

Membership Regulations of BowlsWales a Company Limited by Guarantee (Company Registered No: 10838128)

BowlsWales will endeavour to keep the up to date membership terms and conditions on its website.

These membership regulations have been agreed by the Board of the company as part of their Articles of Association to ensure the proper conduct and management of BowlsWales; they deal with matters of membership and are binding on all persons and organisations in membership.

The membership regulations should be read in conjunction with the company's Articles of Association which shall take precedence in all matters where an inconsistency might arise.

Words and expressions in these Membership Regulations shall have the same meaning as in the BowlsWales Articles of Association.

There shall be different categories of member and membership with different rights and privileges as agreed by the Board and confirmed in these regulations. References to the Board shall include any person or committee to whom the Board have delegated the exercise of powers under these Regulations.

Applicable definitions:

“Member” means a member of BowlsWales in terms of these Regulations as defined below

“Nominated Representative” is the person nominated by a Member with voting rights to attend, speak and vote on behalf of that Member at General Meetings of the Company;

“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.

1. Classes of Membership

1.1 Only certain classes of membership are eligible to hold voting membership rights of the Company. Voting rights on behalf of such classes of membership can only be held by an individual acting as the Member's Nominated Representative, unless a proxy is appointed in line with the Company Articles of Association. Membership is not transferable at any time.

1.2 Membership shall be offered under the following main categories: -

- National Governing Bodies;
- Service Organisations; and
- Life members

2. National Governing Bodies

- 2.1 Any National Governing Body officially recognised by the leading sports authority in the relevant nation e.g. National Commonwealth Games Association, World Bowls, World Indoor Bowls Council, British Crown Green Associations and World Short Mat Bowls shall be eligible for membership.
- 2.2 Every National Governing Body wishing to become a Member shall make an application for membership as set out in the agreed membership form. The National Governing Body will need to supply supporting documentation as required.
- 2.3 No National Governing Body shall be admitted as a Member unless they have complied with 2.2 above and meets the criteria set out in the membership application form (as amended from time to time).
- 2.4 New applications for membership shall only be accepted from recognised National Governing Bodies who are authorised to administer the sport of Bowls in all its forms.
- 2.5 Once accepted into membership, every National Governing Body Member shall have two (2) Nominated Representatives able to vote at meetings of the Company.

3. Service Organisation

- 3.1 Any Organisation that wishes to become a Service Organisation Member shall make an application for membership as set out in the agreed membership form, additional supporting documentation may be required.
- 3.2 No Organisation shall be admitted as a Service Organisation Member unless it has complied with 3.1 above and meets the criteria set out in the membership application form (as amended from time to time).
- 3.3 A Service Organisation, unless specifically indicated to the contrary in an agreement with the Company, shall be bound by the obligations of all classes of members at 6 below.
- 3.4 Once accepted into membership, every Service Organisation Member shall have one (1) Nominated Representatives able to vote at meetings of the Company.

4. Life Members

- 4.1 The Board may recommend a Special Resolution to the Annual General Meeting to elect any person who has rendered distinguished or special service to BowlsWales or to Bowls, as a Life Member.
- 4.2 A Special Resolution passed at the Annual General Meeting, (or any adjournment thereof) shall elect the recommended person as a Life Member.
- 4.3 Life Members shall not be required to complete a registration form or pay any affiliation fee but are requested to keep BowlsWales advised of their contact details.

- 4.4 Life Members are welcome to attend the Annual General Meeting and can speak thereat but cannot vote or hold a proxy.

5 Board Dispensation to Change Membership Requirements

- 5.1 The Board may at any time: -
- change the name or title of any class of membership
 - change the criteria or terms of any class of membership
 - introduce new classes of membership
 - amend the membership application process
- 5.2 The Board of Directors shall adopt such means as they deem sufficient to bring to the notice of Members of the Company and others all such changes.
- 5.3 The Board may make regulations granting dispensation in whole or in part from any membership requirements at their sole discretion.

