

# Kilbirnie Tennis Club Incorporated

## Constitution (2014)

### 1. Name and Registered Office

- 1.1. The name of the society is the Kilbirnie Tennis Club Incorporated (“the Club”).
- 1.2. The registered office of the Club is at 14 Crawford Road, Kilbirnie, Wellington.

### 2. Purposes

- 2.1. The purposes of the Club are to:
  - (a) provide members with opportunities to play social and competitive tennis;
  - (b) provide a well-maintained venue for playing tennis; and
  - (c) promote the game of tennis in the community and provide a facility for members of the community to play tennis

### 3. Powers

- 3.1. In order to carry out its purposes and manage its affairs, the Club may:
  - (a) employ or contract the services of any person or company;
  - (b) purchase, lease, and hire equipment and facilities;
  - (c) sell and dispose of its assets and equipment;
  - (d) invest in any investment that a trustee might invest in; and
  - (e) borrow or raise money, as authorised by a resolution of a General Meeting.
- 3.2. The Management Committee (“Committee”) shall exercise the Club’s powers, except for those required by its rules (“Rules”) to be exercised by resolution of a General Meeting.

### 4. Membership

- 4.1. The membership year begins on 1 September and ends on 31 August.
- 4.2. Membership may comprise different categories of membership as decided by the Club.
- 4.3. Life membership may be conferred upon any member in recognition of special or distinguished service to the Club.
- 4.4. Life members shall be elected at an Annual General Meeting by a three-fourths majority vote. Any two members of the Club may nominate a person for life membership by making a written submission to the Committee at least four weeks before the date of the Annual General Meeting. The Committee shall decide whether the nomination shall be submitted to the Annual General Meeting.
- 4.5. A life member is entitled to all rights and privileges of membership, without payment of an annual membership subscription.
- 4.6. A person may become a member of the Club by completing a membership registration and paying the membership subscription in full. The Committee may interview an applicant for membership or decline a membership application.

- 4.7. The Membership Secretary shall keep a membership register recording the names and contact details of all members, and all payments of subscriptions and fees. Members shall advise the Membership Secretary of any changes to their contact details.
- 4.8. Membership subscription renewal notices shall be sent to all members prior to the start of each membership year. Any member who has not renewed their subscription by 31 October shall lose all membership rights and privileges until their subscription is paid.
- 4.9. All members shall promote the purposes of the Club, and shall do nothing to harm the interests of the Club or bring it into disrepute.
- 4.10. The Committee shall deal with any complaint submitted to it in writing about the conduct of a member. If the Committee considers that there is sufficient substance to the complaint, it shall give the member written notice of the complaint and invite the member to attend a meeting of the Committee to discuss the matter, or to provide a written response. The Committee may state what the member must do in order to remedy the situation.
- 4.11. The Committee may terminate a person's membership if it considers that the member is in material breach of the Club's Rules or code of conduct, or has acted in a manner inconsistent with the purposes and interests of the Club.
- 4.12. A member shall cease to be a member of the Club who:
  - (a) resigns by giving notice in writing to the Secretary;
  - (b) fails to pay their membership subscription renewal by the due date of 31 October; or
  - (c) receives written notice from the Committee that his or her membership is terminated.

## **5. General Meetings**

- 5.1. The Annual General Meeting shall be held not later than 20 August.
- 5.2. The business of the Annual General Meeting is to:
  - (a) receive the Annual Financial Statements and reports from the President and Treasurer;
  - (b) elect officers and Committee members;
  - (c) elect a Patron, if the Committee so recommends;
  - (d) set annual membership subscriptions on the recommendation of the Committee;
  - (e) consider any notices of motion; and
  - (f) consider any other business.
- 5.3. The Committee may call a Special General Meeting at any time and must call a Special General Meeting if the Secretary receives a written request, signed by at least ten members, stating the purpose of the meeting.
- 5.4. Notice of a General Meeting and any motions to be considered shall be given in writing to all members at least 14 days prior to the meeting.
- 5.5. Ten members shall form a quorum at a General Meeting. If there is no quorum present the Chair shall adjourn the meeting to a date and time to be determined by those present. If at that meeting there is no quorum present then those members present shall constitute a quorum.
- 5.6. Voting at General Meetings shall be by voice, show of hands, or secret ballot, at the discretion of the Chair. In the event of a tied vote the Chair shall have a second or casting vote.

## **6. Management Committee**

- 6.1. The Club shall have a Management Committee (“Committee”) comprising the officers of the Club and up to three Committee members.
- 6.2. The officers of the Club are the President, Secretary, Treasurer, and Club Captain.
- 6.3. All officers and Committee members shall be members of the Club.
- 6.4. Officers and Committee members shall be elected for a one-year term at the Annual General Meeting, and shall be eligible for re-election from year to year.
- 6.5. If the position of any officer becomes vacant between Annual General Meetings, the Committee may appoint another Committee member to fill the vacancy until the next Annual General Meeting.
- 6.6. If the position of any Committee member becomes vacant between Annual General Meetings, the Committee may appoint another Club member to fill the vacancy until the next Annual General Meeting.
- 6.7. The Committee shall meet as often as needed for proper management of the Club’s affairs.
- 6.8. Four members constitute a quorum at meetings of the Committee.
- 6.9. Decisions of the Committee shall be made by consensus or majority vote. In the event of a tied vote, the Chair shall have a casting vote.

