

**RULES of**  
**AUCKLAND CITY TRIATHLON CLUB INCORPORATED**

These are the rules of the Auckland City Triathlon Club Incorporated adopted at a meeting held for the purpose on 18 <sup>th</sup> of June 2018
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**1 NAME**

1.1 The club shall be called the AUCKLAND CITY TRIATHLON CLUB INCORPORATED

**2 DEFINITIONS**

2.1 In these rules:

- |                   |   |
|-------------------|---|
| (a) 'Club'        | means the Auckland City Triathlon Club Incorporated   |
| (b) 'Committee'   | means a duly elected committee member   |
| (c) 'Member'      | means a fully paid up member of the club who falls within the categories as defined in rule 6                               |
| (d) 'Officer'     | means a person holding the position of President, Vice President, Secretary or Treasurer within the club                    |
| (e) 'Rules'       | means the rules of the club in force from time to time  |
| (f) 'Chairperson' | shall be the president; and in their absence the vice president; and in their absence such person as the meeting may elect. |

2.2 Words importing the singular only include the plural and vice versa.

2.3 Reference to any Act or Regulation includes any amendment to that Act or Regulation and any Act or Regulation passed in substitution therefor.

### 3 OBJECTS OF THE CLUB

3.1 The objects for which the club is established are:

- (a) To engage in, promote, sponsor, develop and encourage multisports which include one or more disciplines of swimming, cycling, running and athletics.
- (b) To foster competition and championships of any one or more of the disciplines referred to in paragraph (a) above.
- (c) To promote coaching, training and club house facilities for the benefit of the local community.
- (d) To use the funds of the club in such a manner as may be considered necessary or proper in carrying out the objects of the club.
- (e) To promote the formation of regional and national bodies with similar objectives to the club.
- (f) To affiliate with any society, club or association having similar objects or to join, co-operate with or subscribe to the funds of any such clubs, associations or societies for the purpose of better attaining or otherwise furthering the objects or interests of the club or the members.
- (g) To promote the recognition and support of the club's objectives by government local authorities and other statutory bodies.
- (h) To raise money in any manner to further any of the objects.
- (i) To do all such things that are conducive or incidental to the attaining of all or any of the club's objects.

PROVIDED HOWEVER: that the foregoing provisions shall not in any way limit the rights, powers and authorities conferred upon incorporated societies by the provisions of the Incorporated Societies Act 1908.

### 4 OBJECTS NOT CAPABLE OF BEING ALTERED

4.1 The Club shall be operated exclusively as a nonprofit organization without financial gain to the members and all profits and other accretions to the assets of

the club shall be accumulated and used to promote the objects as set forth in rule 3.

4.2 This provision is to be entrenched in the rules of the club as an object not capable of being altered.

## 5 MEMBERSHIP

5.1 Membership of the club shall consist of individuals who, having applied for membership, have been admitted as such.

5.2 Any person desiring to become a member of the club must make a written or electronic application to the committee. Every such application shall be accompanied by the prescribed membership fee (if any). The committee shall have the power to accept or refuse any application for membership.

## 6 CLASSIFICATION OF MEMBERS

### (a) Honorary Life Members

Any person who has rendered eminent service to the club may be elected an honorary life member of the club at any annual general meeting or special general meeting provided that it shall be necessary that the proposal to elect such a person as an honorary life member of the club be carried by a two thirds majority of the members constituting such meeting.

### (b) Club Members

Shall comprise of persons who are fully paid up and entitled to the privileges of the club, based on their membership category, as defined by the committee.

### (c) Junior Members

Shall comprise of members who are aged under nineteen at 31 December and entitled to the privileges of the club.

## 7 MANAGEMENT

7.1 The management of the club shall be undertaken by the committee.

7.2 The committee shall have the power to co-opt members to form sub-committees to undertake specific assignments within the objects of the club.

7.3 Meetings of the committee shall be held at such time and places as the committee shall determine. The president or any three members of the committee upon giving notice in writing may at any time convene a meeting.

