

Oratia United Sports Club Constitution

Rules of the club

31/01/2019

1. Interpretation.....	3
2. Name, Location, Logo and Colours	4
3. Objects	5
4. General Powers.....	6
5. Restriction on payments to members	7
6. Relationship to parent sporting bodies	7
7. Membership.....	8
7.10 Membership Categories.....	9
Financial Members.....	9
Playing Membership Subsections	9
Non-Financial Members.....	10
7.30 Honorary Members.....	10
7.40 Parent Members	10
7.50 Life Members	11
8. Membership Obligations and Privileges	12
9. Ending Membership.....	12
10. Membership Disqualification.....	13
11. Subscriptions.....	14
11.10 Payment of Subscriptions	15
12. Hardship Remission of Subscriptions.....	15
13. The Board.....	16
14. Election of Board.....	17
14.20 Chairman.....	19
14.30 Vice Chairman	19
14.40 Secretary	19
14.50 Treasurer.....	19
15. Board Term & Vacancies	20
16. Co-Opted Members	20
17. Termination from the Board or Subsection Committee	21
18. Duties of Officers	23
18.10 Chairperson.....	23
18.20 Secretary	25
18.30 Treasurer	23

18.40 Club Captain	24
18.50 General Board Members.....	25
18.60 Casual Vacancies among Elected Board Members	25
19 Meetings	26
19.1 Annual General Meeting.....	26
19.2 Special General Meeting	26
19.3 Board Meetings.....	26
19.4 Sub Section Committee Meetings	27
20.0 Powers and Duties of the Board	27
21.0 Major Transactions	27
22 Order of Business at Meetings.....	28
22.10 Board & Committee Meetings	28
22.20 Annual General Meeting.....	28
22.30 Special General Meeting	28
22.40 General Meetings.....	29
23. Notices of Meetings	29
24. Quorum	29
24.10 AGM & SGM	29
24.20 Board and Subsection Committee Meeting.....	29
25. Minutes	30
26. Registered Office.....	30
27. Voting Procedures.....	30
28. Financial	31
29. Sponsorship.....	32
30. Misconduct.....	32
31. Complaints and Disputes	33
32. Members Fundraising	33
33. Alteration of the Constitution.....	33
33. Common Seal	34
34. Winding Up	34
35. Notices	34
36. Communications	35
37. General.....	35

1. Interpretation

1.1 In these Rules and unless the context otherwise requires:

AGM: means the annual general meeting of the members of the club.

Board: means the elected board or committee of the club as defined in Rule 13.

Club: means the Society incorporated under these Rules as referred to in Rule 2.1.

Committee: means the Sports Board Committee.

Fees: means all fees, levies, subscriptions, fines and any other monies whatsoever due to be paid by a Member to the Club.

Subsection: The various separate sporting codes that together form this sports club.

Junior Member: means a Member participating in junior competition.

Member: means a Member of the Club who is a financial member in accordance with Rule 7.

Month: means calendar month

Financial Year: the club's financial year is the period used for calculating annual ("yearly") financial statements of the sports club, the current financial year is the year ended 31 December.

Financial Member: means a member who has paid or is current with all fees due to the club, in other words a member who has no fees which are overdue.

NFF: means Northern Football Federation

2. Name, Location, Logo and Colours

- 2.1 The name of the Club shall be Oratia United Sports Club Incorporated, and the clubhouse shall be located in the grounds of Parrs Park.
- 2.2 The colours, badges and uniform of the Club shall be those of the various sporting subsections.
- 2.3 These will be decided by resolution of a general meeting of the subsections of the club, and subject to the approval of the controlling body of the appropriate sport of which the club is affiliated.
- 2.4 The current Colours are:

Football: Green and Yellow/Gold

- 2.5 The current Logos are:

Please note official logo's may vary slightly from the representations shown here



3. Objects

This section outlines the objects for which the Club is established:

- 3.1 To foster, advance, promote and control the playing of various sporting codes of organised amateur sport at Parrs Park. Each organised sport provided shall operate as a subsection of the club for the purposes of promoting and administering the individual code which they represent.
- 3.2 The current subsection is Football.
- 3.2 Each subsection will conduct itself in accordance with the governing sports bodies and local association rules and the Laws of the Game of the sports they represent provided by the club and in the best interests of the membership.
- 3.4 To encourage friendship, sociability, recreation and entertainment among club members and a spirit of cooperation between codes.
- 3.5 To conduct such social activities as the board may from time to time approve.
- 3.6 To provide facilities to promote, control and manage and participate in tournaments, championships, competitions and matches of all codes represented for the benefit of members.
- 3.7 To affiliate with the parent bodies or associations of all sports which the club provides.
- 3.8 Encourage the playing and growth of the sports provided by the club by promoting those sports and matches at all levels relevant to the club and by providing such other support as is appropriate.
- 3.9 Promote a high standard of play, training, development and performance within the sports provided by the club.
- 3.10 Make, adopt, vary and publish the rules, regulations, by-laws and any other conditions required by any of the associations, federations or organisations to which the club is affiliated and to take all such steps as shall be deemed necessary or advisable or required by those organisations for enforcing such rules, regulations and by-laws.
- 3.11 To use the funds of the club for, and to do all such things as may be incidental or conducive to, the attainment of all of the foregoing objects.

4. General Powers

This section outlines the extent of and the limitations on the club.

