

# UPPER HUTT BRIDGE CLUB (INCORPORATED)

## RULES

These are the rules of the Upper Hutt Bridge Club as at 1 August 2014 incorporating all amendments duly authorized up that date including those approved at the 2001, 2003, 2009, 2013, and 2014 Annual General Meetings

### 1 NAME

The name of the Club shall be UPPER HUTT BRIDGE CLUB (INCORPORATED) (hereinafter referred to as THE CLUB).

### 2 OBJECTS

The objects of the Club are: -

- 2.1 To establish and carry on a Bridge Club-to promote and foster the playing of the game of Contract Bridge in all or any of its derivative forms and to organise and conduct bridge matches-Competitions and tournaments-and social gatherings in connection-there-with without intention of pecuniary gain.
- 2.2 To purchase, take or lease or in exchange or otherwise acquire any real or personal property and rights and privileges which the Club may think necessary for the purposes of the Club and to sell exchange or otherwise deal with such property.
- 2.3 To let lease or hire any of the real or personal property of the Club.
- 2.4 To borrow any money required for the purposes of the Club with or without securities over any of the real or personal property of the Club or to issue bonds and debentures as securities for the repayment of any such moneys.
- 2.5 To erect buildings upon any land acquired by the Club and to alter add or to pull down any buildings acquired by the Club.
- 2.6 To enter into any arrangements for the hire or tenancy of any rooms or premises for the purposes of the Club.
- 2.7 To invest and tend moneys of the Club not immediately required upon such investments as are from time to time authorised by law for the investment of trust funds.
- 2.8 To pay for or make donations towards the cost of concluding any bridge tournaments matches or competitions in New Zealand or elsewhere including the cost of a player or players travelling in or to New Zealand or travelling from New Zealand overseas.
- 2.9 To do all such other things as are incidental or conducive to the attainment of any of the foregoing objects.

### 3 REGISTERED OFFICE

The registered office of the Club shall be at 98 PINE AVENUE, UPPER Hutt, or such other place.as the Committee may from time to time determine. Notice of any change in the situation of the Registered Office shall be given to the Registrar of Incorporated Societies.

4 CLUB SEAL.

The Seal of the Club shall consist of the name of the Club inscribed in a circle and shall not be affixed to any instrument except in pursuance of a resolution of the Committee and in the presence of the Secretary and one other member of the Committee for the time being. The Seal shall be kept in the custody of the Secretary.

5 MEMBERSHIP

The membership of the Club shall consist of the following classes all of whom shall be entitled to all privileges of membership unless otherwise stated below: -

- 5.1 Foundation Members: Members who paid their subscription in the first three months of Club's foundation.
- 5.2 Ordinary Members:
- 5.3 Honorary Life Members Members elected by the Club in a General Meeting on the recommendation of the Committee.
- 5.4 Student Members: Are defined as any person under the age of twenty-one (21) years engaged full time under any education course Such student members shall be admitted for one half (½) of the current single subscription while remaining a student and shall be subject to all privileges of the club including voting rights

6 NOMINATION.

All candidates for election as members shall be nominated by being proposed by one member and seconded by another member on a form approved by the Committee and every such candidate shall complete and sign the form consenting to nomination.

7 ELECTION OF MEMBERS

Ordinary members shall be elected by the Committee which shall have power from time to time to limit the numbers of any class of members. The name of every candidate for membership shall be posted on the Club's notice board for fourteen (14) days before the application is dealt with and any member wishing to object to any candidate must advise the Secretary of such objection. The Committee may accept, defer or reject any application. No member of the Committee shall disclose to anyone the reason for any decision of the Committee relating to an application for membership. On election of members the Secretary shall enter the names of new members in the register of members together with the details required by the Incorporated Societies Act 1908 or amendment thereof.

8 BOUND BY RULES

Every new member shall as soon as possible after election be notified thereof by the Secretary and shall on election be bound by the rules regulations and by-laws of the Club.

9 CHANGE OF ADDRESS

Any member changing his or her address shall as soon as possible notify the Secretary in writing of the change.

10 GRADING OF MEMBERS

The Committee shall have power to classify members into grades and to set aside days or evenings on which play is restricted to members in one grade

11 VISITORS

A visitor may play at the Club with the consent of a member of the Committee on any occasion provided that the visitor does not play on more than three occasions in any one financial year of the Club. The Committee in its discretion may increase the number of occasions that the visitor may play during that financial year. A visitor shall be liable to pay the usual table money and shall be required to sign the visitors' book.

12 ENTRANCE FEES AND SUBSCRIPTIONS

The entrance fees and annual subscriptions shall be as determined by the Annual General Meeting of the Club or any Special General Meeting called for that purpose.

