

**CONSTITUTION AND RULES  
OF THE  
CAMPBELLS BAY TENNIS CLUB**

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**OF THE**  
**CAMPBELLS BAY TENNIS CLUB**  
**17<sup>TH</sup> NOVEMBER 2001**

- 1 The NAME of the Club is "CAMPBELLS BAY TENNIS CLUB INCORPORATED".
  
- 2 The OBJECTS for which the Club is established are:
  - 2.1 The fostering and playing of the amateur game of Tennis generally, and in North Shore City in particular, under the rule and jurisdiction of the New Zealand Tennis Association.
  
  - 2.2 The encouragement of SOCIAL intercourse, for MEMBERS in particular and for supporters and people of the North Shore district in general.

3 MEMBERS

3.1 The Membership of the Club shall consist of three classes'.

3.1.1 Playing Members

ANY person desirous of playing Tennis in any of the Club's teams or under its control, may make application for membership as a playing member, subject to the approval of a majority of the Management Committee present and voting.

3.1.2 Non-Playing Members

OTHER persons, not desirous of playing Tennis but wishing to promote and encourage the said game, may make application for non-playing membership and shall be accepted as non-playing members provided that the majority of members of the Management Committee shall accept such applications. Such applicants who apply after the ANNUAL GENERAL MEETING may be required to pay an entrance fee which may be fixed annually at the ANNUAL GENERAL MEETING.

The Club may at an ANNUAL GENERAL MEETING fix a maximum number of such members. Any member transferring from playing membership may be exempted from the entrance fee provided that his membership has not lapsed through non payment. Such playing members who wish to transfer to non-playing membership may be accepted even though the maximum number (of non-playing members) may have been reached. Any non-playing member may be expelled from the Club in the same manner as a playing member may be so expelled.

### 3.1.3 Life Members

The Club at a General Meeting may elect life members who shall remain members of the Club (either playing or non-playing) for their respective lives without payment of further subscriptions. Such election shall be for the purpose of recognition of special services rendered. No person may be nominated for election except pursuant to a prior resolution of the Management Committee.

The Management Committee shall prior to such Annual General Meeting consider such nomination and may in its absolute discretion decline the same and in the event the nomination shall not be proceeded with, but if the Management Committee shall approve thereof, then such nomination may be proposed at such Annual General Meeting, and if thereupon two-thirds of the members present at such meeting shall vote in favour of the Motion, such nominee shall become a Life Member of the Club.

UPON ELECTION a Life Member shall be entitled to be provided by the Club with a suitable badge.

### 3.2 Resignation

ANY member may resign from his membership by giving to the Secretary notice in writing to that effect and every such notice shall unless otherwise expressed or agreed to by the Management Committee, take effect at the expiration of seven days after the giving of such notice but any such retirement shall not release the member for payment of any subscription or levy due or payable by him at the date of his retirement AND in the case of a retiring playing member, the Management Committee shall withhold giving such retiring member a clearance from the Club until payment by him of any such subscription or levy so due or payable by him.

### 3.3 Expulsion of Members

3.3.1 IF representations be made to the Management Committee that any member shall have committed a breach of these Rules or any regulation made thereunder or shall be guilty of insubordination or misconduct within the opinion of the Management Committee is injurious or prejudicial to the character, welfare or interests of the Club, a Special Meeting of the Management Committee shall be summoned to enquire into the matter and the member whose conduct is in question shall be summoned to attend and wait upon such meeting. Such member if he attends shall be informed of the charge against him, and after hearing him in explanation of defence and such evidence as he may desire to call, or if such member shall fail to attend such meeting, then in his absence the Management Committee, if it finds such conduct to have been injurious or prejudicial as aforesaid, may either:

a) ADMONISH such member, or

b) SUSPEND such member for a period not exceeding two calendar months, during which period he shall not be entitled to any of the privileges of membership of the Club, or

c) CALL UPON such member to resign AND in default of his resignation being received within seven days of the same being demanded then the Management Committee may by a majority of two-thirds of the members present at a subsequent meeting of the Management Committee at which the matter is again considered, expel

such member and he shall forthwith without releasing him from any antecedent liability to the Club, cease to be a member.

3.3.2 The Management Committee shall be the sole judge of what consists of misconduct or insubordination and it shall have power to lay down regulations dealing with the conduct and discipline of members.

