

Hawkes Bay Poverty Bay Swimming Incorporated

Constitution and Rules

Rule 1

Name

The name shall be Hawkes Bay Poverty Bay Swimming Incorporated ("HBPB Swimming").

HBPB Swimming shall be affiliated to Swimming New Zealand (Inc) ("SNZ") as a Regional Association as defined in SNZ Constitution 2001

Rule 2

Objects

The objects of the Association are:

- (a) Such objects of SNZ as are applicable.
- (b) To support SNZ within the Hawkes Bay Poverty Bay region, to exercise the powers and privileges and to accept the obligations delegated by SNZ.
- (c) To represent the interests of the sport of swimming in the Hawkes Bay Poverty Bay region in accordance with SNZ Rules.
- (d) To engage in all matters reasonable, incidental or conducive to the attainment of the above objects and in the best interests of the sport of swimming within the Hawkes Bay Poverty Bay region.

Rule 3

Interpretation

3.1 The Rules contained in SNZ's Constitution shall be deemed to be incorporated into these Rules and any Regulations made pursuant to them so far as they are applicable.

3.2 The definitions contained in SNZ's Constitution shall be incorporated into these Rules

3.3 In these Rules:

- (a) "Swim Hawkes Bay" and "Eastland Swim" shall mean the organisations formed pursuant to Rule 23

- (b) “Club” shall mean a club or organisation, incorporated under the Incorporated Societies Act 1908 and which has become a member of HBPB Swimming pursuant to Rule 6
- (c) “Region” means the geographic area administered by HBPB Swimming as a regional association in accordance with SNZ Rules
- (d) “Management Committee” means the Management Committee of HBPB Swimming elected or appointed pursuant to these Rules
- (e) The “Technical Panel” means the panel appointed pursuant to these Rules
- (f) “Swimming year” shall mean the twelve month period between the 1st of April in one year and the 31st of March in the following year
- (g) These Rules shall be deemed to include any regulations or by-laws made pursuant to them
- (h) Words in the singular shall include the plural and vice versa
- (i) Words importing one gender shall include the other gender
- (j) References to persons shall include individuals, partnerships, firms, associations, corporations and unincorporated bodies and persons, government or quasi government or local body or municipal bodies, agencies or political subdivision of them in any case whether having separate legal personality or not.
- (k) Any obligation not to do anything includes an obligation not to suffer, permit or cause that thing to be done
- (l) Headings have been inserted for convenience only and shall not affect the construction of these Rules
- (m) Reference to a statute includes all statutes amending, consolidating or replacing the statute referred to.
- (n) References to Rules, clauses, schedules and regulations shall be construed as references to the same in these Rules.

Rule 4

Powers

HBPB Swimming shall have the following powers:

- (a) To purchase, lease, hire or otherwise acquire or to sell, lease or otherwise dispose of land, buildings and other real or personal property which HBPB Swimming may from time to time deem necessary or expedient or useful in

connection with any of HBPB Swimming's undertakings or objectives and that either alone or in conjunction with other persons, firms or corporations to build, erect alter or improve or contribute toward a trust for building erecting or improving any such building or other properties for HBPB Swimming

- (b) To control the funds of HBPB Swimming. All monies received by HBPB Swimming shall be placed to the credit of HBPB Swimming's account in a bank approved by HBPB Swimming and all disbursements of HBPB Swimming funds shall be by cheque signed by two persons appointed by the Management Committee for that purpose. No money from HBPB Swimming shall be paid out except pursuant to a resolution duly recorded in the HBPB Swimming minute book. The Secretary and/or Treasurer shall be responsible for receipting and banking all funds.
- (c) To invest any of HBPB Swimming funds in such investments or assets as HBPB Swimming may from time to time decide on.
- (d) To raise or borrow money upon any mortgage or debenture or other security charging any of the real or personal property of HBPB Swimming or any part or parts thereof and HBPB Swimming may borrow any money either by way of overdraft or otherwise without security at the discretion and upon such terms as it may from time to time decide.
- (e) To solicit and accept donations, gifts and the transfer of real or personal property whether subject to any trust or not so long as any donation, gift or transfer is compatible with the objects of the Association.
- (f) To do all such other matters and things as are within the scope of and not prohibited by these Rules or the Rules of SNZ and are in the opinion of the Management Committee conducive to the attainment of any of the objects of HBPB Swimming.

