



WAIKATO TRAMPING CLUB (INC)

CONSTITUTION

Amended 7 April 2021

1. NAME

The name of the club shall be The Waikato Tramping Club (Inc.)

2. INTERPRETATION:

In this constitution unless a contrary intention appears:

"Club" means The Waikato Tramping Club (Inc.);

"General Committee means the General Committee for the time being appointed under clause 14 of this constitution;

"Year" means the financial year of the club.

Words importing the singular number shall include the plural and vice versa.

3. OBJECTS:

- (a) To encourage walking, tramping, climbing, mountaineering, skiing and other outdoor experiences in New Zealand.
- (b) To protect native flora and fauna and the natural features of the country.
- (c) To arrange trips in the Waikato and other districts.
- (d) To assist in the formation of new and help in the upkeep of existing and future tracks and routes.
- (e) To obtain and provide equipment for existing huts and for their extension and to help provide new huts and generally to procure and provide facilities and accommodation for club members.
- (f) To acquire real and personal property for the purpose of the club and to dispose of property no longer required.
- (g) To act in co-operation with the Government or Local Bodies or with any other club, committee, society or institution for the promotion of the above objects.
- (h) In construing the foregoing objects, the construction of any clause shall not be limited or restricted by reference to any other clauses.

4. MEMBERSHIP:

All persons whose names were subscribed on or before the first day of June 1950 shall, subject to the payment of their subscriptions, be members of this club.

5. **EVERY** candidate for membership shall be proposed by one and seconded by another member of the club and may be elected to membership by the votes of two-thirds of those present and voting at a meeting of the Tramping or Ski committees for Tramping and Ski members respectively.

6. CATEGORIES OF MEMBERSHIP:

6.1. Membership shall consist of the following categories:

- (a) Senior Tramping Member – a person over the age of 18 years,
- (b) Junior Tramping Member – a person who is under 18 years,
- (c) Senior Ski Member – a person who is over the age of 18 years,
- (d) Junior Ski Member – a person who is under the age of 18,
- (e) Associate member – a member who pays a reduced subscription rate and receives a bulletin only. This member pays non-member rates for trips and hut fees.

6.2. Voting rights are available to members in senior and junior categories only.

7. **THE** Secretary shall send to each newly elected member written notice of his or her election, and upon payment of his or her entrance fee (if any) and first subscription, he or she shall become a member of the club.

8. **THE** General Committee by a unanimous vote in favour may elect to life membership a member who has made an outstanding contribution to the club. A life member and his or her partner shall not be liable for payment of the annual subscription.

9. JOINING FEE:

The members may at any general meeting impose such entrance fee as they may from time to time determine. A member of one section of the Club can apply for and join the other section without being liable for another joining fee.

10. SUBSCRIPTION

The annual subscription to be paid by each member shall be determined by a general meeting and may be altered at any subsequent general meeting, the notice of which shall have specified the proposed alteration, but nothing in this clause shall prohibit the amendment by the general meeting of any proposal which has been specified.

11. DEFAULT IN PAYMENT OF SUBSCRIPTION:

If any member shall fail to pay his or her annual subscription within 3 months of the subscription notice being sent, his or her membership is terminated. But if that member does subsequently pay the subscription before the end of that financial year, he or she will be reinstated and not required to pay a joining fee.

12. RESIGNATION:

Any member may resign his or her membership by giving to the secretary notice in writing to that effect, but he or she shall remain liable for any subscription due.

13. EXPULSION:

The General Committee may expel from membership any member willfully disobeying this constitution or rules of the club or who may be guilty of any conduct rendering him or her unfit, in their opinion, to be a member of the club, provided that, before expelling him or her, the General Committee shall call upon him or her and advise that the General Committee is proposing to expel him or her and request an explanation of his or her conduct and offer a verbal hearing.

