



RULES OF

HUTT OLD BOYS MARIST
RUGBY FOOTBALL CLUB
INCORPORATED

Dated 12th October 2017
and incorporating alterations approved on that date.

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RULES OF
HUTT OLD BOYS MARIST RUGBY FOOTBALL CLUB
INCORPORATED

1. NAME

1.1 The name of the Club is HUTT OLD BOYS MARIST RUGBY FOOTBALL CLUB INCORPORATED (“the Club”)

2. DELETED

3. OBJECTS

3.1 The objects of the Club are:

- a) To promote and develop to a high standard the playing, coaching, administration and enjoyment of the game of Rugby Football Union in the Hutt Valley in accordance with the rules of the game and the requirements of the New Zealand Rugby Football Union.
- b) To promote and develop any other sport or activity authorised by the Committee.
- c) To provide facilities for the use of members and other persons.
- d) To promote a spirit of union and Club identity amongst members.

4. AFFILIATIONS

4.1 The Club shall be affiliated to the following bodies:

- a) The Wellington Rugby Football Union.
- b) The New Zealand Marist Rugby Football Federation.
- c) *Deleted.*

5. JUNIOR DIVISION

The Club shall have one Junior Division. This Division shall be called Hutt Old Boys Marist Rugby Football Club Junior Division.

6. PLAYING COLOURS

6.1 The playing colours shall be Red, Emerald Green and White.

7. MEMBERSHIP

7.1 Membership of the Club consists of:

- a) The signatories to these Rules.
- b) *Deleted.*
- c) Such persons as may be elected as Life Members in accordance with the procedure set down in Rule 8.
- d) Such persons as may be approved by the Committee for playing or honorary Membership and who pay upon request the annual subscription.

7.2 Every Member of the Club is deemed to have notice of the Rules and Regulations of the Club and shall be bound by them.

8. LIFE MEMBERSHIP

8.1 The life members of the original Clubs shall be deemed to have been elected as life members of the Club.

8.2 Life membership may be conferred at any Annual General Meeting on any person who has rendered outstanding service to the Club.

8.3 The required majority for election of a life member shall be 75% of those present at a General Meeting.

8.4 All nominations for life membership shall be given in writing to the Secretary of the Club at least 28 days before the General Meeting. The nomination shall specify reasons in support of the nomination.

8.5 The nomination shall not go forward to the General Meeting unless it is first approved by the Committee.

8.6 Life Membership shall be the highest recognition given by the Club for outstanding service to the Club.

9. CLUB SERVICE AWARDS

9.1 Club Service Awards shall be awarded to those persons who have given meritorious service to the Club.

9.2 The award is separate from Life Membership and a recipient of a Club Service Award remains eligible for Life Membership.

9.3 Club Service Awards shall cover service given in areas such as (but not limited to):

- a) Administration
- b) Coaching
- c) Managing
- d) Financial Contributions
- e) Fundraising
- f) Club Promotion
- g) Playing.

- 9.4 The manner of nomination and election of recipients of Club service awards shall be the same as that procedure set down for Life Membership in Rules 8.2, 8.3, 8.4 and 8.5, provided that in Rule 8.2 the requirement shall be “meritorious service” and not “outstanding service”
- 9.5 The recipients of Club Service awards shall be recorded in a register and shall be recorded in the Annual Report. Recipients shall receive a blazer pocket, badge or other record of their award, as decided from time to time by the Committee.

10. **TERMINATION OF MEMBERSHIP**

- 10.1 Any Member of the Club including any Patron, Life Member, Officer, delegate or Honorary Appointee who fails in the observance of any rule or regulation of the Club which for the time being Members are expected to observe, or whose character is considered by the Committee to be undesirable may be removed from the Club by a resolution to that effect passed by the Committee.
- 10.2 Any person ceasing to be a Member of the Club remains liable to the Club for all subscriptions and other moneys which may have become due prior to cessation of membership. Such person shall return to the Club any property of the Club then in that person’s possession or under that person’s control.
- 10.3 The Club shall be entitled to withhold consent to a transfer of a player until the player has complied Rule 10.2.

11. **ANNUAL SUBSCRIPTIONS**

- 11.1 The Committee has the power to determine:
- a) the amount of the annual subscription payable by Members.
 - b) The date upon which payment is due.
- 11.2 A Member is not entitled to vote or take advantage of membership in any way until such Member’s subscription and/or arrears of subscription are paid.

12. **PATRONS**

- 12.1 The Patrons of the Club shall be the persons who from time to time fill the following positions:
- a) The Headmaster/Mistress of Hutt Valley High School
 - b) The Principal of St Bernard’s College.
 - c) The Rector of St Patrick’s College, Silverstream.
 - d) Such other persons elected as Patrons in accordance with Rule 12.2.
- 12.2 The manner of nomination and election of additional Patrons shall be the same as that procedure set down for Life Membership in Rules 8.3, 8.4 and 8.5.