Rule 5

Registered Office

The Registered Office shall be at such place in New Zealand as the Management Committee may from time to time decide.

Rule 6

Membership

- 6.1 Membership shall be open to all clubs or other organisations within the Region which are incorporated under the Incorporated Societies Act 1908 or the Charitable Trusts Act 1957 and have an interest in the sports of pool and open water swimming and which have a bona fide membership who partake in those sports.

- 6.2 Every application for membership shall be made in writing to the Management Committee on the form prescribed and shall be accompanied by the appropriate fee and any further fee payable for affiliation to SNZ. Provided the applicant is approved by the Management Committee, the applicant shall become a Club. In the event that the Management Committee believes that it would not be in the interests of HBPB Swimming to approve any application, such application will be put before a General Meeting of HBPB Swimming, whose decision to approve or not approve such application shall be final.
- 6.3 At the same time as an application for membership is made to the Management Committee, the applicant will submit a membership return in a form and containing such information as specified by the Management Committee listing the name and address of all the applicant's members along with a true copy of the Clubs rules. As soon as membership of an applicant is approved, the Management Committee shall make a recommendation to SNZ for the Club to be affiliated to SNZ. A list of all Clubs and the names and address of all members of those Clubs will be submitted to SNZ as required by the SNZ Constitution.
- 6.4 Membership shall run from the date an applicant is admitted to membership until the completion of that swimming year. Each Club shall be entitled to automatic re-registration of its membership at the beginning of each subsequent swimming year. Within 2 months of the commencement of each swimming year Clubs will submit in the prescribed form, membership return form, audited annual financial statements and any other information that SNZ may require HBPB Swimming to obtain, and the appropriate fees.
- 6.5 HBPB Swimming will maintain a register of Club members who shall have the rights and privileges granted to such Club members pursuant to these Rules.
- 6.6 In the event that any club or organisation wishes to become a member of HBPB Swimming or to reregister its membership but is unable to provide accounts or other information required by the Management Committee pursuant to Rule 6.2 or Rule 6.3, the Management Committee may grant provisional membership to that club or organisation upon payment of the appropriate subscription or affiliation fees, pending receipt of that information. The provisional member club's members will be eligible to be registered as members pursuant to Rule 6.5. The Management Committee shall have the right to revoke the provisional membership if the club or organisation does not provide the information required within a reasonable period of time.

Rule 7

Rules and duties of Clubs

- 7.1 All Clubs shall be subject to these Rules and any Regulations or By-laws of HBPB Swimming.
- 7.2 Every Club shall be provided with a copy of these Rules free of charge. Clubs shall have the right to make as many copies of these Rules as they wish but a charge of \$5.00 shall be made for any further copies provided by HBPB Swimming.

- 7.3 HBPB Swimming will maintain a Register of all Clubs. Such Register and the register referred to in Rule 6.5 will be open for inspection during normal office hours by any Club.

Rule 8

Representation

- 8.1 Each Club shall be represented by up to four people on the basis of one representative for a Club with between twenty and fifty members, a second representative for any Club which has between fifty one and one hundred members, a third representative for any Club with between one hundred and one and one hundred and fifty members and a fourth representative for any club with over one hundred and fifty one members.
- 8.2 The representation of a Club for the purposes of voting at any General Meeting or otherwise shall be based on the number of members registered with the Club at the end of the immediately preceding swimming year and shall not alter during the course of the current swimming year if the membership of the Club increases or decreases.

Rule 9

Cessation of Membership

- 9.1 Any Club may resign from the Association by giving notice in writing to the Management Committee to that effect and shall be liable to pay all subscriptions, affiliation fees and other monies due and owing as at the date of such notice.
- 9.2 The Management Committee shall have the power to cancel a Club's membership or to impose any other sanction such as suspension or the imposition of some other form or penalty on a Club which:
- (a) Is dissolved
 - (b) Goes into liquidation
 - (c) Breaches any Rule
 - (d) Does any act to bring the HBPB Swimming or SNZ into disrepute or
- 9.3 Where the Management Committee believes that a Club should have its membership cancelled or its application to re-register declined or have imposed on it any other sanction the following process will be undergone:
- (a) The Club will be notified in writing that the Management Committee believes that it should have its membership cancelled or have a sanction imposed and

be given details of the reasons for such belief within fourteen days of the Management Committee making its decision.

