



New Plymouth Club Constitution

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RULES OF NEW PLYMOUTH CLUB INCORPORATED

1. NAME

1.1 The name of the Club shall be New Plymouth Club Incorporated.

2. DEFINITIONS AND INTERPRETATION

2.1 **Definitions:** In these Rules, unless the context requires otherwise:

"**Adjunct**" means an adjunct or section of the Club formed for sporting and special interest groups within the Club.

"**Annual Subscription**" is the amount payable annually by members in accordance with Rule 7.

"**Association**" means Clubs New Zealand Incorporated.

"**Auditor**" means the Club's auditor pursuant to Rule 15.

"**By-laws**" means the processes (rules) that are adopted at the time of formation of the Club or at a later date, that do not form part of the Regulations and may be added or changed or rescinded by the Members of the Club or by a majority vote at an Executive Committee without reference to the Registrar of Incorporated Societies pursuant to Rule 5.1(i), as amended from time to time.

"**Chairman**" means the person who is chairman of a Meeting.

"**Club**" means New Plymouth Club

"**Constitution**" means a set of fundamental principles (rules made up of regulations and by-laws) established to form and govern the Club. These principles together make up, i.e. constitute, what the Club is. When these principles are written down into a single or set of legal documents, these documents may be said to comprise a written constitution.

"**Corporate Member**" means any legal entity other than an individual that has been accepted by the Club as a Corporate Member pursuant to Rule 6

"**Country Member**" means a person elected to Country membership of the Club pursuant to Rules 6.1 (e).

"**Executive**" means the Club's committee of management as set out in Rule 12.

"**Executive Meetings**" means a meeting of the Executive Committee.

"**Executive Member**" means one of the people comprising the Executive Committee set out in Rule 12.2.

"**Financial Member**" means any Ordinary Member, Senior Member, Country Member, Junior Member, Youth Member, Corporate Member or Life Member with no outstanding subscription or other payment to the Club overdue.

"**Financial Statements**" means the Club's balance sheet and statement of accounts made up to the last day of the Year.

"**General Meeting**" means an Annual General Meeting or Extraordinary General Meeting of the Club.

"**In Committee**" means that no minutes or record of debate is kept, and that the debate is confidential to those attending the meeting concerned and "Into Committee" has a corresponding meaning.

"**Junior Member**" means a member accepted to Junior Membership by the Club pursuant to Rule 6.

"**Legal Purchasing Age**" means the age at which a person may be sold or supplied with liquor under the Sale and Supply of Alcohol Act 2012.

"**Life Member**" means a person elected to life membership of the Club pursuant to Rules 6.1 (f).

"**Meeting**" means a General Meeting or a Committee Meeting.

"**Member**" means any Ordinary Member, Senior Member, Junior Member, Youth Member, Corporate Member or Life Member as set out in Rule 6.

"**Month**" means calendar month.

"**Ordinary Member**" means a member accepted to Ordinary Membership by the Club pursuant to Rule 6.

"**Person**" includes an individual, partnership, firm, company, body corporate, association, organisation or any other entity or organisation whether incorporated or not.

"**President**" means the Club's president elected pursuant to Rule 12.4.

"**Rules**" means individual regulations and/or by-laws that are set in place for guidance, in their various forms, for the efficient management and operation of the Club. Together all the rules form the Club Constitution.

"**Regulations**" means processes (rules) that regulate individual and group behaviour, leading to conformity and compliance to the rules of the Club and which the regulations can only be changed by a majority vote at a General Meeting or Extra Ordinary General Meeting following the required days Notice of Motion. Changes must be referred to the Registrar of Incorporated Societies pursuant to Rule 5.1(i), as amended from time to time.

"**Secret Ballot**" means a method of voting where the count is not open to dispute and the identity of those voting for or against the motion can be kept secret.

"**Secretary**" means the Club's secretary appointed pursuant to Rule 16.

"**Treasurer**" means the Club's treasurer appointed pursuant to Rule 14.

"**Vice-President**" means the Club's vice-president elected pursuant to Rule 12.4.

"**Year**" means the Club's financial year of 1st June to 31st May (for accounting purpose only)

"**Youth Member**" means a member accepted to Youth Membership by the Club pursuant to Rule 6.

2.2 **Interpretation:** In these Rules, unless the context otherwise requires:

a) the table of contents and headings are inserted for convenience only and shall be ignored in construing these Rules;

b) where any word or expression is defined in these Rules, any other grammatical form of that word or expression has a corresponding meaning;

- c) the singular includes the plural and vice versa;
- d) reference to any legislation or to any provision of any legislation (including regulations and orders) includes:
 - (i) that legislation or provision as from time to time amended, re-enacted or substituted; and
 - (ii) any statutory instruments, regulations, rules and orders issued under that legislation or provision; and
- e) where a number is expressed as a percentage, the resulting number shall be rounded down to the nearest whole number below it.

