



# Otago Tramping and Mountaineering Club (Inc.)

P.O Box 1120  
Dunedin

## CONSTITUTION OF THE OTAGO TRAMPING AND MOUNTAINEERING CLUB (INCORPORATED)

### NOTE

This Constitution sets out the Club rules as at 27 April, 2017 and has incorporated all the amendments to such rules passed by the Annual meetings of the Club to that date.

1. The name of the club shall be "The Otago Tramping and Mountaineering Club (Incorporated)".
2. In these rules unless a contrary intention appears, "Club" means "The Otago Tramping and Mountaineering Club (Incorporated)"; "Committee" means the committee for the time being appointed under Rule 18 of these rules; "Year" means the financial year of the club, extending from 1 July to 30 June the following year; words importing the masculine gender only, include the feminine gender; and words importing the singular number shall include the plural, and vice versa.

### OBJECTS

3.
  - a) To encourage walking, climbing, skiing and mountaineering, and to arrange facilities in connection therewith.
  - b) To protect the flora and fauna and natural features of the country.
  - c) To arrange trips and tours and give information to tourists.
  - d) To procure and assist in the formation of new, and help in the upkeep of existing and future tracks and routes.
  - e) To procure and provide any additional hut equipment and to assist in providing new huts and generally to procure and provide facilities and accommodation for trampers.
  - f) To arrange for outdoor sports and to provide clubhouses, grounds and courses therefore.
  - g) To encourage social intercourse between members.
  - h) To establish a library of literature connected with the objects of the Club and to publish and issue a Club magazine.
  - i) To contribute to the funds of any other body having objects in whole or in part similar to this.
  - j) To acquire real and personal property for the purpose of the Club and to dispose of property no longer required.
  - k) To act in co-operation with the Government or the Local Bodies or with any other Club, Committee or Society or Institution for the promotion of the above objects.
  - l) To co-operate with the local authorities in the prevention of fire and to assist generally in the preservation of the forest in New Zealand.
  - m) In construing the foregoing objects the construction of any clause shall not be limited or restricted by reference to any other clause.

### MEMBERSHIP

4. The name of any candidate for membership of the Club should be proposed and seconded at a meeting of the Committee and may be elected by the votes of two thirds of those present and voting at such meeting.
5. The Membership Secretary shall send to each newly elected member, written notice of his election, together with a copy of these Rules, and upon payment of his entrance fee (if any) and the first subscription, he shall become a member of the club.

### HONORARY MEMBERS

6. The Committee shall elect any person with his consent to be an honorary member of the Club, entitling him to all the privileges of membership without payment of the annual subscription; such election to be for a period as the Committee may decide and to be made on the unanimous vote of those present and voting at

the meeting of the Committee.

### **LIFE MEMBERS**

7. On the recommendation of the Committee, any person who has rendered special services to the Club or to the furtherance of its objects may be elected a Life member at any general meeting of the Club and shall thereafter be entitled to all the privileges of membership without payment of the annual subscription. A two thirds majority of those present and voting by secret ballot shall be necessary for such election.

### **POSTAL, MARRIED, FAMILY & JUNIOR MEMBERSHIP**

8. Postal Membership: No new applications for Postal Membership will be submitted after May 1, 2017. Existing members listed on the club roll as Postal as at April 30, 2017 will be entitled to the Club's publications as for full membership, FMC Affiliation, but no other membership privileges. Postal membership will cease following resignation or default in payment of subscription (as per Rule 12) and the member cannot be reinstated as a Postal Member

The Committee shall elect any married couples who are both members, Married Couple Members. Married couples are to include relationships likened unto marriage. Married Couple Members may receive only one copy of the Club Magazine and Bulletin between them, but shall otherwise be entitled to all privileges held by Full Members.

The Committee may elect any additional family members of the same residence who would qualify under the terms of both Rules 8 and 9. Each additional fee to equal the difference between the single membership fee and the married membership fee.

9. The Committee shall elect any person who, they have reason to believe, is at Secondary School at the time of his election to the membership of the club and otherwise eligible, a Junior Member. Such Junior Member shall until the close of the financial year of the Club after he leaves Secondary School be entitled to the same privileges and subject to the same restrictions as a full member.

### **ENTRANCE FEE AND SUBSCRIPTION**

10. The members may at an annual general meeting impose such entrance fee as they may from time to time determine.

The Annual Subscription for each class of membership may be altered only by those present at a General meeting. All subscriptions reducible if paid before the first day of October in each year, the amount of reduction being set by the Committee. Provided that in the case of members elected after the first day of December in any year the subscription shall be a proportionate part (this being not less than 10 percent) for the balance of the financial year.

