



CONSTITUTION

THE PETONE RUGBY FOOTBALL CLUB
INCORPORATED

25 October 2011

CONSTITUTION

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CONSTITUTION

AND RULES OF THE PETONE RUGBY FOOTBALL CLUB (INCORPORATED)

1.0 NAME

The name of the Society shall be the “PETONE RUGBY FOOTBALL CLUB (INCORPORATED)”.

2.0 REGISTERED OFFICE

The registered office of the Club shall be at the Club’s premises, at North Park, Udy Street, Petone.

3.0 OBJECTIVES

The objectives of the Club shall be to:

3.1 Play, promote and otherwise participate, in the game of Rugby Union Football, as an amateur code.

3.2 Promote and encourage physical fitness and physical and recreational activities of all kinds.

3.3 Provide training, social and recreational amenities and facilities for any or all members.

4.0 POWERS

4.1 The Club may do any act, matter or thing which a private person may do and that the Club may consider to be incidental or conducive to carrying into effect or attainment of any of its objects. For example:

- a) Purchase, lease, erect or otherwise, acquire land, buildings and all real and personal property which may be considered desirable and to maintain, improve, exchange, lease, mortgage, dispose of or otherwise deal with any such property or any part thereof.
- b) Raise or borrow money in such a manner including upon the security of any mortgage, debenture or other charge over all or any part of the Club’s property and to give any bond, guarantee or indemnity, as may be deemed necessary or expedient.
- c) Invest and deal with the monies of the Club upon such securities or otherwise in such manner as the Club may think fit (“security” shall have the meaning ascribed to that term in the Securities Act 1978 or any Act passed in substitution therefore).
- d) Permit and publish any newspapers, newsletters, magazines, periodicals, books, leaflets, films, videos, compact discs and other such descriptive informative or educational material as the Club may think fit.
- e) Establish, support or aid any sporting, recreational or charitable organization and make payments towards any benevolent objects as the Club may think fit.
- f) Employ or contract individuals, companies and other entities for the purposes of achieving the objectives of the Club.

5.0 GENERAL MEETINGS

5.1 A General Meeting of the Club, known as the Annual General Meeting (AGM) shall be held at the end of every playing season, but not prior to the financial year end and not later than the 14th day of December at such time and place as the Management Committee may determine to:

- a) Receive the Management Committee's Annual Report prepared in accordance with Clause 7.17 and the Financial Statements prepared in accordance with Clause 23.3 and the Auditor's report prepared in accordance with Clause 23.8.
- b) Elect the Officers and Management Committee members for the ensuing season.
- c) Elect delegates to any such union, association or committee as the Club shall think fit for the ensuing season.
- d) Transact any business pertaining to any subject raised by a member.
- e) Set the active and honorary subscriptions for the ensuing season.

5.2 Further General Meetings of the Club known as Special General Meetings may be convened at any time, by the Secretary or Chairperson upon the request of the Management Committee or upon the request of not less than twenty members to transact such business as specified in the application.

5.3 Notice of the date, time, place and business of any General Meeting shall be forwarded by means of post or facsimile transmission or email to every financial member for the time being at their last known address not less than fourteen days prior to the date of the proposed General Meeting. Notice of the date, time, place and business of any General Meeting shall also be published on the Club's website not less than fourteen days prior to the date of the proposed General Meeting. Notice of the AGM shall also indicate how access may be gained to the Annual Report, Financial Statements and the Auditor's Report if not also enclosed.

5.4 Except as otherwise provided in this constitution all decisions at all General Meetings shall be made by a majority of votes taken as the Chairperson of the meeting shall direct but any twenty members may demand a poll which shall be immediately taken in a manner to be determined by the Chairperson of the meeting. In the case of equality of votes the Chairperson of the meeting shall have a second or casting vote.

5.5 No member shall be eligible to vote at any General Meeting or be elected an officer of the Club or member of Management Committee or delegate to any body unless that member is a financial member. A financial member is any duly elected life member, vice president who has accepted office, player who has paid a subscription for that season, and person who has paid an honorary subscription for that season.

5.6 All votes at any General Meeting shall be recorded personally and no proxy shall be recognized.

5.7 No business shall be transacted at any General Meeting unless a quorum is present at the commencement of such business. An officer and twenty members shall constitute a quorum. If within half an hour after the time appointed for a meeting, a quorum is not present the meeting shall be dissolved.

5.8 The President shall chair General Meetings. In the President's absence, the Chairperson of the Management Committee shall chair the General Meeting. In the event neither of the foregoing officers being present the General Meeting shall elect a Chairperson of the meeting.

5.9 The Chairperson shall adjourn the meeting if necessary. The meeting shall stand adjourned to a day, time and place determined by the Chairperson, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

6.0 STRUCTURE OF THE CLUB

6.1 There will be a Management Committee elected at the AGM in accordance with this constitution.

6.2 There will be Standing Committees with membership and functions as prescribed in this constitution for "Rugby", "Finance", "The House" and "The Junior Section".

6.3 There will be a Disciplinary Committee, an Emergency Committee, an Honoraria Committee and a Life Members Committee.

6.4 The Management Committee may at any time authorize and appoint such sub-committee(s), adjuncts, sections or other bodies as it may deem necessary or expedient. The Management Committee may revoke any such authority or appointment at any time.

