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## CHANGING DISTRICT/CLUB STRUCTURES

### Changes to Structures

These documents provide procedures for clubs and districts in the following areas:

- Clubs Requesting a Transfer to a New District
- Club Closures
- District Closures
- District Mergers
- Districts Being Split

#### Rationale:

Research suggests that districts run most effectively with 8-14 clubs. Whilst these are ideal numbers, moves to make changes to clubs and districts will be well considered against many criteria before any action is taken to implement structural changes. There is currently a boundary review project under way by the Board and it is hoped to have recommendations in place for Board consideration by February next year for implementation in 2020.

Districts and Regions will be distributed or adjusted at the Board's discretion based on, but not limited to, one or more of the following criteria:

- Levels of competition
- Length of competition events
- Membership numbers
- Timing of requests for change
- Geographical proximity to other clubs/districts
- Constitutional issues
- Travel times and distances

Where applicable, reasonable levels of consultation with affected clubs and districts will be initiated by Women's Bowls NSW, prior to and during such review processes and during any implementation phases.

#### **Club Requesting A Change Of District**

If a club wishes to transfer into another District the following procedure must be followed:

1. A Special Resolution (notice of motion) to change Districts must be delivered by the Club Secretary in writing. The Club Secretary will then call a General Meeting with at least 28 days notice and the motion will be the only business discussed.

2. To pass, the Special Resolution requires a majority vote of club members present at the meeting and eligible to vote. Voting must be by secret ballot. If the motion is lost the Club cannot vote on a move to another district for at least 6 months. If the vote is even, the motion is lost. The President or Chair may not have a casting vote.
3. If the vote is successful, a copy of the General Meeting minutes are to be sent by the Club Secretary to the current District Secretary, as per District Constitution Clause 10.1 (b).
4. At the same time, the Club Secretary notifies the District that has been nominated as the chosen new District, in writing, providing reasons for the desired transfer and the results of the vote.
5. Both of the above documents must be forwarded to the State Governance Committee, who will prepare a written report for the Board on the impact of such a transfer on the current and chosen Districts. Districts are not required to contact the State Governance Committee however that committee may seek further information from either District in preparing a report for the Board.
6. Based on this report, the Board will make determination on whether the transfer will be permitted to proceed. The Board's decision will be final and cannot be revisited for at least 6 months.
7. The Board's decision will be conveyed to the club and both Districts, in writing.
8. If the transfer is approved, Women's Bowls NSW will determine the date by which the transfer is effective and adjust all records accordingly.
9. Depending on the date of the transfer, annual subscriptions will be determined and allocated from the current district to the new district.

### **Procedures for Winding Up (Closing) A District**

1. A District may be wound up under the following circumstances:
  - a. They cannot fill the position of District Secretary within 28 days after the District AGM  
OR
  - b. Women's Bowls NSW determines that the District is no longer viable in its current format
2. In these cases, the clubs within the District will be directed to join a new district(s), which will be determined by Women's Bowls NSW.
3. The District Management Committee is to:
  - a. Instigate a notice of motion of a special resolution to wind up (close) the District which will be sent to member clubs, where applicable.
  - b. Freeze the assets of the District, including bank accounts, property transactions, payments, etc, immediately the wind up decision is made or advised.
  - c. Determine the proposed effective date or be advised of it by State
  - d. Notify Women's Bowls NSW in writing with a copy of the minutes of the meeting where the decision was made, including copies of the most recent AGM and Treasurer's report and the proposed effective date.

4. Women's Bowls NSW will determine which new District member clubs will be directed to join
5. Women's Bowls NSW will notify Clubs, Districts and Committees as appropriate and adjust all of their records.
6. The District Management Committee will be notified by Women's Bowls NSW when to pay outstanding debts, before transferring funds to Women's Bowls NSW who will then determine the best use of those funds. It is expected that excess funds will be redistributed by Women's Bowls NSW to the Districts receiving new member clubs, on a per capita basis.
7. A District which is incorporated, must also notify the Department of Fair Trading.
8. The District Management Committee signatories will be required to make an appointment with the bank to organise the closure of accounts, taking a copy of the minutes of that meeting at which the decision was agreed. Upon closure, a cheque is to be drawn for the remaining funds, made out to Women's Bowls NSW (in accordance with District Constitution clause 31.3).

