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**Constitution**

**Of**

**Katikati Croquet Club**

**Incorporated**

(The 2021 Constitution)

# Katikati Croquet Club Incorporated

## 2019 Constitution Modified 27 June 2021

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# Constitution of the Katikati Croquet Club Incorporated

## Definitions

### 1.0 Definitions

#### 1.1 In this Constitution:

- (a) "Cheque" means a personal cheque or a Bank cheque;
- (b) "Club Meeting" means any Annual General Meeting, or any Special General Meeting, but not a Committee Meeting
- (c) "Committee" means the Management Committee of the Club;
- (d) "Committee meeting" means a meeting of the Management Committee;
- (e) "Committee member" means any member of the Management Committee;
- (f) "Electronic Meeting" means a meeting conducted by email or other electronic means with voting conducted by electronic response on a particular issue or matter relevant to the Club
- (g) "Constitution" means this Constitution, being the Constitution of the Club;
- (h) "Majority vote" means any vote made by more than half (50% of members) of the financial members of the club for electronic voting or 50% who are present at a meeting and who are entitled to vote and voting at that meeting upon a Resolution put to that meeting;
- (i) "Meeting" means any Annual General Meeting, any Special General Meeting, and any committee meeting;
- (j) "Money or Other Assets" means any real or personal property or any interest therein, owned or controlled to any extent by the Club;
- (k) "Naming rights" means the right for a Sponsor to incorporate its name or logo or other name of the Sponsor's choice in to the Club's name as part of a financial support agreement made between the Club and the Sponsor.
- (l) "Patron" means any person appointed by the Committee to the position of Club Patron.

- (m) "Payment" means any transfer of legal tender by cash, electronic transfer, bank cheque, or any other means of paying legal tender, and includes payment by personal or bank cheque;
- (n) "Sponsor" means any commercial or other institution with whom the Club negotiates financial or other support arrangements for an agreed term.
- (o) "Term" means one calendar year from the date of election at the Club's Annual General Meeting until the date of following Annual General Meeting.
- (p) "Use of Money or Other Assets" means to use, handle, invest, transfer, give, apply, expend, dispose of, or in any other way deal with, money or other assets;
- (q) "Written Notice" means hand written, printed or electronic communication of words or a combination of these methods.

## **The Club**

### **2.0 Name**

- 2.1 The name of the Club shall be the Katikati Croquet Club Incorporated hereinafter referred to as the 'Club'.

The Club may negotiate a financial sponsorship including the granting of "naming rights" for an agreed term, with any commercial or other institution. Where "naming rights" have been agreed upon, the institution's name, hereinafter referred to as "the Sponsor" or any other name selected by the Sponsor, shall immediately precede the Club's name or shall be inserted between the words Katikati and Croquet in the Club's title.

- 2.2 The Club is constituted by resolution dated 18<sup>th</sup> July 2007

### **3.0 Registered Office**

- 3.1 The Registered Office of the Club is:

Katikati Croquet Club Incorporated  
The Clubhouse  
Hunter Reserve  
Wharawhara Road  
Katikati 3178

## **4.0 Purpose of Club**

- 4.1 (a) To provide and maintain facilities for the members in Katikati or its environs for playing the games of Association Croquet, Golf Croquet and all other variations of the sport endorsed by Croquet New Zealand.
- (b) To affiliate with and support Regional and National Croquet Associations.
- (c) To encourage the growth of the Club as a sporting and social recreational activity through the active promotion of croquet.
- (d) To do anything necessary or helpful to achieve and promote the above purposes.

## **Management of the Club:**

### **5.0 Management Committee**

5.1 The Club shall have a management committee comprising the following Executive Officers:

- (a) A President, who shall act as Chairperson at all meetings;
- (b) A Vice President who shall act as Chairperson at all meetings in the absence of the President;
- (c) A Secretary, who shall act as Chairperson at all meetings in the absence of both the President and Vice President;
- (d) A Treasurer (The positions of Secretary and Treasurer may be combined);
- (e) Club Captain/s (The position may be split to provide for Association and Golf Croquet officers)

and

such other members as the Club shall decide.

