



New Constitution Information Sessions

All Members are invited to attend our New Constitution Information Sessions, where we will present and discuss the Draft Constitution.

These sessions are an opportunity to review the proposed changes, ask questions and ensure you are fully informed ahead of adoption.

Session Times: February

Monday 23rd – 11:00am & 3:00pm

Tuesday 24th – 11:00am & 3:00pm

Wednesday 25th – 11:00am & 3:00pm

Thursday 26th – 11:30am & 3:00pm

Friday 27th – 11:30am

All sessions are in the Lounge or Boardroom depending on availability.

We encourage all Members to attend a session.

MANUREWA COSMOPOLITAN CLUB INC



**RULES OF THE
MANUREWA COSMOPOLITAN CLUB
INCORPORATED**

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Rule 1. Nature of Change - Rule Name - previously "Title"

Incorporated under the Incorporated Societies Act 2022.

1 Society Name

1.1 The name of the Club shall be **MANUREWA COSMOPOLITAN CLUB INCORPORATED (the Club)**.

DRAFT

Rule 2. Nature of Change - New Rule Added - current Constitution does not include Definitions

2 Definitions

In this Constitution and the Standing Orders and By-laws, unless the context otherwise requires:

"Affiliated Club" means a club which is a member of Clubs New Zealand Incorporated or some other Club or association through whom the Manurewa Cosmopolitan Club has an arrangement for reciprocal visiting rights for Members, irrespective of whether the other Club has an alcohol licence or a permanent charter or not.

"Annual Subscription" is the amount payable annually by Members in accordance with [Rule 14](#).

"Auditor" means the Clubs Auditor pursuant to [Rule 36](#).

"Authorised Customer" has the same meaning as defined in section 60 of the Sale and Supply of Alcohol Act 2012 or any amendment or replacement thereof.

"Authorised Visitor" has the same meaning as defined in section 60 of the Sale and Supply of Alcohol Act 2012 or any amendment or replacement thereof.

"Board of Management" (Board) means the Club's governing body as set out in [Rule 23](#).

"Board Meeting" means a meeting of the Board.

"Board Member" means one of the people comprising the Board set out in [Rule 23.1](#) and elected pursuant to [Rules 25](#) and [28](#).

"By-laws" means the processes (rules) that are adopted at the time of formation of the Club or at a later date, that do not form part of the Constitution and may be added or changed or rescinded by a majority vote at a Board Meeting without reference to the Registrar of Incorporated Societies.

"Chairperson" means the person who is chairperson of a meeting pursuant to [Rule 22](#).

"Close Relation" means a current or former spouse or partner, parent, child, sibling, any person who regularly resides in the household or who within the prior 6 months regularly resided in the household.

"Club" means Manurewa Cosmopolitan Club Incorporated.

"Committee" means a group of people appointed or elected for a specific function e.g Appeals Committee, Disciplinary Committee, Section Committee.

"Electoral Procedure" means a system for which the election of Office bearers is utilised ranging from and not limited to, secret ballot, electronic voting system, postal ballot or any other properly conducted electoral process as approved by the Annual General Meeting or Special General Meeting.

"Employee Membership" means a person elected to Employee Membership of the Club in accordance with [Rule 11](#).

"Executive" means a person appointed to the Board pursuant to [Rules 23.1; 23.5; 23.6](#) and [25.1.3](#).

"Financial Member" means an Ordinary, Junior Member, Life Member, Temporary or Employee Member with no outstanding subscription or other payment to the Club overdue.

"Financial Statements" means the Club's balance sheet and statement of accounts made up to the last day of

the Year.

"General Meeting" means an Annual General Meeting or Special General Meeting of the Club.

"In Committee" means that no minutes or record of debate is kept, and that the debate is confidential to those attending the meeting concerned and "Into Committee" has a corresponding meaning.

"Junior Member" means a person elected to Junior membership of the Club pursuant to [Rule 9](#).

"Legal Purchasing Age" means the age at which a person may be sold or supplied with alcohol under current, relevant legislation for the Sale and Supply of Alcohol.

"Life Member" means a person elected to Life membership of the Club pursuant to [Rule 12](#).

"Meeting" means a General Meeting, Board or a Committee Meeting.

"Member" means any Ordinary, Junior, Employee, Life or Temporary Visitor Member of the Club as set out in [Rules 8, 9, 10, 11](#) and [12](#).

"Month" means calendar month.

"Officer" means a Board Member or a person occupying a position in the Club that allows the person to exercise significant influence over the management or administration of the Club.

"Ordinary Member" means a person elected to Ordinary membership of the Club pursuant to [Rule 8](#).

"Person" includes an individual, partnership, firm, company, body corporate, association, organisation or any other entity or organisation whether incorporated or not.

"Post" includes displaying information electronically and in prominent areas within the Club, including but not exclusively the Club Noticeboard.

"President" means the Club's President elected pursuant to [Rule 25.1.1](#).

"Rules" means individual regulations and/or by-laws that are set in place for guidance, in their various forms, for the efficient management and operation of the Club. Together all the rules form the Club Constitution.

"Secret Ballot" means a method of voting where the count is not open to dispute and the identity of those voting for or against the motion can be kept secret.

"Section" means an adjunct or section of the Club formed for sporting and special interest groups within the Club.

"Temporary Visitor Membership" means a person elected to Temporary Visitor membership of the Club pursuant to [Rule 10](#).

"Vice-President" means the Club's Vice-President elected pursuant to [Rule 25.1.1](#).

"Year" means the Club's financial year of 1st April to 31st March (Balance Date).

Rule 3. Nature of Change - Rule Number - previously Rule 2

3.2 added to meet requirements of Incorporated Societies Act 2022 section 111

3 Registered Office

3.1 The Registered Office of the Club shall be at 6-14 Alfriston Road, Manurewa, Auckland 2102.

3.2 Any change in the Registered Office of the Club must be sent by notice to the Registrar of Incorporated Societies within fourteen (14) days.

Rule 4. Nature of Change - Rule Number - previously Rule 31

4 Common Seal

4.1 The Board shall provide a common seal for the Club and may from time to time replace it with a new one.

4.2 The Manager shall have custody of the Common Seal, which shall only be used by the authority of the board.

4.3 Every document to which the Common Seal is affixed shall be signed by the President and countersigned by the Manager or a Board Member.

Rule 5. Nature of Change - Rule Number - previously Rule 3

5 Purposes of the Club

The purposes of the Club shall be:

5.1 To conduct, administer and maintain a Chartered Club for its Members and for such persons as are authorised from time to time in accordance with the terms of any licence granted to the Club.

5.2 To provide amenities and activities, promote sports and generally to provide a facility where Members may meet and enjoy companionship with one another.

5.3 Financial gain is not a purpose of the Club.

Rule 6. Nature of Change - Rule Number - previously Rule 26

6 Powers of the Club

6.1 To advance its purposes, the Club may exercise the powers set out in [Schedule A](#), in addition to all other powers conferred by law

Rule 7. Nature of Change - Rule Number - previously Rule 4

7 Obligations of Members

- 7.1 All Members and Board Members shall promote the purposes of the Club and shall do nothing to bring the Club into disrepute.

Rule 8. Nature of Change - Rule Number - previously Rule 5

8.6 added to meet requirements of Incorporated Societies Act 2022 section 76 (1)

8 Admission of Ordinary Members

- 8.1 Candidates for full membership must be over the legal drinking age. The undermentioned persons shall be disqualified from becoming Members, viz:
- 8.1.1 Anyone who has been expelled from any other Club.
 - 8.1.2 Anyone whose membership would if they were already a Member cease under [Rule 16](#).
- 8.2 The Board shall have the power to refuse the nomination of any Candidate for membership who, if they were already a Member would be liable to suspension or expulsion under [Rule 17](#).
- 8.3 Anyone who has been expelled from the Club or who has resigned their membership at the request of the Board shall be eligible to be elected as if they were "new Ordinary Members".
- 8.4 Each Candidate must be nominated in writing on the approved Nomination Form provided for that purpose by two (2) financial Members of the Club who have been Members of the Club for the preceding six (6) months. The Nomination Form shall include name, occupation, address, email address, phone number, age and place of birth of the Candidate, and a declaration by the proposer and seconder, of their belief that the Candidate is in every respect eligible as a fit and proper person for admission to membership.
- 8.5 The Nomination Form shall include an acknowledgment by the applicant that as a condition of membership the applicant consents pursuant to the Privacy Act 2020 to personal information in the form of the applicant's name and residential address, Office held (if necessary) and telephone number being included in Club membership records and/or for circulation to the Members and for inclusion in statistical returns supplied by the Club to Clubs New Zealand Inc. for levy purposes or for the purpose of notifying Clubs New Zealand Inc or any Affiliated Club of disciplinary procedures.
- 8.6 By signing the Nomination form the Applicant consents to becoming a Member of the Club. Nomination Forms shall be retained by the Club.**
- 8.7 The Candidate must at the time of their nomination, deposit with the Manager the appropriate fees as required by the Club.
- 8.8 The President or Manager shall have power to issue an interim ticket of membership upon payment of the fees as per [Rule 8.7](#). Should a Candidate be rejected after having received such ticket the nomination and the subscription fee shall be returned.
- 8.9 The names of the Candidates shall be posted on the Notice Board at least fourteen (14) clear days before their submission to the Membership Interview Committee and each Candidate for membership must appear before the Interview Committee and such Candidates complying with the

Rules and Conditions of the Club will be elected by a majority decision at the next Board Meeting.

