

## **Mana Archery Club Incorporated**

### **CONSTITUTION 2024**

**Approved by the AGM 23 November 2024**

#### **1. Name of the Club**

Mana Archery Club Incorporated.

#### **2. The objective of the Club**

To encourage people to gain enjoyment and excel through active participation in the sport of archery (in all forms).

#### **3. How people become a member of the Club**

- 3.1. Applications and renewals for membership will be submitted on the membership application form being current for the Club at the time of application. Membership will only be approved if the applicant has: (1) completed the membership application form correctly and completely, (2) paid the applicable membership fee including any applicable affiliation fees, and (3) consented to becoming a member of the Club and all other entities that the member is applying to associate with, either voluntarily or mandatory as specified in the membership application.
- 3.2. Membership subscription fees will be set annually (for the following membership year) by the Executive of the Club at the Annual General Meeting.
- 3.3. There will be three classes of membership:
  - a) Full Club Member.
  - b) Associate Club Member.
  - c) Life Honorary Member.
- 3.4. No more than 4 life honorary memberships will apply at any given time. Life honorary members must have been a full club member of the Club for at least 5 years before being nominated for life honorary membership.
- 3.5. The Executive of the Club may refuse to grant club membership (by a majority vote) to any person who is deemed to be unsafe to participate in the sport of archery, or a person who may have a significant negative impact on the Club (be it actual or perceived).
- 3.6. The Executive must appoint one of its members as membership registrar, who will be responsible for keeping the register of members up to date.
- 3.7. The register of members shall include the primary contact details of all members. The preferred primary addresses for Club communications shall be members' email addresses. Members are responsible for notifying the membership registrar of changes to their primary contact details.

#### **4. How people stop being a member of the Club**

- 4.1. Any member can resign by informing the secretary of their intention.
- 4.2. The Club can end the membership of an individual by a majority vote of the Executive:
  - a) for non-payment of membership subscription fees; or
  - b) for behaviour that brings the Club into disrepute; or
  - c) where the individual is deemed to be an unsafe person to participate in the sport of archery.
- 4.3. Any person whose membership is revoked may appeal this in accordance with Clause 5 of this Constitution.

#### **5. Complaints and misconduct**

- 5.1. Any member may lodge a complaint about any matter which, in the opinion of the complainant, may adversely affect the interests of archers or the Club, or contravenes this Constitution, the Incorporated Societies Act 2022, or any other applicable legislation or regulations. Any complaint must be made to the Executive in writing and shall fully state the grounds of the complaint.
- 5.2. The Executive has the power to investigate the complaint, and shall make every endeavour to rule on the complaint within three months of having received it. The complainant has the right to be heard by the Executive. If the complaint is against one or more members of the Club, then these members have the right to be heard by the Executive. The Executive shall communicate in writing its ruling to the complainant and any members whom the complaint was against.
- 5.3. If the complaint is lodged against members of the Executive, these members shall not be involved in investigating and ruling on the complaint. If the complaint is lodged against more than 25% of the Executive, then the complaint shall be determined at a Special General Meeting called for that purpose.
- 5.4. If the complaint is lodged against members of the Club and the Executive or Special General Meeting rules that the complaint is proven, it may impose any or all of the following sanctions:
  - a) Warn or censure the offending member(s).
  - b) Suspend the membership of the offending member(s) for a specified period of time or until specified conditions have been met, without refunding any membership or affiliation fees.
  - c) Expel the offending member, without refunding any membership or affiliation fees.
  - d) Remove from office any offending member of the Executive.
  - e) Inform Archery New Zealand or any other body it believes appropriate.
- 5.5. The rules of natural justice shall apply to all proceedings. Any disciplined member has the right to appeal the decision in General Meeting. The Executive must call a General Meeting to be held within three months after receiving such an appeal. The General Meeting may

remit or alter any penalty imposed, and its decision is binding on all parties.