- 4.1 The Club shall have all powers generally exercisable by and/or available to an Incorporated Society under the laws of New Zealand including without limiting the foregoing all powers necessary or desirable for the attainment of its objects but subject in all cases to these Rules and to rules and policies of any parent sporting bodies.
- 4.2 The Club shall have the power to make, adopt, vary and publish Regulations and By-laws, but not inconsistent with these Rules or with any rules and policies of any parent sporting bodies, which it may consider necessary or expedient for the purposes of carrying out its duties.
- 4.3 The Club shall not, and nothing expressed or implied in these Rules shall permit, the activities of the Club to be carried on for the personal pecuniary profit of any Officer or Executive or Manager of the Club or associated person of such Officer or Executive or Manager, nor shall any distribution, whether by way of money, property or otherwise be made to any such Officer, Executive or Manager or associated person except where the income benefit or advantage is derived from:
- (a) Services provided to the Club rendered in the course of business and charged at no greater than current market rates; or
 - (b) Interest on money lent at no greater than current market rates.
- 4.4 For the purposes of Rule 4.3 (a) such Officer, Executive or Manager or associated person shall be deemed to derive a personal pecuniary profit in the following circumstances if money, property or assets are lent or leased to such person at less than current commercial rates having regard to the nature and terms of the transaction.
- 4.5 For the purposes of Clause 4.4 and 20.60 such Officer, Executive or Manager or associated person shall be deemed to have a personal pecuniary interest in a transaction of the type referred to where that person:
- (i) Is a Shareholder or Director of any company which is party to the transaction; or
 - (ii) Is a Settlor or Trustee of a trust or a Shareholder of any company which is party to such a transaction.
- 4.6 For the purposes of Rule 4.3 and Rule 20.60 the meaning of the term “associated person” is as that term is defined in the Income Tax Act 1994.

5. Restriction on payments to members

- 5.1 Any income, benefit or advantage accruing to the Club shall be applied to the 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 made 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 such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).
- 5.4 The provisions and effect of this Rule shall not be removed from this document and shall be included and implied into any document replacing this document.

6. Relationship to parent sporting bodies

The Club shall become and remain a member of the controlling sporting bodies relevant to all sports represented by the club and shall adopt and retain as its rules and policies any rules and policies which may be prescribed for that purpose by the controlling body and shall be bound by and comply fully with and conduct its affairs in accordance with such rules and policies.

7. Membership

- 7.1 Membership shall be open to all.
- 7.2 All applications for membership shall be submitted either to the secretary or via such member registration system as may be in place and advised on the club's website for membership registration of members. This applies to membership categories 7.14 to 7.23
- 7.3 Membership cannot be refused unless the committee can show just cause for refusing membership. Causes may include but are not limited to:
- (a) Unsatisfactory behaviour relating to previous membership of any club(s)
 - (b) Outstanding amounts owing to the club or any club(s) from which a transfer is necessary.
 - (c) The club has been advised by a parent body (i.e.: NZF, NFF etc) that the prospective member has been prohibited from joining a member club.
- 7.4 The Board shall maintain a registry of all financial members of the club which shall contain such details as are reasonably required by the board. This registry will include all financial members of the club in all membership categories.
- 7.4 Membership to the club shall only be granted after:
- (a) Membership application details verified complete and correct and are entered into the registry by the board.
 - (b) The member has paid any fee or subscription which may be due.
- 7.5 Every member shall pay, as and when due, all fees or subscriptions which he or she is liable to in accordance with these rules.
- 7.6 Every member shall furnish to the board such information and particulars as are reasonably required to complete member registration.
- 7.7 Membership particulars will be held by the board for the purposes of club and sport administration and will only be made available to the sporting association of the sport for which the member is registered with the club.

7.10 Membership Categories

- 7.11 Membership shall be restricted solely to the membership categories defined in these rules no membership rights shall be inferred upon any individual unless expressly provided for in these rules.
- 7.12 Subscriptions for all membership categories will be determined as required under section 11 Subscriptions.
- 7.13 The process for obtaining financial membership in all categories except Honorary and Life membership is defined in rule 7.30 & 7.50 respectively.

Financial Members

- 7.14 Senior Members, all financial members registered with the club as playing members to participate in senior competition for the club.
- 7.15 Junior Members, all financial members registered with the club as playing members to participate in junior competition for the club.
- 7.16 Social Members, all non-playing financial members registered with the club.
- 7.17 Honorary Members, as defined in this constitution shall be deemed financial members.
- 7.18 Life Members, as defined in this constitution shall be deemed financial members.
- 7.19 Officers, the Treasurer and Secretary of the club shall be deemed financial members if they are not financial members in any other capacity.
- 7.20 Co-Opted Board members, any co-opted board members under rule 16 shall be deemed financial members if they are not financial members in any other capacity.
- 7.21 Parent members, as defined in this constitution in rule 7.40, parents of an Ordinary Junior Members who have opted to become a financial member as described in rule 14.
- 7.22 Registered Coaches and Managers, all team coaches and managers who are registered with the club who are not financial members in any other capacity shall be deemed financial

Playing Membership Subsections

- 7.23 Club playing membership subsections include:
 - (a) Football

Non-Financial Members

- 7.24 Visiting players and officials, all visiting team players and match officials shall be deemed to be temporary members of the club limited to the duration of the day of the match.
- 7.25 Non-Financial members shall have no voting rights and are not eligible to attend or vote at any club meetings nor are they eligible to be elected into any club position.

7.30 Honorary Members

- 7.31 Honorary Members shall be chosen from among players, officials, supporters and any other persons who have given lengthy service or made major contributions for the support and benefit of sport within the Club.
- 7.32 Honorary Members shall be elected on (and may be removed by) a majority vote of those present and entitled to vote at the AGM.
- 7.33 Any Member nominating an Honorary Member must forward a brief account of the candidate's service and/or contribution, to the Board not later than one month (or such later date as the Board may allow) before the date for holding the AGM at which the nomination is to be considered.
- 7.34 All nominations received in accordance with clause 7.33 must be presented to the AGM however the Board may, in its absolute discretion, decide whether or not to endorse the nomination to the AGM.
- 7.35 The Board of its own accord may propose a person as an Honorary Member.
- 7.36 Honorary Members shall pay a reduced membership fee based upon their membership category and as determined by the board for each year and shall have full voting rights.