3.3.3 The Quorum of such a meeting of the Management Committee at which any member is expelled shall be six.

### 3.4 PENALTIES

The Management Committee may impose upon any member whose subscription shall not have been paid on or before the first day of October in any year, a fine or penalty not exceeding fifty per centum of the amount of such subscription.

## 4 SUBSCRIPTIONS

The Annual Subscriptions for all members shall be fixed at the Annual General Meeting.

4.1.1 EVERY member of the Club (other than a Life Member) shall forthwith upon his election to the Club or on or before the first day of October in each year during which he shall be a member, pay to the Club such annual subscription as shall be fixed by the Annual General Meeting for his particular class or section of a class at the commencement of each year.

4.1.2 The MANAGEMENT COMMITTEE shall fix an ENTRANCE FEE which will be payable jointly with, and in addition to, the Annual Subscription for a particular class of member and payable in the first year of joining the Club, or after lapse through non-payment, upon rejoining.

4.2 ANY member who shall not have paid his subscription to the Club on or before the first day of October in any year, shall in the cases of a playing member be debarred from taking part in future games and in the case of all classes of members shall be debarred from all privileges of members of the Club and shall not be entitled to vote at any meeting until such subscription has been paid.

4.3 The Management Committee may strike off the membership register the name of any member whose subscription is not paid in full on the first day of October and who fails to pay any levy which may be imposed upon him as hereinafter provided for within 21 days after the imposition of the same shall have been notified to him and thereupon such person shall cease to be a member of the Club. The Management Committee may, however, reinstate any such person upon receipt of such subscriptions or levy.

## 5 MEETINGS

### 5.1 ANNUAL GENERAL MEETINGS

- 5.1.1 The Annual General Meeting shall be held within two months from the end of the financial year, upon a date and at a time and place to be fixed by the Management Committee for the following purposes:
- 5.1.1.1 TO receive the annual Report and Statement of Accounts for the preceding year duly audited by the Honorary Auditor.
  - 5.1.1.2 TO elect Club officers and members to the Management Committee for the ensuing year.
  - 5.1.1.3 TO appoint an Honorary Auditor for the ensuing year, such Auditor to hold no other office in the Club.
  - 5.1.1.4 TO consider Notices of Motion provided that if the carrying of any such proposed Motion would materially affect any of the above-mentioned business then such Motion shall be dealt with prior to such business.
  - 5.1.1.5 General business.
- 5.1.2 AT least 21 days notice of the date of such Meeting shall be given by the Secretary to all members by circular and/or by advertisement in the daily press.
- 5.1.3 NO business other than that stated shall be transacted at such Meeting unless notice thereof shall have been given to the Secretary at least 14 days prior to the Meeting.
- 5.1.4 AT least seven days before the date of the Meeting a further notice thereof and of the business to be transacted thereat (including notices of Motion) shall be advertised in the daily press and/or sent by circular to all members.

## 5.2 SPECIAL GENERAL MEETING

- 5.2.1 It shall be the duty of the Secretary to call a Special General Meeting.
- 5.2.1.1 ON receipt of a requisition in writing to that effect stating the business to be transacted thereat, signed by:
    - The President, or
    - Three members of the Management Committee, or
    - Ten members of the Club entitled to vote, and
  - 5.2.1.2 WHEN otherwise required to do so by these Rules.
  - 5.2.1.3 SUCH meetings so caused shall be summoned to be held within 21 days from the receipt of such requisition by the Secretary.
  - 5.2.1.4 IN the event of the Secretary refusing or neglecting to convene a Special General Meeting when requisitioned so to do, the members signing the requisition may convene the meeting forthwith.
- 5.2.2 SEVEN clear days before any such Special General Meeting a notice thereof and of the business to be transacted thereat shall be given to every member by circular and/or by advertisement in the daily press, and no business other than that of which notice has been so given shall be brought forward at such meeting except such business as shall in the opinion of at least two-thirds of the members present directly arises therefrom PROVIDED THAT in the event of the President desiring that a

meeting be held to deal with matters of urgency, the meeting may be called on shorter notice given to members in writing at least 48 hours prior to the time fixed for holding such meeting. As to what constitutes urgency shall be determined by the Management Committee.

### 5.3 SERVICE OF NOTICES

EVERY notice required to be given to the members or any of them shall be deemed to have been duly given if posted to him in a prepaid letter addressed to him at his last known place of abode or business, or if advertised in the daily press, and no meeting nor any resolution passed thereat shall be invalidated by reason of the fact that any member shall not have received notice of any meeting.

