

# **OREWA BRIDGE CLUB INCORPORATED**

## **Constitution and Rules (Revised 2023)**

### **1. NAME**

The name of the Club shall be OREWA BRIDGE CLUB (INCORPORATED) hereinafter referred to as "the Club".

### **2. OBJECTS** The objects of the Club shall be:

- (a) The promotion of the amateur game of bridge.
- (b) To provide on the Hibiscus Coast a place or places where Duplicate Bridge players can meet to enjoy the game of Bridge in all or any of its forms.
- (c) To promote tournaments, duplicate matches and other Bridge games.
- (d) To arrange matches against other Clubs in Auckland and elsewhere, and to promote friendly relationship among Members.
- (e) To encourage and play all forms of Bridge and to disseminate knowledge on Bridge matters by lectures and discussions.

### **3. QUALIFICATION FOR MEMBERSHIP**

Subject to the provisions of these Rules, the Club shall consist of the present Members thereof and such other persons as shall afterwards be admitted to membership.

### **4. CANDIDATES FOR MEMBERS**

The election of Ordinary Members shall be governed by the following regulations:

- (a) Every candidate shall be proposed by one Member and seconded by another, on a form approved by the Committee.
- (b) Approval for membership may be given by two officers of the committee. If there is any doubt as to the fitness of the candidate, the decision must be taken by the full committee.

### **5. LIFE MEMBERSHIP - RECOMMENDATION**

The Club, upon the recommendation of the Committee, shall have the power to honour any Member by electing him or her as a Life Member with full privileges of Ordinary Membership, but without payment of Annual Subscription.

### **6. ENTRANCE FEES**

Entrance Fees shall be paid by Ordinary Members - at the discretion of the Committee.

### **7. MEMBERSHIP FEES**

Annual Membership Fee shall be due and payable on the 31<sup>st</sup> day of January in each year for the ensuing playing Year, by all Members other than Life and Honorary Members according to the following:

- (a) Ordinary Members - at the discretion of the Committee.
- (b) Every new Member shall immediately after election be notified thereof by the Secretary and every Member shall on election, be bound by the Rules of the Club. Entrance Fee and first Membership Fee shall be payable immediately on election, and no new Member newly elected shall participate in any of the privileges of the Club until he or she has paid such Entrance Fee and Membership Fee. If these Fees are not paid within 14 days from the date of notification of

election, such election may be cancelled at the discretion of the Committee.

## **8. EXPULSION OF MEMBERS**

The Committee shall have the power to exclude or expel from the Club any Member:

- (a) Who shall be proved to the Committee's satisfaction to have been guilty of conduct prejudicial to the welfare of the Club or
- (b) who on a petition of one-third of the Members shall be considered no longer acceptable.

Any Member deprived of Membership under sub-clause (a) shall have the right of appeal to a General Meeting of the Club.

## **9. NONPAYMENT OF MEMBERSHIP FEES**

Any Member, whose Membership Fees remain unpaid 60 days after due date may be deemed to have resigned.

## **10. FINANCIAL YEAR**

The Financial Year of the Club shall begin on the 1st day of August in each year and end on 31st day of July the year following.

## **11. OFFICERS AND COMMITTEE**

11.1 The Officers of the Club shall consist of President, Vice-President, Secretary, Treasurer and a Committee comprising not less than five (5), all to be elected at the Annual General Meeting, and in addition, Past President "ex-officio". The Officers and Members of the Committee shall remain in office until the Annual General Meeting next following their appointment or until their successors have been appointed.

Vacancies among Officers or Members of the Committee shall be filled by the Committee at their next meeting.

11.2 The President shall act as Chairman of any General or Committee Meeting of the Club, or in his absence, the Vice-President or failing both, the Meeting shall elect one of their number to the Chair. The Chair is also responsible for:

- a) Convening Club and Committee meetings and establishing whether or not a quorum is present;
- b) Overseeing the operation of the Club;
- c) Providing a report on the operation of the Club at each AGM.

11.3 The Secretary is responsible for:

- a) Recording the minutes of all Club and Committee meetings;
- b) Maintaining the Register of members;
- c) Holding the Club's records, documents, and books except those required for the Treasurer's function;
- d) Receiving and replying to correspondence as required by the committee;
- e) Lodging the Club's annual financial statement with the Registrar of Incorporated Societies upon their approval at an AGM;
- f) Advising the Registrar of Incorporated Societies of any changes to the Constitution;
- g) Carry out any other duties assigned by the committee.

11.4 The Treasurer is responsible for:

- a) Overseeing all receipts and the banking of these to the credit of the Club;
- b) Arranging payments which shall be authorised by two committee members at least one of whom shall be an Officer of the Club;
- c) Keeping proper accounting records in order to ensure that, at all times, the Club's financial position may be readily ascertained;
- d) Preparing annual financial statements for presentation at each AGM. These statements should be prepared in accordance with the Club's accounting policies.

## **12. POWERS OF THE COMMITTEE**

The Committee may exercise all such powers and do all such acts as are consistent with the objects of the Club, which are not expressly directed or required to be exercised or done by the Club in General or Special Meetings.

The Committee shall have control of all matters of management and finance, and the engagement and remuneration of any person required in the service of the Club, provided always payment for services rendered shall be no greater than the market rate for such services. The Committee shall also be empowered to purchase and decide the conditions of the award of any prize trophies.

