

## **RULES OF BAY OF PLENTY TOUCH ASSOCIATION INCORPORATED**

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## **1 NAME**

The name of the society shall be “BAY OF PLENTY TOUCH ASSOCIATION INCORPORATED”.

## **2 INTERPRETATION**

The following words and expressions in these rules shall have the following meanings unless such meanings are excluded by or repugnant to the context or subject matter:

- a “The Association” shall mean the Bay of Plenty Touch Association Incorporated
- b “Touch means the game of Touch, with or without the rules or name variation, as played from time to time under the auspices of the Association, on any surface, Winter or Summer, indoor or outdoor”.
- c “Member Body” means any society or bodies of persons organising and/or carrying out the game of Touch and who become members of the association pursuant to these rules.
- d “The committee” shall mean the committee referred to in clause 13 of the rules.
- e “A month” shall mean a calendar month.
- f “In writing and written” including printing lithography and other modes of representing or reproducing words in a visible form.
- g Words importing only the singular number shall include the plural number and vice versa.
- h Words importing the masculine gender shall include feminine.
- i Words importing persons shall include corporations and unincorporated bodies.
- j Bay of Plenty shall mean and include those areas as defined by the New Zealand Touch Association (Incorporated).
- k “Act” means the Incorporated Societies Act 1907 and any other Act in amendment or substitution therefore.
- l “Member” means any corporate body or person who becomes a member of the Association pursuant to these rules and includes, where the context so permits, ordinary members, life members and affiliate members.
- m The game officially known as Touch is also sometimes referred to as “Touch Football, Touch Rugby, Touch 7’s, Beach/Surf Touch, or Indoor Touch”.

### **3 OBJECTS AND POWERS**

The Association shall have the following objects and powers:

- a To promote, encourage, foster, develop, extend, govern and control the sport of Touch in the Bay of Plenty region.
- b To co-ordinate, encourage, assist and support legitimate activities of members of the Association.
- c To establish and maintain standardised playing rules and regulations for Touch.
- d To promote, organise, oversee and conduct competitions, tournaments and other events pertaining to Touch.
- e To select, support or sponsor any team to represent the Bay of Plenty Touch Association (Incorporated).
- f To act as a disciplinary and adjudicating body in respect of all matters pertaining to Touch and for this purpose the Association shall, through the committee have the power and authority:
  - i To adjudicate upon appeals from any decision or any official, whether of this Association or of any member, and from the decisions of the executive committee or any member body.
  - ii To suspend, disqualify or otherwise deal with any member or player.
  - iii To establish, monitor and periodically review the Association by laws on judiciary, disciplinary and appeal procedures.
- g To promote, develop and organise refereeing Touch.
- h To obtain from any person, Government, local authority or other statutory body recognition support (financial or otherwise) for carrying out the objects of the Association.
- i To adopt such means of making known the objects of the Association as may seem expedient.
- j To take such steps by personal or written appeals, public meetings or otherwise howsoever as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association.
- k To federate with affiliate with or act in conjunction with similar associations throughout New Zealand and to appoint representatives to any such association.