11. All subscriptions shall be payable in advance on the first day of July in each year.

### **DEFAULT IN PAYMENT OF SUBSCRIPTION**

12. If any member shall fail to pay his annual subscription on or before the first day of November after it has come due, Notice shall be sent to him calling his attention thereto. If such subscription be not paid within one calendar month after such notice, the Committee is empowered to remove the name of the defaulter and he shall cease to be a member of the Club, but if at any time he shall give a satisfactory explanation to the Committee he may upon payment of all arrears be re-admitted to membership without the payment of an entrance fee.

### **CHARGES FOR SPECIAL PRIVILEGES**

13. The Committee may make a charge to members using any Club property or privileges in respect to that user, provided however that all property borrowed must be returned immediately it is finished with and any damage or loss must be paid for by the member hiring the property.

### **SPECIAL TRIPS**

14. The Committee may impose such special fee as it thinks fit upon members participating in any trip which the Committee declares to be a special trip.

## **PRIVATE PROFIT OF MEMBERS**

### **15.**

- a) Any income, benefit, or advantage must be used to advance the charitable purposes of the club.
- b) No member of the club, or anyone associated with a member, is allowed to take part in, or influence any decision made by the club in respect of payments to, or on behalf of, the member or associated person of any income, benefit, or advantage.
- c) Any payments made to a member of the club, or person associated with a member, must be for goods or services that advance the charitable purpose and must be reasonable and relative to payments that would be made between unrelated parties.

## **RESIGNATION**

- 16.** Any member may resign his membership by giving to the Secretary notice in writing to that effect.

## **EXPULSION**

- 17.** The Committee shall have the power to call before them any member guilty of any conduct which is in their opinion detrimental to the interests or status of the Club and subject to the right of appeal to a general meeting of the Club to expel such offender from membership.

## **COMMITTEE**

- 18.** The entire management of the Club, its social arrangements and its property shall be deputed to a committee consisting of a president, a vice president, a secretary, a treasurer, a chief guide, the immediate past president, seven other members, the duly elected chairman of any branch of the Club recognized as such by a general meeting of club members.

- a) The said Committee shall also have complete control over the organisation and leadership of all club activities and may at its discretion exclude any person or persons, whether a member or members of the club or not, from taking part in all or any of its activities.
- b) Any member or members so excluded may put the question of such exclusion to vote by notice of motion in accordance with Rule 28 hereof or may convene an extraordinary general meeting in accordance with Rule 23 hereof, provided that for the purpose of this rule only the signature of five financial members signing a requisition in accordance with Rule 23 shall be deemed sufficient to compel the calling of such extraordinary general meeting.
- c) Should a resolution be carried at either a general or an extraordinary general meeting called in accordance with subclause (b) hereof negating such exclusion, the exclusion of said member or members shall, as from the date of the meeting be deemed to be terminated or amended in accordance with the terms of the resolution.

- 19.** The Committee with the exception of the Immediate Past President, shall be elected at the Annual General Meeting and all retiring members shall be eligible for re-election. The Committee has the power to fill any casual vacancy occurring during the year.

- a) None shall be eligible to the Committee of the Club at the Annual General Meeting unless written notice of his or her nomination, signed by himself or herself and at least two financial members of the Club has been deposited with the Secretary at least fourteen clear days before the date set for the meeting, provided however, that should no nomination or insufficient nominations be received by the Secretary prior to the time provided in this Rule, then the Annual General Meeting may proceed to elect the Committee or complete such deficiencies arising from the lack of written nominations respectively by voting for such members that may be proposed and seconded at the Annual General Meeting.
- b) The Immediate Past President shall hold his position on the Committee by virtue of his having been the club President immediately prior to the club President for the year.

## **MEETINGS OF THE COMMITTEE**

- 20.** Notice of any meeting shall be given to every member of the Committee by posting to him at least forty-eight hours before the time appointed for the meeting a memorandum of the time and place of such a meeting.

## **QUORUM**

- 21.** At each meeting of the Committee four shall constitute a quorum and the Chairman shall have a deliberative and a casting vote.

### **ANNUAL GENERAL MEETING**

22. The Annual General Meeting shall be held within two months of the end of the financial year on a date to be determined by the Committee.

### **EXTRAORDINARY GENERAL MEETING**

23. The Committee may at any time and shall after the receipt of a requisition signed by at least ten financial members of the Club (which requisition shall set out in the form of resolutions the business proposed to be transacted at such meeting) convene an Extraordinary General Meeting for any specific purpose or purposes.

### **NOTICE OF GENERAL MEETING**

24. The Secretary shall, not less than seven clear days before any General Meeting send to every member at his address in the Club register a notice stating the day, place, hour of the meeting and the business to be transacted thereof.

