

CONSTITUTION OF THE GISBORNE TATAPOURI SPORTS FISHING CLUB INC

1. NAME

The Club shall be called the “GISBORNE TATAPOURI SPORTS FISHING CLUB INCORPORATED”

2. CHARITABLE STATUS

The Club is not and does not intend to be registered as a charitable entity under the Charities Act 2005

3. DEFINITIONS

In this **Constitution**, unless the context requires otherwise, the following words and phrases have the following meanings:

‘**Act**’ means the Incorporated Societies Act 2022 or any Act which replaces it (including amendments to it from time to time), and any regulations made under the Act or under any Act which replaces it.

‘**Annual General Meeting**’ means a meeting of the **Members** of the **Club** held once per year which, among other things, will receive and consider reports on the **Clubs** activities and finances.

‘**President**’ means the **Officer** responsible for chairing **General Meetings** and committee meetings, and who provides leadership for the **Club**.

‘**Committee**’ means the **Club**’s governing body.

‘**Constitution**’ means the rules in this document.

‘**Vice President**’ means the **Officer** elected or appointed to deputise in the absence of the **President**.

‘**General Meeting**’ means either an **Annual General Meeting** or a **Special General Meeting** of the **Members** of the **Club**.

‘**Interested Member**’ means a **Member** who is interested in a matter for any of the reasons set out in section 62 of the **Act**.

‘**Interests Register**’ means the register of interests of **Officers**, kept under this **Constitution** and as required by section 73 of the **Act**.

‘Matter’ means—

- a. the **Club’s** performance of its activities or exercise of its powers; or
- b. an arrangement, agreement, or contract (a transaction) made or entered into, or proposed to be entered into, by the **Club**.

‘Member’ means a person who has consented to become a **Member** of the **Club** and has been properly admitted to the **Club** who has not ceased to be a **Member** of the **Club**.

‘Notice’ to **Members** includes any notice given by email, post, or courier.

‘Officer’ means a natural person who is:

- a member of the **Committee**, or
- occupying a position in the **Club** that allows them to exercise significant influence over the management or administration of the **Club**, including any Chief Executive or Treasurer.

‘Register of Members’ means the register of **Members** kept under this **Constitution** as required by section 79 of the **Act**.

‘Secretary’ means the **Officer** responsible for the matters specifically noted in this **Constitution**.

‘Special General Meeting’ means a meeting of the **Members**, other than an **Annual General Meeting**, called for a specific purpose or purposes.

‘Working Days’ mean as defined in the Legislation Act 2019. Examples of days that are not **Working Days** include, but are not limited to, the following — a Saturday, a Sunday, Waitangi Day, Good Friday, Easter Monday, ANZAC Day, the Sovereign’s birthday, Te Rā Aro ki a Matariki/Matariki Observance Day, and Labour Day.

4. OBJECTS

The objects of the Club shall be to promote:

- a) To stimulate, encourage, foster and promote a sense of community amongst those who have an interest in fishing for sport and pleasure, our harbour and the sea.

- b) To provide amenities, cultural and recreational activities and generally provide an atmosphere where members may meet and enjoy interaction and social companionship with one another.
- c) To promote safety at sea and respect for the environment
- d) The development and welfare of the club as members shall from time to time deem necessary and expedient.
- e) The protection and preservation of all game and other fish and their food supply.
- f) To accumulate reliable piscatorial information and place such information at the disposal of visiting and local anglers.
- g) To organize social and other gatherings of members.
- h) To organize competitions amongst members.
- i) To improve the conditions and facilities for fishing and boating in the East Coast and Gisborne regions.
- j) To act in all matters pertaining to the interests of its members as sport fishers.
- k) To accurately weigh and record fish caught on rod, reel and line, ensuring record catch applications for NZSFC (National) and IGFA (International) records are promoted and supported.
- l) To award certificates and trophies as determined by the Committee for meritorious catches during the fishing season.
- m) To liaise with fishing bodies: NZ Recreational Fishing Council, NZ SFC/LegaSea, NZACA and others as required.