- 8.10 Subject to the provisions of the preceding paragraph a financial Member of an Affiliated Club shall be eligible for membership of the Club on presentation of a letter from the Manager of the Affiliated Club to which they last belonged certifying to their having resigned there from and having been financial at the time of their resignation.
- 8.11 Such Member shall be entitled, subject to the provisions relating to Visitors, to a Visitors ticket for a period of one (1) month after lodging their application for membership of the Club and shall not be liable to pay the nomination fee but immediately upon acceptance and subject to the preceding paragraphs hereof shall become liable to pay their subscription to the end of the current financial year.
- 8.12 Life Membership of any Affiliated Club shall not ipso facto entitle such Member to Life Membership of the Club.

Rule 9. Nature of Change - Rule Number - previously Rule 6 9.2 added to meet requirements of Incorporated Societies Act 2022 section 76 (1)

9 Junior Membership

Notwithstanding any other rules, the following rules set out provisions applying specifically to Junior Members. For the avoidance of doubt, where there is conflict or ambiguity between these rules and any other rule in this Constitution, then this rule relating to Junior Members shall prevail. Subject to the provision contained in these rules, all other rules shall apply to Junior Members in the same way as they do to Ordinary Members.

- 9.1 A Child, Stepchild or Grandchild of a Member, who is not of the Legal Purchasing Age may apply to become a Junior Member of the Club in accordance with the procedure for Ordinary Membership set out in [Rule 8](#).
- 9.1.1 Any applicant for Junior Membership shall be subject to a Panel Interview with the Manager and Board representatives and the applicants Parent(s) or Guardian(s).
- 9.2 By signing the Nomination form the Applicant consents to becoming a Member of the Club. Nomination Forms shall be retained by the Club.
- 9.3 On reaching the Legal Purchasing Age, Junior Members are eligible to apply for Ordinary Membership.
- 9.4 Members shall automatically lose their Junior Membership status:
- 9.4.1 One (1) month after reaching the Legal Purchasing Age; or
- 9.4.2 Upon admission as an Ordinary Member, whichever is earlier
- 9.5 A Junior Member's rights are restricted by the following:
- 9.5.1 No voting rights at any General Meeting.
- 9.5.2 No right to hold Office or be a member of the Board of Management.
- 9.5.3 No right to nominate or second a Candidate for the Board of Management.
- 9.5.4 No right to nominate any applicant for membership.

- 9.5.5 No right to participate in any alcohol promotions, accept alcohol as a prize in any Club activity, purchase alcohol or accept alcohol from any Member except their parent or legal guardian.
- 9.5.6 A Junior Member must be supervised by a Parent / Guardian at all times unless competing in a Tournament or undergoing Coaching.
- 9.5.7 A Junior Member may have the right of admission to an Affiliated Club with which the Club has reciprocal rights (it is essential to check with each Club first to ensure they allow Junior Members into their Club – especially if a Junior Member is wishing to enter a Clubs New Zealand Sports Tournament).
- 9.6 A Junior Member only has the right to invite one person as a guest on any one day to the Club, who is not a Member but who is over the age of fifteen (15) years. This is subject to the Guest being the Junior Members Parent; Grandparent; Spouse or Legal Guardian.
- 9.7 A Junior Member must pay a subscription equal to the amount payable by Superannuants as in [Rule 14.4](#).
- 9.8 All Junior Members must join at least one Club Sports Section and pay any subscription required by the Section.

**Rule 10. Nature of Change - Rule Number - previously Rule 7
10.2 added to meet requirements of
Incorporated Societies Act 2022 section 76 (1)**

10 Temporary Visitor Membership

Individuals of at least the legal purchasing age may apply to become Temporary Visitor Members of the Club in accordance with the following rules:

- 10.1 Each Applicant for Temporary Visitor Membership shall complete the applicable Application Form.
- 10.2 By signing the Nomination form the Applicant consents to becoming a Member of the Club. Nomination Forms shall be retained by the Club.
- 10.3 Each Applicant shall deposit the time of application, a Nomination Fee and subscription of such sum as per [Rule 8.7](#) of this Constitution.
- 10.4 An application for Temporary Visitor Membership is deemed to be a declaration that the Applicant consents to membership, acknowledges that their information will be entered into the Register of Members and agrees to be bound by the Club Constitution, By-laws and policies.
- 10.5 Temporary Visitor Membership shall be valid for a period of one (1) month from date of joining.
- 10.6 Temporary Visitor Members shall automatically lose their Temporary Visitor Membership status;
- a) at the conclusion of the one (1) month period from the date of joining; or
 - b) upon admission as an Ordinary Member, whichever is earlier.
- 10.7 Temporary Visitor Membership cannot be extended and is not renewable. At any time during this membership, application can be made to be an Ordinary Member and any subscription already paid will contribute towards the fee required.

10.8 Temporary Visitor Members have:

- a) no voting or speaking rights at any General Meeting
- b) no right to hold Office or be a member of the Board of Management
- c) no right to join an Adjunct / Section
- d) no right be a member of an Adjunct / Section Committee
- e) no entitlement to reciprocal visiting rights
- f) no right to participate in Member only promotions; and
- g) may be subject to other restrictions as determined from time to time by the Board of Management

10.9 Subject to the foregoing, Temporary Visitor Members may access and enjoy the facilities of the Club during times that the Club is open; and

- a) The Board and / or Manager reserves the right to revoke Temporary Visitor Membership at any time if the Temporary Visitor Member is found to have provided false information or is deemed to have breached the Club's constitution or it's By Laws.

Rule 11. Nature of Change - Rule Number - previously Rule 8 11.2 added to meet requirements of Incorporated Societies Act 2022 section 76 (1)

11 Employee Membership

Individuals of at least the legal purchasing age who are employees of the Club may apply to become Employee Members of the Club in accordance with the following rules:

11.1 Individuals who are Employees of the Club may apply for Employee Membership of the Club in accordance with the procedure for Ordinary Membership set out in [Rule 8](#).

11.2 By signing the Nomination form the Applicant consents to becoming a Member of the Club. Nomination Forms shall be retained by the Club.

11.3 No Annual Subscription will apply for their term of employment.

11.4 In the event that an Employee Member is no longer employed by the Club they will be converted to an Ordinary Membership subject to approval by the Board.

11.5 An Employee Member's rights are restricted by the following:

- a) No voting or speaking rights at any General Meeting.
- b) No right to hold Office, be a member of the Board, or partake in the election process of the Club.

11.6 The Board and Management reserve the right to introduce policies excluding Employee Members from participating in promotions and other activities within the Club whilst on duty.

- 11.7 For the avoidance of doubt, any matters relating to an Employee Member or Membership will be dealt with by the Manager in accordance with relevant Employment Law and the Employees' Employment Agreement.

Rule 12. Nature of Change - Rule Number - previously Rule 9

12 Life Members

- 12.1 The Club in General Meeting upon the recommendations of the Board or upon the motion of any Member of which notice has been duly given shall have power to reward any Member for special services rendered to the Club by electing them a Life Member provided that the Life Members elected under this sub-section shall not at any time be greater than one percent (1%) of the membership of the Club.
- 12.2 Life Members shall be entitled to all the privileges of the Club including the right to vote at any meeting or in the election of any Officers or in any other matter affecting the Club but shall not be liable for payment of any subscription.

Rule 13. Nature of Change - Rule Number - previously Rule 32

13 Register of Members

- 13.1 The Manager shall keep a Register of Members (the Register), which shall contain the names, the postal and email addresses and telephone numbers of all Members, and the dates at which they became Members.
- 13.2 If a Member's contact details change, that Member shall give the new postal or email address or telephone number to the Manager.
- 13.3 Each Member shall provide such other details as the Board requires.
- 13.4 Members shall have reasonable access to the Register.

