

## **LLOYD ELSMORE PARK BADMINTON CLUB (INCORPORATED)**

### **Constitution and Rules**

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1. **NAME**  
The name of the Club is "Lloyd Elsmore Park Badminton Club Incorporated"~~-"~~ (Club).

2. **INCORPORATION**  
The Club is registered under the Incorporated Societies Act 1908~~, and~~. The Club is subject to rules set out below (Rules). The Club is affiliated to the Auckland Badminton Association ~~(Incorporated)~~~~).~~

3. **OBJECTIVES OF THE CLUB**

The aim of the Club shall be to:

3.1 Foster, control and advance the game of badminton in the Botany, Howick and Pakuranga area~~-~~ and generally contribute to the interests of badminton in the Auckland region.

3.2 Arrange, control and manage championships and open tournaments.  
3.3 Do all things and carry all activities necessary or helpful to the above objectives.

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4. **MEMBERSHIP**

4.1 The membership of the Club shall consist of:  
Financial members, officers, committee members, and the life members of Senior, Junior and Mid-week divisions. The ~~club~~Club may also provide for associate members whose sole rights are to hire courts not otherwise required by the ~~club~~Club.

4.2 All current members shall have voting rights in the divisional general meetings for the division of which they are a member. Associate members have no voting rights. Parents shall be eligible to vote on behalf of the members under the age of 17. ~~All~~For divisional general meetings all voting shall be done in person and no proxies shall be allowed.

4.3 Any person wishing to become a member of the Club shall complete the membership application form and submit it to the appropriate divisional management committee who shall consider and determine such application and notify accordingly. The application shall be accompanied by the appropriate subscription. Should the application be declined, the full subscription shall be refunded.

4.4 Membership of the divisions may be closed by the respective divisional management committees at their discretion with the ~~board~~Board approval once it reaches its capacity. Should the membership be closed, a waiting list may be kept and entry of players from such list shall be at the discretion of the divisional management committees.

4.5 Junior members who attain the age of 17 years shall automatically become ~~Members~~members of the senior division for the following season, on payment of the appropriate subscription irrespective of any waiting list. Junior ~~Members~~members must make this transition immediately following their final junior year or the right of automatic membership will be lost.

4.5 Junior members over the age of 14 years who are considered to be of Senior C Grade or higher ability may, with the approval of their ~~Coach~~coach and the Senior ~~Division~~division Club Captain, transfer to the Senior ~~Division~~division on payment of the appropriate subscription.

4.6 Any member may resign from membership by giving to the respective divisional Secretary notice in writing to that effect. Any refund of fees is at the discretion of the ~~Divisional Committee-relevant~~ divisional management committee.

4.7 Any member who has not paid their subscription by a date set by the appropriate divisional management committee in any financial year shall

be deemed to have resigned their membership and cease to be a member. Any person indebted to a division of the club shall not be admitted to the club without approval from the Board. If any payment is overdue and payable by a divisional member, their name shall be forwarded to the Board as a defaulter.

4.8 A ~~Member~~member shall be subject to the Rules of the Club for the time being in force and shall be entitled to use and enjoy the clubrooms, courts and other facilities in common with the other members of the Club.

4.9 The divisions shall maintain a register of members, in which shall be entered all relevant information as required by the Auckland Badminton Association. The register of members shall be maintained in accordance with the Privacy Act 1993 or any subsequent relevant legislation governing the information contained therein.

4.10 Each ~~Divisional Committee~~divisional management committee shall determine the playing period and the due dates for fees, providing that these dates meet the reporting needs of the Board.

4.11 All complaints by members shall be made in writing to the respective divisional secretaries which shall be presented before the divisional management meetings, and any serious issues may be forwarded to the Board at the discretion of the divisional management committees.

4.12 In all cases of alleged breach of these rules and/or alleged misconduct by any ~~Member~~member of the ~~club~~Club, whether by individual player, official or team, traveling or otherwise, inquiry, hearing and opportunity for explanation shall be held and afforded by the divisional management committees or a delegated sub-committee. The committees may take such action and impose such penalty by suspension, disqualification, expulsion (including termination of ~~Membership~~membership) or otherwise as it may deem fit. Any such decisions must be ratified by the ~~board~~Board before being finalised. Where the penalty includes termination of membership there will be no refund of fees.