- l To enter into any amalgamation affiliation fusion or alliance with or co-operate or make any arrangements for the amalgamation or co-operation in whole or in part with any association having objects altogether or in part similar to any of those this Association provided this Association shall not enter into any amalgamation of fusion with any Association as aforesaid unless such Association prohibits the payment or transfer directly or indirectly of its income or property or any part thereof or by way of divided bonus or otherwise howsoever by the way of profit to members thereof.
- m To provide suitable premises for meetings and carrying on the work of and for the purposes of carrying into effect the objects of the Association and to employ and dismiss servants and agents.
- n To purchase, transfer, sell, assign, mortgage, lease hire or exchange land equipment plant furniture furnishings and any other property whatsoever and in any manner authorised by law and for the purpose of borrowing or raising funds to mortgage charge all or any part of the Association's property assets and rights (both present and future) or to issue debentures over all or any part of the Association's property assets and rights (both present and future) and generally with such rights and upon such terms and conditions in all respects as the committee shall see fit and to purchase, redeem or pay off any such securities or re-issue same.
- o For the purpose of raising funds to impose levy and collect subscriptions fees and other charges upon or from its members and person affiliated to the Association.
- p To give guarantees, bonds and indemnities and to make draw accept endorse discount execute and issue promissory notes bills of exchange drafts debentures and all or any negotiable transferable instruments.
- q To invest and deal with the monies of the Association not immediately required upon such securities or otherwise in such a manner as may from time to time be determined by the Committee.
- r To establish and support or aid in the establishment and support of Associations institutions funds trusts and conveniences calculated to benefit employee or ex-employees of the Association or the dependents or connections of such persons to grant pensions and allowances and make payments towards insurance and to subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public general or useful object.
- s To do any lawful act matter or thing which is incidental or conductive towards carrying into effect or attainment of the above objects and powers.
- t To promote, develop, encourage and foster the welfare of youth and the family dynamic within the Boundaries of the Bay of Plenty province

## **4 MEMBERS**

- a The Association shall consist of unlimited number of members.
- b The first members shall be those who subscribe to these rules.
- c Other person shall become members by application to the Committee. Upon acceptance of the application by the Committee and upon payment of the subscription (of a pro rata portion as appropriate) for the then current year the application shall become a member.
- d All members agree to be bound by these rules, any regulations or by laws made pursuant to these rules.
- e Touch players belonging to any member body shall be regarded affiliated to the association. All member bodies shall provide the Association with the names and addresses of all their players and shall pay to the Association any affiliation levy in respect of each player.
- f A member shall cease to be a member of the Association in any of the following events:
  - i Having paid the current years subscription and any arrears, he may by notice in writing to the Association resign from membership.
  - ii Having failed to pay his subscription six months after the date appointed for payment thereof, his name shall be removed from the Associations register of members by resolution of the executive committee.
  - iii A member may be expelled from membership by resolution of the general committee pursuant to Rule 24.

## **5 SUBSCRIPTIONS AND LEVIES**

Each member shall pay the Association such subscriptions as may from time to time be determined by the committee. Subscriptions shall be payable in advance and shall be due and payable on such date as the committee determines in each year. Members shall be responsible for collecting from their own players and any player levies.

## **6 REGISTER OF MEMBERS**

The Association shall keep a register of its members containing the names and addresses and occupations of those members and the dates upon which they became members.

## **7 REGISTERED OFFICE**

The Association shall have a registered office to which all communications may be addressed and notice of the situation of that office and of any change therein shall be given to the Register of Incorporated Societies.

## **8 ALTERATION OF RULES**

Subject to Section 21 of the Act these rules or any of them may be altered added to or rescinded by a resolution that in behalf passed by a majority not less than three-fourths of the members as being entitled so to do vote in person at general meeting of which notice specifying the intention to propose a resolution has been duly given.

No addition to, or alteration of the charitable aims, personal benefit clause or the winding up clause shall be approved without the Inland Revenue Department's consideration. The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

## **9 GENERAL MEETINGS**

- a A general meeting of the Association shall be held once in every calendar year at such time (not being more than fifteen months after the holding of the last preceding general meeting) and place as the committee may determine. Such meetings shall be called annual general meetings. All other general meetings shall be called special general meetings.
- b Special general meetings may be convened at any time by the secretary under the direction of the committee and shall be convened on the requisition of not less than four members of the Association.
- c Twenty-one days notice of any annual general meeting or special general meeting shall be given to members and such notice shall specify the general nature of any business intended to be transacted at such meeting.
- d At every annual general meeting or special general meeting the chair shall be taken by the President if present, or in his absence by the Vice President, failing on of them, a Chairman to be nominated from the members of the general committee by members present at the meeting.
- e The voting at annual general meeting or special general meetings shall be taken as the Chairman shall direct but any member present may demand a poll which shall be immediately taken in a manner determined by the Chairman the result declared by the Chairman. In case of equality of the votes the Chairman shall have a second or casting vote.