### 5.4 PROCEDURE AT MEETINGS

AT all General Meetings the Chair shall be taken by the President or, in his absence, by any other duly elected Chairman.

### 5.5 QUORUM

AT all General Meetings twenty members personally present shall constitute a quorum. If there is no quorum present within half an hour after the time fixed for commencement of the meeting, the meeting shall stand adjourned to the same day and hour of the following week. Those present at such adjourned meeting shall be competent to transact all the business for which the meeting was called, notwithstanding that there may be fewer than twenty members present.

### 5.6 VOTING

AT all General Meetings every member present who qualified under Rule 3.1.1, 3.1.2 or 3.1.3, shall be entitled on every motion to one vote exercised in person and no vote shall be given by proxy and in the case of an equality of votes, the Chairman shall have a casting as well as a deliberative vote.

Members under eighteen years of age shall not have voting rights at meetings of the Club.

### 5.7 MODE OF VOTING

THE MODE of voting on all questions (other than elections) at all General Meetings shall be by voice, or if the Chairman or any three members shall require, by a show of hands, or if any five members shall demand a poll.

### 5.8 THE MODE of voting on all elections at General Meetings where the nominations exceed the vacancies (including the election of Life Members) shall be by secret ballot for which purpose a returning officer and a sufficient number of assistants and scrutineers shall be appointed at the meeting.

### 5.9 EVERY question shall be decided by a majority of votes unless otherwise provided.

## 6 ALTERATIONS OF RULES

- 6.1 THESE Rules may be altered, added to, rescinded, or otherwise varied or amended by a resolution passed by a majority of two-thirds of the members present and voting at an Annual General Meeting or at a Special General Meeting duly convened.
- 6.2 ANY ten members desiring an alteration of those Rules shall give notice thereof in writing to the Secretary at least 21 days before the meeting at which it is intended to propose such alteration, addition, rescission, variation or amendment.
- 6.3 The Secretary shall give at least 14 days notice to members of such meeting and shall set forth in the Notice convening such meeting the purport of the proposed alteration, addition, rescission, variation or amendment.
- 6.4 If any such alteration, addition, rescission, variation or amendment shall be duly passed, duplicate copies of the same, signed by at least three members of the Club, shall forthwith be delivered by the Secretary to the Registrar in accordance with the requirements of the Act.
- 6.5 Provided always, no addition to or alteration or rescission of the rules shall be approved if it affects the pecuniary profit clause or winding up clauses.

## 7 OFFICERS AND THEIR APPOINTMENT

- 7.1.1 President - one
- 7.1.2 Vice-President - one
- 7.1.3 An Honorary Auditor who shall hold no other office in the Club

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- 7.1.4 The members of the Management Committee, whose constitution and appointment is defined and provided for in the next succeeding Rule 8 thereof:
- 7.2
- 7.2.1 The Officers of the Club shall be elected at the Annual General Meeting and shall hold office for the ensuing year and shall be eligible for re-election thereafter, with the exception of the President who must vacate office for one complete year at the end of three successive years in office as President.
- 7.2.2 If the number of candidates nominated for any office exceeds the number of vacancies a ballot shall be held at the meeting.
- 7.2.3 If the number of candidates nominated for any office equals the number of vacancies, the Chairman at the meeting shall declare those nominated to be elected.
- 7.2.4 If the number of candidates for any office is less than the number of vacancies, the Chairman at the meeting shall declare those nominated to be elected and shall call for nominations for any office vacant. If such nominations exceed the vacancies a ballot shall be held at the meeting to fill the vacant positions only.
- 7.2.5 At the election of the officials and the committee, every member voting shall record his vote for the like number of candidates as there are vacancies and any voting paper

shall be informal if the number of candidates voted for is greater or less than the number of vacancies to be filled.

- 7.2.6 Should any office of the Club become vacant, the committee may elect a member to fill such vacancy until the following Annual General Meeting.

### 7.3 NOMINATIONS

Nominations of candidates for the various offices shall be made in writing to the Honorary Secretary at the Club premises at least seven days before the Annual General Meeting.

