

**Rules of
Tauranga Moana Outrigger Canoe Club (Incorporated)
Updated 22 June 2017**

Signed: _____	Signed: _____	Signed: _____
Name: _____	Name: _____	Name: _____
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RULES OF TAURANGA MOANA OUTRIGGER CANOE CLUB (INCORPORATED)

1.0 DEFINITIONS AND INTERPRETATION

1.1

- “Act” means the Incorporated Societies Act 1908.
- “Annual Subscription” means the annual subscription payable by members from time to time under Rule 6
- “Active Member” means any person who is actively engaged in canoeing activities within the Society including paddling teams, coaches and administrators.
- “Associate Member” means spouse of active and honorary members and any other person who has a significant association with the Society and who is approved by the Committee in its absolute discretion as suitable for associate membership.
- “Committee” means the Committee established pursuant to Rule 7
- “Financial Year” means a year commencing on 1 April in any one year and ending on 31 March in the following year.
- “Honorary members” means
 - a - a long serving member
 - b- any person elected from time to time by the Society in general meeting as honorary members.
- “Member” means an active, associate or honorary member.
- “Rules” mean these rules or any other rules of the Society for the time being in force.
- “Subscription Year” means a year commencing on 1 July in any one year and ending on 30 June in the following year.
- “Society” means the Tauranga Moana Outrigger Canoe Club (Incorporated)

1.2 In these Rules:

- a. words referring to a person include firms, partnerships, companies and corporations.
- b. where the context permits, words referring to the singular also refer to the plural and vice versa and words importing one gender refer to the other gender.

2.0 NAME

2.1 The name of the Society is **TAURANGA MOANA OUTRIGGER CANOE CLUB (INCORPORATED)**.

3.0 OBJECTS

3.1 The objects of the Society are those set forth in the Schedule to these Rules

4.0 MEMBERSHIP

4.1 Membership of the Society consists of"

- a. The signatories to these Rules shall all be active members and will be the first members.
- b. Such person as may be elected as Life Members by a simple majority of the Members present at a General Meeting and whether as Honorary Life Members or in such terms as are from time to time be fixed in Annual General Meeting.
- c. Such persons as may be elected by ordinary resolution of the Committee at any Committee Meeting and who pay upon request such entrance fees and annual subscriptions as the Society from time to time fixes in Annual General Meeting. No person or incorporated body may be presented as such a candidate for election without application in writing in the form prescribed from time to time by the Committee signed by the applicant and 2 financial Members being lodged in the hands of the Secretary at least 21 clear days before such General Meeting.

4.2 For the purpose of these Rules persons trading in partnership or as a corporation constitute 1 Member. No applicant can be admitted to membership if he or she is an individual purporting to represent such partnership or corporation. An application by a partnership must be signed by all the Members of the partnership. A partnership or

corporation which is a Member of the Society must designate 1 of its partners or directors or permanent officers as its representative to act on its behalf in all matters concerning the Society.

4.3 Every Member of the Society is be deemed to have notice of the Rules and regulations of the Society and will be bound by those documents as if the Member had been an original subscriber to them.

5.0 TERMINATION OF MEMBERSHIP

5.1 Any member of the Society who fails in the observance of any law, rule, regulation, bylaw or Code of Ethics of the Society which for the time being Members are expected to observe, or whose character or business methods are considered by the Committee not to be in the best interests of the Society or whose business activities do not in the opinion of the Committee entitle that member to constitute to be a Member may be removed from the Society by a resolution to that effect passed by a majority of at 75 percent of the Members, other than Life Members.

5.2 Any Member wishing to resign from the Society mist give to the Secretary/Treasurer not less than 3 months prior written notice of that Member's intention to resign and must pay all fees, subscription or levies up to the date of expiry of such notice. The resignation may then be accepted by the Committee.

5.3 Any person ceasing to be a Member of the Society for any cause whatsoever nevertheless remains liable to the Society for all subscriptions and other moneys, which may have become due by such person to termination of such person's membership.