5. MEMBERS The Club shall maintain the minimum number of Members required by the Act

5.1 The Club shall consist of:

- a) Adult members, being members 18 years of age and over
- b) Honorary members, who shall be persons who have rendered special or extra-ordinary services to the Club, who shall be appointed by the Committee in its discretion for any for any period not exceeding one year.
- c) Life members, who shall be members to whom the Club desires to show its appreciation for past services. Life members may be elected at a general meeting but only on the recommendation of the Committee and shall be entitled to all the privileges of the Club including election to Office, without being liable for any subscription or other charges during their lifetime.
- d) Junior members, who shall be members under the age of 16 on the 1st day of July in any year.
- e) Small Fry members, who shall be 10 years of age or under on the 1st July in any year.
- f) Family members, couple living together as partners and children under 18 years of age all living together.
- g)
 - (i) A Family membership is for the purposes of subscription only. Family members who are aged 16-17 as at the 1st day of July in any year cannot vote and a family member who is under the age of 16 on the 1st day of July in any year shall be classed as a junior in fishing competitions.
 - (ii) Family membership can be upgraded to corporate membership which includes Family membership fees as well as fishing tournament fees for the year.
- h) Senior members, who shall be over the age of 65 years and have had 10 years consecutive financial membership of the Club.
- i) Associate members shall be persons who, having paid a reduced membership fee and been accepted as such by the Committee are permitted full use of the Club's facilities and privileges with the following exceptions:
 - (i) They shall not hold any Club office or be entitled to vote (see Rule 13)

- (ii) There shall be no age, area or prior membership requirements for Associate membership.

5.2 Application for membership of the Club must be in writing and the person applying for membership must be nominated by two current financial members. The application form must be accompanied with a payment of the full current subscription and nomination fee at which time an interim membership shall be granted. The general committee shall ratify any application for membership, and the general committee reserves the right to refuse any application for membership without being obliged to give a reason for such refusal.

5.3 A Register of Members shall be kept up-to-date. For each current member the following will be included: Name, date membership commenced and contact details. It is the members responsibility to advise any change of contact details. A Record of former members will be kept for 7 years noting the date the membership ceased.

6. OFFICERS

The Officers of the club shall consist of a Patron, President, Vice President, Honorary Secretary, Honorary Treasurer, Club Captain, seven Committee Members and the Club Manager. Provided the offices of Honorary Secretary and Honorary Treasurer may be combined and vested in one person. The Patron, President, Vice President, Honorary Secretary and Honorary Treasurer of the Club shall be elected at each Annual General Meeting and shall hold office for one year, being eligible for re-election at the ensuing Annual General Meeting. The Club Captain shall be elected at the Annual General Meeting for a two-year term of office. Length in office shall be computed from the date the member was elected to general committee.

All Officers must:

- (a) Act in good faith and in the best interests of the Club
- (b) Exercise powers for proper purposes only
- (c) Comply with the Act and your Clubs constitution
- (d) Exercise reasonable care and diligence

(e) Not create a substantial risk of serious loss to creditors

(f) Not incur an obligation the officer doesn't reasonably believe the Club can perform

7. HONORARY APPOINTMENTS

At each Annual General Meeting, there may be elected an Honorary Auditor and Honorary Solicitor who shall be entitled to all privileges of the Club except election to Office, without being liable for any subscription or other charge. Such person shall be elected for a period of one year only but may be re-elected at the ensuing Annual General Meeting.

8. GENERAL COMMITTEE

8.1 The General Committee shall consist of the President, Vice President, Hon Secretary, Treasurer ex officio, Club Captain and seven (7) other financial members' to be elected at the Annual General Meeting for a two-year term of office. Length in office shall be computed from the date the member was elected to general committee.

8.2 An Officer shall be removed as an Officer by resolution of the Committee where in the opinion of the Committee the Officer fails to attend three consecutive meetings without firstly obtaining a leave of absence.

8.3 The Club Captain shall be responsible to the General Committee for the organisation and oversight and to ensure the smooth running of the Club's fishing programme, prize giving functions and awarding of trophies.

9. NOMINATION OF OFFICERS AND COMMITTEE

All persons nominated for the positions of Patron, President, Vice President, Honorary Secretary, Honorary Treasurer, Club Captain or member of the General Committee shall agree in writing to accept these positions, such nominations duly proposed and seconded to be in the hands of the Honorary Secretary seven clear days before the date of the Annual General Meeting. Persons nominated for the positions of Club Officers are automatically made eligible for election to the General Committee if not elected as Officers. Any extraordinary vacancies that may occur among Officers, Honorary Appointees and/or the General Committee shall be filled by the General Committee by appointment for the remainder of the financial year.

