# THE CONSTITUTION OF THE WHANGAMATA OCEAN SPORTS CLUB (INC)

*10063821543*

1. **Name:**

The name of the Society shall be the Whangamata Ocean Sports Club (Incorporated). (The Club)

2. **Registered Office:**

The registered office of the Society shall be Port Road, Whangamata, or in any other place that the Committee decide

3. **Objectives:**

a) To operate and maintain a boat and game fishing club for its members and other persons in accordance with the terms of any charter granted to the Club.
b) To provide amenities, activities, competitions and sports and generally provide an atmosphere where the members and their guests may meet and enjoy companionship with one another.
c) To represent and further the interests of boating, sport fishing, diving and other marine activities.
d) The protection and preservation of all fish and their food supply and promoting tagging and releasing of all fish species.
e) To gather reliable fishing information and place this information at the disposal of visiting and local anglers.
f) To weigh and record fish caught on rod, reel and line accurately, and to award season's certificates and trophies as determined by the Committee.
g) To develop the welfare of the Club as the members decide.
h) To purchase, sell, exchange, take on lease, hire, let or otherwise acquire, dispose of, deal with any real and personal property, to erect and maintain buildings and other facilities, to open and operate bank or savings accounts, to lend or borrow money, to enter into contracts, operate licensed premises, employ staff and generally do any act necessary or convenient for the purpose of any of the objectives of this Society.
i) No member of the organisation or any other person associated with a member shall participate in, or materially influence, any decision made by the organisation in 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 in an arm's length transaction (being open market).
j) To affiliate with other clubs and/or societies having similar aims and objectives as ours, if thought desirable.

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4. **Membership:**

The classes of membership shall be:

1) **Full Members**-shall have equal rights to Club facilities and eligible to hold office and vote at **General Meetings.**
2) **Junior Members** – shall be under the age of eighteen years on the 1st of July of any one year and have equal rights to Club facilities but are **not eligible** to hold office and vote at General Meetings.
3) **Life Members** – shall have equal rights to club facilities and be eligible to hold office and vote at **General Meetings**.

4) **Honorary Members** – shall be non-resident visitors who, in the opinion of a Committee person or the Club Manager, should be granted honorary status whilst in the area for a maximum period of one month and after that at the discretion of the Committee. These members are **not eligible** to hold office or vote at General Meetings.
5) **Day Members** – shall pay a daily fee, which shall be valid from 8am on the day the fee is paid until 8 am the following day. These members are **not eligible** to hold office or vote at General Meetings.
6) **Permanent members** – shall be persons who pay a lump sum subscription in advance at a rate determined by a General Meeting for a set number of years. They shall be exempt from annual subscriptions during that period. These members shall have equal rights to Club facilities and be eligible to hold office and vote at **General Meetings.**
7) **Social Members** – shall be persons who pay an Annual Subscription at a rate set by the Committee. They shall only have rights to use the Clubrooms.

**4.8 Guests & Visitors Under The Sale And Supply of Alcohol Act 2012**

8.1 The Club, under its Club Licence or Off Licence, must ensure that alcohol is only sold or supplied to Members, Authorised Customers or Authorised Visitors for consumption on (Club Licence) or off (Off Licence)the Club's premises.

8.2 Any Member may invite any person as an Authorised Customer (hereon referred to as a guest) to the Club in accordance with the following:

(a) By entering Club premises, a guest agrees to abide by these Rules.
(b) All guests shall enter their name and address in the Club's signing in register each time they visit the Club.
(c) The Member accompanying a guest shall also sign the Club's signing in register and will at all times be responsible for the conduct of the guest.
(d) No guests shall be sold or supplied alcohol on Club premises unless the guest is present on the invitation of a Member and is in the company of the Member and the alcohol is supplied for consumption on the premises.

8.3 Authorised Visitor (hereon referred to as a visitor) who is a member of an affiliated club visiting the Club:

(a) Is deemed to agree to abide by these Rules;

(b) Have the same rights as Members to be sold or supplied alcohol on or off Club premises, provided he/she has produced sufficient evidence to an officer of the Club or member of its staff that he/she is a member of an affiliated Club. No person, whether a member of an affiliated Club or otherwise, may become a regular or frequent visitor.