5.4 Any person ceasing to be a Member of the Society upon demand from a Member of the Committee return to the Society any property of the Society then in that person's possession or under that person's control. No such person after ceasing to be a Member must hold himself, herself, or itself out as a Member of the Society or use any trademark, trade name, logo or other mark of the identification of the Society, or

disclose any confidential information relating to the Society or to any other Member of the Society.

6.0 ENTRANCE FEES: ANNUAL SUBSCRIPTIONS

6.1 The Society in Annual General Meeting has the power to determine the amount of the entrance fee (if any) payable by any new Member of the Society (which amount until so determined is nil) and the amount of the annual subscription payable by Members (including Life Members) of the Society.

6.2 A Member is not be entitled to vote or take advantage of membership in any way until such Member's subscription and/or arrears of subscription are paid.

7.0 OFFICERS

7.1 At the first meeting of the Society and at every Annual General Meeting held thereafter the Society must elect from the Society's financial membership a Committee consisting of the following officers:

- A Chairman
- A Secretary
- A Treasurer (which office may also be held by the Secretary)

And twelve (12) committee members who will hold office until retirement or removal from office or election of successors to office.

8.0 DUTIES OF THE COMMITTEE

8.1 It is the duty of the Committee generally to conduct the affairs of the Society, to keep usual and proper books of account properly posted up and other records of business of the Society and to notify Members of intended meetings and the business to be transacted at those meetings and to prepare and submit to the Annual General Meeting a report, balance sheet and statement of account for the preceding year. Meetings of the Committee may be convened by circular letter at such times and places as the Chairman (or in the case of the Chairman's absence, inability or refusal to act, the Secretary) appoints and five (5) Members will be a quorum.

9.0 ADDITIONAL POWERS OF THE COMMITTEE

9.1 In addition to any power conferred by these Rules the Committee has the following powers and authorities.

- a. To co-operate with all interested parties in public relations in promotion of objects of the Society.
- b. To enter into any arrangement with any institution or organization which has objects similar to those of the Society
- c. To solicit donations, gifts and bequests to the Society for promotion of the objects of the Society.
- d. To expend any money in pursuance of and incidental to any of the objects of the Society
- e. To purchase, lease or otherwise acquire property and to sell, lease or otherwise dispose of property.
- f. To recommend the printing of publications and their issue to Members of the Society and others.
- g. To do all things as are incidental or conducive to the attainment of the above powers and authorities or any of them.

10 MEETINGS

10.1 The Society must hold an Annual General Meetings once in every calendar year in month of June at and on such date (not being more than 15 month after the holding of the last previous Annual General Meeting), such time and place as may be decided upon at the previous Annual General Meeting or if no such time or place for such meeting has been fixed then at such time and place as the Committee determines. The meeting must be called for the following purposes:

- a) To receive from the Committee a report, balance sheet and statement of account for the preceding year, and an estimate of the receipts and expenditure of the ensuing year.
- b) To elect the Committee for the ensuing year and to appoint an auditor.
- c) To fix the annual membership subscription and entrance fee (if any) for the ensuing year

- d) To decide on any resolution which must have been duly submitted to the Secretary not less than 21 days prior to the date of the meeting.

10.2 Special General Meeting

The Chairman, or in the Chairman's absence or inability any other Member of the Committee, may at any time for any special purpose call a Special General Meeting and the Chairman must do so forthwith upon the requisition in writing of any twelve (12) Members stating the purposes for which the meeting is required.

10.3 Procedure at Meetings

- a) At all General Meetings the Chairman, and in the chairman's absence any other duly elected Chairman, must take the chair and every financial Member be entitled on every motion to 1 vote exercised in person, by proxy or in writing. In the case of an equality of votes the Chairman has a casting as well as a deliberative vote. The mode of voting on all questions other than elections is by voices or if the Chairman or any 3 Members so require by a show of hands. On all elections voting is by secret ballot for which purpose no less than 2 scrutineers are to be appointed at the meeting.
- b) At all General Meetings ten (10) financial Members constitute a quorum.

