

# **RULES OF THE CROCKFORDS BRIDGE CLUB INCORPORATED**

As set at the AGM of 22 March 2018

## **1. Name**

The name of the Club is “Crockfords Bridge Club Incorporated”.

## **2. Registration**

The Club is registered under the Incorporated Societies Act 1908.  
The Registered Office is at 218 Riccarton Road, Christchurch.

## **3. Interpretations**

In these Rules unless the context otherwise requires:

“CLUB” means the Crockfords Bridge Club Incorporated.

“CODE OF CONDUCT” means the code set down for the conduct of members under Rule **15 (l)** of these rules.

“COMMITTEE” means as provided in Rule **15** of these Rules.

“FINANCIAL YEAR” means the period starting with the 1<sup>st</sup> January in any year and ending with the 31<sup>st</sup> day of December in the same year.

“GRADES” means the grades determined from time to time by the Committee for the grading of members of the Club for the purposes of organised bridge play.

“IN WRITING” shall include recognised forms of electronic communication with paper record.

“LEVIES” means any charge levied on players by New Zealand Bridge.

“MINUTE SECRETARY” means the Administration secretary appointed to record the minutes of the committee and has no speaking or voting rights.

“NON ATTENDANCE” means for one meeting only and requires an apology.

“NOTICE BOARD” means the notice boards by also includes “The Website”.

“OFFICERS” means those members elected under Rule **13** of these Rules.

“SECRETARY” means the principal person appointed by the Committee to carry out the administrative functions of the Club.

“SPECIAL CHARGE” means any special charge made on members by the Committee for a particular Club purpose.

“TITLE” the title does not form part of this document.

“VACANCY” means a position that is unfilled through death, long term illness, retirement or where non-attendance has been for three (3) months without apology.

#### **4. Objects**

The objects of the Club are those charitable objects and purposes which are recognised by the Court of New Zealand, and including:

- (a) Fostering and promotion of the game of Contract Bridge
- (b) Providing facilities for playing the game of Contract Bridge
- (c) Promoting education and the teaching of Bridge
- (d) Promoting Bridge tournaments and competitions
- (e) Doing all acts incidental or conducive to the attaining of the above objects

#### **5. 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 the 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.

#### **6. Notices**

These Rules, any by-laws in force and the Code of Conduct of the Club, together with any notices required to be given to members shall be displayed on the notice boards at the Club rooms and may be available on the Club website. Copies will be provided on written application to the Secretary.

#### **7. Membership**

- (a) The members of the Club shall be:
  - (i) Life members
  - (ii) Ordinary members
  - (iii) Student members
- (b) Life members shall be persons the Club desires to honour, and shall be elected in accordance with Rule 8. A life members is not liable to pay any Club subscription and is entitled to all privileges of the Club.
- (c) Ordinary and Student members shall be elected to membership under **Rule 9**.

- (d) Student members shall be persons who are enrolled as a student at an educational establishment, are under the age of 23 years and not in full-time employment. Student members shall have all the rights and privileges of ordinary members

**8. Election of Life Members**

Recommendations for election of life membership can be made only by the Committee with due notice of the recommendation having been given in accordance with Rule 25 (d). If required at the General Meeting three-quarters (¾) of the votes cast approve the recommendation.

**9. Election of Ordinary and Student Members**

- (a) Every candidate for Ordinary or Student membership shall sign the Membership Application form prescribed by the Committee. If the candidate's application is accepted by the Committee the application or a copy shall be posted on the notice board at the Club rooms for at least fourteen (14) days to enable members to express any grounds for non-approval of the application.
- (b) At its first meeting after the conditions of Rule 9 (a) are satisfied the Committee shall consider the election of the candidate and, if approved, the candidate shall become a member of the Club.
- (c) The Committee shall have complete discretion when it decides whether or not to allow the applicant to become a member. The Committee shall advise the applicant of its decision in writing and that decision shall be final and no reasons shall need to be given for the decision.
- (d) Every new member shall be notified in writing by the Secretary and shall then be bound by the Rules and by-laws of the Club.

**10. Resignation of members**

Notice of resignation from membership shall be given to the Secretary in writing. A member who has not resigned before the end of the financial year will still be liable for the subscriptions and levies for the ensuing year.

**11. Discipline and/or suspension of members**

- (a) The Committee has the power to censure, suspend from membership for a period, or expel any member, but 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.