13 TABLE MONEY

In addition to the annual subscription members shall pay a fee for each session on which they attend the Club's premises to play, such fee to be known as table money. The Committee shall have power to fix the amount of table money payable by each member and may vary the amount as between different classes of play. Any such fees fixed by the Committee may be varied by any General Meeting of the Club.

14 REMISSIONS

The Committee shall have power in its absolute discretion to refund dispense with or make reductions in the entrance fee or subscription paid or payable by any member.

15 DUE DATE

Entrance fees and annual subscriptions shall be due and payable as follows:

15.1 For new members: Within fourteen (14) days after notification of election.

15.2. In all other cases: On the first day of the month next following the date of the Annual General Meeting or Special General Meeting setting such fees and subscriptions in accordance with rule 12,

16 DEFAULT

If any members entrance fee or subscription shall remain unpaid after the expiration, of three (3) months from due date the Treasurer may send by post to such member at that member's last known place of abode notice of that member's default and if the amount due is not paid within fourteen (14) days after the posting of such notice that member shall no longer be entitled to exercise any of the privileges of membership and his or her membership may be terminated by the Committee at its discretion Without releasing such member from liability for payment of any moneys then due to the Club. Any member whose membership has been so terminated may in the discretion of the Committee be re-elected upon payment of all sums due to the Club,

17 COMMITTEE

The Committee shall consist of a President, a Vice President, a Secretary, a Treasurer, a House Convener, a Tournament Secretary and seven Committee Members. No person shall hold the office of President for more than two years in succession

18 ELECTION OF COMMITTEE

18.1 The Retiring President shall ex officio be a member of the Committee for the ensuing year. The other Members of the Committee shall be elected each year at the Annual General Meeting such members of the committee shall hold office until the conclusion

of the meeting at which their successors are appointed. Except in the case of the retiring President nominations for any office on the Committee may be made in writing signed by the proposer and seconder and countersigned by the nominee as accepting nomination and delivered to the Secretary no later than twenty-one (21) days before the time for commencement of the Annual General Meeting and placed on the notice board as soon as possible after receipt.

18.2 If there are: -

18.2.1 Written nominations received in time for the exact number of relevant committee members required then no further nominations shall be called from the floor at the meeting and the nominees so notified shall be elected.

18.2.2 more written nominations received by the closing date than are required for each relevant Committee position or if more than one member stands for a specific position on the Committee, there shall be a vote and no further nominations shall be called from the floor of the meeting. Any member who is unable to attend the meeting may cast a Proxy Vote in accordance with rule 36

18.2.3 Insufficient written nominations received in time to fill the required relevant committee positions then: -

(a) Those nominees nominated in writing shall thereby be elected.

(b) Further nominations may then be accepted from the floor of the meeting duly nominated seconded and accepted to fill the remaining positions on the Committee whereupon:-

- (i) If such nominations from the floor are exactly the number required then such nominees shall thereby be elected
- (ii) If such nominations from the floor exceed the number required then there shall be an election from those nominated from the floor in such manner as the Chairperson shall direct and in the event of an equality of votes selection shall be by lot drawn in such manner as the Chairperson shall direct.

18.2.4 Insufficient nominations to fill all committee positions the Committee shall have power to fill such vacancies under rule 19.

19 CASUAL VACANCIES

Any casual vacancy on the Committee may be filled by the Committee but any member so chosen shall retain office only for such period as shall be determined by the Committee on his or her appointment and not in any event for a period extending beyond the conclusion of the next Annual General Meeting.

20 AUDITOR

An auditor who shall be a member or a retired former member of a recognised accountancy body and who may be a member of the Club shall be elected at each Annual General Meeting. If in any year the auditor shall through death, illness or other cause be unable to audit the Club's accounts the Committee may appoint a suitably qualified auditor as aforesaid to audit the accounts for that year. The Auditor shall not be a member of the Committee.

21 POWERS OF COMMITTEE

The management and control of the affairs of the Club shall be vested in the Committee who may exercise all powers and do all acts and things which may be exercised or done by the Club which are not expressly directed or required to be exercised or done by the Club in General Meeting PROVIDED HOWEVER that the Committee shall not purchase lease or otherwise acquire any real property without the authority of a General Meeting of the Club.

22 MEETINGS OF THE COMMITTEE

The Committee shall meet at least once in every month except December and January and in addition as required meetings may be summoned by the President or the Secretary. Any four (4) members of the Committee may sign and serve on the President a requisition for a Committee meeting. If such meeting is not summoned and held within fourteen (14) days after service of the requisition the requisitionists shall be entitled to summon such meeting. If any Committee Member shall be absent from three consecutive meetings without due cause sustained by the Committee the Committee Member shall cease to be a member thereof and the Committee may fill the vacancy as provided in rule 19.

