



Certificate - Alteration of rules

Section 21 Incorporated Societies Act 1908

1. Name of society

Marlborough Pool Association Incorporated.

2. Society number

1595946

I certify that the alteration has been made in accordance with the rules of the society.

Name

Gail Perano

Position

Secretary

Signature  15 / May / 2017

3. Complete this checklist before filing your application

- This certification has been completed by an officer of or a solicitor for the society.
- A copy of the rule alteration(s) is attached. **NOTE** | This can either be a complete copy of the updated rules with the alterations underlined or in bold type, or a copy of the particular rule(s) that were altered.
- The copy of the alteration to rules has been signed by three members of the society.

For society name changes —

- This rule alteration also includes a name change for the society, and
- We have checked that the new name of the society is available by conducting Register Searches at both www.societies.govt.nz and www.companies.govt.nz.

What must be included in your rules?

Section 6 of the Incorporated Societies Act 1908 requires that a society's rules include the following:

- The name of the society (ending with the word Incorporated)
- The objects for which the society is established
- How people become members of the society and cease being members of the society
- How meetings of the society will be called and held and how voting will take place
- How officers of the society will be appointed
- Control and use of the common seal
- How the society's funds will be controlled and invested
- The powers (if any) that the society has to borrow money
- How any property of the society will be distributed in the event of the society being wound up
- How the rules of the society can be altered

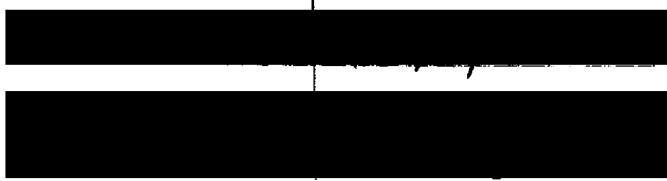


PC# 3
09 JUN 2017

4. Your contact details

Name and postal address

Gail Perano (Secretary)
PO Box 1086
Blenheim - 7240



**Marlborough Pool
Association Inc
Constitution**

January 2017

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1. CONSTITUTION

1.1 Name

The name of the Association shall be "Marlborough Pool Association Incorporated".

1.2 Registered Office

The Registered Office of the Association shall be at the appointed Secretary's address, and the postal address of the Association shall be PO Box 1086, Blenheim, or at such other place as the Committee may from time to time determine. Notice of every change of situation of the Registered Office shall be duly given to the Registrar of Incorporated Societies.

1.3 Objectives

The objectives for which the Association is established are:

- 1.3.1 To promote the playing of pool and to encourage healthy recreation and social activities.
- 1.3.2 To establish, maintain and conduct an Association and generally afford to its members the advantages, privileges and conveniences of the Association.
- 1.3.3 To develop and encourage all players by way of coaching, tournaments and competitions sanctioned by the Association.

1.4 Powers

- 1.4.1 To acquire by purchase, lease or hire any real or personal property, or any rights or privileges, which may be considered necessary or expedient for attaining any of the objectives of the Association, or for promoting the interests of the Association or its members.
- 1.4.2 To facilitate the promoting, organising, holding and conducting of competitions, matches, games and other events.
- 1.4.3 To affiliate the Association to a national governing body if the majority of members so wish.
- 1.4.4 To provide engraved trophies, reasonable travel, accommodation and uniforms for players representing the Association, as well as reasonable associated promotional and administration costs, venue hire, equipment hire, entry fees to tournaments and competitions for players representing the Association, or a governing body if it so be.
- 1.4.5 To borrow or use funds of the Association for and to do all other such things as may be incidental or conducive to, the attainment of any of the foregoing objectives.

1.5 Membership

- 1.5.1 The members of the Association shall consist of male and female persons made up of either Subscribing Members or Life Members. However, these members shall not have voting rights if they are a paid employee of any establishment the Association has a financial contract with.
- 1.5.2 Membership of the Association as a Subscribing Member shall only be accepted upon receipt of a person's full name and current address accompanied by the current subscriptions due (Refer 1.7).

- 1.5.3 In order to compete in any closed MPA tournament, the individual must be a current, subscribing member of MPA and reside in the Marlborough District. All Open tournaments will be stated in the tournament calendar.

1.6 Life Membership

- 1.6.1 Any Subscribing Member may be elected as a Life Member in accordance with the following conditions:

1.6.1.1 Life Membership shall be conferred only for outstanding service rendered to the Association and not under any circumstances for a monetary consideration.