- (b) Any member expelled under Rule **11 (a)** has the right to appeal, by delivering a notice in writing to the Secretary to that effect within three (3) months from the date of expulsion, requesting a Special General Meeting be convened within thirty (30) days of the date of delivery of such notice; at which a majority of two-thirds (2/3) of those present may reverse the Committee's decision. In the alternative the meeting may censure or suspend the member from membership for a period. The appellant may have support person(s) or legal representation at such a meeting.
- (c) Any member whose subscription remains unpaid for two (2) months shall be deemed to be suspended from membership and shall not be entitled to the privileges of the Club until the subscription has been paid. Should a subscription remain unpaid at the end of the Club's financial year the person concerned shall cease to be a member of the Club but shall still be liable to pay the outstanding subscription.
- (d) Notwithstanding the provisions of sub-clauses (a) and (b) 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 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 by any consequent decision or determination as the case may be.

## **12. Annual Subscriptions**

- (a) Annual subscriptions shall be determined by the Committee in office in the preceding financial year. Any changes along with an explanation are to be circulated to the members not less than 45 days prior to the subscription due date, 1<sup>st</sup> day of January, so members have an opportunity to seek more information if required.
- (b) Subscriptions are due in advance on the 1st day of January.
- (c) The annual Subscription is payable when a new member joins The Club. If not paid within 30 days the membership may be cancelled at the discretion of the Committee.
- (d) At the discretion of the Committee a part year membership may be offered.
- (e) Any member whose subscription remains unpaid for 3 months may be suspended from membership and shall not be entitled to the privileges of the club until the subscription is paid. Should the subscription remain unpaid at the end of the financial year the person concerned shall cease to be a member of the club but shall still be liable to pay the outstanding subscription.

## **13. Officers**

- (a) The Officers of the Club shall be the President, Vice President and Treasurer, who shall be members of the Committee, and the Immediate Past President who shall sit on the Committee for one (1) year.

- (b) All General Meetings of the Club and all Committee meetings shall be chaired by the President or, in the President's absence, by the Vice President. In the absence of both of them the meeting shall elect one of their number to fill the chair.

**14. Election of Officers and Committee**

- (a) Only financial members of the Club are eligible for election as an Officer or a Committee Member.
- (b) The Annual General Meeting shall elect the Officers and six (6) other members, all of whom with anyone appointed under Rule 14 (f) or co-opted under Rule 15 (f) shall be the Committee.
- (c) Written nominations for election on the approved form, signed by two financial members and including the written consent of the nominee, shall be lodged with the Secretary at least fourteen (14) days before the Annual General Meeting.
- (d) At least ten (10) days before the Annual General Meeting the Secretary shall post on the notice boards a list of nominees together with such information (not exceeding one side of an A4 sheet of paper) as may be supplied in support of each nomination.
- (e) In the absence of sufficient valid nominations being received and remaining current at the date of the Annual General Meeting, nominations for any vacancies remaining may be made from the floor.
- (f) If a vacancy on the Committee occurs between Annual General Meetings the Vice President shall fill a vacancy in the position of President, and any other vacancy may be filled by appointment by the Committee. The Committee may continue to act despite any vacancy provided a quorum of five (5) is present.

**15. Management by the Committee**

- (a) From the end of each Annual General Meeting until the beginning of the next, the Club shall be administered, managed and controlled by the Committee, which shall be accountable to the members for the implementation of the policies of the Club as approved by any General Meeting and having regard to the best interests of the Club.
- (b) The Committee may engage employees on such terms and with such powers as it thinks desirable.
- (c) Other than matters required by law or by these Rules to be decided by the Club in General Meeting, the Committee shall do all things in the exercise of the Club's powers and management.
- (d) The Committee shall meet at such times and places as it may determine and

otherwise where and as convened by the President.

- (e) If required the Committee may conduct a meeting by way of simultaneous electronic communication or telephone communication, provided that such form of communication shall enable each member attending to be in contact with each other.
- (f) The Committee may co-opt any member of the Club to the Committee for a specific purpose for a limited period. This power may be used to enable the Committee to appoint a representative on the Committee for a specific playing grade or section of the club not otherwise represented.
- (g) The Quorum for meetings of the Committee is five (5) members.
- (h) Only Committee members elected under Rule **14 (b)** or appointed under Rule **14 (f)** or co-opted under Rule **15 (f)** who are present in person shall be counted in the quorum and be entitled to vote.
- (i) The Committee may appoint sub-committees consisting of such members as it thinks fit with or without power to co-opt.
- (j) The Committee may act by resolution approved by more than half the members present. The Chair shall have a deliberative vote and, in the case of an equality of votes, shall also have a casting vote, which should be for the status quo.
- (k) The Committee shall formulate Grade promotion criteria.
- (l) The Committee shall formulate a Code of Conduct to assist the Club members in promoting good fellowship, by understanding the standards of conduct expected of them and acting in a way that enhances public opinion of the Club and its members. The Code of Conduct shall be distributed prominently within the Club and may be amended by the Committee from time to time.
- (m) The Committee shall make By-Laws consistent with these Rules for any matter affecting members and the management of the Club.
- (n) These Rules, any By-Laws, the resolutions of General Meetings, the decisions of the Committee on the interpretation of these Rules, and all actions taken by the Committee in accordance with these Rules, shall be final and binding on all members unless set aside by resolution of a Special or Annual General Meeting.
- (o) Each Officer or Committee member shall immediately on resigning or ceasing to hold office, deliver to the Secretary all books, papers and other property of the Club.
- (p) The Committee shall determine the procedures for the election of grade committees to manage the affairs of each grade within the Club.

