

# Christiania Ski Club Constitution

(Effective from ~~21 November 2024~~ 25 November 2024)



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### 1) Name

The name of the club is Christiania Ski Club Incorporated [\(hereinafter referred to as the Club\)](#).

### 2) Purpose Objectsof the Club

The objectives of the Club are:

- a. The encouragement of skiing & boarding in all its forms, especially among juniors.
- b. Affiliation with incorporated associations representing skiers & boarders and the sport of skiing & boarding at national and/or local level, and with any other body having objectives in whole, or in part similar to, or in furtherance of, the objectives of this Club.
- c. The promotion of good fellowship and co-operation within the Club, and among all kindred clubs.
- d. To lease, hire, or purchase any real or personal property for the purposes of the Club and if necessary, borrow money and as security give a charge over the Club's assets.
- e. To carry out intentions that are conducive to the Club's endeavours to facilitate the enjoyment of the outdoors.

### 3) Membership

- a. The Club shall consist of Senior Members, Life Subscription Senior Members, Veteran Senior Members, Associate Members, Junior Members, Tertiary Student Members, Life Members, and Honorary Members in accordance with the definitions and their rights as set out in Rule 4 and Rule 5.
- b. A **Senior Member** is any Member other than a Junior, Associate or Honorary Member.
- c. A **Life Subscription Senior Member** is a Member who paid a Life Subscription before 31 December 1974, instead of paying subsequent Annual Subscriptions under Rule 6. Any such Member will still be required to pay any Levy or additional contribution required to be paid under Rule 6. These Members shall, for the purpose of ~~this Constitution~~**the Rules**, be deemed to be Senior Members.
- d. **Veteran Membership** may be granted by the Committee to any Senior Member who has made application for the same. The criteria for a Senior Member to be granted Veteran Membership are:
  - i. 60 years of age or over
  - ii. Minimum of 15 years affiliation with the Club.
  - iii. Veteran Members shall be entitled to all the privileges of Senior Members and shall be classed as Senior Members. Veteran Members shall pay an Annual Subscription equal to 50% of the ordinary Senior Subscription Fee, unless they were existing Life Subscription Members, in which case they are exempt from Annual Subscriptions. Veteran Members shall not be required to pay any Levy or additional contribution required to be paid under Rule 6.
- e. **Associate Membership** may be granted by the Committee to any Senior Member who has made application for same. The criteria for a Senior Member to ~~apply to be granted an~~ Associate Member are:
  - i. An ~~expected~~ absence from skiing ~~with the Club~~ for a period of not less than eighteen months. ~~OR~~

**Commented [TH1]:** A number of people became Associates this year who skied last year. But present rule suggests they have to wait for 18 months before they can apply for that.

**Commented [BC2R1]:** I agree that the OR point ii allows committee to grant associate status as we have been doing

- ii. A retirement from active skiing yet wanting to retain a continued association with the Club.
  - iii. A Junior Member may be granted Associate Membership under the provision of ~~Clause Rule 3(f) of this rule.~~
  - iv. An Associate Member shall have no voting rights and shall be classed as a non-Member for lodge booking priority purposes, ~~(though a lodge fee lower than that for a non-Member will be set).~~ An Associate Member shall otherwise be entitled to the privileges of Senior Membership. The annual subscription for Associate Members shall be as provided for in Rule 6.
  - v. An Associate Member shall at any time be re-admitted by the Committee to Senior Membership without payment of an entrance fee, but subject to the conditions contained in ~~Clause Rule 3(f)~~ for those who previously held Junior membership.
- f. A **Junior Member** is a Member who is either at secondary school or under 18, but not under the age of 5, on the first day of the financial year of the Club and shall not be eligible for any position on the Committee or to nominate any candidate for the Committee or to vote or to receive the notices sent to Members.
- i. Junior Membership will be restricted to the children of Senior Members, Associate Members, and Life Members.
  - ii. When Junior Members cease to qualify as such, they shall automatically become Associate Members and they shall be entitled to be admitted as Senior Members on having complied with the following conditions:
  - iii. The Junior Member shall have made application for Senior Membership in accordance with Rule 4. ~~AND~~
  - iv. They shall have met the requirements of the Committee to qualify for Senior Membership by working on work parties and/or otherwise.
- g. A **Tertiary Student Member** is a Senior Member who is a full-time tertiary student, and who was an existing Junior Member, ~~and~~ who would otherwise cease to be a Junior Member under Rule 3f.(ii) (i.e. moving to Senior or Associate at age 18)
- i. Tertiary Student Membership is intended for existing Junior Members who are full-time tertiary students, and whose Junior membership would otherwise cease at age 18. ~~The~~ Committee can also consider children of new families joining the Club who fit the criteria.
  - ii. Proof of enrolment is required with a NZ tertiary institution, and with valid Student ID for ~~the~~ current year of ~~Club~~Christie membership.
  - iii. Application must be made by parent/guardian of student, the parent/guardian being an existing Senior member.
  - iv. Tertiary Student Membership must be renewed each year the student is in full-time study. Once the Member has ceased full-time study they will be required to revert to Senior or Associate membership as in ~~r~~Rule 3.
- h. **Life Members** shall be elected under Rule 5. ~~They and~~ shall be entitled to all the privileges of Senior Members and shall also be classed as Senior Members. ~~They but~~ shall not be required to pay any Levy or additional contribution required to be paid under Rule 6.
- i. **Honorary Members** shall be elected under Rule 5. ~~They and~~ shall be exempt from payment of the Annual Subscription. ~~They and~~ shall not be entitled to vote or to serve on the Committee.

