

# ***RULES OF PARAPARAUMU BRIDGE CLUB INCORPORATED***

## **1. NAME**

The name of the Club shall be PARAPARAUMU BRIDGE CLUB INCORPORATED ("the Club").

## **2. OBJECTS**

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 forms, and to organise and conduct bridge matches, competitions, tournaments and social gatherings in connection with the playing of Bridge, without intention to make pecuniary gain.
2. To purchase, take on lease, 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.
3. To let, lease or hire any of the real or personal property of the Club.
4. To borrow any money required for the purposes of the Club, with or without securities, and to execute mortgages and other 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 borrowings.
5. To erect buildings upon any land acquired by the Club, and to alter, remove, add to or pull down any buildings acquired by the Club.
6. To solicit and to accept donations from any person or organisation.
7. To enter into any arrangements for the hire or tenancy of any rooms or premises for the purposes of the Club.
8. To invest and lend funds of the Club not immediately required, upon such investments as are from time authorised by law for the investment of trust funds.
9. To pay for, or make donations towards the cost of conducting any bridge tournaments, matches or competitions in New Zealand or elsewhere, including the cost of bridge players or teachers travelling in or to New Zealand or travelling from New Zealand overseas.
10. To make donations to registered charities or other worthy causes but without affecting the non-profit status of the Club.
11. To do all such other things as are incidental or conducive to the attainment of any of the foregoing objects.

### **3. AFFILIATION**

The Club is affiliated as a member of New Zealand Bridge Incorporated ("NZ Bridge"), being the governing organisation responsible for the management, control, administration and regulation of Contract Bridge in New Zealand. The Club shall seek to comply with any requirements imposed from time to time for membership of that organisation so as to continuously maintain such affiliation and the benefits of such membership. All members of the Club are, by virtue of that affiliation, also bound by the provisions of the Rules of NZ Bridge to the extent the same apply to members of affiliated Clubs participating in the game of Contract Bridge.

### **4. REGISTERED OFFICE**

The registered office of the Club shall be at 1 Brett Ambler Way, Paraparaumu, or such other place as the Committee may from time to time determine. Notice of any change in the location of the registered office shall be given to the Registrar of Incorporated Societies.

### **5. COMMON 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. The seal shall be kept in the custody of the Secretary.

### **6. MEMBERSHIP**

Members shall consist of the following classes:

1. Ordinary Members.

Those elected to full membership without restriction, save pursuant to the Rules and By-Laws.

2. Honorary Members.

Persons living outside the boundaries of the Kapiti Coast District Council, visitors and persons newly or temporarily resident in the district may be granted honorary membership for such time and subscription as the Committee may decide in each case. Honorary members shall have no right to vote or propose new members.

3. Non Playing Members

In respect of any financial year for which ordinarily a member would be liable to pay an annual subscription, the Committee may allow such person to remain on the membership roll without being liable for the annual subscription, but without playing or voting rights. The Committee may require that member to pay such fee as it thinks appropriate.

#### **4. Life Members.**

- 4.1. A nominee for life membership must have been a financial member for a minimum of fifteen years without a break in membership.
- 4.2. The nominee must have served the Club voluntarily in some capacity during twelve of those years.
- 4.3. The nominee must have served the Club in a unique way, that is, their contribution to the development and wellbeing of the Club must stand out from the tasks done routinely by many other members.
- 4.4. Each nomination will be considered on its merits with all aspects of the nominee's contribution taken into account.
- 4.5. Nomination for life membership may be made by any financial member and must be recommended unanimously by the Committee. The nomination must be presented to club members at the Annual General Meeting and must be agreed upon by a majority of two thirds of those present and entitled to vote.

### **7. NOMINATION**

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

### **8. ELECTION OF MEMBERS**

1. The name of every candidate for membership as an ordinary member shall be posted on the Club's notice board for 14 days before the application is dealt with and any member wishing to object to any candidate must advise the Secretary of such objection.
2. The Committee may accept, defer or reject any application.
3. The Committee shall have power from time to time to limit the number of any class of members

### **9. BOUND BY RULES**

Every member shall as soon as possible after election, be notified of their election by the Secretary and shall, on election, be bound by the Rules and By-Laws of the Club.

### **10. CHANGE OF ADDRESS**

1. Any member changing their address or email address shall, as soon as possible, notify the Secretary of the change in writing or by email.
2. In these Rules "email" includes any technology which may become an alternative to or replace email in the future.

## **11. GRADING OF MEMBERS**

1. The Committee may specify sessions at which play is restricted to members in one or more grades.
2. In rule 11.1 “grades” means grades as classified by the Committee, or as classified by NZ Bridge.

