

**New Zealand Pony Clubs
Association Incorporated**

**Club Constitution
Papatoetoe Pony Club Inc**

Commencement Date: 21st November 2013

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New Zealand Pony Clubs Association Incorporated

Template Constitution for Clubs

1. Purpose of this Constitution

- 1.1 The purpose of this Constitution for Clubs is to:
- a. Provide a Club with a template Constitution so they can legally operate and flow from the NZPCA Constitution, and
 - b. Provide a template Constitution that is consistent with and in accordance with the NZPCA Constitution, and
 - c. Assist Clubs with their obligations, roles and responsibilities, and
 - d. Provide effective mechanisms for merging and winding up.
- 1.2 If a Club chooses not to adopt this template or wishes to add to it, that Club must send the proposed Constitution to the NZPCA Board, prior to approval by the Club concerned, to ensure it is consistent the NZPCA Constitution.

2. Commencement Date

- 2.0 This template shall come into force on 21st November 2013 and shall continue in force until such time as it is revoked by the Club concerned or by the Board.

3. Definitions

- 3.0 Every reference to the Constitution shall mean the NZPCA Constitution unless otherwise specified.
- 3.1 The words and phrases used in this Constitution shall have the same meaning as defined in the NZPCA Constitution, unless otherwise specified.

4. Name

- 4.0 The name of the Incorporated Society is Papatoetoe Pony Club, (an Incorporation of Auckland Area Pony Club) of the New Zealand Pony Clubs Association Incorporated.

5. Registered Office

- 5.0 The registered office of Papatoetoe Pony Club shall be at such place as determined by the Club's Committee from time to time. 2 Sutton Road Brookby, Auckland.

6. Provisions provided for in the NZPCA Constitution

- 6.0 The following provisions have been provided for in the NZPCA Constitution:
- a. **Objects** The objects of the Club must be in accordance and consistent with the Objects of NZPCA (Refer to Rule 3 of the NZPCA Constitution).
 - b. **Roles and Responsibilities**
 - i. Each Club must mirror, and will be responsible for their Roles and Responsibilities as specified in Rule 8.4 of the NZPCA Constitution.

c. **Obligations**

- i. In addition to the Club being a member under Rule 13 of the NZPCA Constitution, a Club must be consistent and in accordance with the obligations stated in Rule 8.5 of the NZPCA Constitution including:
 - (a) Be registered, and maintain registration as an Incorporated Society under the Act, with fifteen (15) or more members (of whom eight (8) are adults – eighteen (18) years of age and older), unless a transition period is agreed to with the Board to allow a Club to become Incorporated.
 - (b) All Club Committee members must be eighteen (18) years of age and older and either a Riding Member, an Adult Member, or a Life Member.
 - (c) Establish a Club Committee which comprises up to two (2) Delegates from each Branch of that Club who are eighteen (18) years of age and older, and either a Riding Member, an Adult Member, or a Life Member, or no less than 7 member if a Club without Branches.

d. **Powers**

- i. The Powers of the Club must be in accordance and consistent with the Powers of NZPCA (Refer to Rule 4 of the NZPCA Constitution).

e. **Membership**, including but not limited to the following:

- i. Categories of Members (Refer to Rule 5.1 of the NZPCA Constitution)
- ii. Members Rights and Obligations (Refer to Rule 13 of the NZPCA Constitution)
- iii. Membership and Other Fees (Refer to Rule 14 of the NZPCA Constitution)
- iv. Register of Members (Refer to Rule 8.7 of the NZPCA Constitution)
- v. Resignation and Termination of Membership (Refer to Rule 16 of the NZPCA Constitution)

(Membership) must mirror, and be carried out according to the procedures and processes set out in and including Rule 5 to Rule 16 of the NZPCA Constitution.

f. **Governance**, including but not limited to the following:

- i. Officers (the Officers are listed below under 'Management Officers')
- ii. Committee Composition and Membership
- iii. Duties and Powers of Committee Members
- iv. Committee Meetings and Procedures
- v. Appointment and Election of Committee Members

g. **Meetings of Club Members**

- i. **General Meeting**
 - (a) The Club shall, prior to the Area Annual General Meeting and before 31 May each year hold an Annual General Meeting.

