Constitution of the Whitewater Canoe Club (Inc)

As approved at AGM 30 May 2011

NAME

1. The name of the club shall be the WHITE WATER CANOE CLUB INCORPORATED.

2. The club emblem shall be in a form approved by the committee.

REGISTERED OFFICE

3. The Registered Office of the Club shall be at the residential address of the Secretary.

OBJECTS

4. The objects of the club shall be:

a. To promote and encourage the sport of canoeing in all its aspects.
b. To procure rooms and huts and generally to provide facilities for canoeing.
c. To set safety standards for equipment and to conduct in-Club activities.
d. To encourage the conservation of canoeable waterways.
e. To subscribe to, 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 purpose of the Club, or on behalf of any member of the Club.
g. To affiliate with any member Association of the New Zealand Canoe Federation.
h. To provide instruction in canoeing and water safety.

MEMBERSHIP

5. There shall be six classes of membership:

a. JUNIOR MEMBERS - those who have attained the age of 13 years. Junior members will receive all benefits of membership, except voting rights, and must be accompanied on all Club activities by a parent or nominated caregiver.
b. SENIOR MEMBERS - those who are 18 years and over.
c. HONORARY MEMBERS - may be elected annually by the committee as it sees fit.
d. LIFE MEMBERS - elected at any Special or Annual General Meeting. Life members shall enjoy all Club privileges without payment of subscriptions.

e. AFFILIATE MEMBERS - shall enjoy all the privileges of membership apart from voting rights and affiliation to any member Association of the New Zealand Canoe Federation.
f. POLO MEMBERS - shall enjoy membership only for the purposes of playing canoe polo and must affiliate to the New Zealand Canoe Polo Association through the club.

6. Every candidate for all classes of membership, except life and honorary members, shall make application in the manner prescribed by the Committee and may be elected at any Committee meeting by a majority of those present and voting.

SUBSCRIPTIONS

7. The membership year runs from 1 April to 31 March. Membership fees shall be paid by all members, with the exception of honorary and life members. Fees shall be paid immediately upon joining the Club. Any new member joining after 1 January in any year shall not be required to renew their membership until 1 April of the following year. All other members shall renew their membership for the membership year by the payment of the required fees no later than 1 May.

8. Subscriptions shall be determined by the Committee. The minimum amounts shall be equivalent to the combined total of the Capitation fees and individual levies of the Associations each member is affiliated to through the club.

TERMINATION OF MEMBERSHIP

9. Any member wishing to resign from the Club shall give notice in writing to the Secretary, and if all monies owed to the Club are paid, the resignation shall be accepted.

10. The Committee shall have the power to suspend any member who is more than one month in arrears with any debt, other than subscriptions, owed to the Club. Any member who remains more than two months in arrears with a subscription shall be deemed to no longer be a member, except by prior arrangement with the Committee.

11. The Committee may propose to a General Meeting, the expulsion of any member, but at least ten days notice of such proposal, giving the reason for it, shall be given to every member, including the member concerned. The voting shall be by secret ballot.

OFFICERS

12. The Committee shall have the following Officers: President, Vice-President, Secretary, Treasurer and Club Instructor. One person may not hold more than one of the Officer positions at the same time. Any person elected to these roles shall not hold the same Office for more than three consecutive years.

CLUB INSTRUCTOR

12a. The duties of the Club Instructor shall be:

a. To be responsible for the overall instruction in the club and any other club instructors.
b. To co-ordinate all levels of instruction in liaison with the committee, instructors and any member association of the NZCF / NZOIA.

13. Officers and Committee Members shall be elected at the Annual General Meeting. Nominations will be proposed and seconded, either verbally or in writing, at the Annual General Meeting. Absent persons may be nominated provided that they have consented, either verbally or in writing, to nomination. When two or more candidates are nominated for an office, then election to that office shall be by secret ballot.

COMMITTEE

14. The Committee shall consist of the Officers and a minimum of THREE other members. The Committee shall all be financial members of the Club. The quorum shall be more than half the number of Committee members.

15. The Committee shall have the power to fill any vacancies in the Committee as elected at the Annual General Meeting.

16. Any Committee member who fails to attend THREE consecutive meetings without having obtained leave of absence, shall be deemed to be no longer a Committee member, but shall be eligible for election at the next Annual General Meeting.

POWER OF COMMITTEE

17. The Committee shall conduct the routine business of the Club, shall control the Club's finances and assets, and may from time to time make regulations or by-laws that it considers desirable for the welfare of the Club.

18. The Committee may delegate any of its powers to a sub-committee or member appointed for the purpose, and may, at any time, revoke such appointments or vary the powers delegated.

19. Committee members and off-committee representatives shall be required to report on activities related to their areas of responsibility to the committee and AGM when asked to do so by the President, Voce-President or Secretary.

MEETINGS

20. Committee meetings shall be convened by the President or Secretary at not less than THREE days notice as often as business shall require.

21. The Annual General Meeting shall be held not later than 31 MAY in each year. The business to be considered shall be:

a. Annual Reports
b. Annual Financial Statements
c. Election of Officers and Committee
d. Appointment of an Auditor
e. Notified Business
f. General Business

22. The Secretary shall convene a Special General Meeting on receipt of a written request signed by at least 25% of the members specifying the purpose for which the meeting is to be held. The meeting shall be held within THIRTY days of receipt of the request by the secretary.