## 5. Admission of Members:

a) Each Candidate for membership shall complete the Application for Membership form. They must be nominated and seconded by two financial members of the Club. The candidate shall deposit, at the time of nomination, **any entry fee decided by the Committee.** The names of candidates shall be posted on the Club's notice board for fourteen days prior to the Committees consideration.
b) The Committee shall consider any objection lodged prior to the nomination being accepted. Acceptance shall be by ballot at the first Committee meeting held after the expiration of the notice period.

## 6. Disciplinary Procedures & Code of Conduct:

General Disciplinary matters, written complaints or otherwise applying to all matters of the Whangamata Ocean Sports Club (Inc) (Further referred to as the "Club"), will be dealt with by the Club Manager in the first instance and any subsequent investigation (fully documented) requiring further action will be followed through and dealt with under the **Club's Operational Procedures.**

**The Club Code of Conduct: (see appendix 1)**

The purpose of the Code of Conduct is to assist members and guests including permanent and part time staff of our Club to know and understand the standards of behaviour expected of them at all times.

The Club Code of Conduct reflects the standard of behaviour that supports the Club values, principles, integrity, courtesy, respect and sportsmanship to be shown to all members, guests, competitors in times of Club competitions and of course the public.

The **Constitution** of the Club and the **Code of Conduct** shall be binding on all members.

## 6.1: Resignation of Membership:

By resignation – members may resign their membership in writing addressed to the Secretary of the Club and by paying all subscriptions and levies owing at the date of resignation.

## 7. Subscriptions:

a) **All subscriptions shall be paid annually in advance.** The annual subscription for all classes of membership shall be decided by a majority vote of members at each **Annual General Meeting** or at a Special General Meeting called for that purpose.
b) The subscription year of the Club shall commence on the 1st of July in each year and the subscription shall become payable on that date.

**8. Life Members:**

a) The Club in an Annual General Meeting, upon the recommendation of the Committee, may grant Life membership to any member for meritorious service rendered to or on behalf of the Club.
b) **Notice of intention to recommend a Life member shall be posted to all members 28 clear days prior to the Annual General meeting.** The number of life members shall not at any time exceed 2 percent of the total membership of the Club at that point of time.
c) A life Member pays no further subscriptions.

**9. Arrears:**

a) A member who fails to pay the current subscription **within two months from the 1st of July will cease to become a member and will be struck off of the Register of members.** The committee has the discretion to restore the members name to the Register at any time after payment of all arrears due by the member at the time of restoration.
b) A member incapacitated through illness, accident or distress, may request the Secretary in writing to have their subscription suspended or waived.

**10. Committee of Management:**

a) Whangamata Ocean Sports Club Officers shall be the Club Commodore, the Club Vice-Commodore and the Patron.
b) The general business, management and control of the Club shall be conducted by a committee comprising of:

- The Club Commodore
- The Club Vice-Commodore
- The Club Immediate Past (Rear) Commodore
- A Treasurer
- A Secretary
- Between eight and ten Committee members

c) **The Election of Club Officers and Committee:**

1. Written nominations for the **Commodore, Vice-Commodore, Patron and Committee** must be given to the Secretary at least **28 clear days prior to the Annual General Meeting.** Nominees for the Committee must have been members of the Club for one year. Nominees for the **Club Officers** must have been members of the Club for a period of 2 years.
2. The Nominee and his/her proposer and seconder must be financial members of the Club. If they are not, then the nomination is void. No nominations can be taken from the floor.
3. **Voting for Officers and Committee shall be by secret ballot on the Club's premises, or by postal ballot, should the committee decide.**
4. In the case of insufficient nominations being received for any position, the vacancies may be filled by the Committee at their first ordinary Committee meeting following the general election.
5. Employees of the Club shall not be eligible for nomination for the Committee.

