

RULES OF TENNIS MANAWATU INCORPORATED

Part 1

This Part deals with the name of the Society, key words used in these rules and the objects and powers of the Society.

1 NAME OF THE SOCIETY

1.1 The name of the Society is TENNIS MANAWATU INCORPORATED ("the Society")

2 THE MEANING OF KEY WORDS

In these rules:

2.1 "**Act**" means the Incorporated Societies Act 1908 and any amendments

"**Annual General Meeting**" means a General Meeting held on an annual basis pursuant to rule 16

"**Association Tennis**" means tennis described in the rules of New Zealand Tennis Incorporated

"**Board**" means the committee of members elected pursuant to and with the duties set out in rule 7

"**Club**" means a tennis club that is a member of the Society

"**delegate**" means the person or persons appointed by a club pursuant to rule 4.3

"**the Society**" means TENNIS MANAWATU INCORPORATED or any other name under which that entity is incorporated for the time being

"**Society rooms**" means the Society rooms of the Society wherever from time to time they may be situated

"**Chairman**", "**Executive Officer**", "**Auditor**", means respectively the Chairman, Executive Officer and Auditor of the Society, as appointed pursuant to these rules and with the duties provided in these rules

"**Financial Member**" means a club which has paid up all the subscriptions and levies that may be payable by it

"General Meeting" means any meeting of members, to which all members are invited to attend

"member" means the clubs which are members of the Society and includes a corporate or unincorporate body and such expression also include a Financial Member

"the Registrar" means the Registrar of Incorporated Societies

3 THE OBJECTS AND POWERS OF THE SOCIETY

3.1 The Society has these objects:

- a. to encourage and promote all sports and the welfare of sportsmen and women, particularly in relation to the game of association tennis,
- b. to affiliate with an appropriate governing body or bodies to promote the game of association tennis in the Manawatu and in New Zealand,
- c. to teach members how to play association tennis with skill and good sportsmanship,
- d. to coach teams and to supply organisation and equipment necessary for teams of members to play association tennis,
- e. to engage professional and other advisors, agents, officers and employees,
- f. to become a member of any other society whether incorporated or not whose objects are similar to those of the society,
- g. to purchase or otherwise acquire the use of or deal with any real or personal property (including intangible property) for the Society's business
- h. to borrow or lend money, whether on a secured or unsecured basis, for the purpose of any of the objects of the Society,
- i. to raise money for purpose of the objects of the Society, whether by membership subscriptions, levies, fundraising, promotions, sponsorships, competitions, lotteries, or business activities of any description,
- j. to get any licences or permits which may be required for the objects of the Society,

- k. to invest the money not immediately required for the Society's business,
 - l. to issue secured or unsecured securities as defined in the Securities Act 1978 for the objects of the Society,
 - m. to insure the property, members and employees of the Society,
 - n. to build and maintain any buildings and other property that may be required for the objects of the Society,
 - o. to do anything else to further or attain these objects and to exercising the powers of the Society.
- 3.2 In order to achieve the preceding objects, the Society has the full capacity to carry on or undertake any business or activity, to do any act, or enter any transaction and has the rights, powers and privileges of a natural person.
- 3.3 The borrowing power of the Society, whether secured or unsecured, or by the issue of securities or in any other way cannot exceed \$15,000.00 in respect of any particular borrowing or issue of securities without the prior consent of the Society by ordinary resolution meeting.



