

PORT HILLS ATHLETIC CLUB INC.
CONSTITUTION

December 2017

1. NAME

The name of the Club shall be “*Port Hills Athletic Club Incorporated*” and is the amalgamation of two Clubs, namely St. Martins Athletic and Harrier Club Incorporated and Cashmere Hillmorton Athletic Club.

2. REGISTERED OFFICE:

The address of the current Secretary shall be the registered office of the Club.

3. INTERPRETATION:

In these Rules, unless a contrary intention appears, 'Club' means the 'Port Hills Club'; 'Committee' means the Committee for the time being appointed under Clause 13 of these rules; 'Year' means the financial year of the Club as defined in Clause 22 in these rules. The words 'Secretary/Treasurer' shall be substituted for 'Secretary' and 'Treasurer' if a combination Secretary/Treasurer is appointed. “The children” means the children who are members of the club.

4. AIMS/OBJECTIVES:

To carry out, promote, foster and encourage participation, enjoyment, competition, coaching, training, development and improvements in athletics through the Club. The Club shall register as a Member Club with Athletics New Zealand and with Athletics Canterbury.

5. MEMBERSHIP:

Membership shall be open to all who are in agreement with the aims and objectives of the Club and agree to abide by the Club rules and Code of Conduct.

There shall be eight categories of membership.

Members

(i) **Registered Member:**

Age 15 years and over, shall be entitled to all benefits of the Club and shall be registered with Athletics New Zealand and Athletics Canterbury as Registered Members.

(ii) **Non-registered Member:**

Age 15 years and over, shall be registered with Athletics New Zealand and Athletics Canterbury as Social Members. Such members shall be entitled to attend and vote at all Annual and Special Meetings and also hold office. Non-registered members shall be entitled to all other benefits of the Club currently available including participation in Club championships.

(iii) Child Members:

Age 14 years and under shall be registered as Child Members with Athletics New Zealand and Athletics Canterbury. A Child Member under the age of 7 years shall be registered as an Under 7 Years Member with Athletics New Zealand and Athletics Canterbury. Shall be entitled to all the benefits allowed to child members of the Club.

(iv) Honorary Member:

Any person appointed at the discretion of the Committee.

(v) Non Participating Member:

Any person who does not participate in any running or athletic activity within the Club, but wishes to be a member of the Club. They are entitled to all benefits of the Club as per a non registered member, excepting that they do not have the right to participate in any club athletic events. They shall be registered as Volunteer Members with Athletics New Zealand and with Athletics Canterbury.

(vi) Volunteer Member:

Any person who wishes to volunteer their services to the Club in any appropriate activity. They shall be registered as Volunteer Members with Athletics New Zealand and with Athletics Canterbury. Volunteer Members shall be entitled to benefits as provided to Athletics New Zealand Volunteer Members but are not entitled to vote at Annual or Special Meetings but may hold position on the Committee.

(vii) Life Member:

Any person who has rendered extraordinary service to the Club or to the furtherance of its objects and who on the unanimous recommendation of the Committee to an Annual Meeting or Special Meeting called for this purpose, has been elected to such membership by a three quarter majority vote of those attending the meeting. Such members will be entitled to all Club benefits. No life member shall be liable to pay any Club subscription.

(vii) Parent Member:

One parent/guardian from any one family unit with one or more child members. Parent members are eligible to stand for the Committee.

6. APPLICATION FOR MEMBERSHIP:

Anyone wishing to join the Club shall complete and sign the Club's current proposal form. Such application shall be approved by the Committee. Membership shall be deemed effective from the date on the application provided it is subsequently approved.

7. TERMINATION OF MEMBERSHIP:

Membership will be terminated upon:

