

THE INCORPORATED SOCIETIES ACT 1908
CONSTITUTIONS AND RULES OF HUIA MASTER SWIMMERS CLUB
INCORPORATED

1. NAME

The name of the Club shall be Huia Master Swimmers Club Incorporated.

2. COLOURS

The colours of the Club shall be: Blue, Yellow and White.

3. INTERPRETATION

In these rules and in any by-laws made in accordance with these rules unless inconsistent with the context:

- (a) The singular shall include the plural and the plural the singular.
- (b) "Club" shall mean the Huia Master Swimmers Club Incorporated.
- (c) "Committee. shall mean the Committee set up under Rule 12(a) hereof.

4. OBJECTS

The objects for which the Club is incorporated are:

- (a) To foster, develop and otherwise promote swimming as a means to health, fun, fitness and competition.
- (b) To promote, organise and/or conduct meetings, games, competitions, carnivals, tournaments and entertainments of all or any kinds whatsoever for the purpose of extending, assisting or fostering the objects of Master Swimming in New Zealand and elsewhere.
- (c) To promote the social activities of the members and the raising of funds for the general purposes of the Club. To assist and promote any movement idea suggestion or enterprise which in the opinion of the Club may be of practical help in giving effect to the objects of the Club.
- (d) To adopt such means as may seem expedient for making known or carrying out any of the objects of the Club and in particular by advertising the publication of books and periodicals and by any other means.
- (e) To subscribe to become a member of and/or co-operate with any society whether incorporated or not whose objects are altogether or in part similar to those of this Club and to procure from and communicate to such society any information that may be likely to benefit the objects of this Club.

5. AFFILIATION

The Club shall affiliate with and continue affiliation with the New Zealand Master Swimmers Incorporated and shall conform to and abide by the rules and regulations for the time being of that organisation.

6. MEMBERSHIP

- (a) Eligibility for membership of the Club shall be in accordance with the rules of New Zealand Master Swimmers Incorporated or in such other way as the Committee may from time to time decide.
- (b) All applications for membership must be accepted, deferred or refused by the committee. The committee shall have the right to refuse any application for

membership in its absolute discretion.

7. LIFE MEMBERSHIP

The Club in general meeting may elect any person who has rendered signal service to the Club to be a life member of the Club and any person so elected shall be entitled to all the privileges of membership but shall not be liable for any subscription .

8. CESSATION OF MEMBERSHIP

(a) A member shall cease to be a member

- (i) Upon death
- (ii) Upon suspension in accordance with the rules hereof
- (iii) Upon resignation.

b) The Committee may suspend a member from membership if that person has failed for a period of two months to pay their subscription or any other moneys due under these rules. Failure to pay the due subscription after 3 months will result in membership being cancelled.

(c) The Committee may suspend any person from membership or cancel any membership if it is satisfied that the continuation of such membership is not in the best interests of the Club provided that before resolving so to do the Committee shall give not less than seven (7) days notice of its intention to act under this rule to the person concerned and afford that person the opportunity to appear before the Committee to show cause why such an order of suspension or dismissal should not be made.

9. SUBSCRIPTION

- (a) The annual subscription in respect of membership for each calendar year shall be such sum as fixed at the Annual General Meeting.
- (b) All subscriptions shall become due and be payable on the first day of January following the Annual General Meeting called to fix the annual subscription.
- (c) No member whose subscriptions are in arrears for more than two calendar months shall be entitled to take part in the activities of the Club.

10 MANAGEMENT

(a) The Management of the affairs of the Club shall be vested in a Committee appointed or elected in accordance with these rules.

(b) Any member of the Committee who fails to attend any three consecutive meetings of the Committee without adequate cause shall cease to be a member of the Committee.

(c) The Committee may appoint any other person to fill any casual vacancy in its number.

(d) The Committee may appoint sub-committees for any purpose and may discharge the same. The President of the Club shall be an ex officio member of any such subcommittee. Any such subcommittee shall include at least one other member of the Committee.