23 SUS-COMMITTEES

The Committee may appoint such sub-committees as it thinks fit and may appoint thereto persons who are not members of the Committee and may delegate any of its powers to any such Sub-Committee. Any member not being a member of the Committee, so appointed shall retain that appointment only for such period as shall be determined by the Committee and riot in any event for a period extending beyond the conclusion of the next Annual General Meeting.

24 CONTROL AND INVESTMENT OF FUNDS

Any income, benefit or advantage must be used to advance the charitable purposes of the organization. No member of the organization or anyone associated with a member, is allowed to take part in, or influence any decision made by the organization in respect of payments to or on behalf of the member or associated person of any income, benefit or advantage. Any payments made to a member of the organization, or person associated with a member must be for goods or services that advance the charitable purpose and must be reasonable and relative to payments that would be made between unrelated parties. All moneys received by the club shall be paid into the account of the club at the bank. All payments out of the funds of the club shall be made by the authority of the committee. The account of the club at its bank shall be operated upon by the Treasurer and one other member of the Committee or by such other persons as the committee shall from time to time determine. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments may be endorsed by the Treasurer and countersigned by the President or Secretary or any member of the Committee duly authorized by resolution of the Committee. All funds of the club not required immediately for the ordinary purposes of the club may be deposited by the Committee in the banking group of the club or invested in the name of the club in such other authorized investments as the Committee may think fit. The Treasurer may pay petty accounts in cash not exceeding a total amount per month approved by the committee from time to time. The Committee may appoint an acting Treasurer to act during any period when the Treasurer is not available to sign cheques or other documents or to perform the Treasurer's duties through the absence or illness of the Treasurer or from any other cause. During the appointment the acting Treasurer shall have and may exercise all the powers and authorities conferred on the Treasurer.

25 BORROWING POWERS

The Committee may from time to time raise or borrow such sum of money as it may think necessary or expedient, and may secure the payment of such sums by mortgage or sub-mortgage of any real or personal property of the Club or by bonds, debentures or other securities or by bills of exchange, promissory notes or other negotiable instruments and such mortgages or other securities may contain such covenants powers and obligations as the Committee may think proper PROVIDED THAT no sum exceeding twenty-five (25) per cent of the previous year's gross income may be borrowed under the provisions of this clause without the previous authority of a resolution of the members at the Annual General Meeting or a Special General Meeting called for that purpose but the Committee may without such authority renew any existing Mortgage or debenture or borrow for the purposes of replacing any existing mortgage or debenture.

26 HONORARIA

The Club may pay such honoraria as the members in Annual General Meeting, on the recommendation of the Committee, may approve.

27 BY-LAWS

The Committee may make, repeal and amend such regulations or by-laws not repugnant to these rules as they may from time to time consider necessary for the well-being of the Club but any such regulations or by-laws may be set aside by a General Meeting of the Club. A copy of any such regulations or by-laws or of any alterations thereto shall be posted on the Club notice board or sent to members as soon as convenient after the making thereof,

28 FINANCIAL YEAR

The financial year of the Club shall end on the 31st day of March in each year,

29 FINANCIAL STATEMENTS

The Committee shall present at each Annual General Meeting of the Club audited accounts prepared in accordance with generally accepted accounting practice and on a consistent basis and will give a fair view in all material respects of the assets (including contingent or disputed liabilities) and commitments of the Club at the end of the financial year and its income and expenditure for that financial year. A copy of the annual report, balance sheet and income and expenditure accounts shall be delivered to each member with the notice convening the Annual General Meeting.

30 ANNUAL GENERAL MEETINGS

The Annual General Meeting of the Club shall be held each year in the month of June.

31 SPECIAL GENERAL MEETINGS

31.1. The Committee may call a Special General Meeting of the Club whenever it thinks fit.

31.2. Ten (10) or more members entitled to vote may sign and deliver to the Secretary a requisition for the calling of a Special General Meeting of the Club stating the object of the meeting and within fourteen (14) days from the receipt of any such requisition by the Secretary, the Secretary shall call a Special General Meeting of the Club for a date not more than six (6) weeks from the date of receipt of such requisition. If the Secretary refuses or fails to summon a meeting within such period of fourteen (14) days the members signing the requisition may themselves summon such meeting.



32 PLACE AND TIME OF MEETINGS

Subject to rule 31 hereof all General Meetings shall be held at such time and place as the Committee shall determine.

