



# Auckland Tramping Club

Rules 2016

# RULES

## 1. NAME

The name of the Club shall be "The Auckland Tramping Club (Incorporated)".

## 2. INTERPRETATION

The current version of these Rules can be viewed and downloaded from the Club Website. Hard copies shall be available at all reasonable times for inspection by members.

In these rules, unless a contrary intention appears:

**"Act"** means the Incorporated Societies Act 1908 and subsequent amendments.

**"Club"** means "The Auckland Tramping Club (Incorporated)"

**"Committee"** means the General Committee of the Club for the time being appointed under Section 10.3 of these rules.

**"Year"** means the financial year of the Club, extending from the First Day of April in each year to the Thirty-first day of March in the following year.

**"Member"** means a person elected to one of the classes of membership of the Club as defined in Section 9.2 of these rules.

**"Regulation"** means a regulation made pursuant to Section 10.4 of these rules.

**"Sent to Registered Address"** means for correspondence to be mailed or electronically transmitted to the latest updated postal or electronic address provided by the member, with preferred method of communication indicated by the member.

**"Registrar"** means the Registrar of Incorporated Societies.

**"Roll"** means the register of Club members kept by the Secretary of the Club as required by Section 22 of the Incorporated Societies Act 1908, and Section 7 of these rules.

**"Officer"** means a person deputed to one of the offices of the Club prescribed in the regulations.

**"Subscription"** means the annual subscription payable in the year.

Heading shall not affect the interpretation of these Rules.

Words importing the singular number shall include the plural and vice versa. Words importing the male shall include the female and vice versa.

## 3. OBJECTS

- a) To promote participation in Tramping, Alpine and related activities by providing well organised opportunities and facilities.
- b) To contribute to the funds of any other body having objects in whole or part similar to the objects of the Club.

- c) To acquire by purchase, lease or otherwise, lands, vehicles, machinery, plant, buildings so far as it may be deemed necessary for the purposes of the Club, and to give by way of consideration for any property acquired, any cash, debentures, mortgages or securities that may be required.
- d) To improve and to manage, cultivate, develop, turn to account, grant rights and privileges over, mortgage, sell, lease, let or hire, or make any arrangements for the development, working or disposal of, or otherwise deal with the whole or any part of the undertaking, business or property of the Club or any share or interest therein.
- e) To protect the native flora and fauna and the natural features of the country.
- f) To produce, provide and assist in providing, financially or otherwise, new huts and any additional hut equipment, alter and improve existing huts and generally to provide and procure facilities and accommodation for trampers, skiers, climbers and mountaineers.
- g) To act in co-operation with government or other organisations or with any Club, Committee, Society or Institution for the promotion of the above objects.
- h) In construing the foregoing objects, the construction of any clause shall not be limited or restricted by reference to any other clause.
- i) To improve the skills and outdoor awareness of the members.

#### **4. CLUB COLOURS AND BADGE**

The Club colours shall be Royal Blue and Silver. The badge shall be a representation in silver on a background of royal blue of a campfire.

#### **5. ALTERATION OF RULES**

These Rules may be amended or replaced by resolution of any Members Meeting or ballot pursuant to Rule 11.7 and passed by a simple majority of those members voting, provided that no amendment may be made which would alter:

- a) The exclusively charitable nature of the Club,
- b) The rules precluding members from obtaining any personal benefit from their membership, or
- c) The rules as to winding up.

#### **6. REGISTERED OFFICE**

The Registered Office of the Club shall be that of the Club President unless otherwise decided on by the Committee and shall be advised to the Registrar forthwith by the Secretary if at any time it be changed.

## 7. REGISTER

7.1 The Club shall keep a register of members showing the names, contact details, membership type and date of joining the club.

7.2 Every member shall advise the Secretary of any change of their registered address as defined in these Rules.

## 8. FINANCIAL YEAR

The Financial Year of the Club shall end on the thirty-first day of March in each year to which date the account of the Club shall be balanced.

## 9. MEMBERSHIP

### 9.1 REQUIREMENTS

Persons seeking membership must submit a completed membership application form for approval by the committee. The committee may set qualification requirements from time to time.

### 9.2 CLASSIFICATION OF MEMBERS

(a) **ORDINARY MEMBERS** - Any person over the age of eighteen shall be classified as an ordinary member unless otherwise determined by the committee.

(b) **JUNIOR MEMBERS** - Any person between the ages of fourteen and eighteen years shall be classified as a Junior Member.

(c) **HONORARY LIFE MEMBERS** -

i) At any Members Meeting at which a quorum is present an Honorary Life Member or Honorary Life Members may be elected by reason of some outstanding service to the Club. Each nominee shall be proposed by one and seconded by another member of the Club and such nomination shall be in the hands of the Secretary of the Club by 31<sup>st</sup> of March. The Secretary shall submit such nomination to the Committee at its next meeting after it has been received.

If the Committee resolves by a 2/3rds majority to accept the nomination, it shall be presented to members as a notice of motion included in the agenda for consideration at the next Annual General Meeting.

ii) The election shall be by ballot at which the nominee or nominees must receive at least two-third majority of the votes cast.

iii) The club may take such recognition of honorary life members, as it shall from time to time determine.