## 8 OFFICIALS OF THE CLUB

8.1 Each annual general meeting of the club shall elect a president, a vice president, a secretary, a treasurer and up to five persons to comprise the committee to manage the club.

8.2 Nominations for the positions of president, vice president, secretary, treasurer and committee members shall be proposed and seconded in writing by members entitled to vote at the annual general meeting of the club.

### 8.2.1

Such nominations should be delivered to the secretary no later than 10 days before such a meeting provided however the chairperson of the relevant meeting is empowered to waive the ten day requirement for nomination and accept nominations from the floor if the chairperson in his/her absolute discretion considers such action appropriate in the circumstances.

8.2.2 Where possible the president and vice president must serve at least one term on the committee before accepting nomination to either office.

8.3 All officers shall be elected by secret ballot, if contested, at the annual general meeting.

8.4 All officers and committee members must be full members or honorary life members.

8.5 The committee shall remain in office from the conclusion of the annual general meeting at which they are elected to the conclusion of the next annual general meeting, unless they offer their resignation and it is accepted by the committee before the period is up.

## 9 ANNUAL GENERAL MEETING

9.1 The annual general meeting for the club shall be held each year, no later than one month after Triathlon New Zealand's annual general meeting on a date to be determined by the committee. At least 10 days written notice of such annual general meeting will be given to members by the secretary, electronically advised to every member.

9.2 All other general meetings of the club shall be special general meetings.

## 10 SPECIAL GENERAL MEETINGS

10.1 The committee may at any time, call a special general meeting of the members on giving not less than 10 days' notice electronically advised to every member.

10.2 The secretary shall also in the aforesaid manner call a special general meeting on receiving a requisition of not less than 15 members. The requisition and the notices convening the meeting shall specify the subjects which shall alone be considered at the meeting.

## 11 CONDUCT OF MEETINGS

11.1 The quorum for a meeting of the committee shall be four. Each attendee shall be entitled to one vote with the chairperson having an additional casting vote in the event of a tie.

11.2 The quorum for the annual general meeting or for a special general meeting shall be ten members, with no proxy votes allowed.

11.3 At any meeting of the club, voting shall be by show of hands unless a ballot of those present and entitled to vote is demanded by ten or more members. In the event of a tie the president shall be entitled to a casting vote in addition to his or her individual vote.

11.4 Only members shall be entitled to be present, be heard, or vote at any meeting of the club.

11.5 In case any irregularity shall occur in the convening or holding of any meeting or in any election or other proceedings at such meetings and the same shall not be noticed and objected to at the time all proceedings of such meeting shall be of the same force and validity as if no such irregularity had occurred, but if any irregularity shall be noticed and objected to the meeting shall decide thereon and such decision shall be final, conclusive and binding.

11.6 Business not specified in the notice called on an annual general meeting or special general meeting may be transacted by leave of the president if not opposed by any member present.

## 12 NEW RULES AND ALTERATION OF RULES

12.1 The rules shall not be amended, altered, rescinded or added to, except with the consent of the majority of the members at the annual general meeting or at a special general meeting of the club. The secretary shall give not less than 10 days' notice of such proposed alteration, rescission or addition.

12.2 The secretary shall register any alteration to the rules as required by the Incorporated Societies Act 1908.

12.3 Any such alteration shall take effect when made and registered as required by the Incorporated Societies Act 1908 and shall be notified to all members.

### 13 MISCONDUCT

13.1 If the conduct of any member is such as to endanger the character, good order, welfare or interest of the club, it shall be in the power of the committee to conduct such a hearing or investigation as the committee deems warranted and to take the following action after that member has been heard if he or she so desires:

- (a) Expel the member; or
- (b) Suspend the member from taking part in the club's activities for such period as the committee may specify; or
- (c) Where the misconduct took place during any event or competition conducted by the club, disqualify the member from that event or competition as the case may be; or
- (d) Reprimand the member

### 14 MEMBERSHIP FEES

14.1 The amount of the annual subscription for each member (except honorary life members) shall be fixed at an annual or special general meeting.

