



CONSTITUTION

OF THE

NORTHERN UNITED

HOCKEY CLUB

INCORPORATED

Amended 12 November 2022

Contents

1	Background	1
2	Name.....	1
3	Objects	1
4	Powers	2
5	Membership.....	2
6	Admission of members.....	3
7	Subscriptions and Levies	4
8	Cessation and Re-admission of Membership.....	4
9	Behaviour, Complaints and Discipline	5
10	Election of Executive Members	7
11	Management by the Executive	7
12	Administration.....	9
13	Finance.....	9
14	Leadership.....	9
15	General Meetings	10
16	Club Investment Fund.....	11
17	Registered Office	11
18	Execution of Documents	11
19	Club Colours.....	12
20	Alteration of rules.....	12
21	Winding up.....	12

1 Background

It is noted that:

- (a) The Club was formed in 1930 as Wellington Technical College Hockey Club, changing its name to Wellington Technical College Old Boys in 1934, then Northern United Hockey Club in 1967.
- (b) In 1971 the Johnsonville Ladies Club was brought out of recess, and merged with the Club, which incorporated under the Incorporated Societies Act 1908.
- (c) The junior teams and committee separated to form the Northern United Junior Hockey Club Incorporated in 2002.
- (d) The Northern United Junior Hockey Club voted to rejoin the Club in 2022.
- (e) The Club is a member of the Wellington Hockey Association Incorporated (**Association**) and enters teams in the Association's competitions.
- (f) These rules were adopted as the Constitution of the Club by way of resolution of the Annual General Meeting on 12 November 2022.

2 Name

The name of the club shall be the Northern United Hockey Club Incorporated (**Club**).

3 Objects

- (a) The primary objects of the Club are:
 - (i) to develop, foster and promote the playing, coaching and umpiring of the game of hockey, especially, but not exclusively by residents of the Northern Suburbs of Wellington.
 - (ii) to provide sporting, recreational and social facilities and amenities for members.
- (b) Without detracting from the primary objects, the secondary objects of the Club are:
 - (i) to promote the private social intercourse, convenience and comfort of members.
 - (ii) to make regulations to advance the attainment of any of the above objects;
 - (iii) to actively promote and support inclusion and equity in all its activities; and
 - (iv) do any act or thing incidental or conducive to the attainment of any of the above objects.
- (c) Regardless of any other provision, the Club must not expend any money:
 - (i) other than to further purposes recognised by law as acceptable purposes for a society; or

- (ii) for the sole personal or individual benefit of any member.

4 Powers

In addition to its statutory powers, the Club may:

- (a) use such of its funds to pay the costs and expenses of furthering or carrying out its objects, and for that purpose may employ such people as may seem expedient;
- (b) exercise all the powers a trustee might exercise; and
- (c) invest in any investment in which a trustee might invest.

5 Membership

- (a) The classes of membership and the method by which members are admitted to different classes of membership are as follows:

- (i) **Player Member**

A **Player Member** is a member of the Club over 16 years of age admitted under r 6 who has not ceased to be a member under rr 7(c) or 8.

Player Members shall have the right to play for Club teams (subject to selection criteria), be considered for Club awards, attend Club events and attend and vote at general meetings of the Club.

Player Members have the duty to pay all subscriptions and levies when due and meet all standards of behavior set by this Constitution or the Executive from time to time.

- (ii) **Junior Member**

A **Junior Member** is an individual under 16 years of age who has admitted under r 6 who has not ceased to be a member under rr 7(c) or 8.

Player Members shall have the right to play for Club teams (subject to selection criteria), be considered for Club awards, attend Junior Club events and attend general meetings.

Junior Members have the duty to pay all subscriptions and levies when due and meet all standards of behavior set by this Constitution or the Executive from time to time.

- (iii) **Support Member**

A **Support Member** is an individual who has been appointed (with that individual's consent) by the Executive as a member of the Club, to serve the Club in some capacity, such as a coach, manager, umpire or a member of the Club's Junior Committee who has not ceased to be a member under r 8.

Support Members shall have all the rights, privileges or duties of a Player Member except the ability to vote at general meetings.

(iv) **Fan Club Member**

A **Fan Club Member** is an individual or body corporate who wishes to support the Club, has paid the appointed fee and been accepted by the Secretary as a proper person to be a member of the Club and who has not ceased to be a member under r 8.

A Fan Club Member shall have none of the rights or privileges of a Player Member but must pay all subscriptions and levies when due and meet all standards of behavior set by this Constitution or the Executive from time to time.

