

**PROPOSED DRAFT**

**29 July 2020**

# **THE TAURANGA SPORT FISHING CLUB (INC)**

## **CONSTITUTION**



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## **CONSTITUTION OF THE TAURANGA SPORT FISHING CLUB (INCORPORATED)**

### **1. NAME**

The name of the Society is **THE TAURANGA SPORT FISHING CLUB (Incorporated)** and is hereafter referred to as the Club.

### **2. OBJECTS**

- (a) To operate and maintain a sport fishing club for its members and other persons in accordance with the terms of any charter granted to the Club.
- (b) To provide amenities, activities, competitions and sports; and to generally provide an atmosphere where the members, families and their guests may meet and enjoy companionship with one another.
- (c) To represent and further the interests of boating, sport fishing, diving and other marine activities.
- (d) To conduct and promote training and education on water safety and other safety procedures applicable to recreational fishing off boats, land or other structures.
- (e) To promote and support all ages and those with disabilities to participate in recreational and sustainable fishing.
- (f) The protection and preservation of all fish, their habitat and their food supply, and promoting sustainable fishing practices such as tagging, measuring and releasing.
- (g) To gather reliable fishing information and place this information at the disposal of local and visiting anglers.
- (h) To weigh and record fish caught on rod, reel and line accurately, and to award season's certificates and trophies as determined by the Club Committee.
- (i) To develop the welfare of the Club as the members decide.
- (j) To purchase, sell, exchange, take on lease, hire, let or otherwise acquire, dispose of, deal with any real and personal property, to erect and maintain buildings and other facilities, to open and operate bank or savings accounts, to lend or borrow money, to enter into contracts, operate licensed premises, employ staff and generally do any act necessary or convenient for the purpose of any of the objectives of the Club.
- (k) To affiliate with other clubs, societies or organisations having similar aims and objectives as ours if thought desirable.

### **3. ADMISSION OF MEMBERS:**

- (a) Each candidate for membership shall complete the Application For Membership form.
- (b) The candidate for admission as a member shall be proposed by one financial member and seconded by another financial member, both of whom shall vouch from their personal knowledge for the fitness of the candidate.
- (c) The particulars relating to a candidate shall be posted in the Clubroom for a period of thirty days preceding the date when the candidate comes up for approval.
- (d) The approval of a candidate to Club membership shall be by a majority of the Committee present at the Committee Meeting at which the candidate's admission is considered. The Committee shall consider any objection lodged prior to the candidate being approved.

- (e) Any candidate not approved shall not be nominated again for election within a period of twelve months.
- (f) The Committee may itself, or by delegation of its authority, provisionally approve any duly nominated candidate wishing to fish in a Club tournament or charter a boat. Any candidate provisionally approved in accordance with this clause will be deemed to be a Club member for the duration of the tournament or charter.
- (g) Notwithstanding all of the clauses above, the Committee reserves the right to review an approved membership and, subject to prescribed judicial process being followed, decide by a majority vote to cancel the membership.

#### 4. MEMBERSHIP

- (a) Membership shall be for a period of 12 months beginning on the 1<sup>st</sup> of September in any one year and expiring on the 31<sup>st</sup> of August in the following year. Membership for new members may only be pro-rated at the discretion of the Committee.
- (b) Subscriptions shall be paid in advance and shall become due for payment on the 1<sup>st</sup> day of September each year. The annual subscription for all classes of membership shall be decided by a majority vote of members at each Annual General Meeting (AGM) or at a Special General Meeting (SGM) called for that purpose.
- (c) Financial members shall be those who have paid their subscriptions within the membership year and are deemed financial from the payment date of the subscription.
- (d) Only financial members, Permanent, adult Family Members, Honorary Life and Life members will qualify to hold office in the Club and cast one vote at meetings.
- (e) The classes of membership shall be:
  - (i) **Full Members** are full (financial) members of the Club, with all of the rights, privileges and responsibilities accorded by this Constitution.
  - (ii) **Permanent Members** shall be persons who pay in one sum, subscriptions in advance at a rate determined by the Committee for a set number of years and shall be exempt from annual subscriptions during that period.
  - (iii) **Honorary Life Members** shall be individual members who have rendered special services to the Club over a period of years and shall be elected at the Annual General Meeting upon a recommendation from the Committee and shall be deemed to be financial members.
  - (iv) **Life Members** shall be those individual members who either purchased life membership or were granted life membership for rendering special services to the Club and shall be elected at the Annual General Meeting upon a recommendation from the Committee and shall be deemed to be financial members.
  - (v) **Family Membership** shall include a maximum of two financial (adult) members and up to two children aged sixteen years and under at the time of application or renewal. Children do not have voting rights.
  - (vi) **Junior Members** shall be anglers aged sixteen and under at the time of application or renewal and shall be entitled to financial membership, excluding voting rights.
  - (vii) **Senior Members** shall be members who are 65 years and older on the 1<sup>st</sup> of September of the subscription year. A senior (family) membership is available where both members are 65 years or older.