**16. Appointment of Sub-Committees**

- (a) The Committee may appoint such Sub-Committees as it considers appropriate to administer particular sections of the Club activities without restricting the power of the Committee to determine what appointments are appropriate.
- (b) Wherever possible the Committee shall ensure that there is at least one (1) member of the Committee on each appointed Sub-Committee, either as Chair or as a delegate from the Committee.
- (c) Each Sub-Committee will keep a Minute Book and report the Minutes to the Secretary in writing for circulation to Committee members no later than seven (7) days prior to the next scheduled Committee meeting.
- (d) The Committee shall determine the levels of authority of each appointed Sub-Committee.
- (e) The Quorum for each Sub-Committee shall be at least fifty percent (50%) of its membership.

**17. Employment of Staff**

The Committee shall appoint such staff to be employed by the Club as required for carrying out administrative functions and other services required within the Club activities. The Committee shall determine the conditions of any such employment and remuneration of all staff employed. The Committee shall determine the reporting functions of all employed staff.

**18. Records**

- (a) The Committee shall appoint a Minute Secretary to record Minutes of all General Meetings and all Committee Meetings.
- (b) The Minutes of all General Meetings and Committee meetings shall be recorded and all Minutes, when confirmed by a subsequent meeting and signed by the chairperson of that meeting, shall prima facie be evidence that the meeting was duly called and that the Minutes are a true and correct record of what occurred at the meeting.
- (c) The Committee shall hold the Club's records, documents, Common Seal and books at the Club rooms.

**19. Treasurer**

The functions of the Treasurer shall include:

- (a) Keeping such books of account as may be necessary to provide a true record of the Club's financial position.
- (b) Preparing budgets and reporting on the Club's financial position to each Committee meeting, including Accounts Receivable and Accounts Payable.

- (c) Presenting an annual statement of accounts (Statement of Financial Performance and Statement of Financial Position) to the Annual General Meeting.
- (d) Chairing the finance sub-committee.
- (e) Supervising all the financial affairs of the Club.

**20. Financial Year**

The Financial year of the Club begins of the 1<sup>st</sup> day of January in each year and ends on the 31<sup>st</sup> day of December of that same year.

**21. Restriction on Powers of the Committee**

- (a) The Committee shall not undertake any spending exceeding thirty thousand dollars (\$30,000) excluding G.S.T. on any purchase not approved at a General Meeting of the Club.
- (b) The Committee shall not undertake any borrowing of more than twenty five thousand dollars (\$25,000) in total in any financial year without the prior approval of the Club at General Meeting.
- (c) The Committee shall not undertake the sale of any land or buildings owned by the Club without prior approval at an Annual General Meeting.

**22. Finance and Accounts**

- (a) The Committee shall set playing fees from time to time and may impose additional fees for visitors to the Club and other charges as it may decide.
- (b) Moneys belonging to the Club shall be deposited in bank accounts under such conditions as the Committee decides. The Committee shall also give such directions as it may consider desirable for the payment of accounts. Authorities for payment shall be signed by two persons, who shall be either the President or Vice President with either the Treasurer or Administration Secretary. For the purpose of paying into the Club's bank account, cheques may be endorsed by any of them.
- (c) The Committee shall ensure that proper books of account are kept.
- (d) At the Annual General Meeting the Committee shall submit the Statement of Accounts of the Club as at the 31<sup>st</sup> of December and an account of the Income and Expenditure for the period, such accounts to be reviewed by a qualified Reviewer.
- (e) Any financial transactions involving a Committee member must be fully disclosed and the member must not vote on the issue.



**23. Pecuniary gain.**

No member of the Club shall derive any pecuniary gain from the operations, assets or property of the Club provided that pecuniary gain shall not be deemed to include:

- (a) Payment of travelling or other expenses for representing the Club at matches, Tournaments, meetings or other functions serving the interests of the Club.
- (b) Prizes or trophies or awards for the winning of matches or tournaments conducted by the Club.
- (c) Salaries or expenses paid to staff, employees or agents of the Club who are also members of the Club.
- (d) Any interest payment, fees or other emolument to which a person would be entitled if that person were not a member of the Club.