3. REGISTERED OFFICE

- 3.1 The registered office of the Club shall be at 49-57 Gill Street New Plymouth or such other place as the Executive Committee shall from time to time decide.

4. OBJECTS

- 4.1 The objects for which the Club is established are as follows:
 - a) To conduct, administer and maintain a Club for its members and for such persons as are authorised from time to time in accordance with the terms of any charter or licence granted to the Club;
 - b) To provide amenities and cultural activities;
 - c) To promote sports; and
 - d) Generally to provide an atmosphere where the members may meet and enjoy companionship with one another.

5. POWERS

- 5.1 The Club has the power to do the following in the pursuance of its objects, subject to any limitation imposed by these Rules:
 - a) To fund its activities by subscriptions or payments from Members, fees, or other income;
 - b) To borrow, raise or secure the payment of money in such manner as the Club shall think fit, with or without security;
 - c) To purchase, sell, lease, exchange, maintain, improve, hire, dispose of, manage, invest, lend, mortgage, charge, gift or otherwise deal with any real or personal property;
 - d) To invest, lend or deal with any monies of the Club not required for immediate use in such government or local body securities or on bank deposits as the Club may think fit;
 - e) To employ and remunerate staff;
 - f) To undertake legal action;

- g) To form and disband Adjuncts and to form and disband subcommittees;
- h) To enter into any contract, make any arrangements, or undertake any activity for the financial or other benefit of the Club;
- i) To make regulations and by-laws for the conduct of the Club and the discipline required of Members, which shall not be inconsistent with the provisions of the Incorporated Societies Act 1908 or these Rules (whichever applies).
- j) To conduct any other functions outlined in these Rules;
- k) To use any rights or privileges that the Club may deem necessary or convenient for carrying out its powers, or furthering its objects under these Rules; and
- l) To do anything incidental or conducive to the attainment of any of the objects of the Club.

6. MEMBERSHIP

ELECTION OF MEMBERS

Each person seeking membership shall complete an application form as prescribed by the Club at the time and pay the nominated subscription to the Club. Upon acceptance of the application by a Club officer, the applicant will be issued with a temporary membership card pending receipt of the formal membership card. If for any reason the application is declined the subscription paid will be refunded in full and the applicant may appeal to the Executive Committee for the application to be re-considered. The decision of the Executive Committee will be final.

6.1 **Classes of Membership:** The Members of the Club shall be divided into the following classes:

All members are governed by the Rules contained in this document and all by-laws as determined by the Executive Committee from time to time.

- a) Juniors.
Shall be aged 10 to 14 years of age and pay the annual subscription as set by the Club. Must at all times be under the supervision of a legal guardian, who must be a member of the Club. Junior members cannot enter any age restricted areas, vote, or sit on any Club or Adjunct committees, and are NOT permitted to enter any Club promotional draws. Junior members are NOT permitted to sign in guests and are NOT permitted to be in school uniform whilst in the Club. Reciprocal visiting rights will depend on the rules of the Club they visit.
- b) Youth.
Shall be aged 15 to 17 years of age and pay the annual subscription as set by the Club. Rules all as above rule i.e.: (juniors), exclusive of the guardian rule.
- c) Ordinary.
Shall be aged 18 to the qualifying age of National Superannuation and pay the annual subscription as set by the Club.
- d) Senior.
Shall be linked to the qualifying age for National Superannuation, and pay the annual subscription as set by the Club.
- e) Country.
Must reside over 80 kms from the Club and pay the annual subscription as set by the Club. Country Members are not permitted to vote or to sit on any Club or Adjunct Committees.

f) Life Members.

Entitled to enjoy all the Club privileges, and are not required to pay any annual subscription fees.

The Club in Annual General Meeting, and upon recommendation by the Executive Committee, may grant Life Membership to any member for meritorious service rendered to or on behalf of the Club. Notice of intention to recommend any member, shall be posted on the Club's notice board for fourteen (14) clear days prior to the Annual General Meeting. The number of Life Members shall not at any time exceed two (2%) per cent of the total Club membership

Note.

If, and when appropriate, members can move to a different category of membership, and pay the subscription differential, if any.

g) Corporate.

Shall be a legal entity (other than an individual) and pay the annual subscription as set by the Club. Corporate Members cannot be nominated for or hold the positions of President, Vice-President or Executive Committee Member. Corporate members are entitled to one vote irrespective of how many Corporate Member's Cards they hold. Corporate Members do not have signing in rights."