11. OFFICERS

(a) The officers of the Club, all of whom shall be elected at the Annual General Meeting, shall be; President and Treasurer

(b) Members present at an Annual General Meeting may appoint such other officers as it may deem necessary and may prescribe their duties.

(c) Where an officer of the Club for any reason is unable to continue in that office the Committee shall accept nominations and voting through a special general

meeting.

12 COMMITTEE

- (a) The Committee shall consist of the President, the Treasurer, and a minimum of three (3) other persons duly elected at the Annual General Meeting.
- (b) The Committee shall continue in office from the conclusion of the Annual General Meeting at which it is elected until the conclusion of the next succeeding Annual General Meeting.
- (c) Should a committee meeting be required outside of the AGM or a SGM a quorum will consist of a minimum of 3 committee members one of which must be an officer of the club.
- (d) The Committee may meet at such times as it thinks fit and a meeting of the Committee may be summoned at any time by the President or by the Treasurer or requisitioned by any four members of the Club and in the case of a meeting convened by requisition the same shall be held at the date not later than fourteen days from the receipt of the requisition and in the event of the President failing to call the meeting the person or persons signing the requisition or a majority of them may themselves convene the meeting. Any requisition addressed to the President under this Rule shall set out specifically the business which it is intended that the Committee Meeting shall deal with. At any such committee meeting only the business set out in the notice convening the meeting shall be dealt with.
- (e) The Committee shall have power to manage the day to day transactions of the business of the Club. All decisions to change any day to day transaction of the club by the Committee must be presented at the AGM or a SGM or shall lapse. The committee shall present to the AGM a report of the transactions of the club from the past financial year.

13 DUTIES OF OFFICERS

(a) President

The President shall in addition to any other duties normally performed by that office or required to be performed under these Rules or the terms of appointment;

- (i) conduct the correspondence of the Club
- (ii) convene and attend all meetings of the Club and of the Committee either personally or by deputy and properly record the minutes
- (iii) make provision for the safe custody of the Common Seal, the books and records and other documents of the Club
- (iv) carry out other duties as may be required by the Committee
- (v) foster and direct all the active operations of the Club subject to the general control of the Committee in all things.
- (vi) liaise on behalf of Huia Master Swimmers Inc. with the Pool Manager of any swimming complex used by the Club
- (vii) make provision for the safe custody of all the personal property of the Club

(b) Treasurer

The Treasurer shall in addition to all other duties normally required of that office

- (i) receive all payments to the Club and forthwith upon receipt place the same to the credit of the Club in the Huia Masters Swimmers bank account. As directed from time to time by the Committee and subject to the provisions of these Rules and the directions of the Committee pay out the same according to the specific general directions of the Committee.

- (ii) keep a correct account of all moneys received and payments made

and prepare a statement of receipts and expenditure and a balance sheet to be required to be produced at the Annual General Meeting and obtain the Auditor's certificate in respect thereof.

14. FINANCIAL REVIEW

The books of the Club shall be reviewed annually and reported upon by the Treasurer at the Annual General Meeting.

15. ACCOUNTS

(a) The funds of the Club shall be under the sole control of the Committee which shall cause a Bank account or accounts to be opened and determine the methods of operation and as to the investment of funds that are not immediately required.

(b) All disbursements from the accounts of the Club shall be by electronic payment authorized by any two of the President, the Treasurer or approved committee member. No moneys shall be paid (except in an emergency) without receipt of invoices or authorised expenditure receipt.

16. THE COMMON SEAL

The Common Seal of the Club shall be kept in the custody of the Honorary Secretary and shall not be affixed to any document except pursuant to a resolution of the Committee and in the presence of an Officer of the Club appointed for the purpose and the Secretary both of whom shall attest the due execution thereof

17. INFORMATION TO NEW ZEALAND MASTER SWIMMERS INCORPORATED

The Committee shall see to the due despatch to the New Zealand Master Swimmers Incorporated any matters concerning any members which may properly be required by New Zealand Master Swimmers Incorporated to be supplied to them by Clubs affiliated to it.