**24. Financial Review**

The Financial Accounts for the Club in each year shall be reviewed by a suitably qualified Reviewer appointed at the Annual General Meeting for the purpose.

**25. Annual General Meeting**

- (a) The Annual General Meeting shall be held no later than the 31<sup>st</sup> of March in each year on a date fixed by the Committee.
- (b) At least twenty eight (28) days' notice of an Annual General Meeting shall be given to members.
- (c) Any remits or Notices of Motion shall be in the hands of the secretary at least fourteen (14) days before the Annual General Meeting.
- (d) The business of the Annual General Meeting shall be to consider the annual report and annual accounts, to conduct such elections as may be necessary, to consider any matters that may be required on the meeting agenda and to appoint the Reviewer.

**26. Special General Meeting**

- (a) The Committee shall call a Special General Meeting:
  - (i) Whenever it considers it in the interests of the Club to do so; or
  - (ii) Upon receipt of a requisition to do so signed by more than twenty (20) members and stating the business of the meeting; or
  - (iii) Upon request of any member of the Club affected by a decision of the Committee under Rule 11 (b).

- (b) Notice of any business to be considered at any Special General Meeting must be given at least ten (10) days before the meeting and in the case of a meeting called under Rule 26 (a) (ii) or (iii) the meeting must be held within thirty (30) days of the receipt of the requisition.
- (c) At any Special General Meeting no business shall be transacted other than that stated in the notice convening the meeting.

**27. Voting**

- (a) Voting on matters at any General Meeting may be, at the discretion of the chairperson, by show of hands or by ballot unless a ballot be demanded by at least three (3) members present and eligible to vote.
- (b) For voting on any elections taking place at a General Meeting two (2) members (who are not nominees) appointed by the meeting shall act as scrutineers for the counting of votes and the destruction of any voting papers.
- (c) Only financial members are entitled to vote at any General Meeting.

**28. Quorum for General Meetings**

- (a) The Quorum for all General Meetings shall be thirty (30) financial members. If within fifteen (15) minutes from the time appointed for the meeting a quorum is not present, the meeting shall be adjourned for one (1) week.
- (b) If at an adjourned meeting convened upon requisition of members, a quorum is not present within fifteen (15) minutes from the time appointed for the meeting, it shall be dissolved.
- (c) Otherwise, seventy five percent (75%) of the members present may resolve to continue as if a quorum had been established.
- (d) No business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

**29. Alteration to Rules**

No alteration, addition or deletion shall be made to these Rules except at an Annual General Meeting or a Special General Meeting called for the purpose. Particulars of any proposed changes must be given in the notice convening the meeting. The votes of three-fifths (3/5) of those members present on that occasion are required to effect any change.

**30. Notices to member**

Any notice required to be given to members under these Rules shall be given in any of the following manners:

- (a) By personal delivery to the member
- (b) By electronic delivery to any member who has provided an email address to the Club.
- (c) By ordinary post to other members in which case delivery shall be deemed to have taken place five (5) working days after the date of postage.

**31. Common Seal**

- (a) The common seal witnessed by two (2) Officers of the club shall be affixed to documents only as the Committee by resolution directs.
- (b) A resolution of the Committee shall be completed for all documents to be completed under the Common Seal of the Club, and such resolution shall be recorded in the Minutes of the Committee.

**32. Lodgement of Documents**

Annual Reports, Rule changes, Financial reports and changes to the Office Bearers must be lodged with the Registrar of Incorporated Societies within seven (7) working days of the relevant meeting.

**33. Matters not Provided For.**

If any matter shall arise which, in the opinion of the Committee, is not provided for in these Rules, then the matter may be determined by the Committee in such a manner as it deems fit. Every such determination shall be binding upon members unless set aside by resolution of a Special or Annual General Meeting.

**34. Dissolution**

In accordance with the Incorporated Societies Act 1908, or any law in substitution for that Act, members present at a general meeting of the Club may resolve that the Club be dissolved as from a date specified in that resolution. Any such resolution must be confirmed at a subsequent special general meeting called for that purpose, and held not earlier than thirty (30) days after the passing of the resolution. Members shall direct after all debts of the Club have been paid, the method of disposition of the funds and property of the Club after its dissolution to be used to further a charitable purpose or purposes as defined in section 5(1) of the Charities Act 2005 and preferably one that promotes the game of Contract Bridge locally or nationally for charitable purposes.