6.2 --

6.3 **Rights and privileges:** Ordinary, Senior, Country, Corporate, Junior, Youth and Life Members shall be entitled to:

- a) enter Club premises during such hours as may be defined by the Executive Committee;
- b) **Section 60 (3) of the sale and Supply of Alcohol Act allows a club to sell and supply alcohol to Authorised Visitors.**
Authorised Visitors, in relation to premises a club license is held for, means a member of some other club with which the club concerned has an arrangement for reciprocal visiting rights for members, subject to the rules and constitution of the New Plymouth Club. New Plymouth Club has an arrangement with members of clubs whose clubs are members of Clubs New Zealand Incorporated. Please refer to Clubs New Zealand's website www.clubs.org.nz to view an updated membership lists of current authorised visitors who have reciprocal visiting rights with the New Plymouth Club; and
- c) with the exception of Country, Corporate, Junior and Youth members:
 - (i) hold office in accordance with these Rules; and
- d) with the exception of Country, Junior and Youth members:
 - (i) one vote each on all Club business at General Meetings; and
 - (ii) nominate people for office bearing positions in accordance with these Rules.

Note: Any other rights and/or privileges for the respective membership categories will be determined by the Executive Committee from time to time and included in the by-laws of the Club.

6.4 **Employees:** Members who are employees of the Club are entitled to all the rights and privileges of membership excluding holding of office within the Club. When on duty they have the rights, privileges and obligations of an Employee NOT a member although at the discretion of the Executive Committee, they may be permitted to participate in Club draws.

7. SUBSCRIPTIONS

- 7.1 The Annual Subscription of each membership category shall be such sum as shall be determined by the Executive Committee by 30 June each year for the forthcoming subscription year.
- 7.2 The Annual Subscription shall be payable yearly in advance on or before the last day of August in each Year.
- 7.3 Any Member whose subscription or other dues are not paid by the date referred to in clause 7.2 shall:
- a) thereupon automatically cease to be a Member and his or her name shall be removed from any register of Members;
 - b) may be required to reapply for membership pursuant to Rule 6.2 or 6.3 if he or she wishes to be reinstated as a Member.

8. RESIGNATION

- 8.1 Members may resign their membership by letter addressed to the Secretary of the Club.
- 8.2 No such resignation shall relieve any Member from payment of any subscription, levy or other payment due or payable at the time of resignation.
- 8.3 No subscriptions, levies or other payments already received by the Club as at the date of resignation shall be refunded on resignation.

9. IMMEDIATE SUSPENSION

- 9.1 **Grounds for immediate suspension:** A Member shall be liable to be immediately suspended (interim suspension) from the Club if he or she:
- a) removes any property of the Club from Club premises without the consent of the Club Manager;
 - b) wilfully or recklessly damages any property of the Club and refuses to replace or make good the damage;
 - c) persists in drunkenness, swearing, obscene language or other disorderly conduct on Club premises after being cautioned by any Executive Committee Member in collaboration with the Duty Manager;
 - d) persists in creating a disturbance at any Meeting or other Club event, after being cautioned by a Executive Committee Member or Duty Manager;
 - e) uses or threatens violence to any person; or
 - f) contravenes any exclusion order or agreement that is in force, which restricts the Member from participating in gambling activities.
- 9.2 **Procedure for immediate suspension:**
- a) Any Executive Committee Member in collaboration with any Duty Manager on duty pursuant to the Sale and Supply of Alcohol Act 2012 may immediately suspend a Member for the acts set out in Rule 9.1.

- b) A suspended Member shall be totally excluded from the Club's premises and Club activities from the time of committal of the offence until such time as the matter is dealt with by the Executive Committee.
- c) A suspended Member must forfeit his or her membership card during the suspension period and loses reciprocal visiting rights with affiliated clubs.
- d) The Executive Committee shall meet to consider the suspension in accordance with the procedures in Rule 10.2(b) to (f).

10. EXPULSION AND SUSPENSION

10.1 Grounds for expulsion or suspension: A Member shall be liable to be expelled or suspended from the Club if he or she:

- a) breaches these Rules;
- b) is convicted of:
 - (i) bookmaking; or
 - (ii) a Crime (as defined in the Crimes Act 1961) for which a penalty is imposed; or
 - (iii) an offence which, in the opinion of the Executive Committee, is likely to prejudice any charter or licence held by the Club;
- c) in the opinion of the Executive Committee, brings the Club and/or any of its members, into disrepute; or
- d) is found by the Executive Committee to have committed any of the acts set out in Rule 9.1.