7.40 Parent Members

- 7.41 Any parent of an Ordinary Junior member may elect to become a financial member of the club.
- 7.42 To elect to become a financial member of the club the parent must notify the club secretary that they wish to become a financial member, they will not be required to pay a subscription.
- 7.43 Only one parent member per child financial member at the club shall be entitled to elect to become a financial member.
- 7.44 Only parents who have elected to become financial members shall have voting rights.
- 7.45 Notwithstanding 7.41 to 7.44 any parent may become a financial member in their own right.

7.50 Life Members

- 7.51 The club may elect as a life member, any person who, in the opinion of the club, has been an Honorary member, has rendered conspicuous service to the club over a minimum period of ten (10) years. Life Members shall be persons who have provided outstanding special services or made outstanding contributions to sport within the Club for a period of ten (10) or more years. Life
- 7.52 Life Members shall be elected on (and may be removed by) a majority vote of 75% of those present and entitled to vote at an AGM.
- 7.53 Any Member nominating a Life Member must forward a brief account of the candidate's service and/or contribution, to the Board not later than one month (or such later date as the Board may allow) before the date for holding the AGM at which the nomination is to be considered.
- 7.54 All nominations received in accordance with clause 7.53 must be presented to the AGM however the Board may, in its absolute discretion, decide whether or not to endorse the nomination to the AGM.
- 7.55 The Board of its own accord may propose a Member as a Life Member.
- 7.56 Life Members shall be exempt from the payment of Fees and shall have full voting rights.
- 7.57 Life Members will receive free of charge tickets to all club related functions.
- 7.58 A life member of the club shall Ipso Facto be a member of the Board but shall not unless otherwise qualified, have the right to vote on the board, but shall have the right to speak at any meeting of the Committee or Executive. If the board votes to discuss a matter confidentially life members who are not board members in any other capacity must remain outside the meeting until such time as the board calls upon them to return.
- 7.59 All current life members of the Oratia United AFC as at the adoption of this constitution shall be deemed to be life members of the Oratia United sports Club Incorporated.

8. Membership Obligations and Privileges

- 8.00 Every Member shall strictly observe these Rules as amended from time to time and shall strictly observe the standards of ethical and sporting conduct Northern Football Federation or New Zealand Football may from time to time prescribe.
- 8.01 Every Member shall furnish to the Board such information and particulars as are required by the Board to achieve its objects hereunder.
- 8.02 Rights of membership shall be individual and shall not be assigned or transferred in any way.
- 8.03 All Members are entitled to bring guests to the club provided always that behaviour of such guests is the responsibility of the member and all guests shall be signed in on each occasion.
- 8.04 All members of the club are entitled to attend board meetings to observe proceedings but shall not address the meeting unless called upon to do so by the chairman. If the board votes to discuss a matter confidentially all members observing the meeting must remain outside the meeting until such time as the board calls upon them to return.
- 8.05 All members over the age of 18 years old are entitled to attend and vote at the Annual General Meeting of the club and Special General Meetings of the club.
- 8.06 Members under the age of 18 may attend but are not be entitled to vote at the Annual General Meeting of the club and Special General Meetings of the club.
- 8.07 In the event that a Club has a policy whereby multiple membership arises out of the payment of a single Fee, then that membership shall only be entitled to exercise one vote.

9. Ending Membership

- 9.00 Any member shall cease to be a member and be removed from the membership registry in any of the following circumstances:
- (a) The member resigns by advising the Secretary in writing.
 - (b) The member becomes un-financial as per rules
 - (c) The member is disqualified by the club for a breach of these rules.
 - (d) The member ceases to be eligible for membership under these rules.
- 9.01 Termination of membership does not discharge or free the individual from any liabilities to the club, which may have been accrued by that member.

10. Membership Disqualification

10.01 If any member has acted in a way that is harmful to the Club that member's membership may be terminated by a decision of the board provided that:

(a) The Committee notifies the member concerned of the proposed termination and the reasons for it.

(b) The member is given the opportunity to be heard at a confidential meeting with the Committee, so long as a quorum status has been reached for the meeting so called. The member is given at least seven days' notice to attend the committee meeting. A majority vote of two thirds of Committee members is required for suspension or expulsion.

(c) The committee have the right to suspend the member immediately (for up to seven days) if it believes the misconduct reported to the committee is of a serious nature.

10.02 Acts harmful to the Club shall include:

(a) Behaviour that brings the Club or any individual into disrepute.

(b) Alcohol and drug related problems.

(c) Intimidating, threatening criminal or violent behaviour.

(d) Offensive language.

(e) Wilful damage to property.

10.03 All terminations to club membership must first be approved by the committee before these names can be removed from membership lists, that the reason for termination be recorded.

10.04 Any member having had their membership revoked may appeal this decision in the first instance to the board for their case to be reheard. In the second instance they may appeal for their case to be heard at a Special General Meeting of the club called for that purpose. The member will be entitled to attend such meeting only to the extent necessary to represent their case.

11. Subscriptions

- 11.01 Subscriptions for all membership categories shall be set as determined from time to time by the board.
- 11.02 Subscriptions will comprise of an amount for general membership of Oratia United Sports Club together with any applicable playing fees for sport(s) the member may be involved with.
- 11.03 The amount of the playing membership subscription shall be recommended by the Sports Board committee, provided always that it is sufficient for the board to operate a balanced budget in that it covers all the costs of participation in that sport.
- 11.04 The final decision of the level of player subscriptions will rest with the board.
- 11.06 The general membership fee shall only apply once per member and any member participating in multiple teams will receive a deduction off any second and subsequent subscriptions due equal to the amount of the general membership fee.