Rule 14. Nature of Change - Rule Number - previously Rule 10

Rule Title - previously "Subscriptions"

14 Annual Subscriptions

- 14.1 All subscriptions shall be paid yearly in advance to the Manager and all subscriptions received shall be paid into the bank account to the credit of the Club. The subscription year of the Club shall end on the 30th day of June in each year and subscriptions shall be payable by Members by the 1st day of July in each year. If a Member joins part way through a subscription year, the Member shall pay a pro-rata subscription, where their membership shall date from the first day of the month during which the Candidate was elected or their membership commenced under [Rules 8, 9](#) and [10](#).
- 14.2 The annual subscription shall be determined by the Board and shall be approved annually at the Annual General Meeting having been previously notified to Members.
- 14.3 The subscription once approved shall be payable for the year commencing immediately after the Annual General Meeting.
- 14.4 Members who have attained the current New Zealand Superannuation eligibility age shall have the option of paying a reduced subscription which shall be determined by the Board and shall be approved annually at the Annual General Meeting having been previously notified to Members. Those

Members currently paying a discounted subscription will not be affected.

Rule 15. Nature of Change - Rule Number - previously Rule 11

15 Subscriptions in Arrears

- 15.1 Every subscribing Member shall within fourteen (14) days before their subscription becomes due, be notified in writing or other electronic means to that effect.
- 15.2 Any subscribing Member allowing their subscription to remain unpaid after the 31st day of July shall have their name erased from the Register of Members.
- 15.3 Any Member whose name has been erased shall be deemed to have retired from membership, but the Board shall have the right upon payment of the subscription to reinstate them or otherwise as they may deem fit. Provided that any Member upon leaving town for any lengthened period or being incapacitated by illness or accident may (on proof of the fact being given to the Board) be reinstated from such date as the Board thinks fit.
- 15.4 For all purposes in connection with the holding of an Annual General Meeting or an election or the nomination of a Candidate for Office or for membership, a subscribing Member shall not be deemed to be financial unless their subscription is paid up to the end of the current subscription year.

Rule 16. Nature of Change - Rule Number - previously Rule 34

Rules 16.4 to 16.9 added to meet requirements of Incorporated Societies Act 2022 section 79

(wording taken from Clubs New Zealand Model Constitution)

16 Cessation of Membership

- 16.1 The Board shall have the power to appoint, suspend or dismiss (summarily or otherwise) any salaried Officer of the Club.
- 16.2 The President, Vice President, Board Member or Chairperson of any meeting of the Club and of the Board shall have the power to peremptorily suspend a Member from the privileges of the Club who after being duly cautioned persist in creating a disturbance at any meeting or entertainment.
- 16.3 The Board, Board Member or in their absence, the Duty Manager may suspend any Member whose conduct is prejudicial to the peace and harmony of the Club or wilful infringement of the Rules or House Rules of the Club. Such Member shall be suspended until a formal inquiry into the alleged misconduct is held. This inquiry shall be held within ten (10) days of notification of such inquiry, which shall be by letter directed to their last known address and shall call upon them for an explanation of their conduct and hear what they may wish to urge for their defence. The Board's decision to suspend or expel shall be absolute and final with the exception of the redress given to such expelled or suspended Members by [Rule 19](#) hereof.
- 16.4 A Member wishing to resign their membership must do so in writing to the Club Manager via email, post or hand delivery.
- 16.5 A resignation will not become effective until all subscriptions, levies or other payments owing at the date the resignation is received, are paid.
- 16.6 No such resignation shall relieve any Member from payment of any subscription, levy, or other payment due or payable at the time of resignation.

16.7 No subscriptions, levies or other payments already received by the Club as at the date of resignation shall be refunded to the resigning Member on resignation.

16.8 On the death of a Member, membership rights and privileges will cease and are not transferable.

16.9 The Register of Members shall be updated with the accepted effective resignation date and the name of each person who has ceased to be a Member of the Club for the previous 7 years shall be maintained.

Rule 17. Nature of Change - Rule Number - previously Rule 35

17 Offences

17.1 When it shall come to the knowledge of the Manager that a Member has been convicted of an offence or that a prohibition order has been made against a Member it shall be the duty of the Manager to report the fact to the Board at or before the next meeting.

17.2 Any Member against whom a prohibition order is made shall ipso facto cease to be a Member. They may at the expiry or cancellation of the prohibition order apply for re-admission to the Club. Their re-admission to the Club shall be by majority decision of the Board

17.3 Any Member who, after election to the Club, is convicted of a criminal offence which involves imprisonment or a fine, may by resolution of the Board be suspended or expelled.

17.4 A Member who has been expelled from the Club may be re-admitted by approval of a three-fifths (3/5^{ths}) majority of the Board.

Rule 18. Nature of Change - New Rule Added to meet requirements of Incorporated Societies Act 2022 section 38 Rule 18.19 is existing Rule 49

18 Disputes

18.1 All Members of the Club will be covered by these Rules and may be subject to penalties, sanctions or orders imposed by the Disciplinary Committee.

18.2 If the conduct of any Member should be reported as objectionable, a Member, Guest, Visitor, Staff Member or any member of the public making the complaint shall do so in writing to the Manager, as soon as practical and no later than one (1) calendar month after the incident, on the Complaint Form as prescribed in these Rules.

18.3 The Complaint Form (Appendix 1) will include:

- a) The name of the Complainant
- b) The Complainants Membership Number or position held within the Club (if any)
- c) The name of the person complained about (Respondent)
- d) The date, time and location of the incident
- e) The nature and details of the incident

f) The name of witnesses (if any)

g) The remedy sought by the Complainant

18.4 Upon receipt of complaint, the Board will decide whether a Disciplinary Committee needs to be convened within 14 days or within a reasonable time as circumstances permit. In the event of a complaint being made against a Board Member, a Disciplinary Committee will be convened by the Manager.

18.4.1 Depending on the seriousness of the complaint and at the discretion of the President and/or Manager, the Respondent may be immediately notified that they are temporarily suspended pending an investigation and/or until a hearing if any.

18.5 The Disciplinary Committee shall consist of three (3) members of the Board who have no actual, apparent or perceived bias in relation to the Respondent.

18.6 In the event that three (3) Board Members cannot be found to be free of any actual, apparent or perceived bias up to three (3) financial Members of the Club may be co-opted by the Board to form a Disciplinary Committee. If this is still not possible, they may co-opt up to three (3) non-Members of the Club to fill the vacancy / vacancies with the preference being given to members of another Club or members of the public in good standing.

18.7 If the complaint is against a Board Member, the Manager may co-opt three (3) financial Club Members who have no actual, apparent or perceived bias in relation to the Respondent. If this is not possible the Manager may co-opt up to three (3) non-Members of the Club to fill the vacancy/vacancies with the preference being given to members of another Club or members of the public in good standing.

18.8 Prior to any hearing, the Disciplinary Committee will request that the Manager, or their representative, endeavour to obtain any witness statements as appropriate to the complaint. In all cases the witness statements(s) will be provided to the Respondent prior to the hearing and will be tabled at any mediation or hearing.

18.9 Witnesses may or may not be called to, or requested to attend any mediation or hearing in person as deemed appropriate.

18.10 The Disciplinary Committee may, where they deem appropriate, use Restorative Justice or Mediation in the first instance before taking the complaint to a Disciplinary Hearing. This will be at the discretion of the Disciplinary Committee.

18.11 The Respondent will be notified of the complaint against them in the Advice of Complaint Form (Appendix 2) as soon as practically possible taking into account potential sensitive issues and difficulties that may arise from the complaint.

18.11.1 Notification will be via email sent to the email address in the Clubs Register of Members, or in the event the Respondent does not have an email address in the Clubs Register of Members, to their mailing address in the Clubs Register of Members.

18.12 At the time of notification, the Respondent will be given a minimum of seven (7) days notice of the date and time of the mediation meeting or hearing. The Respondent may request a different date and/ or time however any request to change is at the discretion of the Disciplinary Committee.

18.13 The Respondent shall be supplied with any statements relating to the complaint that are obtained after receipt of the complaint which have not previously been provided to the Respondent.

18.13.1 Any video, photographic or audio evidence compiled by the Club will not be permitted to be copied or taken off the Club premises by either party. The respondent may request a viewing of such evidence (along with any support person or legal representative) at a time agreed upon with the Manager or their representative.