10.2 Procedure for expulsion or suspension:

- a) Any Member may notify the Executive Committee if he or she believes a Member may be liable to expulsion or suspension pursuant to Rule 10.1. This should be in the form of a written complaint.
- b) Within five (5) working days of receipt of such notice, or of a Member being immediately suspended pursuant to Rule 9, the Executive Committee should check the Club Rules and then convene an Investigation by the Disciplinary Hearing Committee. The Disciplinary Committee must then decide whether there is a case to answer and if upheld, shall call a Committee Meeting to consider the notice or suspension.
- c) Such a Meeting shall be held within two (2) weeks of receipt of the notice, or of the suspension.
- d) The Executive Committee must give the Member concerned at least seven (7) days' written notice of that Meeting, informing him or her:
 - (i) the nature of the complaint; and
 - (ii) how the complaint will be heard;
 - (iii) his or her right to appear and be heard at that Meeting; and

(iv) the process of the Meeting.

e) After the Member concerned has had the opportunity to be heard and if the complaint is found to be proven, the Executive Committee may elect to:

(i) expel him or her; or

(ii) suspend him or her for a determined period, or until a particular event.

f) Any Member expelled or suspended shall have the right to appeal under Rule 27.

10.3 No subscriptions, levies or other payments already received by the Club as at the date of expulsion or suspension shall be refunded on expulsion or suspension.

10.4 A Member who has been suspended under this Rule is ineligible to stand for election for any position on the Executive Committee or Sub Committee.

11. PROPERTY

11.1 Membership of the Club does not give any Member any transmissible or assignable interest by operation of law or otherwise, in any of the property or funds of the Club.

11.2 If a person ceases to be a Member for any reason, any interest he or she may nevertheless possess in any of the effects, property or funds of the Club will rest with the Club.

11.3 Any information which the Club provides for Members remains the property of the Club. Members must not pass any such information on to any non-Member without the written consent of the Club.

12. GOVERNANCE

12.1 Office holders of Adjuncts are not Executive Committee Members or Club officials by virtue of holding such office.

12.2 **Eligibility:** Each Executive Committee Member must:

a) be a Financial Member;

b) be an Ordinary, Senior or Life Member;

c) not be an employee of the Club;

d) have been a Financial Member for two (2) consecutive years to the date of the Annual General Meeting.

12.3 **Management and Control:**

Management, control, general business of the Club shall be conducted by the members of the elected Executive Committee:

a) One (1) President

b) One (1) Immediate Past President Maximum term one (1) year.

c) One (1) Vice President

- d) A minimum of Four (4) and a maximum of Eight (8) Executive Committee persons

Each year President, Vice President, and four (4) two year service Executive Committee members, must retire, but shall be eligible for re-election. The top four (4) Executive Committee polling candidates will receive a two year terms as an Executive Committee member and the highest polling President and Vice President candidates will receive one year terms. Shall a top polling Executive Committee candidate be awarded the Position of President or Vice President the term allotments roll down to lower polling Executive Committee candidates.

Immediate Past President term is for one (1) year only after his/her successor has been elected to the chair. This role has all the responsibilities, rights and privileges of an Executive committee member.

Any member standing for Executive Committee must have been a Club member for two (2) consecutive years immediately prior to the Annual General Meeting.

Any member standing for position of President or Vice President must have served at least two (2) CONSECUTIVE years on the Executive Committee of the Club to the date of the AGM. This term to have been served within the previous ten (10) years .

All nominations for Executive Committee must be on the form provided, signed by two (2) financial members and deposited with the Club Secretary fourteen (14) days immediately preceding the Annual General Meeting.

Junior, Youth, Corporate, Country Members and Staff are not eligible to stand for Executive Committee office.

Nominations for Executive Committee shall be displayed on Club notice boards as they come to hand.

Voting shall be conducted on the six (6) days immediately preceding the Annual General Meeting, the hours may be set from time to time by the Executive Committee, but basically will be Monday, Tuesday, Wednesday 9am to 4pm, Thursday, Friday 9am to 8pm, Saturday 12pm to 6pm.

If in some unforeseen circumstances, the President or Vice President is not available after nominations have closed, and/or the final count is announced, the position shall be filled by secret ballot by the incoming Executive Committee.

12.4 **Resignation: A member of the Executive Committee may resign by notice in writing to the Executive Committee.** Executive Committee Members are deemed to have resigned if they are absent from (3) consecutive meetings of the Executive Committee without leave of the Executive Committee.