- f The business of the annual general meetings shall be:
  - i To receive the annual report of the Committees
  - ii To receive the duly audited annual statements of the income and expenditure and assets and liabilities of the Association.
  - iii To elect the officers of the Association for the ensuing year.
  - iv To appoint an auditor for the ensuing year (if any).
  - v To transact any other business of which notice in writing has been given to the Secretary at least seven days prior to the last day upon which notice of meetings may be given.
- g At each annual general meeting the following regulations for the elections of officers and members of the executive committee shall unless and until varied at an annual general meeting or special general meeting apply:
  - i Each of the elected members of the committee shall be nominated individually in writing by at least two financial members and any such nominations shall be signed by the nominees.
  - ii Such nomination shall be in the hands of the secretary at least 28 days before the commencement of the annual general meeting.
- h Notwithstanding sub-clause (g) it shall not be necessary to nominate an retiring committee member who declares himself willing to stand for re-election.
- i No business shall be transacted at any meeting unless the quorum is present at the commencement of such business. Such quorum shall unless determined by a general meeting be four of its members personally present same as hereinafter provided for in sub-clause (j) hereof.
- J If within half an hour from the time appointed for the meeting a quorum of members is not present the meeting if convened upon the requisition of members shall be dissolved. In any other case it shall stand adjourned to some convenient time and place to be determined by a majority of the members then present and if at such adjourned meeting a quorum of members as provided for in sub-clause (l) hereof is not present the members then present shall constitute a quorum.
- k No member shall be eligible to vote at any meeting unless he is a financial member. A member shall be deemed to be a financial member unless he is more than three months in arrears with his subscription.
- l Subject to the foregoing provisions every member shall one vote and no more.
- m Votes must be recorded personally.

## **10 OFFICERS**

- a The officers of the Association shall be as follows:
  - i A Patron
  - ii A President
  - iii The person who held the office of President immediately before the President in office which person shall be known as the 'Immediate Past President'
  - iv One Vice President
  - v A general committee consisting of the President, the Immediate Past President, the Vice President, the Secretary, the Treasurer and one delegate from each member body, such delegates to be nominated at each annual general meeting.
  - vi A Secretary
  - vii A Treasurer
  - viii An Auditor
- b The offices of secretary and treasurer may be held by one person.
- c The committee may by resolution fill a temporary vacancy in any such office until the next annual general meeting.
- d Any officer may stand for re-election for a further term.
- e Any person appointed to any of the foregoing officers may be at any time to time be removed from officer by resolution passed at a special general meeting and any such meeting may by resolution appoint another person in place of the person so removed from office.

## **11 INDEMNITY OF OFFICERS**

No officer of the Association shall be liable for the acts receipts neglects or defaults any other officer of the Association or for any loss occasioned by any error or judgement or oversight on his part or for any other loss damage or misfortune whatever which shall happen in the execution of the duties of his office or relation thereto unless the same happens through his own wilful default or dishonesty.