- j. The Committee reserves the right to extend Full Membership privileges to a person (or persons e.g. a family) who is, for instance, a visitor to, and temporarily domiciled in New Zealand, or is the Lodge Custodian and wishes to participate in the sport of skiing or boarding. Application shall be made to the Committee as set out in Rule 4.
- i. Membership shall not extend beyond a period of 12 months, upon payment of \$1.00 or the Annual Subscription and any Levy contribution required to be paid under Rule 6 – as decided by the Committee.
  - ii. The normally obligatory work party and entrance fee qualification shall not apply under these circumstances and, subject to Committee ratification, such a person would enjoy Senior or Junior Membership status for lodge booking priority purposes but shall have no voting rights.
  - iii. Such applications shall be decided by the Committee on their individual merit.
- k. Every Member is required to notify the Secretary of any change of his/her address.

#### 4) Election of Senior and Junior Members

- a. ~~Any persons wishing to join the Club shall apply to the Committee to become a Senior Member. Applications for Junior Members shall be made by a parent or guardian.~~
- b. Every candidate for Senior and Junior membership shall submit to the Committee a written nomination in the form prescribed by the Committee and signed by the candidate or his/her guardian. ~~The Secretary shall keep all new membership applications on file as proof that an applicant has given consent to becoming a Member of the Club (as required by the Incorporated Societies Act 2022).~~
- c. Endorsement by existing Senior Members of the Club who have personal knowledge of the candidate is preferred, but where such endorsement is not available the Committee will do such reference checks on the candidate as deemed necessary.
- d. Nominations shall be considered by the Committee, which alone shall decide if the nominated candidate is eligible for election. Until so elected, the candidate for Membership shall be classified as a Waiting List Applicant.
- e. Immediately after the election of a candidate, notice thereof and of the amounts of entrance fee, subscription, and any other Levy payable, shall be sent by the Secretary to the candidate. In default of payment within three weeks after such notice has been sent, the election of the candidate making default may be declared void. No person shall be deemed to have become a Member before paying all fees due as advised by the Committee.
- f. ~~A Register of Club Members shall be kept by the Secretary (as outlined in Rule 19).~~

#### 5) Life and Honorary Members

- a. The Club, at any General Meeting, may elect any person to be a Life Member or Honorary Member of the Club in recognition of long and outstanding service to the Club or to the furtherance of its objects
- b. ~~provided however that~~ No such election shall take place unless it be recommended by the Committee, ~~and~~
- c. Notice of the proposal for Life or Honorary Membership shall have been given to Members by the Secretary in the notice specifying the business of the ~~General~~ Meeting.

**Commented [TH3]:** The Act requires that we explain how someone becomes a member. So this spells it out a bit more clearly (even though it's arguably covered by the next clause)

**Commented [BC4R3]:** I agree

**Commented [TH5]:** The Act requires that we demonstrate that new members have provided consent to become members. (The example given is that a Neighbourhood Club can't claim that everyone living in an area is automatically a member of the club.)

