

RULES AND CONSTITUTION OF THE WANGANUI EAST CLUB INC.

1. NAME

- a) The name of the Club shall be the **Wanganui East Club (Incorporated)** hereinafter referred to as "the Club"

2. REGISTERED OFFICE

- a) The Registered Office of the Club shall be at the club's premises at 101 Wakefield Street, Wanganui East, or such other address as the Club may decide upon.

3. OBJECTS OF THE CLUB

- a) The objects for which the Club is established are:
 - i) To conduct administer and maintain a Chartered Club for its Members and such persons as are authorised from time to time in accordance with the terms of any charter granted to the Club.
 - ii) To provide amenities, cultural activities and promote sports and generally, provide an atmosphere where Members may meet and enjoy companionship and social intercourse with one another.

4. MEMBERSHIP

- a) Membership of the club shall consist of Ordinary and Life Members and shall comprise of male and females of the full age of eighteen (18) years or such age as may be authorised by the Sale of Liquor Act 1989 and its amendments or any Acts or Act passed in substitution thereof.
- b) Ordinary and Life Members shall be entitled to rights and privileges as follows:
 - i) Entry to the Club premises during such hours as may be defined by the Executive Committee (see rule 23)
 - ii) The right to hold office in accordance with the Rules of the Club.
 - iii) An equal voice in all business of the Club.
- c) Members who are employees of the Club are entitled to all the rights and privileges of membership excluding those rights concerned with the selection and holding of office within the Club.

5. ADMISSION OF MEMBERS

- a) Each Candidate for membership shall be nominated in writing by two Financial Members of the Club on the form provided for the purpose. The nomination form shall include the

forenames, surname, age, residential address and occupation of the candidate and an undertaking that they will abide by the Rules of the Club. The candidate shall deposit at the time of nomination such sum as may be directed by the Executive Committee.

- b) Any member who objects to the granting of membership to any individual shall write to the Executive Committee of the Club, detailing reasons why they object to such granting. The Executive Committee shall consider the contents of the letter at their first available meeting, and convey their decision to the member in question as soon as possible thereafter.
- c) Unless the Executive Committee shall otherwise determine no person shall be eligible for membership who is:
 - i. A prohibited person under the terms of the Sale of Liquor Act 1989 and its amendments, or any other such Acts as the Committee may from time to time decide.
 - ii. Or has been expelled from any other Chartered Club or RSA within the previous twelve (12) months.

6. TERMINATION OF MEMBERSHIP

- a) **By Resignation.** Members may resign their membership by letter addressed to the Manager of the Club to that effect and by paying all subscriptions owing at the date of such letter of resignation.
- b) **Becoming Unfinancial.** Any member allowing their subscription to fall in arrears by two months shall have their membership cancelled unless the Executive Committee deems otherwise.
- c) **By Expulsion.** Members who commit offences under these Rules render themselves liable to expulsion on the majority decision of the Executive Committee. Members shall have the right to appear at and be heard at any meeting considering a complaint against them.
- d) **Appeal.** Any Member expelled shall have the right of appeal under Rule 26.

7. SUBSCRIPTIONS

- a) All subscriptions shall be paid yearly in advance.
- b) Subscriptions become due on the 31st March of the Member having their Membership application accepted by the Club's Executive Committee.
- c) The annual subscription fee shall be such a sum as shall from time to time be determined by the Executive Committee.
- d) Life Members shall not be liable for the payment of any subscription.

8. LIFE MEMBERS

- a) The Club in Annual General Meeting upon recommendation by the Executive 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 shall be posted on the Club's Notice Board for fourteen (14) clear days prior to the Annual General Meeting. The number of Life members shall not at any time exceed 5 percent of the total membership of the Club.