- 18.14 The Respondent is entitled to be represented at the hearing by legal counsel who holds a current practicing certificate. In addition, they may bring one (1) support person of their choice to the meeting. Any support person attending will not be permitted to cross-examine any witnesses or make submissions on their behalf.
- 18.15 The Disciplinary Committee may bring a Club legal representative to any meetings or hearing.
- 18.16 The Disciplinary meeting or hearing will be audio recorded for accuracy which will be saved on the Club computer servers for a minimum of 12 months where possible but may be kept for a longer period. A copy will not be provided to any party.
- 18.16.1 Neither the Complainant nor Respondent will be permitted to record proceedings. A transcript of the meeting may be requested and will be supplied to either party with fourteen (14) days of the request.
- 18.17 At any time during the hearing the Disciplinary Committee may adjourn or halt proceedings to obtain any legal or other advice, information, witness statement(s) or for any other reason it sees fit. The proceedings will be recommenced at a time set by the Disciplinary Committee.
- 18.18 At the conclusion of any meeting or hearing the Disciplinary Committee may take up to seven (7) days to deliberate and reach a decision. Once a decision has been made the Disciplinary Committee will notify both the Complainant and the Respondent of their decision in writing and the reasons for the decision within three (3) working days. Notifications will be sent as per [Rule 18.11.1](#).
- 18.18.1 The Respondent will have three (3) days to respond to the decision of the Disciplinary Committee.
- 18.18.2 In the event of the Disciplinary Committee finding a complaint proven, they will convene at any time, but no more than seven (7) days after the period prescribed in [Rule 18.18](#) to determine the imposition of any sanction or penalty, if any. This does not preclude the Disciplinary Committee imposing a sanction or penalty immediately after finding the complaint proved. The Respondent will be notified of the sanction or penalty and the reasons for the sanction or penalty, within two (2) working days of the decision.
- 18.19 Subject to [Rule 19](#) every dispute between a Member or person claiming through a Member and the Club or an Officer thereof shall be decided by the Board and the decision so made shall be binding and conclusive on all parties without appeal and shall not be removable into any Court of Law or restrainable by injunction and application for the enforcement thereof may be made to a Magistrates Court.

Rule 19. Nature of Change - New Rule Added to meet requirements of Incorporated Societies Act 2022 section 44

19 Appeals

- 19.1 Further to the outcome from [18.18.2](#); the Respondent will have seven (7) days to notify the Club of any wish to appeal the decision. The notification must be in writing either in hard copy to the Club or sent via email to the Manager at manager@manurewacc.org.nz.
- 19.1.1 The Respondent will have up to a further seven (7) days to notify the grounds for their appeal.

- 19.1.2 If in the opinion of the Manager the sanction; penalty or order made by the Disciplinary Committee is inadequate or inappropriate, the Manager may file an appeal within in seven (7) days of receiving the Disciplinary Committee's decision. A copy of the appeal must be served within a further seven (7) days of the Respondent.
- 19.2 On receipt of an appeal notice, the Manager shall within 48 hours, summon the Appeals Committee to convene to re-hear the case.
- 19.3 The Appeals Committee cannot include any of the members of the original Disciplinary Committee.
- 19.4 The Appeals Committee will be given any and all information, statements, recordings, videos, transcripts and any other evidence as gathered during the Disciplinary proceedings. They may at their discretion obtain new information, witness statements or advise as they deem necessary.
- 19.5 The Appeals Committee will set a date as per [Rule 18.12](#) and will inform the Respondent as per [Rule 18.11.1](#) and the process will follow the same process as the Disciplinary Committee.
- 19.6 The Disciplinary Committee or Appeals Committee have the power to issue a warning or caution; impose a good behaviour bond; suspend or cancel Club Membership; expel the Member; ban the Member from rejoining the Club for any length of time, or apply penalties, sanctions orders as they see fit.
- 19.7 At all times during the process the privacy of all parties must be respected by all parties.
- 19.8 All hearings will be private. No members of the public or Members shall be entitled to attend. Representatives of the media are not entitled to attend.
- 19.9 The Appeals Committee decision shall be final, and no further appeal will be permitted.

Rule 20. Nature of Change - Rule Number - previously Rule 12

Reformatted so quorum for AGM is clear (20.2)

20 Annual General Meeting

- 20.1 The Annual General Meeting of the Club shall be held in the month of June in each year on a date to be fixed by the Board and eight (8) clear days' notice of such meeting shall be given by notice posted on the Club Notice Board and a copy of such notice shall be sent via email or SMS to each Member eight (8) clear days prior to the date of such meeting.

- 20.2 At such meeting a quorum shall be formed by one hundred and twenty-five (125) of the financial membership of the Club.

Rule 21. Nature of Change - Rule Number - previously Rule 13

21 Special General Meeting

- 21.1 The President shall call a Special General Meeting of Members at any time within eight (8) days upon the request by resolution of the Board or upon receipt of a requisition signed by not less than two hundred (200) of the financial membership of the Club stating the purpose for which such a meeting is desired. Notice of any such meeting shall be given to Members of the Club in the same manner as notice for an Annual General Meeting.
- 21.2 Special General Meetings no other business than that for which the meeting is called shall be dealt with.

- 21.3 At such meeting a quorum shall be formed by seventy-five (75) of the financial membership of the Club.

Rule 22. Nature of Change - Rule Number - previously Rule 14

22 Conduct of General Meetings

- 22.1 At all General Meetings the Chairperson shall be the President or in the absence of the President, the Vice-President or in the absence of both the President and the Vice-President a Board Member elected by the meeting.
- 22.2 At the Annual General Meeting the first business shall be the discussion and adoption of the Annual Report and Balance Sheet. The adoption of the Annual Report and Balance Sheet having been moved and seconded, any Member may without notice ask any question or move any resolution relative to the Annual Report and Balance Sheet.
- 22.2.1 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 founded on the Report or Balance Sheet give notice of their motion by handing the same to the Manager twenty-one (21) clear days before the meeting and such notice of motion shall be forwarded to each Member with the Notice of the Meeting.
- 22.2.2 The Rules of debate shall be followed, each Member speaking once only to each motion or amendment except the Mover who may reply. The Mover of any resolution or substantial amendment shall be allowed five (5) minutes in which to introduce their proposition and ten (10) minutes to reply, or vice versa any other speaker will be allowed five (5) minutes. The Chairperson shall decide whether any amendment proposed is a substantial amendment or not
- 22.2.3 Voting on any proposal shall be by a show of hands and the issue shall be carried or rejected by a simple majority of Members present. A ballot shall be taken where the Chairperson considers a ballot appropriate or if three (3) or more Members demand a ballot. If demanded the ballot shall be conducted in such a manner the Chairperson directs. In the case of voting being equal the Chairperson shall have a casting vote.
- 22.2.4 Any General Meeting may be adjourned to any time not exceeding fourteen (14) days thereafter. In the event of there being no quorum within half an hour after the time fixed for a General Meeting, the meeting shall stand adjourned for not more than fourteen (14) days, the new date to be fixed by the Board who shall give at least three (3) days' notice of the meeting by advertisement and notice on the Notice Board. In the event of there being again no quorum, the Members present at the appointed time of the meeting shall constitute a quorum.

Rule 23. Nature of Change - Rule Number - previously Rule 15

23.7 added to meet requirements of Incorporated Societies Act 2022 section 52

23 Management of the Club

- 23.1 The Management of the Club shall be vested in the "Board of Management" herein before and after referred to as the "Board" and will be composed of the President, Vice President and four (4) elected Board Members and three (3) Executive Board Members to be appointed on the recommendation of the Board with the approval of the Members at an Annual General Meeting.
- 23.2 The Chairperson of the Board shall be the President or in the absence of the President, the Vice President shall preside and failing both, a Chairperson elected by the Board, of whom six (6) shall form a quorum.
- 23.3 The Board shall be deemed to be fully and properly constituted notwithstanding any extraordinary vacancies that may exist in it or any defect in the number of Members returned at any election provided a quorum remains.
- 23.4 The Club Manager and Assistant Manager would be entitled to attend meetings by invitation, without voting rights.
- 23.5 There shall not be less than three (3) Executives.
- 23.6 The Executives shall:
- a) have been a financial Member of the Club (or combined with its predecessor the Manurewa Cosmopolitan Club) for two (2) consecutive financial years.
 - b) make application to the Board in writing, providing a CV and rationale as to why they should be given consideration for the role.
 - c) be eligible to be re-elected, and in the case of multiple applicants above the requirement; the recommendation to be made to the Members will be decided by a majority vote at a Board meeting.
 - d) in the event of a vacancy within the Term of Office, the Board shall have the authority as they see fit, to co-opt a Member of the Club who is deemed to be suitably qualified to temporarily fill the vacancy of Executive; that appointment to be submitted along with other recommendations to hold Office as an Executive at the next Annual General or Special General Meeting of the Club.

- 23.7 Any change in Board appointments of the Club must be sent by notice to the Registrar of Incorporated Societies within twenty (20) working days.

