

**Rules of East Coast Ski Club Incorporated**  
**These rules shall also be known as**  
**THE CONSTITUTION OF THE EAST COAST SKI CLUB**

**1.0 Name**

1.1 The name of the Club is **THE EAST COAST SKI CLUB** Incorporated ("the Club").

**2.0 Registered Office**

2.1 The Registered Office of the Club is 8 Carroll Street, National Park

**3.0 Purposes of Club**

3.1 The purposes of the Club are to:

- (a) To commence, carry on, promote, develop, support and engage in snow-sports, tramping, mountaineering and all other forms of general outdoor recreational sports.
- (b) To promote, develop, construct, purchase or otherwise acquire provide maintain or improve the Club premises, lodges or other buildings or facilities for the use and enjoyment of the Club Members or visitors.
- (c) To lease rent or otherwise secure accommodation facilities for the use of Club Members or visitors.
- (d) Do anything necessary or helpful to the above purposes.

3.2 Pecuniary gain is not a purpose of the Club.

**Definitions**

**Definitions and Miscellaneous matters**

In this Constitution:

*Membership Date* is the first of June of any year (or such other date as the committee determines)

*Membership Age* is eighteen (18) (or such other age as the committee determines)

*Club Meeting* is a meeting of the club members duly convened. There are two types of Club meeting, the Annual General Meeting (AGM) and a Special General Meeting (SGM) but for clarity not a Committee meeting.

*Committee Meeting* a duly convened meeting of the Club Committee.

*Subscription* is the annual fees members are required to pay to support the club.

*Accommodation Fees* are the fees that the committee set to cover the use of the club by paid members.

*Paid Members* are members who have paid their annual Subscriptions.

*Majority vote* means a vote made by more than half of the Members who are present at a Meeting and who are entitled to vote and voting at that Meeting upon a resolution put to that Meeting.

*Money or Other Assets* means any real or personal property or any interest therein, owned or controlled to any extent by the Club.

*Use Money or Other Assets* means to use, handle, invest, transfer, give, apply, expend, dispose of, or in any other way deal with, Money or Other Assets.

*Written Notice* means communication by post, electronic means (including email, and website posting), or advertisement in periodicals, or a combination of these methods.

It is assumed that

- (i) Where a masculine is used, the feminine is included
- (ii) Where the singular is used, plural forms of the noun are also inferred
- (iii) Headings are a matter of reference and not a part of the Constitution

Matters not covered in this Constitution shall be decided upon by the Committee.

## **Club membership**

### **4.0 Types of Members**

4.1 Members have the rights and responsibilities set out in this Constitution.

4.2 The club shall comprise the following different classes of membership. There will be voting and non-voting members.

4.2.1 Voting membership classes

- Senior
- Life
- Retired

4.2.2 Non-voting membership classes

- Honorary
- Youth
- Associate

### **4.3 Senior Membership**

Members of the club over the membership age as at the Membership Date.

### **4.4 Youth Membership**

- a) A Member of the club younger than the membership age on the Membership Date.
- b) A Senior Member shall be responsible for all Youth members and must sign the Youth Membership application. Youth Members must be accompanied by a senior member at all times while occupying the club premises. For the sake of clarity no youth members can stay in the club without a senior member present.

### **4.5 Life Membership**

The committee may at its discretion put forward a member for appointment as a Life Member provided that:

- a. Not more than one member shall be elected as a Life Member in any one year.
- b. The person so elected shall be one who in the opinion of the committee has rendered extraordinary service to the Club or has made an extra special or valuable contribution to the development of the Club.
- c. The committee shall recommend the appointment of the Life Member to a Club Meeting and such appointment has to be confirmed by a majority of two thirds of the members present and voting.
- d. A Life Member shall be entitled to all the rights and privileges of the Club for life without payment of any subscription and shall be entitled to attend and vote at all General Meetings of the Club. For clarity the spouse of a Life Member will not be entitled to the same concession unless they also are elected as a life member.

### **4.6 Honorary Membership**

The committee shall have the power to elect Honorary Members of the Club being persons who rendered valuable service to the Club or who are distinguished visitors or visiting members of kindred clubs. The election has to be by unanimous vote of those present.