18. ANNUAL GENERAL MEETINGS

(a) The Annual General Meeting of the Club shall be held not later than the 30th April in each year. Seven days notice of the meeting shall be given by the President to each member by email.

(b) The business of the Annual General Meeting shall be -

- (i) To receive the Annual Report and the financial statement
- (ii) To elect officers
- (iii) To elect committee members
- (iv) To consider motions of which notice has been given
- (v) To transact any general business acceptable to the meeting

19. SPECIAL GENERAL MEETINGS

(a) A special general meeting shall be convened by the President in terms of Rule 9(a) or by resolution of the Committee or by five (5) members of the Club and in the case of a meeting convened by requisition the same shall be held at the date not later than twenty one days from the receipt of the requisition and in the event of the President failing to call the meeting the person or persons signing the requisition or a majority of them may themselves convene the meeting. Any requisition addressed to the President under this Rule shall set out specifically the business which it is intended that the General Meeting shall deal with. At any such special general meeting only the business set out in the notice convening the meeting shall be dealt with.

(b) Any notice of motion(s) shall be in writing addressed in the first place to the President and this motion(s) must be circulated to members not later than fourteen (14) days prior to the meeting at which it is desired it shall be dealt with.

20. APPEALS

Any member of the Club may appeal to the Committee against any decision of any Officer or committee member of the Club. Any such appeals shall be in writing addressed to the President of the Club and shall set forth specifically the decision appealed against and the grounds of the appeal. The President shall upon receipt of such appeal arrange for it to be heard and determined by the Committee and the Appellant and the official or officials appealed against shall have the right to appear before the Committee before a determination is made thereon. There shall be no appeal to the Committee under this Rule on a matter of fact.

21. INDEMNITY

No action at law or otherwise shall lie in favour of members or their executors or administrators against any member of the Club or its Committee or any officer of the Club for or in respect of any act, matter or thing done omitted or suffered in pursuance of these Rules and that notwithstanding any irregularity or informality occurring in or about the doing omitting or suffering thereof

22. WINDING-UP

(a) The Club shall be wound up at a General Meeting of which notice has been given if a majority of those persons present pass a resolution to that effect and such resolution is duly confirmed by a similar majority at a subsequent general meeting called for that purpose and held not less than thirty days later.

(b) If upon such winding-up or dissolution of the Club whether voluntarily or otherwise there remains after satisfaction of all the debts and liabilities any property whatsoever it shall be transferred to the New Zealand Master Swimmers Incorporated or alternatively disposed of in accordance with the aforesaid resolution of dissolution.

23. ALTERATION OF RULES

These Rules or any of them may be altered added to or rescinded by resolution passed at a duly constituted general meeting of the Club by a majority of the members present in person and entitled to vote provided that the notice convening such a meeting shall set out the alterations of the Rules to be considered thereat and shall indicate the general nature of the proposed alterations.

24. PECUNIARY GAIN

No member shall receive or obtain any direct pecuniary gain except as salary or honorarium from the property or operations of the Club.

25. BY-LAWS

The Committee or the Club in general meeting may at any time make such regulations and by-laws for the conduct of the Club or of its members as it shall be considered necessary. Such regulations or by-laws shall not in any way conflict with these Rules nor be repugnant to the provisions of the Incorporated Societies Act 1908.

26 VOTING

Only financial members shall be entitled to vote at any meeting of the Club and at all meetings voting shall be on the voices save where a vote is challenged, when a show of hands shall be taken or voting shall be by secret ballot if the motion so calls. Proxy votes shall not be allowed. In all contested offices at the Annual General Meeting the voting shall be by secret ballot. At all meetings the President will have the right to a casting vote if necessary.

27. FINANCIAL YEAR

Each financial year of the Club shall be a calendar year commencing 1 January and ending 31 December.

28. SPONSORSHIP

The Club may accept such sponsorship as the Committee determines appropriate :from time to time.

29. BINDING OF THESE RULES

If any question or dispute shall arise as to the construction of these rules or any of them or the application thereof the decision of the Committee thereon shall be final and binding upon all members.