***HILLS BOWLING ASSOCIATION***

ABN. 12 097 761 873

**CONSTITUTION**

**(As amended 16.5.22)**

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**CONSTITUTION**

# **of the HILLS BOWLING ASSOCIATION**

# **(As amended 21st May 2021)**

# **1. Name of the Association: HILLS BOWLING ASSOCIATION.**

# **2. Objects and Purposes**

# The Objects and Purposes of the Association shall be:

# 2.1 to adopt and promote the Objects and Purposes of Bowls SA;

# 2.2 to comply with the Bowls SA Constitution, By-Laws, Rules, Policies and Procedures;

# 2.3 to administer the game in accordance with the Laws of the Sport of Bowls;

# 2.4 to promote, administer and advance the game of bowls within the defined area of the Association;

# to foster good relations between Member Clubs and members of Member Clubs within the Association;

# 2.6 to consider and deal with matters referred to it by its attached Member Clubs;

# 2.7 to conduct and control the pennant competition within the Association and other Association Region events as determined from time to time;

# 2.8 to do all things incidental to the furtherance of the Objects and Purposes of the Association:

# 2.9 Non Profit; The assets and the income of the Association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to the members of the Association except as bona fide remuneration for services rendered or expenses incurred on behalf of the Association;

# 2.10 Dissolution; In the event of the Association being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be paid and applied by the Association in accordance with its powers to any organisation which has similar objects and has rules prohibiting the distribution of its assets and income to its members;

# **3. Membership**

# Until otherwise determined by the Council and the Board of Bowls SA, the Association shall be attached to Region 6, Eastern, and the following Member Clubs shall be attached to the Association;

Gumeracha, Hahndorf, Lenswood, Lobethal, Meadows,

Mt Barker, ~~Mt Pleasant,~~ Oakbank, Uraidla, Woodside;

* 1. The Association requesting a transfer to another Region, or a Member Club within the Association requesting a transfer to another Association, shall apply in writing and follow procedures in accordance with the Bowls SA Constitution and By-Laws.
  2. All Member Clubs within the Association shall contribute each year to the proper transit and other expenses of the Association as determined at the Annual General Meeting of the Association.

3.4 No Club shall be permitted to play pennants in the Association unless they have paid all fees and levies due to the Hills Association.

3.5 The Executive Committee of the Association shall have the power to levy Member Clubs should additional funds be required to meet the expenses of the Association.

**4. Life Membership**

4.1 Life Membership may be conferred upon a member of a Member Club within the Association who has rendered distinguished or outstanding service to the Association for an extended period of time.

4.2 Nominations for Life Membership must be submitted in writing, through a member club, to the Executive Committee of the Association for consideration and, if approved, shall be recommended to the next Annual General Meeting of the Association. Life Membership may be granted, provided the recommendation is carried by a three-quarters majority, taken by ballot, of those present and entitled to vote.

4.3 A Life Member shall not be relieved of any of the financial obligations to the Association prescribed in Rules 3.3 and 3.5.

**5. Office Bearers – Executive Committee**

5.1 “The Association shall be administered by an Executive Committee comprised as follows:

1. President,
2. Vice President,
3. Secretary,
4. Assistant Secretary,
5. Treasurer, and
6. Additional general committee members (such that the total number of Executive Committee Members does not exceed eight).

All of whom shall be elected at the Annual General Meeting of the HBA for a period of one year, or such other term as may otherwise be determined at that meeting”.

5.2 A Region Councillor, or an Assistant Region Councillor, who is a member of a Member Club within the Association, shall be eligible for election to any position on the Executive Committee.

5.3 Members of the Executive Committee shall, subject to these rules, be eligible for re-election.

5.4 In the event of a casual vacancy occurring, the Executive Committee may appoint a member of a Member Club within the Association to fill the vacancy, and the member so appointed shall hold office, subject to the Rules, until the conclusion of the term of office of the member causing the vacancy.

**6. President**

The President:

6.1 shall be elected from nominations duly received in accordance with Rule 11.2;

6.2 shall regulate and keep order at all meetings at which the President is to preside as prescribed by these Rules;

6.3 shall preside as Chairperson at all meetings at which present, other than those committee meetings of which not elected or appointed as Chairperson. If not able to be present, or unwilling or unable to preside, the Vice President shall preside. If the Vice President is not present, or is unwilling or unable to preside, the members present and entitled to vote shall appoint one of their number to preside as Chairperson at that meeting only;

6.4 shall, at all meetings of the Association, not be entitled to a deliberative and a casting vote.

