



The Friends of English Bowling

CONSTITUTION

Contents

Section 1:	Name and Objectives	2
Section 2:	Officers of the Friends	2
Section 3:	Membership	3
Section 4:	Management Committee	5
Section 5:	General Meetings	8
Section 6:	Dissolution of the Friends	9
Section 7:	Miscellaneous	10
Appendix A:	Officers of the Friends	11
Appendix B:	Rules of the Friends	12

Section 1: Name and Objectives

- 1.1 The name of the Association shall be The Friends of English Bowling (hereinafter referred to within this constitution as the “Friends”).
- 1.2 The Friends shall be affiliated to Bowls England.
- 1.3 The objectives of the Friends are to raise funds for, and to promote participation in, the amateur sport of outdoor flat green bowls in England.
- 1.4 The Friends shall provide support to Bowls England Rules & Regulations and the current Laws of the Sport of Bowls.

Section 2: Officers of the Friends

- 2.1 The Executive Officers of the Friends shall consist of the Chair, Secretary, Treasurer, Membership Secretary, Match Secretary.

The Officers of the Friends shall consist of the Assistant Secretary, Assistant Treasurer, Assistant Membership Secretary, Assistant Match Secretary, Web Secretary, Competition Coordinator, and Bowls England Liaison Officer.

Executive Officers and Officers shall be elected at the Annual General Meeting

- 2.2 Finance and Accounts

All funds and assets in the possession of the Friends shall be operated by the Executive Committee and held in the name ‘The Friends of English Bowling’ and applied as the Executive Committee may direct in furtherance of the objectives and powers of the Friends.

- 2.3 The committee members may be reimbursed for travel to committee and other authorised meetings.

Section 3: Membership

- 3.1 There shall be the following categories of membership with power to vote at all relevant meetings of the Friends as indicated hereunder.
- (a) AN INDIVIDUAL MEMBER: being a person who, at the date of election, having attained the age of eighteen years shall have one vote.
 - (b) A JUNIOR INDIVIDUAL MEMBER: being a person who, at the date of election, is under the age of eighteen shall have no vote.
 - (c) AN ASSOCIATE MEMBER: who has no voting power.

3.2 Membership Joining Fee and Subscription Fee

3.2.1 The rate of Joining Fee and Subscription Fee for each category of Membership 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 the following 1st January. The current rate of Joining Fee and Subscription Fee shall be prominently displayed in the Friends' Newsletter and Website.

- (a) Membership of the Friends shall be open to anyone interested in the sport of outdoor flat green bowls on application regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs.
- (b) Membership subscriptions will be kept at levels that will not pose a significant obstacle to people participating.
- (c) The Friends Committee may refuse membership or, subject to point 3.5.2 of this constitution, remove it, only for good cause such as conduct likely to bring the Friends or sport into disrepute. Appeal against refusal or removal may be made to the members.

3.2.2 All members shall pay the Joining Fee and their first annual subscription fee upon election to the Friends and thereafter by 1st January.

3.3 Members' duty to provide contact details

Every member shall furnish the Membership Secretary with up-to-date contact details that shall be recorded in the Register of Members and any notice sent to such address/either by post or electronically shall be deemed to have been duly delivered.

3.4 Election and retirement of members

3.4.1 Application for membership

An application for membership shall be in the form prescribed by the Committee and shall include the name, address and contact details of the candidate.

3.4.2 Election of Members.

Upon receipt of an application for membership, there shall be an interval of at least four days for the Committee to consider such application for membership. 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 likely to bring the Friends into disrepute. The Membership Secretary shall inform each candidate in writing of the candidate's election or non-election. The Membership Secretary shall furnish an elected candidate with a copy of the Rules and Byelaws of the Friends and make request for such payments as necessary.

3.4.3 Payment of Fees upon Election

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

3.4.4 Retirement of a member

- (a) A member wishing to resign their membership shall give notice in writing to the Membership Secretary before 1st January and shall not then be liable to pay the subscription for the following year.
- (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.

3.4.5 Arrears of Subscription

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

3.5 Conduct of Members

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

3.5.2 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.

3.5.3 Complaints

Complaints of any nature shall be addressed in writing to the Secretary. Appropriate Action to be initiated within 20 days.

3.6 Limitation of Friends liability

3.6.1 All references to the Friends in this Section shall mean each and every individual member of the Friends from time to time.

3.6.2 Members are bound by the following Rule which shall also be exhibited in a prominent place within the Friends website.

