



# **WELLINGTON ROWING CLUB (INCORPORATED)**

**Constitution  
Updated 30.07.16**

## **1. General**

- 1.1. Unless otherwise referred to:  
"Club" means the Wellington Rowing Club (Incorporated). "Member" means any member of the Club.  
"Committee" means the General Committee
- 1.2. This Club shall be called The Wellington Rowing Club (Incorporated).  
The registered office of the Club is the Wellington Rowing Club,  
Taranaki Street Wharf, Wellington.
- 1.3. The Objects of the Club shall be to be beneficial to the community by the fostering and carrying on of the sport of Rowing in Wellington city, under the affiliation of the New Zealand Rowing Association (NZRA) and the Wellington Rowing Association (WRA).
- 1.4. The Uniform of the Club shall be black shorts and maroon singlet with white band or a one-piece of the same colour and design. The pupils of affiliated schools may wear School colours as approved by the New Zealand Secondary Schools Rowing Association (NZSSRA) in school events at regattas where this is permitted.
- 1.5. The Club shall have a common seal, which shall be kept in the hands of the Secretary and shall be affixed to documents only in pursuance of a resolution of the Committee. The affixing of the Seal shall always be attested by two officers of the Club.
- 1.6. The Club may develop a set of Bylaws for the day to day operation of the Club. These Bylaws may be repealed, altered, revised, amended or added to by the Committee at any time. Any such change will operate immediately but shall be ratified at the next General Meeting following the change. Any change will be notified to members by posting on the notice board and such other mechanisms as the Committee sees fit.

## **2. Membership**

- 2.1. Any person may apply for membership of the Club.
- 2.2. A person wishing to join the Club shall fill in and sign the Club's Membership form. The membership form shall be submitted to the Committee for consideration.
- 2.3. A Member may join as an Active member, a Tertiary Institute member, a Corporate member, or a Supporting member.
- 2.4. An Active Member is any rower or coxswain except one who is classed as a Tertiary Institute member or a Corporate member.

- 2.5. A Tertiary Institute member is any rower or coxswain who belongs to tertiary education institute which has an affiliation with the club and is rowing under the banner of that tertiary education institute.
- 2.6. A Corporate member is any rower or coxswain who joins the club for a specific corporate rowing event managed by the club.
- 2.7. A Supporting Member is any non-rowing member. A Coach will be a Supporting member unless he/she is also a rower or coxswain.
- 2.8. The Committee may approve other member types as the need arises.
- 2.9. For the purposes of this document the term "Rowing member" will be used to include all Active, Tertiary Institute and Corporate members, where appropriate.
- 2.10. The Committee may not decline membership to any person on the grounds of sex, race, or religion. However the Committee may decline membership where it considers that approval of additional members would be to the detriment of the Club overall.
- 2.11. The Committee shall approve or decline membership and communicate that decision to the prospective member in writing.
- 2.12. Every person on becoming a member of the Club shall be considered to have entered into an agreement with the Club and be bound by this Constitution and the Club's Bylaws in every respect and shall then become entitled to all the privileges of membership. The members name shall be entered on the Club Register which shall be kept by the Secretary (or other person designated by the Committee) for that purpose.
- 2.13. Any active member may use the property of the Club by permission of the Club Captain and under the guidance of an authorised coach. Supporting members may not use the Club's plant unless specific approval has been granted by the Club Captain.
- 2.14. The Club Captain shall categorise all active members into the classes defined by the NZRA.
- 2.15. Any member who wishes to resign from the Club must have paid all dues, and shall send in writing a resignation to the Secretary and receive an acknowledgement of the same.
- 2.16. Any member infringing any Rule or By-law of the Club, refusing or neglecting to pay any Subscription or monies due or acting in such a manner within or outside the Club so as to bring the good name of the Club into question, may be reported to the Committee, which, at its discretion, may suspend such member or call upon the member to resign.