- (a) Written notice of resignation given by the member and delivered to a Committee member. Such notice shall not be accepted until all arrears of subscriptions or other monies owing to the Club are paid, and all Club properties are returned to the Club
- (b) Death of the member.
- (c) The subscription of the member remaining due and owing for a period of 12 months from the date on which it fell due. A person whose membership has terminated shall cease to have any rights or interest as a member from the date on which membership terminated. They shall have no right of refund of subscriptions or any part thereof. Termination shall not relieve a person from their liability to pay any subscription or dues owing to the Club or to return Club properties to the Club. For Volunteer Members membership shall cease twelve months after the last volunteering of their services.
- (d) Expulsion:
On the written complaint by one or more members of the Club to the Committee, a member may be expelled for conduct injurious to the welfare or character of the Club or its members, and / or by being wilfully and persistently in breach of any of the rules of the Club or the Code of Conduct. The Committee shall investigate the circumstances connected with such alleged misconduct and will determine at a committee meeting whether the matter is to be referred to a Meeting of the Club. The Committee shall notify the member of the allegation(s) against them at least seven days prior the Committee Meeting at which the complaint will be heard, and an opportunity to be heard shall be given to them at such meeting.
Should the Committee decide that the matter is of such nature that it should be referred to the members then a Special Meeting will be called. Expulsion is to be by a three-quarter majority vote of those members in attendance. The voting shall be by secret ballot. Athletics Canterbury and Athletics New Zealand shall be notified of such expulsion and the reasons for it.

8. SUBSCRIPTIONS:

- (a) Every member shall pay in each year an annual club subscription of such amount as shall be determined at the Club Annual Meeting, PROVIDED THAT the subscription may be varied or waived by the Committee from time to time.
- (b) Club members joining annually for the summer season only shall pay the full annual Club subscription, their financial year shall commence on the 1st October in each year and shall end on the 30th September in the following year.
- (c) Other Club fees shall be set by the Club Committee.

9 ANNUAL MEETING

The Annual Meeting shall be held not later than 31st August following the close of the financial year, the day to be determined by the Committee with not less than thirty (30) days notice of the date to be advised by email, or if they have no email address, by postal mail to each member.

Such notice to include requests for any Notice of Motion and forms for the nomination of office.

Notices of motion including nominations for office on the prescribed form shall be lodged with the Secretary not less than sixteen (16) days prior to the Meeting.

The Secretary shall at least ten days before any Annual Meeting send to every member at their email address, or if they have no email address, their **postal** address as in the Club books a notice stating the date, time and place of such meeting and including notice of the business for discussion. Business of the Annual Meeting shall include the following –

1. To receive the report of the outgoing Committee and Statement of Account and the Balance Sheet for the past year.
2. To elect the Committee as set out in Rule (13) and to appoint an Auditor and Scrutineers if appropriate.
3. To transact any business of which Notice of Motion has been given to the Club not less than sixteen (16) days prior to the Annual Meeting.
4. To transact General Business.

10 SPECIAL MEETINGS

A Special Meeting may be called at any time by either:

- (a) The Committee, after a resolution of a three-quarter majority of those voting, for any specific business or purpose Or:
- (b) Within seven days after the requisition in writing of at least ten members for any specific purpose set out in such requisition.

The Secretary shall at least ten days before any Special Meeting send to every member at their email address, or if they have no email address, to their postal

address in the Club books a notice stating the date, time and place of such meeting and including notice of the business for discussion.

Only the specific business so notified may be transacted at said meeting.

11 VOTING

- (a) At all Annual or Special Meetings each member 15 years of age and over, excepting Volunteer Members, on the day of said meeting and who has been a Club member for the three months immediately prior to the said meeting shall have a vote. The parents or guardians of children under the age of 15 years on the day of said meeting and who have been a Club member for the three (3) months immediately prior to the said meeting shall have one (1) vote per family unit.
- (b) To be eligible to vote the member must have paid the current annual subscription.
- (c) Proxy votes shall be permitted if authorised in writing by a qualified member. Written proxy votes must be advised to the Secretary and qualified prior to the commencement of the Meeting. A member attending the Meeting shall be entitled to a maximum of three (3) proxy votes.
- (d) Voting shall be either oral or by a show of hands unless a ballot be deemed necessary by the Chair or is required by Clause 7 (d).

12 QUORUM

At all Meetings the chair shall be taken by the President or if not present, the Vice President, or failing them, some other member elected by the Meeting. The quorum at any Annual or Special Meeting shall be twenty members eligible to vote or twenty percent (20%) of the Club's membership eligible to vote, whichever is the smaller, present in person. If a quorum is not present within thirty minutes of the time set down for such meeting, no business shall be transacted and the meeting adjourned for not more than twenty eight days. Ten days clear notice of such adjourned meeting shall be sent to all members. At the adjourned meeting if a quorum as specified above is not present at the advertised time of the meeting, whatsoever number of qualified persons so present at the expiration of thirty minutes from the advertised time of the meeting shall constitute a quorum.