## 8 MANAGEMENT COMMITTEE

- 8.1 That the affairs and business of the club should be controlled and managed by a Management Committee who shall be elected from members of the club at the Annual General Meeting as herein before provided, such Management Committee to be made up as follows:
- 8.1.1 The President;
  - 8.1.2 The Vice President;
  - 8.1.3 The Club Captain;
  - 8.1.4 The Honorary Secretary;
  - 8.1.5 The Honorary Treasurer;
  - 8.1.6 Ten Executive Committee Members to include 8.1.7, 8.1.8, 8.1.9;
  - 8.1.7 The Club's delegate being the Club's nominee on the Management Committee of Tennis North Harbour Incorporated;
  - 8.1.8 The Club's delegate being the Club's nominee on the junior Management Committee of Tennis North Harbour Incorporated;
  - 8.1.9 The Mid-week Ladies Club Captain or other nominee in the Mid-week Ladies Management Committee.
- 8.2 Note: The Management Committee has the authority under Clause 10.2.6 to appoint an "Honorary Secretary" if at any time a paid Secretary is not appointed.

## 9 MEETINGS OF MANAGEMENT COMMITTEE

- 9.1.1 The first meeting of the Management Committee shall be called by the Secretary at the direction of the President for such time and at such place as he shall determine and thereafter the Management Committee shall meet at such times and places as it shall think fit and it shall be the duty of the Secretary to call such meetings for such times and places as may be required by the Chairman or by any three members of the Management Committee.



- 9.1.2 SHOULD the office of Secretary be vacant or should the Secretary be absent or incapacitated or fail within five days to call a meeting of the Management Committee when duly requested to do so in accordance herewith, any officer or committee person may call such meeting and any such meeting shall be deemed to have been validly called as if it had been called by the Secretary.
- 9.2 AT the first meeting of the Management Committee it shall elect its own Chairman. In the absence of the Chairman at any meeting of the Management Committee, the Chair shall be taken by such other member of the Management Committee as may then and there be appointed and the Committee person so appointed shall have and may exercise all the powers and shall perform all the duties of the Chairman.
- 9.3 AT all meetings of the Management Committee voting shall on all questions be by voice, or if called for by two members by show of hands, or by such other method as the Management Committee shall then and there decide.
- 9.4 EVERY question shall be decided by a majority of votes unless otherwise provided in these Rules.
- 9.5 ON all questions the Chairman shall have a deliberative vote, and in the case of equality of votes, he shall have a further casting vote.
- 9.6 AT all meetings of the Management Committee seven members shall constitute a quorum. If within half an hour after the time fixed for the commencement of such meeting there is not a quorum, the meeting shall stand adjourned to the same day and hour of the following week, when those present at such adjourned meeting shall be competent to transact all business before the meeting, notwithstanding that there may be less than SEVEN members present PROVIDED that in cases of urgency FIVE members of the Management Committee, including therein the Chairman, the Secretary and/or the Honorary Treasurer, shall constitute a quorum for the purpose of dealing with urgent business and the decision of the Chairman that any business is urgent shall be final and conclusive and the fact that no notice of such meeting has been received by other members of the Management Committee shall not vitiate the proceedings of such meeting.
- 9.7 A member of the Management Committee shall cease to hold office:
- 9.7.1 IF he ceases to be a member of the Club.
- 9.7.2 IF he absents himself from three consecutive meetings of the Management Committee without leave or reasonable cause being shown;
- 9.7.3 IF he resigns his office by notice in writing to the Secretary.
- 9.8 IN the event of any vacancy of the Management Committee arising out of the preceding sub-paragraph 9.7, the Management Committee shall have the power to appoint a member of the Club to fill the casual vacancy of the Management Committee until the next Annual General Meeting, caused by the retirement of a committee person and any committee people so appointed shall retire at the next Annual General Meeting, together with the rest of the Management Committee but all or any of the retiring Management Committee shall be eligible for re-election, subject to the provisions relating to the retirement of the President as provided in Clause 7.2.1.