## **7. Role of the Management Committee**

- 7.1. The role of the Committee is to:
  - (a) carry out the purposes of the Club in accordance with the Rules;
  - (b) manage the financial affairs of the Club;
  - (c) delegate responsibility and appoint members as required to assist in the running of the Club;
  - (d) set dates, times and agendas for General Meetings;
  - (e) make recommendations on membership subscriptions to the Annual General Meeting;
  - (f) deal with complaints, disputes, and breaches of the Rules;
  - (g) comply with the terms and conditions of the Wellington City Council’s *Leases Policy* and the Club’s ground lease agreement with the Council; and
  - (h) decide on questions of interpretation of the Rules and any matters not covered in the Rules, or refer them to a General Meeting.
- 7.2. The Committee may appoint a Match Committee, whose responsibilities are to organise interclub teams and arrange Club tournaments and fixtures with other tennis clubs.

## **8. Duties of Officers**

- 8.1. The President is responsible for:
  - (a) overseeing and directing the operation of the Club in accordance with the Rules
  - (b) chairing General and Committee meetings
  - (c) reporting on the operations of the Club at the Annual General Meeting.
- 8.2. The Secretary is responsible for:
  - (a) preparing agendas for Committee and General meetings
  - (b) recording minutes of all Committee and General meetings
  - (c) receiving and replying to correspondence

- (d) providing members with written notice of General Meetings
- (e) filing annual financial statements with the Registrar of Incorporated Societies
- (f) notifying the Registrar of Incorporated Societies of any changes to the Rules approved by members at a General Meeting.

8.3. The Treasurer is responsible for:

- (a) keeping proper accounting records of all payments and monies received
- (b) ensuring that the Club has enough cash flow to meet its financial obligations as they fall due
- (c) preparing budgets and providing regular financial reports to the Committee
- (d) maintaining bank accounts and authorities for those accounts as required by the bank and approved by the Committee
- (e) submitting summaries of accounts to the Committee for approval of payment
- (f) establishing appropriate, secure systems for the handling and banking of money, ordering and purchase of supplies and services for the Club, and control of stock held by the Club
- (g) preparing annual financial statements and a report on the finances of the Club for presentation at the Annual General Meeting.

8.4. The Club Captain is responsible for:

- (a) maintaining overall control of all games played on the courts and overseeing the operations of the Match Committee
- (b) negotiating contracts for the provision of professional coaching services
- (c) representing the Club at meetings of Tennis Central Region and Wellington Tennis Inc
- (d) liaising with Tennis Central Region on arrangements for interclub matches
- (e) liaising with other tennis clubs in the region.

## **9. Finances**

- 9.1. The Club's financial year begins on 1 May and ends on 30 April.
- 9.2. The Club's financial and other assets may not be used for the private benefit or profit of any member. No member shall derive any personal pecuniary gain from membership of the Club.
- 9.3. All expenditure shall be approved by the Committee, or by majority vote at a General Meeting. All accounts paid or for payment shall be submitted to the Committee for approval of payment.
- 9.4. The Club's funds may be invested in any investment in which a trustee might invest or as the Club may determine by resolution passed at a General Meeting.
- 9.5. An audit of the Club's accounts is not required unless requested by a majority of members at a General Meeting.

## **10. Common seal**

- 10.1. The Secretary shall have custody of the Club's common seal, which shall be used only by the authority of the Committee. Documents to which the common seal is affixed shall be signed by the President and countersigned by the Secretary or a member of the Committee.

## **11. Alteration of the Rules**

- 11.1. The Rules of the Club may be amended or replaced by a resolution passed by a two-thirds majority of members voting at a General Meeting.
- 11.2. Members shall be given written notice of any motion to change the Rules at least 14 days in advance of the General Meeting at which the motion is to be considered.

## **12. Winding-up provisions**

- 12.1. The Club may be wound up by means of a resolution passed by a two-thirds majority of members at a Special General Meeting convened for the purpose.
- 12.2. After the payment of all outstanding dues, any surplus financial assets shall be transferred to Wellington Tennis Incorporated for distribution amongst the member clubs.
- 12.3. Club equipment may be sold or donated to one or more tennis clubs as decided by the Meeting.
- 12.4. In the event of expiry or early termination of the Club's lease of the land it occupies, the terms and conditions of the Wellington City Council's leases policy shall apply to disposal of the clubhouse and any other buildings or structures owned by the Club.