- (viii) **Associate Members** shall be persons other than financial members and who may be members of an associated club, society or organisation.
- (ix) **Corporate Members** shall be members who belong to a corporation, body or company and must form part of a minimum of 10 people from the one corporation, body or company. They will have no voting rights, will be ineligible to stand for the Committee and are also ineligible for members draws and ham night draws but will be bound by the Club Constitution and Rules. Individuals on a Corporate membership may upgrade their status at any time by paying the difference between the Corporate membership fee and the full membership fee. Corporate membership fees are to be reviewed annually at the same time as all other subscriptions, fees and levies.
- (x) **Social Members** shall be persons who pay an annual subscription at a rate set by the Committee, should the committee decide to offer such a membership category. They shall only have rights to use the Clubrooms. They will not have voting rights or qualify for membership draws.
- (xi) **Day Anglers** will be associate members who pay a daily fee, which shall be valid from 12.00am on the day the fee is paid until 12.00am on the following day. This daily fee will entitle such day anglers to have fish caught on that day weighed. Such anglers will be eligible to participate in sponsored fishing tournaments, but ineligible to participate in the award of the Club trophies or pins.

## 5. **MEMBERSHIP RIGHTS AND DUTIES**

- (a) All financial, Permanent, Honorary Life and Life members shall have equal rights to Club facilities and privileges.
- (b) The Constitution, Club Rules and Code of Conduct and any other regulations shall be binding on all members.
- (c) If representation is made in writing of a member's misconduct either inside, or outside of the Club, the Committee at its discretion will hold a judicial enquiry and may require the member to attend.
- (d) If the member fails to attend such an enquiry, or if the member does attend, and the Committee finds evidence that such misconduct was injurious to the good standing and the best interests of the Club the Committee may:
  - (i) Request a written apology.
  - (ii) Reprimand the member in writing.
  - (iii) On a majority vote of the Committee, suspend the member for a period of up to but not exceeding 12 months.
  - (iv) On a unanimous vote of the Committee, expel the member from the Club.
- (e) The Committee shall have the authority to either defer or reject any new or existing membership under the judicial provisions of this Constitution or the Club Rules and Code of Conduct provisions, subject to due process having been followed.
- (f) A member shall cease to be a member in any of the following events:
  - (i) If, having paid the then current year's subscription and all previous years' subscriptions, they may, by notice in writing to the Club, choose to resign their membership.
  - (ii) Failure to pay their annual subscription two months after the due date for the payment thereof.

- (iii) If the member is expelled from membership by a resolution of a meeting of the Committee. In these circumstances an expelled member may not re-apply for membership for a minimum period of five years.

**6. THE CLUB RULES AND CODE OF CONDUCT: (SEE APPENDIX 1)**

- (a) The purpose of the Club Rules and Code of Conduct is to assist members, guests and staff of the Club, to know and understand the standards of behaviour expected of them at all times.
- (b) The Club Rules and Code of Conduct reflects the standard of behaviour that supports the Club values and principles - integrity, courtesy, respect and sportsmanship - to be shown to all members, guests, competitors in times of Club competitions and the public.
- (c) Every Club member is to be conversant with the Club Rules and Code of Conduct and behave in a manner consistent with its contents at all times during club visitations and Club activities.
- (d) The Club Rules and Code of Conduct may be varied from time to time as the Committee deems necessary at its sole discretion.

