

Waitakere Gymnastics Club Incorporated

Constitution

1st December 2012



Leung
Chairperson 1/12/12
Kenyon
Secretary 1/12/12
HL
Treasurer 1/12/12

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WAITAKERE GYMNASTICS CONSTITUTION

1. Name

- 1.1 The Organisation shall be called Waitakere Gymnastics (Incorporated), hereafter referred to as 'The Club'

2. Mission Statement

- 2.1 Waitakere Gymnastics is committed to the development, success and promotion of gymsports to the community.

3. Objects

- 3.1 promote and develop opportunities, programmes and facilities to enable, encourage and enhance the participation, enjoyment and performance in gymsports and in The Club's and Gymsports NZ's activities;
- 3.2 encourage and promote gymsports as an activity that promotes the health and safety of all participants, respects the principles of fair play and is free from doping;
- 3.3 establish, promote and stage gymsports competitions and events at The Club and determine the rules of such competitions and events in accordance with any applicable regulations;
- 3.4 have gymnasts and teams consistently achieving success in gymsports locally and nationally;

4. Powers

- 4.1 Powers: The Club has the power, subject to this Constitution and the Gymsports NZ Constitution, to do the following:
- a. make, alter, rescind and enforce this Constitution, and any rules, regulations, policies and procedures for the governance, management and operation of The Club;
 - b. organise and control gymsports competitions, events and programmes administered by The Club;
 - c. determine its Membership including withdrawing, suspending or terminating Members;
 - d. To acquire, hold, deal with, and dispose of any real or personal property;
 - e. determine, raise and receive money by subscriptions, donations, fees, levies, entry or usage charges, sponsorship, government funding, community funding, grants or otherwise acquire;
 - f. purchase, lease, hire or otherwise acquire, hold, manage, maintain, insure, sell or otherwise deal with property and other rights, privileges and licences;
 - g. control and raise money including borrow, invest, loan or advance monies and secure the payment of such money by way of mortgage or charge over all or part of any of its property and enter into guarantees. The management committee have the power to borrow, loan, mortgage for capital expenditure up to \$10,000, amounts greater than this amount need to be addressed at a Special General Meeting for approval.

- h. enter into, manage and terminate contracts or other arrangements with employees, sponsors, Members and other persons and organisations;
- i. delegate powers of The Club to the committee, co-opt or appoint sub-committees or individuals;
- j. do all such other things as are incidental or conducive to the attainment of the Objects and the Powers of The Club;

5. Members

5.1 Membership shall be open to any person who wishes to further the interests of The Club.

5.2 Any person seeking Membership shall make application to the committee, and the committee shall determine whether or not the application is successful. This function may be delegated to the Office Manager as per the membership policy.

5.3 Each person admitted to Membership shall be:

- a. bound by the constitution, by-laws and regulations of The Club.
- b. become liable for such fees and subscriptions as may be fixed by The Club
- c. entitled to all advantages and privileges applicable to the category of Membership.

5.4 Club Members: The Club shall have as its Members such individuals as the Committee considers appropriate provided that the Membership is consistent with the Gymsports NZ Constitution and the Gymsports NZ Regulations. For the purposes of this Constitution, the types of Member are as set out below:

- a. **Individual Members:** an Individual Member of The Club is a person who does, or wishes to, participate in or have an interest in gymsports (whether as a participant, coach, manager, official, parent and/or guardian) through The Club and who has been accepted as an Individual Member by The Club in accordance with Rule 5.2. Any person over the age of 16 who is a financial member of The Club is entitled to hold any office, enjoy the privileges of The Club, and has voting rights.
- b. **Administrative Members:** an Administrative Member is a person who has been elected to the current Committee. As a condition of seeking election, such persons accept that if they are elected they will become an Administrative Member of The Club for the period that they are on the Committee; and can enjoy the privileges of The Club and have voting rights.
- c. **Affiliate Members:** any organisation, supporting the objects of The Club. Affiliate Members shall have no voting rights but shall be entitled to enjoy the privileges of The Club.
- d. **Life Member:** The Committee, by majority vote, may elect as a Life Member any member who has given outstanding service to The Club. Any member may nominate a person to the Management Committee for consideration for Life Membership. Life Membership is to be conferred at each AGM, as appropriate. Life Members are ordinary Members for the purposes of voting. The Club shall maintain a list of all Life Members of The Club.