Part 2

This Part deals with the membership of the Society

4 MEMBERSHIP

- 4.1 All clubs whether incorporated or not which are affiliated to the Society are members of the Society and the individual members of any club that is not incorporated are personally liable for the obligations of the club as a member of the Society.
- 4.2 Any club may apply to the Board for affiliation to the Society and the Board shall decide whether to accept such application.
- 4.3 Notwithstanding anything contained in these rules the members of a club whether or not it is incorporated do not have the right to vote at a general meeting of the Society, but must appoint one delegate for every 100 members (or part thereof) of the club who shall have the right to one vote each at a general meeting of the Society on behalf of the other club members.
- 4.4 A club becomes a Financial Member of the Society and is entitled to all the privileges of membership when they have paid the annual subscription and any levies owing.
- 4.5 The member is bound by the rules and bylaws of the Society and their amendments.
- 4.6 The member is bound by the rules and bylaws of New Zealand Tennis Incorporated to which body the Society shall be affiliated.
- 4.7 The member remains liable to pay any annual subscription or levy. Until payment is made the member's membership of the Society may be cancelled and the member is not a Financial Member, subject to rule 5.3 and cannot vote at general meetings of the Society.

5 ANNUAL SUBSCRIPTION AND LEVIES

- 5.1 Every applicant for membership and every member must pay to the Society the annual subscription levied for the year in question by a certain date to be determined by the Board.
- 5.2 If payment is not received by the due date the Society may notify the other members of the default and no member shall allow such defaulting member the use of their tennis courts or equipment. A fee equal to 10% of the overdue amount may be added to any such overdue amount.

- 5.3 Upon payment the applicant for membership and the member will be a Financial Member of the Society for the duration of the following year, subject to rule 6 and will be entitled to all the privileges of membership.
- 5.4 The power of setting Affiliation fees shall not rest with the Board of Management but be voted on at the Annual General Meeting by the delegates.

6 TERMINATION OF MEMBERSHIP

- 6.1 Membership may be terminated:
 - a by the written resignation of the member delivered to the Executive Officer,
or
 - b by majority resolution of the Board where the member is in arrears with any subscription or levy after 30 days' notice has been given for payment,
or
 - c by majority resolution of the Board in accordance with rule 19.
- 6.2 Termination of membership, either by the member or by the Society, does not release the member from the obligation to pay any subscription or levy or other payment due to the Society or from the obligation to return immediately to the Society any of its gear or property including confidential information held by the member.

Part 3

This Part of the rules deals with the management of the Society by the Board and its sub-committees.

7 THE BOARD

7.1 The business of the Society is managed by the Board.

7.2 The powers and duties of the Board are to:

- a. appoint a time and place at which regular meetings are held, in accordance with standing orders for the conduct of its business, if necessary,
- b. promote the objects of the Society and to ensure these rules are followed,
- c. appoint such sub-committees as may be necessary from time to time,
- d. appoint or cancel the appointment of officers and officials,
- e. administrator of Society business to benefit of the Society and association tennis,
- f. decide upon any matter not covered by the existing rules or by-laws,
- g. hold enquiries into any matters or disputes affecting the welfare of the Society and to decide upon those matters or disputes,
- h. administer the disciplinary procedures of the Society set out in rule 18 to the welfare of the Society,
- i. deal with any legal proceedings by or against the Society or its officers concerning the Society,
- j. administer and promote all aspects of Society activities required for the benefit of the Society such as junior and senior interclub competition, publicity, fund raising, playing gear, Society rooms management, ground control, finance, social activities or any other matters required for the beneficial running of the Society

7.3 The club of any member of the Board or any sub-committee who does not attend 2 consecutive meetings or 3 meetings in any 6 month period without being granted leave of absence will be notified by the Executive Officer.

7.4 The Board may delegate to a sub-committee of members of the Board or a member of the Board or any other Society official referred to in rule 9, any one or more of its powers under these rules.

- 7.5 The Board Members for the new term will be the members' delegate or delegates, and shall take their place at the time of the Annual General Meeting.

