



Glenfield Tennis Club Incorporated Constitution & Rules

Registered June 2018

These Rules Rescind All Previous Rules.
Last amended July 2017 AGM

1. NAME:

1.1 The name of the incorporated society shall be "Glenfield Tennis Club Incorporated", hereafter referred to as "the Club".

2. REGISTERED OFFICE:

2.1 The registered office of the Club shall be at the Club clubhouse, situated in Elliott Avenue, Glenfield, North Shore City, New Zealand.

3. OBJECTS:

3.1 The objects of the Club shall be the playing and promotion of the amateur game of tennis and other amateur activities as may be approved by the Committee from time to time.

4. ADMITTANCE TO REGISTER OF MEMBERS:

- 4.1 Any person (subject to Rule 4.4 below) who completes the prescribed form and pays the appropriate subscription (including any outstanding subscription) shall become a member of the Club, be added to the Register of Members, and may take full part in Club tennis activities.
- 4.2 No person shall be permitted to represent the Club in any competition, including Interclub, midweek Interclub and Club championship events, unless that person is a member of the Club.
- 4.3 Membership shall consist only of the following categories, details of which shall be kept in the Club Policy Manual as per Rule 13 below:
- a) Life Member
 - b) Senior Member
 - c) Junior Member
- 4.1 Any person who has been expelled from the Club under Rule 5c below must make a successful written request to the Committee for reinstatement before they may be readmitted as a member of the Club.

5. REMOVAL FROM REGISTER OF MEMBERS:

- 5.1 Any Club member shall cease to be a Club member and shall be removed from the Register of Members if:
- a) That member has not paid the appropriate subscription for the current Tennis Year (as set out in Rule 14 below) as of 1 September each year (1 October for Junior members) and has not received an exemption as per Rule 6.2 below; or
 - b) That member resigns from the Club by giving notice in writing to the Secretary, although such member shall be liable for any subscription due and unpaid at the date of their resignation; or

- c) That member is expelled from the Club. To expel a member from the Club, a letter shall be sent to the President, signed by no less than five (5) members, acquainting the President with the circumstances that gave rise to such letter. The President shall call a meeting of the Committee who shall be empowered to consider the letter. The member shall be given the opportunity to be present at such meeting and present their case. If a majority of the Committee present vote for the member's expulsion, the member shall be expelled.

6. SUBSCRIPTIONS:

- 6.1 Annual Club subscriptions for each membership category shall be set by Annual General Meeting of the Club, and shall cover one Tennis Year (as set out in Rule 14 below).
- 6.2 The Committee may, by resolution and at its absolute discretion, discount, reduce, waive or extend the due date of any person's subscription upon application to the Committee.

7. ANNUAL GENERAL MEETING:

- 7.1 The Club shall hold an Annual General Meeting in the month of July each year, on a date to be fixed by the Committee.
- 7.2 This meeting shall be for the purpose of presenting and approving annual audited financial statements, approving budgets and annual Club subscriptions, electing Officers of the Club and Committee members, appointing the Auditor, and transacting any other matters as may be required. Any eligible voting member may bring any matters before the meeting.
- 7.3 Notice convening the meeting shall be sent to all eligible voting members at least twenty one (21) days prior to the date fixed for the meeting. Any notices of motion which fall outside those listed in Rule 7.2 must be received by the Secretary in writing at least fourteen (14) days in advance of the meeting date.
- 7.4 Twenty (20) percent or fifteen (15), whichever is greater, of eligible voting members shall form a quorum for the Annual General Meeting.

8. SPECIAL GENERAL MEETING:

- 8.1 A Special General Meeting may be convened by resolution of the Committee, or shall be convened by the President upon written request to the President signed by at least ten (10) eligible voting members.
- 8.2 Such request must state the nature of the motion or matters to be discussed, and no other motions or matters (other than amendments to or clarifications of the original motions or matters) may be discussed.
- 8.3 Notice convening the meeting shall be sent to all eligible voting members at least twenty one (21) days prior to the date fixed for the meeting. Such meeting shall be held at a reasonable time no later than thirty (30) days after the resolution of the Committee or receipt of the written request by the President.
- 8.4 Twenty (20) percent or fifteen (15), whichever is greater, of eligible voting members shall form a quorum for the Annual General Meeting.

9. VOTING AT GENERAL MEETINGS:

- 9.1 Subject to Rule 18.1 below, a properly constituted General Meeting of the Club shall be considered the highest decision making body in the Club. No body or group, including the Committee, shall have the power to overrule, amend, alter, rescind or replace any decision made by such meeting, except for the power of the Committee to deal with subscriptions as provided for in Rule 6.2 above and the power of the Committee to remove Officers of the Club or Committee members as provided for in Rules 10.7 and 11.8 below.
- 9.2 Only Life or Senior members shall be considered eligible voting members at the Annual General Meeting or at any Special General Meeting of the Club, although any person, whether a Club member or not, may attend such meetings.
- 9.3 The President or their nominee shall Chair any General Meeting of the Club.
- 9.4 Any motion shall be moved and seconded by an eligible voting member. On each motion, each eligible voting member shall have one deliberative vote, and no proxy votes shall be allowed. The Chair shall have a deliberative as well as a casting vote.
- 9.5 The Chair shall normally decide any motion by majority vote upon a show of hands of eligible voting members. By request of any eligible voting member, voting on any motion shall be conducted by secret ballot.