- (b) The Club shall within fourteen days of receipt of the notification referred to in Rule 9.3 (a) respond to the allegations made by the Management Committee.
- (c) The Club shall have the right to respond in writing or to appear in person before the Management Committee to argue its case.
- (d) The Management Committee will consider all information submitted to it by the Club and will determine whether or not the Club's membership should be cancelled or have a sanction imposed.

In the event that the Management Committee determines to cancel the membership or to or to impose a sanction then there shall be such rights of appeal as are available for the time being under the SNZ Constitution.

9.4 The Management Committee may require any Club to withdraw its authority from any representative who:

- (a) Breaches any Rule
- (b) Does any act to bring HBPB Swimming or SNZ into disrepute or

9.5 Where the Management Committee believes that a Club is required to withdraw its authority from a representative under this Rule the following process shall be undergone:

- (a) The Club shall be notified in writing that the Management Committee believes it should withdraw its authority from the representative and be given details of the reasons for such belief within fourteen days of the Management Committee making its decision.
- (b) The Club shall within fourteen days of receipt of the notification referred to in Rule 9.5 (a) respond to the allegations made by the Management Committee.
- (c) The Club shall have the right to respond in writing or to appear in person before the Management Committee to argue its case.
- (d) The Management Committee will consider all information submitted to it by the Club and will determine whether or not the Club should withdraw its authority from the representative

In the event that the Management Committee determines the Club should withdraw its authority from the representative then there shall be such rights of appeal as are available for the time being under the SNZ Constitution.

- 9.6 Any Club or representative who has resigned or been removed pursuant to these Rules shall return to the Secretary any documents or papers which they may have acquired as a right of privilege of membership and also any property belonging to HBPB Swimming.

Rule 10

Fees

- 10.1 Each Club shall pay to HBPB Swimming such subscription or affiliation fees as are approved from time to time by a General Meeting of HBPB Swimming together with any affiliation fees payable in accordance with SNZ Rules.
- 10.2 Only Club members registered pursuant to Rule 6 and who have complied with these Rules in all respects, shall be entitled to enter any competition sanctioned by SNZ or HBPB Swimming
- 10.3 A Club which has failed to pay its subscription or any other payments due or who is otherwise in breach of any of these Rules or SNZ Rules shall be excluded and its members shall be excluded from any HBPB Swimming activity for so long as that default shall continue. In any such case however HBPB Swimming may, by special resolution passed by a simple majority of the HBPB Swimming delegates present at the meeting at which the matter is considered, grant an extension of time to such Club to rectify such default if the circumstances appear to warrant such a course.
- 10.4 Each Club shall provide HBPB Swimming with a list of any of its members who are in default in payment of any subscription or any other money owing to that Club for presentation at the Annual General Meeting and may update that list from time to time.

Rule 11

Funds and Properties

- 11.1 The funds, properties and assets of HBPB Swimming shall be under the control of the Management Committee without reference to a General Meeting of Clubs except in the case of the winding up of HBPB Swimming. PROVIDED THAT should the Management Committee wish to enter any transaction which would involve the use of more than half of HBPB Swimming's funds for the time being, approval shall first be obtained from HBPB Swimming at a General Meeting.
- 11.2 The Management Committee may from time to time specify that a levy be paid to HBPB Swimming for any specific purpose required by HBPB Swimming in order to fulfill its function. PROVIDED THAT if the Management Committee wishes to impose any charge greater than \$15.00 per swimmer then approval must be obtained from HBPB Swimming at a General Meeting.

