

## **The constitution of "School Sport Canterbury Incorporated"**

### **1. NAME**

The name of the society will be "School Sport Canterbury Incorporated"; in called "the Society".

### **2. OBJECTS**

The objects of the Society will be to:

- 2.1 increase participation in sport, both in school and the community, of secondary school students
- 2.2 increase the performance and satisfaction of secondary school students in sport;
- 2.3 carry out other activities consistent with the objects of the society
  - by promoting the benefits of participation in quality sports programmes
  - by providing quality sporting experiences for students
  - by providing maximum support of schools' sports staff

### **3. MEMBERSHIP**

3.1 The Principal of any partner school which agrees with the objects of the Society may, subject to the Management Committee's approval, become a member of the Society by application in writing and upon payment of the membership subscription set at the Annual General Meeting of the Society.

3.2 A register of members of the Society will be maintained by the Sports Director in accordance with the provisions of the Incorporated Societies Act, 1908 and subsequent enactments.

3.3 Any Principal may resign membership of the Society by giving oral or written notice to the Sports Director. The Sports Director will maintain a record of any resignation.

3.4 If a current subscription has not been paid by a member, membership will cease three months after a subscription has lapsed.

#### **Expulsion of members**

3.5 The procedure for expulsion of members will be as follows:

3.5.1 Any person or organisation may make a complaint to the Management Committee that the conduct of a member of the Society is or has been injurious to the character of the Society. Every such complaint will be in writing and addressed to the Sports Director.

3.5.2 If the Management Committee considers that there is sufficient substance in the complaint, it may invite the member to attend a meeting of the Management Committee and to offer a written and/or oral explanation of the member's conduct.

3.5.3 The Management Committee will give the member at least fourteen (14) days written notice of the meeting. The notice will:

3.5.3.1 sufficiently inform the member of the complaint so that the member can offer an explanation of the member's conduct; and

3.5.3.2 inform the member that if the Management Committee is not satisfied with the member's explanation the Management Committee may expel the member from the Society.

3.5.4 If in the meeting the Management Committee decides to expel the member from the Society the member will cease to be a member of the Society.

3.5.5 A member expelled by the Management Committee may within seven days give written notice of appeal to the Sports Director. The Sports Director will then call a Special General Meeting to take place within thirty days of receipt of the notice of appeal. If that meeting passes a resolution rescinding the expulsion, the member will be reinstated immediately.

#### **4. GENERAL MEETINGS**

4.1 The quorum for a General Meeting will be three (3) members.

4.2 At least fourteen days written notification of each General Meeting will be given to members at the current address for such members recorded in the register of members. It will be the responsibility of members to keep the office of the informed of their contact details.

4.3 Notification of a General Meeting will specify the time, date and place of the meeting. Notification will also describe in a general way all the matters that will arise to be considered and specify what further and more detailed information on these matters is available from the Management Committee. Full information will be provided concerning any proposed amendments to the constitution or any matter which is the business of a Special General Meeting. Such information will be supplied to any member requesting it.

4.4 The General Meeting will be chaired by the current Chairperson of the Management Committee, or in her/his absence by the Deputy Chairperson. In the absence of both the Chairperson and the Deputy Chairperson, the meeting will elect a person to chair the meeting from among the members present.

4.5 All questions will if possible be decided by consensus. However, where a consensus decision cannot be reached on a matter, the decision will be made by a majority vote.

4.6 Voting will be by a show of hands unless members indicate an alternative preference. If any member requests a secret ballot on any vote or election, a secret ballot will be held.

4.7 If voting is tied, the chairperson will have a casting vote.

4.8 In "General Meeting" refers to both Annual General Meeting and Special General Meeting, unless otherwise specified.

## **5. ANNUAL GENERAL MEETING**

5.1 The Annual General Meeting will be held annually during the third school term.

5.2 The Annual General Meeting will carry out the following business:

5.2.1 Receive the minutes of the previous Annual General Meeting and of any other General Meeting held since the last Annual General Meeting.