## 5. **LIFE MEMBERS**

5.1 If any person at any time shall have made a significant contribution to the club over an extended period of time, they may be elected as a Life Member at any Annual General Meeting of the Club.

5.2 Nominations for life membership must be in writing and must be proposed by a divisional management committee and approved by the Board. They must be sent to the Board at least four (4) weeks before the Annual General Meeting. The Board shall notify ~~Members~~members of the nomination/s at least two (2) weeks before the Annual General Meeting.

5.3 The requirements of life membership shall be determined by the Board.

5.4 Life Members shall be entitled to free membership and free admission to any tournament conducted by the Club.

5.5 Life Members shall receive notice of all Annual General Meetings of the Club and may attend and speak upon all matters brought forward.

## 6. **ANNUAL SUBSCRIPTION**

6.1 Each ~~Member~~member shall pay an annual subscription as determined by the Divisional Annual General Meeting no later than the date set by each divisional management committee. Such fees must be ratified by the Board prior to the ~~divisional~~Divisional Annual General Meetings.

6.2 Any levy imposed by the Board or increase in affiliation fees and/or levies fixed by Auckland Badminton Association Inc. or New Zealand Badminton Federation subsequent to the Annual General Meeting shall be payable when requested by the Board.

6.3 The Board shall have the power to waive a portion or full payment of annual subscriptions or other levies due at the request of a divisional committee where:

a. Officers or other ~~Members~~members of the Club are rendering special services to the Club; or

b. Under special circumstances

6.4 The Board shall determine the subscriptions for Associate Members.

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## 7. **GOVERNANCE BOARD (Board)**

7.1 The ~~club~~Club shall be governed by a Board consisting of nine members.

7.2 The primary function of the Board shall be to oversee the operations of the divisions as a governance body and oversee the management of all the aspects of the hall management, operations and development of the sport according to any strategic plans and the objectives of the ~~club~~Club.

7.3 The Board shall meet at least every two months, or more often as determined by the Board, as and when required.

7.4 The operational affairs and internal management of the Senior, Junior and Midweek divisions shall be managed and controlled, subject to these Rules, by the respective divisional management committees elected at the respective divisional Annual General Meetings.

~~7.5~~ It is the intention that the Board set the strategic direction of the Club, but that the day-to-day management of matters that do not impact the Club as a whole is vested in the respective divisional management committees.

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~~7.56~~ All divisions shall send, at least once every two months or quarterly, a report to the Board, including minutes and financial statements as determined by the Board.

~~7.67~~ The Board shall set requirements of the divisional and independent Board Members and the Executive Officers of the divisional management committees and set policies for the ~~club~~Club which needs to be followed by all the divisions.

~~7.78~~ The Board shall co-ordinate all funding applications for the divisions. The Board shall enter into all contracts, arrangements on understanding that bind the Club as whole, including the requirements stipulated in clause 11.3. This includes, without limitation, aspects of hall management, sponsorship, insurance arrangements and official communications about the Club with third parties, except in cases involving other affiliated organisations as stipulated in 9.6 and 9.15.

~~7.89~~ Any question as to the interpretation of these Rules may be referred to and decided by the Board at its sole discretion.

## 8 **OFFICERS AND STRUCTURE OF THE BOARD**

~~8.1~~ ~~The officers of the Board shall be as follows:~~

~~a. President~~

~~b. Chairperson~~

~~c. Deputy Chairperson~~

~~d. Three Divisional Board Members~~

~~e. Three elected independent Board Members~~

~~8.21~~ The ~~board~~Board shall consist of the 3 elected presidents of each division, or their nominee who ~~shall~~must be a member of the divisional management committee, 3 divisional members, one from each division elected by the divisional management committees and 3 independent