## **6. How meetings will be held**

- 6.1. A General Meeting is a meeting that all Club members are invited to attend. General Meetings will be called from time to time by the Executive, but at least once each financial year (this is the Annual General Meeting). Annual General Meetings must be held within six months after the end of the financial year, and within 15 months after the previous Annual General Meeting. All General Meetings shall be held at or close to the Club's main premises, or, if the Executive deems it necessary, via electronic means.
- 6.2. Members will be notified of a General Meeting at least six weeks in advance in writing to members' primary addresses, and by a notice on the Club house notice board.
- 6.3. The Agenda for the Annual General Meeting, a list of executive nominations received, the Financial Statements of the previous financial year, the budget for the new financial year, operational reports from the Executive, and any conflicts of interest reported since the previous Annual General Meeting will be sent out to club members at least two weeks prior to the Annual General Meeting.
- 6.4. The primary purposes of the Annual General Meeting will be the election of the Executive, approval of the Financial Statements of the previous financial year, and approval of the budget for the new financial year. A General Meeting may be called by a majority of the Executive for any other purpose.
- 6.5. A General Meeting will have all powers that it deems necessary in order to further the Club's objective.
- 6.6. A quorum for a General Meeting will be at least three members of the Executive and three other members as present themselves.
- 6.7. If a quorum is not achieved, then the Executive must call another General Meeting to be held within four weeks.
- 6.8. Any member may propose an agenda item, in writing prior to the meeting, or from the floor with the consent of the Chairperson.
- 6.9. All members present will have one vote. In the event of a tied vote the Chair will have a casting vote. No proxy or postal votes will be allowed.
- 6.10. The Secretary will keep minutes of the General Meeting, and distribute draft minutes to all members within a month.
- 6.11. The following decisions require a special majority of at least two thirds of the members present in order to be passed:
  - a) adoption of or changes to the Constitution; or:
  - b) dissolution.
- 6.12. Proposed changes to the Constitution or dissolution must be distributed to the members at least four weeks before the General Meeting in which they will be voted on, in writing to

their primary addresses.

- 6.13. No addition or alteration to this Constitution will be approved if it contravenes the Incorporated Societies Act 2022.

## **7. The Executive**

- 7.1. The Executive will consist of the President (who will also act as Chairperson), the Secretary, the Treasurer, and up to seven but not less than three other members. Members of the Executive must be at least 16 years of age. All members of the Executive are “officers” as defined in the Incorporated Societies Act 2022.
- 7.2. A General Meeting (usually the Annual General Meeting) shall appoint members of the Executive, by majority vote of members present, provided that the General Meeting was called for that purpose (but not necessarily for only that purpose).
- 7.3. The Executive roles are as follows:
- a) The President convenes meetings of the Club and ensures that the rules are followed.
  - b) The key roles of the Secretary are to be the main contact person for the Club as required by the Incorporated Societies Act 2022, keep a register of members (unless the Executive has delegated this to another member of the Executive), prepare notices for general meetings, keep minutes of all meetings, register all Executive decisions and circulate, and keep the official stamp or common seal of the Club in safe keeping.
  - c) The role of the Treasurer is to keep proper financial records, to bank all money received by the Club; to pay all accounts, to prepare annual Financial Statements, and to file the Financial Statements with the Registrar of Incorporated Societies.
- 7.4. The collective responsibility of the Executive will be to manage the affairs of the Club in a prudent manner and to seek new opportunities to further the objective of the Club. In particular, the Executive is responsible for the management of all Club finances, including making payments and recording receipts, keeping proper accounting records, and preparing and filing Financial Statements. The Executive will be in all respects accountable to the General Meeting.
- 7.5. The Executive will meet when it decides that it needs to do so. Any member of the Club may attend any Executive meeting. All members attending will have speaking rights. Only the Executive will have voting rights at Executive meetings. A quorum of four Executive members is required in order to make valid decisions.
- 7.6. The Executive may make decisions outside normal meetings, by any communications means. The Secretary will retain proof that such decisions were made by majority vote of the whole Executive.
- 7.7. If a quorum is not reached during two consecutive attempts to hold an Executive meeting, and if decisions outside normal meetings are not voted for during two consecutive attempts to make decisions outside normal meetings, then a Special General Meeting must be called in order to elect a new Executive.
- 7.8. Other ad-hoc committees may be initiated by the Executive. These committees will meet when they decide it is necessary for the carrying out of their functions.

7.9. The Executive has the power to issue Bylaws.

## **8. Executive Nominations**

- 8.1. A call for the submission of nominations for members of the Executive will be sent out to club members four weeks prior to the Annual General Meeting or any Special General Meeting called for the purposes of electing the Executive.
- 8.2. Any club member wishing to nominate a person to be a member of the Executive must submit his or her nomination to the Secretary within two weeks following the call for nominations.
- 8.3. Any nominee must consent in writing to being nominated in order to be elected as a member of the Executive, and must not be barred from being a member of the Executive for any of the reasons set out in the Incorporated Societies Act 2022.
- 8.4. Where a club member believes an executive nomination has been submitted but the nominee has not been included in the list of executive nominations, that club member may request that such nominee be added to the list of executive nominations – producing at the same time supporting evidence of the submission – prior to the commencement of the General Meeting.
- 8.5. A written record of any request for removal of a nominee from, and/or the addition of a nominee to the list of executive nominations will be presented at the General Meeting.
- 8.6. All terms of offices are until the next General Meeting called for the purpose of electing officers (but not necessarily for only that purpose).