6.5 may take only such actions as are determined by the Executive Committee, or by the members at any Annual General Meeting, Special General Meeting or Delegates Meeting of the Association;

6.6 may attend as ex-officio at all committee and sub-committee meetings:

**7. Vice President**

The Vice President:

7.1 shall be elected from nominations duly received in accordance with Rule 11.2;

7.2 shall, in the absence of the President, preside as Chairperson at Executive Committee Meetings, Annual General Meetings, Special General Meetings and Delegates Meetings of the Association.

**8. Secretary**

The Secretary:

8.1 shall be elected from nominations duly received in accordance with Rule 11.2;

8.2 shall, whenever possible, attend all Executive Committee Meetings, Annual General Meetings, Special General Meetings and Delegates Meetings of the Association;

8.3 shall keep minutes of proceedings at Executive Committee Meetings, Annual General Meetings, Special General Meetings and Delegates Meetings of the Association;

# 8.4 shall attend to all correspondence in connection with the general business of the Association;

8.5 shall carry out those duties usually associated with the office of secretary with the approval and direction of the Executive Committee.

**9. Treasurer**

The Treasurer:

9.1 shall be elected from nominations duly received in accordance with Rule 11.2;

9.2 shall receive all moneys belonging to the funds of the Association and, within a reasonable time, to deposit, or arrange the deposit, of such moneys with the Association’s financial institution/s, or as directed by the Executive Committee;

9.3 shall be responsible for payment of all Association accounts which have been passed for payment by the Executive Committee;

9.4 shall keep correct accounts of all moneys received and expended;

9.5 shall prepare and submit financial statement at meetings of the Executive Committee, at Annual General Meetings and at Delegates Meetings of the Association:

**10. Committee Members**

The Committee Members:

10.1 shall be elected from nominations duly received in accordance with Rule 11.2;

10.2 shall perform such duties on behalf of the Association as directed by the Executive Committee.

**11. Election of Office Bearers**

11.1 Office Bearers shall be elected at the Annual General Meeting.

11.2 Nomination of candidates for election as members of the Executive Committee shall be made in writing and submitted to the Association Secretary not less than twenty eight (28) days prior to the date fixed for the holding of the Annual General Meeting at which the elections are to take place. The Association Secretary shall provide details of all nominations to all member clubs at least twenty one (21) days prior to the Annual General Meeting.

11.3.1 Where more nominations than vacancies are received, voting shall be by secret ballot.

11.3.2 If there are multiple vacancies for the committee, then each vacancy shall be treated individually – and voted on and determined separately and consecutively.

11.3.3 Delegates shall vote for their one preferred nominee for each position.

11.4 If insufficient nominations are received to fill all vacancies, the candidates nominated shall be deemed to be elected and further nominations may be received at the Annual General Meeting.

11.5 If insufficient further nominations are received, any vacant position shall be treated as a casual vacancy in accordance with Rule 5.4.

11.6 If two (2) or more candidates receive equal number of votes for any position, the Chairperson of the Meeting shall draw lots, with the first name drawn to decide the successful candidate.

**12. Powers of the Executive Committee**

The Executive Committee, subject to these Rules and to any resolution passed at an Annual General Meeting, Special General Meeting or Delegates Meeting of the Association:

12.1 shall control and manage the affairs of the Association;

12.2 has power to perform all such acts as deemed necessary or desirable for the proper management of the affairs of the Association, including but not limited to the following powers:

12.2.1 to determine strategic directions of the Association, subject to confirmation by the members at the Annual General Meeting, Special General Meeting or Delegates Meeting;

12.2.2 to fill casual vacancies on the Executive Committee;

12.2.3 to recommend to the Annual General Meeting of the Association the amount to be contributed by Member Clubs to the funds of the Association for the ensuing year.

12.2.4 to impose levies on Member Clubs within the Association, subject to the approval of an Annual General Meeting, Special General Meeting or Delegates Meeting;

12.2.5 to cause correct financial accounts and administrative records to be kept detailing the affairs of the Association;

12.2.6 to ensure compliance with, and to deal with any alleged or apparent breach of the HBA Constitution, the HBA Pennant and Match Rules, or the Laws of the Sport of Bowls.

12.2.7 to deal with any other matters which may arise, or matters which are not specifically provided for in these Rules;

* + 1. to establish committees and/or sub-committees to exercise such functions as the Executive Committee shall determine, and to appoint members to those committees and sub-committees.

12.2.9 to interpret the Rules of the Association, and such interpretation shall be final and binding on all members.

**13. Meetings of the Executive Committee and Quorum**

13.1 The Executive Committee shall meet on the first Monday of each month (except January) unless otherwise agreed by all members of the Committee.

13.2 Special meetings of the Executive Committee may be convened at any time by the President, or at the request of three (3) members of the Executive Committee.