6.5 Any sub-committee, adjunct, section or other body authorised and appointed under the authority of the Management Committee may have its own rules, which must be approved by the Management Committee and any amendment or variation of them shall likewise require the approval of the Management Committee. Such entities shall have no power to further delegate the powers delegated to it by the Management Committee unless the Management Committee specifically grants such a power in writing.

6.6 The following entities are associated with the Club. Each will continue to operate or cease to operate under their existing rules for the purposes generally described below:

- a) The Home of Champions Limited, that may be a vehicle to undertake authorized investment and other business activities so as to benefit the Club.
- b) The Ken Gray Academy Trust, that may provide financial and educational assistance for rugby players selected for membership of the Academy.
- c) The Petone Rugby Football Club Incorporated Trust, that may attract donations, grants or bequests to assist the Club in specified ways.

7.0 MANAGEMENT COMMITTEE

7.1 The Management Committee shall consist of:

- a) The person elected to the position of Secretary and up to six other persons elected from the floor at the AGM; plus
- b) The Junior Convener and the Junior Secretary as elected in accordance with the rules for the time being of the Junior Section, or their nominees.

Nothing in this constitution shall preclude the persons elected as an Officer of the Club from additionally holding elected positions on the Management Committee and being appointed the Chairperson of a Standing Committee.

7.2 The Management Committee at its first meeting following the AGM shall elect a Chairperson, who shall be the Chairperson of the Club, and a Deputy Chairperson.

7.3 The Solicitor for the Club for the time being shall attend the first meeting of the Management Committee and explain to each and every member, the law relating to the fiduciary powers, duties, responsibilities and personal liabilities that are inherent in such role.

7.4 The Management Committee shall be responsible for managing all business of the Club. It is required to plan, organise, inspire, fund and control. It is to ensure appropriate procedures are in place relative to all Club operations to manage risk, safeguard our assets and reduce the possibility of misappropriation. It shall have the right to distribute minutes of its meetings and may do all such acts as the Club is by this constitution or otherwise authorized to do and which are not required by this constitution or by law to be done by a General Meeting of the Club.

7.5 The Management Committee shall meet regularly and may do so by its members attending in person, by way of telephone conference, or other form of electronic communication, at intervals of not more than three weeks during the months of February, March, April, May, June, July and August in each season and thereafter at intervals of not more than four weeks throughout the remainder of the year.

7.6 If the AGM fails to elect any officer or any member of the Management Committee or if any office or any place on the Management Committee becomes vacant for any reason whatsoever the Management Committee may appoint a member to such office or place on the Management Committee. Consideration shall be given to unsuccessful nominations from the AGM.

7.7 Except as provided in this constitution all decisions at all meetings of the Management Committee shall be made by a majority of votes taken as the Chairperson of the meeting shall direct but a majority of members present may demand a poll which shall immediately be taken in a manner to be determined by the Chairperson. In case of equality of votes the Chairperson shall have a second or casting vote.

7.8 Meetings of the Management Committee shall be chaired by the Chairperson, or if the Chairperson is absent, by the person holding the office of Deputy Chairperson. In the event of the Chairperson and Deputy Chairperson both being unavailable to attend meetings of the Management Committee owing to illness or incapacity or for any other reason the remaining members of the Management Committee for the time being shall appoint a Temporary Chairperson for such period as may be expedient in the circumstances.

7.9 No business shall be transacted at any meeting unless a quorum is present at the commencement of such business. The Chairperson or the Deputy Chairperson or the Temporary Chairperson appointed under Clause 7.8 and any other three members of the Management Committee shall constitute a quorum. If after fifteen minutes of the time appointed for a meeting a quorum is not present, the Chairman may adjourn the meeting to another day and time, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments.

7.10 The Management Committee shall, when required, appoint one of its members to be a member of the Disciplinary Committee, refer Clause 13.1(c), and shall perform the functions ascribed to it in Clause 24.

7.11 The Management Committee shall elect as soon as practicable after the AGM a committee comprising three members of the Management Committee, to be an Emergency Committee. (Refer Clause 14)

7.12 The Management Committee shall, as soon as practicable after the AGM, and after consulting appropriately, confirm the memberships of the Standing Committees for Rugby, Finance, the House and the Junior Section including the Chairperson of each.

7.13 The Management Committee shall annually, at the appropriate time, review the Petone Rugby Football Club Incorporated Trust, Home of Champions Limited and the Ken Gray Academy Trust and make recommendations for the memberships of the Boards or Trustees of these bodies as provided for in their respective constitutions or rules.

7.14 The Management Committee may seek advice from any officer or member of the Club who is not a member of the Management Committee and for this purpose such person or persons may attend meetings of the Management Committee at the invitation of the Chairperson but shall have no voting rights.

7.15 It shall be the duty of all members of the Management Committee to attend all meetings of the Management Committee provided that the Management Committee may at its discretion grant to any member leave of absence for such period as it sees fit. Should any member be absent from three consecutive meetings of the Management Committee without having been granted leave of absence by the Management Committee such members shall automatically cease to be members of the Management Committee and the Chairman may declare the person's position to be vacant.