### 15 POWERS OF THE COMMITTEE

15.1 The committee shall have the power to:

- (a) Fill any vacancy in their number or in any sub-committee during the year. Any member so appointed shall hold office until the next annual general meeting.

(b) Purchase, lease or otherwise acquire any land or property that may be necessary or convenient for the purpose of the club and to hold, manage, demise, let, sell, exchange, improve and deal therewith.

(c) Borrow or give security for not more than a total of five thousand dollars either on a secured or unsecured basis. Should the committee wish to borrow, either by way of an unsecured loan or a mortgage any amount which when added to the club's then existing borrowings exceeds five thousand dollars then the committee shall before so borrowing such amount or amounts in excess of five thousand dollars obtain the consent of the majority of the members at the annual general meeting or a special general meeting.

(d) To enter into such negotiations, contracts and agreements and rescind, vary, execute and do all such acts, deals, matters and things in the name of or on behalf of the club as they consider expedient or in relation to any of the matters stated in these rules for the purpose of the club and which are not, by those rules or statute, expressly directed or required to be exercised or done by the club in annual general meetings or special general meetings.

## 16 MINUTES

16.1 The committee shall cause minutes to be duly recorded and filed, both in respect of the committee meetings and all meetings of the club.

(a) For all appointments of committee members

(b) Of the names of the members of the committee present at any meetings of such committee

(c) Of all resolutions and proceedings of any meeting of the committee of the club.

16.2 A record of the minutes shall be available for inspection by any member on giving the secretary at least 10 days' notice.

## 17 ACCOUNTS

17.1 Moneys belonging to the club shall be deposited in such bank or banks and under such conditions as the committee may decide.

17.2 The committee shall authorize payments of club expenses.

17.3 Payments are to be made via electronic banking.

17.4 The treasurer shall keep proper accounts as required by the Charities Commission and include a Profit & Loss, Balance Sheet and a Schedule of Assets.

17.5 The treasurer shall present at every committee meeting, for approval, a financial statement showing movements since previous meeting.

17.6 There will be an independent financial review by a qualified accountant of the annual accounts.

## 18 BORROWING POWERS

18.1 The borrowing powers are to be those powers as set out in clause 15.1 (d) hereof.

## 19 FINANCIAL YEAR

19.1 The financial year of the club shall commence on the 1<sup>st</sup> day of July in each year and end on the 30<sup>th</sup> June of the following year

## 20 BUSINESS TO BE TRANSACTED AT THE ANNUAL GENERAL MEETING

20.1 The business transacted at the clubs annual general meeting shall be:

- (a) apologies;
- (b) matters arising from the previous annual general meeting;
- (c) annual reports;
- (d) treasurers financial statements;
- (e) notices of motion;
- (f) fixing of subscriptions for the coming year;
- (g) election of committee and officers
- (h) general business

20.2 The minutes of the annual general meeting shall be read and confirmed at the next annual general meeting.

## 21 REGISTERED OFFICE

21.1 The registered office of the club shall be at such a place in the city of Auckland as the committee may, from time to time, determine. The postal address of the club shall be PO Box 99-079, Newmarket, Auckland or such other place as the committee may, from time to time, determine.

## 22 DISSOLUTION

22.1 The club may be wound up in terms of Section 24 of the Incorporated Societies Act 1908

22.2 In the event of the club winding up, such assets as remains after the satisfaction of all debts shall be disposed of and the proceeds donated to the

charitable purposes of the Hilary Commission or its successor, or to Triathlon New Zealand

### 23 CLUB CHAMPIONSHIPS

23.1 The championship of the club shall be open to all members who have been members for not less than two months on the date the championships are held.

### 24 MATTERS NOT ELSEWHERE PROVIDED FOR

24.1 In the event of any question arising which is not covered in the written clauses of these rules, it shall be accepted that the committee deal with such a question as it deems fit having due regard to the objects of the club and the tenor of these rules and its determination shall be final and binding PROVIDED HOWEVER that the committee shall then report that matter to the next meeting of the club.