute a quorum, or if during a meeting a quorum ceases to be present, the chairman of the meeting must adjourn it.
- 18.1.The chairman of the meeting may adjourn a general meeting at which a quorum is present if;
- (a) the meeting consents to an adjournment, or
- (b) it appears to the chairman of the meeting that an adjournment is necessary to protect the safety of any person attending the meeting or ensure that the business of the meeting is conducted in an orderly manner.
- 18.2.The chairman of the meeting must adjourn a general meeting if directed to do so by the meeting.
- 18.3.When adjourning a general meeting, the chairman of the meeting must;
- (a) either specify the time and place to which it is adjourned or state that it is to continue at a time and place to be fixed by the Executive Governance Board, and
- (b) have regard to any directions as to the time and place of any adjournment which have been given by the meeting.
- 18.4.If the continuation of an adjourned meeting is to take place more than 14 days after it was adjourned, the Association must give at least 7 clear days’ notice of it (that is, excluding the day of the adjourned meeting and the day on which the notice is given);
- (a) to the same persons to whom notice of the Association’s general meetings is required to be given, and
- (b) containing the same information which such notice is required to contain.

18.5.No business may be transacted at an adjourned general meeting which could not properly have been transacted at the meeting if the adjournment had not taken place.

**Voting: general**

19. Each Member shall have one vote as stipulated in the membership regulations.
20. A Nominated Representative may only represent one member; for the avoidance of doubt no person may hold more than one vote at meetings of the Association.
21. A resolution put to the vote at a general meeting must be decided on a show of hands unless a secret ballot is duly demanded in accordance with the constitution.
22. With the exception of decisions on changes in Constitution (clause 40) and any special resolutions, all resolutions put to the vote shall be decided by a simple majority of the votes cast.

**Secret Ballot**

23. A secret ballot on a resolution may be demanded;
  - (a) in advance of the general meeting where it is to be put to the vote, or
  - (b) at a general meeting, either before a show of hands on that resolution or immediately after the result of a show of hands on that resolution is declared.
- 23.1.A secret ballot may be demanded by;
  - (a) the chairman of the meeting;
  - (b) the Executive Governance Board;
  - (c) two or more Members having the right to vote on the resolution.
- 23.2.A demand for a secret ballot may be withdrawn if;
  - (a) the secret ballot has not yet been taken, and
  - (b) the chairman of the meeting consents to the withdrawal.
- 23.3.Secret ballots must be taken immediately and in such manner as the chairman of the meeting directs.

**Non-attendance**

24. All Members accepted into membership subject to clause 2.1 are required to attend the Annual General Meeting and General Meetings of the Association. Any Member who is not represented may be subject to a fine as determined by the Executive Governance Board.

**Errors and disputes**

25. No objection may be raised to the qualification of any person voting at a general meeting except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting is valid.
  - 25.1.Any such objection must be referred to the chairman of the meeting whose decision is final.

**Amendments to resolutions**

26. An ordinary resolution to be proposed at a general meeting may be amended by ordinary resolution if notice of the proposed amendment is given to the Association in writing by the Member entitled to vote at the general meeting at which it is to be proposed not less than 7 days before the meeting is to take place (or such later time as the chairman of the meeting may determine).
27. A special resolution to be proposed at a general meeting may be amended by ordinary resolution, if;

27.1.the chairman of the meeting proposes the amendment at the general meeting at which the resolution is to be proposed, and

27.2.the amendment does not go beyond what is necessary to correct a grammatical or other non-substantive error in the resolution

28. If the chairman of the meeting, acting in good faith, wrongly decides that an amendment to a resolution is out of order, the chairman's error does not invalidate the vote on that resolution.

### **General Meetings other than the Annual General Meeting**

29. A General Meeting may called by

29.1. the Executive Governance Board giving due notice below;

29.2. twelve Members may request a General Meeting, which the Chief Executive Officer will then convene within one month of the requisition being received;

29.2.1. only the business stated in the requisition shall be transacted at such meetings.

30. The Administration Secretary shall give Members at least 14 days notice of a General Meeting, the agenda shall accompany the notice.

### **Financial Year**

31. The Financial Year of the Association shall be agreed by the Executive Governance Board.

31.1 All clubs, leagues and Associations are responsible for obtaining their own insurance and must inform the Chief Executive Officer by the 31<sup>st</sup> May in any season, the details of their cover.

31.2 All clubs must ensure that they have an accident book, an up to date first aid kit and; ensure that monthly inspections are reported to their Committee Meetings to ensure that the surroundings have been examined as safe.

### **Appointment of WCGBA Accountant**

32. The WCGBA Accountant shall be appointed at the Annual General Meeting annually following recommendation by the Executive Governance Board.

### **Deputy Presidents, Representatives and Delegates for British Crown Green Bowling Associations**

33. The Executive Governance Board shall annually appoint a representative to sit on the BCGBA management committee.

34. The WCGBA is offered the opportunity to nominate the Deputy President of the BCGBA and the Deputy President of the BCGLBA on a rotational basis. In turn the nominated person(s) will become the President of the BCGBA or the BCGLBA (as applicable). The Executive Governance Board will propose a candidate(s) to the Members at an Annual General Meeting for submission and subsequent election by the appropriate British body.

35. The Executive Governance Board will nominate delegates to represent the WCGBA at the Annual General Meetings of the BCGBA and the BCGLBA.

### **Not for Profit**

36. The income and property of the Association however derived shall be applied solely towards the promotion of the objects of the Association and no portion thereof shall be paid or transferred directly, by way of dividend, bonus or otherwise by way of profit, to the Members.

**Anti-Doping**

37. The WCGBA accepts the UK Anti-doping rules which support the requirements of the World Anti-Doping Code within the UK.

**Dissolution**

38. The Association may only be wound up by Special Resolution of the Members at a General Meeting.

38.1.If the Association were to be dissolved any remaining assets after the payment of debts shall be passed over to another organisation(s) with similar aims and objectives.

**Insurance**

39. The Executive Governance Board may decide to purchase and maintain insurance, at the expense of the Association, for the benefit of any Officer, Executive Governance Board or Committee member or volunteer in respect of any relevant loss.

**Amendments to this Constitution**

40. The Association in General Meeting may agree amendments to the constitution by special resolution proving such amendments have been circulated in line with the constitution and are agreed by at least 75% majority of votes cast.

**AMENDMENTS**

2016 Added 31.1 & 31.2

2017 No amendments

2018 No Amendments

2019 Changed 4.2

2020 No Amendments

2021 No AGM

2022 No Amendments

2023 Changed 3.4.1; 3.5 & 3.10