## **9. Resignation of an Executive Member**

- 9.1. If a member of the Executive resigns, or is deemed to have resigned because of continued absence, the club members will be informed of that Executive member's resignation.
- 9.2. Where the resignation occurs within eight months of the last Annual General Meeting, a call for the submission of nominations for a replacement member of the Executive will be sent out to club members.
- 9.3. Any club member wishing to submit a nomination for a replacement member of the Executive must submit his or her nomination within two weeks from the date the call for submissions was sent out.
- 9.4. If nominations for the replacement member of the Executive are received, a Special General Meeting will be held at least two weeks after the cut-off date for submissions of nominations, for the election of the replacement member of the Executive, and a list of nominations received for the replacement member of the Executive will be sent out to club members at least two weeks prior to the Special General Meeting.
- 9.5. If no nominations are received for a replacement member of the Executive, then the Executive position will remain vacant until the Annual General Meeting, at which members of the Executive are appointed in accordance with clauses 7.2 and 8.

## **10. Control and use of the Club's common seal**

- 10.1. The common seal of the Club will be held by the Secretary. It will only be affixed to legal documents and or contracts that the Club enters into.

## **11. Control and investment of the Club's funds**

- 11.1. Funds of the Club will be managed by the Executive.
- 11.2. Only members of the Executive will have signing rights to the Club's cheque book and associated accounts.
- 11.3. The Treasurer will maintain accurate and up to date financial records of the Club.
- 11.4. Within three months after each financial year, but at least two weeks before the Annual General Meeting, the Treasurer shall prepare Financial Statements for the past financial year in accordance with Generally Accepted Accounting Practice in New Zealand.
- 11.5. These Financial Statements and underlying financial records will be independently reviewed, preferably by a qualified accountant (the Reviewer) who is or has been a member of an internationally recognised body of accountants. If no accountant is available, then the Financial Statements and underlying financial records shall be reviewed by a committee of club members who are not members of the Executive, and who are appointed at a General Meeting. The Financial Statements and accompanying review report shall be made available to the members as soon as they have been completed, and submitted at a General Meeting called for that purpose (but not necessarily only for that purpose).
- 11.6. The Executive is responsible for providing the Reviewer with:
  - a) Access to all information of which the Executive is aware that is relevant to the preparation of the Financial Statements such as records, documentation and other matters; and:
  - b) Any additional information that the Reviewer may request from the Executive for the purpose of the review; and:
  - c) Reasonable access to persons within the Club from whom the reviewer determines it necessary to obtain evidence.
- 11.7. The financial year of the Club will be from 1 October to 30 September of each calendar year.
- 11.8. The Treasurer, with assistance from the Executive, will endeavour to ensure that all membership fees are collected.
- 11.9. Where the Club has surplus funds to be invested, the Treasurer, with the prior approval of the Executive, may invest these only in major trading banks in New Zealand with an AA rating or better.
- 11.10. Any income, benefit or advantage will be applied to the objective of the Club. No member or person associated with a member will materially influence any decision to the contrary. Any income for services rendered will be reasonable and relative to that which would be paid in an arm's length transaction.

## 12. Powers of the Club to borrow money




- 12.1. Where the Club has a need to borrow money in order to achieve its objectives, it may only do so from major trading banks in New Zealand.
- 12.2. The Club may only borrow money with the recorded prior agreement of 85% of its current membership at the time.
- 12.3. Any proposal to borrow money must be sanctioned by the Executive before a General Meeting votes on it.

## 13. Dissolution

- 13.1. The Executive may, with the prior approval of two thirds of current members, wind up or dissolve the club for any reason.

## 14. How the Club's property will be distributed if it is wound up or dissolved

- 14.1. In the event that the Club is wound up or dissolved, the surplus assets of the Club will not be distributed among members or persons associated with members, but will be distributed to other societies with similar objectives or activities, preferably one or more archery clubs or associations, as decided in the General Meeting in which the dissolution is approved.

<u>Name</u>	<u>Office</u>	<u>Signature</u>	<u>Date</u>
Graham Nootuku	Treasurer		20/12/24
Andrew Instone	President		20/12/24
GORDON ANDRIS	EXECUTIVE		21/12/24