- a) The term of an Honorary Membership shall not exceed two years but there shall be a right to renew such membership for any further term or terms.
- b) Such Honorary Members shall be entitled to the use of the Club premises and such facilities as the committee may from time to time determine.
- c) Honorary Members will be charged no annual membership fee unless varied by the majority vote of the committee.
- d) They shall not be entitled to any voting powers or to serve on the committee.

### **4.7 Retired Membership**

Members attaining 65 years of age as at the membership date, and having contributed significantly to the Club, maybe recommended by the committee to a Club Meeting to be admitted as a Retired member. Approval will be by a simple majority of the members present.

Retired members will retain full senior membership rights but will be charged only half of the normal membership annual fee or as varied by the unanimous vote of the committee.

#### **4.8 Associate Membership**

- 4.8.1 Associate Members are non-skiing members. Having reached the Membership Age at the Membership Date any member who is not actively skiing may make an annual application (in such form as the committee may from time to time specify) to the committee to be classed as an Associate Member.
- 4.8.2 The Committee may request evidence to support such application in order to ascertain if the member qualifies for this concessional membership status.
- 4.8.3 If the committee in its sole discretion shall approve such application, then that member shall retain his/her position as a member of the Club subject to:
- a) The committee has the power to issue the requirements or criteria for a member to qualify for this concessional status
  - b) The Associate Member shall be liable to pay a reduced level of Annual Subscription as the committee from time to time may determine.
  - c) The Associate Members must apply every year to maintain their associate status.
  - d) The Associate Member shall only use any of the clubs property or enjoy any of the club's privileges in the capacity of a "priority" visitor and pay visitor accommodation fees or such fee as the committee determines.
  - e) The Associate members shall be permitted to host visitors and be responsible for their visitors' behavior as an ordinary member.
  - f) The Associate member will have no voting rights and therefore cannot be counted in reaching a Quorum but they are still entitled to attend Club Meetings.
  - g) The committee may impose other restrictions on the Associate membership as they see necessary.
- 4.9 The committee shall have the power to set a limit on the number of all membership classes.
- 4.10 The committee may waive any irregularity in the application or nomination for membership.
- 4.11 The election can be completed at any committee meeting or by email or fax or telephone conference call.

#### **5.0 Admission of Members**

- 5.1 To become a Member, a person ("the Applicant") must:
- (a) Complete a membership application form and supply any other information the Committee requires including, but not limited to a request for references. The committee may waive any irregularity in the application or nomination for membership.
  - (b) Pay any joining fee applicable (as determined by the committee) together with the Annual Membership subscription applicable.
- 5.2 All members shall be provided will a copy of this Constitution and the Club Regulations (as amended by the committee from time to time) and will sign an application stating that they agree to and will be bound by the Constitution and the Regulations.
- 5.3 The Committee shall have complete discretion when it decides whether or not to allow the Applicant to become a Member.
- The Committee shall advise the Applicant of its decision by written notice, and that decision shall be final. No reason for the acceptance or decline will be given.
- 5.4 The committee may delegate the approval of new members to a sub- committee. The approval of new members may be by telephone, email or at a meeting.
- 5.5 The secretary will be responsible for the receipt of membership applications and the notifying of applicants of their application status and advising the committee member who is keeping the register of members.

#### **6.0 The Register of Members**

- 6.1 The Officers shall keep a register of Members ("the Register"), which shall contain the names, the postal and email addresses and telephone numbers and such other details as the committee decides of all Members, and the dates at which they became Members.

- 6.2 If a Member's contact details change, that Member shall give the new postal or email address or telephone number to the Officers.
- 6.3 Each Member shall provide such other details as the Committee requires.
- 6.4 Members shall have reasonable access to the Register of Members.