8 MANAGEMENT BOARD

- 8.1 The Chairman shall not be elected at the Annual General Meeting but elected by the Board at their meeting immediately following the Annual General Meeting.
- 8.2 The Board will be responsible from time to time for appointing the Executive Officer who will be a non-voting member of the Board and the Executive Officer will be appointed on such terms as the Board shall determine.
- 8.3 The Board will elect from its number a Chairman to hold office for a period to be determined by the Board. In the event the election is tied, the tied candidates will hold office for equal proportions of the year the sequence of which, if not agreed, to be decided by drawing lots.
- 8.4 Two members of the Board will retire at or before every Annual General Meeting and such retiring members are eligible for re-election. In the absence of voluntary retirement the two Board members who have held office for the longest continuous period shall retire at each Annual General Meeting.
- 8.5 If any Board member dies, resigns or is removed from office or is otherwise incapable of performing his or her duties, the Board may appoint a replacement to hold office until the next Annual General Meeting.

9 PROCEDURE FOR MEETINGS OF THE BOARD

Chairman

- 9.1 If at a meeting of the Board, the Chairman is not present within 5 minutes after the time appointed for the commencement of the meeting, the Board members present may choose one of their number to be Chairman of the meeting.

Notice of Meeting

- 9.2 Any Board member may convene a meeting of the Board by giving notice in accordance with this clause.
- 9.3 Not less than 2 days' notice of a meeting of the Board must be sent to every Board member in New Zealand, and the notice must include the date, time, and place of the meeting and the matters to be discussed. However, in the case of an emergency or if all members of the Board agree (whether or not in writing) a meeting of the Board may be held on shorter notice.

- 9.4 An irregularity in the notice of a meeting is waived if all Board members entitled to receive notice of the meeting attend the meeting without protest as to the irregularity or if all members of the Board entitled to receive notice of the meeting agree to the waiver.

Methods of Holding Meetings

- 9.5 A meeting of the Board may be held either:
- a. by a number of the Board who constitute a quorum, being assembled together at the place, date, and time appointed for the meeting, or
 - b. by means of audio, or audio and visual, communication by which all members of the Board participating and constituting a quorum can simultaneously hear each other throughout the meeting.

Quorum

- 9.6 A quorum for a meeting of the Board is five.
- 9.7 No business may be transacted at a meeting of the Board if a quorum is not present.

Voting

- 9.8 Every Board member has one vote except the Executive Officer.
- 9.9 The Chairman has a casting as well as a deliberative vote.
- 9.10 A resolution of the Board is passed if it is agreed by all members of the Board present without dissent or if a majority of the votes cast on it are in favour of it.
- 9.11 A member of the Board present at a meeting of the Board is presumed to have agreed to, and to have voted in favour of, a resolution of the Board unless he or she expressly dissents from or votes against the resolution at the meeting.
- 9.12 The Board must ensure that minutes are kept of all proceedings at meetings of the Board.

Unanimous Resolution

- 9.13 A resolution in writing, signed or assented to by all of the members of the Board then entitled to receive notice of a Board meeting, is as valid and effective as had it been passed at a meeting of the Board duly convened and held.
- 9.14 Any such resolution may consist of several documents (including facsimile or other similar means of communication) in like form each signed or assented to by one or more member of the Board.

9.15 A copy of any such resolution must be entered in the minute book of Board proceedings.

Other Proceedings

9.16 Except as provided in these rules, the Board may regulate its own procedure.

10 CHAIRMAN

10.1 The duties of the Chairman are

- a. to provide leadership to the Board and to the Society,
- b. to conduct Board and general meetings in accordance with their agendas and the rules and objects of the Society,
- c. to ensure that members attending meetings have equal opportunities to be heard and have their points of view considered,
- d. to ensure that every entitled member has an equal right to vote on any issue and thus help in the making of decisions,
- e. to submit a written report to the Board for presentation each year to the Annual General Meeting.