**Commented [BC6R5]:** I agree

**Commented [TH7]:** Again spells out a requirement of the Act - even though it's covered by Rule 19.

**Commented [BC8R7]:** I agree

- d. Any person being elected as a Life or Honorary Member, who is not already a Member of the Club, must provide written consent to becoming a Member of the Club as outlined by Rule 4.
- e. Honorary Members shall be elected for a specified term not exceeding two years.
- f. A list of Life and Honorary Members shall be kept by the Secretary (as outlined in Rule 19).

Commented [TH9]: Again makes it clear that a record of consent is required.

Commented [BC10R9]: I agree

## 6) Entrance Fees, Subscriptions and Levies

- a. The Entrance Fee payable by newly elected Members shall be fixed by the Club at the Annual General Meeting, and
- b. The Annual Subscription payable by Members for the current financial year, and for the immediately following financial year, shall be fixed by the Club at the Annual General Meeting, provided however that
- c. The Entrance Fee and Annual Subscription ruling amount thereof shall not be altered unless notice of the proposed change has been given in the notice specifying the business of the Annual General Meeting.
- d. The Annual Subscription so fixed shall be payable by the 30th day of June.
- e. Newly elected Members shall pay upon election an Annual Subscription and Levy for the current year as shall be decided by the Committee.
- f. Senior Members (and applicants for membership) may at any time be required to pay a Levy, or additional contribution in money, to the Club for a specific purpose, provided that the proposal to require payment of such Levy or contribution is first approved by the Club at a General Meeting of Members and applicants for membership.
- g. For the purpose of assessing Annual Subscriptions and Levies, the status of a Member will be his/her status as at the first day of the financial year of the Club.

## 7) Resignation of Membership

- a. Any Member may withdraw from membership by giving the Secretary notice in writing to that effect, and The Member shall not be liable to pay the Annual Subscription for the current year, if such notice is given by the first day of the financial year.
- b. The Committee may deem that a Member has resigned if they have failed to pay their current subscription as defined by Rule 8.

Commented [TH11]: Strictly not required as it's covered by 8). But it gives us extra protection.

Commented [BC12R11]: I agree

## 8) Cancellation of Membership

- a. The Committee may cancel the membership of any Member wilfully disobeying the Club Constitution, any of these Rules, Regulations, or By-laws, or guilty of conduct rendering him/her in its opinion unfit to be a Member of the Club provided always that before so doing the Committee shall notify him/her of its intention to consider cancelling his/her membership and of the reason therefore and give him/her reasonable opportunity of showing cause why his/her membership should not be cancelled.
- b. The Committee may cancel the membership of any Member who has failed to pay his/her current subscription within 90 days of the distribution of subscription notices or 30 June (whichever is the later) provided that the Secretary shall have sent him/her by post in terms of Rule 16 a notification of the Committee's intention to cancel membership if all monies owing by such Member have not been paid within fourteen days from the date of the posting of such notice.

- c. There shall be no appeal against the decision of the Committee to cancel a membership, ~~except as outlined in the procedures for disputes resolution as defined by Rule 27.~~

## 9) Management and Committee

- a. The management and control of the affairs of the Club shall be vested in a Committee who may exercise all powers, including the power to borrow, and do all acts and things which may be exercised or done by the Club, and which are not required by ~~this Constitution these rules~~ or ~~law legal statute~~ to be exercised or done by the Club in a General Meeting.
- b. The Committee has the power to control and invest the funds of the Club.
- c. The Committee shall consist of the Executive Officers, ~~five other Members~~, the Deputy Club Captain, ~~and~~ the Immediate Past President, ~~and up to five other Senior Members elected at the Annual General Meeting.~~
- d. The Executive Officers shall be ~~(in order of seniority)~~; President, Vice President, Club Captain, Secretary, and Treasurer, provided always that the offices of Secretary and Treasurer may be combined in one person who can be a non-member.
- ~~ed.~~ The existing Members of the Committee shall retain office until their successors assume office ~~and~~ shall be eligible for re-election save that each Committee Member ~~(except the Secretary and Treasurer)~~ shall not normally be ~~eligible~~ for re-election to the office for more than three years consecutively.
- ~~fe.~~ Any casual vacancy occurring in the membership of the Committee may be filled by the Committee except that no vacancy in the office of Immediate Past President shall be so filled and a vacancy in the office of President shall be automatically filled by the Vice President (or one of the two Vice-Presidents, as the Committee elects).
- ~~gf.~~ The Committee shall be entitled to co-opt not more than two additional Members to the Committee with full voting rights for any specified purpose and/or period up to the close of the next Annual General Meeting. ~~The co-opting of any such save no Member may be co-opted to the Committee shall only occur except~~ on the vote of not less than three quarters of the Members of the Committee.