7.16 If a person ceases to be a Management Committee member that person must within one month give to the committee all club documents and property.

7.17 The Management Committee is required to provide an Annual Report and a half yearly report to all members.

8.0 RULES COMMON TO STANDING COMMITTEES

8.1 At its first meeting, the Standing Committee shall elect from its own numbers a Deputy Chairperson who, in the absence of the Chairperson, shall chair meetings of the Standing Committee. If the appointed Chairperson is unavailable to attend any meeting of the Management Committee the Deputy Chairperson of the Standing Committee shall attend in his or her place with speaking and voting rights.

8.2 The Standing Committee shall meet regularly and ideally prior to each meeting of the Management Committee and thereafter as necessary or as required by the Management Committee. The Standing Committee will produce minutes of their meetings and ensure that these are forwarded promptly to the Secretary of the Management Committee together with any recommendations for decision.

8.3 It shall be the duty of all members of the Standing Committee to attend all meetings of the Standing Committee provided that the Standing Committee may at its discretion grant to any member leave of absence for such period as it sees fit. Should any such member be absent from three consecutive meetings without the consent of the Standing Committee such members shall automatically cease to be members of the Standing Committee.

8.4 No business shall be transacted at any meeting unless a quorum is present at the commencement of such business. A quorum shall be the Chairperson or the Deputy Chairperson and at least half of the remaining members of the Standing Committee.

9.0 THE STANDING COMMITTEE FOR RUGBY

9.1 The Standing Committee for Rugby shall consist of:

- a) A person appointed by the Management Committee who shall be a member of the Management Committee.
- b) The Club Captain as Chairperson.
- c) A nominee of the Junior Section.
- d) The Membership Secretary.
- e) Up to six other persons nominated by the Club Captain and confirmed by the Management Committee.

9.2 Subject to any relevant provisions of this constitution, the Standing Committee will have authority to manage the rugby playing activities of the Club throughout the season. In particular the Standing Committee will:

- a) Make recommendations to the Management Committee for the appointment of coaches, assistant coaches and managers for all teams entered in competitions controlled by the Wellington Rugby Football Union.
- b) Subject to budgetary approval by the Management Committee plan and implement as appropriate and affordable, programmes for the provision and proper control of:
 - (i) Playing gear and equipment
 - (ii) Medical and para-medical assistance and medical supplies
 - (iii) Coaching and training facilities and related equipment and personnel
 - (iv) Early season, pre-season and in-season activities
 - (v) Any other resources needed for the effective provision of rugby football in the Club.
- c) Appoint a Gear Steward to keep, maintain and store, all gear, stock inventory records and gear movement records and to report to the Standing Committee as required.
- d) Offer appropriate support for any or all of the functions that fall specifically within the jurisdiction of the Club Captain.
- e) Receive, consider and action as appropriate all correspondence and other communications referred to the Standing Committee by the Secretary.
- f) Be responsible for the regular passage of information to players and members.
- g) Undertake any other tasks referred to the Standing Committee by the Management Committee from time to time.

10.0 THE STANDING COMMITTEE FOR FINANCE

10.1 The Standing Committee for Finance shall consist of:

- a) The Chairperson appointed by the Management Committee who shall be a member of the Management Committee.
- b) The Treasurer if not otherwise appointed as Chairperson.
- c) Up to three other persons nominated by the Chairperson and confirmed by the Management Committee.
- d) The Treasurer of the Junior Section Committee or his or her nominee.

10.2 Subject to any relevant provisions of this constitution the Standing Committee will have authority to manage all revenue and expenditure within the Club throughout the year. In particular the Standing Committee will:

- a) After undertaking appropriate consultations within the Club prepare a plan for revenue and expenditure in the forthcoming financial year and forward this for approval by the Management Committee not later than 30 September each year, prior to the commencement of the next financial year.
- b) Monitor all revenue and expenditure and prepare monthly reports having regard to any requirements of format advised by the Management Committee and ensure their prompt distribution to the Secretary and the Chairpersons of the Standing Committees together with any recommendations and/or requirements for action.
- c) Ensure that all matters pertaining to the financial operation of the Club as elsewhere prescribed in this constitution are observed.
- d) Approve all Bank Accounts and signatories to them.
- e) Undertake and be responsible for banking transactions and petty cash.
- f) Prepare accounts payable for authorisation and subsequently assist with the accounts payment process. Members may act as one of the signatories to Club bank accounts once authorised by the Treasurer.
- g) Plan, negotiate and implement all sponsorship arrangements. Be responsible for the Club's relationship(s) with its sponsors.
- h) Allocate all game tickets and Season Passes to sponsors or other members or other persons as directed from time to time.
- i) Prepare all gaming trust applications, or other funding applications made in the name of the Club and process audit requirements relative thereto.
- j) Undertake and be responsible for all raffles and games of chance run by the Club under the Gambling Act 2003 or any Act passed in substitution thereof.
- k) Receive and action as appropriate all correspondence and other communications referred to the Standing Committee by the Secretary.

- l) Offer appropriate support for any or all the functions that fall specifically within the jurisdiction of the Treasurer.
- m) Undertake any other tasks referred to the Standing Committee by the Management Committee from time to time.

