

Marlborough Pool Association Incorporated

Constitution

March 2024

CONTENTS

1.	Name	1
2.	Definitions	1
3.	Registered Office	2
4.	Objectives	2
5.	Powers	2
6.	Minimum Number of Members	2
7.	Becoming a Member: Consent	2
8.	Becoming a Member: Process	2
9.	Obligations and Rights	3
10.	Membership	3
11.	Life Membership	3
12.	Subscriptions	3
13.	Ceasing to be a Member	4
14.	Termination of Membership	4
15.	General Meetings	4
16.	Procedure	5
17.	The Committee	6
18.	Roles of the Committee	7
19.	Minutes	8
20.	Representative Teams	8
21.	Elections	8
22.	Remits	8
23.	Election of Officers	8
24.	Vacation of Office	9
25.	Register of Members	9
26.	Administration	9
27.	Quorum	9
28.	Powers	9
29.	Sub-committees	10
30.	Employees	10
31.	Appointed Positions	10
32.	Financial	11
33.	Indemnity	11
34.	Winding Up	11
35.	Surplus Assets	11
36.	Matters Not Provided For	11
37.	Alteration of Rules	11
38.	Dispute Resolution	12

1. Name

The name of the Association shall be "*Marlborough Pool Association Incorporated*".

2. Definitions

In these Rules. Words have the meaning set down in the Act. In all other instances, unless the context requires otherwise, the following words and phrases have the following meanings:

- **'Act'** means the Incorporated Societies Act 1908 2022 or any Act which replaces it (including amendments to it from time to time), and any regulations made under the Act or under any Act that replaces it.
- **'Annual General Meeting'** means a meeting of the Members of the Society held once per year which, among other things, will receive and consider reports on the Society's activities and finances.
- **'Chair/President'** means the Committee Member responsible for, among other things, overseeing the governance and operations of the Society and chairing General Meetings.
- **'Committee'** means the Society's governing body.
- **'Committee Member'** means a member of the Committee, including the Chair/President, Secretary and Treasurer.
- **'Deputy Chair/Vice President'** means the Committee Member elected or appointed to deputise in the absence of the Chair/President.
- **'General Meeting'** means either an Annual General Meeting or a Special General Meeting of the Society.
- **'Interested Member'** means a member who is interested in a matter for any reason set out in section 62 of the Incorporated Societies Act 2022.
- **'Interests Register'** means the register of Interests of Officers, including Committee Members, kept under these Rules.
- **'Matter'** means –
 1. the Society's performance of its activities or exercise of its powers; or
 2. an arrangement, agreement, or contract (a transaction) made or entered into, or proposed to be entered into, by the Society.
- **'Member'** means a person properly admitted to the Society who has not ceased to be a member of the Society.
- **'Notice'** to Members includes any notice given by post, courier, or email; and the failure for any reason of any Member to receive such Notice or information shall not invalidate any meetings or its proceedings or any election.
- **'Register of Members'** means the register of Members kept under these Rules.
- **'Rules'** means the rules in this document.
- **'Secretary'** means the Committee Member responsible for, among other things, keeping the Register of Members, the Register of Interests, and recording the minutes of General Meetings and Committee Meetings.
- **'Special General Meeting'** means a meeting of the Members, other than an Annual General Meeting, called for a specific purpose or purposes.

- **'Treasurer'** means the Committee Member responsible for, among other things, overseeing the finances of the Society.
- **'Working Days'** mean as defined in the Legislation Act 2019. Examples of days that are not Working Days include, but are not limited to, the following – a Saturday, a Sunday, Waitangi Day, Good Friday, Easter Monday, ANZAC Day, the Sovereign's birthday, Te Rā Aro ki a Matariki/Matariki Observation Day, and Labour Day.

3. Registered Office

The Registered Office of the Society shall be at such a place in New Zealand as the Committee from time to time determines, and changes to the Registered Office shall immediately be notified to the Registrar of the Incorporated Societies in a form and as required by the Act.

4. Objectives

The objectives for which the Association is established are:

- 4.1 To promote the playing of pool and to encourage healthy recreation and social activities.
- 4.2 To establish, maintain and conduct an Association and generally afford to its members the advantages, privileges and conveniences of the Association.
- 4.3 To develop and encourage all players by way of coaching, tournaments and competitions sanctioned by the Association.