### **3. Subscriptions and Levies**

- 3.1. The financial year of the club shall start on the 1<sup>st</sup> June each year and conclude on the 31<sup>st</sup> May the following year.
- 3.2. The subscriptions shall be set by the Committee from time to time and shall be approved at a General Meeting. Subscriptions shall be set for all member types.
- 3.3. The Committee may, at a General Meeting, propose a Levy to be paid by all members at a rate set at that meeting for the purpose given at the meeting.
- 3.4. Any income must be used to advance the charitable purposes of the Club.
- 3.5. On the written request of any member the Committee shall have power to remit, or to extend the time for payment of any portion of a subscription or levy in case of illness, or for other good cause.
- 3.6. The subscription shall become due for payment on the first day of the relevant winter or summer period. Members who have not paid the relevant Subscriptions by the last day of June or October or any levy within one month of the due date, shall be considered non-financial and may be suspended by the Committee.
- 3.7. Any person joining throughout the year shall pay the relevant subscription and levies within four weeks of their joining. The Committee may approve a reduced subscription and levies in proportion of the remaining relevant period.
- 3.8. An Active member who is not financial may not use the Club's equipment or facilities or receive any trophy.
- 3.9. No member of the Club or anyone associated with that member is allowed to take part in, or influence any decision made by the Club in respect of any payments to, or on behalf of, the member or associated person of any income, benefit or advantage.
- 3.10. Life membership may be conferred at any General Meeting on any person who has rendered important service to the Club.

### **4. Management**

- 4.1. The officers of the Club shall consist of a President, Vice Presidents, Club Captain, Vice-Captain (who shall be the schools Coordinator), Secretary, and a Treasurer, who with not less than five other members, shall be elected at the Annual General Meeting to form the Committee. Affiliated schools and tertiary education institutes may appoint a representative on the committee, such appointee to be ratified at the Annual General Meeting. The appointee may be one of the other members elected above but may not be an officer of the club.

- 4.2. Active members, supporting members and life members only shall be eligible to be elected as officers or committee members. Members must have paid the relevant subscription and all other money owing to the Club for the financial year just completed or have paid a subscription for the current financial year.
- 4.3. Nominations for officers of the Club should be received by the Secretary in writing together with the name of the proposer and seconder at least seven days before the Annual General Meeting. Nominations may be taken from the floor at the Annual general Meeting with approval of the meeting.
- 4.4. At the Annual General Meeting up to two Vice Presidents may be nominated and elected.
- 4.5. At the Annual General Meeting the Club may appoint a Patron who would normally be the Mayor of Wellington or other high ranking Wellingtonian.
- 4.6. The maximum term for President shall be three years. Upon the retirement of the President the most senior Vice President elected at the previous Annual General Meeting may be considered as the most likely successor, but this shall not prevent other nominations for the position.
- 4.7. In the event of an election being required, this shall be conducted by a show of hands or on request by any member present by ballot.
- 4.8. The appointment of a Reviewer or an Auditor (who may be used on an ongoing basis) shall either take place at the Annual General Meeting or members will grant the Committee authority to so appoint.
- 4.9. The Committee shall have the power to co-opt any person to assist for whatever reason it feel fit. Co-opted persons may or may not be Club members. Co-opted persons shall have all the rights of a Supporting member.

## **5. Duties of Officers**

- 5.1. The President shall chair the Committee and General meetings of the Club and shall be spokesperson for the Club. In the absence of the President the Committee members present shall elect from among their number a chairperson for that meeting.
- 5.2. The Club Captain, or in his or her absence the Vice Captain shall have entire control over the Active Members and be the referee of the Club and his or her decision in all cases shall be final. In the absence of either, the President's or Club Captain's delegate shall have similar powers.
- 5.3. The Secretary shall attend all meetings of the Committee, keep minutes of the proceedings, read and file all communications and other papers, issue notices of meetings when required or directed, conduct the

correspondence and keep copies of the same. The Secretary shall keep the Membership register.

- 5.4. The Treasurer shall collect and account for all subscriptions or other monies due to the Club, shall pay all accounts approved by the Committee, shall furnish a financial statement at the Annual General meeting, and at any other time when requested to do so by the Committee. The Treasurer shall attend all meetings of the Committee, and produce a report showing the true financial position of the Club and on request produce a complete list of members who have not paid their subscriptions and or levies detailing the amounts owing. The Treasurer shall keep the Asset Register.
- 5.5. All monies received shall be accounted for in a cash book. All payments shall be made from the club's bank account by:
- cheques signed by any two authorised signatories (one of whom should preferably be the Treasurer); or
  - Any other method authorised by the Committee.
- 5.6. All payments shall be submitted to the Committee for approval and recorded in the minutes.
- 5.7. The Committee shall approve the authorised cheque signatories at the first Committee meeting following the Annual General Meeting or following the appointment of a new Treasurer.
- 5.8. The Committee may approve the use of any other method of payment at any Committee meeting following the Annual General Meeting or following the appointment of a new Treasurer. Such approval shall automatically expire at the end of the next Annual General Meeting and may also be revoked at any Committee meeting.
- 5.9. Any payments made to a member of the Club or person associated with a member, must be for goods or services that advance the charitable purpose of the Club and must be reasonable and  
relative to payments that would be made between unrelated parties.
- 5.10. Any Committee member who shall be absent from 3 consecutive meetings without leave may cease to be a member of the Committee. A new member may be elected by the Committee under rule.
- 5.11. The officers and the Committee shall be the Executive of the Club, and shall manage its affairs. It shall keep the insurable property of the Club insured in the Clubs name against loss or damage, order such repairs as may be deemed necessary and make all purchases of boats or plant of any kind.