Any member salaried or whose primary source of income is derived from the GTSFC will be ineligible to stand for the Committee or Executive.

10. SUBSCRIPTIONS AND NOMINATION FEES

The annual subscription for adult members, junior members, senior members, family member and associates for the current financial year shall be fixed at the Annual General Meeting and shall become due and payable at the date of that meeting. In the event of the meeting failing to fix an amount it shall be the same as the preceding year. Any member whose subscription is unpaid after the last day of **November** in any year shall cease to be a member. A nomination fee for the current financial year may be fixed at the Annual General Meeting and shall be payable by new members approved by the General Committee after the date of that meeting. Any person nominated for membership of this Club who has been a financial member of any other Club affiliated to the New Zealand **Sport** Fishing Council or the International Game Fishing Association for a period of not less than two years immediately preceding his/her nomination shall have the nomination fee refunded to him/her upon evidence of such membership being produced to the satisfaction of the General Committee. The nomination fee shall not be payable by those previously included in a family membership.

11. RESIGNATION

Any member desiring to retire from the Club shall, after payment of any dues which may be in arrears, notify the Honorary Secretary in writing and any such member who has not so notified the Honorary Secretary prior to the Annual General Meeting shall be liable for the current year's subscription.

12. OBJECTIONABLE CONDUCT AND SANCTIONS

11.1 Should any member willfully infringe these rules or any Club by-law or be guilty of any unsportsmanlike conduct or act in a manner detrimental to the interests of the Club, the General Committee shall have the power to:

- (a) Appoint the Club Manager to issue at their discretion a temporary suspension via letter to the member or members concerned. The member concerned will be deemed to be stood down until the Committee has met via the regular monthly meeting to which they will be invited to attend.

- (b) The General Committee, at its sole discretion, shall suspend such member for a period determined by the General Committee. During which period the member shall not take part in any of the Club's activities or enter upon any of the Club's premises.
- (c) Call upon such member to resign membership and should a written resignation not be received within 7 days of the General Committee's decision then the membership shall be cancelled forthwith.
- (d) Set and levy restitution for any damage caused to the Club's property or assets.
- (e) Any of the above jointly.

12.2 (a) The General Committee shall give the offending member a reasonable opportunity to appear before the General Committee to give an explanation and answer questions.

- (b) The decision of the General Committee shall be taken by ballot and any decision to exercise any of the powers in rule 10.1 in respect of any Club Member must be by resolution passed by the majority of the General Committee present and voting at a meeting of the General Committee convened for that purpose.
- (c) Notwithstanding Rule 14 for the purposes of Rule 10.2 the quorum for a meeting of the General Committee shall be 10.

13. MEETINGS

(a) ***Annual General Meeting***

The financial year shall end on the 31st day of May of each year and the Annual General Meeting of the Club shall be held in the month of August or September at a time and place decided upon by the General Committee.

The business of the Annual General Meeting shall be to—

- confirm the minutes of the last Annual General Meeting and any Special General Meeting(s) held since the last Annual General Meeting,
- adopt the annual report on the operations and affairs of the Club,

- adopt the Presidents report on the finances of the Club, and the audited annual financial statements,
- set any subscriptions for the current financial year,
- consider any motions of which prior notice has been given to Members with notice of the Meeting, and
- consider any general business.

and present any notice of any disclosures of conflicts of interest made by Officers during that period

(b) ***Special General Meeting***

A Special General Meeting may be called at any time by resolution of the General Committee or shall be called upon request after receipt by the Honorary Secretary of written requisition signed by 5% of full eligible voting members of the Club stating the reasons for the proposed meeting. At Special General Meetings, such business as has been notified to members is to be decided and any other business may be dealt with only by consent of the meeting.

(c) ***General Committee Meeting***

The General Committee shall meet whenever requested to do so by the President, Honorary Secretary or by any two (2) General Committee Members.