5. Powers

- 5.1 To acquire by purchase, lease or hire any real or personal property, or any rights or privileges, which may be considered necessary or expedient for attaining any of the objectives of the Association, or for promoting the interests of the Association or its members.
- 5.2 To facilitate the promoting, organising, holding and conducting of competitions, matches, games and other events.
- 5.3 To affiliate the Association to a national governing body if the majority of members so wish.
- 5.4 To provide engraved trophies, reasonable travel, accommodation and uniforms for players representing the Association, as well as reasonable associated promotional and administration costs, venue hire, equipment hire, entry fees to tournaments and competitions for players representing the Association, or a governing body if it so be.
- 5.5 To borrow or use funds of the Association for and to do all other such things as may be incidental or conducive to, the attainment of any of the foregoing objectives.

6. Minimum Number of Members

The Society shall maintain the minimum number of Members required by the Act.

7. Becoming a Member: Consent

Every applicant for membership must consent in writing to become a Member.

8. Becoming a Member: Process

- 8.1 An applicant for membership must complete and sign any application form, supply any information, or attend an interview, as may be reasonably required by the Committee regarding an application for membership.
- 8.2 The Committee may accept or decline an application for membership. The Committee must advise the applicant of its decision (but is not required to provide reasons for that decision).

9. Obligations and Rights

- 9.1 Every Member shall provide the Society with that Member's name and contact details (including postal address, telephone number(s), and any email address) and promptly advise the Society of any changes to those details.
- 9.2 Membership does not confer on any Member any right, title, or interest (legal or equitable) in the property of the Society.
- 9.3 Any Member that is a body corporate shall provide the Secretary with the name and contact details of the person who is the organisation's authorised representative, and that person shall be deemed to be the organisation's proxy for the purposes of voting at General Meetings.

10. Membership

- 10.1 The members of the Association shall consist of any persons made up of either Subscribing Members or Life Members. However, these members shall not have voting rights if they are a paid employee of any establishment the Association has a financial contract with.
- 10.2 Membership of the Association as a Subscribing Member shall only be accepted upon receipt of a person's full name, current address, email, phone number and any other information required by these Rules or prescribed by Regulations under the Act accompanied by the current subscriptions due (refer 12).
- 10.3 In order to compete in any closed MPA tournament, the individual must be a current, subscribing member of MPA. All Open tournaments will be stated in the tournament calendar.

11. Life Membership

- 11.1 Any Subscribing Member may be elected as a Life Member in accordance with the following conditions:
 - a) Life Membership shall be conferred only for outstanding service rendered to the Association and not under any circumstances for a monetary consideration.
 - b) Every proposal for a Life Membership shall be first considered by the Committee and if approved by it, submitted to a ballot at a General Meeting where a 75% majority of those members present and voting thereon shall be necessary to affect such an election.
 - c) A Life Member shall not be liable for payment of any subscriptions.

12. Subscriptions

- 12.1 The annual subscription payable by members shall be set by the Association at a General Meeting.
- 12.2 All annual subscriptions shall become due and payable on the third game of the season in every year.
- 12.3 If the annual subscription of any member and any other monies owed by them to the Association shall remain unpaid after the sixth game of the season in every year, they shall be deemed to be unfinancial and shall not thereafter, unless the Committee shall otherwise determine special circumstances, be entitled to exercise or enjoy any rights or privileges of membership until such monies have been paid. Please note that this payment deadline also applies to individuals intending on playing in tournaments but not intending on competing in Interclub.
- 12.4 Reserve players are not required to pay the annual subscription until they have played three games in any given season, for any team(s).

13. Ceasing to be a Member

13.1 A Member ceases to be a Member:

- a) On death (or if a body corporate on liquidation or deregistration, or if a partnership on dissolution of the partnership), or
- b) By resignation from that Member's class of membership by notice to the Secretary, who after acceptance by the Committee, shall not accept the resignation until all monies due to the Association by the member in their capacity as a member shall have been paid, or
- c) On termination of a Member's membership under these Rules.