(d) **VETERAN MEMBERS** - On receipt of written application, the Committee may elect as a Veteran Member any Financial Ordinary member who has been in his / her own right a financial member for not less than twenty years and has attained the age of sixty years.

(e) **LIFE MEMBERS**

Any person accepted under the provisions for Life Membership prior to 1 January 1996 shall continue to enjoy the benefits of Life Membership.

All the provisions of these Rules and of any regulations shall apply to all members.

### **9.3 ENTRANCE FEE AND SUBSCRIPTIONS**

The members may at any Members Meeting impose such Entrance Fee and Subscription as they may from time to time by regulation determine.

### **9.4 PAYMENT OF SUBSCRIPTIONS**

All subscriptions shall be payable in advance on the first day of July in each year.

### **9.5 DEFAULTS IN PAYMENT OF SUBSCRIPTION**

If any members shall fail to pay their subscriptions on or before the first day of August next, then the Committee is empowered to remove the names of the defaulters from the Roll and they shall cease to be members.

### **9.6 RESIGNATION**

Any members may resign their membership by giving the Secretary notice in writing to that effect. Refund of any subscription paid will be at the discretion of the Committee.

### **9.7 EXPULSION**

The Committee shall have the power to call before them at any time, any member guilty of any conduct which in their opinion is detrimental to the interests, reputation or standing of the Club or is considered unacceptable to its members and, subject to the right of such member to appeal to a Members Meeting may suspend such offender from Membership for such time as they may think fit, or expel such offender from Membership whether or not he / she appear before them when called upon to do so.

### **9.8 OTHER CHARGES**

The Committee may make a charge to members participating in Club activities or using any Club property or privilege.

## **10. GOVERNANCE**

### **10.1 COMMITTEE**

The entire management of the club and its property shall be deputed to a General Committee elected by members at an Annual General Meeting, consisting of a President, Secretary, Treasurer and a number of other members, such number and areas of responsibility to be determined and published by the Committee prior to the Annual General Meeting each year. The committee may delegate duties to other members or sub committees as it sees fit.

### **10.2 INDEMNITY FOR COMMITTEE**

No member of the Committee shall be liable for the acts or defaults of any other member of the Committee or any loss occasioned thereby, unless occasioned by their wilful default or by their wilful acquiescence. The members of the Committee shall be indemnified by the Club for all liabilities and costs incurred by them in the proper performance of the functions and duties, other than as a result of their wilful default.

### **10.3 NOMINATIONS**

Nominations of candidates for all offices for the General Committee shall require the consent of the nominee. Nominees must be nominated by a member. Details of nominations received shall be published with the notice calling the Annual General Meeting. Where no nomination is received before the Annual General Meeting for any office, a nomination may be made and voted on at the Annual General Meeting. All members are eligible to stand for office. Any unsuccessful candidate for special office is eligible for all other offices for which he/she has been nominated. All retiring members shall be eligible for re-election. The Committee is empowered to fill any casual vacancy occurring during the year.

### **10.4 REGULATIONS**

Any Meeting of Members or the Committee shall have the power to make or amend such regulations consistent with these Rules. The regulations may be changed by: -

(a) A 75% majority decision of the committee. All changes must be published promptly in the club magazine and on the club website. Any regulation made under these rules may be reviewed by members at a Members Meeting provided the notice required for a notice of motion as hereinafter appears has been duly given.

(b) The Club Members at a Members Meeting where proposed changes to the regulations have been included with the Notice of Meeting and must be passed by a simple majority of members present at the meeting.

### **10.5 BANK ACCOUNTS**

The funds of the Club shall be lodged in such current banking accounts with such Banks as the Committee shall from time to time determine. All monies received on behalf of the Club shall be paid into such accounts and all payments or withdrawals there from shall be suitably authorised by two members of the Committee nominated by the Committee for that purpose. The committee shall approve all payments at a committee meeting.

### **10.6 IMPREST ACCOUNTS**

The Committee may authorise the establishment and operation of Imprest Banking Accounts for any kind or kinds of routine payments required to be made on behalf of the Club. The Accounts shall be kept at such Banks as the Committee shall from time to time determine. The accounts shall be operated by only such members as the Committee shall from time to time specifically appoint for such purposes and such members shall be responsible to the Committee for any loss or deficiency therein.

### **10.7 COMMON SEAL**

The Common Seal of the Club shall be kept by the Secretary and shall not be affixed to any document, paper, deed or writing or thing except by the resolution of the Committee. The Secretary shall maintain a register of each document to which the seal is affixed.

### **10.8 BORROWING POWERS**

Subject to prior approval at a Members Meeting, the Committee shall have the power to borrow such amounts and on such terms as it thinks fit, and to give as security there for and interest thereon such security as the Committee shall determine.

### **10.9 INVESTMENT**

If the Committee shall determine, any part of the funds of the Club may be invested in the manner provided by the Trustee Act, 1956, or any act amending or replacing the same, or may be invested in such other manner as the members may at a Members Meeting authorise.

