



Kapiti Running and Tri Club Incorporated Constitution

1 Name

The name of the club shall be Kapiti Running and Tri Club Incorporated hereinafter referred to as the club

2 Objects

The objects of the club shall be to:

- 2.1 Promote running both off road and road.
- 2.2 Promote triathlons and multi-sport events.
- 2.3 Provide pathways for coaches, officials, volunteers and administrators in both Athletics and multi-sport
- 2.4 Assist schools in promoting Athletics and multi-sport.
- 2.5 Provide a safe environment for people to partake in running and multi-sport events.

3 Affiliation

The club shall be affiliated to Athletics Wellington, Athletics New Zealand and Triathlon New Zealand.

4 Attaining Objects

The club shall be empowered to do all things necessary which are conducive to or incidental to the attainment of the objects of the club.



5 Property of the club

- 5.1 The club must apply all property and income of the club towards promoting the objects of the club and no part of the that property or income to be paid or otherwise distributed, directly or indirectly, to members of the club, except in good faith in the promotion of the objects or purposes of the club.
- 5.2 No member of the club or any person associated with a member shall participate in or materially influence any decision by the club in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever.
- 5.3 Any payment shall be reasonable and relative to what would be paid in an arm's length transaction
- 5.4 The provisions and effect of this section and clauses shall not be removed from this document, and shall be included and implied into any document replacing this document.

6 Powers of the club

The club has the power, subject to this constitution, to:

- 6.1 Acquire, hold, deal with and dispose of any real or personal property
- 6.2 Open and operate bank accounts.
- 6.3 Invest any moneys surplus to operating requirements in a recognised trading bank on such terms and conditions as agreed by members.
- 6.4 Give such security for the discharge of liabilities incurred by members of the club as the club thinks fit.



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- 6.5 Appoint agents and employees to transact and business of the club on its behalf for reward or otherwise.
 - 6.6 Build, construct, erect, maintain, alter, and repair any premises, building, or other structure of any kind and to furnish, equip, and improve the same for use by the club
 - 6.7 Accept donations and gifts in accordance with the objects of the club
 - 6.8 Print and publish any information by any media including newsletters, newspapers, Digital articles or leaflets for promotion of the club
 - 6.9 Provide gifts and prizes in accordance with the objects of the club
 - 6.10 Organise social events for members and for the promotion of the club
 - 6.11 Enter into any other contract the club considers necessary or desirable

7 Membership

- 7.1 Membership shall be open to any person who wishes to further the interests of the club
- 7.2 Any person seeking membership shall make application to the Management Committee, and the Management Committee shall determine whether the application is successful or not.
- 7.3 Each person admitted to membership shall be;
 - 7.3.1 Bound by the Constitution and By-laws of the club
 - 7.3.2 Come liable for such fees and subscriptions as may be fixed by the club
 - 7.3.3 Entitled to all advantages and privileges of membership.



7.4 Membership Categories:

7.4.1 ORDINARY MEMBER

Any person who is a financial member of the club through the payment of the yearly subscription.

Ordinary Members shall have voting rights and are entitled to hold any office.

7.4.2 SOCIAL MEMBER

Persons other than ordinary members who are interested in promoting and /or supporting the activities of the club, but who do not wish to participate in the running activities of the club.

Social Members shall have voting rights and are entitled to hold any office.

7.4.3 JUNIOR MEMBER

Any person under the age of 16 years may become a Junior Member.

Junior Members shall have no voting rights nor be entitled to hold any office.

7.4.4 LIFE MEMBER

This honour may be conferred on persons who have rendered special service to the club. Life Members shall be elected at the Annual General Meeting on the Management Committee's recommendation only.



Nominations of such must be submitted in writing by two (2) financial Members of the club to the Management Committee at least ten (10) days prior to the Annual General Meeting.

Life Members shall have voting rights and are entitled to hold any office.

7.4.5 NON-FINANCIAL MEMBER

A member who's annual membership fee remains unpaid after two (2) months from falling due.

Non-Financial Members shall have **no** voting rights nor be entitled to hold any office.

7.4.6 PATRON

The Patron is invited by the Management Committee to be the Patron.

The Patron shall be entitled to attend and speak at General Meetings.

The Patron shall have **no** voting rights.

8 Subscriptions

Club Subscriptions, which shall be determined at the Annual General Meeting each year, shall fall due on the first day of April each year, except in the case of New Members, who's Subscriptions shall fall due on the date of their election.