13.2 With effect from (as applicable):

- a) The date of death of the Member (or if a body corporate from the date of its liquidation or deregistration, or if a partnership from the date of its dissolution), or
- b) The date of receipt of the notice of resignation by the Secretary (or any subsequent date stated in the notice of resignation), or
- c) The date of termination of membership under these Rules, or The date specified in a resolution of the Committee

14. Termination of Membership

- 14.1 If any member shall be desirous of ceasing to be such, they shall give notice in writing to the Secretary, who after acceptance by the Committee, shall not accept the resignation until all monies due to the Association by the member in their capacity as a member shall have been paid.
- 14.2 If any member shall make default in payment of their subscription and other (if any) monies due by them to the Association for a period of one month after written notice requiring them to pay same has been given by the Secretary, the Committee shall have the power to determine their membership be ceased as a defaulter, but such a member shall not thereby be relieved from liability to pay monies due.
- 14.3 If the conduct of any member shall be reported as obnoxious the Committee shall, on receiving a written complaint, or may of its own initiative, take the matter into consideration. If after the member concerned has been heard if they so desire, and their conduct deemed by the Committee to be contrary to these Rules, or inconsistent with the character welfare or interest of the Association, or such as to render them unfit to associate with members of the Association, the Committee shall have the power by a majority decision of not less than two-thirds of its number present at the meeting to expel or otherwise deal with the offending member.
- 14.4 If such a member feels aggrieved by the decision of the Committee they may, within ten days of being notified thereof, appeal by notice in writing to the Secretary, and there upon a Special General Meeting shall be convened at which a report shall be presented by the Committee, the member concerned heard, and the matter determined by ballot. A majority of two-thirds of valid votes cast by members present shall be required to carry any motion either to confirm the action of the Committee or to otherwise expel or censure a member.

15. General Meetings

15.1 The Annual General Meeting of the Association shall be held in ~~February~~ March of each year at such day, place and hour as the Committee shall fix and determine.

15.2 The business of the meeting shall be as follows:

- Attendances and apologies
- Annual (President's) report
- Acceptance of previous minutes

- Audited statement of accounts and balance sheet for the preceding financial year
 - Setting of annual subscription and fees for the following year
 - Electing Executive Officers (refer 17.2) and reporting positions outside of the Committee (Men's and Women's Selectors - refer 17.5)
 - Notices of motion (remits)
 - General business
- 15.3 A Special General Meeting, at which only the business for which such a meeting was convened may be dealt with, may at a time be summoned upon the order of the Committee, or after the receipt by the Secretary of a written requisition signed by 15 ordinary members setting forth in the form of a motion or motions, the objectives of such a meeting. The Secretary shall then within seven days, summon the meeting.
- 15.4 If the Committee does not within the said period of seven days summon a Special Meeting, the parties to the requisition, or any of them, may (subject to the provision of these Rules as to notice) summon the meeting.
- 15.5 At least fourteen clear days of notice in writing of every Special Meeting, specifying the place, day and hour of the meeting and the nature of the business to be dealt thereat shall be given by the Secretary, or the parties to the requisition (refer 1.15.3) to every Member of the Association. The accidental omission to give, or the non-receipt by any such member of such notice shall not invalidate the proceedings of the meeting. In addition, notification of the details of this meeting shall be advertised in the Public Notices of a local newspaper.
- 15.6 Notice of any disclosures of conflicts of interest made by Committee Members during that period (including a brief summary of the matters, or types of matters, to which those disclosures relate).

16. Procedure

- 16.1 The Committee shall give all Members at least 30 working days' notice of any General Meeting and the business to be conducted at that General Meeting.
- 16.2 The General Meeting and its business will not be invalidated at simply because one or more members do not receive the notice of the General Meeting.
- 16.3 All financial Members may attend, speak and vote at General Meetings:
- in person, or
 - by a signed original written proxy (an email or copy not being acceptable) in favour of some individual entitled to present at the meeting and received by, or handed to, the Secretary before the commencement of the General Meeting, or
 - through the authorised representative of a body corporate as notified to the Secretary, and
 - no other proxy voting shall be permitted
- 16.4 No General Meeting may be held unless at least 15 eligible financial Members attend. This will constitute a quorum.
- 16.5 No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. Fifteen members of the Association personally present shall constitute a quorum for all General Meetings.
- 16.6 If a quorum is not present within one half hour after the time appointed for the meeting, the meeting, if convened upon the requisition of members, shall be dissolved. In every other case it shall stand adjourned to a time and place to be fixed by the Chairperson on adjourning the meeting. If at the adjourned meeting a quorum is not present within one half hour after the time appointed for the meeting, the members present shall form a quorum.
- 16.7 Chairperson shall be The President, or in the absence of or unwillingness to act, the Vice President shall preside at all General Meetings, provided however that if neither of these Officers be present or will to act, the meeting shall appoint some member present to act as Chairperson.