## 10 POWERS OF MANAGEMENT COMMITTEE

- 10.1 THE Management Committee shall have complete and entire management and control of the affairs, concerns and business of the Club and may exercise all such powers of the Club as are not by the Act or these Rules, to the provisions of the Act and to such regulations not being inconsistent with such regulations and provisions as may from time to time be prescribed by the Club in General Meeting, provided that no regulation made by the Club in General Meeting shall Invalidate any prior act of the Management Committee which would have been valid if that regulation had not been subsequently made.
- 10.2 WITHOUT prejudice to the generality of the powers conferred by the preceding sub-clause hereof, the Management Committee shall have the following powers:
- 10.2.1 TO control, invest and manage the funds and property of the Club, but subject to any special directions of the Club in General Meeting and to incur such liabilities as may be necessary in connection therewith.
- 10.2.2
- 10.2.2.1 To acquire, dispose of, lease, hire, borrow, lend, mortgage or in any other way to deal with, or in, any real and personal property, in pursuance of all or any of the objects of the Club.
- 10.2.2.2 TO employ and dismiss secretaries, clerks, servants and workmen and to pay to them and to other persons in return for services rendered to the Club, salaries, wages and gratuities, provided always, payment for such services rendered shall be at no greater than market rates.
- 10.2.3 TO appoint any person to be Honorary Vice-Presidents of the Club.
- 10.2.4 TO appoint from its own members or otherwise such committees or subcommittees as it may deem necessary from time to time to assist it in carrying out its duties and to dissolve any such subcommittees or from time to time to change the personnel thereof by revoking the appointment, thereto of any member with or without pointing a substitute.
- 10.2.5 TO appoint any member of the Club to fill any casual vacancy in any office of the Club.
- 10.2.6 TO appoint such other Honorary Officers and servants as it may think fit.
- 10.2.7
- 10.2.7.1 TO appoint such member of Manager, coaches and assistant coaches as may be required for the adequate training and control of the Club's teams and in its discretion from time to time to cancel any of such appointments and to remove or suspend the holders from office.
- 10.2.7.2 TO appoint a Coaching Director.

- 10.2.8 TO Impose upon any member whose subscription shall not have been paid by the 1st day of October in any year a fine or penalty not exceeding fifty per centum of the amount of such arrears.
- 10.2.9 TO hire, purchase, lease or build any suitable premises for the purpose of the Club and to provide all necessary playing equipment and furnishings therefore.
- 10.2.10 TO determine, regulate and control the use of the Club's playing facilities and social rooms and to control the social activities of the Club.

The mode of dress acceptable in the Club's premises will be as decided by the Management Committee and shall be binding on all members of the Club at all times.

Note

In general terms, visitors to the Club should be obliged to confirm with this Rule.

- 10.2.11 TO control all teams entered by the Club in any competitions promoted by Tennis North Harbour Incorporated, and generally to regulate and control the conduct of all members of the Club.
- 10.2.12 TO hold inquiries into all matters, questions and disputes affecting the welfare of the Club and its members, and to conduct such inquiries in such manner as it may deem proper or expedient. The decision of the Management Committee in all such matters, questions and disputes shall be final and conclusive.
- 10.2.13 TO inflict such penalty as it thinks fit upon any member found guilty of any infringement of the rules, regulations or by-laws of the Club, including the power to suspend member during its pleasure or otherwise to penalise such member.
- 10.2.14 TO determine all questions or disputes as to the construction or interpretation of these rules, or any regulation, or by-law made hereunder, or of any expression therein and to make decisions on any matters relating to the affairs of the Club which are not, or in the opinion of the Management Committee, are not provided for by these rules or by any regulations or by-law made hereunder, and it may, if it deems so to do, report the matter with its decision to a General Meeting of the Club for confirmation.
- 10.2.15 TO make, alter or revoke standing orders for the conduct of meetings.
- 10.2.16 TO institute, conduct, defend, compromise or abandon any legal proceedings by or against the Club or its officers or otherwise concerning the affairs of the Club.
- 10.2.17 TO claim, sue for, and recover in the name of the Club or otherwise all or any of the subscriptions or other moneys due to the Club by any member or other person.
- 10.2.18 FROM time to time to make regulations and by-laws not inconsistent with these rules as it may think necessary or expedient for the purpose of carrying out these rules for the well-being of the Club and for regulating its own proceedings and defining the duties of any of the officers of the Club in so far as such duties are not defined by these rules and also from time to time to alter, amend, or rescind the same PROVIDED THAT any regulation made under this power may be reviewed by the Club in General Meeting.

- 10.2.19 TO exercise and do all and whatsoever may be deemed necessary or advantageous for attaining all or any of the objects of the Club.

## 11 CHARTER

The Club shall have the power to apply for and operate of CLUB and or OTHER appropriate CHARTER under the SALE OF LIQUOR ACT 1962 and its amendments or any statute substituted therefor.