For clarity purposes an example of the basic fee structure is as follows:

Club Membership \$35.00 (Set by Board)

Singular Football Senior Playing Fee \$300.00 (Option One Set by Football Committee)

Team Football Senior Playing Fee \$4,000.00 (Option Two Set by Football Committee)

Cost to a member who plays Senior Football \$250.00

These are not actual fees and are for example purposes only

11.10 Payment of Subscriptions

- 11.11 All annual subscriptions are payable in advance on the due date.
- 11.12 The board will determine the timeframes for payment of subscriptions and advise members of the relevant due dates. The due dates will vary dependant on the sporting code.
- 11.13 The treasurer shall notify the board of all members who have not paid their subscriptions by the due date.
- 11.14 Members who have not paid subscriptions or entered into an arrangement agreed to by the treasurer at the due date as advised by the board for the relevant sporting season shall be deemed to be un-financial at that time.
- 11.15 Members who are un-financial shall not be permitted to take part in any club tournament, championship, competitions or matches under the control of the club or take part in any tournament, championship, competitions or matches in any Association of which the club is an affiliated member, as a representative of the club until such time as all arrears are cleared.
- 11.16 Should a team have insufficient financial members to field a team as a result of non-payment, the club will endeavour to find sufficient financial members from other teams to field a team otherwise the match will be forfeited.
- 11.17 Members who are un-financial are ineligible to attend or vote at any meeting of the club.
- 11.18 All financial memberships shall lapse at the end of the financial year pertaining to the membership category, except for life membership which shall be an enduring membership.
- 11.19 The board shall have the discretion to waive the subscription of a club member who is providing exceptional service to the club.
- 11.20 Members who have subscriptions outstanding may not register in the club till such arrears have been paid.

12. Hardship Remission of Subscriptions

- 12.1 Members who consider the payment of subscriptions a hardship may apply to the Sports Board committee for a dispensation in relation to such payment.
- 12.2 The Sports Board may in its absolute discretion, decide the level of support offered and what reduction, if any to any subscription due will apply and what conditions may apply to the hardship remission.

13. The Board

- 13.1 The overall management of the affairs of the Club shall be governed by a Board formed in accordance with this Rule.
- 13.2 The Board shall consist of a maximum of 8 financial members forming the club, provided always that the Board shall have the power, to be exercised when it thinks fit, of co-opting or appointing other Members pursuant to Rule 16 The composition of the board will be as follows;
- a) Chairman
 - b) Vice Chairman
 - c) Secretary
 - d) Treasurer
 - e) 4 General Board Members
- 13.3 The Board shall be concerned with the overall running of the clubrooms and control the financial operations of the club.

14. Election of Board

- 14.1 Election of Board, an election shall be held every year at the Club's AGM for the appointment of the Board.
- 14.2 Eligibility to be a Board Member, all financial members of the club shall be eligible to stand for the board except if they:
- a) Are not financial members of the club or have become un-financial.
 - b) Are an Affiliated sport team member.
 - c) Were a member of the board in the previous year and was disqualified and the relevant or similar circumstances continue to apply.
 - d) Have been a financial member for a cumulative total of less than 12 months at the time nominations close, except in the circumstance where no one with more than 12 months membership is available to stand for a position.
- 14.3 The Club shall call for nominations for positions on the Board in or with the notice convening the AGM.
- 14.4 All nominations must be moved and seconded by financial members of the club and must be accompanied by the nominee's curriculum vitae and his or her acceptance of the nomination in writing.
- 14.5 Candidates may if they wish also supply a brief written presentation setting out their reasons for seeking election to the Board. These should not exceed two hundred and fifty (250) words in length.
- 14.6 Nominations for the board shall close two (2) week prior to the AGM.
- 14.7 A ballot shall be opened no later than two weeks prior to the AGM and shall close upon conclusion of voting at the AGM.
- 14.8 Every financial member eligible to vote shall be given an opportunity to vote either in person at the Clubrooms or in the 2 weeks lead up to the election date by whatever ballot methodology is deemed practical by the board dependant on the technology of the day
- 14.9 Votes shall be tallied on election night and the highest polling candidates shall be declared elected. In the event of a tie in votes for the winner of a particular vacant place the lower polling candidates shall be declared not to have been elected and a second ballot (and, where necessary, succeeding ballots) of only the tied candidates shall be held to determine the winner.

14.10 The highest polling candidates shall be declared elected. In the event of a tie in votes for the winner of a particular vacant place the lower polling candidates shall be declared not to have been elected and a second ballot (and, where necessary, succeeding ballots) of only the tied candidates shall be held to determine the winner.

14.20 Chairman

- 14.21 Board Members shall elect a Chairperson from amongst their number
- 14.22 The Chairperson may be removed at any Board meeting at which there is a minimum of 5 Members present by a resolution passed by a majority of not less than 75%. The Chairperson shall have the right to attend any such meeting and to respond to any claims made against them but shall have no vote.
- 14.23 The position of Chairman shall cease to be held automatically upon that person ceasing to be a Board Member.

14.30 Vice Chairman

- 14.31 Board Members may if they so desire elect a Vice Chairperson from amongst their number
- 14.32 The Vice Chairperson may be removed at any Board meeting at which there is a minimum of 5 Members present by a resolution passed by a majority of not less than 75%. The Vice Chairman shall have the right to attend any such meeting and to respond to any claims made against them but shall have no vote.
- 14.33 The position of Vice Chairman shall cease to be held automatically upon that person ceasing to be a Board Member.