5.2 All Ordinary members, Junior members & Life members of the Club may be Committee members

5.3 There shall be a maximum of eleven (11) Committee members inclusive of the six (6) Executive Officers.

5.4 The quorum for all Committee meetings shall be more than half (50%) of the Committee membership.

- 5.5 Meetings of the Committee shall be convened by either the Secretary or the President or in the absence of the President, the Vice President.
- 5.6 At all meetings of the Committee voting on all questions shall be by voice, or if so called for by one Member, by show of hands .The President, Vice President or Secretary acting as Chairperson shall have a casting vote as well as a deliberative vote.
- 5.7 Any Club member may attend a Committee meeting as an observer but shall enjoy no voting rights at such meeting. However, any Club member may enjoy speaking rights at a Committee Meeting, provided they have notified the Secretary at least 24 hours prior to the date of the meeting of the subject matter they wish to address and are invited to speak by the Chair of the meeting.

## **6.0 Election of Committee Members**

- 6.1 At an Annual General Meeting, the members may decide by majority vote:
- (a) How large the Committee shall be;
  - (b) Who shall hold the titles of President, Vice President, Secretary, Treasurer, and golf and association Club Captain/s;
  - (c) Whether any Committee member may hold more than one title;
  - (d) For how long a term each person's appointment to the Committee shall last ("the Term").

## **7.0 Cessation of Committee Membership**

- 7.1 Persons cease to be Committee members when:
- (a) They resign by giving written notice to the Committee;
  - (b) They are removed by majority vote of the Club at a Club Meeting.
  - (c) Their term expires.
  - (d) They cease to be financial members of the Club.
  - (e) If any Committee member is absent from three consecutive meetings without leave of absence the Chairperson may declare that person's position to be vacant.
- 7.2 If a person ceases to be a Committee member, that person must within one month return to the Committee all pertinent Club documents and property.

## **8.0** Nomination of Committee Members

- 8.1 Nominations for membership of the Committee shall be called for at least twenty-eight (28) days before an Annual General Meeting. Each candidate shall be proposed and seconded in writing by members and include the nominated member's written consent to stand for office. The completed nomination shall be delivered to the Secretary personally or may be completed on a Nomination Form posted on the Club notice board by the Secretary. Nominations shall close at 5pm on the twenty-first (21st) day before the Annual General Meeting. The Secretary shall confirm all nominations received by posting a consolidated notice of receipt upon the notice board at least fourteen (14) days before the Annual General Meeting.
- 8.2 All retiring members of the Committee shall be eligible for re-election.
- 8.3 If the position of any committee member becomes vacant between Club meetings, the Committee shall, if it deems it expedient to do so, appoint another Ordinary, Junior or Life member to fill that vacancy until the next Club meeting.
- 8.4 The Committee, if it considers it appropriate, may co-opt any club member with special skills or knowledge to serve on the Committee from time to time and for a term the Committee thinks fit.

## **9.0** Role of the Committee

Subject to the Constitution of the Club, the role of the Committee is to:

- Encourage and promote the playing of all forms of croquet within Katikati and its environs;
- Administer, manage, and control the Club;
- Carry out the purposes of the Club, and use money or other assets to do that;
- Raise funds for purposes of expansion, extension, building or acquisition of assets as considered necessary for successful operation of the Club;
- Manage the Club's bank account/s;
- Ensure accurate and complete records(electronic) are kept of all Club activities, meetings and financial accounts;
- Ensure that all members comply with the Club Constitution;
- Decide how a person becomes a member, and how a person ceases being a member;
- Decide the times and dates for meetings, and set the agenda for meetings;

- Ensure all Ordinary, Associate, Junior and Life members are notified of all Special and Annual General Meetings fourteen (14) days in advance of such meetings, and to provide an agenda of the business to be transacted at such meetings;
- Decide the procedures for dealing with complaints;
- Consider and recommend to the Annual General Meeting membership fees, including joining fees, annual subscriptions and/or levies;
- Submit to the Annual General Meeting an Annual Report and a Statement of Financial Accounts and Balance Sheet for the preceding year;
- Make appropriate regulations
- Appoint personnel deemed necessary to fulfil the Club's objectives
- If deemed expedient seek, identify and appoint a suitably qualified person to the office of Club Patron

9.1 The Committee has all the powers of the Club as expressed within this Constitution.

9.2 Decisions of the Committee bind the Club, unless the Committee's power is limited by this Constitution or by a majority decision of the Club.