10. OFFICERS OF THE CLUB:

- 10.1 The Officers of the Club may consist of the following, details of which shall be kept in the Club Policy Manual as per Rule 13 below:
- a) 1 Patron
 - b) 1 President
 - c) 1 Club Captain
 - d) 1 Interclub Captain
 - e) 1 Midweek Representative
 - f) 1 Junior Representative
 - g) 1 Treasurer
 - h) 1 Secretary
 - i) 1 Site Manager
 - j) 1 Social Manager
- 10.1 Only Life or Senior members shall be eligible for election as an Officer of the Club.
- 10.2 Elections for positions as Officers of the Club shall be held at the Annual General Meeting, and such Officers of the Club duly elected shall hold office until the following Annual General Meeting (subject to Rule 10.7 below).
- 10.3 Eligible members wishing to be considered for election as an Officer of the Club may either be nominated and seconded in writing (including by post or email) or be nominated and seconded from the floor during the Annual General Meeting.
- 10.4 Any eligible member may hold more than one Officer of the Club position.
- 10.5 Any vacancy in any Officer of the Club position following the Annual General Meeting may be filled by any eligible member by resolution of the Committee, provided that such member has not been previously voted off or precluded from joining the Committee by resolution of a properly constituted General Meeting of the Club.
- 10.6 Any Officer of the Club may be removed from office by resolution of the Committee or by resolution of any properly constituted General Meeting.

11. COMMITTEE:

- 11.1 The Committee shall consist of the Officers of the Club (although the Patron may choose not to attend Committee meetings if the Patron so wishes), and an unlimited number of general Committee members.
- 11.2 Only Life or Senior members shall be eligible for election as a member of the Committee.
- 11.3 Elections for positions as Committee members shall be held at the Annual General Meeting, and such Committee members duly elected shall hold office until the following Annual General Meeting (subject to Rule 10.7 above).
- 11.4 Eligible members wishing to be considered for election as a Committee member may either be nominated and seconded in writing (including by post or email) or be nominated and seconded from the floor during the Annual General Meeting.
- 11.5 A simple majority of Committee members at the time of a particular Committee meeting shall form a quorum.
- 11.6 On any motion, each Committee member shall have one deliberative vote, and no proxy votes shall be allowed. The Chair shall have a deliberative as well as a casting vote.
- 11.7 Any eligible member who wishes to join the Committee after the Annual General Meeting may do so by being voted on by the Committee, provided that such member has not been previously voted off or precluded from joining the Committee by resolution of a properly constituted General Meeting of the Club.
- 11.8 Any Committee member may be removed from office by resolution of the Committee or by resolution of any properly constituted General Meeting.

12. POWERS OF THE COMMITTEE:

- 12.1 The governance, management and control of the affairs of the Club shall be vested in the Committee, who may exercise all powers pertaining to all matters relating to Club objects or activities. Such powers include but are not limited to:
- a) Engaging, controlling and dismissing Club servants (which shall include labourers, tradespersons, coaches, club managers, bar managers or similar);

- b) Appointing any other sub-committee which it may consider necessary, provided that no such sub-committee shall have any control over the expenditure of the money of the Club and shall account to the Treasurer for all money received by the Club;
- c) Purchasing, acquiring, constructing, altering or maintaining such courts, buildings, fences, machinery and other works as it considers necessary or advisable for the objects of the Club;
- d) Borrowing such sum or sums of money as may be required to achieve the objects of the Club, and giving security therefore by the issue of, or upon bonds, debentures, or their obligations or securities, or by mortgage or charge upon all or any part of the lands or other property vested in the Club;
- e) Investing the funds of the Club in any securities and in such manner that shall be at no less than current market rates;
- f) Closing the list of members, or any category thereof, for such time and subject to such conditions as it may consider fit;
- g) Discounting, reducing, waiving or extending the due date of any person's subscription;
- h) Opening such bank accounts in the name of the Club as it deems fit;
- i) Disciplining, suspending and expelling members, including suspending or expelling players from representing the Club in any Interclub or Club championship competition;
- j) Considering cases for membership readmission, including attaching any conditions it deems fit;
- k) Altering, adding to, or rescinding any Club Policy Manual Policy (subject to Rule 9.1 above) in accordance with Rule 13.4 below; and
- l) Deciding anything not expressly provided for in these Rules or in the Club Policy Manual.

12.1 Other than a properly constituted General Meeting of the Club, no body other than the Committee shall have these powers unless expressly delegated by resolution of the Committee.

