

**October, 2016**

**CONSTITUTION AND BY-LAWS**

**of**

**BOWLS NEW BRUNSWICK BOULINGRIN INC.**

Revised at Annual General Meeting Sussex, NB - October 29, 2016  
Article VI  
Article X (10.10)  
Article XV (15.1 d, 15.3 e, 15.8) (15.9 renumbered to 15.8)  
Article XXI (22.1)

Revised at Annual General Meeting, Sussex, NB – October 2012  
New Article XXVI (26.1)

Revised at Annual General Meeting Sussex, NB – October 2011-10-27  
Article IV (4.1)  
Article X ( 10.8, 10.9)  
Article XI (11.1)  
Article XIII (13.1)  
Article XV (15.2, 15.4 a))

Revised at Annual General Meeting, Sussex, NB – October 2010  
Article I  
Article II (2.4)  
Article III (3.1)  
Article IV (4.1, 4.2, 4.3, 4.4, 4.5)  
Article V (5.1, 5.2)  
Article VI (6.1, 6.2, 6.3, 6.4)  
Article VII (7.2)  
Article VIII (8.1)  
Article IX (9.1)  
Article X (10.1, 10.2, 10.3, 10.4, 10.5, 10.6, 10.8, 10.9, 10.10)  
Article XI (11.1, 11.2, 11.4, 11.5)  
Article XII (12.1)  
Article XIII (13.1)  
Article IV (14.1)  
Article XV (15.1 – replaced with new article XV - Duties)  
Article XV (new) – (15.1, 15.2, 15.3, 15.4, 15.5, 15.6, 15.7, 15.8, and 15.9)  
Article XVI (16.1)  
Article XVII (17.1)  
Article XVIII (18.1)  
Article XIX (19.1, 19.2, 19.3)  
Article XX (20.1)  
Article XXI (21.1)  
Article XXII (22.1, 22.2)  
Article XXIII (23.1, 23.2, 23.3)  
Article XIV (24.1)

Revised at Semi-Annual General Meeting, Sussex, NB – May 2002  
Article XVI (16.3)

Revised at Annual General Meeting, Sussex, NB - October 2001  
Article VI (6.4)  
Article XVI (16.2(a))  
Article XXIII (23.1, 23.2)  
Article XXV (25.1)

Revised at Special Meeting, Sussex, NB May 1997  
Article II (2.2.2.7)  
Article V (5.1)  
Article VI (6.2)  
Article IX (9.1)  
Article X (10.2, 10.5)  
Article XI (11.1, 11.2)  
Article XX (20.2, 20.3)  
Article XXV (Heading, 25.1-2)

Revised at Annual General Meeting., Sussex, NB - September 1995  
Article XXVI (26.1)

Revised at Annual General Meeting., Sussex, NB - November 1992  
Renamed “Constitution and By-Laws”  
Article VI (6.1)  
Article X (10.8, 10.9)  
Article XI (11.1)  
Article XV (15.4 (a))

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**BOWLS NEW BRUNSWICK BOULINGRIN INC.**

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**CONSTITUTION AND BY-LAWS**  
**of**  
**BOWLS NEW BRUNSWICK BOULINGRIN INC.**

**ARTICLE**

**I**

**NAME**

- 1.1 The Association shall be known as “Bowls New Brunswick Boulingrin Inc.” hereinafter referred to as BNBB.

**ARTICLE**

**II**

**OBJECTIVES**

- 2.1 To promote, foster and safeguard the sport of lawn bowls in the Province of New Brunswick.
- 2.2 To cooperate, affiliate and hold friendly competitions with other Lawn Bowls associations.
- 2.3 To cooperate with Bowls Canada Boulingrin in endeavours to promote the National Championships and other special events.
- 2.4 To provide, adopt and enforce, for and among its members, the Laws of the Sport of Lawn Bowls.
- 2.5 To interpret doubtful questions of rules or practice when called upon by affiliated clubs.
- 2.6 To encourage among lawn bowlers the spirit of friendly rivalry and personal consideration which shall best preserve the finest traditions of the game.
- 2.7 To conduct games, competitions or tournaments of lawn bowls, and to act as custodian or trustee of prizes or trophies of any description.
- 2.8 To represent New Brunswick to Bowls Canada Boulingrin (BCB).