14. NOTICE

Notice of all General Meetings and the objects of same shall be given by the Honorary Secretary by advertisement in the Gisborne Herald at least 14 clear days before any proposed Annual General Meeting and at least 7 clear days before any proposed General Meeting.

15. VOTING

At all meetings, every Family (including Corporate), Single, Senior, and life members in person shall be entitled to one vote each. Junior and Associate members shall not be entitled to vote. Voting shall be by a show of hands unless a ballot is requested. The Chairman shall have both a deliberative and casting vote.

At all meetings unless specifically provided otherwise in these Rules every question shall be decided by a majority of votes.

At all meetings, no member shall be entitled to vote on any disputed matter in which he/she has interests either directly or indirectly.

16. QUORUM

At any General Meeting of the Club fifteen (15) financial members shall form a quorum.

At all General Committee Meetings five (5) committee members shall form a quorum.

17. PROCEDURE

All meetings shall be conducted in accordance with the recognized Rules of Debate and minutes of all meetings must be recorded. Written resolutions may not be passed in lieu of a General Meeting. In Committee minutes to be stored in Club office safe by Honorary Secretary.

18. PRESIDENT

At all meetings, the President shall take the chair or in his absence the meeting shall elect a Chairman from those members present.

The President shall:

- (a) Supervise the business and affairs of the Club;
- (b) Preside over meetings of the Club and of the Management Committee and decide all points of order;
- (c) Obey all lawful instructions and do all lawful things as he/she may be required to do by a meeting of the Club or of the Management Committee.
- (d) The President shall each year prepare a report of the operations of the Club during the past year and present such report to the Annual General Meeting.

When presiding at a meeting the President shall have power:

- (a) To exercise a deliberate vote and in the case of equality of voting a casting vote also;
- (b) To decide the order of business; to put motions; and declare the result of voting;
- (c) To adjourn the meeting or declare the meeting closed;
- (d) Generally, to do and perform such lawful things and acts as may be necessary or desirable in carrying out the business of the Club.

19. POWERS OF THE VICE PRESIDENT

It shall be the duty of the Vice President to assist the new President as required, in carrying out the duties of that office. In the absence of the president on leave granted by the Committee, have all the powers and perform the duties of the President.

20. POWERS AND DUTIES OF THE GENERAL COMMITTEE

20.1 The General Committee shall be responsible and have authority for all aspects of financial management, general affairs, development, business and general affairs of the Club in a governance_capacity which include the following:

- (a) To plan and co-ordinate a long-term policy for the diligent and productive use of the Club's finances and resources.
- (b) To formulate a long-term policy for the management, acquisition, disposal, development and improvement of the Club's real leasehold and other property and facilities including the maintenance and replacement of plant and equipment.
- (c) To formulate a long-term policy to ensure full membership of the Club. The General Committee may exercise all such powers and do all such acts and things as the Club is by its Rules or Constitution or otherwise authorised to exercise and do and which are not hereby or by statute directed or required to be exercised or done by the Club in general meeting.
- (d) To invest and control the funds and property of the Club in any manner agreed upon by the General Committee and apply all income and other receipts of the Club whensoever derived solely towards the promotion of the objects of the Club or in some other manner incidental to and consequent upon the said objects.

- (e) To borrow and raise money for the day-to-day operation of the Club and to secure the payment thereof in such manner as the General Committee in its sole discretion may determine including by the issue of or upon Bonds, Debentures, Bills of Exchange, promissory notes or by mortgage or charge upon all or any part of the Club's real or personal property, plant, equipment or chattels.

20.2 Without prejudice to the general powers conferred by the last preceding clause and the other powers conferred by these Rules it is hereby expressly declared that the General Committee shall have the following powers, that is to say:

- (a) To buy, sell or lease any real or personal property or any rights or privileges at such price and upon such terms and conditions as it thinks fit and to give and execute such agreements, transfers, leases, mortgages, deeds, instruments and securities as are considered necessary. No commitment for the sale, purchase or lease of land and/or buildings may be made without approval of a resolution passed at a General Meeting of members.
- (b) To purchase, acquire, construct, alter or maintain such buildings, marinas, wharves, jetties, slipways, boat-ramps, fences, machinery, plant, equipment and chattels and other works as required by the Club. No commitment involving expenditure of a Capital nature in excess of \$100,000 for any one item may be made without approval of a resolution passed at a General Meeting of Members.
- (c) To appoint, a Club manager, and determine their conditions of service, remuneration and terms of contract.
- (d) To delegate any of its powers to committees consisting of such member/s and any officer of the Club and any other persons whether members of the Club or not as the General Committee thinks fit. Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the General Committee. No committee shall commit the General Committee to any expenditure without prior consent of the General Committee.