10.4 Notice of business

Two clear days before a Special General Meeting and 14 clear days before the Annual General Meeting a notice must be given of the date, place and time for and of the business to be transacted at that meeting, together with a copy of the report and balance sheet in the case of the Annual General Meeting. The notice must be sent to every Member and no business other than that of which notice has been given can be brought forward at such meeting.

10.5 Proxy Voting

Every financial and honorary member unable to be at a general meeting of the Society may appoint as proxy his or her spouse or the Chairman to vote on his or her behalf.

Such proxies shall be in writing in the form set out in the schedule to these rules and must be in the hands of the Secretary at least twenty (20) days before the date of the meeting.

Proxies may direct the Proxy holder to vote for or against resolutions to be put to the meeting and in the absence of such direction the proxy holder will exercise his or her discretion.

Proxies shall be declared by the Chairman prior to the vote being taken.

11.0 SERVICE OF NOTICE

11.1 Every notice required to the Members or any of them is deemed to have been duly delivered if posted to the Member in a prepaid letter addressed to the Member at the Member's last known place of business or residential address.

12.0 COMMON SEAL

12.1 The Society must provide a common seal which is to remain in the custody of the Secretary or such other person as may be nominated by the Committee. The use of the seal can be authorized only by resolution of the Committee or of the Society in General Meeting and its application is to be witnessed by the Chairman and the Secretary or one other Member of the Committee.

12.2 Every application of the seal must be recorded in a register kept for that purpose and a copy of every document to which the seal has been affixed must be kept together with the register.

13.0 CONTROL AND INVESTMENT OF FUNDS

13.1 The funds of the Society are to be devoted solely to the furtherance of the objects of the Society as set out in these Rules and are to be under the control of the Committee.

13.2 All monies received by or on behalf of the Society must forthwith be paid to the credit of the Society in an account with such bank as is from time to time be fixed by the Society. All cheques or withdrawal slips drawn on the account must be signed jointly by the Chairman and the Secretary or one other Committee Member. The Society may

from time to time invest and re-invest in such securities and upon such terms as it thinks fit the whole or any part of its funds, which are not required for the immediate business of the Society.

14.0 APPLICATION OF PROFITS

14.1 The income and property of the Society from whenever derived, are to be applied solely towards the promotion of the objects of the Society as set forth in these Rules and no portion of such income or property is to be paid or transferred directly or indirectly by way of profit to the Members of the Society.

15.0 PERSONAL BENEFIT ‘A’

15.1 No member of the Society or any person associated with a member shall participate in or materially influence any decision made by the Society in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.

16.0 BORROWING POWERS

16.1 In addition to the other powers vested in it the Society has a power to borrow or raise money from time to time by the issue of debentures, bonds, mortgages or any other security, founded or based on all or any of the property and/or rights of the Society or without any such security and upon such terms as to priority and otherwise as the Society thinks fit. The powers of borrowing or raising money cannot be exercised except pursuant to a resolution of the Society passed in General Meeting.

17.0 AUDITOR

17.1 The books of the Society must be audited annually and reported upon by an auditor appointed at the annual general meeting of the Society.

17.2 Such auditor cannot hold any other office in the Society and is to receive such fee as may be fixed from time to time by the Committee. If a vacancy occurs in the office of auditor during any year the Committee is to appoint an auditor to hold office until the next Annual General Meeting.

17.3 The Financial size of the Society shall determine the financial reporting verification standards to be applied.

i). Where the Society is registered for GST (current turnover of \$60,000 or has assets greater than \$250,000, an Audit is required.

ii). Where the Club is not registered for GST (current turnover of \$60,000 or less), or has assets less than \$250,000, a Review is required.