9. EXECUTIVE COMMITTEE

- a) The general business management and control of the Club shall be conducted by an Executive Committee comprising:
 - i) A President
 - ii) A Vice President
 - iii) A Treasurer
 - iv) Four (4) Executive Committee Members
- b) The Executive Committee shall be elected in the following manner:
 - i) Nominations for the Executive Committee shall be made in writing on a form provided for the purpose and shall be deposited with the Manager at least fourteen (14) clear days prior to the Annual General Meeting. The nominee and his (or her) proposer and seconder shall at the date of nomination be Financial Members of the Club. If any is not then the nomination shall be void.
 - ii) At the discretion of the Executive Committee voting shall take place at any time during the period three (3) days prior to the Annual General Meeting and seven (7) days following the date of the Annual General Meeting.
 - iii) a. If the President dies, resigns, refuses to act or becomes incapacitated from acting, any vacancy so arising shall be deemed an Extraordinary Vacancy and the Vice- President shall fill the position until the next Annual General Meeting.
b. Should the Vice-President die, resign, refuse to act or becomes incapacitated from acting, or fills the role of President any vacancy so arising shall be deemed an Extraordinary Vacancy and the highest polling Executive Committee Member who has served one (1) year shall fill the vacancy.
c. Should the Treasurer die, resign, refuse to act or becomes incapacitated from acting any vacancy so arising shall be deemed an Extraordinary Vacancy , and in such a case the Executive Committee has the power to appoint a Member of the Club to fill the position.

d. Should any member of the Executive Committee die, resign, refuse to act or becomes incapacitated from acting, fills the role of Vice- President or if there may be any defect in the number of officers elected at a General Election any vacancy shall be deemed an Extraordinary Vacancy and shall be filled by the next highest polling candidate. In the event that there are no candidates the Executive Committee has the power, but is not obliged to appoint a Member of the Club to fill the position.

- iv) Employees of the Club shall not be eligible for nomination for the Executive Committee.
- v) Any Member elected or appointed after the date of the annual election shall hold office only until the next annual election.
- vi) The President shall be elected for a term of two (2) years after which they shall retire but be eligible for re-election. The Vice President and Treasurer of the Club shall be elected each year. The President must have served as a Member of the Executive Committee for any period of two (2) years preceding nomination. The Vice President must have served as a Member of the Executive Committee for any period of one (1) year preceding nomination.
- vii) Two (2) members of the Executive Committee shall be elected in any one year for two years, and two (2) members shall be elected at the following year's Annual General Meeting for two (2) years. If three (3) or more members are to be elected in any year, then the two (2) highest polling candidates shall be elected for two years and the remaining one or more candidates for one year.
- viii) A Member of the Executive Committee shall ipso facto vacate their office if they:
 - a) Are absent from (3) consecutive meetings of the Executive Committee without leave of the Executive Committee.
 - b) By notice in writing to the Executive Committee resign their office.
 - c) By notice in writing from the Executive Committee are called upon to resign for any reason for which the Executive Committee deems expedient and they do not resign.
- ix) Any member of the Club who has been suspended for misconduct shall be ineligible to contest any election or hold any election or hold any office until after twelve (12) months from the expiry of such suspension.

10. PRESIDENT AND VICE-PRESIDENT

- a) The President shall preside at all meetings of the Club and the Executive Committee. In his (or her) absence the Vice-President shall preside and failing both the meeting shall elect a Chairman. The Chairman of any meeting shall have a deliberate and casting vote.
- b) The President and Vice-President shall have the right of entry upon the Club premises or buildings at any time.

11. TREASURER

- a) The Treasurer shall ensure that the Manager pays into the Bank for the credit of the Club all moneys received and shall furnish the Executive Committee at each Ordinary Meeting with detailed report of the previous month's income and expenditure.

12. AUDITOR

- a) An Auditor who shall be a member of the Institute of Chartered Accountants of New Zealand shall be appointed by the Members annually. The Auditor shall not hold any other office in the Club.
- b) The Auditor shall have the right to attend any meeting of the Club at which the Club's financial affairs are under discussion. The audit fees shall be determined by the Executive Committee.

13. SECRETARY - MANAGER

- a) The Executive Committee shall appoint a Manager who shall be responsible for the duties as defined in the Job Description attached to the Employment Agreement for that position. His (or her) salary and remuneration shall be determined by a sub-committee of the President, Vice-President and Treasurer.