11.0 THE STANDING COMMITTEE FOR THE HOUSE

11.1 The Standing Committee for the House shall consist of:

- a) A Chairperson appointed by the Management Committee who shall be a member of the Management Committee.
- b) Up to seven other persons nominated by the Chairperson and confirmed by the Management Committee.

11.2 Subject to any relevant provisions of this constitution, the Standing Committee for the House will have authority to do the following:

- a) Ensure after match functions, other entertainment and social activities (including dinners and the annual prize giving ceremony) are provided for members throughout the season.
- b) Run the Club bar throughout the season as required subject to any conditions and requirements pertaining to the operation of the bar and lounge area and any licence(s) in existence relating to the use of the premises.
- c) Run the Club kitchen premise and maintain control over the use of the kitchen subject to any licence(s) in existence relating to the use of the kitchen.
- d) Provide, maintain and enhance the Club's computer website.
- e) Provide, maintain and enhance all Information Technology equipment in the possession of the Club from time to time.
- f) Maintain, enhance, secure and improve all of the Club memorabilia.
- g) Provide a retail sale outlet on the premise and in any other form deemed necessary from time to time and be responsible to:
 - (i) Staff and operate the Club Shop (whether on/off the premises or via the Club website) and satisfy customer's requirements.
 - (ii) Process approved stock orders, inward goods, pricing and stocking of items for sale.
 - (iii) Sell goods and be responsible for cash and other transactions.
 - (iv) Provide to the Treasurer and the House Chairman monthly reports of all sales and purchases and related income received and banked.
 - (v) Recommend actions or changes deemed appropriate for the better administration, marketing and profitability of the shop.

- h) Undertake and be responsible to administer all leasing and rentals of premises or equipment and ensure accounts receivable information is passed to the Treasurer for processing.
- i) Undertake and be responsible to maintain all licences held in the name of the Club including all requisitions thereon made by any relevant authority. Oversee any maintenance or other work required to comply with any conditions of such licence(s).
- j) Undertake and be responsible to obtain a comprehensive building inspection report from an independent qualified person or party prior to the conclusion of each financial year and present such report to the Management Committee.
- k) Maintain the Club premises, furniture, fittings and equipment to standards as required by the Management Committee or other authority.
- l) Ensure compliance with all health and safety regulations and maintain a safe environment within and around the Club premise, including development and maintenance of appropriate emergency evacuation procedures.
- m) Be responsible for premise security systems.
- n) To manage the general cleaning of the Club premises.
- o) Develop and recommend the marketing strategy of the Club as required from time to time.
- p) Promote all public relations activities, all radio, press and television media releases, interviews and publicity campaigns pertaining to the Club, subject to policy and the conditions of any sponsorship agreement in existence from time to time.
- q) Undertake any other tasks referred to the Standing Committee by the Management Committee from time to time.

12.0 THE STANDING COMMITTEE FOR THE JUNIOR SECTION

12.1 The objectives of the Junior Section are:

- a) To foster, promote and organize rugby for boys and girls under the age of thirteen years as of 1st January, or as otherwise defined by the Wellington Rugby Football Union.
- b) To contribute to the overall well being of the Club, by providing for the best interests of junior rugby.

12.2 The Junior Section Committee shall be nominated from within the Junior Section and shall consist of not less than three persons being:

- a) The Junior Convener as Chairperson.
- b) The Junior Secretary.
- c) The Junior Treasurer.

12.3 Once the appointments are confirmed by the Management Committee, (who may or may not consult the previous Junior Section Committee) the Junior Section Committee shall appoint additional persons to serve and operate within its own rules and policies subject to the provisions of this constitution.

12.4 The Junior Section may have its own bank account(s) for its own purposes at the Bank of the Club. The Treasurer is to be one of up to four signatories authorised by the Junior Section Committee to operate this bank account(s).

12.5 The Junior Section shall raise separate funds by sponsorships, donations, subscriptions and other fundraising activities for purposes in the best interests of junior rugby, provided any such activity is co-ordinated and pre-approved by the Management Committee so as to not compromise the Club's fundraising.

12.6 At the end of each financial year, all books of account and financial records are to be provided to the Club Treasurer.

13.0 THE DISCIPLINARY COMMITTEE

13.1 The Disciplinary Committee shall consist of:

- a) The President (as Chairman).
- b) The Club Captain.
- c) One member of the Management Committee to be appointed by the Management Committee on each occasion that the Disciplinary Committee is required to meet.
- d) The Club Solicitor, should the Management Committee consider his or her knowledge and expertise is required for any particular occasion that the Disciplinary Committee is required to meet.

13.2 The Disciplinary Committee shall perform the functions ascribed to it in Clause 24.

14.0 THE EMERGENCY COMMITTEE

The Emergency Committee shall be empowered to take all decisions that might properly be taken by the Management Committee but which must be taken before a full meeting of the Management Committee can be convened. All decisions taken by the Emergency Committee shall be reported by it to the next meeting of the Management Committee and recorded in the minutes of that meeting.

15.0 THE HONORARIA COMMITTEE

15.1 The Honoraria Committee shall consist of:

- a) The President (as Chairman).
- b) The Immediate Past President or if he or she is not willing and able to serve on the Honoraria Committee then another Past President appointed by the Management Committee.
- c) The Immediate Past or other Past Chairman or if he or she is not willing and able to serve on the Honoraria Committee then another Past Chairman appointed by the Management Committee.