## **10.0 Roles of Executive Officers**

10.1 The roles of the Club Executive Officers are defined in Annexure "A" of this Constitution.

10.2 The roles of Club Executive Officers as defined in Annexure "A" may be changed from time to time by the management committee as it sees fit or by the Club at any Club meeting. Such changes may be implemented without the need to file an amendment to the Club's Constitution with the Registrar of Incorporated Societies.

## **Club Membership**

### **11.0 Types of Members**

11.1 A member may be an Ordinary member, Associate member, junior member or Life member.

11.2 An Ordinary member, Associate member or Junior member has the rights and responsibilities set out hereunder:



- (a) An Ordinary member shall enjoy full playing rights and use of Club amenities, full voting rights and may stand for Executive Officer or Committee appointment by payment of the joining fee (if any), annual subscription and /or levies as defined in clauses 12.1 and 12.2 hereto;
- (b) An Associate member of the Katikati Croquet Club is a member who remains an ordinary member of any croquet club recognised by Croquet New Zealand) and considers that club to be his/her primary membership.

An Associate member shall enjoy playing rights and use of Club amenities provided no Ordinary member is impeded or prevented from reasonably exercising and enjoying their rights of membership.

An Associate member shall be entitled to play in Club Championship events and be eligible to represent the Club in any inter-club, provincial, inter-provincial, national ranking or championship events or coaching clinics provided they have paid their annual subscription( including the annual BOPCA levy)

An Associate member may not be elected to any Executive Office or to the Committee.

An Associate member may speak at Annual General or Special General Meetings but may not vote.

Associate membership shall be confirmed by payment of the joining fee (if any), annual subscription including the BOPCA annual levy minus the CNZ levy as defined in Clauses 12.1 and 12.2 hereto.

- (c) A Junior member shall be under the age of eighteen (18) years as at 1<sup>st</sup> April in any year, when approved for or renewing membership, and upon payment of any joining fee (if any), and the annual subscription and/or levies as defined in Clauses 12.1 and 12.2 hereto.

A Junior member shall enjoy full playing rights and use of Club amenities provided no Ordinary Member is prevented from exercising and enjoying their rights of membership.

A Junior member may play in Club Championship events and may represent the Club in any inter-club, provincial, inter-provincial, national ranking or championship events or coaching clinics.

A Junior member shall be eligible to serve on the Committee but may not hold any Executive Officer position.

A Junior member may speak and vote at Annual General or Special General Meetings.

- 11.3 A Life member is a member who is acknowledged as having contributed outstanding service to the Club. A Life member has all the rights, privileges and responsibilities of an Ordinary member (including the right to vote), but does not pay annual subscriptions, levies or other Club charges.

## **12.0** Joining Fees, Subscriptions and Levies

- 12.1 The Club shall decide by majority vote following a Notice of Motion and Resolution at the Club's Annual General Meeting:
- (a) What every Ordinary, Associate, or Junior member must pay to join the Club ("Joining Fee"); and
  - (b) What every Ordinary, Associate, or Junior member must pay by way of annual subscription ("Annual Subscription") in order to remain a member of the club.
- 12.2 The Committee may by majority vote recommend to a Club Meeting a levy or levies on members with a total not exceeding twenty per centum (20%) of the annual subscription set for any financial year. A levy shall only be invoked by the Committee to cover unusual, extraordinary or unforeseen immediate expenditure of the Club and not covered by the Club's available liquid funds.
- 12.3 Annual Subscriptions shall become due and payable no later than one calendar month from the 1<sup>st</sup> April each year.

The subscriptions shall be set by the membership at the Annual General Meeting preceding the financial year to which subscriptions apply.

If any member fails to pay an Annual Subscription or levy by the due date in any financial year that Member shall have a further seven days to pay the Annual Subscription or levy.

In addition the member shall be suspended (without being released from the obligation of payment) and shall not be entitled to participate in any Club, Inter-Club, Provincial or National activity until the arrears are paid in full.

- 12.4 Where any new application for membership is approved by the Committee between 1<sup>st</sup> May and 31<sup>st</sup> January in any financial year, the member's subscription for that year will be reduced on a pro-rata basis from the full or limited subscription struck for the financial year at the club's Annual General meeting or Special General Meeting.