## **7.0 Cessation of Membership**

- 7.1 Any Member may resign by giving written notice to the Secretary. Any Subscriptions and fees outstanding will still be due to the club and the officers are authorised to take all practical measures to collect such outstandings.
- 7.2 The Committee shall have the power in its absolute discretion to suspend or expel any member proved to its satisfaction to have been –
- i. Guilty of misconduct on the Club's premises or elsewhere or,
  - ii. Who in the opinion of the committee has acted prejudicially to the interest of the Club or,
  - iii. Has been guilty of conduct which in the opinion of the committee renders that member unfit to be a member of the Club or,
  - iv. Who in the committee's opinion that the continuance of that member's membership is not in the interest of the Club or,
  - v. Who willfully disobeyed a Club Regulation or decision lawfully made by the Club or the committee or,
  - vi. Who is objectionable to the majority of members or
  - vii. Who did not comply with the Primary Obligation of Members (Clause 8).

The committee may give written notice of this to the member ("The Committee's Notice")

### 7.3 The Committee's Notice must:

- (i) Explain how the Member is breaching the Constitution or Club Regulations or acting in a manner inconsistent with the purposes of the Club or the grounds for suspension or expulsion;
- (ii) State what the Member must do in order to remedy the situation; or state that the Member must write to the Committee giving reasons why the Committee should not terminate the Member's membership.
- (iii) State that if, within 14 days of the Member receiving the Committee's Notice, the Committee is not satisfied, the Committee may in its absolute discretion immediately terminate the Member's Membership.
- (iv) State that if the Committee terminates the Member's Membership, the Member may appeal to the Club membership.

7.4 14 days after the Member is sent the Committee's Notice, the Committee may in its absolute discretion by majority vote terminate the Member's Membership by giving the Member written notice ("Termination Notice"), which takes immediate effect. The Termination Notice must state that the Member may appeal to the Club at the next Meeting by giving written notice to the Secretary ("Member's Notice") within 20 days of the Termination Notice being sent by the committee.

7.5 If the Member gives the Member's Notice to the Secretary, the Member will have the right to be fairly heard at a Club Meeting held within the following 28 days. If the Member chooses, the Member may provide the Secretary with a written explanation of the events as the Member sees them ("the Member's Explanation"), and the Member may require the Secretary to give the Member's Explanation to every other Member within 7 days of the Secretary receiving the Member's Explanation. If the Member is not satisfied that the other Club Members have had sufficient time to consider the Member's Explanation, the Member may defer his or her right to be heard until the following Club Meeting. During this process the members membership is in suspension and the member shall not be able to use the club or any of its facilities.

7.6 When the Member is heard at a Club Meeting, the Club may question the Member and the Committee Members.

7.7 The Club shall then by majority vote decide whether to let the termination stand, or whether to reinstate the Member. The Club's decision will be final.

7.8 The committee may suspend any of the club's officers or members or any club officer or member of any committee or special committee who in the committee's opinion has been guilty of any neglect of duty breach of confidence or other misconduct.

7.9 Any members whose membership is terminated by resignation expulsion or otherwise, or a suspended member during the period of suspension, shall forfeit all claims upon the property of the Club and shall lose all rights of membership.

### **8.0 Primary Obligations of Members**

- 8.1 All Members (and Committee Members) shall promote the purposes of the Club and shall do nothing to bring the Club into disrepute.
- 8.2 No gambling, drunkenness, obscene language or any other illegal activities shall be permitted on the Club's premises.
- 8.3 All members shall be deemed to have notice of the Constitution and Regulations of the Club and have agreed to abide thereby.
- 8.4 To pay their Annual Subscriptions promptly.
- 8.5 To show respect and consideration to other members of the Club and to act in a respectful manner to members and officers of the Club.
- 8.6 To look after and protect the Club's property and assets and take all reasonable steps to ensure the Club does not endure loss.
- 8.7 Members shall keep the committee advised of any changes in their contact and other details as contained in the membership application.

## **MANAGEMENT OF THE CLUB**

### **9.0 Managing Committee**

9.1 The Club shall have a managing committee ("the Committee"), comprising the following persons:

- (a) The Chairman;
- (b) The Secretary;
- (c) The Treasurer; and
- (d) Such other Members as the Club shall decide.

The Chairman, the Secretary, the Treasurer and President are the officers of the Club.

9.2 Only Members of the Club may be Committee Members.

9.3 There shall be a minimum of three Committee Members, in addition to the Officers.

### **10.0 Appointment of Committee Members**

10.1 At a Club Meeting, the Members may decide by majority vote:

- (a) How large the Committee will be;
- (b) Who shall be the President, Secretary, and Treasurer?
- (c) Whether any Committee Member may hold more than one position as an officer;
- (d) How long each person will be a Committee Member ("the Term").