6 Obligations of All Classes of Members

- 6.1 All members shall abide by BowlsWales company documents, rules, regulations, byelaws and codes of conduct and such other requirements as the Board shall reasonably determine from time to time. Failure to do so may result in disciplinary action being taken.
- 6.2 Every member shall be expected to conduct themselves in an appropriate manner at all times in line with all codes of conduct of the sport.
- 6.3 A member will be liable whilst a member and will remain liable after ceasing to be a member to pay to BowlsWales promptly on demand any monies payable by the member to the Company, including but not limited to any fee, affiliation, levy, fine or other penalty, or reimbursement in accordance with any scheme or benefit.

7 Membership Fees

- 7.1 Each applicant for admission as a member (other than a Life Member) shall pay such membership fee as recommended by the Board of Directors and ratified by members at the Annual General Meeting.
- 7.2 No application for admission as a member shall be considered unless the applicant has paid any annual affiliation payable in respect of the year in which admission is being sought.
- 7.3 The Board may recommend different fees for different classes of members.
- 7.4 Affiliation fees shall be payable by such date as the Board from time to time determines.
- 7.5 The affiliation fee due from members who are admitted to membership for the first time after any set date may be reduced as determined by the Board.
- 7.6 If any member fails to pay the annual affiliation fee applicable to them within two months of the date on which it has become payable, such member may

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be required to pay in addition to the annual affiliation a late payment fee as the Board determine.

8 Lapsed Membership

- 8.1 If within two months of the date on which the annual affiliation has become payable a member has not paid such annual affiliation (together with any late payment fee for which the member is liable) the Board may lapse the member from membership provided that the Board are satisfied that:
- at a date prior to the annual affiliation becoming payable the member was sent a written notice (to the last registered address or email address previously provided) advising that payment of the member's annual affiliation was due, and
 - a further notice was issued, either individually or by way of a notice on the BowlsWales website four weeks after the final payment date advising of the potential lapsing of membership due to non-payment
- 8.2 Unless the Board otherwise determine, any category of member that has ceased to be a member only for failure to pay the annual affiliation fee (or any late payment fee) may be re-admitted upon payment of all membership fees specified by and according to timescales set out by the Board and upon completion of a new registration form as appropriate.

9 Refusal of Membership

- 9.1 An applicant whose application for membership is refused shall be given brief reasons for the refusal.
- 9.2 An applicant who has been refused admission as a member (or to a class of membership) may appeal, in writing, to the Board. Any such appeal must be made within 21 days of the date of refusal (or of the date on which reasons for refusal is given if later) and shall set out in full the grounds for appeal.
- 9.3 The Board will refer the matter to an Appeals Panel set up by the Board under specific terms and conditions. The decision of the Appeals Panel shall be final without the right to any further appeal.

10 Benefits of Members

- 10.1 Each category of member shall enjoy such rights and privileges as are contained in the Articles of Association and are additionally entitled to:
- A copy of the Annual Report and Accounts
 - Receive advice on relevant potential funding support
 - Advice and/or technical assistance from BowlsWales
 - Access the services of Welsh Sports Association via the BowlsWales membership
 - Safeguarding guidance from the BowlsWales lead Safeguarding Officer

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- Inclusion on the official BowlsWales mailing list which includes receipt of the electronic newsletter
- The opportunity to utilise the BowlsWales website and social media sites for relevant news, up to date information, guidance and for promotion of member activities
- Voting rights as per the limitations set out above

- 10.1 A voting Member may withdraw from membership by giving 7 days' notice to the company in writing; no refund of any affiliation fee(s) is payable.
- 10.2 The Board reserve the right to withdraw or add to this list of member's rights, any change will be clearly identified on the BowlsWales website prior to amendment of this list.

11 Annual obligations of voting members

- 11.1 Each voting Member provide their name and full contact details for correspondence and shall keep the BowlsWales informed of any change in the name and/or contact details.
- 11.2 Each individual member shall be responsible for ensuring that they conduct themselves in an orderly fashion and abide by the codes of conduct of BowlsWales.

Parts of the following are extracted from the BowlsWales Articles of Association

12 Termination of Membership

- 12.1 Membership terminates when that Members gives 7 days' notice as set out in the Company Articles;
- 12.2 Membership terminates when an organisation ceases to exist;
- 12.3 BowlsWales acting reasonably following its Disciplinary Regulations may expel any voting Member or any other class of member if it considers that it is inappropriate that membership should continue or if the conduct of the member shall bring BowlsWales into disrepute.