12.5 **Removal from office:**

- a) A member of the Executive Committee may be removed from office for any reason which the Executive Committee deems expedient in accordance with the following:
 - (i) The Executive Committee shall convene a Meeting to consider the removal in accordance with clause 12.5a (iii)

- (ii) The Executive Committee must give seven (7) days' notice in writing to the Executive Committee Member in question, informing him or her of his or her right to appear and be heard at that Meeting;
 - (iii) After the Executive Committee Member in question has had the opportunity to be heard, the Meeting may elect to remove him or her from office by simple majority vote;
 - (iv) If the Meeting elects to remove the Executive Committee Member, such removal shall be effective immediately;
- b) On receipt of a notice of motion of no confidence in an Executive Committee Member signed by fifty (50) Financial Members, the Executive Committee shall convene an Extraordinary General Meeting.
 - c) A Executive Committee Member, who has been convicted of any offence which in the opinion of a majority of the Executive Committee brings the Club into disrepute, shall automatically and immediately be removed from office.
 - d) The Executive Committee may elect to remove an Executive Committee Member who becomes physically or mentally incapacitated to the extent that he or she cannot carry out his or her duties as a Executive Committee Member.
 - e) No Executive Committee Member who has been removed from office shall be eligible for re-election without the consent of a General Meeting.

12.6 **Vacancy:** Any vacancy in any Executive Committee position which is not filled at an Annual General Meeting or which occurs between Annual General Meetings may be filled by the Executive Committee appointing another person to the vacant office.

12.7 **Powers:** The Executive Committee shall, subject to any limitations imposed by these Rules, have the power to:

- a) exercise all the powers and authorities of the Club;
- b) do such other acts and things as it deems necessary or expedient for carrying on the business of the Club;
- c) form standing or ad hoc committees for the purpose of exercising its duties, authorities or powers;
- d) delegate its duties, powers and authorities to the Manager or to a committee formed under clause 12.7(c); and
- e) co-opt any person to assist with its functions.

12.8 **Duties:** Executive Committee Members shall at all times:

- a) render every assistance to the President, Vice-President and staff of the Club to maintain order and to prevent infringement of the Rules, Regulations or By-Laws or the terms of any charter or licence which may from time to time be granted to the Club;
- b) in the execution of their duties, exercise fiduciary responsibility and act in the best interests of the Members; and
- c) ensure that notices and signs as applicable are displayed where they can be seen clearly by Members and guests; and that they are current and valid.

13. PRESIDENT AND VICE-PRESIDENT

13.1 The President and Vice-President shall be ex officio members of all sub-committees, and Adjuncts.

13.2 The President and Vice-President shall have the right of entry upon the Club premises at any time.

14. TREASURER

The Executive Committee shall appoint a Treasurer who is suitably qualified. The treasurer's duties shall be as follows:

- (a) Review and finalise monthly financial reports for the Executive Committee including financial performance as against budget and financial position.
- (b) Report to the Executive Committee on any areas of concern arising from the monthly financial reports.
- (c) Prepare a draft annual budget for the forthcoming year for presentation to the Executive Committee no later than 31 May each year. Finalise the budget following input from the Executive Committee.
- (d) Prepare year-end financial reports ready for audit and presentation to the Annual General Meeting of the NP Club.
- (e) Prepare a Treasurer's Report to accompany the Financial Reports for presentation to NP Club's Annual General Meeting.
- (f) Advise the NP Club on all financial matters brought to his/her attention, including taxation issues. Specialist advice can be sought on approval from the Executive Committee.
- (g) Nothing in this rule shall preclude the combining of the office of Treasurer with that of Secretary.

15. AUDITOR

15.1 The Club's accounts shall be audited annually by a chartered accountant appointed by the members in Annual General Meeting, who shall:

- a) be a member of the Institute of Chartered Accountants of New Zealand; and
- b) not be a Executive Committee Member or hold any other office in the Club.

15.2 The auditor shall have the right to attend any meeting of the Club at which the Club's financial affairs are under discussion, but shall not be entitled to exercise a vote on any question.

15.3 The auditor shall be paid such fees as may be approved by the Executive Committee from time to time.

15.4 The auditor shall have the power to call for the production of all books, papers and documents (including electronic documents) relating to the affairs of the Club. The financial statements shall be audited by him or her and, if correct, certified under his or her hand before they are submitted to the Annual General Meeting.

16. SECRETARY

The Executive Committee shall employ a secretary whose duties shall be in his/hers "terms of contract" which must include, to take minutes of all Executive Committee and general meetings and generally to conform to such regulations as from time to time be made by the Executive Committee, and also the requirements of the DIA.