**Commented [TH13]:** Is this number OK? Have we had more people than this on the Committee at times??

**Commented [BC14R13]:** Looks fine, it provides necessary numbers.

**Commented [TH15]:** Is this realistic? Who would be left on the committee if we enforced this?

**Commented [BC16R15]:** I think the word "normally" covers our current circumstances

## 10) Election of Committee

- a. The Committee shall be elected at the Annual General Meeting and shall assume office as from the close of that meeting.
- i. Preliminary notice calling for nomination of candidates shall be sent to every Senior Member at least four weeks before the Annual General Meeting.
- ii. Nominations in writing signed by a proposer, a seconder, and the nominee must be in the hands of the Secretary not less than fourteen clear days before the date of the meeting.
- iii. A nomination or consent sent by email or facsimile transmission shall be considered valid and a candidate may be nominated for more than one office.
- iv. ~~The Secretary shall keep all election nomination forms on file as proof that a nominee has given consent to being elected (as required by law).~~
- b. Every Senior Member (or equivalent as per ~~Section~~Rule 3) has a voting right at the Annual General Meeting. Voting by that Member can be:
- i. In person, whilst attending the AGM in person, and as instructed by the Chairperson, or

**Commented [TH17]:** The Act requires that we demonstrate that nominees have provided consent.

**Commented [BC18R17]:** I agree

- ii. By instructing the Secretary, in writing, of their preferred candidate (vote) for each position, by the instructed date prior to the meeting, or
  - iii. By giving the Secretary, in writing, their vote-by-proxy, by the instructed date prior to the meeting.
- c. A list of all instructed votes, plus proxy votes shall be ratified by the Secretary and President and enacted at the time of voting at the AGM. These will be recorded together with other votes.
- d. Each instructed and proxy voter will be counted as a Member present for the purpose of achieving required quorum numbers for the meeting (~~Section~~Rule 15a).
- e. If the number of nominations for any office exceeds the number of vacancies, a ballot shall be taken at the AGM. The following provisions shall apply in respect of such a ballot:
- i. The Secretary shall within seven days after nominations close, communicate to each Senior Member that a ballot will be held, listing the candidates and their seconders, and instructions as to how the ballot will run.
  - ii. The Secretary shall ensure that only Members entitled to vote have done so, ~~(and have done so only once).~~
  - iii. At the Annual General Meeting the scrutineers shall, for each office in order of seniority, count the number of valid votes cast for each candidate and report the same to the Chairperson who shall at the meeting announce the names of the successful candidates and declare them elected. In the case of an equality of votes, the Chairperson shall exercise a casting vote. When a candidate for any office has been elected to a more senior office, the scrutineers shall disregard the votes cast for that candidate in respect of the less senior office.
- f. If the effective number of nominations for any office does not exceed the number of vacancies, those nominated shall be declared elected. Nominations for the remaining vacancies, if any, shall be called for at the Annual General Meeting and a ballot taken among those Senior Members present. Refer Rule 15 (c) for ballot procedure.
- g. In any ballot under the foregoing paragraphs (b) and (c) the voter must for each office, vote for not more candidates than there are vacancies, otherwise their vote shall be invalid in respect of that office.
- h. Nothing in this rule shall apply to the Immediate Past President. Upon any person vacating the office of President but not being re-elected to the Committee, he/she shall automatically continue to be a Member of the Committee until he/she ceases to be a Member of the Club, or until the office of President is next vacated otherwise than by cessation of membership or incapacity.

## 11) Appointments and Sub-Committees

- a. The Committee may appoint ~~Officers~~ ~~Delegates~~, who must be Senior Members, to exercise any specific functions on its behalf. The duties of such ~~Delegates~~ ~~Officers~~ shall be defined ~~from time to time~~ by the Committee. ~~In particular~~ ~~(For example,~~ the Committee may appoint Lodge ~~Supervisors~~ ~~Officers~~, a ~~Bulletin~~ ~~Newsletter~~ ~~Editor~~ ~~Officer~~, a Club Historian, ~~and~~ a Transport ~~Coordinator~~ ~~Officer~~, etc.)
- b. The Committee shall, as it deems appropriate, appoint Sub-Committees (e.g. ~~Social~~, ~~Skiing~~, ~~Lodge Works & Maintenance~~, ~~Newsletter~~, ~~Publicity~~, ~~Finance~~, etc.) ~~for which a~~ Any Member of the Club shall be eligible ~~for appointment to a Sub-Committee~~, but ~~which shall have~~ a Member of the Committee ~~as shall always be the~~ Convenor. ~~e.g. Social, Skiing, Lodge/Works, Bulletin, Publicity, Finance.~~ The President and Vice President shall be