### **11.0 Cessation of Committee Membership**

11.1 Persons cease to be Committee Members when:

- (a) They resign by giving written notice to the Committee.
- (b) They are removed by majority vote of the Club at a Club Meeting.
- (c) Their Term expires.
- (d) They resign from the club.

11.2 If a person ceases to be a Committee Member, that person must within one month give to the Committee all Club documents and property.

11.3 If any Committee Member is absent from three consecutive meetings without leave of absence the Chairman may declare that person's position to be vacant.

### **12.0 Nomination of Committee Members**

12.1 Nominations for members of the Committee shall be called for at least 28 days before an Annual General Meeting. Each candidate shall be proposed and seconded in writing by Members and the completed nomination delivered to the Secretary. Nominations shall close 1 hour before the Annual General Meeting. See also clause 21.4(b) All retiring members of the Committee shall be eligible for re-election.

12.2 If the position of any Officer becomes vacant between Annual General Meetings, the Committee may appoint another Committee Member to fill that vacancy until the next Annual General Meeting.

12.3 If the position of any Committee Member becomes vacant between Annual General Meetings, the Committee may appoint another Club Member to fill that vacancy until the next Annual General Meeting.

### **13.0 Role of the Committee and Management of the Club**

13.1 Subject to the Constitution of the Club ("The Constitution"), the role of the Committee is to:

- (a) Administer, manage, and control the Club;
- (b) Carry out the purposes of the Club, and Use Money or Other Assets to do that;
- (c) Manage the Club's financial affairs, including approving the annual financial statements for presentation to the Members at the Annual General Meetings;
- (d) Set accounting policies in line with generally accepted accounting practice
- (e) Delegate responsibility and co-opt members where necessary
- (f) Ensure that all Members follow the Rules;
- (g) Decide how a person becomes a Member, and how a person stops being a Member;
- (h) Decide the times and dates for Meetings, and set the agenda for Meetings;
- (i) Decide the procedures for dealing with complaints;
- (j) Set Membership fees, including subscriptions and levies;
- (k) Supervise the Club bank account or accounts of the Club at such Bank as the committee shall from time to time direct and shall be operated upon by such committee members and in such way as the committee decides with reference to the safe guarding of the Club's funds and the efficient operation of the Club's affairs.

13.2 The Committee has all of the power to investigate, formulate and pass by resolution, the Club Regulations for the management of the club and to take all steps as shall be necessary to enforce these regulations. The members have the overriding power to amend the regulations of the club.

13.3 The Committee has all of the powers of the Club, unless the Committee's power is limited by this Constitution, or by a majority decision of the Club.

13.4 All decisions of the Committee shall be by a majority vote unless specifically stated in this constitution. In the event of an equal vote, the Chairman shall have a casting vote, that is, a second vote.

13.5 Decisions of the Committee bind the Club, unless the Committee's power is limited by this Constitution or by a majority decision of the Club.

13.6 The committee shall arrange such insurance cover over its property and buildings as it thinks fit with the Treasurer to be responsible for the renewal thereof.

### **14.0 Roles of Committee Members**

The roles of the officers of the Club are included in the schedules to the Constitution and can be updated or amended by the committee. The officers may delegate the duties to other members of the committee or members of the Club (or to any person outside the Club) provided they supervise the completion of these duties.