- 16.8 Voting at all General Meetings - every member personally present and eligible to vote (refer 10), shall on each question have one vote, and in the case of an equality of votes, the Chairperson shall have a further (or casting) vote. Voting at an Annual General Meeting will be by secret ballot.
- 16.9 Voting at a Special General Meeting, for which the purpose of the meeting was called, shall be by a show of hands, or a secret ballot if the Chairperson or any two members present and qualified to vote shall so require as the case may be.
- 16.10 The Chairperson's decision as to the result of the motion and an entry provided to that effect in the minutes of the proceedings shall be conclusive of the terms of any resolution of a General Meeting and of its' having been passed or rejected.
- 16.11 The minutes of each General Meeting shall be confirmed at the next appropriate meeting of the Committee. Upon acceptance of these minutes, copies shall be made available to members.

17. The Committee

- 17.1 The management of the affairs of the Association shall be invested in a Committee of Management (hereafter referred to as the "Committee") consisting of six Executive Officers (refer 17.2) and five other Committee members. All members of the Committee have voting rights at Committee meetings.
- 17.2 The Executive Officers shall be as follows:
- President
 - Vice President
 - Immediate Past President
 - Secretary
 - Treasurer
 - Tournament Organiser
- a) The Executive Officers elected shall hold office for a period of one year.
- b) To stand for the position of President you must have been an Executive Officer previously, or a member of the Committee the previous year.
- c) The Immediate Past President is a voluntary position. The incumbent will automatically hold the post for a one-year period, or until such time that they are replaced.
- 17.3 Positions elected by the Committee at the first convened Committee Meeting following the Annual General Meeting:
- Publicity Officer
 - Trophies Officer
 - Head Umpire
 - Sponsorship Officer
- a) These positions may be held by individuals who hold other positions on the Committee or by other Members of the Association.
- 17.4 The Disciplinary Committee of the Association shall consist of three individuals elected at the first convened Committee Meeting following the Annual General Meeting and will consist of the Head Umpire and two other Committee Members.
- 17.5 Non-Committee positions elected at an Annual General Meeting:
- Men's Selector (Reports to the Committee)
 - Women's Selector (Reports to the Committee)

- a) The Men's and Women's Selector may self-elect an Assistant Selector, and if so, this appointment must be approved by the Committee.
- b) The position of Men's and Women's Selectors cannot be held jointly.
- c) The Selectors elected shall hold office for a period of one year.

18. Roles of the Committee

18.1 President is responsible for:

- Ensuring that the Rules are followed
- Convening Meetings and establishing whether or not a quorum (5 members) is present
- Chairing Meetings, deciding who may speak and when
- Overseeing the operation of the Society
- Providing a report on the operations of the Society at each Annual General Meeting

18.2 Vice President is responsible for:

- Chairing meetings when President is not available
- Assisting the President when needed

18.3 Immediate Past President is responsible for

- Facilitating a smooth transition for the incoming president

18.4 Secretary is responsible for:

- Recording the minutes of meetings
- Keeping the Register of Members
- Holding the Society's records, documents, and books except those required for the Treasurer's function
- Receiving and replying to correspondence as required by the Committee

18.5 Treasurer is responsible for:

- Keeping proper accounting records of the Society's financial transactions to allow the Society's financial position to be readily ascertained
- Preparing annual financial statements for presentation at each Annual General Meeting;
- Providing a financial report at each Annual General Meeting
- Forwarding the annual financial statements for the Society to the Registrar of Incorporated Societies upon their approval by the Members at an Annual General Meeting
- Advising the Registrar of Incorporated Societies of any rule changes
- Providing financial information to the Committee as the Committee determines

18.6 Tournament Organiser is responsible for

- Organising all tournaments including interclub

18.7 Committee Elected Position roles

- Publicity Officer
 - Provide copy to local papers on results from interclub and tournaments played
 - Promote the sport of pool to attract new teams and members
 - Promote tournaments/events to increase player participation
- Trophies Officer
 - Organise miniatures and engraving on all trophies prior to prize giving
 - To collect all trophies from winners within a month of prize giving

- Head Umpire
 - be available for Dispute Committee
 - be available to be contacted on the night of interclub
 - when possible be available to umpire finals of tournaments
- Sponsorship Officer
 - Investigate sponsorship opportunities for MPA activities and events
- Other Positions

19. Minutes

Minutes must be kept by the Secretary of all General Meetings.

