

# Auckland Masters Athletics Incorporated

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## Constitution

(Society Number: 597 522)

Incorporated: 20 August 1998

### Amendments:

13 March 2002 (including Society name change)  
24 September 2004  
13 April 2007  
22 March 2015

## 1. NAME

The name of the Association shall be "**Auckland Masters Athletics Incorporated**".

## 2. INTERPRETATION

Wherever they are used in the Constitution, the terms and expressions set out in this clause shall have the meanings given in this clause unless a different meaning is clearly intended to apply.

"**Association**" means Auckland Masters Athletics Incorporated, and AMA has the same meaning.

"**NZMA**" means New Zealand Masters Athletics Incorporated.

"**Masters Athlete**" means a financial member of the Association who meets the age qualifications set from time to time by NZMA.

"**Committee**" means the Management Committee comprising the elected officers and Committee members as set out in clause 10 hereof.

"**Athletics**" means the sports of track running and field events, cross-country running, road running, and race walking on track and road.

"**Auckland Centre**" means the geographic area covered by the Association as approved by NZMA.

"**Centre**" means one of the regionally formed groups of Masters Athletes affiliated to NZMA.

"**Club**" means any Club affiliated to the Auckland Centre of Athletics New Zealand and any other organisation or group of Masters Athletes accepted by the Committee as a Club for competitions conducted by the Association.

### **3. OBJECTIVES**

- 3.1. To act in the Auckland Centre as the co-ordinating and controlling body for Masters Athletes and to represent Masters Athletes at General Meetings of NZMA.
- 3.2. To affiliate to NZMA and be subject to and comply with the rules of NZMA.
- 3.3. To promote within the Auckland Centre membership of the Association and NZMA and participation in Masters Athletics.
- 3.4. To support any other Centre or Association, group or person whose objectives are similar to those of the Association.
- 3.5. To encourage and co-ordinate good administration and athletic competition within the Auckland Centre, and between the Auckland Centre and other Centres.
- 3.6. To do all such things as are conducive or incidental to the attainment of the above objectives.

### **4. POWERS**

- 4.1. To purchase, lease or otherwise acquire and dispose of any real or personal property in any way which is conducive to the carrying out of the objectives of the Association.
- 4.2. To borrow or raise monies by the issue of debentures or upon mortgage or otherwise with or without security.
- 4.3. To make any donation to any person object or institution in furtherance of the objects of the Association or NZMA.
- 4.4. To invest any monies of the Association upon such terms as it shall think fit.
- 4.5. To fix such levies as may be required from Association members.
- 4.6. To ensure that events are conducted in accordance with the rules of NZMA.

### **5. ASSOCIATION BOUNDARY**

- 5.1. The area covered by the Association shall be the geographical area covered by the Auckland Centre of Athletics New Zealand.

- 5.2. Any adjustment of the boundary of the Association's area shall be as approved by NZMA.

## **6. ASSOCIATION OFFICE**

- 6.1. The Office of the Association shall be at the address of the Secretary, unless otherwise decided by the Committee.

## **7. MEMBERSHIP**

- 7.1. Every Masters Athlete as defined in Clause 2 of this Constitution shall ipso facto be a member of the Association, subject to payment of the annual membership fee.
- 7.2. Any person who fails to pay the annual membership fee by the date determined by the Committee shall be deemed not to be a member from the commencement of the financial year until such time as the fee is paid.
- 7.3. Any member may resign by notice in writing to the Secretary of the Association.
- 7.4. The Association shall verify the age of any person applying for membership.

### **7.5. Discipline**

- 7.5.1. The Committee shall have the right to request an explanation from any member who is considered to have acted in a manner contrary to the objectives of the Association or in any other way which could bring the Association into disrepute. Having considered any such explanation the Committee shall have the right to recommend to NZMA that NZMA suspend or terminate the membership of such member.
- 7.5.2. Such a Masters Athlete shall be informed by letter that the recommendation has been made and that NZMA will write to him or her about it before any further action on the recommendation.
- 7.5.3. The Association shall forward all relevant information to NZMA to the intent that NZMA shall be sufficiently informed to make a reliable judgement, and it shall withhold no information on the matter which is in its possession. This is to be done at the earliest possible time. At the same time the Association shall indicate to NZMA whether or not it wishes to be heard at any hearing which may take place.

## **7.6. Life Membership**

- 7.6.1. Any person, who has rendered outstanding service to the Association, may be elected as a Life Member of the Association following a nomination to a General Meeting by the Committee.
- 7.6.2. Before making such a nomination the Committee shall require that a written recommendation be submitted to it from a member on the merits of the Masters Athlete concerned.
- 7.6.3. The award shall be granted upon the nominee receiving three-fourths of the votes of those eligible to vote at the General Meeting. Voting shall be by secret ballot.
- 7.6.4. A Life Member shall be entitled to speak and vote at the General Meeting and receive life subscription of the Association.