**ARTICLE**

**III**

**OFFICE**

- 3.1 The office of BNBB shall be the residence or business address of the Executive Secretary or at such place as the Executive Committee may from time to time determine.

**ARTICLE  
IV**

**MEMBERSHIP**

- 4.1 Membership in BNBB shall be restricted to lawn bowling clubs in the Province of New Brunswick whose fees and assessments are up-to-date.
- 4.2 Application for membership shall be accepted from any club in the Province of New Brunswick. Application shall include:
- a) name of club;
  - b) copy of club by-laws;
  - c) total number of active members;
  - d) name and address of president and secretary.
- Application for membership must be submitted to the Executive Secretary thirty (30) days prior to the next Annual General Meeting of the Board of Directors.
- 4.3 BNBB shall have the power, after due investigation of the facts, to suspend or terminate the membership of any club.
- 4.4 No member club shall resign from BNBB without giving the Executive Secretary of BNBB at least three (3) months notice of its intention to do so. No resignation shall release the member club from any obligation to BNBB (monetary or otherwise) contracted during membership.
- 4.5 Honorary Life Membership may be conferred on any person by unanimous vote at any meeting of BNBB.

**ARTICLE  
V**

**COMPOSITION OF THE BOARD OF DIRECTORS**

- 5.1 The Board of Directors shall consist of all officers and delegates elected/appointed by each affiliated club. All of the above shall have full voting powers at each annual, semi-annual, general and special meeting.
- 5.2 In the event a director or delegate cannot attend a meeting, a replacement should be named by the club president in his/her stead. Proxy votes will not be accepted.

**ARTICLE  
VI**

**OFFICERS OF BNBB**

- 6.1 Officers of BNBB shall consist of:
- Immediate (surviving) Past President
  - President
  - Vice-President

Executive Secretary  
Treasurer  
Directors – one per club

6.2 The term of office for all elected officers shall be two (2) years and officers may be re-elected.

**ARTICLE  
VII**

**EXECUTIVE COMMITTEE**

7.1 The Executive Committee shall consist of all officers.

7.2 The purpose of the Executive Committee is:

- (a) To implement, manage and follow-up on the policy decisions of the Association.
- (b) To undertake the day-to-day administration of BNBB.
- (c) To represent BNBB in matters dealing with the Province of New Brunswick on provincial and national affairs.
- (d) To undertake any other essential matters of BNBB where a time delay would not be in the best interests of BNBB. Such matters shall be ratified at the next BNBB meeting.

**ARTICLE  
VIII**

**DELEGATES**

8.1 Each affiliated club will be entitled to two (2) delegates, elected or appointed by their club.

**ARTICLE  
IX**

**DIRECTOR – CLUB**

9.1 Each affiliated club will be entitled to one (1) director on the BNBB Executive. This director will be elected or appointed by his/her club.

**ARTICLE  
X**

**ANNUAL GENERAL AND OTHER MEETINGS**

10.1 The Annual General Meeting of BNBB shall be on such date as the President and Executive Secretary may appoint but not later than November 30th, at a time and place specified in the notice of meeting with not less than ten (10) days notice of such meeting, accompanied by an agenda and a copy of the minutes of the previous annual general meeting, and shall be forwarded to each club secretary and to each member of BNBB.

- 10.2 The President or any six (6) members of the Board of Directors may call a Special General Meeting of BNBB. The time and venue of the meeting will be decided by the Executive Secretary and President.
- 10.3 A quorum for all general meetings shall be fifty percent (50%) of the Board of Directors plus one (1).
- 10.4 At all general meetings, club delegates and members of the Executive Committee shall be entitled to one (1) vote. The President shall not vote except in case of a tie. Note: Committee Chairpersons (unless an officer or delegate) do not have a vote.
- 10.5 At each Annual General Meeting the Board of Directors shall elect officers to fill positions for which the term of office has expired.
- 10.6 In the event of more than one candidate for any office being nominated, the election will be by secret ballot. A Board of Scrutineers (not more than three 3) shall be appointed by the Board of Directors, consisting of officers not up for nominations.
- 10.7 Installation of elected officers shall be held at the conclusion of the business of the Annual General Meeting.
- 10.8 An audit or review shall be performed annually by an independent person appointed by the Board of Directors.
- 10.9 Should any of the offices of President, Vice President, Executive Secretary, or Treasurer become vacant due to death or any other reason, the Executive shall have the power to fill any such vacancies.
- 10.10 All questions re interpretation or clarification of the laws of the game should be forwarded by the interested club to the Executive Secretary of the Association, who in turn will forward the question or questions to the Chairperson of the Rules Committee.