## **12. VISITORS**

Persons from anywhere may be brought to the Club occasionally by an ordinary or a life member who shall be responsible for the table money and behaviour of the guest. The Committee may at any time put restrictions on this privilege.

## **13. NEW MEMBERS JOINING FEES AND ANNUAL SUBSCRIPTIONS**

1. The joining fee (if any) for new members and the annual subscription for ordinary members shall be fixed at the Annual General Meeting.
2. Annual subscriptions shall entitle members to playing rights up to 31 December following the end of the financial year.
3. Life members shall not be liable for subscription.

## **14. TABLE MONEY**

1. In addition to the annual subscription members shall pay a fee (“table money”) for each occasion on which they play at a Club session and at such other Club events as the Committee may specify from time to time.
2. The Committee shall have power to fix the amount of table money payable and may vary the amount between different sessions.
3. The Committee may allow concession rates of table money by way of multi session tickets or otherwise.

## **15. REMISSIONS**

1. The amount of the new members joining fees and annual subscriptions may be varied by any General Meeting of the Club.
2. The Committee shall have power in its absolute discretion to refund, dispense with, or make reductions in the joining fee or subscription paid or payable by any member.

## **16. DUE DATE**

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

1. For new members: within 30 days after notification of election.
2. In all other cases the due date will be 1 January following the Annual General Meeting and the subscription is to be paid before the following 1 March.
3. The Committee may impose such penalty as it thinks appropriate, not exceeding 20%, on subscriptions unpaid as at 1 March.

## **17. DEFAULT**

1. If any member's joining fee or subscription shall remain unpaid after the expiration of three months from due date, the Treasurer may send such member notice of their default.
2. If the amount due is not paid within 14 days after the sending of such notice, the member shall no longer be entitled to exercise any of the privileges of membership and their membership may be terminated by the Committee at its discretion without releasing the member for liability for payment of any sum then due to the Club.
3. Any member whose membership has been so terminated may in the discretion of the Committee be reinstated upon payment of all sums due to the Club.

## **18. COMMITTEE**

1. The Committee shall consist of a President, the retiring President, a Vice-President, a Secretary, a Treasurer and seven Committee members.
2. No person shall hold the office of President for more than 2 years in succession.
3. The Committee may exercise all its powers notwithstanding any vacancy in its members.

## **19. ELECTION OF COMMITTEE**

1. By virtue of the office, the retiring President shall 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.
2. Nominations for any office on the Committee shall be made in writing signed by a proposer, a seconder and the nominee, and delivered to the Secretary 14 days before the time of the commencement of the Annual General Meeting, and posted by the Secretary on the notice board as soon as possible after receipt.
3. If the written nominations are insufficient, with the assent of the nominee further nominations may be made at the meeting by a proposer and a seconder.

4. If the nominations for any office on the Committee exceed the required number, the members present at the meeting shall elect the officer or officers by ballot in such manner as the Chairman of the meeting shall direct, and in the event of an equality of votes selection shall be by lot drawn in such manner as the Chairman shall direct.
5. Subject to the provisions relating to the office of President in Rules 18.2 and 19.1 the President, Vice-President, Secretary and Treasurer will continue to hold office up to the time of the appointment of their successors.

## **20. VACANCIES**

Any 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 their appointment, and not in any event, for a period extending beyond the next Annual General Meeting.

## **21. AUDITOR**

An Auditor, who shall be a 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, absence or other cause, be unable to audit or review the accounts, the Committee may appoint an Auditor to audit or review the accounts for that year.

## **22. POWERS OF COMMITTEE**

1. 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, and which are not expressly directed or required to be exercised or done by the Club in a 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.
2. Notwithstanding the provisions of Rule 18.1, the Committee may co-opt any member to the Committee for a specific purpose and a limited period.
3. The Committee may engage employees on such terms and with such powers as it thinks desirable.

## **23. MEETINGS OF COMMITTEE**

1. The Committee shall meet at least once in every month, except December and January and, in addition, as required.
2. Meetings may be called by the President or the Secretary. Any 3 members of the Committee may sign and serve on the President a request for a Committee meeting. If such meeting is not called and held within 14 days after service of the request, the members requesting the meeting shall be entitled to call it.