16.1 The Secretary's remuneration shall be determined by the Finance Committee.

16.2 Nothing in this Rule shall preclude the engaging of outside professional services in the performance of any of the above duties or from combining the office of Secretary with that of Manager (Secretary/Manager).

17. MANAGER

17.1 The Club may appoint a Manager who shall be responsible for:

- a) the day to day maintenance, cleanliness and service of the Club;
- b) the engagement and dismissal of such employees as may be essential to provide adequate and efficient maintenance of the assets and control of the Club;
- c) ensuring that the Club's membership register is kept up to date;
- d) ensuring that the Club has a guest signing in book available for guests of members. carrying out such other duties as are conducive to his or her office and that the Committee shall decide from time to time.

17.2 The Manager's remuneration shall be determined by the Finance Committee.

17.3 The Manager may be invited to attend at the discretion of the Executive Committee all Executive Committee Meetings but shall not have a vote.

18. ANNUAL GENERAL MEETING

(a) The Annual General Meeting will be held at the Club premises on the last Sunday of July each year at 11am. At least fourteen (14) clear days prior notification stating the meeting and agenda being put forward. A quorum is required of not less than One Hundred (100) members.

(b) An Extraordinary General Meeting shall be held, upon a requisition in writing, specifying the objects of the required meeting, and must be signed by a minimum of Fifty (50) financial members, or when the Executive Committee deems fit. Either of these options must be deposited with Club Secretary who will place on the Club's notice board at least seven (7) clear days before the purposed meeting, stating the place, time, date and purpose (Agenda). Quorum required of One Hundred (100) financial members.

(c) All Executive Committee meetings shall be monthly, time and place to be set by the Executive Committee. Quorum required is to be no less than 50% of the Executive Committee members.

(d) At any Annual General Meeting and/or Extraordinary General Meeting, every member present and entitled to be present, with the exception of Junior, Youth, and Country members, shall be permitted to give one vote, and no more upon all questions, provided however, that in the case of equality of votes, the Chairman of the meeting shall have a second and casting vote, at his/her discretion. Voting shall be in the first instance, on voices, provided however that the Chairman on his/her own volition may and/or on the application of three (3) members call for a show of hands for the vote, or for a secret ballot to determine the vote.

19. EXTRAORDINARY GENERAL MEETING

19.1 The Executive Committee shall convene an Extraordinary General Meeting if at any time:

- a) the Executive Committee considers such a Meeting necessary or desirable; or
- b) the Secretary receives a written requisition to do so signed by not less than fifty (50) Financial Members, stating the purpose of the Meeting requisitioned, in which case the meeting must be convened for that purpose only.

Seven (7) days' notice specifying the time and place of an Extraordinary General Meeting, its purpose and an agenda shall be given by notice on the Club's notice board.

20. CONDUCT OF GENERAL MEETINGS

20.1 At all General Meetings, the chairman shall be:

- a) the President; or
- b) in his or her absence, the Vice-President; or
- c) in the absence of both the President and the Vice-President, a Executive Committee Member elected by the Meeting.

20.2 The quorum for a General Meeting shall be 100 Financial Members.

20.3 A General Meeting shall be adjourned if:

- a) a quorum is not present within half an hour after the time fixed for the Meeting; or
- b) a quorum is present and the Meeting elects to adjourn.

20.4 If a Meeting is adjourned, the Committee shall:

- a) fix a new date not more than fourteen (14) days later; and
- b) give at least three (3) days notice of the adjourned Meeting by advertisement on the Club's notice board.

20.5 If a quorum is not present at an adjourned Meeting, the Meeting shall lapse. If a quorum is not present for an Extraordinary General meeting, the agenda as displayed on the Notice Board shall automatically revert to the Executive Committee to adjudicate on.

20.6 **Resolutions:**

- a) A Member may without notice ask any question or move any resolution relative to the Annual Report or Balance Sheet.

- b) Any member intending to move a resolution to change the Rules in this document must give notice of the proposed motion, seconded by another Member, to the Secretary at least twenty-one (21) days before the Meeting. Such notice of motion shall be advised to the membership at large via electronic means and posting on Club noticeboards 14 days before the Meeting.

20.7 **Procedure:** The following rules of debate shall apply:

- a) Each Member may speak only once to each motion or amendment, except the mover, who may reply.
- b) The mover of any resolution or substantial amendment to a resolution shall be allowed five (5) minutes in which to introduce his proposition and ten (10) minutes for reply, or vice versa, and any other speaker will be allowed five (5) minutes.
- c) The Chairman shall decide whether any amendment proposed to a resolution is a substantial amendment or not.
- d) If freer discussion of any subject is desired, any Member may move that the Meeting go into Committee on that subject and such motion shall be immediately put and decided by a show of hands.
- e) In Committee no Member shall speak for more than five (5) minutes at a time.
- f) When in Committee any Member may move that the ordinary meeting shall be resumed, and such motion shall be immediately put and decided by a show of hands.