## 12 MEETINGS OF THE COMMITTEE

- a The Committee may meet together for the dispatch of business adjourn and other wise regulate its meetings as it thinks fit. Questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes the Chairman shall have a second or casting vote. Any two members of the committees may and the Secretary on the requisition of any such two members shall at any time summons a meeting of the committee.
- b The quorum necessary for the transaction of the business of the Committee shall be four.
- c The continuing members of the Committee may act notwithstanding any vacancy in their body but if and so long as their number is reduced below the number fixed as the necessary quorum the continuing members of the Committee may lack for the purpose of summoning a general meeting of the Association but for no other purpose.
- d
  - i The President subject as hereinafter appears shall preside as Chairman at every meeting of the committee.
  - ii If there is no President or if at any meeting he is not present within ten minutes after the time appointed for holding the meeting or is unwilling to act as Chairman, the Vice President shall be Chairman.
  - iii If the Vice President or if at any meeting no Vice President is present within ten minutes after the time appointed for holding the meeting the Vice President is not willing to act as Chairman, the members of the general committee present shall choose one if their number to be Chairman.
- e The Committee may delegate any of its powers to sub-committees consisting of such members of its body as it thinks fit, any sub-committees so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the committee.
- f Questions arising at any meeting of a sub-committee shall be determined by a majority of votes of the members present and in case of equality of vote the Chairman (who shall be elected at the commencement of the meeting by the members present) shall have a second casting vote.
- g All acts done by the meeting of the committee or of a sub-committee or by any person acting as a member of the committee shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of the committee, sub-committee or any member thereof or person acting asforesaid or that they or any of them were disqualified, shall be as valid as if every such person had been duly appointed and was qualified to be a member of the committee or sub-committee as the case may be.

## **13 POWERS OF THE COMMITTEE**

The management of the Association shall be vested in the committee and the committee may exercise all such powers and do all such acts and things as the Association is by its rules or otherwise authorised to exercise and do and are not hereby or by statute directed or required to be exercised or done by the Association in general meeting but subject nevertheless to the provisions of the Act of these rules and to any regulations not be inconsistent with these rules from time to time made by the Association in general meeting provided however that no such regulations had not been made. Without limiting the generality of the foregoing the committee may in particular do any of the following.

- a Enter into and make arrangements for the employment of persons on such terms as it deems proper and shall have the power to prescribe the duties of any persons employed and to terminate their employment.
- b To make vary repeal or rescind regulations and/or by-laws to these rules but so that such regulations and/or by-laws are not inconsistent with these rules, prescribing any matters necessary or convenient to the prescribed for giving effect to these rules and/or any of the Association's objects provided that no such regulations and/or by-laws shall be effective until seven days after a copy thereof has been posted to each of the members recorded in the register of the members at that date of the making of such regulations or by-laws.
- c Determine subscriptions and levies for the purpose of funding the activities and obligations of the Association. The subscriptions shall be set at the annual general meeting of the Association.

## **14 THE COMMON SEAL**

The Secretary shall have custody of the common seal of the Association and such a seal shall not be affixed to any instrument except by authority of a resolution of the committee, and in the presence of a member of the committee and of the secretary or such other person as the committee may appoint for the purpose.

## **15 THE SECRETARY**

The Secretary shall:

- a Notify each person of his election to membership or to office.
- b Notify members of the Association of each meeting of the Association, members of the committee and sub-committees of meetings of committee or sub-committees to which they belong and give all such notices as may be required by these rules.
- c Keep a register of members.
- d Keep a record of all proceedings of meetings and of the attendance of officers of members of the Association at such meetings.

- e Do such other acts in relation to the affairs of the Association as may from time to time the committee or the Chairman of a meeting require.

## **16 THE TREASURER**

The Treasurer shall:

- a Bank or cause to be banked in the name of the Association all monies received.
- b Disburse the funds of the Association as may be determined by the committee.
- c Keep the Association's books of accounts and prepared the necessary financial accounts and statements.
- d Do such other acts as the committee may from time to time require.

## **17 CHEQUES**

All cheques shall be signed or endorsed in such a manner as the committee shall from time to time direct.

## **18 BOOKS AND FINANCIAL STATEMENTS**

- a The Association shall cause to be kept proper books of account in which shall be kept full true and complete accounts of the affairs assets and transactions of the Association.
- b At the close of the financial year and at such other times as the committee may elect an income and expenditure account and a statement of assets and liabilities of the Association shall be prepared and shall be examined and the correctness thereof ascertained by the auditor of the Association.
- c The Association shall deliver annually to the Registrar of Incorporated Societies in such form and at such times as he requires all statements required to be filed pursuant to the Act.