- e. **Patron:** The Club may, at its discretion, elect a Patrons/s or Vice Patrons/ of The Club for such period as may be deemed necessary. Such Patrons/s or Vice Patron/s shall not be eligible to vote unless they are current Members of The Club under another category of Membership.
- f. **Other:** Any other category or categories of Membership of The Club as determined by the committee from time to time.

5.5 Member Register

- a. An up-to-date register shall be kept of Members of The Club.
- b. A Member may at any reasonable time inspect the records and document of The Club.

5.6 Resignation of Membership

- a. Any member deciding to resign must notify The Club in writing not less than two weeks before the next subscription is due, or be liable for the next subscription.

5.7 Disciplinary

5.7.1 A Membership may be withdrawn, suspended or terminated if the member:

- a. is convicted of an indictable offence: or
- b. is in breach of any rule, regulation or by-law of The Club
- c. acts in a manner considered to be injurious or prejudicial to the character of The Club

5.7.2 A member may have Membership withdrawn, or be suspended or removed from office on a resolution carried by a two-third majority of votes recorded at the AGM or at a meeting of the Management Committee called for the purpose.

5.7.3 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.

5.7.4. A member may apply to have Membership restored at the end of the period defined or at the discretion of the Management Committee by vote at a General Meeting.

6. Fees

6.1 The Committee shall determine from time to time:

- a. The subscription of fees to be paid by each category of Membership
- b. The fees payable at competitions, events and activities run under the auspices of The Club.
- c. The fees payable for the hire of The Club equipment, spaces or facilities.
- d. Any third party affiliation levy that may be required as part of The Club subscription or Membership fee.
- e. The due date for fees and subscriptions.
- f. The manner for payment of such fees and subscriptions.

6.2 The Management shall collect any third party affiliation levies on behalf of a National or other organisation to which a Member is required to be affiliated as part of the Membership of The Club.

- 6.3 Membership shall be suspended/lapse if the Membership fee is not paid within one month of the due date.
- 6.4 Any suspended Member cannot participate in any club programme, represent The Club or enjoy the privileges of The Club.

7. Officers Of The Club

- 7.1 The officers of The Club shall be: Chairperson, Secretary and Treasurer
- 7.2 The Management Committee of The Club shall comprise the officers and at least four other Members.
- 7.3 At the AGM of The Club all of the Officers/Members of the Management Committee shall retire from office but shall be eligible upon nomination for re-election.
- 7.4 The election of officers and other Members of the Management Committee shall take place in the following manner
 - 7.4.1 The nomination which shall be in writing and signed by the nominee, proposer and seconder, shall be lodged with The Club at least 14 days before the AGM at which the election is to take place.
 - 7.4.2 A list of the candidates' names in alphabetical order, with the proposers and seconds' names, shall be made public to the Members at least 10 days preceding the AGM.
 - 7.4.3 If necessary, balloting lists shall be prepared containing the names of candidates in alphabetical order, and each Member present at the AGM shall be entitled to one vote per vacancy.

8. Meetings of The Club

8.1. Annual General Meetings

8.1.1 The AGM shall be open to all interested parties and held before 31 December in every year.

8.1.2 Business of an Annual General Meeting

The business to be transacted at every AGM shall be;

- a. Approval of the minutes of the previous AGM
- b. The receiving of the Management Committees reports and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of The Club for the preceding financial year
- c. The receiving of the financial report for the books and accounts for the preceding financial year.
- d. The election of officers and Members of the Management Committee and reception of nominations for, and vote, on Life Membership
- e. Adoption of an annual plan and budget
- f. Amendments to these rules

8.2 General Meetings

8.2.1 Notice of Club Meetings

- a. All club meeting dates will be made public not less than seven (7) days prior to any meeting.

- b. Committee meetings may be called at any time by the Chairperson or two (2) committee Members but generally the committee shall meet at regular intervals agreed by the committee. Except to the extent specified in this constitution, the committee shall regulate its own procedure.

8.2.2 Chairperson at Meetings

- a. The Chairperson shall preside.
- b. If the Chairperson is unavailable then the Members present shall elect one of their number to be Chairperson of the meeting.