- (b) All members of the Club who are eighteen (18) years of age and older and either, a Riding Member, an Adult Member or a Life Member shall be entitled to attend, but unless an appointed Branch Delegate, shall not be entitled to vote, or in the case of a Club (without Branches), all members of the Club who are eighteen (18) years of age and older, and either a Riding Member, an Adult Member or a Life Member shall be entitled to attend and vote.
- (c) The District Commissioner, the Executive Committee or upon written requisition by 50% of Delegates to the Committee convene a Special Meeting of the Club. Refer to Rule 6.1g. ii. (c) re notification of the meeting.
- (d) Notification of General Meetings - sixteen (16) days prior notice of either the Annual General Meeting or a Special Meeting of a Club (including the day of notification and of the meeting) shall be circulated to all Members eighteen (18) years of age and older, and either a Riding Member, an Adult member or a Life Member. Such notice to stipulate the time, place, date and the business of the meeting.

ii. **Committee Meetings**

- (a) Meetings of the Committee shall be held at least three (3) times a year.
- (b) Notification of Committee meetings – The Secretary shall, upon written request of not less than five (5) members of the Committee convene a meeting giving at least seven (7) days prior notice to each member of the Committee.

h. **Quorum**

- i. A Quorum for any Club Meeting (with Branches) shall be fifty per cent (50%) plus one (+1) of those eligible to attend and vote, or in the case of a Club without Branches a quorum of seven (7) of either, Riding Members, Adult Members or Life Members of the Club , who are eighteen (18) years of age and older and who are eligible to attend and vote.

i. **Voting at Club Meetings**

- i. Voting at any meeting (Committee Meeting, Annual General Meeting or Special Meeting) of the Club may be conducted by voice, show of hand, ballot or secret ballot.

ii. **General Meetings**

- (a) At any Annual General Meeting or Special Meeting of the Club (with Branches), only the duly appointed Club Delegates present at the meeting shall have a vote, or at any Annual General Meeting or Special Meeting of A Club (without Branches), all members who are eighteen (18) years of age and older and either a Riding Member, Adult Member and Life Member shall be entitled to attend and vote.

iii. **Committee Meetings**

- (a) At any Committee meeting of the club, only the duly appointed Branch Delegates present at the meeting shall have a vote, or for a Committee

meeting of a Club (without Branches) only the duly appointed Committee Members present at the meeting shall be entitled to vote.

- iv. The District Commissioner will have the casting vote at any meeting (Committee Meeting, Annual General Meeting or Special Meeting) of the Club.
- j. **Financial Year**
 - i. The financial year will begin 1 April and end on 31 March of the following year.
- k. **Anti Doping**
 - i. This process must be consistent and in accordance with Rule 30 of the NZPCA Constitution.

7. **Management Officers**

- 7.1 The Club shall be managed by a Committee elected annually at the Annual Meeting and include: General
- a. District Commissioner
 - b. Assistant District Commissioner
 - c. Secretary
 - d. Treasurer
 - e. Head Coach / Rally Coordinator
 - f. Committee Members – (no less than three (3) members)
- 7.2 Confirmation of Branch Delegates – (Clubs with Branches) – no more than two (2) Delegates from each Branch of that Club
- 7.3 An **Executive Committee** of three (3) members will be elected from the above-named Officers and Branch Delegates.
- a. The Club Committee may delegate any of its powers, duties and roles and responsibilities to the Executive Committee.
 - b. The Executive Committee may make any decisions necessary between meetings of the Club Committee, which by reason of urgency, cannot be left until the next committee meeting.
- 7.4 In addition to the above elected Officers, the following appointments are required:
- a. Authorised Person
 - b. Delegates to Area Meetings (no more than two)
 - c. Auditor/Reviewer
 - d. Cheque Signatories (minimum of two)
 - e. Delegates to NZPCA General Meetings
- 7.5 The **District Commissioner** of a Club oversees all activities and responsibilities of the Club