14.40 Secretary

- 14.41 The Secretary shall be appointed at the AGM if a nomination(s) for the position has been received, however if no secretary is appointed by the AGM the board may appoint a Secretary from amongst the membership if no suitable member is available the board may then appoint from outside the membership.

14.50 Treasurer

- 14.51 The Treasurer shall be appointed at the AGM if a nomination(s) for the position has been received, however if no Treasurer is appointed by the AGM the board may appoint a Treasurer from amongst the membership if no suitable member is available the board may then appoint from outside the membership.

15. Board Term & Vacancies

- 15.1 Term of Office of Elected Board Members: Each Board Member who has been elected to that position shall (subject to Rules) hold office for a term expiring at the close of the AGM held in the year after the year in which he or she was elected.
- 15.2 Vacancies among Elected Board Members, the Board may fill any vacancy among elected Board Members that occurs from time to time the term of office of such person expiring at the close of the next following AGM.
- 15.3 Board Members appointed pursuant to Rule 15.2 shall have full voting rights and such other rights as are allocated under these Rules to elected Board Members.

16. Co-Opted Members

- 16.1 The Board shall have the power to co-opt up to two additional Board Members for specific purposes, such co-opted Members to have expertise in a particular area. Co-opted Members may have such voting and other rights at Board meetings as the Board shall in its discretion confer.
- 16.2 Co-opted Members shall hold office at the Board's discretion but not longer than the close of the next following AGM after appointment.

17. Termination from the Board or Subsection Committee

- 17.1 A person shall cease to be a Member of the Board or Subsection committee upon the happening of any one of the following events:
- (a) If he or she resigns his or her seat on the Board or Subsection Committee.
 - (b) If he or she is absent from three (3) consecutive meetings of the Board or subsection committee without the consent of the meeting.
 - (c) If he or she becomes bankrupt or insolvent or makes any assignment or arrangement for the benefit of his or her creditors or takes or attempts to take the benefit of any statutory provision for the liquidation of his or her affairs and fails to satisfy the Board when required that the inability to pay his or her debts arose from misfortune and that no discreditable conduct can be imputed to him or her in such connection and that the circumstances would not and would not be likely to bring any discredit to the Club or the Board if such person were to remain a Board Member.
 - (d) If the person is convicted by a competent tribunal of an offence which, in the opinion of the Board, renders the person unfit to be a Member of the Board.
- 17.2 The removal of a person from office as a Member of the Board or Subsection Committee in accordance with any of the provisions of Rule shall occur as follows: -
- (a) In the circumstances referred to in Rules 17.1(b), 17.1(c) and 17.1(d) upon the passing of a resolution by the Board or subsection committee to the effect that the relevant conditions are satisfied,
 - (b) In all other cases, upon the occurrence of the relevant event.
- 17.3 When any meeting of the Board is held for the purpose of considering a resolution for the removal of a Member of the Board the person in question shall be notified and be entitled to be present and be represented and to respond to the claims made but shall not form part of the quorum and shall not be entitled to vote on the resolution.
- 17.4 The Board may declare in relation to any candidacy for election as a Board Member (whether before or after the election takes place) that the candidate is not eligible and is disqualified from office in accordance with the provisions of Rule 17.3.1 (There is no rule 17.3.1).
- 17.5 Board Members shall elect a Chairperson and Vice Chairman from amongst their number
- 17.6 The Chairperson and/or Vice Chairman may be removed at any Board meeting at which there is a minimum of 5 Members present by a resolution passed by a majority of not less than 75%. The Chairperson and/or Vice Chairman shall have the right to attend any such meeting and to respond to any claims made against them but shall have no vote.

17.7 Any named position held on the board shall cease automatically upon that person ceasing to be a Board Member.

18. Duties of Officers

18.10 Chairperson

Duties

- 18.11 The Chairperson shall preside at all meetings of the club. In his/her absence the chair shall be taken by the Vice Chairman and in the absence of both, the meeting shall appoint a chairperson for the meeting who shall have the privilege of the Chairperson for the duration of the meeting.
- 18.12 The Chairperson is responsible for providing leadership and direction, however, shall have no more say than others on the executive except in the event of a casting vote being required or as provided for in the rules of debate.
- 18.13 The Chairperson shall be the liaison between the Club and any bodies with whom the club is affiliated or has dealing with unless a liaison has been specifically provided for by the board.

Expectations

The Chairman is expected to be proactive in all matters relating to the club

The Chairman is expected to regularly attend the club.

The Chairman is expected to regularly circulate amongst all members of the club

The Chairman is expected to maintain impartiality in respect of the teams and codes within the club.

The Chairman is expected to ensure there are regular announcements of results, news and special events.

The Chairman is expected to attend club functions and meetings

The Chairman is expected to ensure that the committee is carrying out its duties and follow up on any tasks delegated to ensure they occur.

The Chairman is expected to take a proactive role in ensuring funding opportunities are sought.

18.20 Secretary

Duties

- 18.21 The Secretary shall issue notices of meetings as required and attend to all correspondence.
- 18.22 The Secretary shall keep minutes of all meetings of the club, such minutes to be produced for conformation at the appropriate meetings.
- 18.23 The Secretary shall keep a register of all By Laws passed as per clause 3.5.
- 18.24 Shall file the annual accounts with any regulatory bodies such as the Registrar of Incorporated Societies as required.

Expectations

The Secretary is expected to ensure meetings occur as they are required.

The Secretary is expected to take a role in ensuring members have access to minutes of meetings.