Rule 12

Transfers

- 12.1 Once a swimmer has been registered as a member of a Club in the records of HBPB Swimming then that member shall not represent any other Club during the current swimming year unless HBPB Swimming has approved the transfer of that member.
- 12.2 Any member of any Club wishing to transfer to another Club shall make application to HBPB Swimming in writing and HBPB Swimming shall have the discretion to grant or refuse such transfer. No such transfer will be approved unless SNZ Rules have been complied with in all respects.
- 12.3 An application for transfer shall be accompanied by the fee specified from time to time by a General Meeting or as fixed by SNZ.
- 12.4 Upon receipt of an application for a transfer by HBPB Swimming, notice of such application will be given to the Club which the member swimmer proposes to leave and to the Club which the member swimmer proposes to join. Both Clubs shall be entitled to make such submissions or representations to HBPB Swimming within fourteen days of receipt of such notice but neither Club shall be entitled to vote on the application.
- 12.5 A temporary transfer may be granted to any swimmer who has formerly been a member of a Club in the HBPB Swimming region who wishes to return for any period up to sixteen weeks and compete in HBPB Swimming championships, so long as they have previously been a member of a Club for at least one financial year and are currently registered with another SNZ affiliated association.
- 12.6 Fees for any such temporary transfer will be fixed from time to time by a General Meeting.

Rule 13

Officers

- 13.1 The Officers of HBPB Swimming shall be:
- (a) Patron
 - (b) Vice Patron
 - (c) President (who shall be chairperson of HBPB Swimming at any General Meeting and of the Management Committee)
 - (d) Two Vice Presidents, one representing Poverty Bay and one representing Hawkes Bay.
 - (e) Secretary
 - (f) Treasurer (which function may be combined with that of Secretary)

- (g) Two Selectors, one representing Poverty Bay and one representing Hawkes Bay.
- (h) Registrar
- (i) Recorder
- (j) Four Management Committee members, two appointed by Eastland Swim and two by Swim Hawkes Bay.
- (k) A representative from Swim Coaches and Teachers (SCAT) Hawkes Bay / Poverty Bay

13.2 A suitably qualified Honorary Solicitor and Honorary Auditor shall be appointed.

13.3 An Administrator be appointed to carry out the duties of the Secretary/Treasurer.

Rule 14

Management Committee

- 14.1 The Management Committee shall consist of six members - the President of HBPB Swimming, two members appointed by Eastland Swim, two members by Swim Hawkes Bay and a representative from SCAT.
- 14.2 Members of the Management Committee shall be representatives of Clubs appointed under Rule 8.1. Should any Management Committee member cease to be a representative of a Club pursuant to sub Rule 9.5, they shall immediately cease to be a member of the Management Committee.
- 14.3 The President, Secretary, Treasurer, Selectors and any Life Members of HBPB Swimming shall have the right of entry free of charge to any swimming meeting conducted under the auspices of HBPB Swimming or of any Club within HBPB Swimming's district when held under the SNZ Rules.

Rule 15

Chairman

At all meetings of the Management Committee, the Chairman shall take the chair and in the absence of the Chairman an acting chairman shall be elected from the members of the Management Committee present. The Chairman for the time being of any meeting shall have a deliberative as well as a casting vote in the case of an equality of votes.

Rule 16

Quorum

Four elected members shall be a quorum at all meetings of the Management Committee.

Rule 17

Casual vacancy on Management Committee

Any casual vacancy on the Management Committee may be filled by the Management Committee in a manner consistent with Rules 14.1 and 14.2 and the person so appointed shall hold office until the next Annual General Meeting of the Association.

Rule 18

Absence from Management Committee

Any Management Committee member absent for three successive meetings of the Management Committee without leave of absence shall at the discretion of the Management Committee cease to be a member.

Rule 19

Sub-committees

The Management Committee or HBPB Swimming in General Meeting may from time to time set up any committee or sub-committee to exercise such powers as may be delegated to it by the Management Committee or HBPB Swimming in General Meeting. The members of such committee or sub-committee shall be appointed by the Management Committee or HBPB Swimming in General Meeting and may be members of the Management Committee, Clubs or other interested persons. The Management Committee or HBPB Swimming in General Meeting will nominate the rights and powers that such committee or sub-committee shall have from time to time.