6. Vacancies occurring after the Annual General Meeting from any cause may be filled by the Committee at the Committee's discretion. Any member so appointed shall hold office until the next annual election.
7. All members of the Committee, excluding officers, shall serve for two years. Retiring members shall be eligible for re-election.
8. **The Commodore, Vice-Commodore, Secretary and Treasurer shall hold office for one year but shall be eligible for re-election.**
9. The retiring Commodore shall hold office as Immediate Past (Rear) Commodore from the time of the election of his successor as Commodore. The Immediate Past (Rear) Commodore holds that position until the sitting Commodore is replaced.
10. In the event that any Committee member being absent from three consecutive meetings of the Committee without leave of absence being granted and accepted by the Committee, their position shall automatically be deemed vacant and the vacancy may be filled by the committee

**11 Commodore and Vice- Commodore:**

a) The Commodore shall preside at all meetings of the Club and the committee. In his absence the Vice-Commodore shall preside. If both are absent, the meeting shall elect a chairman. The chairman of any meeting shall have deliberative and a casting vote.
b) The Commodore and Vice-Commodore shall be ex-offico members of all sub committees. The Officers and Committee shall have the right of entry to Club premises or buildings at any time.
c) The Commodore, Vice-Commodore, Committee member, Chairman of any meeting of the Club or the Committee, or the Club Manager shall have the power to immediately suspend a member from the privileges of the Club who, after being duly warned, persists in creating a disturbance at the Club premises or at any meeting or function of the Club.

**12 Secretary:**

The Club shall appoint a Secretary whose duties shall be to attend to the clerical duties of the Club, to take minutes of the Committee and General Meetings and perform other functions decided by the Committee.

**13 Treasurer:**

a) The Treasurer shall ensure that all monies received are paid into the Club's bank account and that all accounts authorised for payment are duly paid by cheque or other suitable means.
b) The Treasurer shall have access to all books and vouchers of the Club and shall at all times keep the Committee fully informed as to the financial position of the Club by furnishing the Committee at each monthly meeting with a detailed report of the previous months receipts and payments.
c) Nothing in this **constitution** shall preclude the combining of the Treasurer with that of the Secretary.

**14. Auditor:**

a) An Auditor who shall be a suitably qualified person appointed by the members at the Annual General Meeting.

b) The Auditor shall not hold any office in the Club, but shall have the right to attend any meeting of which the Club's financial affairs are under discussion.
c) The Audit fees shall be determined by the Committee and the Auditor shall have access to all the books and accounts of the Club.

**15. The Manager:**

a) The Club may appoint a Manager who shall be responsible for the maintenance, cleanliness and service of the Club, the engagement and dismissal of employees, in order to provide adequate and efficient maintenance of the assets and control of the Club and any other duties as outlined in his/her contract.
b) The remuneration shall be determined by the Committee in accordance with the demands of the position.

**16. Annual General Meeting:**

a) The Annual General Meeting of the Club will be held no later than the 30th of June each year at a time and place decided by the Committee. At least 21 days' notice of an Annual General Meeting will be given by posting a notice on the Club's notice board, the Club's Web Site, the Club's broadcast email facility to members and where required by letter posted to members at their last known address not less than 21 days prior to the date of the meeting.
b) The business of the Annual General Meeting will be to confirm the minutes of the previous meeting, to receive and consider the Balance Sheet and Statement of Income and Expenditure, the reports of the Committee, the election of officers, and the appointment of an Auditor/Solicitor and consideration of any motions of which the required notice has been given.

**17. Special General Meeting:**

a) A special General Meeting of members may be convened by the Committee or Commodore after giving at least 14 days clear notice.
b) Fifty members may request a Special General Meeting. The request must be made in writing to the Secretary who shall, within 28 days, call the meeting. The request shall specify the objectives of the meeting and shall be signed by all members making the request. The meeting will only consider the purpose outlined in the request. Fourteen clear days' notice specifying the place, the date and time of the Special General Meeting and for the purpose for which it is held shall be given by notice, this notice to be posted on the Club's notice board, the Club's broadcast email facility to members and where required by letter posted to members at their last known address.

**18. Committee Meetings:**

a) The Committee shall meet regularly and at least once in each calendar months at a time and place to be determined by the Committee.