**Commented [TH19]:** I think we need to find another term to replace "Officer" here (e.g. "Delegate", "Manager", "Coordinator", "Supervisor", etc..) The term "Officer" has special meaning under the Act (e.g. are required to declare potential conflicts of interests in the Club Interests Register).

**Commented [BC20R19]:** Anything wrong with "people" (I'm happy with officer?)

members of all Sub-Committees ex officio. The Sub-Committees shall have such powers and duties as shall be specified from time to time by the Committee. At all Sub-Committee meetings three Members, excluding the ex officio members, shall be a quorum.

- c. The Committee shall be entitled to nominate any Members of the Club for a Sub-Committee for any special purpose, when deemed necessary.
- d. Appointments of ~~Officers Delegates~~, and of members of Sub-Committees, shall terminate at the close of the next Annual General Meeting following the appointments, or earlier if so decided by the Committee.

### 12) Committee Meetings

- a. At any meeting of the Committee a quorum shall not be less than half the total number of elected and co-opted members of the Committee.
- b. The President shall be Chairperson, but if absent the Vice President (or one of the two Vice Presidents as elected by the Committee Members present) shall be Chairperson. If both President and Vice President(s) are absent, then the Committee Members present shall elect one of the two Vice-Presidents to be Chairperson. If the President and Vice President(s) are absent or refuse to act, then a person appointed by the Committee shall act as Chairperson.
- c. In the case of an equality of votes, the Chairperson shall have a casting as well as a deliberative vote.
- d. Unless the Committee unanimously agrees otherwise, no Committee meeting shall be held unless three days' notice thereof has been given to every Member of the Committee.
- e. The Committee may invite any person to attend any Committee meeting but with no power to vote thereat.
- f. Any Member of the Committee failing to attend three consecutively convened meetings of the full Committee without having obtained leave of absence shall, at the discretion of the Committee, cease to be a Member thereof.
- g. The Secretary shall record the minutes of all Committee meetings – including the outcome of all decisions. If the Secretary is not present, then the Chairperson shall ensure that minutes are being recorded by an alternative attendee.

### 13) Annual General Meetings

- a. The Annual General Meeting (AGM) of the Club shall be held in the month of November or December of each year at a date, time, and place to be determined by the Committee. and
- b. Notice thereof the AGM shall be sent to every member, other than Junior members, not less than four weeks before the meeting.
- c. Not less than one week before the AGM meeting there shall be sent to every Senior Member and applicant for membership (Waiting List Applicant) a notice specifying: -
  - i. †The business to be transacted at the AGM thereat.;
  - ii. A copy of the annual report and statement of accounts that will be presented at the AGM., and
  - iii. †The voting papers (for Senior Members only) requisite to any postal ballot to be conducted.



iv. ~~Any potential conflicts of interest declared by an Officer of the Club (e.g. Executive Members, Committee Members) in the Club Register of Interests.~~

**Commented [TH21]:** The Act checklist includes reporting all disclosed conflicts of interest at the AGM.

We're required to have a Register of Interests for all "Officers" of the club. The Act explicitly says that this includes all the Committee members.

**Commented [BC22R21]:** I agree

#### 14) Extraordinary General Meetings

- a. An Extraordinary General Meeting (EGM) may be called by direction of the Committee at any time.
- b. ~~An Extraordinary General Meeting~~ or shall be called by the Secretary to be held within twenty-eight days after the receipt of a requisition to that effect, signed by not less than ten Senior Members of the Club.
- c. ~~specifying~~ The time, date, and place, and the matters to be discussed ~~there~~ at the EGM shall be posted to every Senior Member by the Secretary not less than seven clear days prior to the date fixed for the holding thereof.
- d. No business shall be transacted at any such EGM except that of which notice shall be given.