13 ELECTION OF OFFICERS

Elections at the Annual Meeting shall be held for the Committee. The Committee shall manage the affairs of the Club in accordance with the Rules and shall comprise no more than fourteen (14) Members, namely –

President, Vice President, Track and Field Club Captain, Track and Field Junior Club Captain, Cross Country, Road and Trail Club Captain, Cross Country, Road and Trail Junior Club Captain, Secretary and Treasurer. A Secretary/Treasurer and Assistant Secretary/Treasurer may be appointed in place of the Secretary and the Treasurer. Plus at least six (6) Committee Members. The Committee Members are to be divided equally into those who

will assist with Track & Field season, those who will assist with Cross Country, Road and Trail Running, and those who will assist with organising appropriate events for children.

Separate Sub Committees will be required to organise track and field, cross country, road and trail and the events for children, and will comprise their respective Club Captain, Junior Club Captain and Committee Members. Sub Committees will at all times be responsible to the Committee.

The Committee shall have the power to co-opt any member of the Club if for any reason additional members of the Committee are required, but such co-opted member shall cease to be a Committee Member thereof at the next Annual Meeting.

Should any Committee member cease to be a Member of the Club, membership of the Committee shall cease immediately.

Nomination for Office –

Only nominations from qualified members will be accepted.

Every nomination must be proposed and seconded by a qualified member.

If no nomination is received for any Officer or Committee Member position prior to the Annual Meeting then nominations for that position will be accepted from the floor of the meeting.

Where more than one nomination for each position is received, voting will be by ballot.

Where more nominations for committee members than the number required are received, voting will be by ballot.

The officers of the Club shall continue in office until the election of their successors at the next Annual Meeting. Retiring members have an obligation to their successor to pass on all relevant information and material pertaining to Club business to ensure a smooth transition.

Retiring members shall be eligible for re-election.

No Club member shall hold more than one Committee position at one time.

A qualified member is a member eligible to vote.

14. AUDITOR

An Auditor shall be elected at the Annual Meeting.

15. POWERS OF COMMITTEE

In furtherance to and not in limitation of and without prejudice to the general powers of the Committee conferred or implied by these rules or otherwise, the Committee may exercise and perform the following powers and duties.

- (a) Employ and dismiss servants.
- (b) Carry out all contracts entered into by the Club.
- (c) To purchase, lease, take in exchange, or otherwise acquire for the Club any real or personal property which the Club may decide to purchase or take in exchange upon such terms and conditions as the Committee thinks fit and to give and execute a mortgage over any lands purchased to secure the balance of purchase money and to sell any lands which the Club may decide to sell.
- (d) To purchase, lease, take in exchange or otherwise acquire for personal property of any kind whatsoever and to sell lease, let out on hire, exchange or otherwise dispose of any personal property of the Club upon such terms and conditions as the Committee in its absolute discretion may think fit.
- (e) To erect, construct, alter, repair and maintain buildings structures, chattels, furniture, fittings and fixtures as the Committee may consider necessary for the purposes of the Club and to enter into contracts in respect thereof.
- (f) To borrow upon security of any real or personal property which it may hold from time to time such monies as may for the time being be required for the carrying on of the activities of the Club or for providing increased facilities or services to or for its members and may execute all such mortgages, pledges or securities as may be necessary to secure the repayment thereof. No such borrowing shall be made save on the affirmative resolution of three-quarters of the whole Committee.
- (g) To manage and control the funds and finances of the Club.
- (h) To ascertain from members their views and suggestions in respect of any matter or thing upon which the Committee may desire an expression of opinion by members but such expression of opinion shall be for the guidance only of the Committee.
- (i) To generally carry out the objects and manage the affairs of the Club subject to the rules hereof.
- (j) The Committee shall have the power to appoint a member to fill a casual vacancy in the Officers of the Club and to appoint sub-Committees to which it may delegate such of its powers as it thinks fit. Any sub-Committee shall have a member of the Committee as its convenor.
- (k) To make and pay donations, gratuities, subsidies and subscriptions to or in favour of deserving objects, organisations, or individuals whether their objects are the same or similar to the objects of the Club or not.