9 Termination of membership

- 9.1 Any person's membership may be terminated by the following events;
 - 9.1.1 Resignation
 - 9.1.2 Expulsion
 - 9.1.3 A Member's annual membership fee remains unpaid after twelve (12) months from falling due;
- 9.2 The Management Committee shall have the power to suspend or expel any member of the club, after having undertaken due inquiry, for:
 - 9.2.1 Any of the events in Item 9.1
 - 9.2.2 False or inaccurate statements made in the member's application for membership of the club
 - 9.2.3 Breach of any rule, regulation or by-law of the club or any rule, regulation or by-law of the club affiliations and
 - 9.2.4 By any act considered by the Management Committee to be detrimental to the club.
- 9.3 Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose, and the decision of the General Meeting shall be final.

10 Management Committee

- 10.1 The club shall be managed by a committee of The President, Secretary, Treasurer, and up to seven other members, except when any two offices entitling the holder to seat on the committee



are held by one member, then the number may be increased by one.

- 10.2 The maximum number of committee members will be eight, excluding the President, Secretary and Treasurer.
- 10.3 The Management Committee shall appoint delegates to the committees of their affiliations as they apply to the clubs activities at the time.
- 10.4 A person shall cease to be a member of the management committee at the conclusion of the Annual Meeting which follows his/hers election and they will be eligible for re-election.
- 10.5 A quorum for the management committee shall be half of its members plus one.
- 10.6 If the president is unable to attend then a chairperson nominated by the meeting shall chair the meeting.
- 10.7 A member of the management committee may lose his or her seat on the committee for either of the following.
 - Absence from three or more meetings without leave of absence
 - Found not to be a financial member.

11 Powers of the Management Committee

- 11.1 The Management Committee shall carry out the day-to-day running of the club and shall have the power to:
 - 11.1.1 Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account;



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- 11.1.2 Fix the manner in which such banking accounts shall be operated upon, providing the Management Committee passes all payments;
 - 11.1.3 Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof;
 - 11.1.4 Adjudicate on all matters brought before it which in any way affect the club.
 - 11.1.5 Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members;
 - 11.1.6 Make, amend and rescind rulings and By-laws;
 - 11.1.7 Have the power to form and appoint any subcommittee/s as required for specific purposes;
 - 11.1.8 May at their discretion employ a person or persons to carry out certain duties required by the club, at salaries or remunerations for such period of time, as may be deemed necessary.
 - 11.1.9 Should a vacancy occur on the Management Committee during the season, the Management Committee shall appoint a successor until the next Annual General Meeting.
 - 11.1.10 Appoint an officer/s or agent of the Management Committee to have custody of the club's records, documents and securities.

12 Assurance on the Financial Statements

- 12.1 No review or audit of the annual financial statements is required unless a review or audit is requested by one third (1/3rd) majority of the Members at any properly convened General Meeting.



12.1.1 If a review is requested the Management Committee shall appoint an accountant to review the annual financial statements of the club (“the Reviewer”).

12.1.1.1 The Reviewer shall conduct an examination with the objective of providing a report that nothing has come to the Reviewer’s attention to cause the Reviewer to believe that the financial information is not presented in accordance with the club’s accounting policies.

12.1.1.2 The Reviewer must be a suitably qualified person, preferably a member of the New Zealand Institute of Chartered Accountants, and must not be a member of the Committee, or an employee of the club.

12.1.1.3 If the club appoints a Reviewer who is unable to act for some reason, the Committee shall appoint another Reviewer as a replacement.

12.1.2 If an audit is requested the Management Committee shall appoint an Auditor to audit the annual financial statements of the club (“the Auditor”).

12.1.2.1 The Auditor shall report on whether the financial statements are prepared in all material respects in accordance with the club’s accounting policies.

12.1.2.2 The Auditor must be a suitably qualified person and preferably be a member of the New Zealand Institute of Chartered Accountants, and must not be a member of the Committee, or an employee of the club.



12.1.2.3 If the club appoints an Auditor who is unable to act for some reason, the Committee shall appoint another Auditor as a replacement.

12.1.3 The Committee is responsible to provide the reviewer / auditor with:

12.1.3.1 Access to all information of which the Committee is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters.

12.1.3.2 Additional information that they may request from the Committee for the purpose of the review / audit.

12.1.3.3 Reasonable access to persons within the club from whom the reviewer / auditor determines it necessary to obtain evidence.

13 General Meetings

13.1 Annual General Meeting

13.1.1 The Annual General Meeting of the club must be held no later than the thirty first (31) of March of each year.

13.1.2 The Secretary shall give at least fourteen (14) days' notice of the date of the Annual General Meeting, to members.

13.1.3 All financial members may attend the Annual General Meeting.

13.1.4 The quorum at the Annual General Meeting shall be a minimum of ten (10) members. If, at the end of 30 minutes after the time appointed in the notice for the opening of the Meeting, there be no quorum the meeting shall stand and



adjourn for one week. If at such meeting there is no quorum those members present shall be competent to discharge the business of the meeting.