13.3 Greater than half of the members of the Executive Committee shall constitute a quorum at a meeting of the Executive Committee and no business shall be transacted unless a quorum is present.

13.4 Each member present at a meeting of the Executive Committee, including the person presiding at that meeting, shall have one (1) vote but, in the event of an equality of votes on any question, the person presiding may, subject to Rule 11.6, exercise a casting vote.

**14. Delegates Meetings and Quorums**

14.1 A Delegates Meeting of the Association:

1. shall comprise all members of the Executive Committee and two (2) delegates from each Member Club within the Association, and
2. Shall occur on the third Monday in March, May, July, August, September, and November.

14.2 The Association President shall chair all meetings of the Association and, subject to Rule 11.6, shall not be entitled to a deliberative and a casting vote. If the President is not present, or unable to preside, the Vice President shall preside. If the Vice President is not present, or is unable to preside, the members entitled to be present shall appoint one of their number to preside at that meeting only.

14.3 A Member Club shall be entitled to appoint a member of the club to act as proxy, with power to vote, to replace a delegate unable to attend Delegates Meetings of the Hills Association. Postal voting shall not be allowed.

14.4.1 ~~Each of the delegates of Member Clubs or their proxies, present and entitled to vote, shall be entitled to one (1) vote each.~~

**The delegates of member clubs or their proxies present and entitled to vote shall be entitled to one (1) vote per member club.**

14.4.2 Each of the delegates of Member Clubs or their proxies and members of the Executive Committee and all persons entitled to be present may take part in debate, delegates may move or second any motion or amendment to a motion.

14.5 All questions for decision by members at a Delegates Meeting shall be duly proposed and seconded and shall be determined by a show of hands unless a ballot is requested by the majority of members present.

14.6 A member of the Executive Committee may not be a delegate of a Member Club.

14.7 Delegates representing not less than 50% of Member Clubs, plus a minimum of three (3) members of the Executive Committee, shall constitute a quorum, and no business shall be transacted unless a quorum is present.

14.8 If a quorum has not been formed within fifteen (15) minutes after the appointed time of starting the meeting, the meeting shall be adjourned to such time as decided by the President or the Executive Committee.

14.9 Members of the Executive Committee and Member Club delegates shall be given not less than twenty one (21) days notice of the date, time and venue for all Delegates Meetings.

14.10 Region Managers and Regional Assistant Managers shall be entitled to notice of, attend and participate in debate at all Delegates Meetings of the Association and, shall not be entitled to vote.

14.11 At the Annual General Meeting, the Association shall elect two (2) delegates to represent the Association at meetings of their designated Region, with the exception of the Region Annual General Meeting or Special General Meetings.

**15. Annual General Meeting**

15.1 The Annual General Meeting of the Association shall be held not later than May 31 each year and, subject to Rule 15.2, shall be convened at such place and time as determined by the Executive Committee.

15.2 The Executive Committee shall provide members with not less than twenty one (21) days notice of the Annual General Meeting.

15.3 Prior to the Annual General Meeting, all Member Clubs shall send the names and addresses of their President, Secretary and Association Delegates to the Secretary of the Association.

15.4 Proxies to replace members entitled to attend and vote at Annual General Meetings shall be allowed. Postal voting shall not be allowed.

15.5 Member Clubs shall submit to the Association Secretary nominations for election to the Executive Committee, and any Notices of Motion, not less than twenty eight (28) days prior to the date of the Annual General Meeting.

15.6 ~~Each of the delegates of Member Clubs, or their proxies, present and entitled to vote, shall be entitled to one (1) vote each.~~

**The delegates of member clubs or their proxies present and entitled to vote shall be entitled to one (1) vote per member club.**

In the event of an equality of votes, the person presiding may, exercise Rule 11.6~~.~~. All delegates and members of the Executive Committee shall be entitled to take part in debate and delegates may move or second any motion or amendment to a motion.

15.7 The business to be transacted at the Annual General Meeting shall be in the following order:

15.7.1 reading of the Notice convening the Meeting;

15.7.2 confirmation of the Minutes of the previous Annual General Meeting and of any Special General Meeting/s;

15.7.3 presentation and adoption of the Annual Report;

Presidents Report and Secretaries Report;

15.7.4 presentation and adoption of financial statements;

Treasurers Report;

15.7.5 other reports, if any;

Pennant Recorder Report and Selectors Report;

15.7.6 election of Office Bearers;

15.7.7 election of Delegates to represent the Association at meetings of their Region;

15.7.8 nomination and election of Auditor/s;

15.7.9 determination of Member Club contributions to Association funds for the ensuing year;

15.7.10 Notices of Motion, if any; and

15.7.11 any other general business.