## **8. SUBSCRIPTIONS**

- 8.1. The Subscription year for membership of the Association shall run from the first day of September to the last day of August in the following calendar year.
- 8.2. The annual membership fee for the Association shall be in addition to any fee levied by NZMA and shall be confirmed by a vote of members at the Annual General Meeting. The Association shall collect the NZMA levy and account to the Treasurer of NZMA by such date as NZMA may nominate.

## **9. OFFICERS**

- 9.1. The Officers of the Association shall consist of:

**President**  
**Vice-President**  
**Secretary**  
**Treasurer**

Up to eight (8) elected Committee members

## 9.2. Honorary Officers

9.2.1. The Association may elect Honorary Officers to the following positions and any other positions determined by the Committee:

**Auditor**  
**Legal Advisor**  
**Patron**

9.2.2. The Honorary Officers will be entitled to attend and speak at all General Meetings but will not be entitled to vote.

## 9.3. Nomination and Election of Officers and Honorary Officers

9.3.1. The Officers and Honorary Officers shall be elected at the Annual General Meeting.

9.3.2. Nominations for Elected Officers and Honorary Officers shall be received at the Annual General Meeting.

9.3.3. When two or more candidates are nominated for any sole office, or more than eight (8) persons are nominated for election as Committee members, elections to those offices shall be by secret ballot.

9.3.4. Officers elected at an Annual General Meeting shall take Office at the conclusion of the meeting.

9.4. The Committee shall have the power to fill any position for which nominations have not been made or which become vacant before the next Annual General Meeting.

## 10. COMMITTEE AND MANAGEMENT

### 10.1. The Committee

The Committee shall consist of:

10.1.1. The President, Vice-President, Secretary, Treasurer, and Elected Committee Members.

10.1.2. The **Immediate Past President**, who, if he/she wishes, shall be entitled to be a member of the Committee for a maximum period of two years from the date on which he/she ceased to be President, and during such time shall be entitled to vote at Committee meetings.

- 10.2. Except in the case of a casting vote as referred to in Clause 10.6 hereof, each member of the Committee shall be entitled to one vote at Committee meetings. The joint position of Secretary/Treasurer shall have one vote.
- 10.3. The affairs of the Association shall be governed by the Committee. The Committee shall have all the powers of the Association except such as must be exercised by the Association in General Meeting as provided by this Constitution.
- 10.4. Without limiting the powers conferred in Clause 10.3, the Committee shall have the power to appoint Sub-Committees or a person or persons to organise its various activities.
- 10.5. The President shall be an ex-officio member of all Sub-Committees.
- 10.6. The Chairperson of any meeting of the Committee or any Sub-Committee shall in the case of an equality of votes have a casting as well as a deliberative vote.
- 10.7. Any vote taken shall in the first instance be decided on the voices, unless the meeting resolves prior to the vote being taken that a secret ballot shall be held. When the result of a vote taken on the voices is declared, any member may require that a show of hands be taken, and in such a case the result of the show of hands shall decide the matter.
- 10.8. The newly elected Committee shall take office at the conclusion of the Annual General Meeting and shall meet at such times as are expedient.
- 10.9. The quorum at all meetings of the Committee shall five (5).
- 10.10. The President, or in his absence the Vice-President, shall be Chairperson of all Committee Meetings. If neither of these Officers is present, those present shall elect a Chairperson.

## **11. FUNCTIONS OF THE COMMITTEE**

- 11.1. Without limiting the powers given to the Committee by Clause 10.3 above, the Committee's functions shall include the following:
  - 11.1.1. To implement decisions and policies arising from General Meetings.

11.1.2. To present an Annual Report and Financial Statements to the Annual General Meeting.

11.1.3. To make recommendations to the Annual General Meeting.

11.1.4. If requested to do so, to adjudicate in any dispute that may arise between Clubs and/or Masters Athletics within the Association on matters relating to NZMA.

11.1.5. To keep records of membership and other important information.

11.2. The Committee shall:

11.2.1. Nominate Delegates (2) to the NZMA Annual General Meeting, and

11.2.2. Make any nominations and recommendations to the NZMA Board, as it sees fit.

## **12. PECUNARY PROFITS**

12.1. No member or person associated with a member of the Association shall derive any income, benefit or advantage from the Association where they can materially influence the payment of the income, benefit or advantage; except where that income, benefit or advantage is derived from:

12.1.1. Professional services to the Association rendered in the course of business charges at no greater rate than the current market rates, or

12.1.2. Interest on money lent at no greater rate than current interest rates.

## **13. GENERAL MEETINGS**

13.1. One month's written notice (includes electronic formats) shall be given to all members of all General Meetings at which it is proposed to change the Constitution. Two weeks written notice shall be given to all members of all other General Meetings. The notice shall specify the business to be conducted at the meeting.

13.2. A **Special General Meeting** may be called by the Committee at any time, and shall be called by the Committee at the request of not less than 15 members. All members shall be given notice of such meeting. No business shall be conducted at any Special General Meeting except that which has been specified in the notice of meeting.



