

NZ CANYONING ASSOCIATION INCORPORATED

RULES

NAME

1. The name of the society is NZ Canyoning Association Incorporated.

DEFINITIONS

- Executive: The Executive committee as referred to in Rule 9.
- Meeting: Any gathering of more than 2 people that meets the requirements of the Quorum for that group. The meeting may be held in person or by any suitable electronic means.
- Member: A person accepted by the Executive for membership who has paid the membership fee (if any) set by the Executive.
- Notice: Communication by mail, email, social media or other electronic means to the last known contact details.
- Poll: Any vote taken by electronic or other means which enables the people entitled to vote to cast their vote.

REGISTERED ADDRESS

2. The Registered address of the NZ Canyoning Association will be the home address of the President or any other such address as determined by the Executive from time to time.

OBJECTS

3. The objects of the NZ Canyoning Association will be:
 - a. To promote the activity of canyoning in New Zealand.
 - b. To raise, invest, control, and dispose of funds and property of the NZ Canyoning Association.
 - c. To maintain effective liaison with the members of the NZ Canyoning Association.

MEMBERSHIP

4. Any person who wishes to assist in achieving the Objects of the NZ Canyoning Association may apply to the NZ Canyoning Association to become a member.
5. The Executive may from time to time set a membership fee.
6. A person ceases to be a member when they submit their resignation to the Executive.
7. The Executive may revoke membership of a person who brings discredit to the NZ Canyoning Association by their actions.
8. A member whose membership is revoked may appeal to a subcommittee setup by the Executive to consider the appeal. The subcommittee will consist of two nominees of the Executive who shall not be current members of the Executive and one nominee of the appellant. The decision of this committee will be binding on both parties.

GENERAL MEETINGS

9. The president will be the chairperson of a general meeting. If the president is not present the meeting will appoint a Chairperson who shall be a member of the executive.
10. General meetings will be held as and when the Executive deems necessary.
11. A General meeting shall be called by the Executive on the receipt of a written request signed by 10 members. Such request must state the motions to be put to the General Meeting.
12. The Executive will determine the venue, date and time of any General meeting and shall give notice to all members not less than 6 weeks before the date of the meeting.
13. The Executive will call for notices of motion or amendments to these Rules to be submitted to the Executive not later than 4 weeks before the date of the meeting.
14. The Executive shall give notice to all members not less than 2 weeks before the date of the meeting of all items to be discussed at the meeting. No other items may be considered at the meeting without the leave of the meeting.
15. The quorum at any General Meeting will be the lesser of 10 members or 5% of the total current membership present and entitled to vote.
16. Voting at any General Meeting will be restricted to members only and will be by voice. Any two members present and entitled to vote may request a show of hands after the Chair has ruled on a voice vote. Any four members present and entitled to vote may request a secret ballot on a motion – such request must be made to the Chair before the motion is put to the vote.

17. A member not able to attend a General Meeting may submit a proxy vote on any issue of which notice has been given in writing or by other electronic means provided that the vote is received by the Chair of the meeting before the meeting commences.

POLL OF MEMBERS

18. The Executive may determine that any matter other than a change in these Rules may be determined by a Poll of Members.
19. The Executive may determine whether a Poll of Members decision must be carried by a majority of the votes collected or require a majority of the total membership.
20. For a Poll of Members to be valid, votes must be cast by not less than 33% of the total number of members.

OFFICERS

21. The Officers of the society will be;
 - a. President, and
 - b. up to 14 Members of the Executive.

ELECTION OF OFFICERS

22. Nominations for the position of President and members of the Executive will be called for no later than 1 April of each year.
23. Where the number of nominations exceeds the number of positions an election will be held for President and the Executive by way of a Poll of members no later than 30 April of each year.
24. The incoming President and Executive will take office from 1 May of each year.
25. Where there are insufficient nominations for the Executive then the Executive may at its next meeting following the closing date for nominations co-opt members to fill the remaining vacancies
26. If a vacancy occurs on the Executive during the year then the Executive may co-opt a member to fill this vacancy until the next election of the Executive
27. If a vacancy occurs in the position of President, then the Executive may co-opt a member to fill this vacancy until the next election of the Executive

FUNDS

28. All funds paid to the NZ Canyoning Association shall be banked forthwith to the credit of the NZ Canyoning Association at a bank named by the Executive and shall be disposed of as the Executive may direct. All withdrawals shall be authorised by any two (2) members of the Executive of the NZ Canyoning Association authorised for that purpose by the Executive.
29. The Executive will arrange for a financial review of the annual accounts each year unless in the opinion of the Executive a full audit is warranted. The Annual Accounts and the financial review report will be made available to all members.
30. The Executive will determine who is to conduct the financial review or audit.
31. No member of the NZ Canyoning Association or any person associated with a member shall participate in or materially influence any decision made by the NZ Canyoning Association in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).

MANAGEMENT

32. The management of the NZ Canyoning Association shall be vested in the officers.
33. The financial year of the NZ Canyoning Association shall be from 1st April in each year to the 31st day of March in the next following year.
34. The President may determine that any matter other than a change in these Rules may be determined by a poll of the Executive.
35. A decision is carried by a majority vote of the Executive.
36. No less than seven (7) days notice of Executive meetings or polls of the executive shall be given to each member of the Executive.
37. Each year the Executive may delegate to such Sub-Committees, or persons, such of its powers and functions as it thinks fit. Names of members and functions of all Sub-Committees shall be made known to all members on request.
38. The Executive may employ such persons as may be necessary to achieve the NZ Canyoning Association's objects.
39. The Executive will prepare, no later than 30 April, a report covering the activities of the NZ Canyoning Association in the previous financial year and this report will be made available to all members

EXECUTION OF CONTRACTS

40. Contracts and other enforceable obligations in writing shall be executed by the Club:
- a. by affixing the common seal of the club to the document pursuant to a majority resolution of the Executive.
 - b. The president and two members of the Executive, shall sign the document to which the seal is affixed.
41. The common seal of the Club shall be held by the President.

ALTERATION TO RULES

42. Any General Meeting of the NZ Canyoning Association as hereinbefore provided shall have the power by a simple majority to rescind, alter, or add to existing rules of the NZ Canyoning Association, provided that two (2) weeks notice of such amendment shall be advised to all members.
43. No addition or alteration or recession of the rules shall be approved if it affects Rule 31 Funds or Rule 44 Winding up.

WINDING UP

44. Upon a winding up and payment of the NZ Canyoning Association's liabilities any surplus funds or assets of the NZ Canyoning Association shall be handed over to or distributed amongst such body or bodies, having interests similar to those of the NZ Canyoning Association and in such manner and in such shares as a General Meeting of the NZ Canyoning Association direct, or failing any such directions then in such manner in all respects as the Registrar of Incorporated Societies may determine.