Part 4**This Part deals with particular officers of the Society such as the Executive Officer and the Auditor.****11 EXECUTIVE OFFICER**

- 11.1 In addition to being a member of the Board, the Executive Officer must attend to all correspondence and keep minutes of General Meetings and meetings of the Board and ensure that any sub-committee keeps minutes.
- 11.2 The Executive Officer must keep a register of members of the Society, with addresses and other relevant details and in doing so comply with the Privacy Act 1994.
- 11.3 The Executive Officer must keep all records and generally perform all the clerical work of the Society. With the written approval of the Board these tasks may be delegated but the Executive Officer remains responsible for their performance.
- 11.4 When the Executive Officer ceases to be Executive Officer for any reason whatsoever the Executive Officer must immediately deliver to the Board all books, papers, documents and property in the Executive Officer's possession or control.
- 11.5 The Board may occasionally issue and amend Job descriptions for the Executive Officer.
- 12.1 The Executive Officer must receipt all monies received and pay all accounts approved by the Board. The Board may delegate levels of payment to the Executive Officer by written authority.
- 12.2 The Executive Officer must invest all funds of the Society in such manner as directed by the Board.
- 12.3 The Executive Officer must keep the book of accounts of the Society in a form approved by the Board and must submit at each Annual General Meeting a balance sheet, income and expenditure account duly audited by the Auditor.
- 12.4 When the Executive Officer ceases to be Executive Officer for any reason, the Executive Officer must immediately deliver to the Board all books, papers, documents and property in the Executive Officer's possession or control.
- 12.5 The Board may occasionally issue and amend Job descriptions for the Executive Officer.

13 AUDITOR

- 13.1 The Auditor may be a member of the Society but must not hold any other position in the Society. The Auditor must be a chartered accountant and a current member of the New Zealand Society of Accountants.
- 13.2 The Auditor must examine the books and vouchers at the end of each financial year or when requested by the Board.
- 13.3 The Auditor must certify the annual statement of accounts and make such special report to the Board as deemed necessary by the Board.
- 13.4 The Board may occasionally issue and amend job descriptions for the Auditor.



Part 5

This Part deals with the Society's funds, borrowing and the signature of contracts.

14 CONTROL AND USE OF THE SOCIETY'S FUNDS

- 14.1 All money received by or on behalf of the Society must be paid to the credit of the Society in the bank account which the Board has set up for the Society. All cheques or withdrawal slips drawn on the account must be signed by the Executive Officer and countersigned by the Chairman or in the alternative by either of these with one of the other Board members.

15 HOW THE SOCIETY SIGNS CONTRACTS

- 15.1 Any contract can only be entered into on behalf of the Society if it is reduced to writing and signed by any 2 members of the Board, authorised to do so by previous specific or general resolution of the Board.
- 15.2 Notwithstanding the above the Board has the power to delegate the power to enter certain minor contracts to the Executive Officer and the terms of such delegation are to be clearly established by the Board.

Part 6

This Part of the rules deals with the procedure at meetings of members.

16 ANNUAL GENERAL MEETING

16.1 The Annual General Meeting is held in August each year or as otherwise decided by special resolution of the Society in General Meeting and on a date and at a time and place to be fixed by the Board for these purposes:

- a. to receive the annual report, balance sheet, statement of accounts for the preceding year,
- b. to appoint the Auditor for the following year and identify the member's delegates appointed to the Board,
- c. to fix subscriptions and levies (if any) for the following year,
- d. to decide any resolution which is submitted to the meeting,
- e. to attend to general business.

17 GENERAL MEETINGS

17.1 Other General Meetings may be called by resolution of the Board or by written notice in writing to the Executive Officer signed by a majority of the Financial Members stating the reason for calling the meeting.

18 PROCEDURE FOR GENERAL MEETINGS**Notice of meetings**

18.1 Any General Meeting (whether Annual or Ordinary) must be convened by written notice sent to every Financial Member and the Auditor not less than 10 working days before the meeting. Members who are not Financial Members, but are not in default pursuant to rule 5, are also entitled to receive notice under this rule as if they were Financial Members.

18.2 For the purpose of calculating notice periods the day on which the notice is given is not counted but the last day of the notice period is included. A working day is a day between (but including) Monday and Friday excluding statutory holidays.

