



Wellington North Badminton Association

Rules

1 DESCRIPTION

- 1.1 The name of the incorporated society is “WELLINGTON NORTH BADMINTON ASSOCIATION INCORPORATED” (WNBA).
- 1.2 WNBA shall have a common seal. The Executive Committee shall determine when and by whom the common seal is to be used and make provision for its safe custody.

2 OBJECTS

- 2.1 The purpose of WNBA is: “To support, strengthen and promote badminton in our community”.
- 2.2 In order to satisfy the purpose WNBA will:
 - 2.2.1 Develop and maintain structured badminton organisations and events;
 - 2.2.2 Collaborate with like-minded organisations; c) Support representative badminton teams and players;
 - 2.2.3 Encourage and develop badminton coaches and officials;
 - 2.2.4 Belong to the recognised national badminton organisation;
 - 2.2.5 Provide and maintain a suitable venue specifically designed for playing badminton;
 - 2.2.6 Settle questions or disputes on any matter relating to badminton which may be submitted to WNBA for its adjudication;
 - 2.2.7 Invest any of the WNBA funds in such investments or assets as the Executive Committee determines;
 - 2.2.8 Do all such other lawful things conducive to the purpose of WNBA.

3 MEMBERSHIP

- 3.1 The membership of WNBA (collectively called WNBA Members) shall comprise:
 - 3.1.1 a) Life Members;
 - 3.1.2 Ordinary WNBA Members;
 - 3.1.3 Affiliated groups.
- 3.2 Membership of WNBA shall not confer on any WNBA Member any privilege or any estate or proprietary right, interest or share in any funds or property of WNBA nor shall any WNBA Member be personally liable for any of the liabilities of WNBA.
- 3.3 Ordinary and affiliated group membership of WNBA shall end on 28 February each year or such other period as the Executive Committee may determine. Ordinary and affiliated group membership ceases at this date until the person or group becomes a WNBA Member for the next period. WNBA Members retain voting rights at the subsequent AGM.
- 3.4 Persons and groups become WNBA Members by:

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- 3.4.1 Completing and submitting the membership application form to the Executive Committee; and
 - 3.4.2 Payment of the membership fee; and
 - 3.4.3 Acceptance of membership by the Executive Committee. The Executive Committee has the right to decline membership and the decision shall be final.
- 3.5 The Executive Committee will establish the membership and supplementary fees each year. Fees will be determined by the Executive Committee.
- 3.6 The Executive Committee shall maintain a register of WNBA Members.
- 3.7 Life Members
- 3.7.1 Any person who has given meritorious service to WNBA for a period of 10 years or more shall be eligible to be elected as a WNBA Life Member.
 - 3.7.2 Life Members may only be elected at a General Meeting.
 - 3.7.3 Any WNBA Member may nominate a person for consideration as a Life Member by sending a request in writing to the Executive Committee. If the Executive Committee approves the nomination it will be included for consideration at the next General Meeting.
 - 3.7.4 Life Members are entitled to membership without payment of the membership fee and other supplementary fees as determined by the Executive Committee.
- 3.8 A WNBA Member may resign their membership by advising the Secretary. Any refund in fees will be at the discretion of the Executive Committee.
- 3.9 The Executive Committee may terminate membership of a WNBA Member who has acted unlawfully; breached these rules or wilfully damaged WNBA property. The WNBA Member may appeal the decision by writing to the Executive Committee within 14 days of the decision. On receipt of the appeal the Executive Committee will determine the process and decide, by a majority vote, as to whether the termination is to stand or whether to reinstate the WNBA Member. The Executive Committee will communicate this decision to the affected person in writing. The Executive Committee's decision shall be final and binding on the parties and shall not be subject to any review or challenge.

4 THE EXECUTIVE COMMITTEE

- 4.1 The Executive Committee is responsible for the affairs of WNBA.
- 4.2 The Executive Committee shall consist of the President, Secretary and Treasurer and four (4) additional members.
- 4.3 At least five (5) members of the Executive Committee shall be WNBA Members (except for the period between 28 February and the following AGM). Affiliated groups shall not be entitled to representation on the Executive Committee unless appointed in accordance with clause 4.4.
- 4.4 The Executive Committee may co-opt up to three people to be members of the Executive Committee to fill any vacancies.
- 4.5 Election of Members to the Executive Committee:
 - 4.5.1 Nominations for Executive Committee members shall be submitted to the Secretary (in a manner prescribed by the Executive Committee) no later than fourteen (14) days prior to the Annual General Meeting.