Rule 24. Nature of Change - Rule Number - previously Rule 36 **Rule Title - previously "Board of Appeal"**

24 Appeals Committee

There shall be an Appeals Committee consisting of five (5) Members who shall be elected annually and whose duty it shall be to hear and decide any appeal lodged by a Member or Members against any decision of the Board entailing suspension or expulsion.

- 24.1 Officers and Board Members shall not be eligible for membership of the Appeals Committee, who shall be elected by the Members at the same time, in the same manner and subject to the same conditions as the election of Officers and Board Members and the election shall be conducted by the same Returning Officer.
- 24.2 At the first meeting of the Appeals Committee, they shall elect a Chairperson who shall retain that position until a new Appeals Committee is elected.
- 24.3 In the event of an Appeal, the Appeals Committee cannot include any of the members of the original Disciplinary Committee that heard the case initially.

Rule 25. Nature of Change - Rule Number - previously Rule 16

25 Qualification for Office

- 25.1 The following provisions shall apply to the election of Officers:
 - 25.1.1 A Candidate for the Office of President, or Vice President must have been a Member of the Club for at least three (3) years immediately prior to nomination and shall have served for at least one (1) term on the Board.
 - 25.1.2 A Candidate for the Office of Board Member must have been a Member of the Club for at least one (1) year immediately prior to nomination.
 - 25.1.3 A Candidate for the position of Executive Board Member must have been a Member of the Club for at least two (2) consecutive years prior nomination.
 - 25.1.4 No nomination for the Office of President, Vice President or Board Member shall be accepted from a Member who, at the time nominations are called under [Rule 28](#), is a Manager, Secretary, or Member of the Executive Committee of any other Affiliated Club in New Zealand. This rule shall also apply to those Clubs during formation prior to the granting of a licence.
- 25.2 A Member may be a Candidate for but shall not hold more than one (1) Office.
- 25.3 In the case of plural nominations, the order of precedence shall be:
 - 25.3.1 President, Vice President, Board Member, but where a Candidate's nomination is the only received for a particular Office, they shall be declared duly elected, and their nomination for any other Office shall be void.
 - 25.3.2 Any Member who has been suspended may at the discretion of the Board be ineligible for Office for a period of up to five (5) years from the date of suspension.

Rule 26. Nature of Change - Rule Number - previously Rule 17

26 Term of Office

- 26.1 The President, Vice President and Board Members shall hold Office for twelve (12) months, retiring at the Annual General Meeting in June.
- 26.2 The President, Vice President and up to four (4) Board Members shall be eligible for re-election.
- 26.3 A Member of the Board may at any time retire from Office by giving notice in writing to the Manager to that effect.
- 26.4 The Board shall remain in Office and continue to manage the business of the Club notwithstanding that their term of Office may have expired, until the first meeting of the new Board.

Rule 27. Nature of Change - New Rule Added to meet requirements of Incorporated Societies Act 2022 section 54 - 61 (wording taken for Clubs NZ Model Constitution)

27 Officers Duties

- 27.1 Render every assistance to the President, Vice-President and Staff of the Club to maintain order and to prevent infringement of the Rules, Regulations or By-Laws or the terms of any charter or licence which may from time to time be granted to the Club.
- 27.2 Use powers for the proper purpose, to comply with the Act and the Clubs constitution.
- 27.3 Act in good faith and the best interests of the Club.
- 27.4 Exercise a degree of care and diligence of a reasonable person with such responsibilities.
- 27.5 Not allow the Club activities to be carried on in a reckless manner or in a way likely to create a substantial risk of serious loss to the Club's creditors.
- 27.6 Not to allow the Club to incur obligations that the Officer does not reasonably believe will be fulfilled.
- 27.7 Abide by the Club's Board Code of Practise and Conduct, and
- 27.8 Any other duties which the Board may from time to time determine.

Rule 28. Nature of Change - Rule Number - previously Rule 18
28.4 added to clarify procedure if insufficient nominations for
Offices are received

28 Election of Officers

- 28.1 All Board Members, subject to election shall be elected by Members except as otherwise provided in the case of Extraordinary Vacancies ([Rule 33](#)) in the manner and subject to the following conditions:
- 28.1.1 Each Candidate for Office must be duly proposed and seconded by two (2) financial Members (who have been Members of the Club for the last preceding twelve (12) months) on a printed form supplied for the purpose, such form to be signed by the Candidate and handed to the Manager or an appointee by 6.00pm; twenty-one (21) days before election day when nominations shall close. A list of the nominations shall be posted on the Notice Board until the election takes place and a copy of such list shall be forwarded by post or electronic mail to each Member and Life Member with the notice of the election.
- 28.2 Any Candidate for Office desiring to withdraw their nomination must give notice thereof in writing to the Manager or an appointee who shall post the same on the Notice Board beside the list of nominations where it shall remain until the election takes place.
- 28.3 If the number of Candidates for any Office does not exceed the number required to be elected the Members nominated shall be declared elected at the time here in after fixed for the declaration of elections.
- 28.4 **If there are not sufficient nominations pursuant to [Rule 23.1](#), to fill a vacant role, the Board may elect to co-opt an eligible person to fill the vacant role(s) or leave the position vacant providing a quorum required by [Rule 39.3](#) is maintained.**
- 28.5 All contested annual elections shall be by ballot and shall be held in an area set apart for the purpose between the hours of 10.00am and 6.00pm upon a date to be appointed by the Board, such date to be within ten (10) days after the date on which the Annual General Meeting is to be held. No ballot papers shall be taken out of the area and not more than six (6) voters shall be allowed in the area at one time. The count shall be taken immediately upon the close of the ballot and the result be posted on the Notice Board (where it shall remain until the first meeting of the incoming Board) by the Returning Officer who shall declare the successful Candidates duly elected.
- 28.6 The Returning Officer shall exercise a casting vote in the case of a tie in the ballot.
- 28.7 The Board shall call for nominations and appoint a Returning Officer for each election and shall make all necessary arrangements for the conduct of the election.
- 28.8 Any Candidate for Office may appoint a Scrutineer, such Scrutineer to be a financial Member.
- 28.9 A voter may vote for one (1) or more Candidates on the voting paper up to the full number of Candidates required to be elected. Every voting paper on which the number of votes given exceeds the number of Candidates required to be elected shall be rejected as informal.
- 28.10 Any Member entitled to vote under these Rules, who is unable to attend the Club on the date of an election shall be allowed to exercise their privilege to vote in the following manner:
- 28.10.1 Every such voter shall hand or post for delivery to the Returning Officer, Manager or an appointee at any time after the closing of the nominations but prior to the opening of the poll in a sealed envelope in writing the name or names of the Candidate or

Candidates for whom they wish to vote with their Membership Number; own signature beneath and the date of signing on the same and such envelope shall be initialled and dated on the outside by the Returning Officer, Manager or appointee on receipt thereof and be placed immediately in a locked ballot box and be held there intact until the close of the poll when their vote shall if in all respects valid be included with the general votes received thereat.

- 28.10.2 If in the future a secure means of electronic voting be established, any Member entitled to vote under these Rules, who is unable to attend the Club on the date of an election shall be allowed to exercise their privilege and to vote electronically.
- 28.11 Any paid Official or Servant of the Club endeavouring to influence the result of an election shall be liable to summary dismissal.

Rule 29. Nature of Change - Rule Number - previously Rule 19

Reformatted to make process clearer

29 Recount of Votes

- 29.1 Where any Candidate has reason to believe that the declaration of the number of votes received by any Candidate at any election is incorrect, he/she may within twenty-four (24) hours after such declaration is made, apply to the President for a recount of the votes.
- 29.2 Every such application shall be accompanied by a deposit of three dollars (\$3.00).
- 29.3 The President shall as soon as practicable after receiving such application and deposit, cause a recount of the votes to be made by the Returning Officer and the Scrutineer if any.
- 29.4 If on the recount it be found that such declaration was incorrect the Returning Officer shall post upon the Notice Board an amended declaration of the total number of votes received by each Candidate as disclosed by such recount and the Candidates then found to have received the highest number of votes shall be declared to be elected and the deposit shall be returned to the person who paid the same.
- 29.5 If as a result of the recount it be found that the original count was correct the Returning Officer shall in like manner confirm the former declaration and the deposit shall be forfeited to the general funds of the Club.

Rule 30. Nature of Change - Rule Number - previously Rule 20

30 Forfeiture of Office

- 30.1 The Board shall declare forfeited the seat of any Member of the Board who:
- 30.1.1 Is absent from three (3) consecutive meetings of the Board without leave of absence granted by resolution recorded in the Minutes.
 - 30.1.2 Is suspended by the Board for any offence.
- 30.2 Any Member of the Board who shall have so forfeited their seat shall not be eligible for re-election from the date of such forfeiture for a period of up to five (5) years at the discretion of the Board.