## **19 AUDITOR**

- a The remuneration of the auditor shall be fixed at the annual general meeting.
- b If any casual vacancy occurs in the office or any auditor appointed by the Association the committee shall appoint an auditor to carry on duties of the auditor until the next annual general meeting.
- c Every auditor shall be supplied with a copy of the accounts and statements aforesaid and it shall be duty to examine thoroughly the same in detail with the books accounts and vouchers relating thereto.

- d Every auditor shall have a list delivered to him of all books kept by the Association and shall at all reasonable times have access to the books and documents of the Association and he may in investigating such examine the committee or any other officers of the Association who shall at all times render all assistance to such auditor.
- e The auditor shall make a report to the members on the accounts and statements aforesaid and in every such report he shall state whether in his opinion the same is or are full and fair accounts and statements containing the particulars required by the rules of the Association and properly drawn so as to exhibit a true and correct view of the Associations affairs and such a report shall be read together with the report of the committee at the annual general meeting.

## **20 NOTICES**

- a Every notice to be given to any member pursuant to any of these rules shall be deemed to be sufficiently given to and served on him if posted or delivered to him at his address appearing in the Associations register of members.
- b The loss delay or non-delivery of any notice sent or delivered to any member of the Association or of the committee whether through the post or other wise shall not invalidate or prejudice any resolution passed or election made or other thing done by the Associations register of members.
- c Any notice if given or served by post shall be deemed to have been given or served twenty-four hours after the letter containing the same as posted and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and postage paid and put into the post office or pillar box.

## **21 PECUNIARY GAIN**

No member shall receive or obtain any pecuniary gain from the property or operating of the Association except by those circumstances provided for in the law.

Any income, benefit or advantage shall be applied to the objectives of the Association. No member of the Association, or any person associated with a member shall participate in, or materially influence any decision made by the Association in respect of the payment to, or on behalf of, that member, or associated person, of any income, benefit, or advantage whatsoever.

Any such income shall be reasonable and relative to that which would be paid in an arms length transaction (being open market value).

## **22 FINANCIAL INDEMNITY**

Every member of the Association or of the committee or of any sub-committee and every servant of the Association shall be indemnified by the Association against all costs losses and expenses which any such member or servant must incur or become liable for any reason or any contract entered into or act or thing done by him as such member or servant or in any way in the discharge of his duties including travelling expenses provided that such actions done in pursuance of the objects or interests or the Association of the person so acting.

## **23 FINANCIAL YEAR**

The financial year of the Association shall terminate on the 31 day of March of each year.

## **24 SUSPENSION OR EXPULSION**

- a The committee may suspend or expel from membership of the Association any member wilfully disobeying any of the rules or being guilty of any conduct rendering him or her in the opinion of the committee unfit or unsuitable to be a member of the Association, or deserving or suspension. Any member thus suspended or expelled may requisition to the secretary and the secretary shall upon receipt of such a requisition call a special general meeting to hear the appeal of such a member and a majority decision of such meeting shall be final.
- b Any penalty or suspension or expulsion imposed on any other player or official by any member or corporate body that is affiliated to a member shall be acted on and binding on all members and their affiliates for the period of suspension or expulsion.

## **25 WINDING UP**

- a The Association may be wound up voluntarily if the Association at a general meeting of its members passes a resolution requiring the Association so be wound up and the resolution is confirmed at a subsequent general meeting called together for that purpose and held not earlier than thirty days after the date of which the resolution so to be confirmed was passed.
- b If upon the winding up or dissolution of the Association there remains after the satisfaction of all costs and its debts and liabilities any property or assets whatsoever the same shall not be paid or distributed among the members of the Association but shall be given or transferred to some other institution or institutions to be determined by the members of the Association at or before the time of the dissolution or in default thereof by a Judge or the High Court of New Zealand or in the absence of any institution then to such public charity or public charities as the said Judge may determine.