**7. GUESTS AND VISITORS UNDER THE SALE AND SUPPLY OF ALCOHOL ACT 2012**

- (a) The Club, under its Club Licence, must ensure that alcohol is only sold or supplied to members or authorised visitors for consumption on the Club's premises (Club Licence).
- (b) Any member may invite any person as an authorised visitor (hereon referred to as a guest) to the Club in accordance with the following:
  - (i) By entering Club premises, a guest agrees to abide by the Club Rules and Code of Conduct.
  - (ii) All guests shall enter their name and address in the Club's register each time they visit the Club.
  - (iii) The member accompanying a guest shall also sign the Club's register and will at all times be responsible for the conduct of the guest.
  - (iv) No guest shall be sold or supplied alcohol on Club premises unless the guest is present on the invitation of a member and is in the company of the member and the alcohol is supplied for consumption on the premises.
- (c) A guest who is a member of an affiliated club visiting the Club:
  - (i) Is deemed to agree to abide by the Club Rules and Code of Conduct.
  - (ii) Have the same rights as members to be sold or supplied alcohol on Club premises, provided he/she has produced sufficient evidence to an Officer of the Club or staff member that he/she is a member of an affiliated Club.

**8. CLUB OFFICERS**

The Club Officers shall be the Patron, President, Vice President, Club Captain (Fishing) and for one year only the Immediate Past President. All qualify for voting rights in the Committee.

**9. CLUB COMMITTEE**

The Club Committee shall consist of the Club Officers and up to five Committee Members and all qualify for voting rights.

**10. PERIOD OF OFFICE**

The period of office for all Club Officers shall be one year, and for Club Committee Members, two years.

11. **RETIREMENT**

The Club Officers and the two longest serving Committee Members shall retire every year, but upon re-nomination may offer themselves for re-election.

12. **ELECTION OF OFFICERS AND COMMITTEE**

- (a) The Patron, President, Vice President, Club Captain and committee members shall be nominated in writing. Such nominations must be in the hands of the Secretary by 4.00pm on the twenty eighth day before the date set for the Annual General Meeting.
- (b) Nominations for the above must be of financial, Life or Permanent members, must be proposed and seconded by financial, Life or Permanent members, and must be with the consent of the nominee.
- (c) A candidate who stands for an Officer's position or who stands for a Committee vacancy can only accept nomination for one Officer's position and one Committee Member's position.
- (d) A candidate for position of President, Vice-President or Club Captain must have served a minimum of the preceding 12 months on the Club's Committee unless unanimously agreed otherwise by the Committee prior to the election.
- (e) Election shall be by postal or email ballot papers showing the candidates' names and membership number, and the names and membership number in each case of the proposer and seconder shall be prepared and posted to members by the Secretary not later than the fourteenth day before the date set for the Annual General Meeting. The ballot or poll shall close with the Secretary at 4.00pm on the day before the date set for the Annual General Meeting.
- (f) In the event of nominations received equalling the number required, no postal ballot will be required and those nominated shall be confirmed at the Annual General Meeting.
- (g) In the event of a tie, being two or more candidates for the one position, a vote by ballot paper shall be taken immediately at the Annual General Meeting.
- (h) Vacancies occurring after the Annual General Meeting through retirement or any other cause may be filled by the Committee at the Committee's discretion. Any person seconded to the Committee pursuant to the provisions within this Constitution shall retire at the Annual General Meeting following their appointment to the Committee but upon re-nomination may offer themselves for re-election for the same or alternative position.

13. **COMMITTEE PROCEDURE**

- (a) The general affairs of the Club shall be managed by a Committee consisting of up to five Committee members, the Patron, President, the Vice President, Immediate Past President and the Club Captain.
- (b) The Committee shall, at its first meeting following the Annual General Meeting appoint a Chairman, who shall hold such office until the next Annual General Meeting.
- (c) The Committee shall normally meet monthly or when summonsed by the Chairman.
- (d) Voting shall be by majority and the Chairman will also have a casting vote.
- (e) Non-attendance at two consecutive Committee meetings by a Committee Member will cause the Committee Member's position to be forfeited unless granted leave of absence or excused on reasonable grounds.
- (f) In the event that a Committee Member, in the absence of being excused on reasonable grounds attends less than nine-twelfths of the yearly meetings that person shall not be eligible for re-election to the Committee in the subsequent year.