Where any new application for membership is approved by the committee after the 1<sup>st</sup> February in any financial year the new member's subscription shall be paid in full and their membership will apply to the remainder of that financial year and the new financial year commencing 1<sup>st</sup> April

- 12.5 Should any Member through genuine ill health, financial adversity or other circumstances be unable to pay any current year's Annual Subscription or levy the Committee is empowered, at its discretion, to waive that member's annual subscription or levy or make such arrangement for payment as it deems expedient.

### **13.0 Admission of Members**

- 13.1 To become an Ordinary member, Associate member, or Junior member, a person ("the Applicant") must:
- (a) Complete an application form, if the Committee requires this; and
  - (b) Supply any other information the Committee requires.
- 13.2 The Committee may interview the Applicant when it considers membership applications.
- 13.3 The Committee shall have complete discretion on deciding whether or not to approve any Applicant for Ordinary, Associate, or Junior membership. The Committee shall advise an Applicant of its decision, and that decision shall be final.
- 13.4 An Ordinary member may become a Life member only if:
- (a) The Committee recommends that the Club should appoint the Ordinary member as a Life member; and
  - (b) The Club passes a resolution appointing the Ordinary member as a Life member by a two-thirds (2/3rds) majority of those members present and voting.

### **14.0 The Register of Members**

- 14.1 The Secretary shall keep a register of Members ("the Register"), which shall contain the names, addresses, telephone numbers and e-mail addresses (if any) of all members.
- 14.2 If a member's address, telephone number, or e-mail address changes the member shall advise the details to the Secretary as soon as practicable.
- 14.3 Each member shall provide such other personal information relevant to croquet as the Committee requires.

### **15.0 Cessation of Membership**

15.1 Any member may resign by giving a written or electronic mail notice to the Secretary.

15.2 A Member may have his/her membership terminated by the following procedure:

- (a) If, for any reason whatsoever, the Committee is of the view that a member is breaching the Constitution, or acting in a manner inconsistent with the purposes of the Club, the Committee may give written notice of this to the member ("the Committee's Notice")

The following is a non-exclusive list defining unacceptable conduct which may lead to termination of membership:

- Persistent displays of poor sportsmanship;
- Wilful and persistent failure to observe the Laws and Rules of Croquet in all its various codes;
- Persistent and wilful displays of bad manners exhibited toward Committee and Club members and visiting players from other Clubs;
- Acts of sexual discrimination and/or harassment against fellow Club members;
- Conviction for any criminal offence attracting a jail sentence in excess of 6 months;
- Commitment of any act which brings the Club into disrepute

The Committee's Notice must:

- (i) Be delivered to the member by registered mail or any equivalent postal service or by any form of commonly used electronic mail.
  - (ii) Explain how the member is breaching the Constitution or acting in a manner inconsistent with the purposes of the Club;
  - (iii) State what the member must do in order to remedy the situation; or state that the member must write to the Committee giving reasons why the Committee should not terminate the member's membership;
  - (iv) State that if, within fourteen (14) days from the despatching of the Committee's Notice to the member, the member has neither taken satisfactory remedial action nor given the Committee a written explanation, the Committee may in its absolute discretion immediately terminate the member's membership.
  - (v) State that if the Committee terminates the member's membership, the member may appeal to the Club.
- (b) Fourteen (14) days after despatching the Committee's Notice, the Committee may in its absolute discretion by majority vote terminate the member's membership by giving the member written notice which takes effect

immediately, delivered by registered mail or any equivalent postal service or by any form of commonly used electronic mail ("the Termination Notice").

The Termination Notice must state that the member may appeal to the Club at a Special General Meeting convened for the purpose by giving written notice to the Secretary ("the Member's Notice") within fourteen (14) days of the member's receipt of the Termination Notice.

- (c) If the member delivers a member's notice to the Secretary, the member will have the right to be heard at a Special General Meeting convened for the purpose. The member's notice must be accompanied by a written explanation of the events as the member sees them ("the member's explanation")

The Secretary shall attach a copy of the member's notice and explanation when advising members of the calling of a Special General Meeting to deal with the matter.

- (d) After the member is heard at the Special General Meeting, Club Members may question the Member and the Committee Members on issues relating to the members termination
- (e) The Club shall then by majority vote decide whether to let the termination stand, or whether to reinstate the member. The Club's decision shall be final.