5.2.2 Receive the Management Committee's report on the activities of the Society over the last year and the proposed priorities and directions for the Society in the current year.

5.2.3 Receive the balance sheet and statement of income and expenditure for the past year and the estimate of income and expenditure for the current year.

5.2.4 Elect the officers and other ordinary members of the Management Committee of the Society (see section 9.1).

5.2.5 Appoint an auditor of the Society's accounts.

5.2.6 Conduct any other business which may properly be brought before the meeting.

## **6. SPECIAL GENERAL MEETINGS**

6.1 Special General Meetings may be called by the Management Committee or by a written request made by at least two members and delivered to the Sports Director. The meeting will be called within thirty days of the decision being made or the meeting being requested.

6.2 A Special General Meeting will only consider business related to the reason for which it is called, as notified to the members (see section 4.3).

## **7. MANAGEMENT COMMITTEE**

7.1 The Management Committee will be composed of four Principals elected by the Canterbury Westland Secondary Schools Principals Association, and two Sports Co-ordinators elected by a meeting of the Canterbury Westland Secondary Schools Sports Co-ordinators. The Management Committee will elect a Chairperson, (who will also be treasurer) and Deputy Chairperson.

7.2 The Management Committee will have the power to fill any places vacant following the Annual General Meeting, or any vacancy that arises in the Management Committee or among its named officers until the next Annual General Meeting.

7.3 Elected members of the Management Committee will retire at each Annual General Meeting, but will be eligible for re-election at the same and subsequent meetings. Newly elected Management Committee members will take office immediately upon their election.

7.4 Nominations for elected positions on the Management Committee may be by way of written nomination signed by a current member and endorsed with the consent of the nominee and given to the Sports Director at least three days before the day fixed for the Annual General Meeting. No nomination may be withdrawn after the date on which nominations close. If there are insufficient nominations to fill the vacant positions on the Management Committee, oral nominations may be received at the Annual General Meeting, provided that no member will be elected who has not consented to being nominated.

7.5 The procedure for meetings will be as follows:

7.5.1 A quorum will be at least half of its members.

7.5.2 If a member of the Management Committee, including an office-bearer, does not attend three (3) consecutive meetings without leave of absence that member may, at the discretion and on decision of the Management Committee, be removed from the Management Committee .

7.5.3 All questions will if possible be decided by consensus. In the event that a consensus cannot be reached then a decision will be made by a majority vote by show of hands.

7.5.4 If the voting is tied, the Chairperson will exercise a casting vote.

7.5.5 Each meeting will be chaired by the Chairperson of the Society or, in her/his absence, the Deputy Chairperson. In the absence of both the Chairperson and the Deputy Chairperson, the Management Committee will elect a person to chair the meeting from among its members.

7.6 The Management Committee will meet at least four times every year. All members of the Management Committee, including office-bearers, will be given at least fourteen days notice of the meeting by the Sports Director, verbally or in writing.

7.7. The Sports Director will ensure that a minute book is maintained which is available to any member of the Society and which, for each meeting of the Management Committee, records

7.7.1 the names of those present ;

7.7.2 all decisions which are required by the constitution or by law to be made by the Society; and

7.7.3 any other matters discussed at the meeting.

## **8. POWERS**

The Society will have the following powers:

8.1 To use its funds as the Management Committee thinks necessary or proper in payment of its costs and expenses, including the employment and dismissal of counsel, solicitors, agents, officers and staff, according to principles of good employment and the Employment Contracts Act 1991 or any subsequent enactments.

8.2 To purchase, take on, lease or in exchange or hire or otherwise, acquire any real or personal property and any rights or privileges which the Society thinks necessary or proper for the purpose of attaining the objects of the Society and to sell, exchange, let, bail or lease, with or without option of purchase or, in any other manner, dispose of such property, rights or privileges.