15.2 If for any reason no Past President or no Past Chairman is willing and able to serve on the Honoraria Committee then the Chairman of the Management Committee shall appoint a Life Member who is not an Officer of the Club as a replacement.

15.3 The Honoraria Committee shall meet to:

- a) Receive and consider the Treasurer's report (approved by the Management Committee) as to what amount is available for payment of honoraria under Clause 18.5 (k).
- b) Determine how the amount available for payment of honoraria should be allocated among the officers and the members of the Club.
- c) Notify the Treasurer of their determination.

15.4 The Honoraria Committee shall, when making its determination, take into consideration all of the following:

- a) When any member of the Club accepts election or appointment to a position in the Club he or she is required to perform the duties relating to that position on an unpaid voluntary basis.
- b) An honorarium is not a reward for any services rendered.
- c) No person shall be entitled, whether by contract or informal agreement or otherwise, to be paid an honorarium.
- d) An honorarium is intended as a token of appreciation for exceptional services that have been provided above and beyond what are normally expected or provided and from which the Club has received substantial benefits.

15.5 The Honoraria Committee:

- a) Shall not allocate any amounts to any member of the Honoraria Committee.
- b) Shall not allocate a total amount of honoraria that exceeds the amount available as reported by the Treasurer and approved by the Management Committee.
- c) May if it chooses allocate less than the full amount available.
- d) May if it chooses allocate no part of the amount available.

15.6 If a nominated recipient declines to accept an offer of an honorarium, or fails to accept the offer within the stated time (Clause 18.5(1)), then such offer shall lapse and the amount shall remain part of the general funds of the Club.

16.0 THE LIFE MEMBERS COMMITTEE

The life members may elect from amongst themselves a committee of life members of a number as deemed sufficient for any responsibility, task or assignment, as requested and delegated by the Management Committee.

17.0 OFFICERS

17.1 The Officers of the Club shall consist of the following: -

- a) Patron
- b) President
- c) Any number of Vice Presidents
- d) Club Captain
- e) Chairperson
- f) Deputy Chairperson
- g) Secretary
- h) Treasurer
- i) Membership Secretary

j) Solicitor

17.2 All the above-mentioned Officers of the Club with the exception of the Chairperson and the Deputy Chairperson shall be elected at the AGM. The Management Committee at its first meeting after being elected shall elect the Chairperson and the Deputy Chairperson.

17.3 All Officers of the Club shall hold office until the conclusion of the next AGM of the Club unless they sooner resign, die, become incapacitated or are expelled from office in accordance with this constitution.

17.4 If the AGM fails to elect any Officer of the Club or member of the Management Committee or if any office or any place on the Management Committee becomes vacant for any reason whatsoever the Management Committee may appoint a member to such office or place on the Management Committee. Consideration shall be given to unsuccessful nominations at the AGM.

17.5 No member may hold the office of Patron for more than one season.

17.6 No officer or member of the Management Committee shall be personally liable for the acts receipts neglects or defaults of any other officer or member or for any loss damage or misfortune whatsoever which shall occur during the execution of the duties of their office or in relation thereto unless it shall result from their own willful default or dishonesty.

17.7 An employee of the Club shall not be eligible for election to the position of Chairman, Club Captain or Treasurer.

18.0 DUTIES OF OFFICERS

18.1 THE PATRON is expected to visit the Club on some occasions and to present the Club's awards at its annual presentation function.

18.2 THE PRESIDENT'S duties shall be those of formal leadership.

- a) The President shall represent the Club and speak on behalf of the Club on formal and social occasions.
- b) The President shall chair General Meetings.
- c) The President may attend meetings of the Management Committee and shall be free to speak but shall not have any voting rights.
- d) The President shall serve on the Disciplinary and Honoraria Committees.

18.3 THE CLUB CAPTAIN shall have the following duties. To:

- a) Personally meet and welcome new members.
- b) Generally supervise all team training and practices.
- c) Ensure that all requirements of the New Zealand Rugby Football Union and the Wellington Rugby Football Union relating to grading and nomination of players, approval of team travel and similar matters are complied with.
- d) Arrange all pre-season selection trials and practice games and to oversee the initial and on-going selection of teams.

- e) Make final and binding decisions in cases of dispute arising from player selections.
- f) Assess the arrangements needed to host visiting teams and advise relevant Club personnel.
- g) Generally supervise all matters directly relating to the playing of rugby football in the Club.
- h) Be the primary adviser to the Standing Committee on Rugby on all matters relating to the playing and organisation of rugby football in the Club.
- i) Do all such other acts relating to the affairs of the Club as the Management Committee or the Standing Committee may require.