20.8 Except as otherwise provided by these Rules, all questions shall be decided by simple majority vote.

20.9 All resolutions passed at any Meeting shall be conclusive and binding on all Members whether present or not, provided that the Meeting was held in substantial conformity with the rules.

20.10 **Voting:** At any General Meeting:

- a) Each Ordinary, Senior, Corporate and Life Member shall be entitled to be present and to give one vote on all questions.
- b) voting shall be on show of hands in the first instance;
- c) a declaration by the Chairman as to the result shall be conclusive unless a motion that the vote shall be taken by secret ballot is passed by a majority of Members present; and
- d) in the event of equal votes being cast, the Chairman shall have a casting vote;
- e) each Junior, Youth and Country Member shall be entitled to attend a General Meeting. Speaking rights may be granted by the Chairman on any particular item to such members but they will not have a right to vote.

21. EXECUTIVE COMMITTEE MEETINGS

21.1 The Executive Committee shall meet regularly and at least once each Month at a time and place to be determined by the Executive Committee, or on a requisition in writing to the Secretary, setting out the purpose for which the Meeting is required and signed by three (3) members of the Executive Committee. A date for a Executive Committee Meeting must be set within four (4) days of the Secretary receiving a requisition under this clause.

- 21.2 At all Executive Committee Meetings, the Chairman shall be:
- a) the President; or
 - b) in his or her absence, the Vice-President; or
 - c) in the absence of both the President and the Vice-President, a Executive Committee Member elected by the Meeting.
- 21.3 The quorum for a Executive Committee Meeting shall be not less than fifty per cent (50%) of its members.
- 21.4 Any Executive Committee Meeting shall be adjourned if:
- a) a quorum is not present within half an hour after the time fixed for the Meeting; or
 - b) a quorum is present and the Meeting elects to adjourn.
- 21.5 If a Executive Committee Meeting is adjourned, the Executive Committee shall:
- a) fix a new date not more than fourteen (14) days later; and
 - b) give at least three (3) days' notice of the adjourned Meeting to each Executive Committee Member.
- 21.6 If a quorum is not present at an adjourned Meeting, the Meeting shall lapse.
- 21.7 Except as otherwise provided by these Rules, all questions raised at a Executive Committee Meeting shall be decided by a simple majority of votes cast.
- 21.8 In the event of equal votes being cast, the Chairman shall have a casting vote.

22. ACCOUNTS

- (a) The financial year of the Club will be from June 1st to May 31st of the following year.
- (b) The Executive Committee must ensure that a monthly record of accounts covering all income, expenditure, assets and any liabilities are kept in the Club's Registered Office.
- (c) These accounts shall be reported to the Executive Committee at their monthly meetings and the payment of cheques is to be signed off by any two (2) signatories from the Executive Committee selected list.
- (d) At every Annual General Meeting the Executive Committee must produce a report, signed off by the Club Auditor, and include an Executive Committee statement as of the state of the Club, with all income, expenditure and balance sheets, also including a brief summary of assets and liabilities. A copy of this document must be available to any member if and as required

23. ADJUNCTS

- 23.1 An Adjunct may be formed within the Club for sporting or special interest groups with prior approval of the Executive Committee.

- 23.2 Members of an Adjunct form an Adjunct Committee, responsible to the Executive Committee for the management and behaviour of that Adjunct.
- 23.3 Any assets of the Adjunct are assets of the Club. All monies for Adjuncts shall be paid into the Club's Bank account to the credit of the Adjunct. Any payments on behalf of the Adjuncts are to be authorised by two (2) members of the Adjunct's committee and actioned by the Club officers/Staff.
- 23.4 All accounting, taxation, financial reporting and legal compliance responsibilities of the Adjunct shall rest with the Club.
- 23.5 The Committee of the Adjunct shall not do, or omit to do, anything that is likely to prejudice or not be in the best interests of the Club. Should this occur then the Executive Committee will have the power to dissolve that Adjunct.
- 23.6 Members of an Adjunct involved in any activity of or related to the Adjunct shall indemnify the Club and its representatives from any problem, direct or indirect loss or damage, claim or proceedings (including in negligence) caused or contributed to by that activity.