13. CLUB POLICY MANUAL

- 13.1 In addition to these Rules of the Club, the Committee shall maintain a Club Policy Manual that records official Club policy in areas that the Club considers important to achieving either the objects of the Club or the smooth and efficient functioning of the Club.
- 13.2 Policies contained within the Club Policy Manual shall be deemed to have full weight of these Club Rules, providing always that such Club policy shall not be permitted to breach, supersede, replace or distort the intention of these Rules. No decision made by any member, body or Committee shall be permitted to ignore, contravene or breach Club policy as set out within the Club Policy Manual.
- 13.3 Any properly constituted General Meeting of the Club may alter, add to, or rescind the policies contained within the Club Policy Manual, providing always that such alteration, amendment or rescindment does not breach, supersede, replace or distort the intention of these Rules. Any amendment made in such way cannot be altered, added to, or rescinded unless done so by another properly constituted General Meeting.
- 13.4 Subject to Rule 13.3 above, the Committee may alter, add to, or rescind the policies contained within the Club Policy Manual at any time by resolution of 75% of the Committee present at any Committee meeting, providing always that such alteration, amendment or rescindment does not breach, supersede, replace or distort the intention of these Rules.

14. FINANCIAL AND TENNIS YEAR:

- 14.1 The financial year (for the purposes of financial accounts) shall be deemed to commence on 1 May and end on 30 April each year.
- 14.2 The tennis year (for the purposes of Club subscriptions and tennis activities) shall be deemed to commence on 1 September and end on 31 August each year.

15. BANK ACCOUNTS:

- 15.1 Any four Committee members shall be empowered to operate banking accounts of the Club, at least two of whom must be the President, Secretary, or Treasurer. Any two of these may endorse on behalf of the Club. Such persons shall be nominated to fulfil this role as the Committee sees fit.

16. AUDITOR:

- 16.1 There shall be an Auditor who shall audit the accounts of the Club in time for the Annual General Meeting of the Club. The Auditor, who shall not be a Committee member, shall have power to call for the production of all books, papers, accounts and documents relating to the affairs of the Club.
- 16.2 The Auditor shall be elected in the manner and hold office for the term provided for in the case of the Officers of the Club.

17. COMMON SEAL:

- 17.1 The common seal shall be held in the custody of the President and shall be affixed only by resolution of the Committee and in the presence of at least two out of the following three Officers of the Club: President, Secretary and Treasurer.

18. AUTHORITY OF AND AMENDMENTS TO THE CONSTITUTION:

- 18.1 This constitution and the Rules contained within it shall be considered the highest authority in the Club. Every member shall, as a condition of membership, be bound by, and submit to, the Rules of the Club, and no decision made by any member, body or Committee shall be permitted to ignore, contravene or breach these Rules.
- 18.2 This constitution and the Rules contained within it may be altered, added to, or rescinded at any properly constituted General Meeting of the Club.

19. WINDING UP:

- 19.1 The Club may, at any time, be wound up by resolution of the members present at any Special General Meeting of the Club convened for that purpose by notice to members at least twenty-one (21) days prior to the date fixed for such meeting of the Club, provided always that Rule 19.2 below is also followed.
- 19.2 To wind up the Club, such resolution must be confirmed by resolution at a Special General Meeting convened for that purpose, held not sooner than thirty (30) days after the date on which the original resolution was passed, and a copy thereof duly lodged with the Registrar of Incorporated Societies. 19.3 If upon the winding up or dissolution of the Club there remains, after the satisfaction of all debts and liabilities, any assets or property whatsoever, such assets or property shall not be paid to or distributed among the members of the club. Such remaining property shall be held in trust until such time as a body is created having objects similar to the objects of the Club as set out in these Rules.

20. RELIEF OF COMMITTEE:

- 20.1 The Committee shall not be held personally liable for all ordinary obligations or contracts for which they, as members, have made or may hereafter make themselves liable for on behalf of the Club, either as Committee mortgagors or otherwise.

21. PRIVATE PECUNIARY PROFIT AND EXCEPTIONS:

- 21.1 Nothing expressed or implied in this constitution shall permit the activities of the Club to be carried on for the personal pecuniary profit of any member, individual or organisation.
- 21.2 No distribution, whether by way of money, property or otherwise shall be made to any member, individual or organisation, and no member, individual or organisation associated with a member of the Club shall derive any income, benefit or advantage from the Club where they can materially influence the payment of such income, benefit or advantage, except where that distribution, income, benefit or advantage is derived from:
- a) Professional services rendered to the Club in the course of business, charged at no greater than current market rates; or
 - b) Interest on money lent to the Club at no greater than current market rates.
- 21.3 Any members who may be financially interested or concerned directly or indirectly in any matter related to Club activities shall immediately disclose the nature and extent of their interest to the Committee, and where practicable shall take no part whatsoever in any related matter before the Committee.

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