**19. Conduct of General Meeting:**

a) At the Annual General Meeting the first business shall be the discussion and adoption of the Annual Report and financial accounts. After the adoption of the Annual Report and

financial accounts, any member may without notice ask any question or move that any resolution relating to the Report or accounts.

b) Any member intending to move a resolution bearing upon the Management of the Club during the past financial year or regarding any other matter must, unless the resolution can be based on the Report or financial accounts, **give notice of motion in writing to the Secretary 28 clear days before the meeting.** This notice of motion shall be forwarded to each member with the notice of the meeting.

c) The usual **rules** of debate shall be followed, each member speaking only once to each motion or amendment, except the mover who may reply. The mover of any resolution or substantial amendment shall be allowed five minutes in which to introduce the proposition and ten minutes in reply or vice-versa, any other speaker shall be allowed five minutes. The Chairman shall decide whether any amendment proposed is substantial or not. If freer discussion of any subject is desired, any member may move that the meeting go into committee on that subject and the motion shall be immediately put and decided by a show of hands. In committee any member may move that the ordinary meeting shall be resumed and the motion be immediately put and decided by a show of hands.

d) Any General Meeting may be adjourned at any time for a period not longer than 14 days. If there is no quorum within half an hour after the time fixed for a General Meeting, the meeting will be adjourned for not more than 14 days, the new date to be fixed by the Committee, who shall give at least 3 days' notice of the meeting by advertisement and notice on the notice board. In the event of there being no quorum at this latter meeting, the meeting shall lapse.

e) The accidental omission of any notice to any of the members shall not invalidate any resolution passed at the meetings

**20. Voting:**

a) At any General Meeting and Special General Meeting of members, every member shall be entitled to be present and to give one vote on every question. In the case of equality of votes, the Chairman shall have a second and casting vote. Voting shall be on voices, however that the Chairman on his own volition, or on application of three members, may call for a show of hands. On a motion passed by a majority of the meeting, the vote shall be taken by secret ballot.

b) A member may give a proxy to another member. For a proxy to be valid, written notice of the proxy must be given to the Secretary 5 days prior to the relevant meeting. An open proxy allows the holding member to vote as they see fit. A directional proxy directs the way the holding member is to vote. A member may give a directional proxy to the Secretary.

**21. Quorum:**

a) The quorum for a meeting of the Committee shall be not less than six of its members and for a General Meeting of the Club shall be fifteen members.

**22. Accounts:**

a) The Committee shall cause to be kept true accounts.

1. Of all money received and paid by the Club and the reasons for the receipt and expenditure.

2. Of all assets, credits and liabilities of the Club including all charges and securities affecting any property of the Club.
3. The financial year of the Club shall begin on the 1st of April on one year and finish on the 31st of March the following year.
4. The books of account shall be kept at the office of the Club or other place decided by the Committee and shall be open for inspection of members at any reasonable time. All money received shall be promptly paid into a bank account approved by the Committee after being entered in the books of the Club as having been received.
5. All payments shall be reported to the Committee for confirmation at the next meeting, any payments on behalf of the Club shall be made by direct debit or by cheques signed by any two of the following officers:

   Commodore
   Treasurer
   Secretary
   Any other signatory approved by the Committee

6. At every Annual General Meeting of the Club the Committee shall present an audited Statement of Income and Expenditure and a Balance Sheet containing a summary of the assets and liabilities of the Club made up to the yearly date. These will be accompanied by a report from the Committee as to the state of the Club affairs.
7. The Club shall make the returns under section 23 of the Incorporated Societies Act 1908, or other statutory requirement. It will also comply with all statutes covering the operation of the Club.

**23. Common Seal:**

a) The Club shall have a Common Seal, which shall be kept in the custody and control of the Secretary or the Club's solicitor.
b) The documents to be executed by the Club under the Common Seal shall be affixed by the Secretary in the presence of two Committee members in accordance with a resolution of the Committee.

**24. General Powers:**

a) The Club shall have the power to:
   1. To take on lease, hire or acquire any real or personal property or rights or privileges which the Club may think necessary or convenient to further the objectives of the Club.
   2. To invest any monies, not required for immediate use, in securities or bank deposits as may be deemed advisable by the Committee. These may be varied from time to time.
   3. To lease or hire any property presently occupied whether real or personal of any kind, which may be used in connection with the objectives of the Club.
   4. To make regulations and by-laws for the conduct of the Club and the discipline required of members.
   5. To borrow or raise money by any legal means.
   6. To do anything else that the Club may decide to achieve the objectives or exercise its powers.

**25. Club Hours:**

a) Club hours shall be at the discretion of the Committee but will not be contrary to any license that the Club holds relating to serving of liquor.