20. Representative Teams

20.1 Teams will be selected at the discretion of the selectors and are subject to approval by the Committee. If a member of the Committee disagrees with the selection of any player, the reason must be stated and it will be put to the Committee to vote. Outcome will be based on majority.

20.2 Managers are to be appointed by the Committee on confirmation of the representatives.

21. Elections

21.1 A notice calling for nominations for:

- Executive Officers
- Men's and Women's Selectors
- Remits

shall be sent to all clubs of the Association at least twenty-one days prior to every year's Annual General Meeting.

21.2 The name of every candidate with names of their proposer and seconder must be in writing, signed by such candidate, proposer and seconder received by the Secretary no later than seven days prior to the Annual General Meeting.

21.3 Candidates cannot be a paid employee of the Association or of any venue the Association has a financial contract with.

22. Remits

Remits must be received by the Secretary no later than seven days prior to the Annual General Meeting. The nominator of the remit must be present at the AGM to speak to the remit. If not present remit will be withdrawn.

23. Election of Officers

The election of Committee Members shall be conducted as follows:

- At least 7 Working Days before the date of the Annual General Meeting, the Secretary shall give Notice to all Members by posting or emailing to them such information (not exceeding one side of an A4 sheet of paper) as may be supplied to the Secretary by or on behalf of each nominee, in support of the nomination.
- Only financial Members who are not disqualified from being appointed or holding office as a Committee Member by these Rules or the Act may stand for election and vote in elections.
- If there are insufficient valid nominations received under this Rule, but not otherwise, further nominations may be received from the floor at the Annual General Meeting.

- d) Votes shall be cast in such a manner as the chairperson of the Annual General Meeting shall determine.
- e) Two Members (who are not nominees) or non-Members appointed by the chairperson of the Annual General Meeting shall act as scrutineers for the counting of the votes and destruction of any voting papers.
- f) The failure for any reason of any financial Member to receive such Notice shall not invalidate the election.

24. Vacation of Office

24.1 The Executive Officer positions (refer 17.2) shall be vacated if the holder thereof:

24.1.1 Ceases to be a Member of the Association, or

24.1.2 Without being excused by the Committee, absents themselves, without placing a reasonable apology, from three consecutive Committee meetings (and in this situation will be ineligible to stand for Executive Officer for a period of two years); or

a) Resigns office, or

b) Dies, or

c) Shall be removed from office by resolution of two-thirds of the members present and voting at a Special General Meeting convened for the purpose.

a. In the case of any vacation of an Executive Officer, the Committee shall order the summoning of a Special General Meeting to fill the vacancy which may occur until the officer's term is due to expire.

25. Register of Members

The Secretary shall keep an up-to-date Register of Members, recording for each Member their name, contact details, the date they became a Member, and any other information required by these Rules or prescribed by Regulations under the Act.

26. Administration

26.1 The Committee may meet together for the dispatch of business, adjourn and otherwise regulate its meeting, as it shall think fit. A meeting of the Committee may be convened by the President or the Secretary or by any two other Executive Officers.

26.2 Chairperson - The President, or in their absence the Vice President, shall preside at all meetings of the Committee at which they are present. In the absence of these Officers, the meeting shall appoint their own chairperson.

26.3 Voting - Except as otherwise required by these Rules, the bare majority of votes shall permit all questions. Each person personally present shall on each question have one vote and in the case of an equality of votes, the Chairperson shall have further (or casting) vote. No proxies shall be allowed.

27. Quorum

At all meetings of the Committee, five Committee Members personally present shall constitute a quorum.

28. Powers

28.1 Without prejudice to the general powers of these Rules conferred upon it, the Committee shall have power to do all acts and things which it may consider proper or expedient for

accomplishing the objectives and caring of the affairs of the Association and in particular shall have the specific power to do the following things.

- 28.2 To control, manage and expand funds of the Association (including power to invest or otherwise deal with any funds not currently required) and to incur such liability on behalf of the Association, as it may think necessary or expedient in furtherance of the objectives and purposes of the Association.
- 28.3 The power to borrow or raise, and secure the repayment of such sum or sums of money in such manner as they shall think fit and in particular by mortgages, bonds, debentures or other securities charges upon all or any of the Association's assets (both present and future) and to purchase, redeem and pay off any such securities. The Committee's power to loan funds shall be limited to a total of \$500 unless accepted by the members at a Special General Meeting called expressly for that purpose.
- 28.4 Every member becoming surety for any loan shall be indemnified by the Association in respect thereof.