18.0 REGISTERED OFFICE

18.1 The registered office of the Society is to be such place as the Society from time to time determines. Due notice of any change of office is to be given to the Registrar of Incorporated Societies.

19.0 WHERE NO RULE APPLIES

19.1 If any case arises in the opinion of the Committee is not provided for in these Rules it is to be decided by the Committee which must act in what it considers to be the best interests of the Society but whose decision is final.

20.0 REGULATIONS

20.1 The Society may from time to time by resolution in general meeting make, amend or cancel regulations not inconsistent with these Rules governing procedure at its meetings and conduct of its activities in pursuance of its objects.

21.0 ALTERATION OF THE RULES 'A'

21.1 These Rules may be altered, added to or cancelled by resolution at a General Meeting of the Society of which at least 14 days notice has been given.

21.2 No addition to or alteration or recession of the rules shall be approved if it affects the charitable objects, personal benefit rule or the winding up and disposition of surplus assets.

22.0 WINDING UP AND DISPOSITION OF SURPLUS ASSETS 'A'

22.1 The Society must be wound up if the Society, at a General Meeting of its Members, passes a resolution by a simple majority requiring the Society to be wound up and the resolution is confirmed at a subsequent General Meeting called for that purpose and held not earlier than 30 days after the date on which the resolution so to be confirmed is passed.

22.2 In the event of the Society being wound up the surplus assets after payment of the Society’s liabilities and the expenses of winding up shall be dispersed for the benefit of Outrigger Canoe paddling as decided at a Special General Meeting convened for this purpose.

22.3 If upon the winding up or dissolution of the organisation there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the organisation but shall be given or transferred to some other charitable organisation or body having objects similar to the objects of the first organisation - or for some other charitable purpose- within New Zealand.

23.0 CONFIDENTIALITY

23.1 All information in any way relating to the affairs of the Society or of any Member of the Society which is received by a Member is to be treated as secret and confidential. This obligation of secrecy and confidence continues indefinitely notwithstanding the termination of such Member’s membership of the Society.

24.0 INDEMNITY

24.1 No action in law or other claim may be taken by Members or their executors or administrators against any other member of the Society or Committee or officer in pursuance of the provisions of these Rules notwithstanding any irregularity or informality occurring in or about the doing or omitting or suffering of any act, matter or thing. No member of the Committee is liable for any loss or expenses of the Society or any Member unless it occurs as a result of willful default.

25.0 LIABILITY OF MEMBERS

25.1 No member is under any liability in respect of any contract, debit or other obligation made or incurred by the Society.

SCHEDULE

A. OBJECTS

- a. To develop, promote and encourage the practice of paddling single hulled canoes and outrigger canoes of Maori and Polynesian design for competitive and recreational purposes throughout New Zealand regardless of race, religion, political affiliation, age or sex
- b. To promote and encourage canoe racing and sportsmanship in all its respects
- c. To encourage and promote social gathering amongst its members.
- d. To encourage and promote the concepts of Maoritanga amongst its members.
- e. To subscribe or co-operate with any other club or association with interests similar to those of this club.
- f. To buy or sell, lease or rent, or let out for hire any property or equipment for the purposes of the club or on behalf of any member of the club.
- g. To contract with, employ or otherwise procure the services of any person or persons for the purposes of carrying on any of these objects.
- h. To raise money in any manner for any of these objects.
- i. To do all such things as may appear desirable to achieve the objects of the club or are customary in the operation of the club.

B. PROXY FORM

Ibeing an active/associate/honorary life member of the
Tauranga Moana Outrigger Canoe Club (Incorporated) and residing at
..... Hereby appointto
attend themeeting to be held on
..... And to vote on my behalf on all resolutions put to that
meeting.

.....
(Witness)

.....
(Signature)

This form is to be used in favour of/against Resolution No. _____. Unless otherwise instructed
the proxy will vote or abstain from voting as s/he things fit.