#### 15) Procedure at General Meetings

At every General Meeting:

- a. A quorum shall not be less than fifteen Senior members. ~~If unless~~ the General Meeting is voting an alteration to the ~~Constitution Rules~~ pursuant to Rule 17 ~~then whereby~~ the quorum shall not be less than twenty Senior Members.
- b. The President shall be Chairperson, but if absent the Vice President (or one of the two Vice Presidents as elected by the Committee Members present) shall be Chairperson. If both President and Vice President(s) are absent, then the Committee Members present shall elect one of the two Vice-Presidents to be Chairperson. If the President and Vice President(s) are absent, or refuse to act, ~~then~~ a person appointed by the Committee shall act as Chairperson.
- c. Every question at issue shall, at the discretion of the Chairperson, be decided, on the voices or upon a show of hands, or by secret ballot. ~~A except that it shall be by~~ secret ballot ~~shall be used;~~ if ~~so this is~~ requested by not less than three Senior members. Identical procedure will prevail in the case of any election conducted at the meeting under Rule 10(f).
- d. The Chairperson shall be entitled to exercise a casting vote in addition to his/her deliberative vote.
- e. At any meeting where a secret ballot is held (and at the Annual General Meeting in the case of the postal ballot under Rule 10); such ballot shall be counted by three scrutineers who shall be appointed by the meeting. All voting papers shall be kept in safe custody by the scrutineers until their destruction is sanctioned by the meeting of members.
- f. ~~The Secretary shall record the minutes of all General Meetings – including the outcome of all decisions. If the Secretary is not present, then the Chairperson shall ensure that minutes are being recorded by an alternative attendee.~~

## 16) Service of Notices

A notice shall be deemed to have been given to a Member, or to an applicant for membership, if one such notice has been posted by ordinary post or sent by email to the address of the person appearing in the Club's register of Members or of applicants for membership.

## 17) Alteration to ~~this Constitution~~Rules

- a. ~~This Constitution~~These rules may be repealed, altered, or added to, ~~by~~ resolutions passed at a General Meeting by a two-thirds majority.
- b. Notices of motions affecting the ~~Constitution~~Rules shall be in writing signed by a proposer and seconder who must be Senior Members and must be in the hands of the Secretary two weeks before the ~~General m~~Meeting.
- c. After that date, but not later than one week before the ~~General m~~Meeting, every Senior Member shall be sent a notice specifying each such motion and the proposer and seconder.
- d. Nothing in this ~~Constitution~~Rule shall prohibit the proper amendment by the General Meeting of any motion which has been specified in the notice.

## 18) Regulations and By-Laws

- a. The Committee may from time to time, by resolution, make, amend, or rescind Regulations or By-Laws relating to the ~~activities of the Club and Club Members. This includes (but is not limited to):-~~
- i. ~~Activities relating to the booking of accommodation in and the occupancy of the Club's lodge on Mt Ruapehu (e.g. booking of accommodation, behaviour expected during occupancy, health & safety, etc.);~~ OR
- ii. ~~Activities~~ relating to any other building or facility owned or controlled by the Club; OR
- ii ~~to a~~Any other skiing activities controlled by the Club.
- b. Any such Regulation or By-Law shall for the purpose of Rule 9 hereof be deemed to be a Rule of the Club.
- c. Such Regulation or By-Law shall be consistent with the Incorporated Societies Act ~~2022+998~~ (and amendments), ~~or~~and with any other ~~legal or~~ statutory requirements, and with ~~these~~ Rules ~~of this Constitution~~.

## 19) Secretary

- a. The Secretary shall keep ~~and have custody of a minute book containing~~ correct minutes of all resolutions and proceedings at General Meetings and Committee Meetings
- b. ~~The Secretary shall keep and a~~ Membership Register showing the names of all Members (including Life and Honorary Members), their latest notified addresses, the dates at which they became Members, the dates of birth of Junior Members, and in the case of ex-Members the date of cessation of membership. ~~This register shall be updated each year during the processing of payments for Annual Subscriptions.~~
- c. The Secretary shall also keep a register of applicants for membership showing their names and latest notified addresses, the names of the nominators, the date of application and the date of birth of Junior applicants. ~~The Secretary shall keep all membership applications on file as proof that an applicant has given consent to becoming a Member of the Club (as required by the Incorporated Societies Act 2022).~~