1.6.1.2 Every proposal for a Life Membership shall be first considered by the Committee and if approved by it, submitted to a ballot at a General Meeting where a 75% majority of those members present and voting thereon shall be necessary to effect such an election.

1.6.1.3 A Life Member shall not be liable for payment of any subscriptions.

- 1.6.2 Current Life Members

- Ross Paton
- Barbara Paton
- Lyn Bowman-Rutledge
- Tardy Landon-Lane
- Sue Davis
- John Davis

1.7 Subscriptions

- 1.7.1 The annual subscription payable by members shall set by the Association at an Annual General Meeting.

- 1.7.2 All annual subscriptions shall become due and payable on the third game of the season in every year.

- 1.7.3 If the annual subscription of any member and any other monies owed by them to the Association shall remain unpaid after the sixth game of the season in every year, they shall be deemed to be unfinancial and shall not thereafter, unless the Committee shall otherwise determine special circumstances, be entitled to exercise or enjoy any rights or privileges of membership until such monies have been paid. Please note that this payment deadline also applies to individuals intending on playing in tournaments but not intending on competing in Interclub

- 1.7.4 Reserve players are not required to pay the annual subscription until they have played three games in any given season, for any team(s).

1.8 Termination of Membership

- 1.8.1 If any member shall be desirous of ceasing to be such, they shall give notice in writing to the Secretary, who after acceptance by the Committee, shall not accept the resignation until all monies due to the Association by the member in their capacity as a member shall have been paid.

- 1.8.2 If any member shall make default in payment of their subscription and other (if any) monies due by them to the Association for a period of one month after written notice requiring them

to pay same has been given by the Secretary, the Committee shall have the power to determine their membership be ceased as a defaulter, but such a member shall not thereby be relieved from liability to pay monies due.

1.8.3 If the conduct of any member shall be reported as obnoxious the Committee shall, on receiving a written complaint, or may of its own initiative, take the matter into consideration. If after the member concerned has been heard if they so desire, and their conduct deemed by the Committee to be contrary to these Rules, or inconsistent with the character welfare or interest of the Association, or such as to render them unfit to associate with members of the Association, the Committee shall have the power by a majority decision of not less than two-thirds of its number present at the meeting to expel or otherwise deal with the offending member.

1.8.3.1 If such a member feels aggrieved by the decision of the Committee they may, within ten days of being notified thereof, appeal by notice in writing to the Secretary, and there upon a Special General Meeting shall be convened at which a report shall be presented by the Committee, the member concerned heard, and the matter determined by ballot. A majority of two-thirds of valid votes cast by members present shall be required to carry any motion either to confirm the action of the Committee or to otherwise expel or censure a member.

1.9 General Meetings

1.9.1 The Annual General Meeting of the Association shall be held in March of each year at such day, place and hour as the Committee shall fix and determine.

1.9.2 The business of the meeting shall be as follows:

- Attendances and apologies
- Annual (President's) report
- Acceptance of previous minutes
- Audited statement of accounts and balance sheet for the preceding financial year
- Setting of annual subscription and fees for the following year
- Electing Executive Officers (refer 1.11.2) and Men's and Women's Selectors (refer 1.11.3)
- Notices of motion (remits)
- General business

1.9.3 A Special General Meeting, at which only the business for which such a meeting was convened may be dealt with, may at a time be summoned upon the order of the Committee, or after the receipt by the Secretary of a written requisition signed by 15 ordinary members setting forth in the form of a motion or motions, the objectives of such a meeting. The Secretary shall then within seven days, summon the meeting.

1.9.4 If the Committee does not within the said period of seven days summon a Special Meeting, the parties to the requisition, or any of them, may (subject to the provision of these Rules as to notice) summon the meeting.

1.9.5 At least fourteen clear days of notice in writing of every Special Meeting, specifying the place, day and hour of the meeting and the nature of the business to be dealt thereat shall be given by the Secretary, or the parties to the requisition (refer 1.9.3) to every Member of the Association. The accidental omission to give, or the non-receipt by any such member of such notice shall not invalidate the proceedings of the meeting. In addition, notification of the details of this meeting shall be advertised in the Public Notices of a local newspaper.