13 Membership Information for General Meetings

- 13.1 The Annual General Meeting date shall be set by the Board.
- The Board will circulate notice for the Annual General Meeting at least 2 months before the date of the meeting and circulate the Agenda at least 14 days before the date of the meeting.
- 13.2 A General Meeting may be called at any time at the request of the Board by giving 28 days' notice to the Members or upon receipt by the Company of a requisition to call such a meeting signed by not less than four (4) Members.

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- Any such request made by the Members must state the terms of a resolution or resolutions capable of being voted upon at the meeting;
 - Following a valid request by the Members, the Company must organise a General Meeting within 2 months of receiving the request.
 - The Board will circulate notice for a General Meeting at least 28 days before the date of the meeting and circulate the Agenda at least 14 days before the date of the meeting.
- 13.3 Notices of motion put forward by Members for the Annual General Meeting must be received by the Company at least 28 days before the date of the Annual General Meeting and must be accompanied by an explanatory paper outlining the terms of the motion.
- 13.4 A Nominated Representative is able to exercise the right to speak at an Annual General Meeting or 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 that person has on the business of the meeting.
- A Nominated Representative is able to exercise the right to vote at an Annual General Meeting or a General Meeting when; -
 - that Nominated Representative is able to vote, during the meeting, on resolutions put to the vote at the meeting, and
 - that Nominated Representative'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.
- 13.5 The Board may make whatever arrangements they consider appropriate to enable those attending an Annual General Meeting or a General Meeting to exercise their rights to speak or vote at it.
- 13.6 In determining attendance at an Annual General Meeting or a General Meeting, it is immaterial whether any two or more Nominated Representatives attending it are in the same place as each other.
- 13.7 Two or more Nominated Representatives, who are not in the same place as each other attending an Annual General Meeting or a General Meeting, who have (or were to have) rights to speak and vote at that meeting, are (or would be) able to exercise them.

14 Quorum for General Meetings

- 14.1 No business other than the appointment of the Chairman of the meeting (subject to 15.1 and 15.3) is to be transacted at an Annual General Meeting or a General Meeting if the persons attending it do not constitute a quorum. A quorum shall be eight (8) Nominated Representatives present in person or by proxy.

15 Chairing General Meetings

- 15.1 The Board shall confirm in the notice of every Annual General Meeting and every General Meeting the name of the person who shall be chairing the meeting. This will usually be the Chair or Vice Chair of the Board.
- 15.2 The person chairing a meeting in accordance with this paragraph is referred to as "the chairman of the meeting".
- 15.3 If the identified chairman of the meeting is unwilling to chair the meeting or is not present within ten minutes of the time at which a meeting was due to start:-
- the Board present must appoint a Director to chair the meeting;
 - (if no Board are present), the meeting, must appoint a Nominated Representative to chair the meeting and the appointment of the chairman of the meeting must be the first business of the meeting. In these specific circumstances, the Nominated Representative appointed by the meeting will retain their vote as a Nominated Representative.

16 Attendance and speaking by Board and non-Members

- 16.1 Board may attend and speak at all meetings of the Company.
- 16.2 The chairman of the meeting may permit other persons who are not Nominated Representatives to attend and speak at an Annual General Meeting or a General Meeting.

17 Adjournment

- 17.1 If the persons attending an Annual General Meeting or 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.
- 17.2 The chairman of the meeting may adjourn an Annual General Meeting or a General Meeting at which a quorum is present if; -
- the meeting consents to an adjournment, or
 - it appears to the chairman of the meeting that an adjournment is necessary to protect the safety of any person attending the meeting or to ensure that the business of the meeting is conducted in an orderly manner.
 - any confidential information which may affect any voting at the meeting has been disclosed to any other person without the authorisation of the Board.
- 17.3 The chairman of the meeting must adjourn an Annual General Meeting or a General Meeting if directed to do so by the meeting.
- 17.4 When adjourning an Annual General Meeting or a General Meeting, the chairman of the meeting must; -
- 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 Board, and
 - have regard to any directions as to the time and place of any adjournment which have been given by the meeting.