It is expressly provided all reports of each meeting of a Committee appointed pursuant to this clause shall be placed before the next meeting of the General Committee immediately succeeding that of the Committee.

- (e) To close the list of members, or any class thereof, at and for such time or times and subject to such conditions as the General Committee may deem necessary to regulate the number of members of any class.

20.3 The members of the General Committee of Management, delegated Committee or Sub Committee, and staff in the normal courses of their duties are indemnified by the Club except where there is deemed to have been a willful act or omission.

21. PATRON

The Club Patron is an individual who is well known and respected within the club, who has provided long term support to the Gisborne Tatapouri Sports Fishing Club over an extended period. This person may or may not have ever been a member of the club. The role of a Club Patron is part promoter of the club and its members and part supporter of the club's activities and ongoing success. The honor of being awarded the status of a Club Patron is also in recognition of the respect that the Gisborne Tatapouri Sports Fishing Club has for the individual. The Club Patron has the right to attend any committee meetings of the Club and speak on any matter, but may not vote on any matter in their capacity as a Club Patron.

Term:

Usually elected by Annual General Meeting and holds position until next AGM. The President and or the elected committee may remove or dismiss the Patron from their duties if the committee considers, in its sole discretion:

- The Patron discredits the club's integrity and values
- The Patron uses the club for personal or financial gain
- The Patron has a conflict of interest

Primary Objective:

To provide knowledge, experience, networks, advice, leadership and guidance to the Club.

Key Responsibilities:

- Act as figurehead for the Club.
- Act as a sounding board to the President and Committee
- Advise on Club strategy, operations and activities as needed.
- Attend and actively participate in committee meetings (optional for Patron)

22. HONORARY SECRETARY

22.1 The Honorary Secretary shall convene and attend all General Meetings and General Committee Meetings and keep regular and correct minutes of the same and oversee and direct the Accounts and Administration Executive to generally ensure that the clerical work of the Club is properly carried out and particularly in relation to:

- (a) the Club's correspondence, and
- (b) keeping and maintenance of a register of all various categories of members of the Club showing the status of each.
- (c) The Honorary Secretary will be appointed as our contact person who handles enquiries from the Incorporated Societies Registrar.
- (d) The Honorary Secretary shall at all times maintain an up-to-date register of the interests disclosed by Officers and by members of any sub-committee.

22.2 The office of Honorary Secretary may not be held by any person who is at that time otherwise employed by the Club in the positions of either the Administration Executive or the Club Manager.

23. HONORARY TREASURER

The Honorary Treasurer shall oversee the preparation of an annual statement of accounts duly audited by the Honorary Auditor for presentation at each Annual General Meeting. The Honorary Treasurer shall not less than twice annually present interim financial reports to the General Committee.

24. ACCOUNTS PAYABLE

Accounts payable will be processed by the Administration Executive; checked by the Club Manager; signed and authorised by the President and the Honorary Treasurer. These shall be passed for payment by the General Committee.

25. BANK ACCOUNT

The funds of the Club shall be deposited to the credit of the Club in such trading or savings bank as the General Committee shall decide from time to time.

All payments shall be made by electronic transaction and shall be authorised by two of the following Club Officers: The President, Vice President, Honorary Treasurer or Club Manager. In respect to the Club Credit Card and Imprest

Account the transaction need only be authorised by either the Club Manager or the President. All money received on account of the Club shall be banked within 7 working days of receipt.

26. DRESS CODE

A reasonable standard of dress is required at all times. At no time are bandannas, gumboots, dirty work boots, patches permitted to be worn in the Club.