3. If any member is absent from three consecutive Committee meetings without due cause sustained by the Committee, they shall cease to be a member of the Committee and the Committee may fill the vacancy as provided in Rule 20.
4. At any meeting of the Committee the quorum shall be 5. The members present shall adjourn any meeting at which a quorum shall not be present to such day, within two weeks, as they may appoint.
5. At all meetings of the Committee the Chairman shall be the President or in the President's absence the Vice-President or, if neither is present, another member appointed by the meeting.
6. In the event of equality of votes, the Chairman shall be entitled to a second or casting vote.
7. Without meeting in person, the Committee by exchange of emails may pass any resolution which could have been passed at a meeting of the Committee, provided all members of the Committee are given reasonable notice of the proposed resolution and a majority is in favour. Any such resolution shall be recorded in the Minutes of the next meeting.
8. Any member of the committee may participate in a meeting in whole or in part by telephone link, skype or similar technology where the proceedings of the committee are audible to the member and vice versa. While so linked the member shall be deemed to be present at the meeting.

## **24. SUB-COMMITTEES**

The Committee may appoint such sub-Committees as it thinks fit, and may appoint to sub-committees persons who are not members of the Committee, and may delegate any of its powers to any such sub-Committee.

## **25. CONTROL AND INVESTMENTS OF FUNDS**

1. All money received by the Club shall be paid into the Club's bank accounts.
2. All payments out of the accounts shall be made by the authority of the Committee.
3. The accounts of the Club at its banks 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.
4. Cheques and other negotiable instruments may be endorsed by the Secretary or Treasurer or any member of the Committee.
5. The Committee may authorise any club member to operate a debit card for expenditure on club business.

6. All funds of the Club not required immediately for the ordinary purposes of the Club may be deposited by the Committee in interest bearing bank accounts, or invested in the name of the Club in such other authorised investments as the Committee may think fit.
7. At the Committee's discretion, the Treasurer may pay accounts covering the day to day operating expenses of the Club between meetings of the Committee subject to such payments being authorised at the next Committee Meeting.
8. The Committee may appoint an acting Treasurer to act during any period when the Treasurer is not available to perform his or her duties through illness or absence or from any other cause. During appointment the acting Treasurer shall have, and may exercise, all the powers and authorities conferred on the Treasurer.
9. Except as specifically provided in these Rules, the Club may not make any distribution by way of money, property or otherwise.

## **26. BORROWING POWERS**

1. The Committee may from time to time raise or borrow such sums 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 securities or negotiable instruments.
2. Such mortgages or other securities may contain such covenants, powers and obligations as the Committee may think proper, provided that no sum exceeding 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 a General Meeting.
3. The Committee may without such authority renew any existing mortgage or debenture or borrow for the purpose of replacing any such mortgage or debenture.

## **27. HONORARIA**

Honoraria as recommended by Committee, being reasonable for the services performed, may be paid on approval of members at an Annual General Meeting.

## **28. REGULATIONS, BY-LAWS AND GUIDELINES**

1. The Committee may make, repeal and amend such regulations, by-laws or guidelines not repugnant to these Rules as it may from time to time consider necessary for the wellbeing of the Club but any such regulations, by-laws or guidelines may be set aside by a General Meeting.
2. A copy of any such regulations, by-laws or guidelines or any alterations to them shall be posted on the Club notice board and on the web site, or sent to members, as soon as convenient after they are made.



## **29. FINANCIAL YEAR**

The Financial year of the Club shall end on 30 September in each year.

## **30. ANNUAL REPORT AND BALANCE SHEET**

1. The Committee shall present for each Annual General Meeting of the Club a Report, an audited Balance Sheet, an Income and Expenditure account of the preceding financial year and any other accounts that the Treasurer or the Auditor deem necessary to explain the annual accounts adequately.
2. Copies of such documents shall be sent to each member with the notice convening the Annual General Meeting.
3. The Committee may authorise a review of financial results by an auditor as an alternative to an audit.

## **31. ANNUAL GENERAL MEETINGS**

The Secretary shall call the Annual General Meeting for a date in the month of November of each year.

## **32. SPECIAL GENERAL MEETINGS**

1. The Committee may call a Special General Meeting.
2. Members representing ten (10) percent or more of the members entitled to vote may sign and send to the Secretary a request for the calling of a Special General Meeting of the Club stating the object of the meeting, and, within 14 days from the receipt of any such request, the Secretary shall call a Special General Meeting for a date not more than 6 weeks from the date of receipt of such request. If the Secretary refuses or fails to call a meeting within such period of 14 days, the members signing the request may themselves call such meeting.

## **33. PLACE AND TIME OF MEETINGS**

All General Meetings shall be held at the Club rooms or at such other place, and (subject to Rule 31) at such date and time, as the Committee shall determine.

## **34. NOTICE OF MEETINGS**

1. At least 7 clear days before the holding of any General Meeting the Secretary shall send to every member entitled to vote a notice specifying the business to be transacted and the place, date and time of the meeting.
2. The Secretary shall give the notice required by Rule 34.1 and any other notice which these rules require to be sent or given to members, by posting or delivering it to the address of the member, or by transmitting the notice to the member's email address.