18.3 The notice to the Financial Members must state:

- a. the nature of the business to be transacted at the meeting in sufficient detail to enable a member to form a reasoned judgement in relation to it, and
 - b. the text of any special resolution to be submitted to the meeting.
- 18.4 An irregularity in a notice of a meeting is waived if all the members entitled to attend and vote at the meeting attend the meeting without protest as to the irregularity, or if all such members agree to the waiver.
- 18.5 The accidental omission to give notice of a meeting to, or failure to receive notice of a meeting by, a member does not invalidate the proceedings at that meeting.
- 18.6 If a meeting of members is adjourned for less than 30 days, it is not necessary to give notice of the time and place of the adjourned meeting other than by announcement at the meeting adjourned.

Chairman

- 18.7 If the Chairman is present at a meeting of members, he or she must chair the meeting. If the Chairman is not present within 15 minutes of the time appointed for the commencement of the meeting, the members present may choose one of their number to be Chairman of the meeting.

Methods of holding meetings

- 18.8 A meeting of members may be held either:
- a. by a number of members, who constitute a quorum, being assembled together at the place, date, and time appointed for the meeting, or
 - b. by means of audio, or audio and visual, communication by which all members participating and constituting a quorum, can simultaneously hear each other throughout the meeting.

Quorum

- 18.9 Subject to rule 18.8b, no business may be transacted at a General Meeting if a quorum is not present.
- 18.10 A quorum for a General Meeting exists if a majority of the Financial Members are present in person.
- 18.11 If a quorum is not present within 30 minutes after the time appointed for the meeting, the meeting is adjourned to the same day in the following week at the same time and place, or to such other date, time, and place as the Board may appoint, and, subject to the constitution of the company, if, at the adjourned

meeting, a quorum is not present within 30 minutes after the time appointed for the meeting, the members or their proxies present are a quorum.

Voting

18.12 Voting at a meeting of members is to be conducted by whichever of these methods is determined by the Chairman of the meeting:

- a. voting by voice, or
- b. voting by show of hands.

18.13 The meeting may carry a motion directing that a vote be carried out by ballot.

18.14 Every question is to be decided by a simple majority of votes unless a special resolution is required by the rules. If equality of an equality of votes the Chairman has a casting as well as a deliberate vote.

18.15 At all General Meetings all Financial Members, subject to rule 4.3, are entitled on every motion to one vote exercised in person or by proxy. Those members who are not Financial Members are not entitled to vote.

Proxies

18.16 A Financial Member, subject to rule 4.3, may exercise the right to vote either by being present in person or by proxy.

18.17 A proxy for a member may attend and be heard at a meeting of members as if the proxy were the member.

18.18 A proxy must be appointed by notice in writing signed by a member and the notice must state whether the appointment is for a particular meeting or a specified term not exceeding 12 months.

18.19 A proxy must be in one of these forms:

**TENNIS MANAWATU INCORPORATED
INSTRUMENT APPOINTING A PROXY**

I/We _____ being a member of TENNIS MANAWATU INCORPORATED appoint
[print name of proxy] of [address of proxy] or failing him/her [name of alternative
proxy] of as my/our proxy to vote for me/us on my/our behalf at the General Meeting of the Society to be
held at [meeting venue] on [meeting date] commencing at am/pm [or all
meetings of the Society held within 12 months of this proxy] and at any adjournment of any such meeting

Signed on the _____ day of _____ 20____
[Usual signature/s]

**TENNIS MANAWATU INCORPORATED
INSTRUMENT APPOINTING A PROXY**

I/We _____ being a member of TENNIS MANAWATU INCORPORATED appoint
[print name of proxy] of [address of proxy] or failing him/her [name of alternative
proxy] of as my/our proxy to vote for me/us on my/our behalf at the General Meeting of the Society to be
held at [meeting venue] on [meeting date] commencing at am/pm [or all
meetings of the Society held within 12 months of this proxy] and at any adjournment of any such meeting

Signed on the _____ day of _____ 20____
[Usual signature/s]

** This form is to be used in favour of / against the resolution*

** Unless otherwise instructed the proxy will vote as he thinks fit*

Strike out whichever is not desired

18.20 No proxy is effective in relation to a meeting unless a copy of the notice of appointment is produced to the Executive Officer not less than 48 hours before the start of the meeting.