## **ARTICLE**

### **XI**

### **NOMINATING COMMITTEE – ELECTION OF OFFICERS**

- 11.1 The Nominating Committee shall consist of the Past President who will act as Chairperson and one (1) member per club. Members shall be drawn by lot from the current Board of Directors delegates/directors. Eligible for draw are a maximum of one (1) delegate/director per club, excluding the club of the Nomination Committee's Chairperson.

- 11.2 The Nominating Committee will be appointed during the Semi-Annual Meeting. The Executive Secretary will distribute the nominations to the club secretaries and all officers and delegates prior to September 15.
- 11.3 Nominations for President to be restricted to present or past members of the Executive Committee.
- 11.4 Clubs, on receipt of the Nominating Committee's submission, may make additional nominations in written form. The Chairperson of the Nominating Committee will solicit nominations from the floor during the Annual General Meeting.
- 11.5 The Executive Secretary will include the names of all nominees in his/her annual report.

**ARTICLE  
XII**

**VOTING POWERS – ELECTION OF OFFICERS**

- 12.1 For the election of officers, each member of the Executive Committee and each delegate will have one (1) vote. All voting shall be by secret ballot.

**ARTICLE  
XIII**

**ADMINISTRATION**

- 13.1 The affairs of BNBB shall be conducted by the Board of Directors, with the exception of the powers delegated to the Executive Committee in Section 7 or otherwise by these Constitution and By-Laws.

**ARTICLE  
XIV**

**ATTENDANCE**

- 14.1 Attendance at the BNBB's General Meetings is restricted to:
- a) the Board of Directors;
  - b) committee chairpersons or representative – with permission to speak on committee given topics only;
  - c) invited guests;
  - d) members of clubs (space permitting – must be silent observers).

**ARTICLE  
XV**

**DUTIES**

- 15.1 Duties of the President



- a) The President shall preside at all Executive Meetings of BNBB, shall sign all instruments which require his/her signature, shall perform all duties incident to his/her office, and shall have such other powers and duties as may from time to time be assigned to him/her by the Executive Committee or a general meeting of BNBB.
- b) The President shall exercise the general supervision and control of all affairs of BNBB. The President shall be the official representative of BNBB, and the President is empowered to act as he/she deems necessary on urgent matters within the bounds which may be entrusted to him/her from time to time by resolution of the Executive Committee or general meeting of the Board of Directors.
- c) The President may conduct a vote of the Executive Committee or members on any matter by mail and/or Email without a meeting when the President deems such a mail vote necessary due to an urgent situation.
- d) It is the duty of the President to present, at the BCB Presidents' Council Meetings, the views of BNBB and to report back to BNBB the decisions made and the business transacted at the annual, semi-annual and special meetings of BCB.

#### 15.2 Duties of the Vice-President

- a) The Vice-President, in the absence or inability or refusal of the President to act on instructions of the Board of Directors, shall be vested with all the powers and shall perform all the duties of the President. The Vice-President shall sign such contracts, documents or instruments in writing as requires his/her signature and shall have and perform all powers and duties incident to his/her office and such other powers and duties as may from time to time be assigned to him/her by the Board of Directors.
- b) The Vice-President shall exercise a general supervision and control over one or more committees, as assigned to him/her.
- c) The Vice-President will be responsible for amendments and additions/deletions to the Constitution and By-Laws and keeping the Constitution and By-Laws up-to-date.