27. POWER TO RAISE A LEVY

Should the General Committee find at any time that they have not sufficient funds at their disposal to carry on the affairs of the Club they shall call a Special General Meeting of the Club and place the financial position and their suggestions for meeting the same, before the meeting. The majority of those present and voting at such meeting shall have the power to make a levy or call on the members, equal to the amount of the estimated deficiency and notice of such levy or call shall be immediately posted to each member. Any member failing to pay such levy or call after the expiration of two calendar months from the date thereof shall at the discretion of the Committee have his/her name removed from the list of members PROVIDED however that the Committee shall be at liberty to reinstate any member upon payment of such levy or call upon sufficient explanation being given by such member.

28. CLUB PROPERTY

No member shall remove any property of the Club from the Clubhouse or Club premises except by authority of the General Committee. A record will be kept with items signed out and signed back in. Members shall pay the full cost of replacing any Club property destroyed, damaged or lost by them.

29. MEMBER'S PROPERTY

The Club will not be responsible for loss or damage to the property of any member no matter however caused.

30. REGISTERED OFFICE

The registered office of the Club shall be No 2 Wharf Shed, 54 The Esplanade, Port of Gisborne, Gisborne.

31. COMMON SEAL

The Club will have a common seal that must be kept in the custody of the Honorary Secretary. The common seal may be affixed to any document:

- (a) By resolution of the Committee and must be countersigned by 2 officers or
- (b) By such other means as the Committee may resolve from time to time

32. BY-LAWS

The General Committee shall have the authority to make, amend or rescind regulations or by-laws not inconsistent with the Rules of the Club or the provisions of the Incorporated Societies Act 1908, for the purpose of the administration and regulation of the Clubhouse and other facilities plant and equipment and other property of the Club and for the arrangement, management and control of competitions and functions.

33. GUESTS

- (a) The General Committee shall have power
 - (i) to declare the Clubhouse open to visitors and guests on such occasions as it in its absolute discretion thinks fit.
 - (ii) to allow visitors and guests the use of the whole of the Clubhouse premises for use by specified groups or classes of members and/or visitors and guests and to vary such provision from time to time.
- (b) All classes of members may at any time entertain not more than ten guests in the Clubhouse for whom the member must vouch and whose name(s) the member must enter in a book available for that purpose.
- (c) A member desiring to entertain more than ten guests in the Clubhouse shall apply to the Club Manager or President, in writing wherever that is practicable, giving details of the number desired to be entertained. The Club Manager or President shall refer the request to one of the officers of the Club whose decision on the application shall be final.
- (d) In respect of all foregoing paragraphs:
 - (i) The member must accompany his or her guests during their visit in the Clubhouse.

- (ii) The member must ensure that each of his or her guests uses only those parts of the Clubhouse premises which are from time to time set aside by the Committee for the use of such a guest.
 - (iii) The member is responsible to the Committee for the conduct of their guests and for any cost and expense which arises from the presence of such guests. Any unacceptable or violent conduct, will invite police intervention and the guest will be asked to leave.
- i. No person shall be permitted to be a visitor to or guest of the Club more frequently than three (3) times in any 12-month period.

34. DISPUTES AND COMPLAINTS

34.1 How complaint is made

- a) A member or an officer may make a complaint by giving to the committee (or a complaints subcommittee) a notice in writing that —
 - (i) states that the member or officer is starting a procedure for resolving a dispute in accordance with the Club's constitution; and
 - (ii) sets out the allegation to which the dispute relates and whom the allegation is against; and
 - (iii) sets out any other information reasonably required by the Club.
- b) The Club may make a complaint involving an allegation against a member or an officer by giving to the member or officer a notice in writing that —
 - (i) states that the Club is starting a procedure for resolving a dispute in accordance with the Club's constitution; and
 - (ii) sets out the allegation to which the dispute relates.
- c) The information given under subclause 1b. or 2b. must be enough to ensure that a person against whom an allegation is made is fairly advised of the allegation concerning them, with sufficient details given to enable them to prepare a response.
- d) A complaint may be made in any other reasonable manner permitted by the Club's constitution.

34.2 Person who makes complaint has right to be heard

- a) A member or an officer who makes a complaint has a right to be heard before the complaint is resolved or any outcome is determined.
- b) If the Club makes a complaint —
 - (i) the Club has a right to be heard before the complaint is resolved or any outcome is determined; and
 - (ii) an officer may exercise that right on behalf of the Club.
- c) Without limiting the manner in which the member, officer, or Club may be given the right to be heard, they must be taken to have been given the right if:
 - (i) they have a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and
 - (ii) an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and
 - (iii) an oral hearing (if any) is held before the decision maker; and
 - (iv) the member's, officer's, or Club's written statement or submissions (if any) are considered by the decision maker.