- (l) To lend and advance money and negotiate loans upon assets and securities of all kinds and give credit to any incorporate body or person with or without security and on such terms as the Club may think fit.
- (m) To raise money by any lawful means whatsoever, acquire any rights or privileges, enter into contracts, undertakings, or arrangement, lease, trade, deal, buy, sell, action, turn to account and develop all such matters as may directly or indirectly further any or all of the objects of the Club.
- (n) To hire, employ, dismiss, suspend or discharge such advisers, officials or other persons providing labour or services rendered, wages, salaries, honorariums, gratuities or pensions.
- (o) To do all such other things as may be incidental, conclusive or necessary to the attainment's of the objects of the Club or any one of these objects directly or indirectly.
- (p) If any question shall arise concerning the construction or application of any of these Clauses, the Committee may decide thereon and any such ruling shall be final and binding on all members, unless revoked at an Annual or Special Meeting by a vote carried by a two thirds majority of -members attending the meeting.

16 DUTIES OF THE COMMITTEE:

- (a) The Committee shall meet at such times and places as shall from time to time be determined by the Committee, the President, or any four members of the Committee, and at all meetings the Committee shall determine its own procedure.
- (b) Notice in writing of every meeting shall be given by the Secretary to each member of the Committee and shall be deemed to be duly given, if properly forwarded not less than seven days prior to the time appointed for the holding of the meeting in question. A quorum of the Committee shall consist of seven members of the Committee present in person. In the absence of the President or Vice President, those present shall elect a Chairperson.
- (c) It shall be the duty of the Committee to ensure that the Club meets all of its legal and reasonable duties in respect of health and safety. This extends to members, officials, competitors and the general public during events conducted by the Club. Health and safety must be actively addressed at all Committee meetings.
- (d) It shall be the duty of the Committee generally to conduct the affairs of the Club as defined under Clause 4, to collect all subscriptions and to keep usual and proper books of account properly posted up and to keep other records of the business of the Club including minutes of all meetings of the Committee and the Club and to prepare and submit the annual report,

balance sheet and statement of accounts duly audited for the preceding year to the Annual Meeting.

- (e) The Committee shall arrange and organise a Club programme and conduct Club championships for each season and competitions for Club trophies.
- (f) The Committee will call for nominations and elect three Club selectors for each of the Summer and Winter seasons, Club coaches, delegates to bodies to which the Club is affiliated, and any other positions, as required for the running of the Club. These members may hold a position on the Committee
- (g) The Committee shall be responsible for all Club trips it deems suitable under Clause 4 and for all trips shall appoint a Team Manager who shall be responsible to the Committee for the organisation and conduct of any such trip.
- (h) The Committee shall publish a Club Newsletter and appoint an editor who shall be responsible to the Committee for production of the newsletter in a well presented and reasonable manner.
- (i) The Committee shall compile and keep a complete list of Club trophies and the winners thereof.
- (j) The Committee may organise events for and/or by the members of the Club
- (k) The committee shall ensure appropriate junior development programmes operate Summer and Winter.

17. DUTIES OF INDIVIDUAL OFFICERS:

Secretary:

The Secretary shall ensure minutes are kept of the proceedings of all Committee and Annual meetings, shall read and file all communications and other papers, issue notices of meetings when directed and conduct the correspondence and keep copies of the same, keep a complete list of the Club members and otherwise fulfil the duties pertaining to this office. The Secretary shall have attained the age of 20 years.

Treasurer:

The Treasurer shall collect and account for all subscriptions, levies or other monies due to the Club, shall pay all accounts under authority of the Committee, shall present a statement (a) the Income and Expenditure and (b) a Balance Sheet, all duly audited to each Annual Meeting and at any other time when requested to do so by the Committee. They shall, produce all books or documents showing the true financial position of the Club, and otherwise fulfil

the duties pertaining to office. The Treasurer shall have attained the age of 20 years.

Track and Field Club Captain/ Track and Field Junior Club Captain:

Shall be responsible for the day-to-day organisation of all track and field activities for the Club, at Club level and inter-club meetings. They shall ensure that there is a properly organised junior section for Track and Field. They shall also ensure that there is adequate liaison with the Cross Country, Road and Trail Club Captain.

Cross Country, Road and Trail Club Captain/ Cross Country, Road and Trail Junior Club Captain:

Shall be responsible for the day-to-day organisation of all Club cross country, road and trail activities at Club level, and Inter-club meetings. They shall ensure that there is a properly organised junior section for Cross Country Road and Trail. They shall also ensure that there is adequate liaison with the Track and Field Club Captain.