1.10 Proceedings at General Meetings

- 1.10.1 No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. Fifteen members of the Association personally present shall constitute a quorum for all General Meetings.
- 1.10.2 If a quorum is not present within one half hour after the time appointed for the meeting, the meeting, if convened upon the requisition of members, shall be dissolved. In every other case it shall stand adjourned to a time and place to be fixed by the Chairperson on adjourning the meeting. If at the adjourned meeting a quorum is not present within one half hour after the time appointed for the meeting, the members present shall form a quorum.
- 1.10.3 Chairperson shall be The President, or in the absence of or unwillingness to act, the Vice President shall preside at all General Meetings, provided however that if neither of these Officers be present or will to act, the meeting shall appoint some member present to act as Chairperson.
- 1.10.4 Voting at all General Meetings every member personally present and eligible to vote (refer 1.5), shall on each question have one vote, and in the case of an equality of votes, the Chairperson shall have a further (or casting) vote. Voting at an Annual General Meeting shall be by a show of hands, or a secret ballot if the Chairperson or any two members present and qualified to vote shall so require as the case may be..
- 1.10.5 Voting at a Special General Meeting, for which the purpose of the meeting was called, shall be by a show of hands, or a secret ballot if the Chairperson or any two members present and qualified to vote shall so require as the case may be.

The Chairperson's decision as to the result of the motion and an entry provided to that effect in the minutes of the proceedings shall be conclusive of the terms of any resolution of a General Meeting and of its' having been passed or rejected.

The minutes of each General Meeting shall be confirmed at the next appropriate meeting of the Committee. Upon acceptance of these minutes, copies shall be made available to members.

1.11 The Committee

- 1.11.1 The management of the affairs of the Association shall be invested in a Committee of Management (hereafter referred to as the "Committee") consisting of six Executive Officers (refer 1.11.2), Club Delegates (refer 1.12) and four other Committee positions (refer 1.12.2). All members of the Committee have voting rights at Committee meetings.
- 1.11.2 The Executive Officers shall be as follows:
- President
 - Vice President
 - Immediate Past President
 - Secretary
 - Treasurer
 - Events Manager

1.11.2.1 Period The Executive Officers elected shall hold office for a period of one year.

1.11.2.2 To stand for the position of President you must have been an Executive Officer previously, or a member of the Committee the previous year.

1.11.2.3 The Immediate Past President is a voluntary position. The incumbent will automatically hold the post for a one year period, or until such time that they are replaced.

1.11.3 Committee positions:

- Men's Selector
- Women's Selector

1.11.3.1 The Men's and Women's Selector may self-elect an Assistant Selector, and if so, this appointment must be approved by the Committee.

1.11.3.2 The position of Men's and Women's Selectors cannot be held jointly.

1.11.3.3 The Selectors elected shall hold office for a period of one year.

1.12 Delegates

1.12.1 The Committee shall consist of one appointed Delegate from each member club of the Association. The Delegate's name, contact details and address are to be submitted to the Committee by the date of team entry closure. It is the Club Delegate's responsibility to attend all monthly meetings of the Committee.

1.12.2 Positions elected by the Committee at the first convened Committee Meeting following the Annual General Meeting:

- Publicity Officer
- Trophies Officer
- Head Umpire
- Sponsorship Officer

1.12.2.1 These positions may be held by individuals who hold other positions on the Committee or by other Members of the Association.

1.12.3 The Disciplinary Committee of the Association shall consist of three individuals elected at the first convened Committee Meeting following the Annual General Meeting and will consist of the Head Umpire and two other Committee Members.

1.13 Roles of the Committee

1.13.1 President is responsible for:

- Ensuring that the Rules are followed;
- Convening meetings and establishing whether or not a quorum (five of the Committee) is present;
- Chairing meetings, deciding who may speak and when;
- Overseeing the operation of the Society;
- Providing a report on the operations of the Society at each Annual General Meeting.

1.13.2 Vice President is responsible for:

- Chairing meetings when President is not available;
- Assisting the president when needed

1.13.3 Immediate Past President is responsible for

- Facilitating a smooth transition for the incoming president

1.13.4 Secretary is responsible for:

- Recording the minutes of Meetings;
- Keeping the Register of Members;
- Holding the Society's records, documents, and books except those required for the Treasurer's function;
- Receiving and replying to correspondence as required by the Committee;
- Forwarding the annual financial statements for the Society to the Registrar of Incorporated Societies upon their approval by the Members at an Annual General Meeting.
- Advising the Registrar of Incorporated Societies of any rule changes;

1.13.5 Treasurer is responsible for:

- Keeping proper accounting records of the Society's financial transactions to allow the Society's financial position to be readily ascertained;
- Preparing annual financial statements for auditing and present audited financial accounts at each Annual General Meeting;
- Providing a financial report at each Annual General Meeting;
- Providing financial information to the Committee as the Committee determines.