- (g) A Committee Member may be removed from their position as Committee Member by a two-thirds majority vote of the Committee for failing to carry out the functions allotted and accepted by the member. The Committee's decision shall be final and no correspondence or discussion will be entered into in respect of that decision.
- (h) Five voting members shall constitute a quorum.

**14. COMMITTEE'S POWERS AND DUTIES**

- (a) The elected Committee shall have authority to employ a Secretary and such staff as may be required to facilitate the business of the Club.
- (b) To appoint sub-committees to deal and assist with any of the Committee's duties.
- (c) From time to time, to make, alter, add to or rescind any Club By-law or Regulation for the good management of the Club, consistent with these Constitutional Rules.
- (d) Exercise all the corporate powers of the Club, accept give and execute mortgages on Club leasehold lands or properties.
- (e) Any departure from clause (c) or (d) re mortgages or debentures can only be exercised pursuant to a resolution of a General Meeting.
- (f) The Committee shall keep proper records, balance sheets and receipts which shall be presented to the auditor so that a true statement of accounts and balance sheet for the preceding year can be audited by the auditor and be available to all financial members at least seven days before the Annual General Meeting.
- (g) The Committee shall keep proper minutes and records of meetings.
- (h) The Committee shall have notices of the Annual General Meeting or any General Meeting with an agenda outlining the business of such meeting posted to all financial members not later than fourteen days before the date of such meeting.
- (i) The Committee shall appoint delegates to the New Zealand Sport Fishing Council.
- (j) The Committee shall control the Club's common seal which shall be used only by resolution of the Committee and in the presence of at least two Committee members.
- (k) The Committee shall control the Club's funds and may invest such funds from time to time for the benefit of the Club.
- (l) The Committee shall recommend all subscriptions, fees and levies for the ensuing year and shall submit them to the Annual General Meeting for approval.
- (m) The Committee shall maintain unencumbered reserves of no less than the equivalent of one year's working capital of not less than \$150,000, which can only be released if approved at an Annual General Meeting or Special General Meeting. The Committee can once within a financial year, by unanimous decision, redeem investment funds above the working capital requirement up to a maximum of \$50,000.
- (n) The Committee shall not borrow against Club assets without approval at an Annual General Meeting or Special General Meeting.

**15. THE ANNUAL GENERAL MEETING**

- (a) The Annual General Meeting of the Club shall be held not later than the last Saturday in August in each year.



- (b) Voting shall be by a show of hands, but a secret ballot shall be taken if requested by a minimum of four financial members present. The majority vote shall prevail. The chairman at any General Meeting (whether the President, the Vice-President or any other person so elected) shall accept at any General Meeting a proxy on behalf of a member lodged at such meeting in writing signed by the member appointing the proxy. A member present at the meeting can only represent one proxy vote.
- (c) The quorum at any General Meeting shall be twenty-five financial members present.
- (d) The President, or in his or her absence a Vice-President, shall preside at all General Meetings and in the absence of these, the members shall elect their own Chairman from amongst their number. The President or other Chairman for the time being shall have a casting vote as well as a deliberative vote and shall decide all questions arising at the meeting not specifically provided for in these rules.
- (e) The business of the Annual General Meeting shall be in the following order:
  - (i) Receive apologies.
  - (ii) Receive the President's report.
  - (iii) Receive the financial statement.
  - (iv) Elect officers and additional committee members for the ensuing year.
  - (v) Appoint an auditor.
  - (vi) Consider general business.

16. **SPECIAL GENERAL MEETING**

- (a) A Special General Meeting may be called at any time on the resolution of the Committee or on requisition stating the object of the meeting lodged with the Secretary and signed by not less than ten current financial members.
- (b) General rules as for the Annual General Meeting shall apply.

17. **WEIGHMASTERS**

Weighmasters shall be appointed by the Committee.