## 12 DUTIES OF HONORARY SECRETARY

IT shall be the duty of the Honorary Secretary:

- 12.1 TO attend all meetings of the Club and the Management Committee unless excused by reason of absence or incapacitation.
- 12.2 TO call meetings of the Club or of the Management Committee forthwith upon being requested so to do in accordance with these Rules.
- 12.3 TO keep a Minute Book in which he shall record correctly all the proceedings of the Club and the business transacted at General and Committee Meetings.
- 12.4 TO keep or cause to be kept, a register containing any sections, names, addresses and occupations of members of the various classes and the dates of which they became members and the dates at which they ceased to be members.
- 12.5 TO conduct all correspondence of the Club and keep and file the accounts, documents, records, reports papers and communications of the Club in such manner and for such purposes as the Management Committee may appoint.
- 12.6 TO keep a record of attendances at meetings of the Management Committee.
- 12.7 TO prepare and forward to the Registrar of Incorporated Societies all notices, returns and other documents as are required by the Act and its amendments to be sent to the Registrar.
- 12.8 TO arrange for the collection of all moneys due to the Club and promptly account for such moneys to the Honorary Treasurer.
- 12.9 TO prepare immediately prior to the Annual General Meeting and for presentation to such meeting an Annual Report on the business and proceedings of the Club during the preceding twelve months and prior to the Annual General Meeting to supply to each member a copy of such report.
- 12.10 TO obey all such lawful instructions and to do and perform all such lawful acts and things as may be given or required to be done by a meeting of the Club or of the Management Committee, or by the Act and its amendments or by these Rules.
- 12.11 ON all occasions in the execution of his office, to act under the supervision, control and direction of the Management Committee.

- 12.12 TO do and perform all such other lawful duties as may usually appertain to the office of Secretary.

### 13 DUTIES OF HONORARY TREASURER

IT shall be the duty of the Honorary Treasurer:

- 13.1 To collect and receive all moneys due to the Club, and to give or arrange to be given an official receipt thereof .
- 13.2 TO be responsible for lodging all moneys paid into his hands on account of the Club, into the account or accounts in the name of the Club in a Bank or Banks selected by the Management Committee.
- 13.3 TO keep such books of accounts as the Management Committee may from time to time require, showing the Clubs receipts and expenditures and all other matters usually entered in such books.
- 13.4 TO pay out of the Clubs general expense accounts, debts and accounts contracted by the Club, after the same shall have been passed by the Management Committee for payment.
- 13.5 TO prepare in conjunction with the Secretary, immediately prior to the Annual General Meeting, a Statement of Accounts for the preceding 12 months ending 31st March, and to represent such documents duly audited by the Honorary Auditor.
- 13.6 TO obey all such lawful instructions and to do and perform all such lawful Acts and things, as may be given or required to be done by a meeting of the Club or of the Management Committee, or by the Act and its amendments, or by these Rules.
- 13.7 TO do and perform all such other lawful duties as may usually appertain to the office of Treasurer.

### 14 CONTROL AND USE OF FUNDS – GENERAL ACCOUNTS

- 14.1 ALL moneys received by or on behalf of the Club shall forthwith be paid to the credit of the account of the Club in such Bank or Banks as the Management Committee may from time to time appoint.
- 14.2 The working and current expenses of the Club shall be paid out of such accounts from time to time by the Honorary Treasurer on the direction of the Management Committee.
- 14.3 ALL cheques and withdrawal slips upon such accounts shall be signed on behalf of the Club by such officers as may from time to time be appointed by the Management Committee.
- 14.4 ANY negotiable instrument paid to the credit of such accounts for the purpose of collection only may be endorsed on behalf of the Club by such person or persons as may from time to time be appointed by the Management Committee.

- 14.5 THE Management Committee may from time to time invest and reinvest in securities at no lesser than current market rates, the whole or any part of the funds of the Club which shall not be required for the immediate business of the Club.

## 15 BORROWING POWERS

THE Club shall, in addition to the other powers vested in it, have power to borrow or raise money from time to time by the issue of debentures, bonds mortgages or any other security founded or based on all or any of the property and/or rights of the Club or without any such security and upon such terms as to priority and otherwise as shall seem fit to the Management Committee, who shall also be entitled to exercise such power to borrow or raise money provided always, interest on such money borrowed shall not exceed the current market rates.

## 16 COMMON SEAL

- 16.1 THE Common Seal of the Club shall be that adopted by the Management Committee and shall be in the custody of the Secretary, who shall be responsible for the safe custody and control thereof.