- ~~board—members~~Board Members. The 3 independent Board MemberMembers shall come from nominations made by the 6 divisional ~~board—members~~Board Members and shall be elected at the Annual General Meeting of the Club.
- 8.32 From the Board Members, the members of the Club at the Annual General Meeting of the Club shall elect the office of President from nominations made by the Board. The President shall be one of the divisional Board ~~members~~Members.
- 8.43 The President shall provide leadership and be a spokesperson for the ~~club~~Club.
- 8.54 ~~The~~From the Board Members, the Chairperson shall be elected by the Board at its first meeting and s/he shall lead the Board meetings and coordinate all administrative and secretarial functions.
- 8.65 A Deputy Chairperson may be elected by the board and shall act in the absence of the Chairperson.
- 8.76 Any casual vacancies occurring in the office bearers may be filled by the Board but any person so chosen shall retain office only so long as the vacated office bearer would have retained the same if no vacancy had occurred, or until the next ~~club~~ Annual General Meeting of the Club.
- 8.87 Elected Board Member positions shall normally be for a two-year term of office, with Members retiring by rotation at the second Annual General Meeting of the Club after the one at which they were elected. Elected Board Members retiring by rotation may be nominated for a further term. At the first Annual General Meeting of the Club following adoption of the constitution, there shall be four Board Members retired by a ballot.
- 8.98 In the event that insufficient nominations are received for elected Board Member positions or appointed Board Member positions falling vacant, the Board may use its powers of co-option to fill any vacancies. Co-opted Board Members filling any positions of the Board shall retire at the first Annual General Meeting of the Club following the co-option to fill vacancies, but may be nominated at that Annual General Meeting of the Club. Any vacancy filled is only for the remaining rotational period.
- 8.109 ~~Members of the Board or other officers of the club shall be indemnified by the Club against for all losses and expenses incurred by him/her when acting in or about good faith in the discharge of duties, except as happens from whether the member of the Board or officer acts outside of the scope of his/her own wilful act, neglect or default her duties or assumes personal responsibility for an action or acts with gross negligence.~~
- 8.110 The Board may appoint a ~~Manager~~manager and any other staff as may be required to effectively organise and administer the activities of the club. The staff shall have ~~an~~ a written employment contract with the ~~club~~Club and report to the Chairperson of the Board.
- 8.121 The ~~board~~Board may, at their discretion, appoint a Board Member to the role of secretary or treasurer as required.

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## 9. **MANAGEMENT OF SENIOR/JUNIOR/MID-WEEK DIVISIONS**

All Senior, Junior and Mid-week divisional management and operational affairs of all the divisions shall adhere to the following rules:

- 9.1 ~~The Divisional Committees~~The divisional management committees shall consist of the Executive Officers of the division and up to sixteen (16) members excluding the officers elected at the ~~Divisional~~divisional Annual General Meeting.
- 9.2 The executive officers of the divisions shall be a President, a Secretary, a Treasurer, and a Club Captain.