8.3 To invest surplus funds in any way permitted by law for the investment of incorporated society funds and upon such terms as the Society thinks fit.

8.4 To borrow or raise money from time to time with or without security and upon such terms as to priority or otherwise as the Management Committee thinks fit.

8.5 To carry on any business.

8.6 To do all things as may from time to time be necessary or desirable to the Society to give effect to and attain the objects of the Society.

## **9. INCOME, BENEFIT OR ADVANTAGE TO BE APPLIED TO OBJECTS**

9.1 Any income, benefit or advantage will be applied to the objects of the Society.

9.2 No member of the Society or any person associated with a member shall participate in or materially influence any decision made by the Society in respect of any payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever

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

9.3 The provision and effect of this clause shall not be removed from this constitution and shall be implied into any document replacing this constitution.

## **10. POWER TO DELEGATE**

10.1 The Management Committee may from time to time appoint any committee and may delegate any of its powers and duties to any such committee or to any person. The committee or person may without confirmation by the Management Committee exercise or perform the delegated powers or duties in the same way and with the same effect as the Management Committee could itself have done.

10.2 Any committee or person to whom the Society has delegated powers or duties will be bound by the charitable terms of the Society and any terms or conditions of the delegation set by the Management Committee.

10.3 The Society will be able to revoke such delegation at will, and no such delegation will prevent the exercise of any power or the performance of any duty by the Management Committee .

10.4 It will not be necessary for any person who is appointed to be a member of any such committee, or to whom such delegation is made, to be a member of the Society.

## **11. FINANCIAL ARRANGEMENTS**

11.1 The financial year of the Society will be from 1 January to 31 December.

11.2 At the first meeting of the of the Management Committee following each Annual General Meeting, the Management Committee will decide by resolution the following:

11.2.1 how money will be received by the Society;

11.2.2 who will be entitled to produce receipts;

11.2.3 what bank accounts will operate for the ensuing year, including the purposes of and access to accounts;

11.2.4 who will be allowed to authorise the production of cheques and the names of cheque signatories; and

11.2.5 policy concerning the investment of money by the Society, including what type of investment will be permitted.

11.3 The Sports Director will ensure that true and fair accounts are kept of all money received and expended.

11.4 The Management Committee will, as soon as practicable after the end of the financial year of the Society, arrange for the accounts of the Society for that financial year to be audited by a person appointed for that purpose.

## **12. COMMON SEAL**

12.1 The Common Seal of the Society will be kept in the custody and control of the Sports Director.

12.2 When required, the Common Seal will be affixed to any document following a resolution of the Society and will be signed by the Treasurer and one other person appointed by the Management Committee.

## **13. ALTERATION OF RULES**

The rules of the Society may only be amended in any way by a 2/3 majority of eligible members personally present at any General Meeting, provided that no addition to or alteration of the the Objects clause (Section 2) *and* the pecuniary profit clause (Section 9) or the winding up clause (Section 15) will be approved without the prior consent of the Department of Inland Revenue.

## **14. MEDIATION**

If a dispute arises out of or is related to this deed the Society agrees to try and resolve the dispute by mediation administered by an agreed party or if no party can be agreed upon by 'The ADR Centre Limited Christchurch', in accordance with the mediation protocol of the Arbitrators and Mediators Institute of New Zealand.

## **15. DISPOSITION OF SURPLUS ASSETS**

15.1 The Society may be wound up if at a General meeting of its members, it passes a resolution to wind up, and the resolution is confirmed at a subsequent general meeting called together for that purpose and held not earlier than 30 days after the date on which the resolution to be confirmed was passed.

15.2 Any assets will be distributed among such community organisations in New Zealand that have similar objects to the Society and as the members will decide in a General Meeting. If the Society is unable to resolve any disagreement over the distribution of surplus assets then the provisions of Section 27 of the Incorporated Societies Act 1908, or the relevant provisions of subsequent enactments, will apply.