

Constitution of the Canterbury Windsports Association (Inc.) September 3 2008

Name

1. The name of the Association shall be "Canterbury Windsports Association Incorporated."

Interpretation

2. In these rules, unless a contrary intention applies, "Association" means the "Canterbury Windsports Association Incorporated": "Season" means the period of time from 1st July of one year to 30th of June of the next year: "Officers" means the Officers appointed under Rule 14 of these Rules: "Year" means the financial year as referred to in Rule 32: "Special Resolution" means a resolution passed by a two-thirds (2/3) majority of those present and voting at a General Meeting.

Objectives

3. a: To foster windsports in Canterbury in all its various forms.
b: To develop facilities for attaining the objectives of the Association.
c: To provide a forum for encouraging the interaction between windsports enthusiasts
d: To make representations to Government Departments and Regional Bodies in order to sustain and enhance windsports venues and events.
e: To liaise, and act in conjunction, with national bodies associated with our sport.

Membership

4. The Association shall consist of those persons now "the members", and such other persons as shall from time to time be admitted according to the Rules in force at the time.

There shall be four classes of membership:

- a: Senior membership
- b: Junior membership
- c: Family membership
- d: Life membership

Membership Classification

5. a: Senior Members shall be those who are 19 years of age or over at the 31st December of that season.

- b: Junior Members shall be those who are under the age of 19 years at the 31st December of that season.
- c: Family Membership shall be up to 2 adults living at the same address, and their children (if classed as junior members as above), all of whom may compete in events and enjoy all the privileges of the Club, with the adults having the equivalent rights of senior members.
- d: Honorary Life Membership may be elected at a General Meeting, and shall only be elected from those members to whom the Club desires to show appreciation of their past services. No member shall be nominated for such election except on the recommendation of the Committee. They shall be entitled to all the privileges of active members, including election to office, without being called on for any subscription.

6. Every application for membership shall be on the prescribed form and accompanied by the appropriate subscription. In the event of an application being declined by the Committee the Secretary shall return to the applicant the full amount paid.

Subscriptions

7: Subscriptions may be determined from year to year by a resolution of a General Meeting, but if not so determined in any year shall be that subscription from the previous Association year.

Payment of Subscriptions

8: Subscriptions for the current financial year shall be payable from the day immediately after the Annual General Meeting.

9: No member whose subscription is unpaid after the thirtieth day of November shall be entitled to vote or take part in proceedings at a General Meeting, or otherwise participate in or enjoy the privileges of the Association.

Termination of Membership

10: Membership of the association shall automatically terminate if the Member in question:

- a: dies:
- b: resigns by notice in writing to the Association:
- c: fails to pay the relevant annual subscription within two months of being requested in writing to do so by the Association;
- d: does anything which is in the opinion of the Committee in its absolute discretion is likely to seriously harm the reputation of the Association.

11: Any member willfully disobeying these rules, or guilty of misconduct which in the opinion of the Association is contrary to its Objectives, may be expelled by a

Special Resolution at a General Meeting provided that the member is given fourteen (14) days notice of such intent. The member's subscription will be forfeited.

12: A member threatened with expulsion under rule 11 shall be given a reasonable opportunity to explain his/her conduct before the committee reaches its decision. All complaints relating to rule 11 shall be submitted to the secretary.

Alteration of the Rules

13: These rules shall not be added to, altered, or rescinded except by a "Special Resolution" passed at a General Meeting, provided that not less than seven days notice shall be given to all Association members of the proposed additions, alterations, or rescissions to be brought to such meetings, provided always that accidental failure to notify any member shall not invalidate the meeting if this Rule is being substantially complied with and provided that all notices of motion of any such proposed additions, alterations, or rescissions shall be in the hands of the Secretary at least fourteen days prior to the date of the meeting. Rules 41 and 42 have the special proviso that they shall not be changed without the prior approval of the Inland Revenue Department.

General Meeting

14: The Annual General Meeting of the Association shall be held in the month of August or September in each year upon a date and at a time and place to be fixed by the Committee.

The Annual General Meeting shall:

- a: Receive audited accounts of the financial year ending the 30th June.
- b: Receive from the Committee a report on the activities of the Association.
- c: Elect the Officers of the Association as provided in these Rules under Rule 22.
- d: Decide on any resolution which may have been duly submitted in accordance with these Rules.

Notice of General Meetings

15: Notice of the date and place of any General Meeting shall be notified to all Members at least seven days before the date thereof and notice of the business to be transacted at such meetings shall be notified to members by post, email, or CWA website at least seven days before the date of such meetings. Accidental failure to notify any members shall not invalidate the meeting if this rule has been substantially complied with.

Special General Meeting

16: The Committee may at any time, and shall on the requisition in writing with names & signatures of at least ten percent (10%) of the total of Senior, Junior, and Family membership (which requisition shall set out in the form of resolutions on the business proposed to be transacted at such meetings), convene a Special General Meeting for any specific purpose or purposes. This meeting shall not be held any more than twenty-eight (28) days after the date of the receipt of the requisition by the Secretary, and if the Committee does not do so within that period the members making the requisition may themselves convene a meeting.

Procedure at General Meetings

17:At all General Meetings, the Chair shall be taken by the President, or if not the President, the next most senior member of the Committee present. In the absence of any Committee member, a member chosen by the meeting shall take it.