#### 15.3 Duties of the Executive Secretary

- a) The Executive Secretary is responsible for the day-to-day operations of BNBB and the maintenance of records (other than financial). He/she shall attend all Board of Director and Executive meetings and shall review minutes of meetings not personally recorded by him/her and have all minutes issued to the President, Directors, and all clubs within three (3) weeks. He/she shall conduct all general correspondence and maintain statistical data as directed by the Board of Directors. He/she shall prepare and submit to each annual, semi-

annual, general, and other meetings, a report of all activities since the previous general meeting or other meeting.

- b) He/she shall give due notice to all Board of Directors and club secretaries of annual, semi-annual and special meetings of BNBB.
- c) He/she shall, in conjunction with the Treasurer, insure that submissions for funding be promptly submitted.
- d) He/she shall deliver up to his/her successor, upon the appointment thereof, all minutes and records.
- e) He/she shall be responsible for reporting to BCB the BNBB entries in national championships within the designated deadlines set out by BCB.

#### 15.4 Duties of the Treasurer

- a) The Treasurer shall keep an accurate record of all monies received and disbursed by BNBB and have BNBB books audited or reviewed by an independent person appointed by the Board of Directors.
- b) He/she will be responsible for the preparation of the annual financial statements for the Annual General Meeting and all other financial reports deemed necessary by the Board of Directors.
- c) The Treasurer shall have the care and custody of all funds and securities of BNBB and shall deposit same in the name of BNBB in such bank or banks or with such depository or depositories as the Executive Committee may direct and shall perform such other duties as the Executive Committee require of him/her.
- d) He/she shall, in conjunction with the Executive Secretary, insure that submissions for funding be promptly submitted.
- e) He/she shall disburse funds and payment of bills as authorized by the Executive Committee and said disbursement shall be by cheque, signed by such officers as may be authorized by resolution of the Board of Directors. There shall be (3) three signing officers, of which (2) two of the (3) three, shall sign cheques.
- f) He/she shall be responsible for the collection of all membership fees and other monies due BNBB.
- g) He/she shall deliver up to his/her successor, upon the appointment thereof, all books of account and records of BNBB then in his/her possession.

15.5 Duties of the Directors

It is the duty of each club director to present to the Board of Directors, the views of his/her club and to report to his/her club the decisions made and the business transacted at the Annual General Meeting, the Semi-Annual Meeting, and any special meetings of the Board of Directors. It is also the duty of each club director to represent the Board of Directors to his/her club and to work in BNBB's interest. A director is expected to serve on one (1) and not more than two (2) BNBB committees.

15.6 Duties of a Committee Chairperson

A committee chairperson, who is appointed by the President, is responsible to execute those duties assigned to him/her within the time limit set by the Board of Directors. He/she should recommend to the Board of Directors, when necessary, the appointment of committee members in order to assist him/her with his/her duties.

15.7 Duties of Delegates

- a) Delegates shall attend the annual, semi-annual and special meetings of the Board of Directors.
- b) One of the appointed delegates of a club will attend the Executive meetings in the absence of their director.

15.8 Duties of the Recording Secretary

- (a) He/she shall be responsible for recording minutes of all general/executive and special meetings and issuing the minutes to the Executive Secretary for review prior to issuing said minutes to the Board of Directors and all club secretaries within three (3) weeks.
- (b) He/she will be responsible for the maintenance of other BNBB documents as deemed necessary from time to time

**ARTICLE  
XVI**

**REMOVAL FROM OFFICE**

- 16.1 A member of the Board of Directors may be removed from office by a resolution passed by at least two-third (2/3) majority at a general or special meeting of BNBB.

**ARTICLE  
XVII**

**REMUNERATION OF OFFICERS AND DELEGATES**

- 17.1 The Executive Secretary and Treasurer may be paid an honorarium as decided by the Board of Directors. No other officer or delegate shall receive any remuneration for acting as such.