Rule 20

Power of Management Committee

The Management Committee shall have the obligation to further the objects of HBPB Swimming and advance the interests of all Clubs and in so doing shall have power to exercise all the powers of HBPB Swimming, save and except such powers as shall be exercised only by the Association in General Meeting. At all times the Management Committee shall act in the best interests of HBPB Swimming and the sport of swimming in general.

Rule 21

Secretary

The Management Committee shall appoint a Secretary who may or may not be the secretary elected for HBPB Swimming and may or may not be an elected member of the Management Committee. If the Secretary is not an elected member of the Management Committee, he shall not have any right to vote at Management Committee meetings.

Rule 22

Regulation of Management Committee

The Management Committee may regulate its own procedure not inconsistently with these Rules.

Rule 23

Delegation

- 23.1 HBPB Swimming may delegate certain of its administrative and control functions and powers to local organisations set up for the purpose.
- 23.2 In particular, two organisations will be formed, to be known as Eastland Swim and Swim Hawkes Bay respectively.
- 23.3 Eastland Swim will generally be responsible for organising swimming within the Wairoa/Gisborne area and Swim Hawkes Bay will be responsible for organising swimming within the Napier/Hastings/Central Hawkes Bay area.
- 23.4 HBPB Swimming will from time to time direct and advise Eastland Swim and Swim Hawkes Bay of what administration powers and functions they have and what obligation they are expected to fulfill but at all times they will abide by the directions of HBPB Swimming.

Rule 24

Life Membership and Blazer Committee

- 24.1 HBPB Swimming shall have a Life Membership and Blazer Committee, the members of which will be elected at the Annual General Meeting and shall consist of:
 - (a) One Life Member of HBPB Swimming.
 - (b) Two service award holders of HBPB Swimming
 - (c) The President for the time being.
- 24.2 If a position on the Committee becomes vacant, the Management Committee shall appoint a member with appropriate qualifications to serve until the next Annual General Meeting.

- 24.3 The Life Membership and Blazer Committee shall have the following responsibilities:
- (a) To award life membership and other awards
 - (b) To strictly control the status of awards
- 24.4 The Life Membership and Blazer Committee may regulate its own procedure not inconsistently with these Rules but shall at all times act in accordance with the direction of the Management Committee and HBPB Swimming in making any decisions. A specific set of Rules and Directions will be provided to the Committee governing its responsibilities and the rules applicable to the particular awards specifying such things as eligibility and how such awards shall be allocated.
- 24.5 The Life Membership and Blazer Committee shall prepare detailed recommendations for the award of life membership, service awards, honors to service award and official awards to the Annual General Meeting in each year for approval.

Rule 25

Common Seal

- 25.1 The Common Seal of HBPB Swimming shall be that adopted by the Management Committee who shall be responsible for the safe custody and control of it.
- 25.2 Whenever the Common Seal of HBPB Swimming is required to be affixed to any deed, document or other instrument, the Seal shall be affixed pursuant to a Resolution of the Management Committee or of a General Meeting of HBPB Swimming, by any two members of the Management Committee or one such member and the Secretary.

Rule 26

Annual General Meeting

The Annual General Meeting of HBPB Swimming shall be held no later than the 31st day of July in each year upon a date and at a time and place to be fixed by the Management Committee for the following purposes:

- (a) to receive from the Management Committee a report and audited balance sheet and statement of accounts for the preceding year;
- (b) to elect the Management Committee and the officers of HBPB Swimming for the ensuing year;
- (c) To elect the Life Membership and Blazer Committee
- (d) To confirm life membership awards, service awards, honours to service awards and official awards as recommended by the Life Membership and Blazer Committee.

- (e) To approve subscriptions, affiliation fees, transfer fees and any levies as recommended by the Management Committee;
- (f) to appoint an honorary Solicitor and an honorary Auditor both of who shall have appropriate qualifications.
- (g) consider and conduct such other business as may properly be brought forward.

All business other than that set out in paragraphs 26(a), (b), (c), (d), (e) and (f) shall be deemed to be special business of which notice must be given to Clubs in the notice calling the meeting.

Rule 27

Notice of Annual General Meeting

HBPB Swimming shall cause at least 30 days notice in writing to be given to Clubs of the holding of any Annual General Meeting, by letter posted to such Clubs by ordinary post and the Management Committee may in addition and at its discretion, advertise the holding of such meeting in any newspaper circulating in the district where the meeting is to be held.