18: Every Life, Senior, and Junior member present shall have one vote. Every Family member present shall have one vote, and limited to two votes per family membership. In the case of equality of votes the Chair shall have a casting vote.

19: The quorum at a General Meeting shall be ten percent (10%) of the total financial membership of the Association, and in this context 'Family membership' is defined as 'one membership.'

20: Voting shall be by voice, but if any member so desires the Chair shall call for a show of hands or by ballot if so requested.

21: Members who are entitled to vote at a general meeting may do so by proxy. The minimum requirements for a valid proxy are that the Member nominates the person who is to vote on his or her behalf, that person must be an Individual; Family or Life member of the Association, and the nomination must be in writing and received by the secretary prior to or at the commencement of the meeting in question. Proxies are automatically revoked at the conclusion of the relevant meeting.

Officers

22: The Executive of the Association shall consist of the President, Vice-President, Secretary, and Treasurer. The Executive shall have power to act on behalf of the Committee where by reason of emergency, or otherwise, it is impractical for the Committee to be convened. The General Committee shall consist of five members who shall be elected at the AGM. In addition the elected Committee shall have the power to co-opt a maximum of five (5) additional Committee members with full voting rights and who shall be Members of the Association, with the provision: that any; or all, of the five so co-opted Committee

members may at the option of the elected officers be removed from the Committee.

23: The President shall at some time previous to the election as President have served on the Committee. In the event of no candidate for the office of President fulfilling this requirement the Association may then elect a President who has not served on the Committee.

24: The Executive and Committee shall be elected at the Annual General Meeting, but shall have the power to fill casual vacancies from members of the Association.

25: A defeated nominee for an Executive office shall be automatically eligible for election to the Committee if that person so wishes.

26: No person gainfully employed in the New Zealand windsports industry for more than ten (10) hours per week during the immediate past, or present windsports season (either in manufacture, wholesale, retail, or hire) shall hold a position on the Executive.

27: Officer job descriptions shall be defined from time to time by the Committee.

Subcommittees

28: The Committee shall have the power to appoint such subcommittees, as it considers necessary.

Meetings of the Committee

29: A meeting of the Committee may be called at any time by the President or Secretary, and shall be called within seven days of the receipt by the Secretary of a requisition signed by three members of the Committee.

Quorum of the Committee

30: At each meeting of the Committee six (6) elected Committee members shall constitute a quorum and the Chair shall have a casting vote.

Auditor

31: The Auditor shall be appointed each year by the Committee and shall not be a member of the Committee.

Finance

32: The financial year of the Association shall end on the thirtieth (30th) day of June in each year to which date the accounts shall be balanced.

Bank Accounts

33: The Association shall have a current account at a Trading Bank and/or a Savings Bank and such other bank accounts as may be deemed necessary for the operation of the Association. These will be operated by any two of the Executive provided that no two signatories are persons deemed by the Committee to be closely related or living in the same household.

Accounts and Balance Sheet

34: An income and expenditure account and a balance sheet shall be prepared and audited each year and shall be presented to the Association at the Annual General Meeting.

Notices

35: Every member shall notify the Secretary in writing of any change in address and all notices posted to such address shall be considered as having been duly given.

Charges

36: The Committee may make a charge to users of any Association property or privilege and to charge for any damage thereto.

Capital Expenditure

37: Any capital expenditure proposals above the amount of \$2,000 shall be presented at a General Meeting for approval, complete with projections of benefits of the proposal.

Common Seal

38: The Common Seal of the Association shall be kept by the Secretary and shall not be affixed to any document, instrument, deed, writing, paper or any other thing unless a resolution to that effect has been passed by the Committee. Such seal shall be affirmed by the Secretary in the presence of two other members of the Committee, and the Secretary and other members aforesaid, shall sign such a document, instrument, deed, writing, paper or such thing.

Investment

39: All funds of the Association shall be paid into the Association's Bank Accounts and any part thereof may, if the Committee so determines, be invested on fixed deposit through such Bank. Any other investments shall require the approval of the members in General Meeting.

Borrowing Powers

40: The Committee shall have the power to borrow such amounts and on such terms as it thinks fit, and to give such security as the Committee deems expedient for the repayment and interest. Any borrowing other than from the Association's bankers or members shall require the approval of members in General Meeting.

41: 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 such income, benefit or advantage. Any income, benefit or advantage shall be reasonable and relative to that which would be paid in an arms length transaction (being the open market value). The provisions and effects of this rule shall not be removed from these Rules and shall be included and implied into any document replacing these Rules.

Winding Up

42: Upon the winding up of the Association, after payment of all its liabilities, its properties shall be disposed of in a manner provided by a Resolution passed at a General Meeting of the Association and confirmed at a further General Meeting called for that purpose not earlier than thirty (30) days after the first General Meeting of the Association, and such Resolution shall be sent to the Registrar of Incorporated Societies, provided that no distribution whether by way of monies, property, or otherwise shall be made to any member of the Association.

Document History:

1992: Incorporated at Christchurch 4/09/92. Printed May 1993.

1995: Alteration registered at Christchurch 19/10/94. Printed January 1995.

2005: 1994 AMENDMENT inserted into text on 25/07/05, and placed on website.

2008: 'Windsports' amendments voted in by Special Resolution at AGM 3/09/08.