The Secretary is expected to assist the treasurer to maintain an up to date list of members and contact details for members

If the Secretary is also a playing member then the expectations of Committee Members also apply

18.30 Treasurer

Duties

- 18.31 The treasurer shall account for all moneys and fees due to club and issue invoices for the same.
- 18.32 The treasurer shall ensure that all moneys, so collected in the club's name, are banked by officers and staff collecting it within 10 days of receipt.
- 18.33 As part of good internal controls a separation of duties will be maintained, and the treasurer will not handle cash.
- 18.34 The treasurer shall cause to be paid all accounts within the budget of the subsections or as approved by the Board.
- 18.35 The treasurer shall keep a full and accurate account of financial transactions of the club and report to each Executive meeting the state of affairs of the club
- 18.36 The treasurer will provide a monthly report of the financial transactions of each subsection against budget to the committee of the subsection.
- 18.37 The treasurer shall provide to the auditor an accurate set of financial accounts for inspection at least three weeks prior to each A.G.M.

Expectations:

If the Treasurer is also a playing member then the expectations of Committee Members also apply

18.40 Club Captain Football

Duties

- 18.41 The Club Captain shall be the liaison between Team Coaches/Captains/Managers and the Sports Board Committee.
- 18.42 Shall be responsible for the up-keep of all club trophies.

Expectations:

- The Club Captain is expected to be proactive in all matters relating to game play.
- The Club Captain is expected to regularly attend the club.
- The Club Captain is expected to regularly circulate amongst all members of the club.
- The Club Captain is expected to maintain impartiality in respect of the teams within the club.
- The Club Captain is expected to attend all club functions and meetings.
- The Club Captain is expected to have regular contact with all team captains.

18.50 General Board Members

Duties

- 18.51 Board Members shall attend committee meetings and provide feedback from the members of the club.
- 18.52 Board Members shall carry out any additional tasks assigned to them from time to time.

Expectations:

- Committee members are expected to attend the club whenever possible.
- Committee members are expected to circulate amongst all members of the club from time to time.
- Committee members are expected to actively seek feedback from members and pass these on at meetings.
- Committee members are expected to contribute to the day to day running of the club by taking on tasks that they are able to.

18.60 Casual Vacancies among Elected Board Members

- 18.61 The Board may fill any vacancy among elected Board Members left open at the conclusion of the AGM, the term of office of such person expiring at the close of the next following AGM.
- 18.62 The Board may fill any vacancy among elected Board Members occurring after one AGM and before the next, the term of office of such person expiring at the close of the next following AGM.
- 18.63 Board Members appointed pursuant to Rule 20.61 and 20.62 shall have full voting rights and such other rights as are allocated under these Rules to elected Board Members.

19 Meetings

19.1 Annual General Meeting

19.11 An AGM shall be held annually on a date to be set by the Board, but not earlier than 31st December and not later than February 28th to coincide with the 31 December financial year.

19.2 Special General Meeting

19.2.1 An SGM may be convened at any time by the Secretary:

- (a) On receiving a requisition signed by at least twenty (20) financial Members.
- (b) On receiving a direction from the Board.

19.3 Board Meetings

19.3.1 The board shall meet monthly on a date to be set by the Board.

19.3.2 Board meetings shall be open to all members to observe, but only those entitled to speak at the meeting shall be entitled to speak, unless specifically called on to do so

19.3.3 A special meeting of the board may be called in addition to their monthly meeting at the request of the chairman or such number of the board as is sufficient to form a quorum.

19.3.4 Seven Days' notice shall be given to all board members of all board meetings, such notice shall be delivered in person or by Email, telephone or other recognised form of communication.

19.3.5 The Board may meet and vote virtually by way of email or electronic forum without notice for the purposes deciding urgent matters, provided the majority of the board agree to this on a case by case basis and provided all members of the board are able to attend the meeting in the format used.

19.3.6 Decisions of the Board shall not be invalidated merely because of procedural defects in the calling and holding of any Board meeting at which the decision was made.

19.3.7 Where there is an equality of votes cast on any matter the Chairperson of the meeting shall have a second or casting vote which shall be a deliberative vote and may be cast for or against the resolution.

19.4 Sub Section Committee Meetings

19.4.1 Sub section committee (If Applicable) shall meet monthly over their playing season and as required during the off season.

20.0 Powers and Duties of the Board

20.1 The management and control of the activities of the Club, and of its funds, shall be vested in the Board which shall, without limiting the foregoing, set the policy and make the decisions of the Club subject only to the express powers of the Members as provided in these Rules. In addition to the powers and authorities expressly conferred on it by these Rules the Board may exercise all such powers and do all such things as may be exercised and done by the Club and which are not expressly directed or required by these Rules to be exercised or done by the Club at a General Meeting of its Members.

20.2 All funds, properties and assets of the Club whatsoever shall be under the control of the Board.

20.3 All legacies, endowments, donations or gifts of money or other real or personal property unless given to the Club for any specific object shall be dealt with by the Board as the Board may think fit for the general purposes of the Club.

21.0 Major Transactions

21.1 Major transactions shall only be entered into on the authority of a resolution of the Board passed by a majority vote of not less than 75% of all Board Members.

21.2 For the purposes of these Rules a "Major Transaction" shall be such transaction which involves acquiring or disposing of any asset or involving the incurring or releasing of any liability or the giving or releasing of any guarantee of greater value than the amount set out in the Schedule or the incurring of any commitment or obligation which shall be of more than one year's duration, provided always that where the asset or obligation is acquired or disposed of or incurred or released as part of a series of transactions then the total consideration or value of all of the transactions shall be aggregated and this Rule shall apply as if the series of transactions were one single transaction for the amount of the aggregate value

21.3 Notwithstanding anything else hereinbefore contained the Board shall not have the power to incur any liability or obligation (whether by way of borrowing monies or the giving of guarantees or otherwise) or to dispose of any asset more than the amount set out in the Schedule without the approval of the Members voting at General Meeting.