- 13.3. **Quorum:** The Quorum for a General Meeting shall be fifteen members, of whom at least two shall be the President, Vice-President, Secretary or Treasurer.

If a quorum is not present, the meeting shall be adjourned for a period of not less than 21 days. Notice of the new meeting and the reason therefor shall be sent to all members not less 7 days before the meeting is to be resumed. If at the new time of the meeting a quorum is still not present, those present shall comprise a quorum for the conduct of the meeting.

- 13.4. The President, or in his absence the Vice-President, shall be Chairperson of all General Meetings. If neither of these Officers is present, those present shall elect a Chairperson.
- 13.5. At any General Meeting each Financial Member and each Life Member shall have one vote each.
- 13.6. Except for the election of Officers referred to in Clauses 9.2 hereof, any vote taken shall in the first instance be decided on the voices, unless the meeting resolves prior to the vote being taken that a secret ballot shall be held. When the result of a vote taken on the voices is declared, any member may require that a show of hands be taken, and in such case the result of the show of hands shall decide the matter.
- 13.7. The Chairperson of any General Meeting shall in the case of an equality of votes have a casting vote as well as a deliberative vote.

#### **14. ANNUAL GENERAL MEETING**

- 14.1. The Annual General Meeting shall be held not later than the 31<sup>st</sup> day of March in each year.
- 14.2. The business of the Annual General Meeting shall include:
1. Quorum check
  2. Apologies
  3. Minutes of previous General Meeting
  4. Notice of Matters not on the Agenda
  5. President's report
  6. Financial Statement, Balance Sheet, and recommendations
  7. Annual Subscription for the ensuing year
  8. Election of Officers
  9. Appointment of Auditor
  10. Remits for the next Annual General Meeting of NZMA
  11. Matters set out on the Agenda

12. Matters under item (4)
13. General

## **15. FINANCE**

- 15.1. All money paid to the Association shall be lodged in Bank Accounts or other Authorised Trustee investments approved by the Committee.
- 15.2. All cheques issued shall be signed by any two of the Treasurer, President, Secretary and any one other Committee member to be nominated by the Committee.
- 15.3. The Committee may exercise all the powers of the Association except where expressly reserved for General Meetings but in respect of decisions to borrow and make advances to further the objectives of the Association shall do so only pursuant to a resolution passed by not less than three-fourths of the total membership of the Committee. For this purpose the Committee shall be deemed to comprise the elected Officers.
- 15.4. The financial year of the Association shall end on the 31<sup>st</sup> day of August each year.

## **16. MINUTES**

- 16.1. The Committee shall ensure that proper Minutes are kept of all General Meetings, Committee Meetings and Sub-Committee Meetings.
- 16.2. Minutes of Annual General Meetings shall be confirmed at the next Annual General Meeting.
- 16.3. Minutes of Special General Meetings shall be confirmed at the next Special General Meeting or Annual General Meeting, whichever shall be held first.
- 16.4. Minutes of Committee Meetings shall be confirmed at the next Committee Meeting.
- 16.5. Minutes of Sub-Committee Meetings shall be confirmed at the next meeting of that Sub-Committee, and also reported to the next meeting of the Committee.

## **17. BY-LAWS**

- 17.1. Such matters concerning the operation of the Association as are not specifically covered by this Constitution may be the subject of by-laws which may be drawn up by the Committee and approved at a General Meeting, or altered or rescinded by the Committee subject to ratification at a General Meeting.
- 17.2. The Committee shall determine any matter not provided for in the by-laws.

## **18. COMMON SEAL**

- 18.1. The Association shall have a Common Seal, which shall be kept at the Registered Office.
- 18.2. The Common Seal shall only be affixed to any document by authority of a meeting of the Committee and the affixing of the Seal shall be witnessed by the President and one of the Vice-President, Secretary or Treasurer.

## **19. CONDUCT OF EVENTS**

- 19.1. All events shall be conducted by the Association in accordance with the rules of NZMA.

## **20. ALTERATION TO CONSTITUTION**

- 20.1. This Constitution shall not be altered or rescinded except by a resolution passed by three-fourths majority of the members present and voting at a General Meeting. The Secretary shall, one month before the date of the General Meeting, give notice to members of any proposed changes to the Constitution, including rescissions.
- 20.2. No addition to or alteration of the Pecuniary Profit clause (Clause 12) or the Winding-up clause (Clause 21) shall be approved without the consent of the Inland Revenue Department.

## **21. WINDING UP**

- 21.1. The Association may be wound up if at an Annual or Special General Meeting a resolution to wind up is passed by a bare majority (50% plus 1) of those present and entitled to vote and is confirmed at a subsequent meeting called for that purpose not less than 30 days later.
- 21.2. In the event of the Association being wound up the assets of the Association remaining after discharging all debts and obligations of the Association shall be passed to NZMA. Should NZMA have ceased to exist such assets shall be passed to the Auckland Centre of Athletics New Zealand Inc.

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