13. **OFFICERS**

- 13.1 At every Annual General Meeting, the Club shall elect the following officers:
- a. President
 - b. Secretary

- c. Treasurer
- d. Eight other Committee Members

Honorary position holders as follows:

- a. Solicitor
- b. Auditor

13.2 The Committee shall appoint persons to hold the following further positions:

Delegates to the following bodies:

- a. The Wellington Rugby Football Union
- b. The New Zealand Marist Rugby Football Federation
- c. *Deleted*
- d. *Deleted*

13.3 The Officers, delegates and Honorary appointees shall hold Office until retirement or removal from Office or election of successors to Office. A firm or Company may be appointed to hold any of the Honorary positions.

13.4 *Deleted.*

13.5 The Committee has power to appoint a Member to fill any casual vacancy on the Committee until the next Annual General Meeting. Any Member so appointed must retire at the next Annual General Meeting together with the rest of the Committee but all or any of the retiring Committee are eligible for re-election.

14. **DUTIES OF THE COMMITTEE**

14.1 At the first meeting of the Committee a Chairperson shall be elected.

14.2 It is the duty of the Committee to formulate club policies and procedures and to be responsible for the operation of the club and to ensure the proper accounts and other records of the business of the club are maintained and to notify members of intended meetings and business to be transacted at those meetings and to prepare and submit to the Annual General Meeting a Report, Balance Sheet and Statement of Accounts for the preceding year. Meetings of the Committee may be convened at such times and places as the Chairperson decides. The Committee may employ a Business Manager, Rugby Manager and such other persons as appropriate to perform the operational activities of the club.

14.3 At all Committee meetings five committee members shall constitute a quorum.

14.4 The Committee shall have and may exercise all the powers of the Club which are not expressly required to be exercised by the Club in General Meetings or as otherwise provided by these rules.

14.5 Decisions of the Committee shall be determined by a majority of votes cast by the Committee members present at a meeting. The Chairperson shall have a deliberative vote and in the case of equality of voting the Chairperson shall have a casting vote.

14.6 The Committee shall fix, from time to time job descriptions for all office bearers, delegates, coaches, managers and others involved in the operation of the Club.

15. **POWERS OF THE CLUB**

- 15.1 In addition to any power conferred by these Rules the Club has the following powers which are to be exercised in furtherance of the objects of the Club:
- a. To enter into any arrangement (including financial arrangements) with any institution or organisation where such arrangement is entered into in the reasonable expectation of benefit to the Club
 - b. To settle questions or disputes on any matter involving members or relating to rugby or any aspect of the Club which may be submitted to the Club for its adjudication.
 - c. To borrow or secure the payment of money in such a manner as the Club shall think fit and in particular by mortgages, debentures, or debenture stock, perpetual or otherwise, charges upon all or any of the Club's undertakings, goodwill, property and assets (both present and future) including its future acquired property and to purchase, redeem, and pay off such securities.
 - d. To draw, make, accept, endorse, discount, execute, issue and negotiate negotiable or transferable instruments and to enter into and execute guarantees for such purposes as may be reasonably necessary for the benefit of the Club or of its members.
 - e. To sell, hire, loan, improve, manage, develop, exchange, lease, grant licences in respect of, mortgage, charge, dispose of, or otherwise deal with all or any part of the property and rights of the Club
 - f. To invest, lend and deal with the moneys of the Club, not immediately required for carrying on its business, upon such securities and in such manner as from time to time may be determined.
 - g. To appoint, remove or suspend any officer, Patron, Life Member, delegate or Honorary appointee of the Club.
 - h. To raise money by subscriptions and to Solicit donations, gifts and bequests and to grant any rights and privileges to subscribers and donors.
 - i. To arrange for the representation of the Club on any corporate body or bodies formed for the purpose of promoting or controlling sport in the Hutt Valley and Wellington.
 - j. To promote and hold either alone or jointly with any other Club, dinners, concerts, balls, tournaments or other social functions or entertainment.
 - k. The direction of the majority of members having been first obtained at an Annual or Special General Meeting, to take steps to assess amalgamation with or promotion of or joint dealings with any other Club, association or society whose objects are similar either wholly or in part to the objects of this Club.
 - l. To obtain all such licenses and permits, including licenses under the Sale of Liquor Act 1989, or any Act or Acts passed in substitution of that Act.
 - m. To confer, but only by way of unanimous resolution of the Committee "Benefactor status" upon a member who has made a major financial contribution, such contribution not being part of a sponsorship agreement, and such status lasting only for the financial year in which the financial contribution has been made.
 - n. To do all such other lawful things as are incidental or conducive to the attainment of any of the objects of the Club.

