

Constitution and Rules of The Invercargill Contract Bridge Club Incorporated

Name:

1. The name of the Club shall be the "The Invercargill Contract Bridge Club Incorporated".

Office:

2. The registered office of the Club shall be at the Club's playing rooms, 50 Elles Road, Invercargill, or at such other place as the Committee may, from time to time, determine. Postal address PO Box 882, Invercargill 9840.

Objects:

3. The objects of the Club shall be:
 - (a) to organise, provide facilities for and encourage the playing of the game of Contract Bridge in all or any of its forms and to conduct games, matches, competitions, tournaments and social gatherings in connection therewith without intention of pecuniary gain.
 - (b) to associate with the foregoing objects any other social activities of a kindred nature.
 - (c) to affiliate with NZ Bridge Incorporated.
 - (d) to adopt. as part of the rules of the Club the international laws approved for the playing of the game.
 - (e) to provide regular tuition at all stages of the game when so desired by the members or at the discretion of the Committee.

Members:

4.
 - (a) The membership of the Club shall consist of such numbers of Full Members and Limited Members respectively and of such respective numbers of the classes thereof (as hereinafter defined) as the Committee shall, from time to time, determine.
 - (b) Full members shall be entitled to all the playing and other privileges and advantages of full membership of the Club.
 - (c) Limited members shall not be eligible to hold office in the Club or be entitled to vote or take part in debate at meetings and shall further be respectively subject to the limitations of privileges by these Rules imposed upon their particular classes of membership.

Classes of members:

5. Members shall be classified as follows:

- (a) Full members being:-
 - (i) Subscribing full members
 - (ii) Second Club members
 - (iii) Life members elected under Rule 6 hereof.
- (b) Limited members being:-
 - (i) Absentee members as provided in Rule 7 (b) hereof.
 - (ii) Visiting members as provided in Rule 7 (c) hereof.
 - (iii) Honorary members as provided in Rule 7(d) hereof.

Life members:

6. Any full member of not less than ten years' standing may be elected a Life Member in accordance with the following provisions:
 - (a) Life Membership shall be conferred only for outstanding service rendered to the Club as a full member and not under any circumstances for a monetary consideration.
 - (b) Every proposal for Life Membership shall first be considered by the Committee and if approved by it, be submitted to ballot at a General Meeting.
 - (c) A two-thirds majority of those full members present and voting thereon shall be necessary to effect such election.
 - (d) A Life Member shall not be liable for payment of any annual subscription.
7.
 - (a) **Second club members** – persons who are members of another bridge club, affiliated to NZ Bridge Incorporated, may become members of and shall be entitled to all the privileges of the Club, upon payment of the club subscription less the payment of the NZCBZ levies.
 - (b) **Absentee Members** – full members temporarily leaving the district or the country may, on request and with the approval of the Committee, have their names placed on an absentee list and the Committee may waive or reduce the amount of subscription due during such temporary absence.
 - (c) **Visiting Members** – members of other clubs affiliated to NZ Bridge Incorporated and properly accredited overseas visitors temporarily visiting Invercargill may be allowed by the Committee the playing privileges of the Club for such period and on such terms as the Committee shall determine.
 - (d) Persons who are or who have been full members of the Club Members may for reasons satisfactory to it be admitted by the Committee as Honorary Members. Application for Honorary Membership shall be in writing to the Secretary. Honorary members shall be allowed the playing privileges of the Club on not more than ten occasions in any one financial year, but shall not be eligible to compete in any Club competition nor to use this class of membership as a means of entry to any tournament. Honorary members may transfer at any time on written application to the Secretary, to either of the following categories:

- (i) Full members

Election of members:

- 8 (a) Every candidate for admission to full membership under these rules shall be proposed and seconded by two full members of the Club, one of whom shall be a member of the Committee and to one of whom the candidate shall be personally known. Provided that, in the case of a person joining from or transferring from another Club affiliated to the NZ Bridge Incorporated, it shall be a sufficient method of proposal for membership to attach to the form of application, a letter from the applicant's last Club setting out –
- (i) financial clearance
 - (ii) standard of play
- (b) The application for membership shall be in writing addressed to the Secretary setting forth the candidate's full name, address and occupation, the class of membership to which he or she desires admission and such other particulars as the form may require and shall be signed by the candidate and his or her proposer and seconder and shall be accompanied by the appropriate entrance fee (if any). In the case of a person joining from or transferring from another Club affiliated to the NZ Bridge Incorporated the signatures of proposer and seconder are not required.
- (c) After particulars of the application have been posted on the Club notice board for not less than seven days the candidate shall be submitted to election under paragraph (e) hereof.
- (d) The election shall be by the Committee and may be by show of hands but shall be by ballot if so required by one member of the Committee. One adverse vote in every three recorded in person at the meeting shall exclude the candidate.
- (e) If a candidate be rejected the entrance fee (if any) shall forthwith be refunded and the candidate shall not, except with the sanction of the Committee, be again proposed for membership within the then current Club year.
- (f) On the election of a member, the Secretary shall notify the member in writing thereof, furnish the member with a copy of the Club Rules and request the member to pay such proportion of the annual subscription (on a pro rata basis) as the Committee directs within one month from such request.
- (g) No newly-elected member shall be entitled to any of the rights, privileges or advantages of membership until he or she shall have paid such annual subscription as the Committee directs and if such payment is not made within the aforesaid period of one month the election shall be voidable at the discretion of the Committee unless the member shows sufficient cause for the delay to the satisfaction of the Committee.
- (h) All newly-elected members shall be subject to such rules and regulations for the time being in force regarding the grading and classification of members.

Entrance Fee and Annual Subscriptions:

9. (a) Transitional Period: During the period from the 1st day of September 1998 to 31 December 1998 (the "Transitional Period") the annual subscription payable by members of the Club in respect of the Transitional Period shall be prescribed by the Club at the 1998 Annual General Meeting and shall be payable by the 30th day of November 1998.
- (b) Notwithstanding clause 22(e) the annual subscriptions payable shall, from the 1st day of January 1999, apply in respect of the period 1st January to 31st December each year (the "subscription year").
- (c) Subject to Rule 9(a) and (b) the entrance fees and annual subscriptions payable by members of the Club shall be such as shall, from time to time, be prescribed by the Club at the Annual General Meeting preceding the particular subscription year and if the Annual General Meeting shall not, in respect of any subscription year, decide upon an annual subscription and/or entrance fee it shall be the same as for the last preceding subscription year.
- (d) Except in the case of newly-elected members as provided in Rule 8 hereof, from the 1st day of January 1999 all annual subscriptions shall become due and payable by the 20th day of March during the applicable subscription year.
- (e) Except in the case of newly-elected members as provided in Rule 8 hereof, if the annual subscription of any member and any other moneys owing by such to the Club shall remain unpaid after the expiry of one month from the due date, such member shall be deemed to be unfinancial and shall not thereafter, unless the Committee shall determine in special circumstances, be entitled to exercise or enjoy any right, privilege or advantage of membership until all such moneys have been paid.

Resignation of Members:

10. (a) Any member desirous of ceasing to be such shall give notice in writing to the Secretary who, after acceptance by the Committee of such resignation, shall at once inform the member.
- (b) All resignations shall be in the hands of the Secretary prior to the end of the current financial year and any member resigning membership thereafter shall be liable for the ensuing year's subscription unless reasons satisfactory to the Committee are given.

Expulsion of Members:

11. (a) If the conduct of any member shall be reported as contrary to the rules, or inconsistent with the character, welfare or interests of the Club, or such as to render the member unfit to associate with members of the Club, the Committee shall, on receiving a written complaint or may, on its own initiative, take the matter into consideration.
- (b) If (after the member concerned has been heard if he or she so desires) such member's conduct shall be deemed by the Committee to be contrary to these rules, or inconsistent with the character, welfare or interests of the Club, or such as to

render the member unfit to associate with members of the Club, the Committee shall have power, by a majority decision of not less than two-thirds of its number present at the meeting, to expel or suspend the offending member.

- (c) If such member shall feel aggrieved by the decision of the Committee, he or she may within seven days after being notified thereof, appeal therefrom by notice in writing to the Secretary and thereupon a Special General Meeting shall be convened at which a report shall be presented by the Committee, the member concerned heard and the matter determined by ballot of the members present and voting thereat.

Visitors:

- 12. Non-members other than those to whom 7(c) applies may be invited by members to play at the Club on such occasions and times and upon payment of such fees as the Committee shall prescribe but no one person shall be so invited as a visitor more than three times in any one calendar year and the member introducing such visitor shall be responsible for any dues incurred by the latter to the Club.