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- 4.5.2 The nominations shall be sent to all WNBA Members no later than twelve (12) days prior to the AGM.
- 4.5.3 In the event of the number of nominees being equal to, or less than, the number of Executive Committee vacancies, those persons whose nominations were correctly submitted to the Secretary shall be automatically elected.
- 4.5.4 Nominations from the floor at an AGM shall not be accepted.
- 4.6 The term of office for all Executive Committee members shall be until the next AGM unless the member resigns or is removed in accordance with Rule 4.7.
- 4.7 Removal of a Member of the Executive Committee:
 - 4.7.1 If the Executive Committee determines that a member of the Executive Committee has brought the game and/or WNBA into disrepute, a Special General Meeting will be held to determine whether that member is to be removed from the Executive Committee.
 - 4.7.2 The affected member shall be given not less than fourteen (14) days' notice of the Special General Meeting.
 - 4.7.3 The affected member shall be given the opportunity prior to, and at, the SGM to make submissions in writing and/or verbally to the Members about the proposed resolution.
- 4.8 The Executive Committee shall have the power to:
 - 4.8.1 Fill any vacancies on any committees or groups which are established by it.
 - 4.8.2 Develop and implement strategies, policies and procedures for the administration, promotion and development of the game of badminton at all levels within the community.
 - 4.8.3 Deal with all or any part of the real and personal estate of WNBA, or in which WNBA has or may have hereafter any beneficial interest, subject to the provisions of Rule 6.3.
 - 4.8.4 Invest the monies of WNBA not immediately required in such manner as from time to time may be determined by the Executive Committee.
 - 4.8.5 Establish and delegate such powers as it considers appropriate and establish such other committees and groups as it considers appropriate to assist it to carry out its responsibilities.
 - 4.8.6 Engage or terminate, and determine the terms and conditions of, contractors or paid employees.
 - 4.8.7 Oversee the financial management of WNBA ensuring that proper accounts of all income and expenditure are kept, and that annual financial statements are prepared and reviewed.
 - 4.8.8 Enforce the Constitution for WNBA and discipline Members.
 - 4.8.9 Resolve and determine any disputes or matters not provided for in these rules.
 - 4.8.10 Do all other acts and things which are within, or ancillary to, the WNBA Rules and which the Executive Committee considers appropriate.
- 4.9 Meetings of the Executive Committee:
 - 4.9.1 The Executive Committee shall meet a minimum of six (6) times per year, at such places and times, and in such manner, as it shall determine.
 - 4.9.2 The Executive Committee shall determine who shall chair the meetings.

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- 4.9.3 A resolution in writing, dated and signed or assented to by hardcopy or electronic communication by at least four (4) members of the Executive Committee shall be as valid and effectual as if it had been passed at a meeting of the Executive Committee. All members of the Executive Committee must have been given appropriate notification of the resolution for it to be valid.
 - 4.9.4 Each member of the Executive Committee shall have one vote at Executive Committee Meetings. All decisions and resolutions of the Executive Committee shall be determined by a vote of a majority of members of the Executive Committee present at an Executive Committee Meeting. Voting may be verbal, by show of hands, or secret ballot (if requested by any member of the Executive Committee). The Chair shall have the casting vote.
 - 4.9.5 Five (5) members of the Executive Committee shall constitute a quorum.
 - 4.9.6 The Executive Committee shall keep the WNBA Members informed of its business. It shall make the minutes of its meetings available to members upon request.
- 4.10 A member of the Executive Committee who is absent from two consecutive Executive Committee Meetings, without prior notification or without reasonable explanation, shall be deemed to have vacated their office as a member of the Executive Committee.