18. **SPONSORSHIP**

- (a) The meaning of sponsorship is financial support (money, product or services) given by a sponsor. The Club Committee shall be solely responsible for how the sponsorship support is utilised unless specific terms are agreed by the sponsor and Club Committee at the time the sponsorship is arranged.
- (b) The Club Committee reserves the right to decline sponsorship without having to provide a reason.

19. **DONATIONS**

- (a) The meaning of a donation is a free and unrestricted contribution. The Club Committee shall be solely responsible for how the donation is used unless specific terms are agreed by the donor and Club Committee at the time the donation is made.
- (b) The Club Committee reserves the right to decline receipt of donations without having to provide a reason.

20. **GRANTS**

- (a) The meaning of a grant is for a specific purpose with specified terms and conditions. The Club Officers and Committee will honour the specific terms and conditions of the grant.
- (b) For the avoidance of doubt:
  - (i) No grant is to be utilised for any purpose other than improvement/betterment of the Tauranga Sport Fishing Club.
  - (ii) Grant funds are to be held in a specific bank account.
  - (iii) The Club President and/or Secretary are to report annually at the AGM on the specific allocation/use of each grant in the financial year the grant is received, and any proposed future use, and in each subsequent year if there are still unallocated funds from the initial grant given.
- (c) The Club Committee reserves the right to decline receipt of grants without having to provide a reason.

21. **PAYMENTS TO MEMBERS**

- (a) No member of the Club or any other person associated with a member shall participate in, or materially influence, any decision made by the Club in respect of the payment to, or on behalf of, that 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 open market).
- (b) In pursuance of its objects, the Club shall not permit any part of its income or other funds to be used or be made available for the private pecuniary profit of any member except in cases where such member is engaged by the Club to perform such professional or other normal services as may be required from time to time.

22. **ALTERATION OF RULES**

- (a) No addition to, alteration or revision of these Rules shall be made except at a General Meeting by three-fifths of the members present and entitled to vote at any General Meeting of the Club for which due notice of the proposed addition to, amendment or revision has been given.
- (b) Notice of addition to, amendment or revision shall be on the recommendation of the Committee or in writing in the form of a notice of motion to be submitted to the General Meeting intended to consider the same. Such notice shall be signed by no fewer than ten financial members and be delivered to the Secretary not later than twenty-eight days before the general meeting at which it is proposed to consider the notice of motion.
- (c) Where it is proposed that an existing rule be revoked, the text of the existing rule shall be included in the notice.
- (d) Where it is proposed that an existing rule be altered, the text of both the proposed new rule and the text of the existing rule shall be included in the notice.
- (e) The Secretary shall give members not less than fourteen clear days' notice of any proposed Constitutional amendment.
- (f) If any amendment is made to this Constitution pursuant to these Rules, the Secretary shall send same to the Registrar of Incorporated Societies as soon as possible.
- (g) No addition to or alteration of the aims, personal benefit clause or the winding up clause shall be made which affect the tax-exempt status.

- (h) 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.

23. **GENERAL**

- (a) The Club's financial year shall be from 1 June to 31 May.
- (b) The Club's fishing year shall be from 1 July to 30 June. Any fish caught after 30 June will be recorded in the ensuing year.
- (c) In the event of the Club being wound up, and subject to the restrictions imposed by rule 21, its surplus property and assets shall, after payment of all costs, expenses, debts and liabilities, be applied and disposed of in such manner as will be to the benefit of any amateur sporting club, as the Tauranga Game Fishing Club shall direct by resolution passed at a General meeting and confirmed (with or without alterations) at a subsequent General Meeting held not earlier than thirty days and not later than sixty days after such resolution was passed. For the avoidance of doubt, no funds shall be paid to any members.
- (d) The term 'post', 'posted' or 'postal' shall be defined by both physical and electronic.

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MEMBERS CERTIFICATE

We hereby certify that the forgoing Constitution has been approved and passed by the necessary majority of members at a properly convened Annual General Meeting of the Club held on the 22nd August 2020 and that it is the new Constitution referred to in the annexed declaration.

\_\_\_\_\_  
Name:

President

\_\_\_\_\_  
Name:

Member (No.                    ) )

\_\_\_\_\_  
Name:

Member (No.                    ) )

Filed with the Registrar of Incorporated Societies

As at \_\_\_\_\_ 2020