Rule 28

Voting

At all meetings, voting shall either be by ballot, show of hands or voices depending on the wishes of the meeting. Scrutineers to supervise voting shall be appointed at the commencement of the meeting.

Rule 29

Special General Meetings

Special General Meetings of HBPB Swimming may be called at any time by the Management Committee and shall be called by the Secretary upon the requisition in writing of at least three Clubs stating the purpose for which the meeting is required.

Rule 30

Notice of Special General Meeting

The Secretary shall give at least 30 days notice to all Clubs of the holding of a Special General Meeting by letter and such notice shall specify the nature of the business to be transacted and no other business than so specified shall be transacted.

Rule 31

General Meeting

At all General Meetings of HBPB Swimming, the President, or in his absence either of the Vice-Presidents (to be selected by the toss of a coin if both are available), shall take the chair and if all three shall be absent, a Chairperson shall be appointed from the floor at such meeting. The Chairperson for the time being of the meeting, shall not have a deliberative vote but shall only have a casting vote in the event of an equality of voting.

Rule 32

Procedure at meetings

- 32.1 Each Club shall be entitled to be represented at a General Meeting by its representatives, and Clubs shall only be entitled to vote by their representatives. Each representative of a Club shall have one vote to be exercised personally. No proxy votes shall be permitted.
- 32.2 The quorum at any General Meeting shall be three-fifths of the Clubs or their representatives as are entitled to attend a General Meeting.
- 32.3 If within half an hour of the time appointed for the commencement of the General Meeting, a quorum is not present, the meeting shall stand adjourned to a date within fourteen days of such meeting and if at the adjourned meeting a quorum is not present, then the meeting shall lapse.

Rule 33

Majority vote

Save where otherwise provided in these Rules any motion submitted to a meeting shall be deemed to be carried if the majority of the representatives of the Clubs present in person and entitled to vote, vote in favour of the motion.

Rule 34

By-Laws and Regulations

HBPB Swimming may from time to time by resolution at a General Meeting make, or amend or rescind by-laws not inconsistent with these Rules governing procedure at meetings and may also make, amend, or rescind by-laws, standing orders and regulations for the internal management of HBPB Swimming.

Rule 35

Management Rules Relating to Competitions

- 35.1 HBPB Swimming may from time to time by resolution at a General Meeting make, amend or rescind rules or regulations for the management of competitions to be run for the benefit of Clubs. Any such rules or regulations shall be consistent with and comply with the provision of the rules and regulations of SNZ for the time being.
- 35.2 The Management Committee shall be responsible for the administration of those rules and shall have the power to decide how any particular rule is interpreted and to decide any dispute between Clubs or otherwise in relation to those rules.
- 35.3 The Management Committee shall also be responsible for administering all SNZ rules and regulations and shall do so in compliance with any obligations imposed on it by SNZ rules.

Rule 36

Personal Benefit

No Club (or person associated with a Club) shall derive any income, benefit or advantage from HBPB Swimming where they can materially influence the payment of income, benefit or advantage except where that income, benefit or advantage is derived from professional services to HBPB Swimming rendered in the course of business and charged at no greater than current market rates, or interest on money lent at no greater rates than current market rates.

Rule 37

Alteration of Rules

- 37.1 These Rules may be altered, added to or rescinded or otherwise amended by a resolution passed by a three-fourths majority of those present at a General Meeting of which thirty days' notice has been given.
- 37.2 Every such notice shall set forth the purport of the proposed alteration, addition, rescission or other amendment.
- 37.3 Duplicate copies of every such alteration, addition, rescission or amendment shall forthwith be delivered to the Registrar of Incorporated Societies in accordance with the provisions of the Incorporated Societies Act 1908.
- 37.4 No addition to or alteration of the non-profit objectives or personal benefit Rule or the liquidation Rule shall be made without the prior approval of the Department of Inland Revenue. This Rule shall not be removed from this Constitution and Rules and shall be included in any document replacing this document.

Rule 38

Liquidation of HBPB Swimming