22 Order of Business at Meetings

22.1 The Board Chairperson shall take the chair at every General Meeting of the Club.

22.10 Board & Committee Meetings

22.11 The business of a Board or Committee meeting shall be:

1. Roll Call
2. Apologies
3. Confirmation of Minutes
4. Matters arising from previous minutes
5. Correspondence
6. Financial Report
7. Reports and recommendations etc. Sub Committees
8. General Business

22.12 The Chairperson may vary the above order of business at his/her discretion.

22.13 No Board or Committee meeting shall be more than two hours duration.

22.20 Annual General Meeting

22.21 The business of the AGM meeting shall be:

1. Roll Call
2. Apologies
3. Confirmation of Minutes
- 3a. Matters arising from previous minutes
4. Annual Reports
5. Treasurers Report and Balance Sheet
6. Alteration of Constitution if any (of which due notice has been given)
7. Election of Honorary members if any (of which due notice has been given)
8. Election of Life members if any (of which due notice has been given)
9. Election of Board
10. General Business

22.22 The Chairperson may vary the above order of business at his/her discretion.

22.30 Special General Meeting

22.31 The business of a Special General meeting shall be:

1. Roll Call
2. Apologies
3. The business for which the SGM was called.

22.32 No other matters may be discussed at a special general meeting other than those put forward by those calling the meeting.

22.40 General Meetings

- 22.41 No General Meeting shall consider any business which has not been the subject of a written notice submitted by a Member not less than twenty-one (21) days prior to the General Meeting (unless it has been submitted by the Board) explaining the business to be transacted.

23 Notices of Meetings

- 23.1 At least one months' notice by way of advertisement on the club's website and by email to each financial member of all General Meetings shall be given to all financial members of the Club and such notice shall also state the object of the proposed meeting and only such business as specified in the notice shall be transacted.

24 Quorum

24.10 AGM & SGM

- 24.11 At the Annual General Meeting or any Special General Meeting of the club the number of Executive and members to form a quorum shall be five (5%) per cent of the total financial members of the club who are entitled to vote (over the age of 18 years old.)
- 24.12 If no quorum can be reached within 30 Minutes of the scheduled start time of the AGM it shall be deemed that those present may form a quorum for the purposes of a limited AGM.
- 24.13 A limited AGM may carry out election of the board and discuss general business but may not elect new Life members or make changes to the constitution.
- 24.14 If no quorum can be reached within 30 Minutes of the scheduled start time of a Special General Meeting it shall be deemed that the meeting is abandoned.

24.20 Board and Subsection Committee Meeting

- 24.21 Any 50% of the Board or Subsection Committee shall form a quorum at a properly constituted meeting of the Board or Subsection committee.
- 24.22 If no quorum can be reached within 30 Minutes of the scheduled start time of a Board or Subsection Committee meeting it shall be deemed that the meeting is abandoned.

25. Minutes

- 25.1 Minutes shall be kept of all resolutions and proceedings of all General Meetings, Meetings of the Board and Meetings of any committees.
- 25.2 The completed Minutes shall be posted to the club's website for members to view.
- 25.3 Confidential matters discussed "in committee" shall not be recorded in the minutes.

26 Registered Office

- 26.1 The Registered Office of the Club shall be situated in such place as the Board may from time to time determine.

27 Voting Procedures

- 27.1 The President or other Chairperson at any General Meeting shall appoint a Scrutineer/Scrutineers from non-voting Members prior to any vote being taken.
- 27.2 Every question submitted to a General Meeting shall be decided in the first instance on a show of hands.
- 27.3 If a poll is requested by any two Members it shall be taken immediately and the result of the poll shall be deemed to be the resolution of the General Meeting at which the poll is demanded.
- 27.4 The Scrutineer/Scrutineers shall destroy all voting papers as soon as the poll has been concluded and the result announced.

28. Financial

- 28.1 The Club's financial year shall end on 31 December and the Board shall ensure that all financial statements shall be properly made up to that date.
- 28.2 All monies received on account of the Club shall be paid into the account of the Club with its bankers forthwith after receipt
- 28.3 As part of internal controls of the club the club Treasurer shall not handle cash deposits.
- 28.4 All expenditure by the club shall only be paid after it has been authorised by at least two (2) people one of whom must either be a Board Member.
- 28.5 The Treasurer or Chief Executive Officer or General Manager as the case may be shall keep, or cause to be kept, full and proper accounts and records of the income and expenditure of the Club, and of the matters in respect of which such income and expenditure arises and takes place respectively and of the assets and liabilities of the Club, and of all its other financial transactions and shall produce accounting records, properly maintained, and complying with all relevant standards, when required by the Board.
- 28.6 A Financial report shall detail performance against budget shall be supplied to each Board Member prior to each meeting.
- 28.7 End of Year Financial Accounts shall be provided within two (1) months after the end of the Club's financial year and shall also be available for inspection by Club Members on the club's website.
- 28.8 The Board shall ensure that in each year the financial statements shall be subject to review by a member of the Institute of Chartered Accountants of New Zealand who is the holder of a certificate of public practice.
- 28.9 The Board shall nominate a club auditor to the AGM for approval. The auditor shall not hold any other office in the Club. The Board shall be responsible for defining the extent and purpose of all such reviews and shall have, if circumstances warrant, the power to require a full audit of the Club's affairs or any part of the Club's affairs.
- 28.10 The board shall from time to time appoint a club sponsor, no subsection or team shall accept a sponsorship or display the logo of any sponsor that is in the same industry or that is in direct competition with the club sponsor or is in any way likely to endanger relations with the club sponsor. Subsections should check with the board if in any doubt as to the suitability of a possible sponsor.