## **16.0** Re-admission of former Members:

- 16.1 Any former member who has resigned may apply for re-admission in the same way as a new applicant. Where a former member's membership was terminated by the Committee or the Club, the applicant shall not be readmitted without the approval of the Committee or the Club by majority vote.

## **17.0** Obligations of Members:

- 17.1 All members shall promote the purposes of the Club and shall do nothing to bring the Club into disrepute.

## **18.0** Privacy Act 1993

- 18.1 A condition of Club membership, pursuant to the Privacy Act 1993, requires member's written consent for personal information in the form of full name, residential address, telephone number, e-mail address to be included in the Club's membership roll together with such other information as the Committee shall reasonably require.

- 18.2 The Club shall also have the right to pass on all or any of a member's personal information contained in the membership roll to Regional and/or National Croquet Associations.

## **Money and Other Assets of the Club**

### **19.0 Use of Money and Other Assets**

- 19.1 The Club may only use money and other assets if:
- (a) It is for an exclusive purpose and of benefit for the Club;
  - (b) It is not for the sole personal or individual benefit of any member; and
  - (c) The Proposed Use has been approved by either the Committee or by a majority vote of the Club.

### **20.0 Financial Year**

- 20.1 The financial year of the Club begins on 1<sup>st</sup> April of every calendar year and ends on 31<sup>st</sup> March of the following calendar year and members' subscriptions set at the Annual General Meeting relate to this period.

### **21.0 Control & Use of Funds**

- 21.1 All monies received by or on behalf of the Club shall be deposited for the credit of the Club, in a Club account at a Registered Bank approved by the Committee.
- 21.2 All cheques and/or withdrawal forms and electronic transfers must be signed, one or severally by the President, Vice President, Secretary, Treasurer, or nominated Committee members. Changes in executive officers and Committee membership personnel with signatory authority shall be registered with the Club's bankers as soon as practicable after their election.
- 21.3 The Committee may from time to time invest or reinvest monies with Registered Banks or other financial institutions upon such terms and conditions as the Committee at its sole discretion sees fit.
- 21.4 The Club by Notice of Motion and Resolution, and by two-thirds (2/3rds) majority of the Members present at an Annual General or Special General Meeting has the power to borrow or raise money from time to time, by the issue of fully secured debentures, bonds, mortgages or other securities it may hold or issue.

### **22.0 Appointment of an Independent Qualified Accounting Reviewer**

- 22.1 There is no requirement for the financial records of the Club to be reviewed or audited, however at any AGM the Club may if it so chooses vote to have the

financial records of any financial year reviewed or audited by an appropriately qualified independent Reviewer

- 22.2 If the club is required to appoint an Accounting Reviewer, the reviewer must not be a member of the club and must be a member of the New Zealand Society of Accountants. The reviewer shall review the clubs accounts in accordance with the AGM decision and confirm approval of the club's financial affairs. The secretary must advise all members of the reviewer's findings.

# **Additional Powers**

## **23.0 Additional Powers**

- 23.1 The Club may:
- (a) Employ people for the purposes of the Club;
  - (b) Exercise any power a trustee might exercise;
  - (c) Invest in any investment that a trustee might invest in;
  - (d) Borrow money and provide security for such borrowings if authorised by a majority vote at any Club Meeting or electronic meeting of all the membership;
  - (e) The Committee may negotiate financial sponsorship agreements by the granting of 'naming rights' to such Sponsor/s as a prefix to the Club's Name, with commercial or other institutions upon such terms and conditions as the Committee in its discretion sees fit.

# **Conduct of Meetings**

## **24.0 Club Meetings**

- 24.1 A Club Meeting is either an Annual General Meeting or a Special General Meeting where members attend or an "electronic meeting" conducted by email or other electronic means.
- 24.2 The Annual General Meeting shall be held once every calendar year no later than 30th June. The Committee shall determine when and where the Club shall meet to conduct the business of the Annual General Meeting.
- 24.3 The Committee may call a Special General Meeting at any time.

The Committee must call a Special General Meeting if the Secretary receives a written request signed by a minimum of five (5) members. The request shall include the purpose of the proposed Meeting and the Special General Meeting shall be conducted within twenty-one (21) days from the date of such request.

No business other than that of which notice has been given shall be considered at any Special General Meeting.