Minutes

18.21 The Board must ensure that minutes are kept of all proceedings at meetings of members.

18.22 Minutes which have been signed correct by the Chairman of the meeting are evidence of the proceedings.

Member Proposals

18.23 A Financial Member may give written notice to the Board of a matter the Financial Member proposes to raise for discussion or resolution at the next meeting of members at which the member is entitled to vote.

18.24 If the notice is received by the Board not less than 20 working days before the last day on which notice of the meeting of members is required to be given by the Board, the Board must, at the expense of the Society, give notice of the member's proposal and the text of any proposed resolution to all Financial Members entitled to receive notice of the meeting.

18.25 If the notice is received by the Board not less than 5 working days and not more than 20 working days before the last day on which notice of the relevant meeting of members is required to be given by the Board, the Board must, at the expense of the member, give notice of the member proposal and the text of any proposed resolution to all Financial Members entitled to receive notice of the meeting.

18.26 If the notice is received by the Board less than 5 working days before the last day on which notice of the relevant meeting of members is required to be given by the Board, the Board may, if practicable, and at the expense of the member, give notice of the member proposal and the text of any proposed resolution to all Financial Members entitled to receive notice of the meeting.

18.27 Where the costs of giving notice of the member proposal and the text of any proposed resolution are required to be met by the proposing member, the proposing member must, on giving notice to the Board, deposit with the Society a sum sufficient to meet those costs.

Other Proceedings

18.28 Except as provided in these rules, a meeting of members may regulate its own procedure.



Part 7

This Part of the rules deals with how the members must conduct themselves as members of the Society and disciplinary matters.

19 DISCIPLINARY POWERS**Decision by the Board**

19.1 Disciplinary powers of the Society regarding its members are exercised by the Board which will decide the matter by a majority vote. The Chairman does not have a casting vote for these purposes.

Disciplinary Powers

19.2 The disciplinary powers of the Board in the case of any member (or person for whom the member) is responsible doing the following things:

- a. contravening any rule or bylaw of the Society or acting in contravention of its objects,
- b. failing to observe or perform any provisions of the laws and regulations of New Zealand Tennis Incorporated,
- c. bringing discredit or disrepute to the Society,
- d. being guilty of conduct unbecoming a member of the Society

Disciplinary Penalties

19.3 The Board may impose these penalties or orders under this rule:

- a Reprimand,
- b Interim suspension order pending the hearing of any charges,
- c Suspension,
- d Termination of membership

Disciplinary Procedure

19.4

- a. The Board must give the member not less than 10 days' notice of the hearing of any complaint or complaints against the member under rule 19.2
- b. A member may answer the complaint in writing to, or by appearance before, the Board. If the member wishes to appear in answer to the complaint he or

she must give written notice of his or her intention to do so together with brief details of the matters in issue not less than 3 days before the hearing.

- c. Any party at the hearing may be represented by counsel or agent but the proceedings must be conducted informally as the Board thinks fit but as to give each party a fair opportunity to be heard.
- d. The Board may receive and consider the complaint upon such information and submissions as it thinks fit and is not bound by the rules of evidence.
- e. The hearing may be adjourned as the Board thinks fit.
- f. Neither the Society or the Board is liable to any member or employee, agent or other representative of a member or to any witness for travelling or other expenses relating to the hearing and attendance at the hearing.
- g. The decision of the Board must (even if announced at the hearing), be recorded in writing and delivered to the member. The decision is final in all respects.
- h. The Board may in its discretion notify members of its decision including such particulars of names, complaints, findings and penalties or orders as it thinks fit.