3. For purposes of Rule 34.2 the address used shall be the address or email address which the member has last notified to the Secretary.

### **35. QUORUM AT GENERAL MEETINGS**

At any General Meeting, fifteen (15) per cent of the membership at that date, excluding non-playing members, shall form a quorum. The members present shall adjourn any General Meeting at which a quorum is not present to such day, within one month, as they may appoint.

### **36. CHAIRMAN**

At all General Meetings the Chairman shall be the President or in the President's absence the Vice-President or, if neither is present, another member selected by the meeting.

### **37. VOTING**

At all General Meetings the Chairman shall ascertain the decision of the meeting on any question on the voices or by show of hands or division, unless the Chairman or any other six members present and entitled to vote request a ballot. Every member with voting rights present at a General Meeting shall be entitled to one vote and, in the event of equality of votes, the Chairman shall (except in the election of Committee members, see Rule 19) be entitled to a second or casting vote.

### **38. RESIGNATION**

Any member may at any time by notice in writing to the Secretary resign their membership, 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.

### **39. COMPLAINTS**

1. Any person may complain that a member has been guilty of conduct unbecoming a member of the Club, or detrimental to the interests of the Club, or has failed to observe any rule or by-law of the Club, other than failure to pay joining fees or subscriptions.
2. Complaints must be sent to the Secretary in writing.
3. The member shall be given full opportunity to offer an explanation and otherwise be treated in a manner consistent with the requirements of natural justice in accordance with New Zealand law.
4. If the complaint is upheld the Committee has the power to expel the member, or suspend the member from membership or from playing at specified sessions of play for a period, or censure the member, or require the member to apologise to any person. More than one such penalty may be imposed.
5. Any member expelled under Rule 39.4 has the right to appeal to a Special General Meeting.

6. The member wishing to appeal under Rule 39.5 shall give a written notice to that effect to the Secretary within 2 weeks of the date the member is notified of the expulsion.
7. The Secretary shall call the meeting for a date within 30 days of the delivery of the notice.
8. At the meeting a majority of two-thirds of those present and entitled to vote may reverse the Committee's decision to expel the member. The meeting may substitute any penalty which could have been imposed under Rule 39.4.
9. Notwithstanding the provisions of clauses 39.3 and 39.4 the Committee also has the power to refer any matter, allegation, or complaint of conduct, discipline or dispute that it considers sufficiently significant, concerning or important to the Board of Management of NZ Bridge for enquiry, investigation and/or determination by the Board's appropriate Standing Committee, and in the event any such referral is accepted by the Board for that purpose the Committee shall abide any consequent verdict, decision or determination as the case may be.
10. The Club shall notify NZ Bridge of any member expelled.

## **40. RULES OF PLAY**

All Club bridge sessions or matches, and all other bridge events or tournaments organised by the Club, shall be played under and in accordance with the Laws of Contract Bridge for the time being, consistent with any interpretation and guidance with respect to such Laws published from time to time by NZ Bridge, and any Tournament Regulations adopted and published by NZ Bridge if they apply to that event or tournament.

## **41. WINDING UP**

On a resolution being passed that the Club be wound up under Section 24 of the Incorporated Societies Act 1908, the property of the Club shall be held in an approved trust for the re-establishment of the Club, or disposed of to another Bridge Club or Clubs, or one or more cultural or sporting bodies in the Kapiti District, or any registered charity, or a combination of the foregoing as may be decided by resolution of members at a General Meeting.

## **42. ALTERATION OF RULES**

1. Except where an alteration to these rules is proposed by the Committee, the member or members proposing the alteration shall give notice of their intention to the Secretary at least one calendar month before the meeting at which they intend to bring forward the proposal.
2. A General Meeting may alter the rules by a resolution passed by a two-thirds majority of members present and entitled to vote.
3. The notice calling such meeting must specify the proposed alteration.
4. No alteration shall be permitted if it in any way affects the non-profit status of the Club.

5. Any alteration is subject to the approval of NZ Bridge.

#### **43. MATTERS NOT PROVIDED FOR**

Subject to the provisions of the Incorporated Societies Act, 1908, and these Rules, if any question arises which is not provided for in the Rules it shall be decided by the Committee.

#### **44. DATE OF COMING INTO FORCE**

These Rules shall come into operation on the date they are registered with the Registrar of Incorporated Societies.

***The above Rules were approved by the membership at a Special General Meeting held at the Paraparaumu Bridge Club on Monday 15<sup>th</sup> August 2016***