### **PROCEDURE AT GENERAL MEETING**

25. At all General Meetings the chair shall be taken by the President if present, failing him by the Vice President if present, and failing him by any member chosen by the meeting. Unless fifteen members are present within half an hour after the time appointed for the meeting, the meeting shall stand adjourned till such date as the chairman may direct to be then held at the same hour and place (if possible) and those present at such meeting shall constitute a quorum. Voting shall be by voice, but if any member so desires, the Chairman may call for a division which shall be indicated by a show of hands or, if requested, by ballot

### **APPOINTMENT OF SCRUTINEERS**

26. At any meeting where voting by ballot is required the meeting shall appoint two of their number as scrutineers.

### **ALTERATION OF RULES**

27. These rules may be repealed, altered or added to by a resolution at a General Meeting, the notice of which shall have specified the proposed repeal, alteration or addition but nothing in the Rules shall prohibit the amendment by the General Meeting of a proposal which has been specified in the notice.

### **NOTICE OF MOTION**

28. No vote shall be taken on any motion concerning rules and finance at any General Meeting unless notice has been given in writing to the Secretary fourteen clear days before such meeting.

### **COMPLAINT AND SUGGESTION**

29. Any complaint or suggestion shall be made in writing to the Secretary and shall be brought before the Committee at the first opportunity.

### **DUTIES OF THE SECRETARY**

30. The Secretary shall keep and have the safe custody of a Minute Book containing full and correct minutes of all meetings. The Secretary shall keep all entries in such books properly up to date. He shall also forward to the Registrar of Incorporated Societies such notices and returns as the Registrar shall from time to time require.

### **DUTIES OF THE TREASURER**

31. The Treasurer shall keep such books of accounts as the Committee may from time to time require.

### **DUTIES OF THE CHIEF GUIDE**

32. a) To aid in the organisation of Club trips and leaders, as directed by the Committee and to supply information about trips and about equipment.

### **DUTIES OF THE MEMBERSHIP SECRETARY**

32. b) The Membership Secretary shall be appointed by the Committee from amongst its members. The Membership Secretary shall keep a Register showing the names and addresses of members and shall send accounts for subscriptions in accordance with Rules 11 and 12.

### **BANK ACCOUNT**

33. The funds of the club shall be lodged with the Westpac Bank and / or such other banks as from time to time the Committee appoints, the Treasurer and two current Office Bearers or Committee members, (appointed

by the Committee annually), or any two thereof being authorised to operate thereon. The bank passbooks together with the Club books of account shall be produced at each meeting of the Committee

#### **AUDITOR**

34. An Auditor shall be elected at the Annual General Meeting but any vacancy occurring during the year shall be filled by the Committee.

#### **BALANCE SHEET**

35. A statement of Accounts and a Balance Sheet shall be prepared and audited, and a copy shall be posted to each member of the Club with notice calling the Annual General Meeting.

#### **SECRETARY'S HONORARIUM**

36. The Secretary may be voted an honorarium at the close of each financial year, the amount to be decided upon by the Committee.

#### **DUTIES OF MEMBERS**

37. It shall be the duty of all members to assist in the preservation of all tracks, in the keeping clean of huts and equipment and in the protection of the forest, native bird and animal life; to report to the Secretary any poaching or damage to the huts or equipment or to any property, public or private, and to observe the law of trespass in respect of all private property.

38. Every member shall from time to time communicate to the Secretary the members address and email address if any and all notices shall be deemed to be duly given when posted to such registered address or such email address

#### **COMMON SEAL**

39. The Common Seal of the Club shall be kept by the Secretary and shall not be affixed to any document except by the resolution of the Committee and in the presence of two members of the Committee and of the Secretary.

#### **CLUB BADGE**

- 40.
- a) The Committee may approve of a Club Badge and from time to time approve of a new design or a variation of the old design.
  - b) Such badges may be made in such quantity and at such cost as may be approved by the Committee and such said cost may be defrayed out of Club funds.
  - c) The Committee may sell or give such badges to bona fide members at such price as the Committee may in its discretion approve.

#### **BORROWING POWER**

41. The Committee shall have the power to borrow such amounts and on such terms as it thinks fit and to give as security therefore and interest thereon such security as the Committee may determine.

#### **INVESTMENT**

42. If the Committee so determines any part of the funds of the Club may be invested in the manner provided by the "Trustee Act, 1908" or any act amending or replacing the same.

#### **WINDING UP**

43. If any property remains after the winding up or dissolution of the club and the settlement of all the club's debts and liabilities, that property must be given or transferred to another organisation that is charitable under New Zealand law and has purposes similar to those of the organisation being wound up.