**16. Special General Meetings**

16.1 The Executive Committee shall convene a Special General Meeting of the Association when requested to do so in writing by the President, by not less than three (3) members of the Executive Committee, or by three (3) Member Clubs.

16.2 A Special General Meeting shall be held on a date and at a time and venue determined by the Executive Committee, such date being not less than seven (7) days nor more than twenty one (21) days from the date of receipt of the request.

16.3 The notice of a Special General Meeting shall state the business to be considered, and no other business shall be transacted unless otherwise agreed by the majority of those present and entitled to vote.

16.4 Members entitled to be present, or their proxies, shall be entitled to take place in debate and to vote as prescribed in Rule 15.6.

**17. Finance**

17.1 The funds of the Association shall be retained with such financial institutions as shall from time to time be approved by the Executive Committee.

17.2 All moneys received by the Association shall be deposited as soon as practicable and without deduction to the credit of such financial accounts.

17.3 All cheques, drafts and other negotiable instruments shall be signed by any two (2) of the following:

17.3.1 the President, the Secretary, the Treasurer and such other person or persons appointed by the Executive Committee.

17.4 The Financial Year of the Association shall be from 1st May to 30th April each year.

17.5 The Executive Committee shall keep such accounting records as are necessary to correctly record the financial transactions and financial position of the Association.

17.6 Any expenditure exceeding two thousand ($2,000) dollars shall require the prior approval of members at an Annual General Meeting or Special General Meeting.

17.7 The Executive Committee may approve expenditure within the above limit, and shall pass for payment all accounts incurred by the Association.

**18. Audit**

If required by law to appoint an Auditor, then:

18.1 The auditor/s of the Association shall be appointed at the Annual General Meeting.

18.2 The auditor shall not be a member of the Executive Committee.

18.3 The Auditor shall have the power at all times to examine the books and the financial and associated documents of the Association.

18.4 As soon as practicable after the close of the financial year, the auditor shall audit the statement of receipts and expenditure and balance sheet of the Association since the end of the previous financial year. These statements shall be prepared by the Treasurer in accordance with accepted accounting principles.

**19. Player Eligibility and Clearances**

19.1 No person shall be eligible or permitted to play in the Association pennant competition, any Region or Association tournament, or any Bowls SA or Bowls Australia event, unless registered with Hills Bowling Association and Bowls SA.

19.2 No Member Club within the Association shall allow any person for whom a clearance is required in accordance with the Bowls SA Constitution and By-Laws, to play as a member of its pennant team until such clearance is obtained and confirmed by Bowls SA.

**20. Dispute Resolution**

20.1 The Executive Committee shall, either:

(a) upon its own motion, or

(b) upon request by a member of the Association, a representative of a member club, or a representative of Eastern Region or Bowls SA

determine any issue arising from any alleged or apparent breach of the HBA Constitution, HBA Pennant and Match Rules, or the Laws of the Sport of Bowls.

20.2 The Executive Committee shall make all such enquiries as it considers necessary to determine the issue in a timely manner.

20.3 All affected parties, including all member clubs, shall be advised of the determination and reasons as soon as practicable.

20.4 All affected parties, including all member clubs, shall be entitled to appeal such determination – provided that such appeal is submitted in writing to the Association Secretary within 7 days of the determination having been published.

20.5 Such appeal shall be referred to for resolution to a full delegates meeting of the Association, to be held within fourteen (14) days of receipt of such written appeal.

20.6 Subject to the outcome of an appeal to a full delegates meeting of the Association, all affected parties, including all member clubs, retain a further right of appeal – in the first instance such appeal shall be to the Executive Committee of Eastern Region, and thereafter to Bowls SA – in accordance with their rules and procedures.

**21. Alteration of Rules**

1. No additions or alterations shall be made to the existing HBA Constitution or Pennant and Match Rules except at an Annual General Meeting or a General Delegates Meeting (or a Special General Meeting convened for that purpose).
2. Any motion containing a proposed addition or alteration shall be submitted in writing to the HBA Secretary not less than 28 days prior to the General Meeting – and the HBA Secretary shall provide full particulars of the motion to all member clubs not less than 21 days prior to the meeting.
3. Such motion shall be tabled at that meeting for discussion only – and following discussion a vote shall be taken. If the motion has the majority support of all persons present and entitled to vote, the motion shall be carried.
4. The HBA Secretary shall advise Bowls SA of any addition or alteration made to the existing HBA Constitution or Pennant and Match Rules.
5. Any addition or alteration shall come into operation from the date of the final vote – unless another date is agreed upon.