**Commented [TH23]:** The Act requires that we explain how the register will be updated

**Commented [BC24R23]:** I agree

**Commented [TH25]:** See earlier comments about consent

- d. ~~The Secretary shall maintain a Register of Interests for Officers of the Club. All Officers of the Club (e.g. Executive Officers, Committee Members) shall declare any potential conflicts of interest in this register.~~
- e. The Secretary shall also attend to such other duties as may from to time be required of him/her by the Committee.
- f. The Committee may, at any time, appoint a Member to assist the Secretary in any respect.
- g. ~~The Secretary shall keep all election nomination forms on file as proof that the nominee has given consent to being elected. See clauses 9 and 10.~~

**Commented [TH26]:** Required by the ACT for all Officers of the Club. This includes all Committee members.

**Commented [TH27]:** The Act requires that we demonstrate that nominees have provided consent.

**Commented [BC28R27]:** I agree.

## 20) Treasurer

- a. The Treasurer shall keep true and correct accounts and books containing the particulars usually stated in books of a like nature so as to show the financial affairs of the Club and shall prepare and present to the Annual General Meeting a duly audited statement of the financial affairs of the Club during the preceding financial year and of its financial position at the end of that year.
- b. The Treasurer shall duly and promptly ~~file with~~ send to the Registrar of Incorporated Societies ~~any~~ such notices, returns and documents as the Registrar may from time to time require. ~~(as outlined in Rule 26).~~
- c. The Treasurer shall also attend to such other duties as may from time to time be required of him/her by the Committee.
- d. ~~The Treasurer shall operate bank accounts in the name of the Club. All Club funds shall be deposited in these accounts. At each Committee meeting the Treasurer shall provide the Committee with details of all account balances and of all money in and out.~~

**Commented [TH29]:** Not required by Act - but strongly recommended on their checklist.

**Commented [BC30R29]:** I agree

## 21) Auditor

The Treasurer's Annual Financial Statement and the Club's Accounts and Books shall be reviewed by a person registered with the New Zealand Institute of Chartered Accountants elected at the Annual General Meeting or any Extraordinary General Meeting, or failing such election, appointed by the Committee.

## 22) Financial Year

The financial year of the Club shall begin on the 1st day of November and end on the 31st day of October in the following year.

## 23) The Common Seal

- a. The Common Seal of the Club shall be kept by the Secretary and shall not be affixed to anything unless resolution to that effect has been passed by the Committee.
- b. The Seal shall only then be affixed by the Secretary in the presence of two other Members of the Committee, one of whom shall be an Executive Officer and those two shall sign such document, instrument deed, writing, paper, or other thing.

## 24) Winding Up/Dissolution of the Club

- a. The Club may be dissolved by the holding of a General Meeting of Club.
- b. Upon the ~~dissolution~~winding up of the Club, its property shall be disposed of in accordance with the directions given by the General Meeting of the Club. ~~;~~ ~~t~~The notice of the General Meeting ~~which~~ shall ~~have specified that~~ such disposal ~~is~~ the objective of the meeting.
- c. ~~If the General Meeting fails to provide~~ such directions, ~~provided that no part of the funds of the Club shall be used or made available to be used for the personal private profit of any member, then~~ the assets are to be realised, the liabilities paid off, and the surplus (if any); shall be donated to a charitable organisation deemed worthy by the Committee.
- d. Surplus assets cannot be distributed to any Member of the Club.

**Commented [TH31]:** Most of this is editorial - but the Act does require that we are clear how assets will be disposed of if the club is liquidated or removed from the Incorporated Societies register. (So need to be clear that we'll only dissolve the club via a General Meeting - and not simply if it's removed from the register.)

**Commented [BC32R31]:** Ought we use similar wording from the Act notes, something like "to an organisation having objectives consistent with the Club"?

**Commented [TH33]:** Required by Act

**Commented [BC34R33]:** I agree

## 25) Interpretation of this Constitution

- a. In any case of any dispute as to the interpretation for these Rules of this Constitution, the Committee shall be the sole authority and its decision shall be final.
- b. Should the dispute be a matter of procedure, arising at meeting, the Chairperson's decision shall be final.

## 26) Registrar of Incorporated Societies

- a. The Committee shall ensure that the Club fulfils all requirements necessary for the ongoing registration of the Club with the Registrar of Incorporated Societies.
- b. The Committee shall appoint Club Contact Persons who can manage inquiries from the Registrar of Incorporated Societies. This shall include the Club Treasurer, the Club President, and (optionally) one other person appointed by the Committee.
- c. The Treasurer shall duly and promptly file with the Registrar of Incorporated Societies any such notices, returns, and documents as the Registrar may require as per Rule 20.
- d. The Committee may at any time appoint a Member to assist the Treasurer in meeting the filing requirements of the Registrar of Incorporated Societies.
- e. Under the Incorporated Societies Act 2022, all Committee Members are considered Officers of the Club. All Officers of the Club are required by the Act to declare potential conflicts of interests in the Club Register of Interests.