**ARTICLE  
XVIII**

**PROTECTION OF DELEGATES AND OFFICERS**

- 18.1 No delegate or officer for the time being of BNBB shall be liable for the acts, receipts, neglects or the faults of any other delegate or officer or for joining in any receipt or act for conformity or for any loss, damage, or expense happening to BNBB through the insufficiency or deficiency of title to any property acquired by order of BNBB for or on behalf of the BNBB, or for the insufficiency or deficiency of any securities or other assets belonging to BNBB or for any other loss, damage, misfortune whatever which may happen in the execution of the duties of his/her respective office or trust or in relation thereto unless the same shall happen by or through his/her own act, neglect or default if such act, neglect or default is both wilful and wrongful. The delegate for the time being of BNBB shall not be under any duty or responsibility in respect of any contract, act or transaction whether or not made, done or entered in the name or on behalf of BNBB, except such as shall have been submitted to and authorized or approved by BNBB. If any delegate or officer of BNBB shall be employed by or perform services for BNBB, the fact of his/her being a delegate or officer of BNBB shall not disentitle such delegate or officer or such firm or company, as the case may be, from receiving proper remuneration for such services.

**ARTICLE  
XIX**

**FEES**

- 19.1 At each Annual General Meeting the Board of Directors shall fix the annual assessment for each club.
- 19.2 Membership fees shall be paid on the basis of 75% of membership reported as at September 15 of the previous year (payable by June 30<sup>th</sup> each year). Balance of membership fees based on 25% of current year's membership (payable by September 30<sup>th</sup> each year).
- 19.3 Updated membership lists to be provided to the Executive Secretary by September 15<sup>th</sup> each year.

**ARTICLE  
XX**

**CHAMPIONSHIP COMPETITIONS**

- 20.1 Conditions of play as determined and approved at a general meeting.

**ARTICLE  
XXI**

**AMATEUR STATUS – PROFESSIONAL STATUS**

- 21.1 The definitions of Amateur Status and Professional Status as contained in the W.B.B. By-Laws are adopted by BNBB.

**ARTICLE  
XXII**

**COMMITTEES**

- 22.1 The following Standing Committees may be formed, each with a chairperson and not less than two (2), or more than (4), other members:

Coaching and High Performance  
Officiating  
Promotion and Marketing  
Publicity  
Junior Bowling  
Draw Master  
Rules of Play  
Planning  
Budget and Finance

- 22.2 The Chairperson of each Standing Committee shall be appointed by the President, after consultation with other members of the Executive Committee, either at the Annual General Meeting or as soon thereafter as possible, and their name submitted to the Executive Secretary.

**ARTICLE  
XXIII**

**AMENDMENTS TO THE CONSTITUTION AND BY-LAWS**

- 23.1 Amendments and additions/deletions to the Constitution and By-Laws shall only be made at the Annual General Meeting and special meetings of the Board of Directors.
- 23.2 Two (2) months notification of such proposed amendment shall be given to the Executive Secretary of BNBB.
- 23.3 Notice of such proposed change(s) shall be forwarded to all members of the Board of Directors and each affiliated club secretary along with the Notice of Meeting not less than ten (10) days in advance of the meeting.
- 23.4 No motion shall be declared to prevail unless two-thirds (2/3) of the members present and voting shall vote in favour of the motion.

- 23.5 No amendment shall be made to change the intent of these Constitution and By-Laws without permission of the provincial authorities responsible for incorporation.

**ARTICLE  
XXIV**

**CONDUCT OF MEETINGS**

24.1 Order of Business

1. Welcome and call to order
2. Quorum determination and voting procedures
3. Reading of minutes of previous general meeting
4. Adoption of minutes and Business arising from minutes
5. Report of Treasurer.
- 6 Report of Executive Secretary
7. Report of President.
8. Report of Committees.
9. Report of Bowls Canada Boulingrin Director.
10. Appointment of an auditor
11. Correspondence.
12. Election Officers
13. General Business.
14. Appointment by the President of the chairpersons of Standing Committees (unless deferred, for some valid reason, until after the Annual General Meeting).

24.2 Rules of Order

All meetings shall be conducted under the authorities included in Roberts Rules of Order, Newly Revised.

**ARTICLE  
XXV**

**FISCAL YEAR**

- 25.1 The fiscal year shall be from April 1 to March 31.

**ARTICLE  
XXVI**

**DISSOLUTION PROCEDURES**

- 26.1 Upon dissolution of BNBB, after settlement of liabilities, funds will be distributed equally to the remaining active clubs.  
Active Clubs as of the October 20, 2012 Annual General meeting are: Centennial Lawn Bowling Club, Fredericton Lawn Bowling Club, Manchester Lawn Bowling Club and Seaside Lawn Bowling Club.