**Rule 31. Nature of Change - New Rule
Added to meet requirements of
Incorporated Societies Act 2022 section 50 (1) (a)**

31 Resignation from Office

- 31.1 A member of the Board may resign by signing a written notice of resignation and giving it to the Board.
- 31.2 The notice of resignation is effective when it is received by the Board or at a later date specified in the notice.

**Rule 32. Nature of Change - New Rule
Added to meet requirements of
Incorporated Societies Act 2022 section 50 (1) (b)**

32 Removal from Office

- 32.1 A Board Member may be removed from Office for any reason which the Board deems expedient in accordance with the following:
- 32.1.1 The Board shall convene an Extraordinary Meeting of the Board to consider the removal.
 - 32.1.2 The Board must give seven (7) days notice in writing to the Board Member in question, informing the Board Member of their right to appear and be heard at that meeting.
 - 32.1.3 After the Board Member in question has had the opportunity to be heard, the Meeting may elect to remove the Board Member from Office by 75% majority vote.
 - 32.1.4 If the Board elects to remove the Board Member, such removal shall be effective immediately.
- 32.2 On receipt of a notice of motion of no confidence in one (1) or more Board Member(s) signed by ten percent (10%) of the total membership or fifty (50) Financial Members (whichever is the greater, the Board shall convene a Special General Meeting and proceed in accordance with [Rule 21](#).
- 32.2.1 In the event that a Notice of Motion of no confidence is raised against more than one (1) Board Member or the entire Board, the motion will be discussed at the Special General Meeting referred to in [Rule 32.2](#). If the motion is carried, the meeting will appoint three (3) Members of the Club to assume the governance role until new elections can be conducted at a date set by the Special General Meeting.
- 32.3 A Board Member, who has been convicted of any offence which in the opinion of a majority of the Board brings the Club into disrepute, shall automatically and immediately be removed from Office.
- 32.4 A Board Member, who becomes disqualified from holding Office in accordance with section 47(3) of the Incorporated Societies Act 2022 shall automatically and immediately be removed from Office.
- 32.5 The Board may elect to remove a Board Member who becomes physically or mentally incapacitated to the extent that the Board Member cannot carry of the Board Members duties as a Board Member.

32.6 No Board Member who has been removed from Office shall be eligible for re-election without the consent of a General Meeting.

Rule 33. Nature of Change - Rule Number - previously Rule 21

33 Extraordinary Vacancies

33.1 If the President, Vice President or any elected Board Member dies, resigns, refuses to act or becomes incapacitated from acting or if there be any defect in the number of Officers or Board elected at the General Election, any vacancy so arising shall be deemed an Extraordinary Vacancy and shall be filled as follows:

- 33.1.1 Where such vacancy occurs in the Office of President, Vice President, the Board shall forthwith elect one of their number to fill such vacancy.
- 33.1.2 Where such vacancy occurs in the Office of Board the unsuccessful Candidate for Office of Board who polled the highest number of votes at the election previous to the vacancy occurring shall automatically be elected to fill such vacancy.
- 33.1.3 Where such vacancy occurs in the Office of the Auditor, the Board shall fill such vacancy forthwith.
- 33.1.4 Where under this Rule such extraordinary vacancy occurs within four (4) months of the next Annual General Meeting the Board may postpone such election until the next Annual General Election takes place.

Rule 34. Nature of Change - Rule Number - previously Rule 27 and Reformatted to make responsibilities clearer

34.7 added to meet requirements of Incorporated Societies Act 2022 section 113

34 President and Vice President

34.1 The President shall have control over all paid Officials of the Club subject to the approval of the Board and shall preside at all meetings of the Club.

34.2 In the absence of the President the Vice-President shall preside.

34.3 The President shall preside over all meetings of the Board and all Annual and Special General Meetings of the Members. In the absence of the President the Vice-President shall preside.

34.4 The Chairperson of any meeting shall have a deliberate and casting vote.

34.5 The President and Vice President shall be ex-officio Members of all sub-committees.

34.6 The President and Vice President shall have the right of entry upon the Club premises or buildings at any time.

34.7 The President shall be a contact person with whom the Registrar can contact when needed.

Rule 35. Nature of Change - Rule Number - previously Rule 28
35.3 added to meet requirements of
Incorporated Societies Act 2022 section 113

35 Manager

- 35.1 The Manager shall be an official appointed by the Board and shall be deemed to act as the Club's Secretary / Representative for the purposes of Licensing Laws of New Zealand. They shall follow the Rules and Conditions of their employment as laid down by the Board. They shall see that all returns as required by the Incorporated Societies Act 2022 are forwarded to the Incorporated Societies Registrar.
- 35.2 The Manager shall ensure that all monies received by the Club are deposited into the Bank Account(s) to the credit of the Club daily and shall provide a report of bank balances to the Board once a month.
- 35.3 The Manager shall be a contact person with whom the Registrar can contact when needed.

Rule 36. Nature of Change - Rule Number - previously Rule 22

36 Auditor

- 36.1 An Auditor, who shall be a Member of the Institute of Chartered Accountants of New Zealand, shall be appointed by the Members at the Annual General Meeting of the Club. The Auditor shall not hold any other Office in the Club. The Auditor shall have the right to attend any meeting of the Club. Any audit fees shall be determined by the Board.
- 36.2 The Auditor shall be deemed to be re-appointed for the current financial year unless:
- 36.2.1 a resolution passed at a General Meeting of the Club appoints another Auditor; or provides expressly that the present Auditor shall not be re- appointed; or
 - 36.2.2 the current Auditor, in writing, gives notice of an unwillingness to be re-appointed; or
 - 36.2.3 the Auditor is ineligible for appointment in the current financial year; or
 - 36.2.4 the Auditor ceases to act by reason of death or incapacity.
- 36.3 The appointment of an Auditor who has a partnership in a firm of Auditors shall be deemed to include the appointment of such partners.
- 36.4 Should there be a defect in the number of Officers, Board or Auditors not otherwise provided for under these Rules, the Board may fill such vacancy or vacancies until the next Annual Election takes place as they may deem fit.

Rule 37. Nature of Change - New Rule Added to meet requirements of Incorporated Societies Act 2022 section 101 & 102

37 Accounts and Financial Management

37.1 General Accounting and Financial Management

37.1.1 The Board shall ensure that accounting records are kept that:

37.1.1.1 Correctly record all transactions; and

37.1.1.2 Allow for the production of financial statements in compliance with the Incorporated Societies Act 2022 and any other relevant legislation; and

37.1.1.3 Enable the financial statements to be readily and properly audited if required under any legislation or this constitution.

37.1.2 The Board will ensure that an appropriate accounting system is adopted to maintain a satisfactory system of control of the Clubs accounting records.

37.1.3 All revenue shall be banked with the approved financial institution after being accounted for within the Club's accounting system.

37.1.4 Payments are to be authorised by two approved persons.

37.1.5 Physical stock takes are to be completed on a minimum monthly basis.

37.1.6 Capital and maintenance expenditure over \$20,000 to have at least two (2) quotes where practical.

37.1.7 The Club shall make returns required by the relevant New Zealand legislation and comply with all the relevant requirements of those Acts.

37.2 Committee and Officer Expenses

37.2.1 Any expense incurred by Board members or Officers must have prior approval.

37.2.2 Board members or Officers representing the Club whilst at Conference(s) or Events shall be paid a daily allowance subject to prior approval.

37.3 Section Accounts and Financial Management

37.3.1 All Sections must conduct their financial transactions within the confines of this constitution and according to the Clubs accounting system and processes.

37.3.2 Each Section will have lodged a minimum of three (3) original signatures and names of the persons authorised to uplift cash or authorise payments from the Sections accounts.

37.3.3 No two (2) persons who are married couples, de facto partners, spouses, married by civil union and family or people living together are permitted to be signatories on the accounts of any of the Club's Sections.

37.3.4 Within one (1) month of the Section(s) AGM, the Sections financial report, AGM

minutes and a list of the Sections Committee members must be provided to the Club Manager.

37.3.5 Section expenditure requests exceeding one thousand dollars (\$1,000) must be approved by the Club Manager, who may query the validity of the request.

37.3.6 All requests for withdraw of Sections funds must be approved by two (2) Executive signatures prior to processing.

37.3.7 All raffle money must be deposited with the Duty Manager on the day of the raffle, no monies are to be removed from the Club Premises.