- 24.4 If the Committee sees fit the business for a Special General Meeting may be conducted as an Electronic Meeting.
- 24.5 The Secretary shall give all members at least seven (7) days written notice, delivered by mail service or by any form of commonly used electronic mail, of the



calling of any Annual General Meeting or Special General Meeting or Electronic Meeting together with an agenda for such meeting incorporating the following, but not exclusive, matters:

- (a) The business to be conducted at any Club Meeting;
- (b) A copy of the Annual Report, reviewed Statement of Accounts (and if thought desirable a Balance Sheet), if the Club Meeting is an Annual General Meeting;
- (c) A closed list of nominees for the Committee, and information about those nominees if it has been provided. (The Secretary must not provide Members with information exceeding one side of an A4 sheet of paper per nominee).
- (d) Notice of any motions and the Committee's recommendations about those motions.
- (e) Provided the Secretary has sent notice to all members in good faith, the meeting and its business shall not be invalidated simply because one or more members do not receive the notice.

24.6 All financial members may attend and speak at Club meetings, however voting rights may only be exercised by Ordinary or Life members

24.7 No club meetings may be held unless at least 25% of all listed financial ordinary members and life members are present at the meeting or 10 listed financial ordinary members and life members, whichever is the lower.

24.8 The President shall chair Club Meetings. If the President is absent, the Vice President shall chair the meeting. If both the President and Vice President are absent the Secretary shall chair the meeting.

In the event the Secretary is also absent, the Club shall elect another Committee member to chair the meeting

Any person chairing a Club meeting has a casting vote as well as a deliberative vote.

24.9 On any given motion at a Club meeting, the Chairperson shall in good faith determine whether to vote by:

- (a) Voices;
- (b) Show of hands; or
- (c) Secret ballot.

However, if any member demands a secret ballot before a vote by voices or show of hands has begun, voting must be by secret ballot. If a secret ballot is held, the Chairperson shall have a casting vote as well as a deliberative vote.

A declaration by the Chairperson that a motion or amendment has been carried or defeated and an entry in the minute book to that effect and signed by the Chairperson shall be conclusive evidence of the fact.

- 24.10 An Ordinary or Life member unable to attend any Annual General Meeting or Special General Meeting may cast a proxy vote on any motion provided an unambiguous written voting instruction is delivered to the Secretary no later than one (1) hour prior to the meeting.
- 24.11 The business of an Annual General Meeting shall be:
- (a) Confirmation of minutes as a true and correct record of the previous Annual General Meeting and any previous unconfirmed Special General Meetings.
  - (b) The President's report on the business of the Club for the immediate past year, which must include commentary on the playing activities of the Club as supplied by the Club Captain/s and the care and maintenance of the Club's lawns as supplied by the Greenkeeper.
  - (c) The Treasurer's report on the finances of the Club, and presentation of the Statement of Accounts and a Balance Sheet);
  - (d) Election of Executive Officers and Committee members to manage Club affairs for the next twelve (12) months;
  - (e) Appointment of an Independent Qualified Financial Reviewer for the the financial year, if the AGM requires review of the clubs annual accounts ;
  - (f) To fix Joining Fees (if any), Annual Subscriptions and visitor green fees for the forthcoming year;
  - (g) To consider and vote upon plans for the balance of the current and next calendar years; and
  - (h) To consider any other general business.

## **25.0** Motions at Club Meetings

- 25.1 Any Ordinary member or Life member may request that a motion be voted on ("Member's Motion") at a particular Club meeting, by giving written notice to the Secretary at least seven (7) days before the next scheduled Committee meeting. The Ordinary Member may also provide information in support of the motion ("Members Information"). The Committee may in its absolute discretion decide

whether or not the Club will vote on the motion. If the Committee decides in favour of the Club's voting on the motion then clause 25.1 (b) applies.

However, if the Ordinary member's motion is signed by a minimum of five (5) Ordinary members:

- (a) It must be voted on at the Club meeting chosen by the member; and
- (b) The Secretary must deliver the Ordinary member's Notice of Motion and Information to all members a minimum of seven (7) days before the Club meeting chosen by the Ordinary member. The Secretary's delivery of the Notice shall be by mail service or by any commonly used form of electronic mail; or

If the Secretary fails to do this, the member has the right to raise the motion at the following Club meeting.