## **15.0 Committee Meetings**

- 15.1 Committee meetings may be held via video link or telephone conference, or other formats as the Committee may decide;
- 15.2 No Committee Meeting may be held unless more than half of the Committee Members attend (subject to members being included by the means detailed in 15.1 above being counted as attending);
- 15.3 The Chairman shall chair Committee Meetings, or if the Chairman is absent, the Committee shall elect a Committee Member to chair that meeting. At the first Committee meeting after the Annual General Meeting (or Special General Meeting if the committee has changed) the committee will elect a Chairman by majority vote. The Chairman so elected will remain as chairman until the next AGM. If the Chairman resigns or cannot continue in office the committee will elect a new Chairman at the next meeting.
- 15.4 Decisions of the Committee shall be by majority vote;
- 15.5 The Chairman or person acting as Chairman has a casting vote, that is, a second vote;
- 15.6 Only Committee Members present at a Committee Meeting may vote at that Committee Meeting (subject to members being included by the means detailed in 15.1 above being counted as present). Proxies are allowed to be counted on specific motions as stated in the proxy document. General proxies will not be counted in a vote and will not be counted in ascertaining a Quorum.
- 15.7 Subject to this Constitution, the Committee may regulate its own practices;
- 15.8 The Chairman or his nominee shall adjourn the meeting if necessary.
- 15.9 Adjourned Meetings: If within half an hour after the time appointed for a meeting a quorum is not present the meeting, if convened upon requisition of members, shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the Chairman of the Club, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments. The Chairman may with the consent of any Club Meeting adjourn the same from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

## **Money and other assets of the Club**

### **16.0 Use of Money and Other Assets**

- 16.1 The Club may only Use Money and Other Assets if:
  - (a) It is for a purpose of the Club;
  - (b) It is not for the sole personal or individual benefit of any Member; and
  - (c) That Use has been approved by either the Committee or by majority vote of the Club.

### **17.0 Joining Fees, Subscriptions and Levies**

- 17.1 If any Member does not pay a Subscription or levy by the date set by the Committee or the Club, the Secretary or the Treasurer will give written notice that, unless the arrears are paid by a nominated date, the Membership will be terminated. After that date, the Member shall (without being released from the obligation of payment of any sums due to the Club) have no Membership rights and shall not be entitled to participate in any Club activity. See Clause 7.1

## **Powers of the Club**

### **18.0 Additional Powers**

- 18.1 The Club may:
  - a) Employ people for the purposes of the Club;
  - b) Exercise any power a trustee might exercise;
  - c) Invest in any investment that a trustee might invest in;
  - d) Borrow money and provide security for that if authorised by Majority vote at any Club Meeting.

- e) To donate monies to any association organization or body whose activities may be of benefit or interest to the Club or its members or donate to any fund created or established for the promotion development or advancement of any of the sports of interest and benefit to the Club members.
- f) To purchase, take on lease or exchange, hire or otherwise acquire any real or personal property and any rights or privileges that the Club may think necessary or convenient.
- g) To make, adopt, vary and publish regulations dealing with any of the matters comprised in these Objects and to take on all such steps as shall be necessary to enforce the Constitution and the Club Regulations (see clause 25.)
- h) To commence, carry on, promote, support and undertake all things that the Club or its committee shall think necessary or desirable to achieve all or any of the Club's Objects or for the social, recreational, cultural or educational pursuits or interests of the Club members.
- i) To affiliate obtain or accept membership with any association organization or body having any national regional or local control or involvement in any of the sports of interest or of benefit to the Club members.
- j) No land or buildings owned by the Club shall be sold or leased for any period in excess of fourteen days without the committee first obtaining the prior approval of the Club in General Meeting,
- k) The committee shall not make any one donation exceeding \$600.00 in any financial year without the authority of a Club Meeting.

## FINANCIAL

### 19.0 Financial Year

19.1 The financial year of the Club begins on 1<sup>st</sup> January of every year and ends on 31<sup>st</sup> of December of the year unless changed by the club at a Club Meeting.

### 20.0 Assurance on the Financial Statements

20.1 The Club shall appoint an accountant to review the annual financial statements of the Club ("the Reviewer"). The Reviewer shall conduct an examination with the objective of providing a report that nothing has come to the Reviewer's attention to cause the Reviewer to believe that the financial information is not presented in accordance with the Club's accounting policies and the accounts present a true fair view of the Club's financial performance and the assets and liabilities. The Reviewer must be a suitably qualified person, preferably a member of the New Zealand Institute of Chartered Accountants, and must not be a member of the Committee or an employee of the Club but maybe a member of the Club.

The Committee is responsible to provide the Reviewer with:

- (a) Access to all information of which the Committee is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters
- (b) Additional information that the reviewer may request from the Committee for the purpose of the review; and
- (c) Reasonable access to persons within the Club from whom the reviewer determines it necessary to obtain evidence.