14. GENERAL COMMITTEE

The entire management of the Society and its assets shall be deputed to a General Committee consisting of a President, a Vice President representing Tramping subsection, a Vice President representing Ski subsection, Secretary, Treasurer, three (3) other members representing Tramping sub-committee, three (3) other members representing Ski sub-committee and immediate past President as per clause 15.

The General Committee may delegate aspects of management of the club to two sub-committees, covering tramping activities and skiing activities respectively, with the latter sub-committee also managing Waikato Hut, the Club's Lodge on Mount Ruapehu. The General Committee shall in such case retain oversight of both sub-committees. The tramping sub-committee shall have a Chairperson and a tramping captain, both subject to clause 16 and 5 more members appointed by the General Committee. The ski sub-committee shall have a Chairperson and a Ski captain, both subject to clause 16 and 5 more members appointed by the General Committee.

15. PRESIDENT

The office of president may be held by the one person for not more than three (3) consecutive years and after being out of such office for one (1) year, such person shall be eligible for re-election as president. If the retiring president is not re-elected president, they shall automatically be immediate past president for one year and sit on the General Committee.

16. NOMINATIONS:

Nominations of candidates for General Committee, plus Chairpersons and Club Captains of both Tramping and Ski Sub-Committees shall be in writing, with the consent of the nominee, and shall be in the hands of the secretary at least twenty-one (21) days before the annual general meeting. The secretary shall post a list of such nominations to members with the notice calling the annual general meeting. In the case of no nomination being received for any office, the annual general meeting may elect a member to fill the same. Any unsuccessful candidate for a special office is eligible for nomination for all other offices. All retiring members shall be eligible for nomination for re-election, subject to the limitation imposed by Rule 15. The General Committee is empowered to fill any casual vacancy occurring during the year.

17. MEETING OF GENERAL COMMITTEE:

A meeting of the General Committee may be called at any time by the president or secretary and shall be called within seven (7) days of the receipt by the secretary of a requisition signed by not less than three (3) members of the General Committee.

18. NOTICE OF MEETING:

Notice of any meeting shall be given to every member of the General Committee by posting or emailing to him or her at least forty-eight (48) hours before the time appointed for the meeting, a memorandum of the time and place of such meeting.

19. In an emergency, the president or secretary may call a meeting of the General Committee with such notice as is appropriate to the occasion but the resolutions of any such meeting shall be subject to ratification at the next meeting of the General Committee called as prescribed in Clause 17.

20. QUORUM:

At each meeting of the General Committee, Tramping sub-committee and Ski sub-committee five shall constitute a quorum and the chairman shall have a deliberative and casting vote. **The president shall be entitled to be chairperson at meetings of the General Committee; if the president is not present, the meeting shall elect another chairperson.**

21. DEPUTIES AND AUXILLIARY OFFICERS:

The General Committee shall be empowered to depute any part of its authority to such members of the club as it may from time to time appoint to auxiliary office or a sub-committee.

22. ANNUAL GENERAL MEETING:

The annual general meeting shall be held on some day in March, April **or May**, as fixed by the General Committee.

23. EXTRAORDINARY GENERAL MEETINGS:

The General Committee may at any time and shall within fourteen (14) days after the requisition in writing of at least five (5) members (which requisition shall set out in form of resolutions the business proposed to be transacted at such meeting), convene an extraordinary general meeting for any specific purpose or purposes.

24. NOTICE OF GENERAL MEETING:

The secretary shall at least seven (7) days before any general meeting, send to every member at his or her email or postal address in the club books, a notice stating the purpose of the meeting and the time when and the place where it will be held within 10km of Hamilton's CBD.

25. PROCEDURE AT GENERAL MEETINGS:

At all general meetings the chair shall be taken by the president if present; failing him by one of the vice presidents if present chosen by the meeting; failing them by any member of the General Committee chosen by the meeting; and failing them by any member chosen by the meeting. Every member shall have one vote and in the case of equality of votes, the chairman shall have a second or casting vote. Voting shall be by voice, but if any member present desires, the chairman shall call for a division which shall be indicated by a show of hands; or, if the meeting so desires, by ballot, in which case two scrutineers shall be appointed.