23. The Secretary shall convene a special general meeting (SGM) if at least 75% of the committee vote in favour.

24. The Secretary shall send notice in writing of any Special General Meeting to each member at least FOURTEEN days prior to the date of the meeting. Business to be considered at the Annual General Meeting shall be notified to the Secretary in writing at least TWENTY ONE days prior to the date of the meeting. The Secretary shall give notice of the Annual General Meeting at least TWENTY EIGHT days prior to the meeting. Notified business to be considered at the Annual General Meeting shall be sent in writing by the Secretary to the membership at least FOURTEEN days prior to the date of the meeting.

25. The Chairperson of any meeting shall be the President, or in absentia, shall be elected by the meeting.

VOTING

26. Voting at any Committee, or General Meeting, shall be by voices for and against, or should that prove indeterminate, by a show of hands. Except that a secret ballot shall be mandatory where called for by the Chairperson of the meeting, or by any other two persons present and entitled to vote, or where the accuracy of the results of a vote taken by other means is challenged immediately following that vote. The Chairperson of the meeting may vote as an ordinary member and may make a casting vote should this prove necessary. Only financial members, except Affiliate Members, shall be entitled to vote at meetings. At committee meetings, each committee member shall be entitled to ONE vote regardless of their membership class.

27. A resolution passed at the AGM or a special general meeting is binding on the committee. The Committee may defer implementing the resolution only on the receipt of material new information or changes in circumstances which make the resolution not in the best interests of the club. In this case, the committee shall communicate with all members in writing by mail or email the reasons for their decision giving all the material facts and the reasoning for the decision, and/or call a special general meeting to do so.

FINANCE

28. The Financial Year of the Club shall end on 31st March.

29. The Club's funds shall be lodged in any account to the credit of the Club at a bank appointed from time to time by the Committee. All monies received by any member on behalf of the Club shall be forthwith remitted to the Treasurer and paid into the Club's account.

30. All accounts shall be passed for payment by the committee before payment is made, and the payment shall be confirmed at the next committee meeting. Payments which reimburse club members for expenditure below $200, where that expenditure has been pre-approved by the committee, may be paid between committee meetings but the payment shall be confirmed at the next committee meeting

31. Payments from the club's accounts shall be made by the Treasurer, President and two other committee members appointed for the purpose:

a. Cheques shall be signed by two authorised officers, one of which must be the Treasurer or President
b. Electronic payments shall be authorised by two authorised officers, one of which must be the Treasurer or President
c. Direct debits may be approved to pay regular expenses, such payments must be approved at the next committee meeting following payment. In addition they must be formally reviewed at the beginning of each financial year and undergo the approval process as for a new payment.

32. The Club's annual Financial Statements shall be the subject of an Accountant's Review, undertaken with reference to accepted accounting standards, by a suitably qualified professional appointed for the purpose. This professional will not be an officer of the Club, and will have the authority to request the production of all books and documents relating to the finances of the Club.

33. The Club may at a General Meeting extend the review engagement to include agreed upon procedures to address specific areas of concern to the members of the Club or third parties.

34. Committee shall have the power to borrow for the purposes of the Club, from any person or persons, bank or corporation, any sum or sums of money, on the security of all or any property of the Club, by mortgage, charge, bank overdraft or other manner, secured upon such terms as the Committee shall see fit.

35. The committee may dispose of club assets which it assesses have a market value of less than $500 per individual item at its discretion, subject to no personal benefit being received by any club member or committee member in accordance with clause 35. The committee may dispose of club assets which they assess have a market value of greater than $500 per individual item only after offering the items to all club members by way of a confidential tender process. If following the tender process, the items can be sold for more than the highest tender price received from club members, then the sale may proceed.

PERSONAL BENEFIT

36. 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 payments to or on behalf of that member or associated person, of any income, benefit or advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in arms length transaction (being the open market value). The provisions and the effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

INDEMNIFICATION

37. Committee members shall be indemnified out of the Club assets for all liabilities incurred by them in bona fide execution of their duties under this constitution. No action or law or other claim may be taken by Members against any other Members of the Club in pursuance of the provision of these rules, notwithstanding any irregularity or informality occurring in or about the doing or omitting or suffering any act, matter or thing. No member of the Committee is liable for any loss or expenses of the Club or any member unless as a result of a wilful default.

LIABILITY

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

COMMON SEAL

39. There shall be a Common Seal of the Club having thereon the words: The Common Seal Of The Whitewater Canoe Club Incorporated. The seal shall not be affixed to any document except by the authority of the Committee and then only in the presence of the Secretary and one or two other Committee members appointed for the purpose. The persons witnessing the affixing of the Seal shall sign every instrument to which it is so affixed. The Seal shall remain in the custody of the Secretary.

WINDING UP

40. The Club may be wound up voluntarily if the Club, at a General Meeting, passes a resolution requiring the Club to be so wound up, and the resolution is confirmed at a subsequent General Meeting called for the purpose and held not earlier than THIRTY days after the date on which the resolution so to be confirmed was passed. Notice of any such meeting shall be sent to the Registrar of Incorporated Societies.

41. Upon winding up, the surplus assets, after payment of all costs, debts and liabilities shall be disposed of to an organisation with similar interests in accordance with the directions given by the General Meeting which confirms the resolution to wind up. The surplus assets shall not be paid or distributed among members of the Club.

ALTERATIONS TO RULES

42. No alteration to the Constitution shall be made except by a resolution passed at a General Meeting. No alteration shall be effective until registered by the Registrar of Incorporated Societies. The WINDING UP clause (41) cannot be amended without the approval of the Inland Revenue Department.

INTERPRETATIONS

43. The Committee's decision in any dispute over the interpretation of this Constitution, or in regard to any Club matter, shall be final. No member shall vote in a dispute in which that member is an interested party.