25.2 Any Ordinary or Life member may introduce a motion from the floor of any Annual General Meeting or Special General Meeting provided:

- (a) It is relevant to the business of the meeting or general management of the Club.
- (b) Motions proposing amendments to the Club Constitution, election of Club Officers and Committee members or governance of the Club must be proposed under the rules of Clause 25.1
- (c) Motions from the floor at Special General Meetings must be relevant and pertinent to the business of the Special General Meeting.

## **26.0 Committee Meetings**

26.1 It is the duty of the Committee to:

- (a) Act on behalf of the Club between Annual General Meetings in all matters relevant to the Club's property, conduct, interests and objectives;
- (b) If deemed expedient to do so appoint a suitably qualified person to the office of Club Patron and endeavour to keep the office continually filled.

The appointee need not be an active participant in the sport of croquet but should be supportive of the Club's aims and objectives and well known in the local community.

The appointment shall be for a term agreed between the Committee and the appointee and may be extended for further term/s by mutual agreement. The Committee shall also have the right to remove an appointee from office

if, in the Committee's opinion, the appointee fails to or is incapable of fulfilling the role of Club Patron.

- (c) Ensure accurate and complete records of all activities, meetings and financial accounts are kept;
- (d) Ensure all Ordinary, Associate, Junior and Life members are notified of all Annual General and Special General Meetings and to provide an agenda of the business to be transacted fourteen (14) days in advance of such meetings;
- (e) Submit to the Annual General Meeting an Annual Report and a Reviewed Statement of Accounts (and if thought desirable a Balance Sheet) for the preceding financial year

26.2 The President shall act as Chairperson at Committee meetings, or if the President is absent the Vice President shall chair the meeting.

In the event that both the President and Vice President are absent, the Secretary shall chair the Committee meeting.

If the Secretary is also absent, the Committee shall elect a Committee member to chair that meeting.

26.3 Decisions of the Committee shall be by majority vote.

26.4 The President or person acting as Chairperson has a casting vote as well as a deliberative vote.

26.5 Only Committee members present at a Committee meeting may vote at that Committee meeting.

26.6 Subject to this Constitution, the Committee may regulate its own practices including the establishment of sub-committees.

## **27.0 Irregularities of Meeting**

27.1 Any decisions made by the Committee during Committee meetings or the Club at Annual General or Special General Meetings shall be void where:

- (a) Such meeting was improperly convened;
- (b) There were irregularities in the conducting of proceedings;
- (c) There were irregularities in the conducting of elections and /or voting on any motion.

27.2 A void decision made in terms of Clause 27.1 (a) to (c) may be ratified.

A Notice of Motion correcting the void decision, signed by two (2) Committee members in the case of a Committee meeting, or five (5) Ordinary and/or Life members in the case of an Annual General or Special General Meeting and passed by a majority of members shall validate the previously void decision.

## **Signing of Documents**

### **28.0 Signing of Documents**

28.1 The Club shall have a Common Seal and the Secretary or Treasurer shall be responsible for its safe custody and control its use. A document shall be executed on behalf of the Club if:

- (a) The Common Seal is attached to the document; and
- (b) The document is witnessed by any one of the President, Vice President, Secretary or Treasurer, and countersigned by one other Member of the Committee.
- (c) The Common seal shall only be affixed to any Deed, Document, Paper Writing, or other Instrument constituting a contract or other legally enforceable agreement pursuant to a resolution previously adopted by the Committee or Club at any properly convened meeting called under the Club's Constitution.

## **Altering the Constitution**

### **29.0 Altering the Constitution**

29.1 The Club may alter, replace or otherwise amend this Constitution at a Club Meeting by a resolution passed by a more than two thirds (2/3rds) majority of eligible Members present and voting.

29.2 Any proposed motion to alter, replace or otherwise amend this Constitution shall be signed by at least five (5) Ordinary and/or Life members. The proposed Motion shall be in writing and given to the Secretary at least fourteen (14) days before the Club meeting at which the motion is to be considered, and be accompanied by a written explanation of the reasons for the proposal.