**Commented [TH35]:** We're required to have at least 1 - and no more than 3 - contact people for the Register of Incorporated Societies. Here's my suggestion.

**Commented [BC36R35]:** I'm happy with this. I guess the president ought to be the default contact.

## 27) Disputes Resolution

- a. In the event of a dispute a Club Member may lodge a formal complaint with the Committee.
- b. The complaint must be in writing and state: -
- i. That the Member is starting a procedure for resolving a dispute in line with the Club Constitution.
  - ii. The nature of the allegation and whom the allegation is against. This information must be sufficient that the person whom the allegation is against is fairly advised of the allegation concerning them, with sufficient detail that enables them to prepare a response.
  - iii. Any other information reasonably required by the Committee.
- c. A Serious Allegation is a complaint that a Member: -
- i. has engaged in material misconduct; OR

**Commented [TH37]:** The Act requires we have this. I haven't read the Act but it appears it must cover 7 different requirements.

It seems overkill - BUT a lot of it actually protects the club (e.g. lists multiple ways we can satisfy the requirement for the complainant to be heard; ditto for the accused to be heard; etc.)

The sample text they provide is even longer. So the version here might need some careful checking and consideration.

**Commented [BC38R37]:** I've not checked this word for word, but if you copied it from the notes provided then I'm happy with it - easiest to just use their wording.

- ii. ~~has materially breached, or is likely to materially breach, a duty under the Club Constitution or bylaws or the Incorporated Societies Act 2022; OR~~
- iii. ~~has damaged the material rights or interests of a Member or the material rights or interests of Members generally.~~
- d. ~~The Committee shall ensure that the complaint is investigated, and an outcome determined. Disputes must be dealt with under the Constitution in a fair, efficient, and effective manner.~~
- e. ~~The Member making the complaint has the right to be heard before the complaint is resolved or any outcome determined. The Member may be taken to have been given the right if: -~~
  - i. ~~they have a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); AND~~
  - ii. ~~an oral hearing is held if the Decision Maker considers that an oral hearing is needed to ensure an adequate hearing; AND~~
  - iii. ~~an oral hearing (if any) is held before the Decision Maker; AND~~
  - iv. ~~the Member's written statement or submissions (if any) are considered by the decision maker.~~
- f. ~~The Member who is the subject of the complaint has the right to be heard before the complaint is resolved or any outcome determined. For a Serious Allegation a respondent may be taken to have been given the right if: -~~
  - i) ~~the respondent is fairly advised of all allegations concerning the respondent, with sufficient details and time given to enable the respondent to prepare a response; AND~~
  - ii) ~~the respondent has a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); AND~~
  - iii) ~~an oral hearing is held if the Decision Maker considers that an oral hearing is needed to ensure an adequate hearing; AND~~
  - iv) ~~an oral hearing (if any) is held before the Decision Maker; AND~~
  - v) ~~the respondent's written statement or submissions (if any) are considered by the Decision Maker.~~
- g. ~~The Committee may decide not to proceed further with the complaint if: -~~
  - i) ~~the complaint is trivial; OR~~
  - ii) ~~the complaint does not appear to involve a Serious Allegation (as defined by Clause 25c); OR~~
  - iii) ~~the complaint appears to be without foundation or there is no apparent evidence to support it; OR~~
  - iv) ~~the person who makes the complaint has an insignificant interest in the matter; OR~~
  - v) ~~the conduct, incident, event, or issue giving rise to the complaint has already been investigated and dealt with under the Constitution; OR~~
  - vi) ~~there has been an undue delay in making the complaint.~~
- h. ~~The Committee may refer the complaint to a subcommittee or external person to investigate and report back OR to investigate and make a decision. The Committee may also (with the consent of all affected parties) refer the complaint to any type of consensual disputes resolution (e.g. mediation, facilitation).~~

i. A person may not act as a Decision Maker in relation to a complaint if two or more members of the Committee (or a complaints subcommittee) consider that there are reasonable grounds to believe that the person may not be impartial OR able to consider the matter without a predetermined view.