14. ANNUAL GENERAL MEETING

- a) The Annual General Meeting of the Club shall be held not later than 30 June in each year at such time and place as shall be fixed by the Executive Committee.
- b) At least twenty-one clear days notice of the date of the Annual General Meeting shall be given by an advertisement placed in a public newspaper circulating in the district, and the said notice posted on the Club's noticeboard.

15. EXTRAORDINARY GENERAL MEETING

- a) The Executive Committee may whenever it thinks fit or shall upon a requisition in writing by twenty-five (25) Members convene an Extraordinary General Meeting. Any such requisition shall specify the objects of the meetings requisitioned and shall be signed by the Members making same and shall be deposited with the Manager.
- b) The meeting must be convened solely for the purpose specified in the requisition. Seven (7) clear days notice specifying the day and the hour of such Extraordinary General Meeting and the purpose for which it is held shall be given by an advertisement placed in a public newspaper circulating in the district, and the said notice posted on the Club's noticeboard.

16. CONDUCT OF GENERAL MEETINGS

- a) At all annual and extraordinary general meetings twenty-five (25) members shall form a quorum. If there is not a quorum after thirty (30) minutes of the advertised time of the meeting, then the meeting shall stand adjourned for seven (7) days. In the event of there being no quorum the meeting shall lapse.
- b) At Extraordinary General Meetings the adoption of the report having been moved and seconded, any member may without notice ask any question or move any resolution relating to the report.
- c) Any Member intending to move a resolution unless the resolution can be founded on the Report or Balance Sheet must give notice of their motion by handing the same to the Secretary Manager twenty-eight (28) days before the meeting and such Notice of Motion shall be inserted the advertisement placed in a newspaper, and on the Club's noticeboard as specified in 14(b).
- d) At any General Meeting and Extraordinary Meeting of Members every Ordinary and Life Member shall be entitled to be present and to give one vote and no more upon every question provided. Voting shall be on the voices in the first instance provided however the Chairperson on their own volition or on the application of three (3) Members shall call for a show of hands. On a motion passed by the majority of those present the vote shall be taken by a secret ballot and the results to be posted on the Club Notice Board.
- e) Special Votes will be allowed on the following basis:
 - i) The person must be eligible to vote.
 - ii) Special voting papers will be available 10 days prior to the Meeting and must be properly completed and lodged with the Manager at least 24 hours prior to the commencement of the Meeting. The papers must be witnessed by a Member of the Club who is also eligible to vote and state the reason a Special Vote is being claimed.
 - iii) Special Votes will be granted only when a Member is unable to attend the Meeting due to illness or other acceptable prior arrangement.
 - iv) Validity of Special Votes is at the discretion of the Returning Officer referred to in Clause 17 a).

17. CONDUCT OF ELECTIONS

- a) The retiring Executive Committee shall appoint a Returning Officer who shall have a casting vote in the event of any candidates receiving an equal number of votes. He shall make arrangements regarding ballot papers and other matters for the proper conduct of the election. He shall have the power to appoint one or more Deputy Returning Officers.
- b) A simple majority is required to pass a motion on any issue.
- c) All contested elections shall be held by a properly constituted ballot system.
- d) Scrutineers for the counting of votes shall be appointed by the Returning Officer prior to the election. The voting shall be counted as soon as the election has closed and the results immediately notified to members.
- e) Ballot papers shall be kept in a safe place by the Secretary Manager for at least twenty-eight (28) days.

f) Any candidate shall have the right to request a recount of the votes and be present at any such recount, but shall take no part in same. Any application for a recount must be made in writing within fourteen (14) days of the election.

18. QUORUM

a) The quorum for:

- i) A meeting of the Executive Committee shall not be less than four (4) of its Members.
- ii) A General Meeting of the Club shall be twenty-five (25) Members.
- iii) An Appeals Committee Meeting shall be two (2) Members.
- iv) An Disciplinary Committee Meeting shall be two (2) Members.