- 9.3 The officers shall not assume their offices until the termination of the ~~Divisional~~ divisional Annual General Meeting at which they are appointed.
- 9.4 Elected ~~Committee Member~~ committee member positions shall normally be for a two-year term of office, with members retiring by rotation at the second Annual General Meeting after the one at which they were elected. Elected committee members retiring by rotation may be nominated for a further term. At the first Annual General Meeting following adoption of the constitution, there shall be two Executives and half the remaining committee members retired by a ballot.
- 9.5 If any vacancy shall occur in the offices of the Division, the Committee shall have power to fill such vacancy at an ordinary Divisional Committee Meeting and any Officer so appointed shall hold office until the succeeding Divisional General Meeting.
- 9.6 The President of the Division shall preside at all Divisional General Meetings and meetings of the Divisional Committee provided that, in his absence, such Chairperson as the Meeting shall appoint shall preside. Presidents of each division shall be the official representative to represent or vote on behalf of the Club in other affiliated organisations.
- 9.7 In matters of exceptional urgency, the President, after consulting with two other Divisional Committee Members, shall have the power to act on behalf of the Committee.
- 9.8 The Divisional Secretary shall keep all minutes, attend to the necessary correspondence, prepare the Annual Report, keep all records and attend to the usual secretarial business. A register of inventory must be maintained by the Divisional Secretary or Treasurer detailing all items/equipment purchased, and received (donations) by the ~~Club~~ division, including trophies etc.
- 9.9 The Divisional Treasurer shall collect subscriptions, prepare an Income and Expenditure Report for the Annual General Meeting, and keep a full and accurate account of the financial transactions of the ~~Club~~ division.
- 9.10 The Divisional Club Captain shall ensure that the ~~Division~~ division operates efficiently and handle all aspects of game-related issues. The Divisional Club Captain is also responsible for the active promotion of competitive play, including tournaments and inter-club competition.
- 9.11 All items/equipment etc., along with the register of inventory, must be formally handed over to the incoming Divisional Committee within seven days following the Annual General Meeting.
- 9.12 The ~~Division~~ division shall employ administrative or coaching staff as and when determined by the ~~Divisional Committee~~ divisional management committee. All employees shall have written employment agreements. All ~~Divisional~~ divisional paid staff shall report to the Divisional President, and the Board employees shall report to the Board Chairperson.
- 9.13 The divisions shall maintain separate bank accounts and all the ~~Divisional~~ divisional expenditures shall be approved by the ~~Divisional Committees~~ divisional management committees. The President of each ~~Division~~ division and the respective Treasurers shall act as signatories to the bank account of the Club. In addition, the ~~Divisional Committees~~ divisional management committees shall appoint a third signatory.
- 9.14 All divisions shall follow the same template provided by the Board to maintain their reporting and financial accounts and comply with the timeframes as outlined in 7.56.
- 9.15 Each ~~Division~~ division shall be responsible for the appointment of delegates to represent the division at the meetings of ~~affiliates~~ affiliated bodies.
- 9.16 For the avoidance of doubt, any costs, expenses, or liabilities incurred by a division in carrying out activities related to, or in the course of, the

management of the division shall be solely borne by the division and will be accounted for pursuant to 9.9.

## 10. **DELEGATION OF POWERS**

- 10.1 The ~~Divisional Committees~~divisional management committees may exercise all the powers of their divisions except those of the Board outlined in 7.8 and except those requiring the consent of two-thirds of the votes exercisable by those present and entitled to vote at a Divisional General Meeting, such as an alteration to the Rules.
- 10.2 The Board and ~~Divisional Committees~~divisional management committees shall have power to appoint sub-committees consisting of one or more of its Officers or ~~Members~~members with or without others, and to delegate to any such sub-committee all or any of its powers under these Rules.
- 10.3 The quorum for the Board and ~~Divisional~~divisional management committee meetings shall be 50% of the elected members.
- 10.4 Each ~~Committee Member~~committee member shall have one vote, and the President, or, in his absence, the appointed Chairman of the meeting, shall also have a casting vote.
- 10.5 Any ~~Divisional Member~~divisional member or ~~Divisional Committee Member~~divisional management committee member who does not carry out their duties as members of the ~~Divisional Committee~~divisional management committee or Club in a manner deemed adequate by the ~~Divisional Committee~~divisional management committee at its sole discretion may be retired by the ~~Divisional Committee~~divisional management committee. A Divisional Committee meeting with 80% of those present and entitled to vote in favour of any such motion for retirement shall be necessary before any ~~Member~~member or ~~Members~~members are retired pursuant to this Rule.
- 10.6 Any Board Member who does not carry out their duties as members of the Board or Club in a manner deemed adequate by the Board may be retired by the Board at its discretion. A Board ~~Meeting~~meeting with 80% of those present and entitled to vote in favour of any such motion for retirement shall be necessary before any ~~Member~~member or ~~Members~~members are retired pursuant to this Rule.

## 11. **FINANCIALS AND STATUTORY REQUIREMENTS**

- 11.1 The financial year of the Club shall end on the 30<sup>th</sup> day of September in each year.
- 11.2 The Board shall ensure that an audited statement of financial performance and an audited statement of financial position, together with any other associated statements of the Club necessary to present a true and fair reflection of the financial position of the Club, are prepared each year and made available to the members at the Annual General Meeting.
- 11.3 The Board shall handle all the statutory requirements of the Inland Revenue Department and Companies Office annual returns etc. for the Club.

## 12. **WEBSITE MANAGEMENT**

- 12.1 The Club shall register and own and operate a domain name and website as decided by the Board.