### **Merging Districts**

Where two Districts wish to merge or are directed to merge by Women's Bowls NSW, the following procedure is to be followed:

1. Each District Management Committee must undertake a club vote, via their delegate, to proceed with commencing discussions to merge with another district. Delegates must have the result of a club vote, in writing from their club secretary, in order to vote on this issue. All affiliated members of each club will be entitled to vote via a secret ballot.
2. If the majority of clubs from each District vote in favour of the merger, the Districts may act to commence discussions. If one of the Districts does not have this written voting authority, then discussions will not proceed.
3. If both Districts are in favour, a meeting between the 3 representatives of each District Management Committee is to be arranged, through the District Secretaries. At this time, the State Governance Committee is to be notified in writing of the meeting and provided with minutes of the meeting after it has occurred.
4. At this meeting each District will first establish the reasons why their District is seeking a merger, and what outcomes they expect from the merger. Minutes of this meeting are to be taken by both District Secretaries. If it is agreed to proceed with discussions, major considerations and decisions need to be made in the following areas:
  - Number of clubs and players in each District
  - The viability of the clubs in each District
  - Full disclosure of the current finances of each District
  - Financial arrangements for the merged District
  - District fees
  - Constitution & By-Laws
  - New District name
  - Events to be continued/discontinued
  - District logo and website
  - Meeting locations and frequency
  - Uniforms (if applicable)

5. As of the date of clubs voting for the merger or Women's Bowls NSW's notification of a merger, District finances for both Districts are to be frozen until negotiations are complete.
6. The State Governance Committee will prepare a written report for the Board before a merger is undertaken and the Board must approve all such a mergers. The Governance Committee may request additional information from the Districts in order to prepare this report.
7. If the merger is not approved by the Board, each District will be notified in writing
8. If the merger is approved, each district will be notified in writing with instructions on establishing a new interim District Committee to complete the merger.
9. The interim committee will send out a notice of a General Meeting calling for nominations for the new District Committees and roles.
10. Also at the General Meeting:
  - Both existing Districts will be dissolved and a new one created
  - A new Constitution and By-Laws will be adopted
  - New office bearers and committee members will be elected
  - Actions to merge District finances will be established and agreed
  - Copies of the minutes, taken by the new District Secretary need to be sent to the State Governance Committee for their records, together with copies of the new constitution and by-laws.

### **Splitting a District**

Where a district wishes to split or is directed to split by Women's Bowls NSW the following procedure is to be followed:

1. The District Management Committee must initiate a club vote, via their delegates, to commence discussions where the change is district instigated. All affiliated members at each club will be entitled to vote via a secret ballot. Where it is Women's Bowls NSW instigated all District members will be provided with written advice about the change and the reasons for it.
2. Where a majority of clubs vote to split the District, that District must advise Women's Bowls NSW of such a proposal and seek written approval, advising reasons for this change, and the result of the vote.
3. Women's Bowls NSW will approve or decline such advice in writing. No action should occur to split the District until such written approval is received by the District Executive Committee.
4. Once approved or directed, the District will conduct a meeting with interested parties to determine the following:
  - a. New name of District(s) and new Region(s), if applicable
  - b. Logos and colours
  - c. Financial arrangements including dividing current District monies, property and other assets equitably, setting up accounts

- d. Constitution and By-Laws
  - e. Events, meetings and uniforms (if applicable)
  - f. Effective date
5. As at the confirmed date of agreement or notification by Women's Bowls NSW to split a District, finances will be frozen.
  6. The State Governance Committee is to be kept informed of progress and will in turn keep the Women's Bowls NSW Board informed of progress and issues.
  7. Once complete, Women's Bowls NSW will adjust all its records accordingly.
  8. If the split is not sanctioned or approved by Women's Bowls NSW the application to do so cannot be revisited for at least 6 months.
  9. At approval the District Executive Committee will call a General Meeting to establish 2 interim committees whose sole responsibility will be to call for nominations for the two new district committees. Role responsibilities need to be clearly explained, in writing, for prospective committee members. A meeting needs to be called with at least 28 days notice.
  10. District splits need to be completed by 30 November annually in order to facilitate District competitions being conducted in the following bowling season.
  11. At the General Meeting:
    - a. The District will be dissolved and two new Districts created.
    - b. New Constitutions and By-Laws will be adopted.
    - c. New office bearers will be elected from the relevant member clubs.
    - d. Financial issues and procedures will be mutually agreed upon but where agreement cannot be reached, in writing, Women's Bowls NSW will direct the allocation of finances and its decision will be final.
  12. The new District secretaries will take minutes of the first District Meetings and forward these to the State Governance Committee for their records.
  13. At each step in the process the State Governance Committee is to be kept informed and may intervene where correct procedures are not followed.