General Meetings:

- 13. (a) The Annual General Meeting of the Club shall be held not earlier than October 8th and not later than November 30th in each year, on such day and at such place and hour as the Committee shall fix and determine. The business of the meeting shall be to receive the annual report, statement of accounts and balance sheet for the receding year, to elect and appoint office bearers for the ensuing year, to consider and deal with motions of which due notice has been given and to transact any other general business of the Club.
- (b) A Special General Meeting (at which only the business for which such meeting has been summoned may be dealt with) may at any time be summoned by the Committee and shall be summoned within fourteen days after the receipt by the Secretary of a written requisition in that behalf signed by at least ten per centum of the financial full members of the Club and setting forth in the form of a motion or motions the object or objects of such meeting.
- (c) If the Committee does not, within the said period of fourteen days, convene a Special General Meeting, the requisitionists or any of them may (subject to the provisions of these rules as to notice) convene the same to be held at the rooms of the Club.
- (d) At least fourteen clear days' notice in writing of every general meeting, specifying the place, date and hour of meeting, shall be given by the Secretary to every financial full member of the Club. Such notice shall specify the nature of the business to be considered thereat, including full particulars of all resolutions to be considered at such meeting. The accidental omission to give or the non-receipt by any such member of such notice shall not invalidate the proceedings of any general meeting.
- (e) Notice of the date of the Annual General Meeting shall be posted on the Club notice board not less than six weeks prior to the holding of the meeting and any notice of motion to be dealt with at such Annual General Meeting must be in the hands of the Secretary at least 21 days prior to the date of the meeting. Such notice of motion

shall be posted on the Club notice board not less than fourteen days prior to the Annual General Meeting.

Proceedings at General Meetings:

14. (a) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business and throughout the meeting. Twenty financial full members personally present shall constitute a quorum for all general meetings.
- (b) If a quorum is not present within half an hour after the time appointed for the meeting, the meeting, if convened upon the requisition of members shall be dissolved. In every other case it shall stand adjourned to the time and place to be fixed by the Chairman on adjourning the meeting. If, at the adjourned meeting, a quorum is not present within half an hour after the time appointed for the meeting, the members present shall be a quorum.
- (c) The President, or if he or she be absent or unwilling to act, the Senior Vice-President, or if he or she be absent or unwilling to act, the Junior Vice-President shall preside at all general meetings, provided however that if none of these officers be present or willing to act, the meeting shall appoint some financial full member present as its chairman.
- (d) At all general meetings every financial full member personally present shall, on each question, have one vote and in the case of an equality of votes the Chairman shall have a further casting vote.
- (e) Except for contested elections of office-bearers, or as otherwise provided by these rules, voting at general meetings shall be on the voices or, if the Chairman or any two members present and entitled to vote shall so require, by show of hands or by secret ballot.
- (f) The Chairman's declaration as to the result of the voting and an entry (duly confirmed as hereinafter provided) to that effect in the minutes of the proceedings shall be conclusive of the terms of any resolution of a general meeting and of its having been passed or rejected.
- (g) The minutes of each general meeting shall be provisionally confirmed at the next ensuing meeting of the Committee.

Management – The Committee:

15. (a) The management of the affairs and business of the Club shall be vested in a Committee of Management (in these rules referred to as "the Committee" consisting of the officers, as hereinafter defined and eight other full members of the Club.
- (b) The officers of the Club shall be in the President, Vice-Presidents, not more than two in number and if two, one shall be Senior Vice-President and the other Junior Vice-President, the Immediate Past President who shall hold office for one year only immediately following his or her term as President, the Secretary and the Treasurer. The offices of Secretary and Treasurer may be combined.

Election of Officers and Committee Members:

16. (a) The officers and other members of the Committee shall be elected at each Annual General Meeting and shall respectively hold office until the next succeeding Annual General Meeting when they shall retire but shall be eligible for re-election.
- (b) Elections shall be conducted and declared in the following order: President, Vice-Presidents, Secretary, Treasurer and members of the Committee.
- (c) A notice calling for nominations of elective officers and other members of the Committee of the Club, together with nomination forms, shall be displayed on the Club's notice board not less than six weeks prior to the holding of the Annual General Meeting.
- (d) Nominations for the position of elective officers and other members of the Committee shall be delivered to the Secretary not later than seven days prior to the holding of the Annual General Meeting and shall, upon receipt, be posted on the Club's notice board. Every candidate shall have been a full member of the Club for at least twelve months prior to the closing of nominations and shall be nominated in writing by two full members of the Club. The nomination form must bear the signature of the candidate as evidence of his or her consent.