### 16.2 Attestation of Documents

WHENEVER the Common Seal for the Club is required to be affixed to any deed, document, writing or other instrument, the Seal shall be affixed thereto only upon the authority of a General or Special Meeting of the Club or Management Committee, and then only in the presence of three Committee people (one of whom shall be the President, the Secretary or the Honorary Treasurer) duly authorised by resolution of the Club or Management Committee, who shall sign the document or instrument to which the Seal is so affixed.

## 17 COLOURS, PLAYING ATTIRE AND BLAZER

- 17.1 THE playing attire shall be approved shirts, shorts, frocks and/or skirts, track suit and shoes, at the discretion of the Management Committee.
- 17.1.1 THE Club Blazer shall consist of an approved jacket with the Club Crest.
- 17.1.2 ALL playing and non-playing members of the Club who qualify or have qualified shall be entitled to purchase and wear the club badge and monogram. Any other apparel, having been approved by the Committee, may also be deemed to be part of an official Club uniform.
- 17.1.3 The Management Committee shall have absolute discretion in granting or refusing the wearing by any person of the Club Crest or uniform.

## 18 TRAVEL ARRANGEMENTS

- 18.1 NO Club team shall travel as a team or take part in any match outside the jurisdiction or control of Tennis North Harbour Incorporated without the consent of the Management committee of the Club and of Tennis North Harbour Incorporated first having been obtained, and the consent of the Management Committee shall only be given after it shall have satisfied itself and Tennis North Harbour to the suitability of the person acting as Manager of that team.
- 18.2 ON the return of the team the Manager shall furnish the Management Committee with a report of the game or games played by the team and of the conduct of its members

## 19 REGISTERED OFFICE

THE Registered Office of the Club shall be at the Club premises, Centennial Park, North Shore City.

## 20 WINDING UP

THE Club may be wound up in the manner provided by the Incorporated Societies Act 1908 or any Amendment thereto or any Act passed in substitution therefor.

## 21 DISPOSITION OF SURPLUS ASSETS

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 to or distributed among the members of the Club. Such remaining property shall be given or transferred to Tennis North Harbour Incorporated or some other approved sports body having objectives similar to the objectives of this Club or for some other charitable purpose within New Zealand. In the event of a default (the Committee being unable to decide), the remaining assets are to be distributed as a Judge of the High Court directs.

## 22 PECUNIARY PROFIT AND EXCEPTIONS

Nothing expressed or implied in these rules shall permit the activities of the Club to be carried on for the personal pecuniary profit of any member or individual, nor shall any distribution, whether by way of money, property or otherwise be made to any member or individual.

Provided always:

No member or any person associated with a member of the Club shall derive any income or benefit from the Club where they can materially influence the payment of the income, benefit or advantage. Except where the income, benefit or advantage is derived from:

- Professional services to the Club rendered in the course of business, charged at no greater than the current market rates; and
- Interest on money lent at no greater rate than current market rates.

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

### 23 REPEAL OF FORMER RULES

The former Constitution and rules of The Society filed at the Companies office are hereby repealed.

### 24 INTERPRETATION

IN these Rules except where a different intention appears:

'Act' means the Incorporated Societies Act, 1908.

"Registrar" means the Registrar of Incorporated Societies.

"Club" means Campbells Bay Tennis Club (Incorporated), incorporated under these rules.

"Chairman", "President", "Management Committee", "Committee People", "Secretary" and "Honorary Treasurer", "Secretary/Manager", "Manager", "Convener", "Director" mean respectively the Chairman, the President, the Management Committee, the Committee People, the Secretary, and the Honorary Treasurer, the Secretary/Manager, Manager, Convener, Director of the Club.

"Casual Vacancy" means a vacancy occurring in any office or position for any reason other than expiry of term of appointment.

"Member" and "Meeting" mean respectively a member and a meeting of the Club.

"Year" means the financial year of the Club from the 1st day of April to the 31st day of March.

Where necessary in the context of any passage of this Constitution. the words 'he', 'him', 'his', may be read to mean 'she', 'her', 'hers'.

### 25 INDEMNITY

The Management Committee and the Officers and each and everyone of them respectively shall be fully indemnified by and out of the Club against any loss, damage, expense or liability incurred by reason or, or in connection with any legal proceedings Instituted against them or any of them for any act properly done, omitted or suffered in relation to the performance or professed performance or any of their official duties.