13. **DIVISIONAL ANNUAL GENERAL MEETING AND SPECIAL GENERAL MEETINGS**

- 13.1 The Divisional Annual General Meeting shall be held within two (2) months after the end of the preceding financial year. Notice of the Divisional Annual General Meeting shall be given by the Secretary, to Officers, Life Members and ~~Members~~members at least fourteen (14) days before such meeting, the notice to specify the time and place of the meeting. The notice shall be posted on the notice boards and website and/or delivered by email.
- 13.2 All current financial members, parents of junior financial members and volunteers approved by the ~~Divisional Committee~~divisional management committee are eligible to be nominated for the respective divisional management committees. Nominations, proposed, seconded and accepted by the Nominee, for Officers and ~~Members~~members of the ~~Divisional Committee~~divisional management committee, must be received by the ~~Divisional~~divisional Secretary no later than seven (7) days prior to the Divisional Annual General Meeting. If insufficient nominations are received to fill all the positions, then nominations may be accepted from the floor for the vacant positions at the Divisional Annual General Meeting.
- 13.3 A Special General Meeting may be requisitioned by notice in writing delivered to the Secretary of the ~~Division~~division and the Board by no less than twenty (20) Club ~~Members~~members or by the Board. The Board or the ~~Divisional Committee~~divisional management committee may also requisition a Special General Meeting. The Secretary shall, no later than seven (7) days from receipt of such requisition, give notice of such Special General Meeting to Officers, Life Members and ~~Division~~Membersdivision members at least fourteen (14) days before such meeting, the notice to specify the time and place of the meeting.

14. **PROCEEDINGS OF DIVISIONAL GENERAL MEETINGS**

- 14.1 At the Divisional Annual General Meeting, an Annual Report and Financial Statement shall be submitted and the order of business shall be as follows:
- a. Roll call
  - b. Minutes of previous Annual General Meeting
  - c. Annual Report and Financial Statement
  - d. Election of Officers and Committee
  - e. Subscriptions
  - f. General and other business
- 14.2 ~~A~~An Annual General Meeting of a ~~Division~~division shall consist of the Officers, financial ~~Division~~division members, and parents of Junior ~~Division~~division members for the Junior Annual Division General Meeting.
- 14.3 At all Annual General Meetings of the ~~Division~~division, twenty-five ~~(25)~~ (20) Officers or ~~Divisional~~divisional members (or parents of Junior ~~Divisional~~Membersdivisional members in the case of the Junior Divisional Annual General Meeting) personally present shall form a quorum. If, at the time and place appointed for the holding of ~~an~~Annual General Meeting, a quorum not be present within thirty (30) minutes after the time so appointed, then the meeting, if convened upon the requisition of ~~Members~~members, shall be dissolved. In any other case, it shall stand adjourned, to be held at the same time on the same day of the week next following, and at such adjourned meeting, the



members actually present in person shall be a quorum. No notice of such adjourned meeting need be given.

14.4 Each ~~Member~~member or Officer present shall be entitled to one (1) vote and the Chairman shall have a casting as well as a deliberative vote. The Chairman shall decide upon a show of hands in the first instance, but any ten (10) ~~Members~~members or Officers may demand a ballot.

14.5 All resolutions at ~~an Annual~~ General Meeting shall be decided by a majority of the votes of those present and entitled to vote, except in the case of any question arising out of ~~expulsion of the termination of the~~ membership of any Officer or ~~Member~~member; in which cases, a majority of not less than two-thirds of the votes exercisable by those present and entitled to vote shall be necessary.

14.5 All resolutions at an Annual General Meeting shall be decided by a majority of the votes of those present and entitled to vote.

14.6 Any other document required by these Rules to be served on a ~~Club~~ ~~Member~~member may be delivered by hand or sent by ordinary mail, addressed to the member at his/her address appearing in the Club's Register of Members; any error or omission excepted.

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## 15. **ANNUAL GENERAL MEETING OF THE CLUB**

15.1 The Annual General Meeting of the Club shall be held in the month of February after the ~~divisional~~Divisional Annual General Meetings have been held and new management committees elected for the new financial year. Notice of the Annual General Meeting of the Club and any proposed ~~rule~~Rule changes shall be given by the Board Chairperson, to all divisional secretaries at least fourteen (14) days before such meeting, the notice to specify the time and place of the meeting.