### **10.10 COMPLAINTS**

Any complaint should be brought to the attention of the President or Secretary, who in turn shall investigate and present details to the Committee for consideration at the first opportunity.

## **11. MEMBERS MEETINGS**

### **11.1 ANNUAL GENERAL MEETING**

An Annual General Meeting shall be held each calendar year with no more than fifteen months between each meeting.

### **11.2 SPECIAL MEETING**

Any Meeting other than an Annual General Meeting shall be a Special Meeting. The Committee may at any time, and shall within fifteen days after receipt of a requisition signed by at least ten financial members (which requisition shall set out in the form of resolutions the business proposed to be transacted at such meeting), convene a Special Meeting for any specific purpose or purposes.

### **11.3 NOTICE OF MEETING**

Except as otherwise provided by the Act or by those rules, every Annual and Special Meeting shall be called by the Secretary by notification to each member at his / her registered address at least ten days prior to the date of the meeting. Delivery is implied to be three working days after the notification was sent in New Zealand.

The failure for any reason of any member to receive notification of any meeting shall not invalidate the meeting or its procedures.

### **11.4 NOTICE OF MOTION**

No vote shall be taken on any motion concerning rules or finance at any Members Meeting unless notice shall have been given to the Secretary twenty-one clear days before the meeting.

### **11.5 PROCEDURE AT MEETINGS**

At all Members Meetings the Chairperson shall be the President, if present, and failing that, by any member chosen by the meeting. Voting shall be by voice or show of hands or in the case of general committee members where several are to be elected, by ballot, as decided on by the Chairperson.

### **11.6 QUORUM AT MEMBERS MEETINGS**

Unless twenty members are present within half an hour after the time appointed for the meeting, the meeting shall be carried over to such date as the Chairperson may direct, to be then held at the same hour and place (if possible) and unless twenty members are present by the time appointed for the adjourned meeting, those present shall constitute a quorum.



## **11.7 BALLOTS**

To determine any issue (including any amendment to these Rules) the Committee may resolve to hold a ballot in accordance with this clause. In that respect:

- a) Only members who have paid their annual subscription for the year may vote in any ballot.
- b) The resolution to hold a ballot shall set a closing date and time for ballots to be received by the Secretary, but the closing date shall be no earlier than three weeks after the date ballot documents are made available to members. Voting in a ballot may be by ballots returned to the Secretary by mail, delivery, email or other electronic means as specified on the ballot documentation.
- c) The Secretary shall declare the result of the ballot, and
- d) The result of any ballot shall be as effective and binding on Members as a resolution passed at a Members Meeting.

## **11.8 RESOLUTIONS BINDING**

A resolution passed by the required majority at any Members Meeting or by ballot binds all members, irrespective of whether they were present at the Members Meeting where the resolution was adopted or whether they voted.

## **11.9 APPOINTMENT OF SCRUTINEERS**

At any Members Meeting where voting is required the meeting shall appoint two financial members present as scrutineers.

## **11.10 AUDITOR**

The Annual General Meeting each year shall appoint an auditor (who is independent of the Committee and has suitable professional qualifications to carry out the task) to review the annual accounts of the Club and provide a certificate of correctness of the same, and if any such auditor is unable to act the Committee shall appoint a replacement auditor.

## **11.11 BALANCE SHEET**

A Statement of Accounts and Balance Sheet shall be prepared and reviewed at the end of each year and shall be sent or made available to each member with the notice calling the Annual General Meeting.

## **11.12 HONORARIA**

Any member of the club whose services have warranted it may be voted an Honorarium at the close of each year, the amount to be decided upon by the Annual General Meeting upon the recommendation of the Committee.

## **12. WINDING UP**

The Club may be wound up voluntarily if at a Members Meeting of the club a simple majority of the members present and voting support a resolution requiring the Club to be wound up and at a subsequent Members Meeting held no earlier than 30 days after the date of the first meeting, a majority of members present vote to confirm the resolution passed at the first meeting.

If, upon the winding up or dissolution of the Club, there remains after the satisfaction of all costs, debts and liabilities any property, assets, income or other funds whatsoever these shall not be paid or distributed among the members of the Club but shall be given or transferred to some other club or organisation with objects similar to those of the Club and which club or organisation also prohibits distribution of its income and property among its members.

The beneficiary club or organisation shall be determined at or before the time of the dissolution by a simple majority of the members of the Club present and voting at the Members Meeting but in the absence of such a resolution the surplus property and assets of the Club shall be vested in the Federated Mountain Clubs of New Zealand Incorporated or its successor or its funding body.

In all cases the beneficiary club or organisation must be charitable under New Zealand law.

## **13. PRIVATE PROFIT PROHIBITED**

Any income, benefit, or advantage must be used to advance the charitable purposes of the club.

No member of the club or anyone associated with a member is allowed to take part in, or influence any decision made by the club in respect of payments to, or on behalf of, the member or associated person of any income, benefit, or advantage.

Any payments made to a member of the club, or person associated with a member, must be for goods or services that advance the charitable purpose and must be reasonable and relative to payments that would be made between unrelated parties.

--ENDS RULE