(a) The Friends will not accept any liability for any damage to or loss of property belonging to members.

3.6.3 Membership of the Friends and acceptance of these Rules by the member will be deemed to constitute consent to the holding of relevant personal data for the purposes of the Data Protection Act.

Section 4: Management Committee

4.1 Composition of Committee

4.1.1 The Committee shall consist of Executive Officers, ex officio, and not less than four or more than seven other officers elected at the Annual General Meeting to hold office for the term of their elected period.

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 individual members whose nominations (duly proposed and seconded in writing by individual members of the Friends) with their consent shall have been received by the Secretary at least twenty-eight days before the date of the Annual General Meeting in each year. Such nominations, together with the names of the Proposer and Secunder shall be posted to the Friends' website at least fourteen days prior to the date of the Annual General Meeting.

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 of those members present and entitled to vote at the Annual General Meeting.

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 lot or previously nominated person.

4.1.6 If, for any reason, a casual vacancy shall occur, the Committee may co-opt another person to fill such a vacancy until the next following Annual General Meeting. Co-opted Members will be entitled to vote.

4.2 Committee Meetings

4.2.1 The Committee shall endeavour to meet four times in a year making such arrangements as to the conduct, place of assembly and holding of such meetings as it may wish.

4.2.2 Voting shall be by show of hands. In the case of equality of votes the Chair (or other nominated person) shall be entitled to a second and casting vote.

4.2.3 Seven members personally present shall form a quorum at a meeting of the Committee.

4.2.4 Any conflict of interest must be declared to the Chair (or other nominated person) prior to the start of the meeting. The Chair (or other nominated person) will determine if the person may remain in the meeting and/or vote when the item is discussed.

4.3 Powers of the Committee

4.3.1 The Committee shall manage the affairs of the Friends according to the Rules and shall cause the funds of the Friends to be applied solely to the objects of the Friends.

4.3.2 In particular the Committee shall ensure that the funds of the Friends will not be used for the direct or indirect private benefit of Members other than as reasonably allowed by the Rules. No surpluses or assets will be distributed to members or third parties and all surplus income or profits will be re-invested in flat green bowls.

4.4 Appointment of Sub-Committees

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.

4.5 Disclosure of Interest to Third Parties

A member of the Committee, of a sub-committee or any member of the Friends, in

transacting business for the Friends, shall disclose to third parties that they are so acting.

4.6 Limitation of Committee's authority

The Committee, or any person or sub-committee delegated by the Committee to act as agent for the Friends or its members, shall enter into contracts only as far as expressly authorised, or authorised by implication, by the Committee. No one shall, without the express authority of the Committee, borrow money or incur debts on behalf of the Friends 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 Friends, members of the Committee are entitled to be indemnified by the members of the Friends against any liabilities properly incurred by them or any one of them on behalf of the Friends 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 Friends.

Indemnity Clause

Each member of the Friends 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 Friends 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 Friends arising there from, or incurred in good faith in the purported discharge of such duty.

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 Friends.

4.8 Contractual Liability

The Committee shall endeavour to ensure that the following clause is incorporated in every contract, lease, licence or other agreement entered into by the Committee of the Friends, as appropriate.

"The liability of the Committee for the performance of any contractual or other obligation undertaken by them on behalf of the Friends shall be limited to the assets of the Friends from time to time."

4.9 Nomination of Honorary Members/Life Members

The Committee may not nominate for election at an Annual General Meeting any Honorary/Life Members.

Section 5: General Meetings

- 5.1 An Annual General Meeting of the Friends shall be held each year in the month of August on a date to be fixed by the Committee.
- 5.2 No business, except the passing of the Accounts and the election of the Officers, Committee, and Accounts Examiner, 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 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 Friends 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 an Emergency General Meeting upon a written request addressed to the Secretary signed by at least 20 members. The Committee shall meet within 20 days of the requisite number of the 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 The Secretary shall, at least fourteen days before the date of a General Meeting, circulate to each member by post or electronically notice of the time and date of the General Meeting, the business to be brought forward at the General Meeting, information to enable members to join the General Meeting electronically and a proxy voting form.
- 5.6 A proxy vote of a member shall only count if a completed proxy voting form is returned by the member to the Secretary either by post or electronically and received by the Secretary at least 7 days before the date of the General Meeting.
- 5.7 At every General Meeting of the Friends the Chair will preside, or in their absence, a Chair elected by a majority of those present shall preside.
- 5.8 A quorum for any General Meeting of the Friends shall be ten per cent of the membership, entitled to vote and present (physically or electronically) shall form a quorum at any General Meeting of the Friends. If a quorum is not present within half an hour from the time appointed for a General Meeting, or if a quorum ceases

to be present during a General Meeting the General Meeting shall be adjourned. The committee shall reconvene a General Meeting so adjourned within 21 days and shall give at least seven days' notice stating the time and place of the reconvening of a so adjourned General Meeting. If a quorum is not present at a reconvened General Meeting within the time appointed for the reconvened General Meeting the members present (physically and or electronically) at that time shall constitute the quorum for that General Meeting.