The foregoing provisions of this rule shall not apply to every member of the Committee who shall be deemed to have been duly nominated and seconded for re-election unless

- (i) such member has signified to the Secretary a desire not to offer to stand for re-election or
- (ii) he or she is disqualified or
- (iii) he or she has omitted to deliver their nomination to the Secretary as hereinbefore provided.

Vacation of Office and Casual Vacancies:

17. (a) The office of an officer or member of the Committee shall be vacated if the holder thereof:
- (i) ceases to be a full member of the Club; or
 - (ii) resigns his office; or
 - (iii) without being excused by the Committee, absents himself or herself from three consecutive meetings of the Committee; or
 - (iv) shall be removed from office by resolution of two thirds of the full members present and voting at a Special General Meeting convened for the purpose.
- (b) In the case of any casual vacancy in, or forfeiture of, the office of an officer or member of the Committee, the Committee may, at its discretion, either order the summoning of a Special General Meeting or may itself appoint some duly qualified full member to fill the vacancy but it shall not be obligatory to fill any vacancy which may occur.

Administration:

18. (a) The Committee may meet together for the despatch of business, adjourn and otherwise regulate its meetings as it shall think fit. A meeting of the Committee may be convened by the President or the Secretary or by any two other members of the Committee.
- (b) The President or, in his or her absence, the Senior Vice-President or, in his or her absence the Junior Vice-President shall preside at all meetings of the Committee at which he or she is present; in the absence of these officers, the meeting shall appoint its own Chairman.
- (c) Except as otherwise required by these rules, all questions shall be determined by a bare majority of votes; each member personally present shall, on each question, have one vote and in the case of an equality of votes the Chairman shall have a further casting vote.
- (d) At all meetings of the Committee seven members personally present shall constitute a quorum.
- (e) Without prejudice to the general powers by these rules conferred upon it, the Committee shall have power to do all acts and things which it may consider proper or expedient for accomplishing the objects and carrying on the affairs of the Club and in particular shall have the specific power to do the following things:
 - (i) to control and manage the funds of the Club and to expend such funds (including power to invest or otherwise deal with any of the same not currently required) and to incur such liability on behalf of the Club as it may think necessary or expedient in furtherance of the objects or purposes of the Club.
 - (ii) to appoint from its own members or otherwise such sub-committees as it may, from time to time, deem necessary or proper; The President, or in his absence, one of the Vice-Presidents, shall be ex officio a member of every such sub-committee.
 - (iii) To engage or appoint and at pleasure remove hostesses and other employees, to define their duties and powers and to fix and determine their salaries and emolument.
 - (iv) To make, alter and repeal, such by-laws as it may, from time to time, consider necessary or proper for the wellbeing of the Club.
 - (v) To pay, at its discretion, an honorarium each year of an amount to be determined by the Committee for the time being, to the Secretary and Treasurer if and while serving in an honorary capacity.
- (f) Every resolution of the Committee which is not inconsistent with, or does not purport to repeal or alter anything contained in the rules of the Club, shall be binding on all

members of the Club unless and until set aside by a resolution of a general meeting of the Club.

Secretary:

19. The Secretary shall summon and attend all general meetings and meetings of the Committee and keep minutes of the proceedings thereof, record the attendance at meetings of Committee, conduct all correspondence and generally perform such duties and functions as shall, from time to time, devolve upon him or her under these rules and such other duties and functions as are usual to the office.

Treasurer:

20. The Treasurer shall collect and account for all subscriptions and other moneys payable to the Club, bank the same to the credit of the Club's banking account, disburse the moneys of the Club under authority of the Committee and keep proper accounts of the financial affairs of the Club; he or she shall submit all accounts payable by the Club for the approval of the Committee before payment and report to each meeting of the Committee the state of the Club's finances; he or she shall keep a register of members in accordance with and furnish to the Registrar of Incorporated Societies the annual statement required by the Incorporated Societies Act 1908 and shall immediately after the close of each financial year, prepare and submit to audit the statement of accounts and balance sheet for the year and present the same, together with a budget of estimated receipts and expenditure for the ensuing year, to the Annual General Meeting.

Auditor:

21. An Auditor, who shall not be a member of the Committee, shall be elected at the Annual General Meeting and shall examine and report on the annual statement of accounts and balance sheet. He shall, at all reasonable times have access to the Club's books and accounts and shall be entitled to any information he may require relating thereto or to any matter deemed necessary or desirable for audit purposes.

