

3 Hours  
E Pram  
Chairman

G. Hume  
& Healey  
Secretary

E Robinson  
Treasurer

Orere Community & Boating Club (INC) Constitution

1. The Club shall be called the Orere Community and Boating Club (Incorporated).

REGISTERED OFFICE:

2. The Registered office of the Orere Community and Boating Club (Inc. shall be at such place as the Committee from time to time determines.

OBJECTS:

3. The objects of the Orere Community and Boating Club (Inc.) shall be:
  - a. To look after the community and rural settlement of the Orere district.
  - b. To lobby the appropriate Councils in the best interests of the village and people of Orere.
  - c. To encourage the villagers to take pride and appreciation in the conservation of the whole of the Orere area.
  - d. To promote safe boating of all the boating members of the club.
  - e. To cooperate with Auckland Council and other Councils in keeping the Orere area and the Firth of Thames in the best possible condition.

POWERS:

4. In pursuing the above objects the Orere Community and Boating Club (Inc.) shall have the following powers.
  - a. To acquire, sell or lease property or equipment.
  - b. To borrow money, and to allow security or charge if that is required, to obtain money.
  - c. To organise voluntary or paid help in projects for the benefit of all.
  - d. To do anything incidental or conducive to achieving the objects, provided that in so doing no member shall gain any financial benefit from the Orere Community and Boating Club (Inc.) except remuneration for goods and services or employment paid at a rate not exceeding the current market rate as agreed by the Committee.

MEMBERSHIP:

5. The following applies to membership of the Orere Community and Boating Club (Inc.):
  - a. **Member** – Any person, on payment of the annual subscription, may be approved as a Member of the Orere Community and Boating Club (Inc.) by the Committee
  - b. **Honorary Life Member** – Any person who has rendered outstanding service to the Orere Community and Boating Club (Inc.), and who is over the age of 65 years, may be elected as an Honorary Life Member at a general meeting upon a majority of two thirds of the members voting on such a resolution. Honorary Life Members shall have the full privileges of membership but shall not be liable for payment of annual subscriptions.
  - c. **Cessation of Membership** – Any member wishing to resign shall notify the Secretary in writing but the subscription shall not be refunded. Any member whose subscription remains unpaid after ten months of the due date shall cease to be a member. The Committee may terminate membership where there is conduct injurious to the well-being of the Orere Community and Boating Club (Inc.).
  - d. **Subscription** – The amount of the subscription shall be set by the Annual General Meeting.

## **GOVERNANCE:**

6. The following applies to governance of the Orere Community and Boating Club (Inc.);
- a. **Committee** – The affairs of the Orere Community and Boating Club (Inc.) shall be administered by a Committee consisting of at least six but not more than fifteen members elected by the Annual General Meeting. The Annual General Meeting will at first elect a Chairperson then the Committee; the Committee will then elect a Secretary and Treasurer (who may be one person). Then a Spokesperson for Community Affairs and a Spokesperson for Boating Affairs. All members of the Committee shall be financial members of the Club.
  - b. **Committee's Term of Office** – Committee members shall be elected annually and they are eligible for re-election each year.
  - c. **Quorum** – Six members shall constitute a quorum at a meeting of the Committee.
  - d. **Sub-Committees** – The Committee may appoint sub-committees and delegate them such powers as it sees fit. The Chairperson, Secretary and Treasurer shall be ex-officio members of all sub-committees. Members from outside the Committee may be appointed to sub-committees.
  - e. **Vacation of Membership of the Committee** – Any person automatically vacates his or her position on the Committee if he or she:-
    - is absent from three consecutive meetings without leave;
    - resigns by giving notice in writing to the Secretary;
    - is removed by resolution of 60% of the members of the Committee
  - f. **Filling a Vacancy** – If there is a vacancy the Committee may co-opt a member to fill the vacancy until the next Annual General Meeting
  - g. **Financial Interest** – Where a committee member has a financial interest in any matter before the Committee, or is an employee and an employment issue is before the Committee, he/she shall declare an interest and withdraw from the discussion and voting.
  - h. **Indemnity** – All Committee members, officers and servants of the Club shall be indemnified by the Club against all personal losses and expenses incurred as a result of any action in the lawful discharge of their duties, except for wilful acts or omissions.
  - i. **Legal Document and Cheque Signatories** – All legal documents shall be signed by two authorised Committee signatories. Signatories may be the Chairperson, Secretary, Treasurer, and Spokesperson for Community Affairs or Spokesperson for Boating Affairs. **The Clubs common seal will be used on all legal documents.**

## **GENERAL MEETINGS:**

- 7.
- a) **Annual General Meetings** – The Annual General Meeting of the Orere Community and Boating Club (Inc.) shall be held within three months of the end of the financial year. The business transacted at the Annual General Meeting shall include;
    - receipt of the Annual Report
    - receipt of the Financial Statements
    - appointment of the Auditor
    - appointment of a Chairperson
    - election of the Committee
    - determination of the annual subscription and other business

- b) **Special General Meeting** – A Special General Meeting may be called by the Committee or may be requested in writing signed by eight financial members specifying the issues to be considered. Business at a Special General Meeting shall be confined to the matters defined on the notice of the meeting and the notice may incorporate a postal vote.
- c) **Notices** – At least ten working days' notice shall be given to all members of General Meetings.
- d) **Quorum** – Twenty members shall constitute a quorum at an Annual General or Special Meeting.
- e) **Voting** – Voting at General Meetings can be by voice, or by a show of hands, unless any members request a secret ballot. The Chairperson shall have a casting vote as well as a deliberative vote. No resolution agreed at General Meeting shall be rescinded except at General Meeting.
- f) **Proxies** – A financial member may appoint a proxy to vote at a General Meeting. A proxy vote must be tabled before the commencement of the meeting.
- g) **Changes to the Constitution** – The Constitution may be changed only by General Meeting. No change may be made which would diminish the charitable status of the Orere Community and Boating Club (Inc.). A 75% majority of members present at the meeting shall carry a resolution changing the Constitution.

#### **FINANCIAL MANAGEMENT:**

- 8. The following applies to financial management of the Orere Community and Boating Club (Inc.);
  - a. **Control of Funds** – The funds of the Community & Boating Club shall be controlled by the Committee and shall be applied solely in the promotion of the objects of the Club.
  - b. **Reports** – The Treasurer shall maintain adequate and proper financial records and reports to the Committee and shall prepare the annual financial statement to the Annual General Meeting.
  - c. **Cheque Signatories** – All cheques shall be signed by two authorised signatories. Signatories may be the Chairperson, Secretary, Treasurer, Spokesperson for Community Affairs or Spokesperson for Boating Affairs.
  - d. **Investments** – Surplus funds may be invested as determined by the Committee in any way authorised by New Zealand law for investment of Trust Funds.
  - e. **No Private Pecuniary Profit** – Nothing expressed or implied in the Constitution shall permit the activities of the members to be carried out for the private pecuniary profit of any individual.

#### **WINDING UP:**

- 9. If the Committee decides that the Orere Community and Boating Club (Inc.) should be wound up a Special General Meeting shall be called to confirm that decision and to determine how surplus assets shall be disposed of. All surplus assets shall be transferred to a kindred organisation holding approved Charitable Status.

#### **Financial Year:**

- 10. The clubs financial year for the club shall be from 1<sup>st</sup> July to the 30<sup>th</sup> June.