15.2 The Annual General Meeting of the ~~club~~Club shall consist of all the divisional management committee members elected at their respective Annual General Meetings, Life Members and members.

15.3 The President of the Club shall chair the Annual General Meeting of the Club, and the Chairperson shall handle all administration and business aspects of the Annual General Meeting of the Club.

15.4 Divisional ~~Management Committees~~management committees shall submit the details of their elected President, Officers, ~~Committee Members~~committee members and nominated Board representatives to the Board Chairperson no later than seven (7) days prior to the Annual General Meeting of the Club.

15.5 Nominations, proposed, and accepted by the ~~Nominee~~nominee, for positions of Officers of the Board shall be circulated to the members prior to the Annual General Meeting of the Club. If insufficient nominations are received to fill all the positions, then nominations from the elected Board Members may be accepted from the floor for the vacant Officer positions at the Annual General Meeting of the Club.

15.6 At the Annual General Meeting of the Club, an Annual Report and financial statement from each division shall be presented. The Board shall submit its Annual Report and audited financial statement incorporating the divisional financial reports.

15.7 The new Board shall be formed comprising the elected presidents of the divisions or their nominee, elected divisional and independent Board ~~members~~Members.

15.8 The order of business shall be as follows:

- a. Roll call
- b. Minutes of previous Annual General Meeting
- c. Divisional Annual ~~Report~~Reports
- d. Board Annual Report and Financial Statement

- e. ~~Confirmation~~The election of Independent Board Members ~~—elect independents or notification of their co-option.~~
- f. Election of President. (Other Officer positions are determined by the Board~~Officers~~).
- g. General and other business

15.9 At all Annual General Meetings of the Club, ~~twenty five (25) Officers or members personally present shall form~~ a quorum. ~~— shall be 20 of the possible 36 votes held by the Board and the divisional management committees. These votes may be held by proxy as outlined in 15.10.~~ If, at the time and place appointed for the holding of ~~an Annual~~ General Meeting of the Club, a quorum not be present within thirty (30) minutes after the time so appointed, then the ~~Meeting~~meeting, if convened upon the requisition of ~~Members~~members, shall be dissolved. In any other case, it shall stand adjourned, to be held at the same time on the same day of the week next following, and at such adjourned meeting, the members actually present in person shall be a quorum. No notice of such adjourned meeting need be given. ▲

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15.10 Each Board Member present shall be entitled to one (1) vote and the Chairman shall have a casting as well as a deliberative vote. ~~—Each Division~~division shall be entitled to nine (9) votes, and these votes may be held by ~~Committee Members~~committee members or by proxies. All proxies must be assigned by the respective divisional committees and confirmed with the Chairman prior to the commencement of the meeting. The Chairman shall decide upon a show of hands in the first instance, but any ~~ten (10) Members~~member or Officers may demand a ballot.

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15.11 All resolutions at ~~an Annual~~ General Meeting of the Club shall be decided by a majority of the votes of those present and entitled to vote, except in the case of any alteration of these Rules, in which cases a majority of not less than two-thirds of the votes exercisable by those present and entitled to vote shall be necessary.

15.12 Any notice or other document required by these Rules to be served on a Club ~~Member~~member may be delivered by hand or sent by ordinary mail or email, addressed to the member at his/her address appearing in the Club's Register of Members; any error or omission excepted.

16. **ALTERATION OF RULES**

An alteration to these Rules shall be made at ~~an Annual~~ General Meeting of the Club comprising of the Board and divisional representation as outlined in clause 15.~~10~~11. Notice of any proposed change shall be proposed and seconded in writing by ~~financial~~members and/or Life Members and shall be in the hands of the Board Chairperson at least four (4) weeks before the Annual General Meeting of the Club. The Chairperson shall notify members of the proposed changes at least two (2) weeks before the Annual General Meeting of the Club.

17. **PERSONAL BENEFIT**

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 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 arms-length transaction, that being the open-market value.