Financial:

22. (a) The Club's current banking account shall be kept at such bank as may, from time to time, be decided upon by the Committee. All cheques on such account and all orders for trophies shall be signed by the Treasurer and any one of the following: the President, a Vice-President or other Committee member appointed for that purpose by the Committee.
- (b) Two thirds of the members present and entitled to vote at a general meeting of the Club, convened for the purpose, may resolve to borrow or raise and secure the repayment of such sum or sums of money in such manner as they shall think fit and in particular by mortgages, bonds, debentures or other securities charged upon all or any of the Club's assets (both present and future).
- (c) Two thirds of the members present and entitled to vote at a general meeting of the Club convened for the purpose may resolve to acquire by purchase, lease hire or otherwise any real or personal property or any rights or privileges which may be considered necessary or expedient for attaining the objects of the Club or any of them or for promoting the interests of the Club or its members.

- (d) The Committee shall have power to borrow by way of bank overdraft for the working expenses of the Club, such amount of money either at one time or from time to time but not exceeding in the aggregate \$10,000.00 at such rate of interest and on such terms as the Committee may deem necessary or expedient and to arrange for and obtain guarantees for the repayment thereof from members of the Club. Every member becoming surety for any such loan shall be indemnified by the Club in respect thereof.
- (e) The Club's financial year shall end on the 31st day of August in each year. The Committee shall cause true and complete accounts to be kept of the income and expenditure and assets and liabilities of the Club. A statement accounts and balance sheet, in the form approved by the Committee and duly audited, shall, together with the annual report, be available to each financial full member at the clubrooms not less than seven days prior to the Annual General Meeting.

NZ Bridge Incorporated:

- 23. It shall be the duty of the Club and its officers and members to assist the NZ Bridge Incorporated in carrying out any of the objects specified in the rules of that Association. Any member disobeying any rules of that Association or failing to give effect to any decision of the Council of that Association or of the Management Committee thereof shall be liable to suspension or expulsion. All tournaments to be held shall be conducted in accordance with the rules of that Association.

Common Seal:

- 24. The Common Seal of the Club shall bear the registered name of the Club and shall be kept in the custody of the Secretary. It shall, after a resolution of the Committee in that behalf, be affixed to any instrument, deed or document in the presence of two members of the Committee, who shall subscribe their names and offices thereto as witnesses.

Notices:

- 25. Any notice required to be given under these rules shall be in writing and may be served either personally or by posting it in a pre-paid letter addressed to the member, or electronically to the address last notified by the member to the Secretary; if given by post, it shall be deemed to have been given at the time when the letter containing the same would be delivered in the ordinary course of post, or by the date that the electronic communication is sent, providing there is no evidence received of rejection of that electronic communication.

Indemnity:

- 26. The Committee and other officers of the Club shall be indemnified by the Club against all disbursements, expenses, liabilities and losses incurred by them in or about the discharge of their duties except such as happens from their own wilful act, neglect or default.

Complaints:

- 27. All complaints respecting the staff, premises, domestic or other arrangements of the Club or in respect of the conduct of any member shall be made in writing signed by the member complaining and addressed to the Committee which shall enquire into the same at the earliest convenient opportunity; in no instance shall a servant of the Club be reprimanded or criticised directly by a member.

Winding Up:

28. In the event of the winding up of the Club or of its dissolution by the Registrar, the funds and assets of the Club, remaining after payment and satisfaction of its debts and liabilities and the costs and expenses of winding up, shall be disposed of in such manner as the Club, in General Meeting, shall determine.

Matters Not Provided For:

29. If any matter shall arise which is not or which, in the opinion of the Committee, is not provided for or under these rules, the same shall be determined by the Committee in such manner as it shall deem fit and every such determination shall be binding upon the Club and its members unless and until set aside by a resolution of a general meeting.

Alteration of Rules:

30. These rules shall not be amended, added to, or rescinded except by a resolution in that behalf passed by a majority of not less than two thirds of the full members present and entitled to vote at an Annual General Meeting or a Special General Meeting convened for the purpose nor unless written notice of the proposed amendment, addition or rescission shall have been given to the Secretary, not less than twenty one days before the meeting; no such amendment, addition or rescission shall be valid unless and until accepted by the Registrar of Incorporated Societies.

Repeals and Savings:

31. The existing rules of the Club and all amendments and additions thereto, are hereby repealed but all existing appointments to office and all acts of authority which originated thereunder and are subsisting or in force on the coming into operation of these rules shall enure as if they had originated under these rules.