13.1.5 The agenda for an Annual General Meeting shall be;

- Opening of Meeting
- Apologies
- Confirmation of Minutes of previous Annual General Meeting
- Presentation of Annual Report
- Adoption of Annual Report
- Presentation of Treasurer's statement
- Election of New Management Committee and appointment of Reviewer or Auditor
- Vote of thanks to outgoing Executive
- Determination of Annual Membership Fee
- Notice/s of Motion
- Urgent general business
- Closure

13.2 General Meetings

13.2.1 General Meetings may be called by the Management Committee or at the request of the President and Secretary or on the written request of ten members of the club

13.2.2 The Secretary shall give at least seven (7) days notice, in writing, of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.



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- 13.2.3 The quorum at the General Meeting shall be a minimum of ten (10) members.

14 Voting

- 14.1 Voting powers at the Annual General Meeting and General Meetings:

- 14.1.1 The President shall be entitled to a deliberate vote and, in the event of a tied vote; the President shall exercise a casting vote.
- 14.1.2 Each individual financial member present shall have one (1) vote.

- 14.2 Voting powers at Management Committee Meetings;

- 14.2.1 The President shall be entitled to a deliberate vote, and, in the event of a tied vote, the President shall exercise a casting vote.
- 14.2.2 Each individual committee member present shall have one (1) vote.

15 Finance

- 15.1 All funds of the club shall be deposited into the club's accounts at such bank or recognised financial institution as the Management Committee may determine.
- 15.2 All accounts due by the club shall be paid by cheque or electronic Banking after having being passed for payment at the Management Committee Meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Management Committee Meeting.



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- 15.3 The Treasurer shall not spend more than a set amount Petty Cash without the consent of the Management Committee, and shall keep a record of such expenditure in a Petty Cash Book.
- 15.4 A statement showing the financial position of the club shall be tabled at each Management Committee Meeting by the Treasurer.
- 15.5 The financial year of the club shall commence on the first day of November each year.
- 15.6 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The reviewer's or auditor's report shall be attached to such financial report if a reviewer or auditor has been appointed for that year.
- 15.7 The signatories to the club's account/s will be the Treasurer and any one (1) from the following;
- President
 - Secretary
 - Other Management Committee member
- 15.8 All property and income of the club will apply solely to the promotion of the objects of the club and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members, except in good faith in the promotion of these objects.

16 Uniforms

- 16.1 The uniform of the club shall be notified to all members at the start of each year.
- 16.2 Members shall be expected to wear this uniform at all events where the member is representing the club.



17 Alterations to the Constitution and By-Laws

- 17.1 No alteration, repeal or addition shall be made to the Constitution except at the Annual General Meeting, or General Meeting, called for that purpose and notice of all motions to alter, repeal or add to the Constitution shall be given to members fourteen (14) days prior to the Annual General Meeting, or seven (7) days prior to a General Meeting called for such purpose.
- 17.2 The Secretary shall forward such notices of motion to each Management Committee member at least fourteen (14) days prior to the Annual General Meeting or seven (7) days prior to a General Meeting.
- 17.3 Alterations to the By-laws can be made only at Management Committee Meetings provided notice of the proposed alteration/s has been duly notified to Committee Members.
- 17.4 Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75%) majority (Special Resolution) of those present and entitled to a vote at the Annual General Meeting, General Meeting or Management Committee Meeting, as the case may be.
- 17.5 Within one month of the passing of an alteration to the constitution, the Secretary shall notify the Registrar of Incorporated Societies of the amendment.

18 Dissolution

- 18.1 Recess
 - 18.1.1 The club will go into recess when the Management Committee cannot be formed.



18.1.2 In the event of the club going into recess the funds and assets shall be transferred to trustees (such members as shall be decided but not less than two) appointed by the majority of members at a meeting convened for the purpose.

18.1.3 Should the club remain in recess for a period of five (5) years the Trustee shall forthwith wind up the club.

18.2 Winding Up

18.2.1 A majority of members present at a meeting convened for the purpose may resolve that the club be wound up.

18.2.2 Such a resolution shall not be effective until confirmed at a subsequent Special General Meeting by a two-third (2/3rd) majority of those present; such meeting to be called not earlier than thirty (30) days after the date of the resolution to wind up. In the event of such confirmation the club shall forthwith be wound up.

18.2.3 If, on the winding up of the club, any property of the club remains after satisfaction of the debts and liabilities of the club and the costs, charges and expenses of that winding up, that property shall be distributed to;

18.2.3.1 Another incorporated club or Association having objects similar to those of the club, or if a suitable club or Association cannot be identified to the following organisations

18.2.3.2 Athletics Wellington

18.2.3.3 Athletics New Zealand



19 Saving Clause

Any matter not otherwise specially provided for in the constitution shall be decided by the Management Committee unless at an Annual General or Special General Meeting a previous decision on the matter under review has been made.