16. **MEETINGS**

16.1 **Annual General Meeting**

The Club must hold an Annual General Meeting once in every calendar year at such time, date and place as the Committee shall determine but not more than 15 months after the last Annual General Meeting

16.2 **Purpose of Annual General Meeting**

The meeting should be called for the following purposes:

- a. To receive from the Committee a report, balance sheet and audited statement of account for the preceding year.
- b. To elect the Committee, delegates and honorary position holders for the ensuing year.
- c. To decide on any motion which has been properly submitted to the Secretary in writing not less than twenty-eight days prior to the Annual General Meeting.

16.3 **Special General Meeting**

16.3.1 The Secretary shall call a special general meeting upon a written request from either:

- a. The Committee
- b. 20 Members.

16.3.2 The written request shall state the purpose for which the meeting is requested.

16.4 **Procedure at Meetings**

The procedure at all General Meetings shall be as follows:

- a. The President or secondly if the President is absent unable or unwilling to do so the Committee Chairperson or other suitable person appointed by the meeting, shall take the chair.
- b. Every financial Member is entitled to 1 vote on every motion such vote to be exercised in person.
- c. Unless otherwise required by these Rules, a simple majority shall be required to pass any motion. In the case of an equality of votes the Chairperson has a casting as well as a deliberative vote.
- d. The mode of voting on all questions shall firstly be by voices, or secondly if two members or the Chairperson so require by a show of hands; or thirdly if two members or the Chairperson so require by poll.
- e. On all elections where there are more candidates than positions available voting shall be by secret ballot for which purpose no less than 2 scrutineers are to be appointed at the meeting.

16.5 **Quorum**

At all General Meetings 10 financial Members constitute a quorum.

16.6 **Notice of business**

At least fourteen clear days before either a Special General Meeting or the Annual General Meeting a notice must be given of the date, place and time for the meeting and of the business to be transacted at the meeting. The notice is to be sent to all Members and no business other than that which notice has been given can be brought forward at such meeting.

17. **SERVICE OF NOTICE**

17.1 Every notice required to be given to the Members or any of them shall be deemed to have been given by an email sent to the Member's last known email address and by publication in the local newspaper.

18 **COMMON SEAL**

18.1 The Club must provide a common seal which is to remain in the custody of the Secretary or such other person as may be nominated by the Committee. The use of the seal can be authorised only by resolution of the Committee and its application is to be witnessed by the Chairperson and the Secretary or one other Member of the Committee.

18.2 Every authorisation for application of the seal must be recorded in the minutes of the Committee and a copy of every document to which the seal has been affixed must be retained by the Secretary.

19. **CONTROL OF FUNDS**

19.1 The funds of the Club are to be devoted solely to the furtherance of the objects of the Club as set out in these Rules and are to be under the control of the Committee.

19.2 All monies received by or on behalf of the Club must forthwith be paid to the credit of the Club in an account with such bank as is from time to time fixed by the Committee. All payments drawn on the account must be authorised by two of any approved authorisers agreed to by the Committee.

20. **APPLICATION OF PROFITS**

20.1 The income and property of the Club from wherever derived, are to be applied solely towards the promotion of the objects of the Club as set forth in these Rules and no portion of such income or property is to be paid or transferred directly or indirectly by way of profit to the Members of the Club.

21. **AUDITOR**

21.1 The books of the Club must be audited annually and reported upon by an auditor appointed at the annual general meeting of the Club

21.2 Such auditor cannot hold any other office in the Club and is to receive such fee as may be fixed from time to time by the Committee. If a vacancy occurs in the office of auditor during any year, the Committee is to appoint an auditor to hold office until the next Annual General Meeting.

22. **REGISTERED OFFICE**

22.1 The registered office of the Club is to be at such place as the Committee from time to time determines. Due notice of any change of office is to be given to the Registrar of Incorporated Societies.

23 **WHERE NO RULE APPLIES**

23.1 If any case arises which in the opinion of the Committee is not provided for in these Rules it shall be decided by the Committee which must act in what it considers to be the best interests of the Club but whose decision is final.

24. **REGULATIONS**

24.1 The Club has the power to make, alter or cancel regulations not inconsistent with these Rules for the conduct and behaviour of Members or any other matter related to the affairs of the Club. Regulations take effect and become binding on all Members 14 days after notice of the regulations has been given by circular to all Members of the Club.

25. **ALTERATION OF THE RULES**

25.1 These Rules may be altered, added to or cancelled by resolution passed at a General Meeting of the Club provided that at least 14 days notice of the motion has been given to members.