Further it may delegate all or any of its powers to Sub-Committees.

## **13. PRIVATE PECUNIARY PROFIT AND EXCEPTIONS**

Nothing expressed or implied in these rules shall permit the activities of the Club to be carried on for the personal pecuniary profit of any member or individual. Nor shall any distribution, whether by way of money, property or otherwise be made to any member or individual: provided always, no member or person associated with a member of the Club shall derive any income, benefit or advantage from the Club where they can materially influence the payment of income, benefit or advantage, except where that income, benefit or advantage is derived from:

Professional services to the Club rendered in the course of business, charged at no greater than current market rates, or

Interest on money lent to the Club at no greater than the current market rate, and further provided,

All members who may be interested or concerned directly or indirectly in any matter before the Committee shall disclose the nature and extent of their interest to the Committee, and shall take no part whatsoever in the matter before the Committee other than as a member of the Committee.

## **14. SPECIAL APPOINTMENTS**

The Committee is empowered at its discretion to appoint a Member as Director of Tournaments (or members) and to create any other officer and make an appointment of a Member (or members) thereto if it is considered necessary in the interests of the Club.

## **15 FINANCE POLICY**

The committee shall approve and keep updated a Financial Policy which stipulates

- a) Cash control procedures
- b) The bank accounts to be used by the Club
- c) The signatories to those bank accounts
- d) The investments which can be made by the Club
- e) The Club's accounting policy

## **16. POWER TO BORROW**

The Club may borrow from any Bank or other Body or Person whether by ordinary or secured loan, or by overdraft or by the issue of debentures or otherwise, on such terms and conditions that shall be no greater than current market rates and may give security over any property, real or personal now or hereafter belonging to the Club. Such borrowing to be approved on the resolution of Members at a General meeting.

## **17. COMMON SEAL**

The Common Seal will be held in the custody of the Treasurer and will be affixed to any document in terms of a resolution of the Committee, in the joint presence of the Chairman, Treasurer and Secretary.

## **18. RULES OF PLAY**

Play will be conducted under the international Bridge Laws or such other code as may from time to time be accepted by the Committee as having superseded that code.

## **19. VISITORS**

Non-Members may be invited to play at the Club on payment of such fee as the Committee may decide from time to time.

## **20. ANNUAL GENERAL MEETING**

The Annual General Meeting of the Club shall be held within 60 days of financial year end each year on a date to be fixed by the Committee for the following purposes. Notice for such Meeting will be given not less than 14 days before the Meeting is held:

- (a) To receive a Report, Balance Sheet and Statement of Accounts for the preceding year.
- (b) To elect the Officers of the Club for the ensuing year.
- (c) To elect the Committee for the ensuing year.
- (d) To decide on any Notice of Motion which may be duly submitted to the Committee, duly signed by two Members 7 days before the date of the Annual General Meeting. Such Notices of motion are to be posted on the Noticeboard when received.

## **21. SPECIAL GENERAL MEETING**

- (a) The Committee may convene a Special General Meeting by notice given to the Members not less than 14 days before the Meeting is held. Such notice shall specify the business to be transacted at such meeting.
- (b) Any ten (10) Members of the Club may convene a Special General Meeting by delivering to the Secretary or the President a requisition in writing signed by such Members and specifying the business to be transacted at such Meeting.
- (c) The Committee shall thereupon call the Meeting; such Meeting to be held not less than 14 days from the date of receipt of the requisition. No business shall be transacted at such Meeting other than that mentioned in the notice convening the Meeting.

## **22. VENUE AND VOTING**

General Meetings shall be held in the Club's rooms on a club day with power to adjourn to any other place or time. Alternatively, in the interests of attracting greater numbers of members to participate in the vote, General Meetings may be conducted electronically. Notice

of date and purpose will be given by email to all members as well as being posted on the Club's website and Notice Board.

At any Meeting in the Club rooms voting will be by show of hands unless a ballot of those present and entitled to vote is demanded by 10 or more Financial Members. At any electronically conducted Meeting votes will be registered electronically with outcomes being advised to members by email, and by notices on Website and Noticeboard.

### **23. QUORUM**

At all General Meetings, not less than 25% of Financial Members shall form a quorum. Should there not be a quorum present at the expiration of one quarter of an hour, from the time set down for the Meeting, the Members present shall adjourn the Meeting. At any Committee Meeting not less than 50% of the total of the Executive and the Committee Members shall form a quorum.

### **24. ALTERATION TO RULES**

These Rules may be altered, added to, or rescinded by resolution at any Annual General meeting or Special General Meeting called for the purpose provided that notice of such alteration, addition or rescission shall have been circulated to Members or posted on the notice board at least 14 days prior to such Meeting, provided always:

No addition, alteration or rescission of the Rules shall be made if it affects either the pecuniary profit clause or the winding up clause.

### **25. INSPECTION OF RULES**

Any Member may inspect these Rules on application to the Secretary and shall be furnished with a copy of them.

### **26. DISSOLUTION**

Members present at a Meeting convened for the purpose may resolve that the Club be dissolved as from the date to be named in such resolution. If upon the winding up or dissolution of the Club there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall NOT be paid to or distributed among the members of the Club. Such remaining property shall be given or transferred to some other approved sports Club having the same or similar objectives as this Club, or for some other approved charitable purpose within New Zealand. In the event of a default (committee unable to decide) the remaining assets to be distributed as a Judge of the High Court directs.