- a. The District Commissioner will chair all Club Meetings, may not be a Branch Delegate and may only exercise a casting vote (in the event of equality of votes).
- 7.6 The **Secretary** shall keep all books/records and correspondence of the Club, including archives, and administer the correspondence, attend meetings and record and distribute the minutes of all meetings to members. The Secretary must work in close liaison with the District Commissioner, and other members the Committee.
- a. Minutes of all meetings, whether Annual General, Special, or Committee Meeting, shall be kept by the Secretary and entered into a proper book. The minutes of the preceding meeting shall be read and confirmed at the next meeting. The Minute Book of the Club shall be open to inspection by any Riding Member, Adult Member or Life Member who is eighteen (18) years of age and older, at all reasonable times.
- 7.7 The **Treasurer** of the Club is to account for all monies received, including Membership and other fees, and expended on account of the Club, and to present an audited/reviewed Sheet and Financial Statement at the Club's Annual General Meeting.
- 7.8 The elected Secretary and Treasurer of a Club may be the same Member, so long as both the Secretary and Treasurer duties are still carried out.
- 7.9 **Head Coach:** It shall be the duty of the Head Coach to organise rallies and certificate examinations in conjunction with the District Commissioner, as well as Coaching courses, as required. A Chief Coach must liaise with the Head of the Branches.
- 7.10 **Club Delegates to Area:** A Club shall appoint no more than two (2) Delegates to represent the Club at Area Meetings
- 7.11 **Club Delegates to NZPCA General Meetings:** A Club shall appoint two (2) Delegates to represent the Club at any NZPCA General Meetings
- 7.12 **Authorised Person:** A Club shall appoint a member eighteen (18) years of age and older and either a Riding Member, an Adult Member or a Life Member, who will be responsible for and maintaining the Club's database.

8. **Common Seal**

- 8.1 The Club which is incorporated under the Incorporated Societies Act 1908 shall have a Common Seal which shall be under the control of the Secretary. The Common Seal shall be by him or her to documents (only following a resolution) only in pursuance of a resolution of the Committee of the Club, or (following) of a Special Meeting of the said Club. The Common Seal shall be affixed in the presence of two (2) members of the Committee, and the Secretary.
- 8.2 The Common Seal for a Club should be consistent and in accordance with Rule 31 of the NZPCA Constitution.

9. **New Clubs**

- 9.0 The procedure for New Clubs is specified in the General Regulations.
- 9.1 The procedure must be consistent and in accordance with the General Regulations.

10. **Alteration to Club Rules**

- 10.0 The Club may alter, rescind, or add to these rules provided however that no alteration, rescission or addition to such Rules shall be made without:
- a. Notice of the proposed alteration, rescission, or addition of a new rule, having been signed by two (2) duly appointed Officers, Riding Members, Adult Members or Life Members of the Club who are (18) years and older and deposited with the Secretary at least thirty (30) days before the Club's Annual General Meeting or Special General Meeting at which the same will be considered, and
 - b. A copy of such proposed new rule, alteration or addition having been notified to each Riding Member, Adult Member or Life Member of the Club who is eighteen (18) years of age and older, at least twenty one (21) days before the date of the Club's Annual General Meeting or Special General Meeting at which the same is to be considered, and
 - c. The sanction of 65% of those Riding Members, Adult Members and Life Members who are eighteen (18) years of age and older and who are voting in person at a Club's Annual General or Special General Meeting.
 - d. Prior approval of Inland Revenue Dept. of any alteration, rescission, or addition of the Rules pertaining to the Pecuniary Profit and/or Winding Up Clauses of these Rules.
- 10.1 No alteration, rescission or addition of the Rules shall be approved if it affects the non-profit aims, Personal Benefit Clause or the Winding Up Clause. The provisions and effect of this Clause shall not be removed from this document and shall be included and implied into any document replacing this document.

11. **Annual Report**

- 11.1 A Club shall prepare an Annual Report which contains:
- a. The audited/reviewed annual financial statements as required under the Act, and
 - b. A written report summarising the year's activities.
- 11.2 A copy of the Annual Report must be sent to the Area immediately after the Club's Annual General Meeting.

12. **Financial Reporting and Audit/Review**

- 12.0 True accounts shall be kept of all moneys received and expended by the Club and the matters in respect of which such receipts and expenditure shall take place and of the assets, credits, and liabilities of the Club in books of account which shall be kept at such place or places as the Club shall from time to time think fit.
- a. The financial size of the Club shall determine the financial reporting verification standards to be applied.
 - i. Where the Club is registered for GST (current turnover of \$60,000) or has assets greater than \$250,000, an Audit is required.