18.4 THE SECRETARY shall have the following duties. To:

- a) Call all General Meetings and all meetings of the Management Committee as required by this constitution and to keep minutes of all proceedings at General Meetings and all meetings of the Management Committee.
- b) Receive and disseminate or take appropriate action on all correspondence directed to the Club from any source whether in written form on paper, or by means of any form of electronic communication to those office bearers or persons that have authority to deal with such correspondence as directed by the Secretary.
- c) Distribute copies of all minutes of the Management Committee and of all AGMs and Special General Meetings to the following persons:
 - All Life Members.
 - The Club President
 - The members of the Management Committee
- d) Be responsible for all outgoing correspondence and electronic communications.
- e) Be responsible for the safe custody and storage of secretarial records of the Club.
- f) Oversee the preparation, printing, publication and dissemination of the Annual Report to all financial members each year.
- g) Do all such other acts relating to the affairs of the Club as the Management Committee may require.

18.5 THE TREASURER shall have the following duties. To:

- a) Supervise the collection of and account for all subscriptions, donations, sales income and other monies due to the Club.
- b) Disburse all funds as determined by the Management Committee and/or the Standing Committee for Finance.
- c) Ensure that accurate and timely financial records are maintained of all financial activity of the Club.

- d) Prepare and table, regularly required financial reports, at meetings of the Management Committee. Prepare ad hoc financial reports from time to time, as the Management Committee requests.
- e) Prepare Financial Statements for presentation to the AGM and at any such other time requested by the Management Committee.
- f) Be a signatory on every bank account operated by the Club and monitor all bank accounts kept by the Club and by all committees' sub-committees, adjuncts teams and other bodies associated with the Club.
- g) At the end of each playing season collect and keep safe until the following season all team bank accounts stationery and records.
- h) Provide secretarial services to the Board of Directors of the Home of Champions Limited.
- i) Manage the requirements of the Auditor.
- j) File with the Registrar of Incorporated Societies or other entities, statements of accounts, which may be required to ensure that statutory provisions are complied with.
- k) Report to the Management Committee during September or October each year, the amount the Treasurer considers, after taking into account all the liabilities of the Club and the need to provide reserves for future years, that is or will be available for payment of Honoraria and seek from the Management Committee its approval of that amount. Thereafter report any amount approved by the Management Committee to the Honoraria Committee.
- l) To offer honoraria determined by the Honoraria Committee to the selected individuals. Each nominated recipient is to be informed in the letter of offer that their name will be reported in the Notes to the Financial Statements against the total sum of honoraria paid and the amount paid to each individual will not be published. Upon receiving acceptance, before the closing date specified in the offers, to make payment thereof.
- m) Do all such other acts relating to the affairs of the Club as the Management Committee and/or the Standing Committee for Finance may require.

18.6. THE MEMBERSHIP SECRETARY shall have the following duties. To:

- a) Keep a register of members including names, occupations, postal and email addresses and telephone numbers of all members and record details of the payment of their subscriptions and the dates on which they became members; whilst at all times complying with the requirements of the Privacy Act 1993.
- b) Be responsible for the creation and upkeep of an electronic database of members to support the communication needs of the Club.
- c) Assist the Treasurer with the collection of all subscriptions, donations and other monies due to the Club and to bring to account promptly.
- d) Maintain a record of all points scored by teams and by individual players in competition matches.

- e) Investigate and process all claims for financial assistance made by injured players in accordance with the rules approved by the Management Committee.
- f) To do all such other acts relating to the affairs of the Club as the Management Committee may require.

18.7 THE CHAIRPERSON shall:

- a) Chair all meetings of the Management Committee.
- b) Undertake on behalf of the Management Committee all such duties as it may delegate to him or her.

18.8 THE DEPUTY CHAIRPERSON is responsible to assist the Chairperson and shall undertake the duties of the Chairperson in the absence of the Chairperson.

19.0 MEMBERSHIP

All members of the Club are obligated to promote the purposes of the Club and shall do nothing to bring the Club into disrepute.

19.1 The membership of the Club shall be divided into five classes: active members, honorary members, vice presidents, life members and Junior Section members.

19.2 Only active members and vice presidents shall be eligible for selection in adult rugby teams fielded by the Club.

19.3 New or returning members may be admitted or readmitted to the Club by the President, Secretary, Club Captain, Membership Secretary or the Chairperson provided they are deemed a suitable person for membership. The Management Committee or a General Meeting may also admit applicants to membership, including applicants previously expelled from membership. All applications shall be in such form as may from time to time be provided by the Management Committee for the purpose.

19.4 An active member shall cease to be a member in any of the following circumstances:

- a) If the member, by notice in writing to the Secretary, resigns before the commencement of the Club playing season. Any member whose resignation has not been received by the commencement of the Club playing season shall be deemed a member for that season.
- b) If by the first day of June or within one month of admission or re-admission in any season the member has not paid the subscription for that season or the part thereof agreed by the Management Committee.
- c) If the member has been expelled from the Club in accordance with Clause 24 of this constitution.

20.0 LIFE MEMBERS

20.1 Life Members shall be elected by a General Meeting provided that no person may be nominated for election as a Life Member unless notice of the nomination has been given to the Secretary or Chairperson not less than sixty days before the General Meeting at which such nomination is intended to be made.

20.2 Upon receipt of such nomination the Management Committee will form a sub-committee to consider and report their findings on the nomination. This sub-committee will

comprise two members of the Management Committee (one of whom shall be a Life Member if possible) and either the President or Chairperson plus a minimum of two Life Members from the Life Members Committee.