20.2 No audit of the annual financial statements is required unless an audit is requested by 60% of the Members at any properly convened Club Meeting or a majority of the committee.

## Conduct of meetings

### 21.0 Club Meetings

21.1 A Club Meeting is either an **Annual General Meeting** or a **Special General Meeting**.

21.2 The Annual General Meeting (AGM) shall be held once every year no later than five months after the Club's balance date. The Committee shall determine when and where the Club shall meet within those dates.

21.3 Special General Meetings (SGM) may be called by the Committee. The Committee must call a Special General Meeting if the Secretary receives a written request signed by at least 15% of the voting Members.

21.4 The Secretary shall:

- (a) Give all Members at least 14 days Written Notice of the business to be conducted at any Club Meeting
- (b) Additionally, the Secretary will provide, appropriate:
  - (i) A copy of the Chairman's Report on the Club's operations and of the Annual Financial Statements as approved by the Committee if it is an AGM,
  - (ii) A list of Nominees for the Committee, received to date, and information about those Nominees if it has been provided. (The Secretary must not provide Members with information exceeding one side of an A4 sheet of paper per Nominee)
  - (iii) Notice of any motions and the Committee's recommendations about those motions.
  - (iv) If the Secretary has sent a notice to all Members in good faith, the Meeting and its business will not be invalidated simply because one or more Members do not receive the notice.

21.5 All Members may attend and vote at Club Meetings subject to the rights of members in clause 11.

21.6 No Club Meeting may be held unless at least 15 of eligible Members attend. (This will constitute a quorum.)

21.7 All Club Meetings shall be chaired by the President. If the President is absent, the Club shall elect another Committee Member to Chair that meeting. Any person chairing a Club Meeting has a casting vote.

21.8 On any given motion at a Club Meeting, the Chairman shall in good faith determine whether to vote by:

- (a) Voices;
- (b) Show of hands; or
- (c) Secret ballot.

However, if any Member demands a secret ballot before a vote by voices or show of hands has begun, voting must be by secret ballot. If a secret ballot is held, the Chairman will have a casting, that is, second vote.

21.9 At all Club Meetings every member present in person or by proxy and entitled to vote, shall be entitled to one vote. Proxies shall be in writing and in a form to the satisfaction of the Chairman of the meeting.

21.10 The business of an Annual General Meeting shall be:

- (a) Receiving any minutes of the previous Club's Meeting(s);
- (b) The Chairman's report on the business of the Club;
- (c) The Treasurer's report on the finances of the Club, and the Annual Financial Statements;
- (d) Election of Committee Members;
- (e) Motions to be considered;
- (f) General business.

The majority of the committee shall have to power to vary the business and agenda of the club meetings.

21.11 The Chairman or his nominee shall adjourn the meeting if necessary.

21.12 Adjourned Meetings: If within half an hour after the time appointed for a meeting a quorum is not present the meeting, if convened upon requisition of members, shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the Chairman of the Club, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments. The Chairman may with the consent of any Club Meeting adjourn the same from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

## **22.0 Motions at Club Meetings**

22.1 Any Member may request that a motion be voted on ("Member's Motion") at a particular Club Meeting, by giving written notice to the Secretary at least 28 days before that meeting. The Member may also provide information in support of the motion ("Member's Information"). The Committee may in its absolute discretion decide whether or not the Club will vote on the motion. However, if the Member's Motion is signed by at least 20 of eligible Members:

- (a) It must be voted on at the Club Meeting chosen by the Member; and
- (b) The Secretary must give the Member's Information to all Members at least 14 days before the Club Meeting chosen by the Member; or  
if the Secretary fails to do this, the Member has the right to raise the motion at the following Club Meeting.

22.2 The Committee may also decide to put forward motions for the Club to vote on ("Committee Motions") which shall be suitably notified.

22.3 During the election of officers and committee members, if only one candidate is nominated in accordance with the Constitution for a particular office then that person shall be declared elected and if only six or fewer than six committee members are so nominated they shall likewise be declared elected.