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- 17.5 If the continuation of an adjourned meeting is to take place more than 14 days after it was adjourned, the Company 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); -
- to the same persons to whom notice of the Company's Annual General Meeting or General Meeting is required to be given, and
 - containing the same information which such notice is required to contain.
- 17.6 No business may be transacted at an adjourned Annual General Meeting or General Meeting which could not properly have been transacted at the meeting if the adjournment had not taken place.

18 Voting: general

- 18.1 Methods of voting will be clearly indicated in notices of meetings, usually the following methods will be used; -
- by Nominated Representatives present
 - by Proxy vote
- 18.2 A resolution put to the vote at a meeting must be decided on a show of hands unless a poll is duly demanded in accordance with the Articles.
- 18.3 For the avoidance of doubt no person other than the Nominated Representative of a Member shall have the right to a vote at meetings unless that person is holding a proxy.
- 18.4 If a Member shall be unable to attend an Annual General Meeting or a General Meeting then the Member may grant a proxy in writing either to the chairman of the meeting, a Director, or another Nominated Representative of a Member.
- Other than the chairman of the meeting, a person may hold only one proxy.

19 Errors and disputes

- 19.1 No objection may be raised to the qualification of any person voting at a 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.
- 19.2 Any such objection must be referred to the chairman of the meeting whose decision is final.

20 Poll votes

- 20.1 A poll on a resolution may be demanded; -
- in advance of the meeting where it is to be put to the vote, or
 - at a 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.
- 20.2 A poll may be demanded by; -
- the chairman of the meeting;

- the Board;
 - two or more Nominated Representatives having the right to vote on the resolution.
- 20.3 A demand for a poll may be withdrawn if; -
- the poll has not yet been taken, and
 - the chairman of the meeting consents to the withdrawal.
- 20.4 Polls must be taken immediately and in such manner as the chairman of the meeting directs.

21 Content of proxy notices

- 21.1 Proxies may only validly be appointed by a notice in writing (a “proxy notice”) which; -
- states the name and address of the Member appointing the proxy;
 - identifies the person appointed to be that Member's proxy and the Annual General Meeting or General Meeting in relation to which that person is appointed;
 - is signed by or on behalf of the Member appointing the proxy, or is authenticated in such manner as the Board may determine;
 - is delivered to the Company in accordance with the Articles and any instructions contained in the notice of the meeting to which they relate.
- 21.2 The Company may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes, proxy notices must be received by the Company at least 48 hours before the start of the meeting to which the proxy refers.
- 21.3 Proxy notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.
- 21.4 Unless a proxy notice indicates otherwise, it must be treated as; -
- allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting, and
 - appointing that person as a proxy in relation to any adjournment of the meeting to which it relates as well as the meeting itself.

22 Delivery of proxy notices

- 22.1 A Member that is entitled to appoint a Nominated Representative to attend, speak or vote (either on a show of hands or on a poll) at an Annual General Meeting or a General Meeting remains so entitled in respect of that meeting or any adjournment of it, even though a valid proxy notice has been delivered to the Company by or on behalf of that Member.
- 22.2 An appointment under a proxy notice may be revoked by delivering to the Company a notice in writing signed by the Member by whom or on whose behalf the proxy notice was given.
- 22.3 A notice revoking a proxy appointment only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates.

23 Amendments to resolutions

- 23.1 An ordinary resolution to be proposed at a meeting may be amended by ordinary resolution if;
- notice of the proposed amendment is given to the Company in writing by a person entitled to vote at the meeting at which it is to be proposed not less than 48 hours before the meeting is to take place (or such later time as the chairman of the meeting may determine), and
 - the proposed amendment does not, in the reasonable opinion of the chairman of the meeting, materially alter the scope of the resolution.
- 23.2 A special resolution to be proposed at an Annual General Meeting or General Meeting may be amended by ordinary resolution, if; -
- the chairman of the meeting proposes the amendment at the meeting at which the resolution is to be proposed, and
 - the amendment does not go beyond what is necessary to correct a grammatical or other non-substantive error in the resolution.
- 23.3 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.

24 Data Protection & Privacy

- 24.1 General Data Protection Regulation -GDPR
BowlsWales is committed to respecting and protecting the privacy of all personal data that it controls and processes on behalf of those individuals that interact with the company. We regularly review our compliance with the law on data protection and specifically our recent review has taken into account the requirements of the General Data Protection Regulation (GDPR) that came into effect on 25th May 2018.