8.2.3 Voting at club meetings

Unless otherwise provided by these rules at every club meeting;

- a. Except for votes to alter these rules, as provided in clause 8, every question, matter or resolution shall be decided by a majority of votes of Members present;
- b. Every member present and entitled to vote shall be entitled to one vote and in every case of an equality vote, the Chairperson shall have a second or casting vote
- c. Voting shall be by show of hands or a division of Members, unless more than two-thirds of the Members present demand a secret ballot. The Chairperson shall appoint two Members to conduct the secret ballot and the result of the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting of which the ballot was demanded
- d. A Member may vote in person or by proxy and on a show of hands every person present who is a Member or registered as a proxy shall have one vote and in a secret ballot every Member present in person or by proxy shall have one vote.

8.2.4 Quorum

- a. At any general meeting the number required to constitute a quorum shall be five (5) Members
- b. No business shall be transacted at any Club Meeting unless a quorum of Members is present at the time when the meeting proceeds to business. For the purposes of this rule 'Member' includes all proxies.
- c. If within half an hour of the time appointed for the commencement of a Club Meeting, a quorum is not present, the meeting, if convened at the requisition of the Management Committee or Members, shall lapse. In any other case it shall stand adjourned to such other day and at such other time and place as may be determined, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the Members present shall be the quorum.

8.2.5 Special General Meetings

- a. The Management Committee must call a Special General Meetings (SGM) upon a written request from;
 - i. The Management Committee itself; or
 - ii. A Management Committee member; or
 - iii. 10 or more Members of The Club.
- b. Such meetings shall be called within 14 days of receipt of requisition

- c. Chairperson, voting and quorum at Special Meetings shall be as defined in the rules regarding club meetings.
- d. The business of a Special Meeting shall be as stated in the requisition notice and no other business may be transacted.

9. Previous Rules

9.1 Any by-laws, standing orders, regulations or other rules (excluding Guidelines and Policies) of The Club that were in force prior to the commencement of this Constitution shall, upon the commencement of this Constitution, be deemed to be revoked and superseded by this Constitution.

10. Alterations to Constitution

10.1 Subject to Rule 8, this Constitution may be altered, added to or rescinded only by a Special Resolution passed at an Annual General Meeting in accordance with this Constitution.

10.2 No alteration, addition to or revision of this Constitution shall be approved if it affects the not-for-profit objects, personal benefit prohibition or the winding up rules of The Club. This Rule must not be removed from this Constitution and must be included in any alteration, addition to or revision of this Constitution.

11. Common Seal

11.1 The common seal of The Club shall be kept in the control of the Committee and may be affixed to any document only by resolution of the Committee and in the presence of and with the accompanying signature of the Chairperson or any other member of the Management Committee.

12. Finances

12.1 Financial Accounts

12.1.1 As soon as practicable after the end of each financial year The Club shall have prepared a statement containing particulars of;

- a. The income and expenditure for the financial year ended; and
- b. The assets and liabilities and of all mortgages, charges and securities affecting the property of The Club at the closer of that year.

12.1.2 All such statements shall be examined by an external accountant who shall present a report upon such review to the Management Committee prior to the holding of the AGM.

12.1.3 The financial year of The Club shall end on 30 September of each year.

13. Indemnity

The Club shall indemnify its Committee Members and employees against all damages, costs (including legal costs) for which any such person may be or becomes liable as a result of their acts and omissions in performing their functions connected with The Club, except occurring as a result of their negligence or wilful misconduct.

14. Winding Up

14.1 The Club may be voluntarily liquidated, wound up, or dissolved if a Special Resolution is passed at a General Meeting of The Club to do so and such resolution is confirmed by Special Resolution in a subsequent General Meeting called for that purpose and held not earlier than sixty (60) days after the date on which the resolution was passed.

14.2 If upon the liquidation, winding up or dissolution of The Club there remains after the satisfaction of all its debts and liabilities any property whatsoever, that property shall not be paid to or distributed among the Members of The Club but shall be given or transferred to some other organisation, or body having objects similar to the objects of The Club or Gymsports NZ as determined by the Gymsports NZ Board.

15. **Prohibition on Personal Benefits**

15.1 No Member or person associated with The Club may participate in or materially influence any decisions of The Club in respect of the payment to or on behalf of that person or Member of any income, benefit or advantage.

15.2 Any such income paid or benefit or advantage conferred must be reasonable and relative to that which would be received in an arm's length transaction (being the open market value). This Rule and its effect must not be removed from this Constitution and must be included in any alteration, addition to, or revision of this Constitution.



*Clive
Ken
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