34.3. Person who is subject of complaint has right to be heard

- a) This clause applies if a complaint involves an allegation that a member, an officer, or the Club (the respondent) —
 - (i) The respondent has a right to be heard has engaged in misconduct; or
 - (ii) has breached, or is likely to breach, a duty under the Club's constitution or bylaws or the Incorporated Societies Act 2022; or
 - (iii) has damaged the rights or interests of a member or the rights or interests of members generally.
- b) before the complaint is resolved or any outcome is determined.
- c) If the respondent is the Club, an officer may exercise the right on behalf of the Club.

- d) Without limiting the manner in which a respondent may be given a right to be heard, a respondent must be taken to have been given the right if —
 - (i) the respondent is fairly advised of all allegations concerning the respondent, with sufficient details and time given to enable the respondent to prepare a response; and
 - (ii) the respondent has a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and
 - (iii) an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and
 - (iv) an oral hearing (if any) is held before the decision maker; and
 - (v) the respondent's written statement or submissions (if any) are considered by the decision maker.

34.4 Investigating and determining dispute

- a) The Club must, as soon as is reasonably practicable after receiving or becoming aware of a complaint made in accordance with its constitution, ensure that the dispute is investigated and determined.
- b) Disputes must be dealt with under the constitution in a fair, efficient, and effective manner.

34.5 Club may decide not to proceed further with complaint

Despite the clause 'Investigating and determining dispute' above, the Club may decide not to proceed further with a complaint if —

- a. the complaint is trivial; or
- b. the complaint does not appear to disclose or involve any allegation of the following kind:
 - (i) that a member or an officer has engaged in material misconduct;
 - (ii) that a member, an officer, or the Club has materially breached, or is likely to materially breach, a duty under the Club's constitution or bylaws or the Incorporated Societies Act 2022;

(iii) that a member's rights or interests or members' rights or interests generally have been materially damaged;

- a) the complaint appears to be without foundation or there is no apparent evidence to support it; or
- b) the person who makes the complaint has an insignificant interest in the matter; or
- c) the conduct, incident, event, or issue giving rise to the complaint has already been investigated and dealt with under the constitution; or
- d) there has been an undue delay in making the complaint.

33.6 Club may refer complaint

- a) The Club may refer a complaint to —
 - (i) a subcommittee or an external person to investigate and report; or
 - (ii) a subcommittee, an arbitral tribunal, or an external person to investigate and make a decision.
- b) The Club may, with the consent of all parties to a complaint, refer the complaint to any type of consensual dispute resolution (for example, mediation, facilitation, or a tikanga-based practice).

34.7 Decision makers

A person may not act as a decision maker in relation to a complaint if 2 or more members of the committee or a complaints subcommittee consider that there are reasonable grounds to believe that the person may not be —

- a) impartial; or
- b) able to consider the matter without a predetermined view.

35. HONORARIA AND EXPENSES

The Honorary Secretary and the Honorary Treasurer may be paid such reasonable honoraria and/or expenses as the General Committee may decide.

36. USE OF CLUB FUNDS OR ASSETS

No part of the income, funds or assets of the Club may be used either directly or indirectly for the private pecuniary profit of any member or office holder.

37. ALTERATIONS TO RULES

Any member may propose an alteration, addition or recession to these Rules by submitting the same in writing to the Honorary Secretary not less than three weeks before the date of an Annual General Meeting or Special General Meeting. Notice of such proposed variation shall be forwarded by the Secretary to Club members together with notice of the meeting. An alteration, addition or recession in these rules may also be made by Special General Meeting called on a requisition for the purpose, under rule 11(b) hereof. No alteration shall be made unless carried by two-thirds majority of the votes recorded at the meeting. If carried such alteration shall take effect when registered by the registrar of Incorporated Societies. No alteration to Clauses 32-35 inclusive may be made without the approval of the High Court or the Inland Revenue Department.