Rule 38. Nature of Change - Rule Number - previously Rule 24

38 Board Powers and Duties

38.1 Without limiting the scope of the Board's powers, it shall have the authority to undertake such actions as set out in [Part 1 of Schedule A](#).

Rule 39. Nature of Change - Rule Number - previously Rule 25

39.2 reformatted to make Meeting chairing responsibilities clearer

39 Board Meetings

39.1 The Board shall meet at least once in each calendar month.

39.2 At all Board Meetings, the Chairperson shall be:

a) The President; or

b) In their or her absence, the Vice-President; or

c) In the absence of both the President and the Vice-President, a Board Member elected by the Meeting.

39.3 The quorum for a Board Meeting shall be not less than sixty per cent (60%) of its members.

39.4 Minutes of all Committee Meetings are required to be kept.

39.5 Any Committee Meeting shall be adjourned if:

39.5.1 A quorum is not present within half an hour after the time fixed for the Meeting; or

39.5.2 A quorum is present and the Meeting elects to adjourn.

39.6 If a Board Meeting is adjourned, the Board shall:

39.6.1 Fix a new date not more than fourteen (14) days later; and

39.6.2 Give at least three (3) days' notice of the adjourned Meeting to each Board Member.

39.7 If a quorum is not present at an adjourned Meeting, the Meeting shall lapse.

39.8 Except as otherwise provided by this Constitution, all questions raised at a Board Meeting shall be decided by a simple majority of votes cast.

- 39.9 In the event of equal votes being cast, the Chairperson shall have a casting vote.
- 39.10 The President may, by own motion or on receipt of a requisition signed by not less than two thirds (2/3^{rds}) of Board Members, call a Special Meeting of the Board by giving no less than twenty-four (24) hours before the time fixed for a meeting. At the first meeting of the Board held after each Annual Election the President shall see that such sub-committees for special purposes as may be required under the Club Rules and House Rules are appointed.

Rule 40. Nature of Change - New Rule Added to meet requirements of Incorporated Societies Act 2022 section 63

40 Disclosure of Interest

- 40.1 The Board must keep and maintain a register of disclosures made by Officers under section 73 of the Incorporated Societies Act 2022.
- 40.2 The Interests Register must be made available for inspection by the Officers of the Club at any reasonable time.
- 40.3 An Officer with a direct or indirect financial interest in a matter must disclose, as soon as practicable details of the nature and extent of the interest.
- 40.4 A Board Member who has disclosed an interest in a matter:
- a) Must not vote or take part in a decision of the Board relating to the matter; and
 - b) Must not sign any document relating to the entry into a transaction or the initiation of the matter; but
 - c) May take part in any discussion of the Board relating to the matter and be present at the time of the decision.
- 40.5 If fifty percent (50%) or more of the Board Members are prevented from voting on a matter under [Rule 40](#), a Special General Meeting of the Club must be called to consider and determine the matter.

Rule 41. Nature of Change - Rule Number - previously Rule 29

41 Fidelity of Officials in Receipt of Monies

- 41.1 The fidelity of Officials of the Club having receipt or charge of the moneys or property of the Club shall be guaranteed in any accredited Fidelity Guarantee Association or an insurance policy providing such cover. The amount of cover to be recommended annually by the Auditors.

Rule 42. Nature of Change - Rule Number - previously Rule 23

42 Money and Other Assets of the Club

42.1 The Club may only use money and other assets if:

- a) it is for a purpose of the Club;
- b) it is not for the sole personal or individual benefit of any Member; and
- c) that use has been approved by either the Board or by majority vote of the Club.

42.2 Any transactions between the Club and any Member, or any associated persons or organisations shall be at arms' length and in accordance with prevailing commercial terms on which the Club would deal with third parties not associated with the Club, and any payments made in respect of such transactions shall be limited to:

- 42.2.1 a fair and reasonable reward for services performed;
- 42.2.2 reimbursement of expenses properly incurred;
- 42.2.3 usual professional, business or trade charges; and
- 42.2.4 interest at no more than current commercial rate

Rule 43. Nature of Change - Rule Number previously Rule 30 Rule Title change - previously "Inspection of Books and Rules"

Wording is aligned to requirements of Incorporated Societies Act 2022 section 80 and 81

43 Access to Information

43.1 Members have the right to request information held by the Club, including but not limited to copies of financial reports and confirmed minutes of General and/or Board meetings.

43.2 Requests to access information must be made in writing and must specify the information sought in sufficient detail to enable it to be identified.

43.3 The Club will, within a reasonable time after receiving a request:

- a) Provide the information; or
- b) Agree to provide the information within a specified period; or
- c) Refuse to provide the information, specifying the reasons for the refusal.

43.4 The Club may refuse to provide the information if:

- a) Withholding the information is necessary to protect the privacy of natural persons, including that of deceased natural persons; or
- b) The disclosure of the information would, or would be likely to, prejudice the commercial position of the Club or of any of its members; or

- c) The disclosure of the information would, or would be likely to, prejudice the commercial position of any other person, whether or not that person supplied the information to the society; or
- d) The information is not relevant to the operation or affairs of the society; or
- e) The request for the information is frivolous or vexatious.

Rule 44. Nature of Change - New Rule
Added to provide framework for Sections governance.
44.10 is added at the request of the Outdoor Bowls Section
following a request from Bowls Counties Manukau

44 Sections

- 44.1 A Section may be formed within the Club for sporting or special interest groups, subject to approval from the Board, such Sections are bound by the Rules and By-Laws of the Club at all times.
- 44.2 All Sections must have a set of rules that is consistent with this constitution and must be approved by the Club Board and at a Section Annual General Meeting. If the Section rules are inconsistent with the Club constitution, then the Club constitution will prevail.
- 44.3 The Club Board shall have the power to suspend or dissolve any Section it believes is acting inappropriately or to the detriment of the Club.
- 44.4 Any assets of the Section are the assets of the Club. All monies received for Sections shall be paid into the Sections bank account in accordance with the Rule 37.3.
- 44.5 All accounting, taxation, financial reporting and legal compliance responsibilities of the Section shall rest with the Club.
- 44.6 Sections shall use the Club's accounting services in accordance with Rule 37.3.
- 44.7 The Committee of the Section shall not do, or omit to do, anything that is likely to prejudice or not be in the best interests of the Club. Any contentious correspondence must come through the Club Office prior to delivery.
- 44.8 The Members of a Section involved in any activity of or related to the Section shall indemnify the Club and its representatives from any problem, direct or indirect loss or damage, claim or proceedings (including in negligence) caused or contributed to by that activity.
- 44.9 Office holders of Sections are not Club Officers by virtue of holding such Office.
- 44.10 All registered players of the Outdoor Bowls Section of the Manurewa Cosmopolitan Club Incorporated agree to abide by the laws of the sport of lawn bowls; the Bowls New Zealand and Bowls Counties Manukau Constitution regulations and Disciplinary Procedures, where they pertain to the sport of lawn bowls. This applies whether the sport is being played at the Manurewa Cosmopolitan Club or any other Bowls New Zealand affiliated Bowling Club.

Rule 45. Nature of Change - Rule Number - previously Rule 33

45 Visitors

- 45.1 Any Member or an Affiliated Member of Clubs New Zealand, may invite any person (maximum of five (5) on any one occasion) as a Visitor to the Club. All Visitors who are non-affiliated Members of Clubs New Zealand shall sign the Visitors Book provided and enter their name and address therein on each such occasion. The Member or Affiliated Member accompanying a Visitor shall also sign the Visitors Book and will at all times be responsible for the conduct of the Visitor. No such Visitor shall be sold or supplied liquor on the Club premises unless the Visitor is present on the invitation of a Member or Affiliated Member and is in the company of a Member or Affiliated Member and the liquor is supplied for consumption on the premises. A party of more than five (5) can only be signed in by prior arrangement with the Club Manager or their representative.
- 45.2 A member of a Club affiliated to Clubs New Zealand may be sold or supplied liquor on the Club premises provided he/she has on admission to the premises produced sufficient evidence to an Officer of the Club or Member of its staff that they are a Member of a Club affiliated to Clubs New Zealand.
- 45.3 The admission of Visitors should always be regarded as a privilege of the Members or Affiliated Members granted to enable them to dispense periodic hospitality to their casual guests and should at all times be subordinated to the comfort, wellbeing and satisfaction of the Club's Members.
- 45.4 Visitors may be invited to the Club at any time provided that an individual person shall not become a regular and frequent visitor.
- 45.5 An International Visitor, may, on sufficient proof to the Club Manager or their representative, be issued with a one-off temporary Visitor membership card valid for one calendar month from date of issue, to allow such Visitor access to the Club during the time of their stay. This card will allow them to sign in one (1) guest on any occasion and they will be bound to adhere to the general rules of the Club but will not be entitled to any other rights or privileges of the Club. The cost of such membership shall be determined from time to time by the Board of Management of the Club.