5 5. GENERAL MEETINGS

- 5.1 A general meeting shall be held each year on, or between, the dates of 28th February and 30th April.
- 5.2 The business of the Annual General Meeting shall be to:
 - 5.2.1 Consider minutes of previous General Meetings not previously confirmed;
 - 5.2.2 Receive the Annual Report and the reviewed financial statements;
 - 5.2.3 Elect the members of the Executive Committee;
 - 5.2.4 Elect Life Members who have been approved by the Executive Committee;
 - 5.2.5 Consider and vote on any motion for which due notice has been given.
- 5.3 The Chair of the meeting shall be the President or his/her nomination from the Executive Committee.
- 5.4 Notice of general meetings shall be provided to WNBA Members at least 14 calendar days prior to the meeting date. This notice shall include the agenda for the business to be transacted.
- 5.5 Business of which due notice has not been given may be dealt with provided that the consent of not less than 75% of the votes cast at the meeting support the same.
- 5.6 A Special General Meeting may be held on a signed requisition from the Executive Committee or from not less than 25% of WNBA Members. Any such requisition shall state the business to be brought forward to the meeting. The meeting shall be called, by notice to all WNBA Members, within one month of the receipt of the notice.
- 5.7 All WNBA Members in attendance are permitted to move and second motions and to vote. All persons present, with the consent of the Chair, are permitted to speak. Each WNBA Member present is entitled to one (1) vote.)

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- 5.8 No proxies are permitted at general meetings.
- 5.9 Voting shall be decided by hands, or by secret ballot if requested by any WNBA Member.
- 5.10 The quorum at a general meeting shall be fifteen (15) WNBA Members.

6 FINANCE, ANNUAL REPORT AND REVIEW

- 6.1 The financial year of WNBA commences on 1 January of every year and ends on 31 December of the same year.
- 6.2 All moneys of WNBA shall be paid into such bank as the Executive Committee may from time to time determine.
- 6.3 The Executive Committee shall determine the procedures for the payments of accounts including the setting of rules for the operation of the bank accounts and the authorisation of payments. WNBA may borrow money and provide security for that borrowing if agreed to by the Executive Committee.
- 6.4 WNBA shall appoint an accountant to review the annual financial statements of the Society (“the Reviewer”). The Reviewer shall conduct an examination with the objective of providing a report that nothing has come to the Reviewer’s attention to cause the Reviewer to believe that the financial information is not presented in accordance with the Society’s accounting policies. The Reviewer must be a suitably qualified person, preferably a member of the New Zealand Institute of Chartered Accountants, and must not be a member of the Committee, or an employee of the Society. If the Society appoints a Reviewer who is unable to act for some reason, the Committee shall appoint another Reviewer as a replacement. The Committee is responsible to provide the Reviewer with:
 - 6.4.1 Access to all information of which the Committee is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters.
 - 6.4.2 Additional information that the reviewer may request from the Committee for the purpose of the review; and
 - 6.4.3 Reasonable access to persons within the Society from whom the reviewer determines it necessary to obtain evidence.
- 6.5 Copies of the Annual Report, Statement of Financial Performance and Statement of Financial Position shall be made available to all WNBA Members seven (7) days prior to the AGM.

7 NOTICES

- 7.1 Any notice required to be given to any WNBA Members, or other person entitled to any notice, shall be deemed to have been duly delivered if sent to the latest known email address and a hard copy will be posted on the WNBA notice board.

8 AMENDMENTS TO THE RULES

- 8.1 These Rules may be amended or replaced by resolution of a General Meeting passed by at least 60% of those WNBA Members present and voting.
- 8.2 Any proposal to amend or replace these Rules shall be signed by at least five (5) WNBA Members and handed in writing to the Secretary at least one (1) month before the General Meeting at which the motion is to be considered
- 8.3 Any such proposal shall include a written explanation of the reasons for the proposed changes.

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8.4 The Executive Committee shall ensure that the amended Rules are duly filed with the Registrar of Incorporated Societies.

9 DISSOLUTION

9.1 A majority of those eligible to vote may, at a Special General Meeting convened for the purpose, resolve that WNBA be dissolved.


9.2 On dissolution, any funds and/or property of WNBA remaining after discharge of all WNBA liabilities shall be passed into the custody of an organisation with similar objectives to WNBA.

10 INTERPRETATION OF THE RULES

10.1 Any question not provided for in these Rules and any question arising as to interpretation shall be decided by the Executive Committee.

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Amendments

Date of Revision	Summary of Revision	Authorised by WNBA President
9/8/16	General revision of previous rules dated 9/5/85. Incorporates changes to the status of clubs, members, size and composition of the committee.	
15/3/17	Addition of affiliated group membership. Removal of nominations from the floor at general meetings. Removal of the word "audit from various clauses as suggested by the Companies Office. "recognised national badminton organisation" replaced with "organisation with similar objects to WNBA" as suggested by the Companies Office.	