(v) **Executive Member**

An **Executive Member** is an individual who has been elected by a General Meeting or appointed (with that individual's consent) by the Executive as a member of the Club's Executive to manage and administer the Club in accordance with this Constitution who has not ceased to be a member under r 8.

Executive Members shall have all the rights, privileges and duties of a Player Member, plus the right to attend and vote at meetings of the Executive.

(vi) **Life Member**

A **Life Member** is an individual honoured for meritorious services to the Club who has not ceased to be a member under r 8.

A Life Member shall have all the rights and privileges of a Player Member and is subject to all the duties of a Player Member except those of paying subscriptions and levies.

- (b) All members must advise the Secretary of any change of address, email address or phone number.
- (c) The Secretary must keep an electronic membership register of members recording their names, email addresses and telephone numbers and date they became a member.
- (d) All members must promote the interests and the objects of the Club and must do nothing to bring the Club into disrepute.

6 Admission of members

- (a) Applicants for membership as **Player Members** must complete any application form provided (and supply such information as may be required) by the Executive.
- (b) The guardian of any applicants for membership as **Junior Members** must complete any application form provided (and supply such information as may be required) by the Executive.
- (c) Applicants for membership as **Support Members** must complete any application form provided (and supply such information as may be required) by the Executive.

- (d) Applicants for membership as **Fan Club Members** must complete any application form provided (and supply such information as may be required) by the Executive.
- (e) The **Executive** may appoint selectors to decide on the admission of Player or Support Members. The Executive and those selectors have complete discretion whether or not to admit a membership applicant, and must advise the applicant of its decision, and that decision is final.
- (f) The Executive may admit a Junior Member as a Player Member upon their obtaining 16 years of age.
- (g) A nomination for an individual to be appointed **Life Member** shall be made to the Executive at least 14 clear days before the general meeting at which the motion is to be considered and accompanied by a written explanation of the reasons for the proposal. Election as a Life Member shall be by resolution of a general meeting passed by a two-thirds majority of those present and voting.
- (h) The Executive may from time to time in its absolute discretion transfer members between the classes of member, and any such decision is final.

7 Subscriptions and Levies

- (a) The annual subscription for different classes of member, and any amount payable on joining the Club, must be set by resolution of the Executive.
- (b) The Executive may set different subscriptions for members who are enrolled in primary, intermediate, secondary or tertiary education, who attend particular schools or institutions, who play for different teams, who are selected for regional or national representative honours, who are unemployed, or members who fulfil support roles within the Club or hockey community, such as Executive Members, coaches, managers, umpires and officials.
- (c) Any member failing to pay the annual subscription or any levy within one calendar month of the date the same was set will no longer be considered a member and (without being released from the obligation of payment) will have no membership rights and will not be entitled to participate in any Club activity until all the arrears are paid in full.

8 Cessation and Re-admission of Membership

- (a) The term of membership for all member classes except Life Members shall be until the end of the next Annual General Meeting.
- (b) The term of membership for Life Members shall be for the remainder of their life, or until they resign or are suspended or expelled in accordance with rule 9.
- (c) Any member may resign from that member's class of membership by written notice to the Secretary, and each such resignation takes effect from the sooner of, the receipt of the written notice if it is stated or implied the resignation is immediate, at the date stated in the written notice, or at the end of the Club's then current financial year.

- (d) The Executive may declare that a member is no longer a member if they fail to pay their subscription of levy in accordance with rule 7.
- (e) The Executive may suspend a member in accordance with rule 9. A suspended member will have no membership rights and will not be entitled to participate in any Club activity during the term of suspension.
- (f) The Executive may expel a member in accordance with rule 9. A suspended member will have no membership rights and will not be entitled to participate in any Club activity during the term of suspension.
- (g) Any former member may apply for re-admission in the manner prescribed for new applicants, but if the former member's membership was terminated under either of rule 9 the applicant must not be readmitted without the approval of a general meeting.
- (h) Any former member who has subscription fees outstanding may apply for re-admission in the manner prescribed for new applicants, but only if the former member's subscription pf levy paid by the former member or waived by the Executive.
- (i) An Executive Member may cease to be a member under any foregoing rule of this part, or if they become disqualified from holding office as an officer of a society under the Incorporated Societies Act 2022.