- 5.9 Only individual Members shall vote at any General Meeting of the Friends. Other members may attend and speak but are not entitled to vote.
- 5.10 Voting at any General Meeting of the Friends, except upon the election of members of the Committee, shall be by a show of hands and via completed proxy voting forms returned to the Secretary in accordance with 5.6.
- 5.11 In the case of an equality of votes the Chair in accordance with 5.7 shall have a second or casting vote, on any matter.
- 5.12 On any resolution properly put to a General Meeting of the Friends relating to the creation, repeal or amendment of any Rule, Byelaw or Regulation of the Friends 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 (physically or electronically) and entitled to vote. Provided that no such change shall jeopardise the Friends' status or in any event alter its objects or winding-up provisions.

Section 6: Dissolution of the Friends

- 6.1 If, at any General Meeting of the Friends, a resolution be passed calling for the dissolution of the Friends, the Secretary shall immediately convene an Emergency Meeting to be held not less than one month thereafter to discuss and vote on the resolution.
- 6.2 If, at that Emergency 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 Friends and discharge all debts and liabilities of the Friends.
- 6.3 If, upon the winding up or dissolution of the Friends, 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 Friends.
- 6.4 Upon dissolution of the Friends the Committee shall give or transfer the net assets remaining to the following:
To Bowls England for use by them to promote participation in, the amateur sport of outdoor flat green bowls in England or to donate to any related community sports.

Section 7: Miscellaneous

7.1 Safeguarding

The Friends shall adhere to the Safeguarding Policy of Bowls England and will ensure that all the contents are communicated to members and clearly displayed within the Friends Website for Members and Visitors.

The Friends Committee shall appoint a member of the Committee to act as Welfare Officer.

7.2 Equalities

The Friends shall adhere to the Equality Policy of Bowls England.

7.3 The Members acknowledge this document constitutes a legally binding contract to regulate the relationship of the members with each other.

Appendix A: Officers of the Friends

Chair

- To chair all relevant meetings of the Friends
- To have the casting vote at all relevant meetings of the Friends in the event of equality.

Secretary/Assistant Secretary

- To conduct the correspondence of the Friends
- To keep custody of all Friends documents
- To keep full minutes of all meetings of the Friends, the Committee and Sub-Committees
- To write and issue to the members a newsletter twice a year.

Treasurer/Assistant Treasurer

- To make all relevant payments on behalf of the Friends
- To ensure that bank payments and documents are signed by at least two authorised persons appointed by the committee
- To administer such insurance policy or policies as may be needed to fully protect the interests of the Friends, its Officers and its members
- To prepare Annual Balance Sheet for examination
- To present Accounts for approval at the Annual General Meeting
- To ensure an Independent Accounts Examiner is elected yearly at the AGM
- To present a Financial Report at each Committee Meeting.

Membership Secretary/Assistant Membership Secretary/Information Officer

- To keep a register of Friends members' contact details
- To collect all relevant fees from Friends members

Match Secretary/Assistant Match Secretary

- To arrange matches as relevant with other associations.
- To arrange collection and payment of match fees.

Competitions Coordinator

- To arrange internal competitions for Friends members to participate in.
- To arrange collection of entry fees and payment for competition prizes.

Web Secretary

- To update the Friends Website and liaise with the Website Manager

Bowls England Liaison Officer

- To act as a liaison between the Friends and Bowls England Directors and Office

Safeguarding Officer

- Appointed from the members of the Committee

Appendix B: Rules of the Friends

Damage to Friends' Property

A member shall not knowingly remove, injure, destroy or damage any property of the Friends and shall make restitution for the same if called upon to do so by the committee or by the secretary upon instruction of the committee.

Exhibiting of notices

A member shall not cause any communication in whatever form to be exhibited on noticeboards or premises without prior permission of the Friends' Officers.

Bylaws

The Friends may adopt such Bylaws or Regulations as it considers appropriate for the good management of the Friends.