29.3 No alteration, replacement or other amendment to the Club's Constitution shall be voted upon if such alteration, replacement or amendment in any way alters the Club's charitable status as approved under Section 61 (25) and (27) of the Income Tax Act 1976

29.4 At least seven (7) days before a General Meeting at which any change/s to the Constitution is/are to be considered the Secretary shall give all members written

notice of the proposed motion, the reasons for the proposal/s, and any recommendations on such proposal/s from the Committee.

The Secretary's notice of the motion/s shall be delivered by mail service or by any commonly used form of electronic mail.

- 29.5 When a Club Meeting approves a change to the Constitution, the Committee shall cause to be filed with the Registrar of Incorporated Societies advice of such change in the required form. Implementation of the change/s to the Constitution shall not take effect until this is done

## **Pecuniary Gain**

### **30.0 Pecuniary Gain**

- 30.1 No Club member shall receive or obtain preferential pecuniary gain from the property or operations of the Club. However, the Club may pay an Honorarium to any member subject to members' approval at any Annual General Meeting or Special General Meeting.

## **Winding Up**

### **31.0 Winding Up**

- 31.1 The Club may be wound up in accordance with Section 24 of the Incorporated Societies Act 1908, namely by a resolution of the majority of the members at a Special General Meeting, provided that such resolution is confirmed at a subsequent Special General Meeting called for the purpose, and held not earlier than 30 days, after the date on which the resolution to be confirmed was passed.
- 31.2 If the Club by Resolution passed at a properly convened Special General or Annual General Meeting decides to wind up its affairs:
- The Club's debts, costs and liabilities shall be paid;
  - Surplus money and Other assets of the Club shall be disposed of
    - (i) By resolution; and
    - (ii) According to the provisions of the Incorporated Societies Act 1908; but
  - No distribution shall be made to any Member;
  - The surplus money and Other assets shall be distributed to the Bay of Plenty Croquet Association Incorporated for the benefit and development of croquet within its area of jurisdiction or to any sports, cultural or charitable organisation based in Katikati or its vicinity.

# Annexure "A"

## Roles of the Executive Officers:

1. The President's role is to:
  - (a) Ensure that the Constitution is followed;
  - (b) Convene Meetings;
  - (c) Chair Meetings, deciding who may speak and when;
  - (d) Oversee the operation of the Club;
  - (e) Give a report on the operation of the Club at each Annual General Meeting;
  - (f) Advise the Registrar of Incorporated Societies of any changes to the Club Constitution;
  - (g) Ensure that the Club files an Annual Return with the Registrar of Incorporated Societies.
  
2. The Vice President's role is to carry out the responsibilities listed in Clause 1 (a) to (g) in the absence of the President.
  
3. The Secretary's role is to:
  - (a) Record the minutes of meetings;
  - (b) Keep the Register of Members; (For details of the Register refer Clause 14.0)
  - (c) Hold the Club's non-financial records, documents and books in electronic format;
  - (d) Receive and reply to correspondence as required by the Committee;
  - (e) Share retention of the Common Seal of the Club with the Treasurer, if the Club has a common seal;

- (f) Carry out the responsibilities of Clause 1(a) to (g) in the absence of the President and Vice President.

4. The Treasurer's role is to:

- (a) Collect and receive all payments made to the Club. These payments must be banked within seven days of receipt by the Treasurer;
- (b) Hold and keep true and correct records in the Club's account books, so that the Club's financial situation can be clearly understood at any time;
- (c) Give a financial report and Statement of Accounts (including an Income and Expenditure Account and a Balance Sheet) at each Annual General Meeting or more often if either the Committee or a majority of the Club decides this in a Meeting;
- (d) Forward the Annual Financial Statements for the Club to the Registrar of Incorporated Societies following approval of the accounts by the Members at an Annual General Meeting.
- (e) Share retention of the Common Seal of the Club with the Secretary, if the club has a common seal.

5. The Club Captain/s role is/are to:

- (a) Prepare playing schedules for Club domestic activity;
- (b) Prepare and manage playing schedules for all Club Trophy competitions;
- (c) Liaise with Regional and National Association executives to arrange Club member access for coaching, umpire training and other Croquet education programmes.
- (d) Act as Chairperson/s of match Committee/s and any Selection Committee/s to prepare Club representative teams for local, provincial or national competitions.
- (e) Ensure that all play conducted by the Club complies with the current Laws and Rules for Association, Golf and other forms of Croquet as promulgated by Croquet New Zealand.