9 Behaviour, Complaints and Discipline

- (a) No member may engage in any behaviour that amounts to:
 - (i) Bullying,
 - (ii) Harassment,
 - (iii) Inappropriate behaviour,
 - (iv) Discrimination,
 - (v) Creating a risk to member wellbeing, including mental health,
 - (vi) A criminal offence,
 - (vii) Bringing the Club into disrepute,
 - (viii) A breach of any by-laws, standard of behaviour, policy or code of conduct adopted by the Executive or a general meeting, or
 - (ix) When taking part in Association activities, a breach of any by-laws, standard of behaviour, policy or code of conduct adopted by the Association.
- (b) Any individual may make a complaint regarding a member to the Chairperson (or, if regarding the Chairperson, the Secretary), setting out in writing, in as much detail as possible:
 - (Misconduct)

- (i) the nature of the incident;
- (ii) the individuals involved;
- (iii) the date(s) and time(s) when any alleged Misconduct occurred.

The lodging of a complaint to the Chairperson should be carried out within two weeks of the incident occurring, at which point the Chairperson may use their own discretion whether or not to consider the complaint, and to determine what process will be employed.

- (c) The Chairperson will listen to the complainant and determine if the complaint is something that can be dealt with through a dispute resolution process set out in this rule, and if not, whether there are other options for pursuing the complaint. If the complaint can be dealt with through this process and does not need to be escalated, the Chairperson will attempt to facilitate a resolution between the parties. The Chairperson has the discretion to involve other people with the right skill sets to help facilitate a resolution. Any resolution will be in writing by the Chairperson and sent to both parties. If a resolution is not reached, the Chairperson will advise other options. The details of all complainants will be kept confidential unless the Chairperson deems there is an imminent risk of serious harm. While complaints will be kept anonymous as far as possible, effective dispute resolution usually requires the active participation of all parties. If the Chairperson considers it necessary to disclose complainant details to enable complaints to be effectively addressed, they will seek consent from the complainant before disclosing any complainant details.
- (d) The Chairperson may refer a complaint to the Executive if they believe the behavior of a member amounts to Misconduct as set out in rule 9(a), or the Executive may by its own motion decide to investigate any allegation of Misconduct by a member.
- (e) The Executive may, but is not required to, appoint an individual or subcommittee to investigate alleged Misconduct. The findings of any such investigation shall be presented to the member concerned for their response.
- (f) After having undertaken due inquiry, and hearing from the member concerned, the Executive shall have the power to suspend or expel any member for Misconduct.
- (g) No Executive Member may act as a decision maker in relation to a complaint if there are reasonable grounds to consider that the Executive Member may not be impartial or able to consider the matter without a predetermined view.
- (h) Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to the Board of the Association and the decision of the Board shall be final.
- (i) A member whose membership is terminated under rr 8(a), 8(d) or **Error! Reference source not found.** remains liable to pay all subscriptions and levies to the end of the Club's then financial year.

10 Election of Executive Members

- (a) The members, at each Annual General Meeting, must elect:

- (i) A Chairperson
- (ii) A Secretary
- (iii) A Treasurer
- (iv) A Junior Club Convenor
- (v) A Women's Club Captain
- (vi) A Men's Club Captain
- (vii) and up to 6 other members

all of whom upon election become **Executive Members** and who together will be the Club's **Executive** until the end of the next Annual General Meeting.

- (b) Nominations for Executive positions under r 10(a) must be proposed by a Player, Executive or Life Member with the individual's consent, and may be made in writing prior to the Annual General Meeting or from the floor at the Annual General Meeting.
- (c) No individual disqualified from holding office as an officer of a society under the Incorporated Societies Act 2022 may be elected or appointed to an Executive position.
- (d) If more than one individual is nominated for a position then a vote shall be held, in accordance with r 15(i).
- (e) If the position of any Executive Member becomes vacant between Annual General Meetings, that vacancy may be filled by the Executive by appointment.
- (f) The appointment or election of any Junior Committee members need not be at an Annual General Meeting and shall be regulated by the Executive from time to time.

11 Management by the Executive

- (a) From the end of each Annual General Meeting until the end of the next, the Club must be administered, managed and controlled by the committee made up of the Executive Members (**Executive**), which is accountable to the members for the implementation of the policies of the Club as approved by any general meeting.
- (b) Subject to this Constitution and the resolution of any general meeting, the Executive may exercise all the Club's powers, other than those required by statute or by this Constitution to be exercised by the Club in general meeting.
- (c) All Executive Members shall be subject to the officers' duties contained in the Incorporated Societies Act 2022.