President/Vice President:

The President or Vice President shall preside at all Annual, Special and Committee meetings of the Club when present at such meetings and shall represent the Club when occasion demands. The President shall have overall responsibility for the Club meeting its health and safety legal obligations.

Auditor:

The accounts of the Club shall be audited by a chartered accountant who shall not be a member of the Club and who shall be elected annually by a majority of the members entitled to vote at the Annual Meeting. In the case of the death or resignation or incapacity of the auditor so appointed or if no auditor was appointed by the previous Annual Meeting, then the Committee shall appoint one.

18. CONTROL OF CLUB FUNDS:

- (a) All funds belonging to the Club shall be banked in such bank accounts as the Committee may from time to time decide. Payments from the Club's accounts shall be by cheque, signed jointly by any two Club Officers as nominated by the Committee or by electronic payment requiring authorisation jointly by any two Club Officers as nominated by the Committee. All payments must be detailed to and approved by the Committee at its next meeting.
- (b) The surplus funds of the Club may from time to time be invested by the Committee in such manner and upon such securities as may be approved by them. All such investments shall be made in the name of the Club or in the name of a trustee or Trustees to be appointed by the Committee.

- (c) Any special funds which may be established from time to time may be kept in a separate investment account only to be used for the purposes for which they are established and not be available for general expenditure.

19. EXECUTION OF DOCUMENTS

Any documents to be executed by the Club shall be so executed as required by the Incorporated Societies Act and shall only be executed at a meeting of the Committee or in pursuance of a resolution thereof; the executing of documents shall always be attested by at least three members of the Committee.

20. AFFILIATION:

The Club shall be affiliated to Athletics New Zealand and Athletics Canterbury.

21. COLOURS:

- (a) Club colours will include fluorescent lemon, white and black.
- (b) The competition uniform will include fluorescent lemon and the words Port Hills on the Singlet. The design to be approved by the Committee.
- (c) The uniform must be worn by all members competing for the Club

22. FINANCIAL YEAR

The financial year of the Club shall commence on the 1st April in each year and shall end on the 31st March in the following year.

23. CLUB PROPERTY

- (a) The Club shall be empowered from time to time to purchase, lease, hire or otherwise obtain any real or personal property suitable - in the opinion of the Committee - in the furtherance of its objects.
- (b) No members shall take possession of or use any property of the Club except by authority of the Committee or its authorised agents.
- (c) The Club shall not be liable for any personal injury or damage to or loss of private property on any Club premises.

24. ALTERATION OF RULES:

These rules may be rescinded, added to or otherwise amended by a resolution carried by not less than a three-quarter majority of members present and entitled to vote at any Annual Meeting or Special Meeting of the Club. The text of any such repeal, alteration or addition shall be given to members along with the notice calling the meeting, at least 10 days before the meeting. No addition or alteration to Clauses 4 (Aims/Objectives), 26 (Payments to

Members) or 27 (Winding-up) of these rules shall be approved without the approval of Inland Revenue. The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

25. INDEMNITY:

The members of the Committee and other officers of the Club are indemnified by the Club from all losses and expenditure incurred by them in or about the discharge of their lawful duties, except such losses or expenses incurred by their wilful default or negligence.

26. PAYMENTS TO MEMBERS:

No member of the Club or any person associated with a member shall participate in or materially influence any decision made by the organisation in respect of the payment to or on behalf of the member or associated person of any income, benefit, or advantage whatsoever. 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). The provisions and effects of this clause shall not be removed from this document, and shall be included and implied in any document replacing this document.

27. WINDING UP:

- a) The Club may be wound up by a simple majority of the members passing a resolution to do so.
- b) In the event of the Club being wound up or dissolved, all surplus assets after providing for the payment of its liabilities and the expenses of winding up or dissolution shall not be distributed amongst the members but shall be transferred to Athletics Canterbury.

We, being members of the Port Hills Athletic Club Incorporated, certify that the alterations in the Club's rules were agreed to at the SGM held on 16th December 2017

..... (Name) (Signature)

..... (Date)

..... (Name) (Signature)

..... (Date)

..... (Name) (Signature)

..... (Date)