20.3 This sub-committee shall be fully briefed by the Membership Secretary on the nominee's rugby involvement and the outcome of the sub-committee's considerations shall be advised to the Management Committee at its next scheduled meeting.

20.4 Such nomination shall be proposed to a General Meeting provided it has the approval of not less than two thirds of the members of the Management Committee.

20.5 The voting preference of Management Committee members absent from the scheduled meeting at which the recommendation of the Life Members sub-committee is presented shall be ascertained should the two-thirds majority not be obtained at this scheduled meeting.

21.0 VICE PRESIDENTS

21.1 The election or re-election at a General Meeting of any person as a Vice President shall not take effect unless that person advises the Club in writing of acceptance of election.

21.2 A Vice President shall have all the rights and privileges of an active member and honorary member including the right to become an officer of the Club or a member of the Management Committee and including the right to vote at all General Meetings of the Club.

22.0 SUBSCRIPTIONS

All members except Life Members and Vice Presidents shall pay to the Club a subscription for each season at a rate to be determined by each AGM. All subscriptions shall be paid to the Treasurer or such other persons as the Treasurer may nominate before the first day of June in each season or, in the case of new or late returning active members joining or returning to the Club on or after the first day of June, within one month of admission or re-admission to the Club.

23.0 FINANCIAL

23.1 The Club's financial year runs from 1 October to 30 September of the following year.

23.2 The Club shall ensure proper accounting records are maintained to give a true and fair view of the Club's financial position and financial performance. All committees, sub-committees, adjuncts, sections, teams and other bodies that may have cause to open bank accounts for which the Club has real or assumed responsibility shall ensure proper accounting records are maintained to give a true and fair view of their respective financial activities.

23.3 Financial Statements consist of all of the following:

- a) Statement of Financial Performance, (P&L)
- b) Statement of Financial Position, (Balance Sheet)
- c) Statement of Cash Flows
- d) Statement of Movements in Equity..
- e) Notes to Financial Statements containing supplementary information, including all contingent liabilities and financial commitments

23.4 Funds of the Club may be expended and liabilities incurred by the Club or any committee, sub-committee, adjunct, section, team or other body associated with the Club, only with the approval of the Management Committee. All or any bank account or accounts

shall be operated by the Club Treasurer and such other person or persons as authorised by the Management Committee as signatories to any particular account.

23.5 All funds received by or on behalf of the Club or any committee, sub-committee, adjunct, section, team or other body associated with the Club shall be banked promptly in such bank account or accounts, as may be determined by the Management Committee.

23.6 Every committee and sub-committee, adjunct, section, team and other body associated with or authorized by the Club shall prepare a financial report within one calendar month of the conclusion of competition matches and forward this to the Treasurer who shall include each such financial report in the Financial Statements of the Club.

23.7 The Management Committee may direct at any time that the person or persons having control of any monies, funds, assets or liabilities on behalf of the Club furnish an interim financial report, including details on any matter it deems relevant or expedient, to it in writing.

23.8 An Auditor shall be engaged by the Management Committee to audit the Financial Statements and report each year to the members at the AGM and from time to time to the Management Committee when requested to do so. In such reports it shall be stated whether in the Auditor's opinion the Financial Statements as presented give a true and fair view of the financial position of the Club and contain no irregularities.

23.9 The Auditor shall be entitled to examine all the books of account and other documents of the Club relating to the Club's accounts.

23.10 The Management Committee is responsible to provide the Auditor with:

- a) Access to all information of which the Committee is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters.
- b) Additional information that the auditor may request from the Committee for the purpose of the audit; and
- c) Reasonable access to persons within the Club from whom the Auditor determines it necessary to obtain information.

24.0 DISCIPLINARY

24.1 It shall be the duty of all Members of the Club to:

- a) Comply with these rules and all regulations made under Clause 31.
- b) At all times not to behave in an unbecoming or dishonourable manner.
- c) At all times not to act in a manner that is prejudicial to the best interests and reputation of the Club.

24.2 Any allegation of contravention of this duty by any Club Member shall be forwarded to the Management Committee.

24.3 The Management Committee shall in the first instance:

- a) Gather all reasonably available information regarding the allegation.

- b) Consult the Club Solicitor if considered to be a prudent or necessary course of action.
- c) Invite the person or persons against whom the allegation has been made to provide an explanation and any information that they might consider is relevant.
- d) Determine the degree of seriousness of the alleged behaviour.
- e) Determine whether there is sufficient evidence to support the allegation.

24.4 If the Management Committee considers that there is insufficient evidence to support the allegation then it may dismiss it.

24.5 If the Management Committee determines that the seriousness of the alleged behaviour is low it may:

- a) Reprimand the Club Member.
- b) Suspend the Club Member's right to participate in any part of the Club's activities for a stated period.
- c) Impose any other penalty short of expulsion from the Club that is reasonable in the circumstances.

24.6 If the Management Committee determines that the seriousness of the alleged behaviour is high it shall transfer the matter to the Disciplinary Committee.