- (d) The Executive must meet at such times and places and in such manner (including by audiovisual means) as it may determine and otherwise where and as convened by the Chairperson or Secretary.
- (e) The Executive may elect from amongst themselves a deputy-chairperson.
- (f) All Executive meetings must be chaired by the Chairperson or in the Chairperson's absence by the deputy-chairperson, or in the absence of both of them by some other Executive member elected for the purpose by the meeting, and any such Chairperson must have a deliberative and casting vote.
- (g) The Executive may co-opt any individual to the Executive for a specific purpose, or for a limited period, or generally until the next Annual General Meeting.
- (h) The quorum for Executive meetings is at least half the number of the Executive Members.
- (i) Only Executive members elected under r 10(a) or appointed under r 10(e) must be counted in the quorum and be entitled to vote.
- (j) The Executive may appoint subcommittees consisting of such individuals as it thinks fit and with or without power to co-opt, but such subcommittees must have no power to commit the Club to any financial expenditure without express authority by resolution of the Executive.
- (k) The Executive and any subcommittee may act by resolution approved by a simple majority of the Executive or subcommittee members present in the course of a meeting, or through a written resolution agreed to by electronic message or email by a majority of the members of the Executive.
- (l) The Executive may from time to time make regulations for the conduct and control of Club activities.
- (m) The Chairperson (and, in the absence of the Chairperson, the deputy-chairperson) must, in addition to all other duties described in this Constitution, generally oversee and direct the affairs and business of the Club.
- (n) Other than as prescribed by statute or this Constitution, the Executive may regulate its proceedings as it thinks fit.
- (o) Each Executive Member must, within one calendar month of submitting a resignation or ceasing to hold office, deliver to that Executive Member's successor all books, papers and other property of the Club possessed by such former Executive Member.
- (p) **Indemnity for Executive Members**
 - (i) No Executive Member will be liable for the acts or defaults of any other Executive Member, or any loss occasioned by those acts or defaults, unless occasioned by their own wilful default or wilful acquiescence.
 - (ii) Each Executive Member shall be indemnified by the Club for all liabilities and costs incurred by them in the proper performance of their functions and duties, including the costs of defending any claim or proceeding, other than as a result of

their criminal activity or failing to act in good faith and in what the Executive Member believes to be the best interests of the Club when acting in their capacity as an Executive Member of the Club.

12 Administration

- (a) The **Secretary** must record the minutes of all general meetings and Executive meetings, and all such minutes when confirmed by the next such meeting and signed by the Chairperson of that meeting will be prima facie evidence that that meeting was duly called and will be deemed to be a true and correct record of what occurred at that meeting.
- (b) The Secretary must hold the Club's records, documents, and books.
- (c) The Secretary shall be the Club's contact person and must deal with and answer correspondence and perform such other duties as directed by the Executive.

13 Finance

- (a) The **Treasurer** must keep such books of account as may be necessary to provide a true record of the Club's financial position, report on the Club's financial position to each Executive meeting and present an annual statement of accounts (income and expenditure account and balance sheet) to the Annual General Meeting.
- (b) The Executive must maintain bank accounts in the name of the Club, and forms must be signed and all electronic transactions authorised by two members of the Executive.
- (c) All money received on account of the Club must be banked within seven days of receipt.
- (d) All accounts paid or for payment must be submitted to the Executive for approval of payment.
- (e) The Club's financial year must commence on 1 October of each year and end on 30 September of the following year.
- (f) The Annual General Meeting each year may, but is not required to, appoint an accountant (who is not a member of the Club) to audit or review the annual accounts of the Club and provide a certificate of correctness of the same, and if any such accountant is unable to act the Executive must appoint a replacement accountant.
- (g) Any income, benefit or advantage shall be applied to the objectives of the Club. No member of the Club or any person associated with a member shall participate in or materially influence any decision made by the Club in respect of the payment to or on behalf of that member or associated person of any income, benefit, of advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arm's length transaction (being open market value).

14 Leadership

- (a) The **Chairperson** shall be responsible for and lead the strategic direction of the Club and be the public face of the Club, representing the Club in the media, to the Association and in public. The Chairperson or their delegate shall chair meetings of the Executive.

- (b) The **Club Captains** shall lead and be responsible for the welfare and representation of their respective body of players.
- (c) The **Junior Club Convenor** shall lead and be responsible for the management of the junior teams, including the welfare, coaching and recruitment of Junior Members. The Junior Club Convenor or their delegate shall chair meetings of any Junior Committee.
- (d) The Executive may appoint any person a chairperson of a subcommittee, who shall lead and be responsible for the work of that subcommittee.