29. Sponsorship

- 29.1 Subject to the other provisions of this Rule, only the Board shall have the power to enter into sponsorship contracts on behalf of the Club provided always that every such contract shall be in writing and further provided that no such contract shall contain provisions tending to give any person, company or organization other than the Board, control over the Club and further provided that any advertising or publicity required by the sponsor shall not affect the dignity and good offices of the Club or any player.

30. Misconduct

- 30.1 Where it is alleged that any Member has been guilty of any breach of these Rules, then, the Board shall have power to investigate such alleged offence and if the offence is proved, impose such penalty as it in its sole discretion may deem appropriate.
- 30.2 When any meeting of the Board or disciplinary committee is held for the purpose of considering any matters referred to in Rule 30.1 hereof, the Member or Members concerned shall be given at least 10 days' notice in writing of that meeting, any such notice to contain full particulars of the relevant allegations and that Member or Members shall be entitled to be present and be represented and to respond at that meeting. The decision of the Board shall be supplied in writing to the Member or Members concerned within ten days of the conclusion of the relevant meeting.
- 30.3 The penalties which may be imposed by the Board in accordance with this Rule (subject to appeal to the Federation) shall include expulsion, disqualification or suspension from the Club for a stated period, or a fine or a reprimand.
- 30.4 The effect of suspension for any period shall be that the Member may not during the period of suspension take part in club activities, nor be in any way connected with the administration of sport within the club in any capacity whatsoever.
- 30.5 Any Member who contravenes any expulsion or suspension or fails to pay any fine or comply with any other penalty imposed shall be deemed to have committed a further breach of these Rules and will be liable to be dealt with in accordance with the provisions of these Rules.
- 30.6 Any Member shall have the right of appeal to the Federation against any decision of the Board made under this Rule by the serving of a written notice on the Club setting out the grounds for appeal, any such notice to be served on the Club within 10 days of the Board's decision being made available to the Member. Any such appeal shall be dealt with in accordance with such regulations as the Federation may from time to time promulgate for the purpose.

31. Complaints and Disputes

- 31.1 All complaints are to be made in writing to the Secretary and in no case shall any servant of the club be reprimanded or belittled by any member not authorised by the provision of the club's rules.
- 31.2 All disputes arising from participation in the club shall be in the first instance settled by Sports Board. An independent Board is to give rulings on all disputes which are not satisfactorily settled by the Sports Board committee and its decision shall be final.
- 31.3 Any complaints are to be made to the Secretary no later than seven (7) days of the occurrence of the matter of complaint.
- 31.4 The Board may where it deems it appropriate, escalate the dispute or complaint directly to the sport's governing body for resolution.
- 31.5 The Sports Board committee have the right to suspend the member immediately (for up to seven days) if it believes the misconduct reported to the committee is of a serious nature.

32. Members Fundraising

- 32.1 Members, whether severally or jointly, wishing to promote any fundraising activities in the Club's name, whether on the Club's premises or elsewhere shall first have the written consent of the Sports Board.

33. Alteration of the Constitution

- 33.1 Except when any repeal, variation, amendment or addition affects the Club's objects, or its personal pecuniary profit Rules or its winding up Rules (when any such repeal, variation, amendment or addition shall not be approved without the prior consent of the Inland Revenue Department) these Rules may be repealed, varied, amended or added to by a 60% majority of Members present and voting at an AGM or SGM.
- 33.2 The provisions of this Rule shall not be removed from this document and shall be included and implied into any document replacing this document.

34. Common Seal

- 34.1 The Board shall adopt a common seal and such seal shall be under the control of the Board. The common seal of the Club shall be deposited at the Club's registered office and shall only be affixed to any document pursuant to a resolution of the Board and in the presence of not less than two (2) witnesses one of whom shall be a Board Member and the other of whom shall either be a Board Member or the Chief Executive Officer or General Manager.

35. Winding Up

- 35.1 The Club may be disbanded and wound up voluntarily pursuant to Section 24 of the Incorporated Societies Act 1908 by a resolution of all financial Members present at a Special General Meeting of the Club called for that purpose. On any such winding up, the assets of the Club, after payment of all liabilities, shall be paid or transferred to the Federation for the benefit of amateur soccer and of the community in the district over which the Federation has jurisdiction provided always that no pecuniary benefit shall accrue nor any payment made or distributed to any Member as a result of any such winding up.

36. Notices

- 36.1 Notices to be given to the Club shall be sent to its registered office, or by email to the club's email address as advised from time to time by the Club. Notices shall be deemed to be received upon receipt by the sender of a confirmation.
- 36.2 Except in respect of General Meetings, notices to be given to Members shall either be delivered personally or sent via email to the email address of the Member shown on the register of Members.
- 36.3 Any notice sent by email to a Member shall be deemed to have been served on the following that on which the email was sent. In proving service of the notice, it shall be sufficient to prove that the email was properly addressed and sent.

37. Communications

- 37.1 The Sports Board will nominate a person, either from its standing committee or membership as its official point of contact with governing sporting bodies such as the NFF & NZF.
- 37.2 Upon such person being nominated whether initially or by way of replacement, the Club shall forthwith notify the governing body of the name, address and preferred method of communication of that person.
- 37.3 The Secretary shall be the point of contact for all other communication with the club, except in respect of financial matters where the Treasurer will be the point of contact.

38. General

- 38.1 Any matter not provided for in these Rules shall be governed by the rules and regulations of the appropriate sporting governing body or by the principals of natural law and common sense.