29. Sub-committees

To appoint from its own members or otherwise such sub-committees as it may from time to time deem necessary or proper (the President shall be ex-officio member of every such sub-committee).

30. Employees

- 30.1 To engage or appoint and at pleasure remove employees, to define their duties and powers, and to fix and determine their salaries and emoluments.
- 30.2 To make, alter and repeal such bylaws as it may from time to time consider necessary and proper for the well-being of the Association.
- 30.3 No Member of the Association or any person associated with a member shall participate in or materially influence any decision made by the Committee in the 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 on the open market.
- 30.4 Every resolution of the Committee, which is not inconsistent with, or does not support or repel or alter anything contained in respective Rules of the Association or except as provided in 34 hereof, any resolution of any General Meeting of the Association, shall be binding on all members of the Association unless and until set aside by a resolution of a General Meeting of the Association.
- 30.5 Minutes of these meetings, once confirmed as a true and accurate record, shall be available to all members.

31. Appointed Positions

- 31.1 The Committee shall be responsible for selecting such persons to fill appointed positions to perform tasks of the Association it deems necessary as soon as possible after the Annual General Meeting. These appointed positions shall include the following:
- 31.2 THE PATRON.
- 31.3 THE AUDITOR, who is not a member of the Committee, shall be selected by the Committee. The auditor shall examine and report on the annual statement of accounts and balance sheet. The auditor shall at all reasonable times have access to the association's books and accounts and shall be entitled to any information required relating hereto and to any matter deemed necessary or desirable for audit purposes.

32. Financial

- 32.1 The Association's current bank accounts shall be kept at such a bank as may from time to time be decided by the Committee. Any two of the following shall ~~sign all cheques~~ authorise any payments in internet banking on such accounts, the President, the Secretary, and the Treasurer. Should the Secretary and Treasurer positions be combined, then one other signatory shall be appointed by the Committee.
- 32.2 The Association's financial year shall end on the 31st day of December every year. The Committee shall cause true and correct accounts to be kept of the income and expenditure and assets and liabilities of the Association. An audited statement of Accounts and Balance Sheet in the form approved by the Committee shall be made available to every member at the Annual General Meeting.

33. Indemnity

The Committee shall be indemnified by the Association against all disbursements, expenses, liabilities and losses incurred by them in or about the discharge of their duties except such as happens from their own wilful act, neglect or fault.

34. Winding Up

- 34.1 The Association may be wound up on a resolution of a majority of votes recorded at a Special General Meeting called for the purpose, such resolution being confirmed by two thirds of the members present and voting at a subsequent General Meeting called for that purpose and held not earlier than thirty days and not later than three months after the passing of the resolution.
- 34.2 In the event of the winding up of the Association or of its dissolution by the Registrar, should there remain after the satisfaction of all debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the Members of the Association but shall be transferred to the Marlborough District Council to hold in trust until such funds can be applied to a charitable cause or an Association having similar objectives to this Association.

35. Surplus Assets

If the Society is wound up, or liquidated, or removed from the Register of Incorporated Societies, no distribution shall be made to any Member, and if any property remains after the settlement of the Society's debts and liabilities, that property must be given or transferred to another organisation for a similar charitable purpose or purposes as defined in section 5(1) of the Charities Act 2005.

36. Matters Not Provided For

If any matter shall arise which is not, or which in the opinion of the Committee is not, provided for under these Rules, the Committee in such manner shall determine the same as it shall deem fit. Every such determination shall be binding on the Association, and its members unless until set aside by a resolution of a Special General Meeting.

37. Alteration of Rules

- 37.1 These rules shall not be amended, added to, or rescinded except by a resolution in that behalf passed by a majority of the members present and entitled to vote at a General Meeting, nor unless written notice of the proposed amendment, addition or rescission shall be given to the Secretary not less than 22 days before the meeting.
- 37.2 No such amendment, addition or rescission shall be valid unless and until accepted by the following:
- The Registrar of Incorporated Societies for compliance to the Incorporate Societies Act 1908.
 - The Inland Revenue Department for the Association to retain all its tax exempt status as a Sports Promoter.