24.7 Upon any allegation being transferred to it, the Disciplinary Committee, as soon as is reasonably possible, shall:

- a) Conduct a hearing in which:
 - (i) Not less than 14 days notice of the date, time and place of the hearing shall be given to the person making the allegation, the Club Member against whom the complaint is made and all persons who may provide relevant evidence.
 - (ii) The notice to the Club Member against whom the complaint is made shall outline the nature of the allegation.
 - (iii) All people attending shall be given an opportunity to speak and may be questioned by members of the Disciplinary Committee, but not cross-examined by any party.
 - (iv) A lawyer or other representative may represent the Club Member against whom the allegation is made.
 - (v) In all other respects the hearing shall be conducted as determined by the Chairman of the Disciplinary Committee in accordance with the principles of natural justice.
- b) Determine whether:
 - (i) The allegation is not proven, in which case no further action will be taken; or
 - (ii) The allegation is proven, in which case the Disciplinary Committee shall also determine an appropriate penalty, which may include expulsion from the Club.

- c) Forward a written notice of its determination to the Club Member against whom the allegation is made, the person making the allegation and the Management Committee.

24.8 A Club Member who receives notice from the Disciplinary Committee that it has determined the allegation is proven may, within 14 days from the date of the notice, appeal to the Management Committee against the finding that the allegation has been proven, or the penalty imposed, or both. The appeal shall be made in writing delivered to the Club Secretary setting out the grounds of the appeal and all reasons why the Club Member believes the determination of the Disciplinary Committee should be overturned. The Club Member shall have no right to make oral representations to the Management Committee.

24.9 The Management Committee shall, upon receiving a notice of appeal under the preceding section, decide whether the determination of the Disciplinary Committee should be approved, overturned, or amended and advise all interested parties in writing of its decision.

24.10 The Management Committee shall enforce any penalty imposed as soon as is reasonably practical after the expiry of 21 days from the date of the determination of the Disciplinary Committee if no valid notice of appeal is received, or as soon as is reasonably practical after it has made its decision on any appeal.

24.11 Notwithstanding anything in this clause 24, the Disciplinary Committee and the Management Committee shall at all times act in accordance with the rules and regulations of the New Zealand Rugby Union and the Wellington Rugby Football Union and the principles of natural justice and fairness.

25.0 PRIVACY ACT 1993

It is a condition of membership of the Club that each member irrevocably consents pursuant to the Privacy Act 1993 to personal information in the form of his or her name, residential address, office held and telephone number being included in a membership list supplied by the Club to the Wellington Rugby Football Union for any one or more of the following purposes:

- a) For its record.
- b) Publication and distribution in the Wellington Rugby Football Union's handbook.
- c) Lodging nominations for trial and representative play.
- d) Forwarding to New Zealand Rugby Football Union for its records.

26.0 UNIFORM

26.1 All members of all rugby teams representing the Club shall wear a playing uniform comprising a navy blue jersey with white top, black shorts and dark blue socks with broad white tops.

26.2 The Club shall have a monogram consisting of the letters P.R.F.C. interwoven in white on a navy blue background with the words "KIA KAHA KIA MAIA" below. The monogram shall not be used without the approval of the Management Committee.

27.0 SEASON

For the purposes of this constitution a season shall be deemed to commence immediately after the closing of an AGM, from which time all officers of the Club and all members of

the Management Committee shall take office and shall end immediately upon the closing of the next AGM.

28.0 ALTERATION AND INTERPRETATION OF RULES

28.1 Subject to the Incorporated Societies Act 1908 or any Act passed in substitution therefore, this constitution may be altered, added to, or rescinded by a General Meeting provided that not less than thirty days notice of the proposed alteration, addition or rescission has been given to the Secretary or Chairperson.

28.2 Any question involving the interpretation of this constitution shall be determined by the Management Committee or if arising at a General Meeting by the Chairperson of the meeting.

28.3 The Club may alter or replace these rules at a General Meeting by a resolution passed by a two-thirds majority of those members present and voting.

29.0 WINDING UP

29.1 The Club shall be wound up voluntarily if a General Meeting passes a resolution requiring the Club to be wound up and the resolution is confirmed at a subsequent Special General Meeting called for that purpose.

29.2 Upon the winding up of the Club all property or assets remaining after the satisfaction of all liabilities shall be assigned, transferred, paid or set over to the Wellington Rugby Football Union Incorporated (“the Union”) on the condition that they be held for a reasonable period for the benefit of any new club that may be formed for the playing of rugby football in the Petone area and affiliated to the said Union.

29.3 Any decision as to what is a reasonable period for retention and what if any new club is entitled to receive the assets under the preceding clause made by the Union shall be final and conclusive.

30.0 COMMON SEAL

The Common Seal of the Club shall consist of the words “The Common Seal of The Petone Rugby Football Club (Incorporated)” and shall remain in the custody of the Secretary. The Common Seal shall not be affixed to any instrument except by the authority of a resolution of the Management Committee and in the presence of two out of the following four officers of the Club: Secretary, Chairperson, Deputy Chairperson and Treasurer.

31.0 REGULATIONS

The Management Committee may from time to time make such regulations as it may deem necessary or expedient to regulate the activities of the Club provided that such regulations are not inconsistent with this constitution and that any such regulations comply with the rules of natural justice and further that they comply with and do not breach any provision in the Rules of the Wellington Rugby Football Union or the New Zealand Rugby Football Union from time to time in existence.

BWS 251011