24. SEAL

- 24.1 The Club shall have a Common Seal which shall be kept in the custody and the control of the Secretary or the Club's solicitor.
- 24.2 Any document to be executed by the Club shall be available for inspection by every Member of the Club at all reasonable times and shall be executed with the following attestation pursuant to a resolution of the Executive Committee:

The Common Seal of New Plymouth Club (Incorporated) was hereunto affixed by the Secretary in the presence of two (2) members of the Executive Committee.

<p>Names:</p> <p><u>J. Liebenberg</u> Secretary</p> <p><u>Ian MORRIS</u> Member</p> <p><u>PETER GREY</u> Member</p>	<p>Signatures:</p> <p><u>[Signature]</u></p> <p><u>[Signature]</u></p> <p><u>[Signature]</u></p>
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25. OFFENCES

- 25.1 If a member is convicted of any Crime (as defined in the Crimes Act 1961 as at 28 September 2017) after being accepted as a member of the Club:
 - a) he or she must inform the Secretary of the conviction and any penalty imposed; and
 - b) the Secretary shall report the fact to the Executive Committee at or before its next meeting.

26. BOARD OF APPEAL

- 26.1 The Executive Committee will appoint a board of appeal consisting of three (3) members.

26.2 The Board of Appeal shall hear and decide any appeal lodged by a Member or Members against any decision of the Executive Committee entailing suspension or expulsion in accordance with the following:

- a) Any member being suspended or expelled who wishes to appeal must give notice in writing to the Secretary within seven (7) days of the date of such suspension or expulsion, stating the grounds for appealing.
- b) Within forty-eight (48) hours of receiving such notice, the Secretary shall convene a Meeting of the Board of Appeal.
- c) The Board of Appeal shall re-hear the case but shall not admit fresh evidence, except where an application has been made to the Executive Committee for a re-hearing and has been refused.

26.3 The decision of the Board of Appeal shall be final.

27. DISPUTES

27.1 Except as otherwise provided in these Rules, every dispute in relation to these Rules between a Member or persons claiming through a Member and the Club or a Executive Committee Member shall be decided by the Executive Committee and the decision shall be binding and conclusive on all parties without appeal.

28. INTERPRETATION

In the interpretation of these Rules, the decision of the Executive Committee shall be final and binding. Revision of Rules:

These Rules may be revised or amended by a resolution passed by a sixty (60) percent majority for the time being present and entitled to be present and to vote at any Extraordinary Meeting of which notice specifying the intention to propose the Resolution has been duly given according to the Rules of the NP Club.

For the purpose of confirming resolutions for the alterations of Rules, the Annual General Meetings shall be deemed to be Extraordinary General Meetings. Any such changes shall not be binding until the Secretary has registered the changes with the Registrar of Incorporated Societies. The Executive Committee may propose remits to amend these rules, either at an Annual General Meeting, or at a purposely called Extraordinary General Meeting.

Any two (2) eligible members may also propose remits to amend these rules, provided the proposed amendments are in writing, stating the rules to be amended, the reason for the amendments, along with their legible names, membership number, and signatures and in the hands of the Secretary no less than twenty eight (28) clear days prior to an Annual General Meeting.

Notice of all Remits shall be posted on Club's notice board for fourteen (14) clear days prior to the Annual General Meeting.

29. DISSOLUTION AND/OR LIQUIDATION

The Club may be voluntary dissolved as provided by Sec. 24 of the Incorporated Societies Act 1908, as amended in 1971. Should the Club be dissolved, any monies remaining after due settlement of all just debts and the affairs of the Club, shall be handed over to some charitable institution to be determined upon by members at called Extraordinary General Meeting, or as otherwise as set out in the instrument of dissolution.

30. GENERAL

30.1 All matters provided for in these Rules shall, at all times, be dealt with in accordance with the following guiding principles:

- a) The Club is established primarily for the benefit and convenience of its Members.
- b) The admission of non-members should at all times be subordinated to the comfort, well-being and satisfaction of Members.
- c) The admission of guests should always be regarded as a privilege of the Members, granted to enable them to dispense periodic hospitality to their casual guests and not as a means of augmenting the revenue of the Club.

At all the times the provision of the Club's licence as issued by the Liquor Licensing Authority is to be maintained and upheld.

MEMBERS' CERTIFICATE	
We hereby certify that these Regulations have been approved at a General Meeting of New Plymouth Club (Incorporated), held on <u>31-7-2022</u>	
Names: <u>IAN MORRIS</u>	Signatures: <u>[Signature]</u>
President	<u>[Signature]</u>
<u>PETEY GREY</u>	
Member	<u>INESE MARSM</u>
<u>[Signature]</u>	
Member	