19. ACCOUNTS

a) The Executive Committee shall cause to be kept true accounts:

- i) Of all sums of money received and expended by the Club and the matters in respect of such receipt and expenditure have taken place.
- ii) Of all assets and liabilities of the Club including charges and securities of any description affecting any property of the Club.
- iii) The financial year of the Club shall begin on the 1st day of April in each year and shall expire on the 31st day of March in each year.
- iv) The books of account shall be kept at the office of the Club or other such place as the Executive Committee may determine and shall be open to the inspection of Members of the Executive Committee at reasonable times. All moneys received shall be forthwith paid into a bank account approved by the Executive Committee after being entered in the books of the Club as having been received.
- v) Detailed monthly Financial Reports shall be reported to the Executive Committee for confirmation at each Executive Committee Meeting and payments of all moneys on behalf of the Club shall be signed by any two (2) of the President, Vice-President, Treasurer, or Manager.
- vi) At every Annual General Meeting of the Club the Executive Committee shall present a statement of the income and expenditure and a balance sheet containing a summary of the assets and liabilities of the Club made up to the yearly date. Every such statement shall be accompanied by a report from the Treasurer as validation.
- vii) The Club shall make returns required by Section 23 of the Incorporated Societies Act 1908 or by such other statutory provision for the time being in force and shall comply with all the requirements of such Statute and other Regulations hereunder.

20. SEAL

a) The Club shall have a common Seal which shall be kept in the custody and control of the Manager for the time being or the Club's solicitor and the documents to be executed by the Club of whatsoever nature shall be available to every Member of the Club and shall be executed with the following attestation clause pursuant to a resolution of the Executive Committee.

"The Common Seal of THE WANGANUI EAST CLUB (INCORPORATED) was hereunto affixed by the Manager in the presence of two Members of the Executive Committee".

21. GENERAL POWERS

- a) The Club shall have power:
 - i) To take on lease hire or otherwise acquire any real or personal property or rights or privileges which the Club may think necessary or convenient for the purpose of furthering the objects of the Club.
 - ii) To invest any moneys not required for immediate use in such Government or Local Body securities or bank deposits as may be deemed advisable with power from time to time to vary investments for others of a like nature and to lease or hire or enjoy the benefit of any property presently occupied whether real or personal of any kind or nature whatsoever which may be conveniently used in connection with the objects of the Club.
 - iii) To make Regulations and By-Laws for the conduct of the Club and the discipline required of Members.
 - iv) To do all such things as in the opinion of the Club may be incidental to the attainment of any of the foregoing objects or the exercise of any foregoing powers.
- b) The Executive Committee shall have the power to exercise on behalf of the Club all of the powers referred to above.

22. BORROWING MONEY

- a) The Club shall have power to borrow or raise or give security for money by the issue of or upon bonds debentures, debenture stock bills, of exchange promissory notes or other obligations or securities of the Club by mortgage or charge upon all or any part of the property of the Club or without security and upon terms as to priority or otherwise as the Club shall think fit.
- b) Any resolution of the Executive Committee involving the expenditure of an amount exceeding One Hundred Thousand Dollars (\$100,000) on any structural additions or alterations or special items not contained in the usual Trading Accounts must first be submitted and approved by a General Meeting of members before having effect.

23. CLUB HOURS

- a) Shall be at the discretion of the Executive Committee.

24. GUESTS AND VISITORS

24.1 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.

24.2 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) has 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.

25. OFFENCES

- a) Members who have been convicted of any criminal offence after election to the Club may be liable for suspension or expulsion from the Club by the Executive Committee but can be re-elected after a period of twelve (12) months from the date of their expulsion or suspension at the discretion of the Executive Committee.
- b) 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 that official to report the fact to the Executive Committee at or before their next meeting.

26. DISCIPLINARY HEARINGS

- a) The Executive Committee shall, at the start of each club year, appoint three (3) members from the Executive Committee to form the Disciplinary Committee.
- b) The Disciplinary Committee will hear and decide any dispute lodged by a Member or Members of the Club or an officer of the Club. The decision of the Disciplinary committee, including any penalty imposed, will be the final outcome, unless the appeals process is implemented, and shall be notified to all parties by the disciplinary committee promptly at the completion of the process.
- c) Should any member of the Disciplinary Committee be identified as having a conflict of interest, or if there is a deficit in the numbers available to form a Disciplinary Committee, the Executive Committee will appoint a replacement person from the Executive Committee.
- d) There shall be an Appeals Committee of three (3) Members of the Club who shall hold office for four (4) years and who shall be elected in the following manner:

- i) Nominations for the Appeals Committee shall be made in writing on a form provided for the purpose and shall be deposited with the Manager at least seven (7) days prior to the election. The election shall take place at the Annual General Meeting by secret ballot. The nominee and or his (or her) proposer and seconder shall at the date of nomination be a Financial Member of the Club. If any is not then the nomination shall be void.
 - ii) No Member of the Executive Committee is eligible for election.
 - iii) Employees of the Club shall not be eligible for nomination for the Appeals Committee.
 - iv) Members who have at any time been suspended by the Club as a result of a disciplinary procedure shall not be eligible for nomination for the Appeals Committee until the expiration period of seven (7) years from the date of their suspension.
 - v) Any Member elected or appointed after the date of the annual election shall hold office only until the next annual election.
 - vi) Every candidate for the office of Appeals Committee Member must have been a Member of the Club for at least three (3) years prior to nomination for office.
 - vii) The voting processes of the Annual General Meeting outlined within Clauses 16 and 17 shall apply to the election of Appeals Committee members.
- c) The procedure and process to be followed in hearing of any dispute by the Executive Committee and, likewise, in hearing of any appeal by the Appeals Committee shall be as detailed in the Appendix to these Rules – Disciplinary and Appeals Hearings
- d) Every dispute between a Member or persons claiming through a Member under the Rules and the Club or an officer of the Club shall be decided by the Executive Committee and the decision shall be binding and conclusive on all parties unless appealed.
- e) Complaints must be made in writing to the Manager within seven (7) days of the offence.
- f) Any Member being suspended or expelled and desiring to appeal must give notice in writing to the Manager within seven (7) days of the date of such suspension or expulsion stating the grounds for appealing.
- g) The Manager shall within fourteen (14) days summon the Members of the Appeals Committee who shall re-hear the case. The decision of the Appeals Committee shall be final.

27. CLAIMS TO CLUB PROPERTY

- a) No expelled or retiring or forfeiting Member shall have any claim upon the Executive Committee or the Club either collectively or individually or to any property of the Club.

28. BY-LAWS

- a) The Members in General Meeting shall have the power to make Regulations and By-laws dealing with all matters within the jurisdiction of the Club and not provided for in these Rules.

- b) Such Regulation or By-laws shall not be inconsistent with, or repugnant to the provisions or the Incorporated Societies Act 1908 and its amendments or of these Rules.

29. INTERPRETATION

- a) In the interpretation of these Rules and the decision of the Executive Committee shall be final and binding.

30. REVISION OF RULES

- a) These Rules may be revised or amended by a resolution passed by a majority of the Members for the time being entitled to be present and to vote at any General Meeting of which notice specifying the intention to propose the resolution has been duly given according to the Rules.

31. DISSOLUTION

- a) The Club may be voluntarily dissolved as provided by Section 24 of the Incorporated Societies Act 1908 and its amendments and all moneys or assets left after due settlement of all just debts and the affairs of the Club shall be handed over to some charitable institution to be determined upon at the next Executive Committee Meeting.

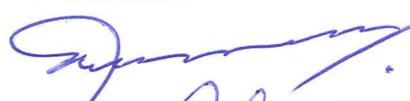
32. GENERAL

- a) All matters provided for in these Rules shall be at all times dealt with in accordance with the following "guiding principles":
 - i) That it be accepted that the Club is established primarily for the benefit and convenience of its Members.
 - ii) That the admission of visitors should at all times be subordinate to the comfort, well-being and satisfaction of the Club's members.
 - iii) That the admission of visitors should always be regarded as a privilege of the Members granted to enable them to dispense periodic hospitality to their casual guests and not as a means of augmenting the revenue of the Club.
 - iv) 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.

MEMBERS CERTIFICATE

We hereby certify that the foregoing Rules have been approved, passed and confirmed at the Annual General Meeting of **THE WANGANUI EAST CLUB (INCORPORATED)** held on 28th June 2020.


..... President


..... Member


..... Member