15 General Meetings

- (a) The **Annual General Meeting** must be held between 1 November and 31 December in each year at a time and place fixed by the Executive.
- (b) Special General Meetings may be called by the Executive, or by written requisition to the Secretary signed by not less than a quarter of the members entitled to vote.
- (c) At least 28 days' notice in writing of an general meeting shall be given to all members for which the Secretary has a current email address.
- (d) General meetings may be attended by all members of whatever class of membership, but only Player, Executive and Life Members are entitled to vote.
- (e) The Secretary shall arrange an option for members to attend by audiovisual link and such members will be allowed to vote and be counted as present for the purposes of quorum.
- (f) A member entitled to vote pursuant to r 15(d) is entitled to vote by written proxy in favour of another member who is present, but no other proxy voting is permitted.
- (g) The quorum for general meetings is 10 members.
- (h) All general meetings must be chaired by the Chairperson or in the Chairperson's absence by the deputy-chairperson or in the absence of both of them by some other Executive member elected for the purpose by the Meeting, and any such Chairperson has a deliberative and casting vote.
- (i) Voting at general meetings may be by voices, by show of hands, by electronic ballot or, on demand of the Chairperson or of any member present, by secret ballot. On any secret ballot, each member entitled to vote is entitled to one vote.
- (j) Any member wishing to give notice of any motion for consideration at any general meeting must forward written notice of the same to the Secretary not less than 14 clear days before the date of the meeting. The Executive may consider all such notices of motion and provide recommendations to members in respect of that.
- (k) At least 7 days before any general meeting, the Secretary must send to all members written notice of the business to be conducted at the general meeting (including in the case of Annual General Meetings copies of the annual report, statement of accounts, and list of and information about nominees, and notice of any motions and the Executive's recommendations in respect of that under r 15(j)), and the failure for any

reason of any member to receive such notice will not invalidate the meeting or its proceedings.

- (l) The business of the Annual General Meeting is:
 - (i) approving the minutes of the previous general meeting(s);
 - (ii) approving the annual report of the Chairperson;
 - (iii) approving the statement of accounts;
 - (iv) election of Executive Members;
 - (v) voting on any motions of which notice has been given;
 - (vi) approving plans for the balance of the current and next calendar years; and
 - (vii) general business.

16 Club Investment Fund

The Club may from time to time hold funds, namely, at the time of this Constitution, the funds from selling the Club's clubrooms, which the Executive may wish to invest for the benefit of the Club.

- (a) The Executive shall have full authority to invest any or all of the Club's funds as they think fit at any time.
- (b) The Executive may from time to time appoint a person or subcommittee, not particularly being Executive Members, to advise and guide the Executive as to decisions regarding any investment.
- (c) The Executive shall have full unrestricted authority to withdraw and use any part of any investment for any purpose which the Executive believes to be in the best interests of the Club.

17 Registered Office

The registered office of the Club will be at such place as the Executive from time to time determines.

18 Execution of Documents

- (a) The common seal of the Club, if any, must be retained by the Secretary.
- (b) Documents must be executed for the Club pursuant to a resolution of the Executive:
 - (i) by affixing the common seal, if any, witnessed by any two Executive Members; or
 - (ii) by any two Executive Members signing on behalf of the Club.

19 Club Colours

- (a) The official colours of the Club shall be golden yellow with accents of brown, black and white.
- (b) Playing uniforms shall be majority golden yellow, with one or more accent colours.
- (c) The Club crest shall be a pair of crossed golden hockey sticks above a hockey ball also in gold upon a shield of six alternating vertical stripes, three of gold and three of brown.

20 Alteration of rules

- (a) This Constitution may be amended or replaced by resolution of any general meeting passed by a three-quarters majority of those members present and voting.
- (b) Any proposed motion to amend or replace this Constitution must be given in writing to the Secretary at least 18 clear days before the general meeting at which the motion is to be considered and accompanied by a written explanation of the reasons for the proposal.
- (c) At least 7 days before the general meeting at which any such proposal is to be considered, the Secretary must send written notice of the proposed motion, of the reasons for the proposal, and of any recommendations from the Executive in respect of that to all members.
- (d) No addition to or alteration of the not-for-profit aims, personal benefit clause or the winding up clause shall be approved without the approval of the Inland Revenue Department. And 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

21 Winding up

- (a) The Club may be wound up under the provisions of the Incorporated Societies Act 2022.
- (b) If the Club is wound up, the surplus assets after payment of all debts, costs and liabilities must be disposed of to a not-for-profit entity with similar objects to the Club, or if no such entity can be agreed, the Association, for such purposes as may be determined in accordance with the Incorporated Societies Act 2022 or by resolution, but no distribution can be made to any member.