33 NOTICE OF MEETINGS

At least 14 days before the holding of any General Meeting of the Club the Secretary shall deliver to or mail to the last known address of every member entitled to vote a notice specifying the business to be transacted and the day and place and hour of the meeting. In exceptional circumstances the Club President may, with the unanimous support of the Committee, reduce this notice to 7 days specifically for the calling of a Special General Meeting for the election of a member to Honorary Membership (No other business may be discussed at a meeting called in this manner).

34 QUORUM

At any General Meeting of the Club ten (10) members shall form a quorum. At any Committee Meeting four (4) members of the Committee shall form a quorum. Any General Meeting of the Club or Committee meeting at which a quorum shall not be present may be adjourned by the members present to such a date and time that is within one month from the adjourned meeting as they may appoint

35 CHAIRPERSON

At all General Meetings of the Club the President shall be the Chairperson or in the Presidents absence the Vice President or if neither of them be present some other financial member selected by the meeting.

36 VOTING

Every Member entitled to vote that cannot attend a General Meeting may vote on the business to be transacted at that General Meeting by completing a proxy form in favour of the Chairperson. Proxy forms are to be available from the Secretary on request and completed Proxy forms must be must be delivered or mailed to in order to reach the Secretary no later than 7:30pm on the day before the General Meeting.

At all General Meetings of the Club the Chairperson shall ascertain the decision of the meeting on any question by adding the relevant proxy votes to either a show of hands or by taking a division in such other manner as shall be deemed by the Chairperson to be the most convenient. Each member entitled to vote shall have one vote and be a financial member. In the event of equality of votes the Chairperson shall (except on the election of committee Members) be entitled to a casting vote.

37 RESIGNATION

Any member may at any time by notice in writing to the Secretary resign his or her membership of the Club and such resignation shall take effect upon receipt of such notice by the Secretary without prejudice to any debt or liability to the Club previously incurred,

38 EXPULSION

If in the opinion of at least two-thirds of the members present at a Committee Meeting any member shall have been guilty of conduct unbecoming a member of the Club or detrimental to the interests of the Club or shall have failed to observe any rule, regulation or by-law of the Club other than by failure to pay entrance fees or subscriptions, the Secretary may send notice to such member at that members last known place of abode containing particulars of the allegation or complaint against that member and calling upon that member within fourteen (14) days to make an explanation to the Committee either in writing or by personal appearance at a Committee meeting to be called for the purpose at the request of that member

and if that member shall for the said period of fourteen (14) days fail to give any explanation either in writing or by personal appearance as aforesaid or shall give an explanation which is not satisfactory to at least two-thirds ( $\frac{2}{3}$ ) of the members present at the Committee meeting which considers such explanation then the Committee may by resolution expel that member from the Club. Any member so expelled from the Club shall have the right of appeal to a Special General Meeting of the Club to be summoned by the Secretary on receipt of a requisition so to do from that member. If the expulsion is not confirmed by a majority of at least two-thirds ( $\frac{2}{3}$ ) of those present and voting at such Special General Meeting the expelled member shall be reinstated.

39 RULES OF PLAY

The international laws of contract bridge for the time being accepted by the Portland Club (London) shall form part of the rules of the Club.

40 WINDING UP

In the event of a resolution being passed that the club be wound up under section 24 of the Incorporated Societies Act 1908 or amendments thereto the property of the club shall be disposed of for charitable purposes in such manner as may be decided by a resolution of a majority of members at a General Meeting converted for the purpose.

41 ALTERATION OF RULES

No rule of the Club shall be repealed or amended and no new rule shall be made save by a two-thirds majority of the members voting in accordance with rule 36 at a General Meeting of the Club. Except where an alteration in the rules is proposed by the Committee written notice duly seconded of the intention to propose the repeal or amendment of any rule or the making of any new rule shall be given to the Secretary by the member proposing same at least thirty (30) days before the meeting at which such member intends to bring forward the proposal.

42 MEMBERS BOUND BY RULES

Every member shall be deemed to agree to be bound by the rules regulations and by-laws of the Club and the payment of entrance fee and/or annual subscription shall be conclusive evidence of such agreement.

43 MATTERS NOT PROVIDED FOR

In the event of any question arising which is not provided for in these rules the question shall subject to the provisions of the incorporated Societies Act 1908 Or amendments thereto be decided by the Committee, whose decision shall be final and binding upon all members. Notwithstanding however that any member may propose the repeal or amendment of such decision as provided for in rule 41.

44 INCONSISTENCIES WITH ACT

When any rule included in these rules is inconsistent with the Incorporated Societies Act 1908 and amendments thereto the Act will take precedence.

45 DATE OF COMING INTO FORCE

These rules shall come into operation and replace all earlier dated rules on the first day of August 2001. The foregoing rules were adopted by resolution of not less than two thirds of the votes recorded at a General Meeting held on the 10<sup>th</sup> day of July 2001.