Interim Suspension

19.5

- a. The Board may, before or during any hearing of a complaint, make an order for interim suspension where the Board is of the opinion that the complaint is sufficiently serious for that order to be made or is otherwise in the interests of the Society or its members.
- b. In considering interim suspension the Board may, if it thinks fit, reduce the notice of hearing thereof to a period of not less than 7 days in the case of a complaint for which the hearing has not commenced. An interim suspension may be made at the hearing of a complaint for the duration of any adjournment until the final determination without prior notice other than an opportunity for the member charged to be heard.
- c. Except as provided by rule 19.5(b) the procedure for interim suspension must follow the procedure prescribed by rule 19.4 as nearly as is reasonably possible in the circumstances.

Consequences of Suspension

19.6

- a Upon imposition of a penalty of suspension under rule 19.3(c), the member's membership of the Society is suspended for the period of the suspension. The member (while remaining on the register of members), is not entitled to exercise any of the rights and privileges of membership during the period of suspension.
- b Upon expiry of the period of suspension the member will be entitled to exercise the rights and privileges of membership in which he or she enjoyed prior to the suspension.

Consequences of Termination of Membership

19.7

- a Upon termination of membership, the member must forthwith pay all money, subscriptions and other sums due to the Society.
- b Upon termination of membership, the member may not exercise any rights or privileges of membership.



Part 8

This Part of the rules deals with how these rules may be changed and also deals with other types of subsidiary rules designed to help the day to day operation of the Society.

20 CHANGES TO THESE RULES

- 20.1 These rules can be altered, added to or rescinded by a resolution passed by a two-thirds majority of those present at a General Meeting provided that rule 22 cannot be so altered, added to or rescinded without the prior approval of the Inland Revenue Department.
- 20.2 Every notice must state the details of the proposed change and the purpose of the proposed change.
- 20.3 Copies of such changes must be delivered to the Registrar in accordance with the requirements of the Act.

21 BYLAWS

- 21.1 The Board has the power to make, alter or cancel subsidiary rules called bylaws not inconsistent with these rules for the conduct and behaviour of members or any other matter related to the affairs of the Society. Bylaws will take effect and become binding on all members 14 days after notice of the bylaws has been given by notice to all members of the Society, unless within that time a written notice of objection signed by 3 Financial Members is received by the Executive Officer, in which case such notice is deemed to be a requisition to convene a General Meeting pursuant to rule 18.

Part 9

This Part of the rules deals with administrative matters such as what happens if the Society is wound up.

22 DISPOSITIONS ON THE WINDING UP OF THE SOCIETY

22.1 In the event of the Society being wound up, the surplus assets after payment of the Society's liabilities and the expenses of the winding up must be donated to any association tennis society or governing tennis association as nominated by the Society in General Meeting. If there not be a sufficient quorum to wind up the Society the members may apply to the Registrar for a decision to name any charitable organisation to whom the assets after payment of expenses will be donated.

23 REGISTERED OFFICE

23.1 The registered office of the Society is at Sports House, 56-62 Queens Street, Palmerston North, or as decided by the Board.

23.2 The notice of every change of situation of the registered office must be duly notified to the Registrar and placed upon the Society notice board. A failure to follow these procedures will not invalidate the change to the registered office.

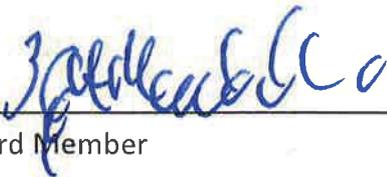
We confirm that the above amended rules were approved at the General Meeting of the Society held on the 21st of August 2019.



Chairman ELIZABETH MARSHALL



Executive Officer Kurt McNamara



Board Member

**T. G. A. MANKTELOW
SOLICITOR
PALMERSTON NORTH**