**26. Replaced, Refer 4.8 Guests & Visitors:**

**27. Claims to Club Property:**

a) No expelled, retiring of forfeiting member shall have any claim on the Committee or the Club, either collectively or individually or to any party of the Club.

**28. Disputes:**

a) Every dispute between a member and or persons claiming through a member under the Constitution and the Club or an officer of the Club shall be decided by the Committee and the decision shall be binding and conclusive on all parties without appeal.

**29. By-Laws:**

a) The members in General Meeting shall have power to make regulations and by-laws dealing with all matters within the jurisdiction of the Club and not provided for in the **Constitution.**
b) The regulations and by-laws shall not be inconsistent or repugnant to the provisions of the Incorporated Societies Act 1908 and its amendments or of the **Constitution.**

**30. Interpretation:**

a) In the interpretation of the **Constitution,** the decision of the Committee shall be binding and final.

**31. General:**

a) All matters provided for in the **Constitution** shall, at all times, be dealt with in accordance with the following guiding principles:
   1. It is accepted that the Club is established primarily for the benefit and convenience of members.
   2. That the comfort, well-being and satisfaction of the Club's members take precedence to the admission of non-members.
   3. **That the admission of visitors should always be regarded as a privilege to allow them to offer occasional hospitality to their guests and not as a means of augmenting the revenue of the Club.**
   4. That at all times the provision of the Club's charter as laid down by the Liquor Licensing Authority is to be maintained and upheld.

**32. Alteration of the Constitution:**

a) No alteration, additions to or rescission of the **Constitution** shall be made other than at a **General Meeting and unless approved by 66% majority** of those members present and entitled to vote at a General Meeting of the Club.

b) No addition, alteration or rescission of the **Constitution** shall be approved if it affects the non-profit objectives or the personal benefit section of the winding up clause.

**33. Dissolution:**

a) The Club may be voluntarily wound up a provided by Section 24 of the Incorporated Societies Act 1908 and its amendments.
b) If on winding up or dissolution of the Club there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, this shall be given or transferred to some other institution or institutions having objectives similar to the objectives of this Club within New Zealand. This transfer shall be determined by the members at, or before, the time of dissolution, and in default of such determination: then by any Court in New Zealand, which may have or may afterwards acquire jurisdiction in the matter.

**34. Revocation of Prior Constitution:**

a) This revised **Constitution** is in substitution of and revokes any former **Constitution** that has been in force prior to the date of execution of this document.

**35. Honorarium:**

a) An honorarium may be paid to any person that gives either time or effort considered by the Committee to warrant financial reward, notwithstanding that all Committee positions are considered voluntary.

**MEMBERS CERTIFICATE**

We hereby certify that the forgoing **Constitution** has been approved and passed by the necessary majority of members at a properly convened Annual General Meeting of the Club held on the 4th of June 2016 and that it is the new **Constitution referred** to in the annexed declaration.

Kevin Brian Lynch

..... **Commodore**

..... **Member**
Peter Andrew Forward
5538

..... **Member**
Sandra Mary Perry
2564

**APPENDIX 1**

# WHANGAMATA OCEAN SPORTS CLUB CODE OF CONDUCT

## (Article 6.0 of the WOSC Constitution 2016)

*Every club member is to be conversant with this Code of Conduct and Behave in a manner consistent with its contents at all times during club visitations and Club activities.*

- **Members will place a priority on the safety of other members.**
- **Members will take a responsible approach to the consumption of alcohol.**
- **Members will not bring any of the club activities which include the sport of fishing or game fishing into disrepute.**
- **Members will not participate in verbal or physical abuse of other**
- **Members.**
- **Members will not use inappropriate language around members, visitors or at Club functions.**
- **Members are to conform to any dress or behavioural requirements set down by the Whangamata Ocean Sports Club (Inc.) or any other host club whilst on their premises.**
- **Members will be courteous to the management and staff of the**
- **Whangamata Ocean Sports Club (Inc.) or any other host club, and will comply with any directions issued by them.**
- **Members will not participate in sexual harassment or intimidation.**
- **Members will at all times and in all forums, act in the best interests of the Whangamata Ocean Sports Club (Inc.)**
- **Any breaches of the above Code of Conduct may be dealt with under Article 6 of the Club Constitution "Disciplinary Procedures"**