26. QUORUM:

The quorum at a general meeting shall be a number equal to 10% of the paid members of the total Club at the date of the general meeting.

27. ALTERATION OF CONSTITUTION:

This constitution may be repealed, replaced, altered or added to by a resolution at a general meeting, the notice of which shall have specified the details of the proposed repeal, alteration or addition, but nothing in this clause shall prohibit the amendment by the general meeting of any proposal, which has been specified in the notice.

28. DUTIES OF SECRETARY:

The secretary shall keep and have the custody of: -

- (1) A minute book or electronic record containing full and correct minutes of all meetings.
- (2) A register showing the names and postal and or email addresses of members and the dates at which they became members.

29. DUTIES OF TREASURER:

The treasurer shall keep such books of account that the General Committee may from time to time require and shall keep all entries in such books properly up to date.

30. BANK ACCOUNT:

The funds of the club shall be lodged with such bank or banks as the General Committee may determine and two or three members, including the treasurer, shall together be authorised to operate thereon. The bank passbooks and statements, together with the club books of account shall be produced by him or her as required by the General Committee.

31. FINANCIAL YEAR:

The financial year of the club shall end on the thirty-first day of December, at which date, accounts shall be balanced.

32. REVIEWING OF ACCOUNTS:

A suitably qualified person shall be elected at the annual general meeting to provide an assurance review of the accounts and any vacancy occurring in this position during the year shall be filled by another suitably qualified person appointed by the General Committee. The person so qualified may not simultaneously be a General Committee member.

33. BALANCE SHEET:

A statement of income and expenditure and a balance sheet shall be prepared, reviewed and presented at the annual general meeting. A copy shall be made available for inspection by members at any time.

34. SPECIAL TRIPS:

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

35. CHARGE FOR SPECIAL PRIVILEGES:

The General Committee may make a charge to members using any club property or privilege in respect of that user.

36. DUTIES OF MEMBERS:

It shall be the duty of all members to assist in carrying out the objects of the club.

37. EVERY member shall from time to time communicate to the secretary his or her email and or postal address and all notices posted or emailed to such address shall be considered as having been duly given.

38. THE General Committee may make or amend rules as it deems fit.

39. COMMON SEAL:

The common seal of the club shall be kept by the secretary and shall not be affixed to any document except by resolution of the General Committee and in the presence of two members of the committee and the secretary.

40. BORROWING POWERS:

The General Committee shall have the power to borrow such amounts and on such terms including payment of interest as it thinks fit and to give as security therefore, such security as it may determine.

41. INVESTMENT:

If the General Committee so determines, any part of the funds of the club may be invested in the manner provided in the Trustees Act, 1908 or any Act replacing or amending the same.

42. PREVENTION OF PRIVATE PECUNIARY PROFIT:

Any income, benefit, or advantage obtained by the club must be used to advance the charitable purposes of the club.

No member of the club, or anyone associated with a member, shall be allowed to take part in, or influence any decision made by the club in respect of payments to, or on behalf of, that member or associated person, of any income, benefit, or advantage.

Any payments made to a member of the club, or person associated with a member of the club, must be for goods or services that advance the charitable purpose of the club and must be reasonable and relative to payments that would be made between unrelated parties.

43. WINDING UP:

Upon winding up of the club, its assets, after payment of all debts, shall be distributed to such other kindred clubs or institutions that are charitable under New Zealand law as a general meeting of the club may decide.

44. DISPOSAL OF WAIKATO HUT:

Disposal of Waikato Hut, the society's Lodge on Mount Ruapehu, may only be done with;

- (a) the approval of both the Tramping and Skiing Sub-committees, these approvals to be confirmed by a majority vote of the members of each sub-committee and;
- (b) the subsequent confirmation of the society's General Committee, this to be confirmed by a majority vote of the General Committee Members and;
- (c) the subsequent confirmation of the society's members by a majority vote of the society's members at a general Meeting.