- ii. Where the Club is not registered for GST (current turnover of \$60,000) or has assets less than \$250,000, a Review is required.
- iii. At the Annual General Meeting in every year an Auditor (or Reviewer) of the financial statements shall be appointed. The Auditor (or Reviewer) shall be appointed by resolution and shall hold office for one (1) year and shall be eligible for re-appointment (the following year).
- iv. The Auditor shall carry out an Audit (or the Reviewer shall carry out a Review) of the Club's financial statements prior to the Club's Annual General Meeting, and report to members. The report shall be available for inspection at all reasonable times by any Riding Member, Adult Member or Life Member of the Branch who is eighteen (18) years of age and older.
- v. Each year, (following) after the Club's Annual General Meeting, a signed copy of the financial statements together with the Minutes of the Meeting related to it, must be sent to the Registrar of Incorporated Societies.
- vi. All cheques drawn by the Club shall be signed by any two (2) of the District Commissioner, Secretary or Treasurer, or any other Riding Member, Adult Member or Life Member of the elected Club committee who is eighteen (18) years of age and older, if the role of Secretary and Treasurer is combined. All internet banking payment transactions must be confirmed by two (2) duly appointed Committee Members.

13. Regulations

- 13.0 All NZPCA Regulations shall be binding on a Club and its members.
- 13.1 To the extent of any inconsistency between the NZPCA Regulations and the NZPCA Constitution, the NZPCA Constitution shall prevail.

14. Non Liability

- 14.0 Subject to the NZPCA Constitution being amended in due course, any membership agreement by any Riding Member, Adult Member, Life Member, Casual or Technical Member and any Person Responsible for a Horse who is eighteen (18) years of age and older will accept on agreement and declaration, that the NZPCA accepts no liability for any injury, loss or damage caused to any member, property or horse, during any pony club event or activity.

15. Indemnity and Insurance

- 15.0 Any Committee members, Officers and Employees of any NZPCA Club, shall be indemnified of any proceedings, costs and/or liabilities, as specified in Rule 35 of the NZPCA Constitution.
- 15.1 The NZPCA shall not indemnify any independent contractors.

16. Disputes and Matters Not Provided For

16.0 Disputes are defined and governed by Rule 36 of the NZPCA Constitution.

17. Liquidation, Winding Up and Merging Provisions

17.0 Liquidation: A Club may voluntarily be put into liquidation. In doing so, it must be consistent and in accordance with Rule 34 of the NZPCA Constitution.

17.1 If upon the winding up of the Club there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, such remaining property should then be vested in the New Zealand Pony Clubs Association Inc. to be distributed as it sees fit, by majority vote of the Board.

17.2 A Club may merge with another Club upon written consent by the Area and NZPCA and Clubs concerned.

18. Addition to the Constitution

18. As proposed at the AGM on 18th May 2012 and verbally agreed by Graeme Sole of the NZPCA on 16th July 2012 - Powers and Duties of Committee General Powers from Papatoetoe Pony Club Constitution 2002, specifically 2.43 (a), (b) and (c) be inserted into the 2012 Constitution.

18.0 All questions and matters brought before the General Meeting shall be decided by a majority of the votes of the Senior Members present, each member to have one vote, and in the case of an equality of votes the Chairman of the Meeting shall have a second or casting vote in addition to his vote as a Senior Member. Voting shall be by a show of hands or by ballot, as the majority of Senior Members present at the meeting may decide.

18.1 The Committee shall exercise all powers and perform all duties for which the Club has been established and shall have full power to do such things as may be incidental or conducive to the attainment of the objects of the Club.

18.2 The Committee must not enter into a major transaction unless the transaction is approved by a special resolution of Senior Members. For the purpose of this rule "Assets" includes property of any kind whether tangible or intangible. "Major Transaction" in relation to the Club means:

18.3 The acquisition of or agreement to acquire, whether contingent or not, assets to the value of which more than half the value of the Club's assets before the acquisition: or

18.4 The disposition of, or an agreement to dispose of, whether contingent or not, assets of the Club, the value of which is more than half of the Club's assets before the disposition or

18.5 A transaction that has or is likely to have the effect of the Club acquiring rights or interests or in carrying obligations or liabilities, the value of which is more than half the value of the Club's assets before the transaction.

18.6 "Special Resolution" means a resolution passed by 75% of Senior members present at a meeting of the Club.