Rule 46. Nature of Change - Rule Number - previously Rule 38

46 Winding Up

- 46.1 If the Club is wound up:
- 46.1.1 The Club's debt, costs and liabilities shall be paid;
 - 46.1.2 surplus money and other assets of the Club may be disposed of:
 - a) by resolution; or
 - b) according to the provisions in the Incorporated Societies Act 2022 but
 - 46.1.3 no distribution may be made to any Member;
 - 46.1.4 funds remaining from the realisation of the assets, after all due liabilities have been met, shall be distributed to a charitable organisation(s).

Rule 47. Nature of Change - Rule Number - previously Rule 39

47.3 added to meet requirements of Incorporated Societies Act 2022 section 33

47 Revision of Rules

47.1 The Rules of the Club, with the exception of [Rules 42.1; 46.1.3; 46.1.4](#) and [47.2](#), shall not undergo any revision, amendment or alteration unless with the concurrence of a majority of financial Members present at any Annual or Special General Meeting and no new Rule or amendment shall have any effect until it has been approved by an Annual or Special General Meeting, and registered with the Registrar of Incorporated Societies.

47.2 This [Rule 47.2](#) and [Rules 42.1; 46.1.3](#) and [46.1.4](#) may only be amended, altered or replaced or rescinded by a resolution passed by a majority of financial Members present at any Annual or Special General Meeting if the proposed amendment, alteration, removal or replacement is first approved by Inland Revenue.

47.3 Any change in Club Rules must be sent by notice to the Registrar of Incorporated Societies within twenty-five (25) days.

Rule 48. Nature of Change - Rule Number - previously Rule 40

48 Interpretation of Rules

48.1 Any question relating to the interpretation of the Club Rules or House Rules shall be settled by the Board whose decision shall be final.

Nature of Change - Rule Number references

SCHEDULES

Schedule A: Powers of the Board and Club

Part 1 Powers and Duties of the Board [Rule 38](#).

- 1.1 All the powers of the Club set out in [Part 3](#) of this schedule.
- 1.2 Make regulations (not inconsistent with the Rules or the provisions of the Incorporated Societies Act 2022) for the management of its affairs as a Board and may appoint sub-committees. Such sub-committees to have power as provided in the House Rules; and the Board may also appoint sub-committees for special purposes as may be required from time to time.
- 1.3 Make House Rules (not inconsistent with the provisions of the Incorporated Societies Act 2022) for the regulation and management of the Club or any part of its business. All such House Rules and any amendments, replacement or rescissions to them, when approved by the Board shall be posted in convenient places according to the subjects to which they relate.
- 1.4 Enter into contracts on behalf of the Club and expend the Club's funds in carrying out its objects.
- 1.5 Take or defend legal proceedings when necessary.
- 1.6 Set the Annual Subscription in accordance with [Rule 14](#).
- 1.7 Approve applications for Membership under [Rules 8; 9; 10; 11](#) and [12](#).
- 1.8 Deal with the funds of the Club by depositing such funds with a bank or by investing them in such manner as the Board shall determine.
- 1.9 Process bank withdrawal authorities, such instruments being valid only if authorised by persons designated from time to time by the Board.
- 1.10 Pay travelling and accommodation expenses for the duration of the Clubs New Zealand Inc. Annual General Meeting for the President and Vice-President.
- 1.11 Reimburse any expenses incurred by a representative appointed by the Club while engaged on the business of the Club (at the discretion of the Board).
- 1.12 Make policies which shall be binding on all Members, on any matter relevant to the purposes of the Club or specified in these Rules which may require detailed elaboration.
- 1.13 Define the responsibilities of the President, Vice-President and Manager.
- 1.14 The Board shall at all times entertain complaints in connection with the Club and suggestions for the improvement of the Club made in writing and properly authenticated by Members.
- 1.15 May at any time conduct a stocktake and shall ensure that at least four (4) times in each year a stocktake is conducted and overseen by the Manager. At least once each year the Board shall ensure that an inventory and valuation is made of all furniture and effects.
- 1.16 At each Annual General Meeting the Board shall produce a printed Report of the proceedings of the Club for the past year, an audited Balance Sheet and Income & Expenditure Accounts showing the financial position of the Club as at year ending 31st March. A copy of the Report, Balance Sheet and Income and Expenditure Accounts shall be available to each subscribing and Life Member eight (8)

clear days prior to the date of the meeting and a copy of the same shall be available for the remainder of the year for any Member from the Club Office during normal business hours. A Member may elect to receive a copy of the Annual Report, Balance Sheet and Income and Expenditure Accounts by electronic communication.

- 1.17 The Board shall provide suitable Notice Boards for the posting of notices as required by the Rules and House Rules.

Part 2 Powers that can only be exercised with the concurrence of a majority of Financial Members present at any Annual General Meeting or Special General Meeting.

- 2.1 Revision of [Rule 46](#).

Part 3 Powers of the Club [Rule 6](#).

- 3.1 To accept any gift or transfer of property, whether or not subject to any trust, for any of the objects of the Club.
- 3.2 To invest and deal with the moneys of the Club in any manner authorised by the Board.
- 3.3 To borrow or raise money and to guarantee or secure repayment of money by mortgage or the entering into of security interests charged on any asset of the Club or otherwise.
- 3.4 To implement a disciplinary and complaints process.
- 3.5 To employ staff and engage such professional services as the Board shall think desirable.
- 3.6 To effect insurances in respect of any undertaking activity or assets of the Club as the Board may think fit.
- 3.7 To indemnify any person or company against debts, liabilities and claims and proceedings incurred on behalf of or in the course of providing any services for the Club and for this purpose to charge any of the assets of the Club.
- 3.8 To do all or any of the above things or such other things as are incidental or conducive to the attainment of the above objects.

Part 4 Powers that can only be exercised with the concurrence of a majority of the Executive Members of the Board at any Board meeting called for the purpose.

- 4.1 Purchase, lease, hire, or acquire, and to sell, surrender, mortgage, charge, exchange, manage, sub-divide, develop and deal with every kind of real and personal property where the sum involved exceeds fifty thousand dollars (\$50,000.00) or where any lease exceeds a term of three (3) years and where the amount exceeds ten thousand dollars (\$10,000.00).
- 4.2 Construct, maintain, restore, repair, and alter any buildings and structures where the sum involved exceeds fifty thousand dollars (\$50,000.00).
- 4.3 To borrow or raise money and to guarantee or secure repayment of money by mortgage or the entering into of security interests charged on any asset of the Club or otherwise where the sum involved exceeds fifty thousand dollars (\$50,000.00).
- 4.4 To indemnify any person or company against debts, liabilities and claims and proceedings incurred on behalf of or in the course of providing any services for the Club and for this purpose to charge any of the assets of the Club.

- 4.5 In exercising these powers, the Executive will make an independent decision, and in any situation where the Board decides to vote in favour of a proposal against the recommendation of the Executive Members, then such decision shall be specifically and clearly recorded in the Minutes of that meeting. The Executives will at all times, take into account such legislative requirements as may require consideration before making any decisions; and shall in all cases of doubt resolve to seek professional expert opinion.

DRAFT



Complaint Form

Name of Complainant:	
Membership No./ Position	
Contact Details:	
Name of Person Complained About:	
Complaint Details: <div style="text-align: right; margin-right: 20px;"> Date: Time: Location: </div>	
Nature of Complaint (use additional pages if necessary)	
Witnesses to Complainant (if any):	
Describe remedy sought (although this may not be determinative)	
Signature of Complainant	



[Insert Date]

To:
(Member)

Re: Advice of Complaint

The Manager has received (or made) a complaint regarding your behaviour/conduct on [insert date] at [insert location].

The Manurewa Cosmopolitan Club Board has determined a Disciplinary Committee shall hear and determine the complaint.

The members of the Disciplinary Committee are:

You are asked to attend before the Disciplinary Committee as follows:

Details are:

Venue:

Date:

Time:

You are entitled to bring legal representation or a support person with you.

You will be asked whether you accept or deny the allegation.

If you accept the substance of the complaint, you will be invited to make submissions on what penalty, sanction, or orders if any, the Disciplinary Committee should impose on you.

If you deny the substance of the complaint the Disciplinary Committee will decide whether to hear the complaint or adjourn the hearing (if it is necessary for witnesses to be called).

If the complaint is found proven you will be invited to make submissions on what penalty, sanction or orders if any, the Disciplinary Committee does impose on you.

Kind Regards

Manager