38. DISSOLUTION

The Club may be wound up voluntarily if the Club at the Annual General Meeting or Special General Meeting of its members passes a resolution requiring the Club to be wound up and such resolution is confirmed at a subsequent Special General Meeting called for that purpose and held not earlier than thirty days and not later than sixty days after the date on which the resolution so to be confirmed was passed. If upon the winding up or dissolution of the Club there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid or distributed among the members of the Club but shall be given to some amateur sports club or association having objects similar to the objects of the Club or to some charitable object to be determined by a majority of those members present at the passing of the resolution confirming dissolution of the Club. The Club may be removed from the Register of Incorporated Societies in accordance with the provisions of Part 5 of the Act

39. ADMINISTRATION EXECUTIVE

(a) The General Committee may from time to time appoint and employ an Administration Executive which may be either a full or part time position at

such remuneration and on such terms and conditions and with such job description as it shall think fit.

- (b) The general duties of the Administration Executive shall include handling of all the Club's clerical administrative and accounting duties and as more particularly set out from time to time in the job description of that position.

40. CLUB MANAGER

- (a) The General Committee may from time to time appoint and employ a Club Manager which may be either a full or part time position at such remuneration and on such terms and conditions and with such a job description as it shall think fit.
- (b) The Club Manager shall be the chief executive officer of the Club and be responsible for the implementation of the General Committee's policies and procedures and such other duties as are more particularly set out from time to time in the job description of that position.
- (c) The Club manager shall have the authority to appoint, renew or suspend staff, determine conditions of service, remuneration of terms of contracts entered into with employees, catering and bar staff and other Club personnel including the Accounts and Administrative Executive.
- (d) In the absence of a Club manager, the General Committee and/or their nominated person has the authority to act in their capacity.

41. RESTAURANT

- (a) The committee shall from time to time engage the services of an independent catering contractor to provide restaurant services for the benefit of the club, its members, their guests and affiliates.
- (b) A Contract Catering Agreement shall be entered in to between Gisborne Tatapouri Sports Fishing Club and the contractor.
- (c) The catering contractor shall maintain positive working relationships with the committee, club management, members, their guests and affiliates.

42. ACCESS TO INFORMATION FOR MEMBERS

A Member may at any time make a written request to the Club for information held by the Club.

The request must specify the information sought in sufficient detail to enable the information to be identified.

The **Club** must, within a reasonable time after receiving a request —

- a. provide the information, or
- b. agree to provide the information within a specified period, or
- c. agree to provide the information within a specified period if the **Member** pays a reasonable charge to the **Club** (which must be specified and explained) to meet the cost of providing the information, or
- d. refuse to provide the information, specifying the reasons for the refusal.

Without limiting the reasons for which the **Club** may refuse to provide the information, the **Club** may refuse to provide the information if —

- a. withholding the information is necessary to protect the privacy of natural persons, including that of deceased natural persons, or
- b. the disclosure of the information would, or would be likely to, prejudice the commercial position of the **Club** or of any of its **Members**, or
- c. the disclosure of the information would, or would be likely to, prejudice the financial or commercial position of any other person, whether or not that person supplied the information to the **Club**, or
- d. the information is not relevant to the operation or affairs of the Club, or
- e. withholding the information is necessary to maintain legal professional privilege, or
- f. the disclosure of the information would, or would be likely to, breach an enactment, or

- g. the burden to the **Club** in responding to the request is substantially disproportionate to any benefit that the **Member** (or any other person) will or may receive from the disclosure of the information, or
- h. the request for the information is frivolous or vexatious, or
- i. the request seeks information about a dispute or complaint which is or has been the subject of the procedures for resolving such matters under this **Constitution** and the **Act**.

If the **Club** requires the **Member** to pay a charge for the information, the **Member** may withdraw the request, and must be treated as having done so unless, within 10 **Working Days** after receiving notification of the charge, the **Member** informs the **Club** —

- a. that the **Member** will pay the charge; or
- b. that the **Member** considers the charge to be unreasonable.

Nothing in this rule limits Information Privacy Principle 6 of the Privacy Act 2020 relating to access to personal information.

43. INTEREST REGISTER

THE Committee shall at all times maintain an up-to-date register of the interests disclosed by Officers and by members of any sub-committee