38. Dispute Resolution

38.1 How complaint is made

1. A member or an officer may make a complaint by giving to the committee (or a complaints subcommittee) a notice in writing that —
 - a. states that the member or officer is starting a procedure for resolving a dispute in accordance with the society's constitution; and
 - b. sets out the allegation to which the dispute relates and whom the allegation is against; and
 - c. sets out any other information reasonably required by the society.
2. The society may make a complaint involving an allegation against a member or an officer by giving to the member or officer a notice in writing that —
 - a. states that the society is starting a procedure for resolving a dispute in accordance with the society's constitution; and
 - b. sets out the allegation to which the dispute relates.
3. The information given under subclause 1.b. or 2.b. must be enough to ensure that a person against whom an allegation is made is fairly advised of the allegation concerning them, with sufficient details given to enable them to prepare a response.
4. A complaint may be made in any other reasonable manner permitted by the society's constitution.

38.2 Person who makes complaint has right to be heard

1. A member or an officer who makes a complaint has a right to be heard before the complaint is resolved or any outcome is determined.
2. If the society makes a complaint —
 - a. the society has a right to be heard before the complaint is resolved or any outcome is determined; and
 - b. an officer may exercise that right on behalf of the society.
3. Without limiting the manner in which the member, officer, or society may be given the right to be heard, they must be taken to have been given the right if —
 - a. they have a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and
 - b. an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and
 - c. an oral hearing (if any) is held before the decision maker; and
 - d. the member's, officer's, or society's written statement or submissions (if any) are considered by the decision maker.

38.3 Person who is subject of complaint has right to be heard

1. This clause applies if a complaint involves an allegation that a member, an officer, or the society (the respondent) —
 - a. has engaged in misconduct; or

- b. has breached, or is likely to breach, a duty under the society's constitution or bylaws or the Incorporated Societies Act 2022; or
 - c. has damaged the rights or interests of a member or the rights or interests of members generally.
- 2. The respondent has a right to be heard before the complaint is resolved or any outcome is determined.
- 3. If the respondent is the society, an officer may exercise the right on behalf of the society.
- 4. Without limiting the manner in which a respondent may be given a right to be heard, a respondent must be taken to have been given the right if —
 - a. the respondent is fairly advised of all allegations concerning the respondent, with sufficient details and time given to enable the respondent to prepare a response; and
 - b. the respondent has a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and
 - c. an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and
 - d. an oral hearing (if any) is held before the decision maker; and
 - e. the respondent's written statement or submissions (if any) are considered by the decision maker.
- 5. Investigating and determining dispute
 - a. The society must, as soon as is reasonably practicable after receiving or becoming aware of a complaint made in accordance with its constitution, ensure that the dispute is investigated and determined.
 - b. Disputes must be dealt with under the constitution in a fair, efficient, and effective manner.
- 6. Society may decide not to proceed further with complaint

Despite the clause 'Investigating and determining dispute' above, the society may decide not to proceed further with a complaint if —

- a. the complaint is trivial; or
- b. the complaint does not appear to disclose or involve any allegation of the following kind:
 - i. that a member or an officer has engaged in material misconduct:
 - ii. that a member, an officer, or the society has materially breached, or is likely to materially breach, a duty under the society's constitution or bylaws or the Incorporated Societies Act 2022:
 - iii. that a member's rights or interests or members' rights or interests generally have been materially damaged:
- c. the complaint appears to be without foundation or there is no apparent evidence to support it; or
- d. the person who makes the complaint has an insignificant interest in the matter; or

- e. the conduct, incident, event, or issue giving rise to the complaint has already been investigated and dealt with under the constitution; or
- f. there has been an undue delay in making the complaint.


38.4 Society may refer complaint

1. The society may refer a complaint to —
 - a. a subcommittee or an external person to investigate and report; or
 - b. a subcommittee, an arbitral tribunal, or an external person to investigate and make a decision.
2. The society may, with the consent of all parties to a complaint, refer the complaint to any type of consensual dispute resolution (for example, mediation, facilitation, or a tikanga-based practice).

38.5 Decision makers

A person may not act as a decision maker in relation to a complaint if 2 or more members of the committee or a complaints subcommittee consider that there are reasonable grounds to believe that the person may not be —

- a. impartial; or
- b. able to consider the matter without a predetermined view.




 President

Mike Budy

 Name

17-4-24

 Date



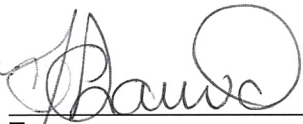
 Secretary

CELIA BASON

 Name

16/4/24

 Date



 Treasurer

Nicole Chauwal

 Name

17.4.24

 Date