18. **CONFLICT OF INTEREST**

Whenever a Board Member or ~~Divisional Committee Member~~divisional committee member has a financial or personal interest in any matter coming before the Board or the Divisional Committee, the affected person shall fully disclose the nature of that interest and withdraw from discussion, any lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested Board Members or ~~Divisional Committee Members~~divisional committee members determine that it is in the best interest of the Club or ~~Division~~division to do so. The minutes of meeting at which such votes taken shall record such disclosure, abstention and rationale for approval.

For the purposes of this clause, the term "interest" shall include personal interest including an interest as a player, coach, parent or guardian, interest as director, officer, member, stockholder, shareholder, partner, manager, trustee or beneficiary of any concern, employee or self-employed contractor to the Club or ~~Division~~division, or having an immediate family member who holds such an interest in any concern. The term "concern" shall mean any corporation, association, trust, partnership, incorporated society, limited liability entity, firm, person, or other entity other than the Club or ~~Division~~division.

Where it is not clear, or a question arises as to whether a conflict of interest exists, the Board or relevant ~~Divisional Committee~~divisional management committee shall make the determination.

19. **CLUB COLOURS**

The colours of the Club shall be determined by the Board in consultation with the ~~Divisions~~divisions.

20. **ACQUISITION, DISPOSAL AND CONTROL OF REAL AND PERSONAL PROPERTY**

The Club shall have the following powers:

- 20.1 To purchase, take on, lease, exchange, hire, or otherwise acquire any real or personal property, or any rights and privileges in connection therewith, and to hold, improve, manage, develop, let, lease, sell, exchange, or otherwise dispose of any such property, rights and privileges.
- 20.2 To construct, build, alter, improve, enlarge, pull down, remove or replace any buildings or other improvements which may be in, upon and about any of the real or leasehold property of the Club.
- 20.3 To raise, borrow or secure the payment of money owing, or the satisfaction or performance or any obligation or liability incurred or undertaken by the Club, from time to time in such manner as the Club shall think fit and, in particular, by the issue of debenture bonds mortgages or by way of overdraft from any bank or any other security founded or based on all or any of the property and/or rights of the Club or without any such security and upon such terms as to priority or otherwise as the Club shall think fit and to redeem or pay off such securities but the powers of so borrowing or raising money shall not be

exercised except pursuant to a resolution of the Board.

20.4 To invest and deal with the monies of the Club not immediately required in such manner as from time to time to be determined and, in particular, to invest such monies on mortgage, or purchase of real, leasehold or personal property, or securities, or by depositing such monies with any bank at interest and such investments from time to time to vary.

20.4 To determine, raise and receive money from subscriptions, entry charges, sponsorship, donations, government and community funding.

20.5 To determine, implement and enforce disciplinary rules, including penalties and sanctions, applicable to members.

20.56 To do all or any of the acts aforesaid or exercise all or any of the powers conferred upon the Club jointly with any person partnership corporation company or society (whether incorporated or otherwise) on any contract or obligation in connection therewith.

21. **REGISTERED OFFICE**

The registered office of the Club shall be at such place as the Board may, from time to time, appoint, and notice of any change of situation of the registered office shall be given to the Registrar of Incorporated Societies.

22. **WINDING UP OR DISSOLUTION**

If, upon the winding-up or dissolution of the Club, there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the ~~Members~~members of the Club but shall be given or transferred to some other charitable organisation or body which has objectives similar to the objects of the Club, or for some other charitable purpose within New Zealand.

23. **EFFECTIVE DATE OF RULES**

These Rules shall come into operation on the date of the Registrar of Incorporated Societies approval of same following the passing of the resolution adopting them, from which date all previous Rules of the Club are hereby repealed and shall cease to have effect; provided, however, that all appointments and elections made, things done, and powers exercised under the previous Rules and in force on the coming into operation of these Rules, shall endure for the purposes of these Rules as fully and effectively as if made, done and exercised under the corresponding clauses in these Rules.

**Comment [BR1]:** Is this timing OK? Board to consider this.

Signatories:

\_\_\_\_\_  
**Swee Han Lim**  
President

\_\_\_\_\_  
**Brian Mudford**  
Secretary

\_\_\_\_\_  
**Steve Stanton**  
Club Captain

| Date: ~~4 July 2011~~