## **Execution**

### **23.0 Execution of Documents**

23.1 Document requiring execution shall be signed by three members of the officers and the committee.

## **Altering the Constitution**

### **24.0 Altering the Constitution**

24.1 The Club may alter or replace this Constitution at a Club Meeting by a resolution passed by a two-thirds majority of those Members present and voting.

24.2 Any proposed motion to amend or replace this Constitution shall be signed by at least four voting Members and given in writing to the Secretary at least 28 days before the Club Meeting at which the motion is to be considered, and accompanied by a written explanation of the reasons for the proposal.

24.3 At least 14 days before the General Meeting at which any Rule change is to be considered the Secretary shall give to all Members written notice of the proposed motion, the reasons for the proposal, and any recommendations the Committee has.

24.4 When a Rule change is approved by a General Meeting no Rule change shall take effect until the Secretary has filed the changes with the Registrar of Incorporated Societies. There shall be no delays in the filing of changes in the Constitution.

## **Bylaws - Club Regulations**

### **25.0 Regulations to govern the Club**

25.1 The Committee may from time-to-time make, alter or rescind the Club Regulations for the general management of the Club, so long as these are not repugnant to this Constitution or to the provisions of law. All such regulations shall be binding on members of the Club. A copy of the regulations for the time being shall be available for inspection by any member on request to the Secretary but should also be available on the web site. The Members in a club meeting have the power to amend the Club Regulations. The committee will not change regulations decided at a club meeting without the express permission of the club in a validly called club meeting.

## **Winding up of the Club**

### **26.0 Winding up**

26.1 If the Club is wound up:

(a) The Club's debts, costs and liabilities shall be paid;

(b) Surplus Money and Other Assets of the Club may be disposed of:

(i) By resolution; or

(ii) According to the provisions in the Incorporated Societies Act 1908; but

(c) No distribution may be made to any Member;

(d) But first and foremost the surplus Money and Other Assets shall be distributed to the Ruapehu Ski Patrol Incorporated for such purposes as the Ruapehu Ski Patrol Incorporated shall think fit.

Provided however in the event of the Ruapehu Ski Patrol Incorporated being defunct or unable or unwilling to accept the Club's net assets, then the same shall then be offered to some other amateur sports club whose primary purposes are to foster and promote the sport of skiing and whose constitution or rules specifically provide that on a dissolution that such clubs net assets cannot be made available for the use of or for the personal or private benefit of any member of such club.

## **Schedule of Duties of the officers**

**The Chairman** is responsible for:

- (a) Ensuring that the Constitution and the regulations are followed;
- (b) Convening Committee Meetings and establishing whether or not a quorum (half of the Committee) is present;
- (c) Chairing Committee Meetings, deciding who may speak and when and ensuring the meetings are orderly and constructive;
- (d) Overseeing the operation of the Club;
- (e) Providing a report on the operations of the Club at each Annual General Meeting.

**The Secretary** is responsible for:

- (a) Recording the minutes of Meetings;
- (b) Keeping the Register of Members unless the Treasurer is completing this function;
- (c) Holding the Club's records, documents, and books except those required for the Treasurer's function;
- (d) Receiving and replying to correspondence as required by the Committee;
- (e) Advising the Registrar of Incorporated Societies of any rule changes;
- (f) Receiving membership applications and presenting them for approval to the committee and advising applicants of the result.

**The Treasurer** is responsible for:

- (a) Keeping proper accounting records of the Club's financial transactions to allow the Club's financial position to be readily ascertained;
- (b) Preparing annual financial statements for presentation at each Annual General Meeting. These statements should be prepared in accordance with the Societies' accounting policies (see 8.1.d).
- (c) Providing a financial report at each Annual General Meeting;
- (d) Providing financial information to the Committee as the Committee determines.
- (e) Forwarding the annual financial statements for the Club to the Registrar of Incorporated Societies upon their approval by the Members at an Annual General Meeting.

**The President** is responsible for:

- (a) Ensuring that the Constitution is followed;
- (b) Convening Club Meetings and establishing whether or not a quorum is present;
- (c) Chairing Club Meetings, deciding who may speak and when and ensuring the meeting are orderly and effective;
- (d) Overseeing the operation of the Club;