25.2 No alterations to the rules is permitted if it in any way affect the tax-exempt status of the club.

26.6 **WINDING UP AND DISPOSITION OF SURPLUS ASSETS**

26.1 The Club must be wound up if the Club, at a General Meeting of its Members, passes a resolution by a seventy-five per cent majority requiring the Club to be wound up and the resolution is confirmed by a similar majority at a subsequent General Meeting called for that purpose and held not earlier than 30 days after the date on which the resolution so to be confirmed is passed.

26.2 In the event of the Club being wound up the surplus assets after payment of the Club's liabilities and the expenses of the winding up are to be applied to such body or bodies which have similar objects to the Club, provided that the payment or payments to the recipient body or bodies are approved by a simple majority of members at the subsequent meeting.

26.3 If upon the winding up or dissolution of the organisation there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed amongst the members of the organisation but shall be given or transferred to some other charitable organisation or body having objects similar to the objects of the first organisation, or for some other charitable purpose, within New Zealand

27. **CONFIDENTIALITY**

27.1 All information in any way relating to the affairs of the Club or of any Member of the Club that is received by a member is to be treated as secret and confidential. This obligation of secrecy and confidence continues indefinitely notwithstanding the termination of such Member's membership of the Club.

28. **INDEMNITY**

28.1 No legal action or other claim may be taken by any Member against any other member of the Club or Committee or officer who acts pursuant to these Rules notwithstanding any irregularity or informality occurring in any act, matter or thing done by that other member. No member of the Committee is liable for any loss or expenses of the Club or of any Member unless the loss or expense occurs as a result of willful default or dishonestly.

29. **LIABILITY OF MEMBERS**

29.1 No Member is under any liability in respect of any contract, debt or other obligation made or incurred by the Club.

30. **FINANCIAL YEAR**

30.1 The Club financial year shall run from 1 October to 30 September.

31. **INTERPRETATION**

31.1 In these Rules:

- a. words referring to persons include firms, partnerships, companies and corporations;
- a. where the context permits, words referring to the singular also refer to the plural and vice versa and words importing one gender refer to the other gender.

Resolution for changes to the Rules of the Club approved by members at the 2017 Annual General Meeting held on Thursday 12th October 2017 from 7pm in the clubrooms. These being reflect in this document.

Remove clauses 2, 7.1 (b) and 13.4 in their entirety, given the length of time that has passed since the amalgamation of the two clubs.

2. DEFINITIONS

2.1 “Original Clubs” shall mean The Hutt Valley Marist Rugby Football Club incorporated and/or The Hutt Old Boys Rugby Football Club Incorporated.

7.1 (b) For the purposes of the first meeting of the Club, those persons who are at the date of Adoption of these rules financial members of either of the original clubs.

13.4 The following rules shall apply for election of officers for the 1994 and 1995 seasons:

- a. 1 Club Captain from each of the original Clubs.
- b. 4 Committee members from each of the original Clubs
- c. The President shall not be from the same original Club as the Chairperson.

Remove the second paragraph from clause 5.1.1 as it is irrelevant and illogical.

Club Juniors and Hutt Old Boys Rugby Football Club Juniors and each junior division shall be part of the club.

Remove reference to the original clubs from clauses 8.2, 9.1, 11.2 and 13.1 given the length of time that has passed since the amalgamation of the two clubs.

- 8.2 Life membership may be conferred at any Annual General Meeting on any person who has rendered outstanding service to the Club **and/or either of the original clubs.**
- 9.1. Club Service Awards shall be awarded to those persons who have given meritorious service to the Club **and/or either of the original Clubs.**
- 11.2 A Member is not entitled to vote or take advantage of membership in any way until such Member’s subscription and/or arrears of subscription are paid **provided that 1993 membership of either the original Clubs shall entitle persons to vote at the first meeting of the Club.**
- 13.1 **At the first meeting of the Club and at every Annual General Meeting thereafter** the Club shall elect the following officers:

Add clauses 13.1 (b) and 13.1 (c) to make the positions of Secretary and Treasurer respectively elected officers of the Club by those financial members present at the Annual General Meeting.

Move clause 13.1 (b) to 13.1 (d).

Reinstate clause 19.2 to read as “All monies received by or on behalf of the Club must forthwith be paid to the credit of the Club in an account with such bank as is from time to time fixed by the Committee. All payments drawn on the account must be authorised by two of any approved authorisers agreed to by the Committee.”

Clause 26.3 - replace the word amount with amongst.

Remove clauses 4.1 (c), 13.2 (c) & (d) as the Associations are no longer in existence.

- 4.1 c) The North Island Marist Rugby Football Association
- 13.2 c. The North Island Marist Rugby Football Association
- d. The Hutt Valley Marist Sports Association (until termination of membership by the Club).