- 5.12. The Committee shall have power to appoint any financial member to fill any vacancy, shall appoint Delegates and, if required, appoint sub-committees.
- 5.13. The Committee may only borrow money that could incur a multiyear debt on the Club only if authorised to do so by a resolution passed at a General Meeting.
- 5.14. Monies shall only be borrowed to further the objects of the Club.
- 5.15. Surplus Funds may be invested by the Committee. Shares, mortgages (other than first) unsecured loans and other high risk investment is not permitted.

## **6. Meetings**

- 6.1. The Annual General Meeting of the Club shall be held after the end of the financial year and before the end of the following July.
- 6.2. At the Annual General Meeting the Committee shall furnish a report on the affairs of the Club. The Treasurer shall present Reviewed or Audited Annual accounts, being an Income and Expenditure Account, a Balance sheet, and a Depreciation Schedule. The election of Officers shall take place.
- 6.3. The Secretary shall call a General meeting when instructed to do so by the Committee, or on the requisition of 10 financial members of the Club.
- 6.4. For all General Meetings the Committee shall appoint the time, date and place of such a meeting, notice of which, and the object of same, shall be posted in the Club House and written notice thereof shall be conveyed to each financial member at least seven days prior to the date of such meeting.
- 6.5. If requisitioned the requisition shall set out the motion or motions to be considered at the meeting which shall be held not less than seven days and not more than fourteen days after the date of receipt of the requisition by the Secretary.
- 6.6. If the Secretary does not call a meeting within the proscribed time the requisitionists may themselves call a meeting subject to clause's 6.4 and 6.5.
- 6.7. The quorum of any general Meeting shall be 15 members, and that of the Committee shall be 5. In the event of a quorum not being reached within 30 minutes of the time first appointed, the meeting shall be adjourned until such time as the Committee may appoint.

6.8. The mode of voting at all meetings of the Club shall be open. Any member may ask that a ballot be taken on any motion submitted to the meeting. The Chair shall have a casting as well as a deliberate vote.

6.9. The Committee shall meet not less than 10 times annually. The first meeting of the incoming Committee shall be as soon as possible following the Annual General Meeting. The last order of business at any Committee meeting shall be to set the date time and place of the next Committee Meeting.

6.10. Non-Committee members may attend Committee meetings but may not vote on any matter. At the invitation of the Committee such a person may be invited to comment on any matter. If in the opinion of the Committee a matter should be discussed in a closed session visitors shall be asked to leave.

6.11 Matters requiring the approval and or a resolution of the Committee may be considered and approved or resolved as the case may be by electronic means provided that:

- The Secretary holds current email addresses for all Committee members;
- The Secretary emails all current Committee members seeking their views in relation to the matter;
- Two Committee members respond by email, copied to all other Committee members confirming that one moves and the other seconds the resolution, if applicable;
- A majority of Committee members respond by email to the Secretary within three days of the Secretary emailing them confirming their agreement that the matter is approved or the resolution is passed, as applicable. If a majority of Committee do not confirm their agreement within three days, the matter shall be deemed to not be approved or the resolution not passed, as applicable;
- The Secretary causes a hard copy of the matter so approved or resolved be filed in the records of the Club; and
- The matter so approved or resolved is noted in the minutes of the Committee immediately following.

6.12. With respect to matters subject to 6.11, if two or more Committee members reply to the Secretary (within the three days applying under 6.11) asking that the motion be held over to the next Committee meeting, it shall be deemed not passed and it shall be considered at the next Committee meeting.



## **7. Alteration to the Rules of the Club**

7.1. Alterations can be made to this Constitution but only through adoption at a General Meeting of the Club and all the requirements set out in Clause above will apply to such proposals.

## **8. Winding up**

8.1. In the event of winding up or dissolution of the Club, if any surplus assets remain after paying all outstanding liabilities, those assets must be given or transferred to another organisation that is charitable under New Zealand law and has similar purposes to the Club namely the furtherance of the Sport of Rowing in Wellington. Such transfer could be to the Wellington Rowing Association who has such a purpose. In the absence of such an Association or its successor the surplus shall be donated to the parent body for Rowing in New Zealand for furtherance of the sport of Rowing in New Zealand.