1.13.6 Tournament Organiser is responsible for

- Organising all tournaments including interclub

1.13.7 Committee Elected Position roles

- **Publicity Officer**
 - Provide copy to local papers on results from interclub and tournaments played.
 - Promote the sport of pool to attract new teams and members
 - Promotion of tournaments/events to increase player participation
- **Trophies Officer**
 - Provide at least two quotes to the Committee for miniatures and engraving
 - Organise miniatures and engraving on all trophies prior to prize giving
 - To collect all trophies from winners within a month of prize giving
- **Head Umpire**
 - Member of the Disputes Committee
 - be available to be contacted on the night of interclub
 - when possible be available to umpire finals of tournaments
- **Sponsorship Officer**
 - Investigate sponsorship opportunities for MPA activities and events
- **Other Positions**

1.14 Representative Teams

- 1.14.1 Teams will be selected at the discretion of the selectors and are subject to approval by the Committee. If a member of the committee disagrees with the selection of any player, the reason must be stated and it will be put to the Committee to vote. Outcome will be based on majority.
- 1.14.2 Managers are to be appointed by the Committee on confirmation of the representatives.

1.15 Elections

- 1.15.1 A notice calling for nominations for
- Executive Officers
 - Men's and Women's Selectors
 - Remits shall be sent to all clubs of the Association at least 28 days prior to every year's Annual General Meeting.
- 1.15.2 The name of every candidate with names of their proposer and seconder to be completed online. Nomination to include the contact details of the candidate, proposer and seconder. Nominations to be received by the Secretary no later than 14 days prior to the Annual General Meeting.
- 1.15.3 Candidates cannot be a paid employee of the Association or of any venue the Association has a financial contract with.

1.16 Remits

- 1.16.1 Remits must be received by the Secretary no later than 14 days prior to the Annual General Meeting. The nominator of the remit must be present at the AGM to speak to the remit. If not present remit will be withdrawn.

1.17 Election of Officers

- 1.17.1 A notice listing nominations for Executive Officers and Men's and Women's Selectors, as well as advice on voting and remit procedures shall be emailed to members of the Association and venues at least 14 days prior to every year's Annual General Meeting.
- 1.17.2 If only one nomination received for a position then that person is deemed to be duly elected.
- 1.17.3 If no names or an insufficient number of names shall be received of candidates eligible for election, nominations for these vacant positions may be accepted from the floor at the Annual General Meeting.
- 1.17.4 Election of Officers shall be by ballot at the Annual General Meeting.
- 1.17.5 Authorised personnel as appointed by the President or the President shall carry out counting ballots and results noted to Secretary at AGM.

1.18 Vacation of Office

- 1.18.1 The Executive Officer positions (refer 1.11.2) shall be vacated if the holder thereof:
- 1.18.1.1 Ceases to be a Member of the Association, or

- 1.18.1.2 Without being excused by the Committee, absents themselves, without placing a reasonable apology, from three consecutive Committee meetings (and in this situation will be ineligible to stand for Executive Officer for a period of two years);
or
 - 1.18.1.3 Resigns office, or
 - 1.18.1.4 Dies, or
 - 1.18.1.5 Shall be removed from office by resolution of two-thirds of the members present and voting at a Special General Meeting convened for the purpose.
- 1.18.2 In the case of any vacation of an Executive Officer, the Committee shall order the summoning of a Special General Meeting to fill the vacancy which may occur until the officer's term is due to expire.

1.19 Administration

- 1.19.1 The Committee may meet together for the dispatch of business, adjourn and otherwise regulate its meeting, as it shall think fit. A meeting of the Committee may be convened by the President or the Secretary or by any two other Executive Officers.
- 1.19.2 Chairperson - The President, or in their absence the Vice President, shall preside at all meetings of the Committee at which they are present. In the absence of these Officers, the meeting shall appoint their own chairperson.
- 1.19.3 Voting - Except as otherwise required by these Rules, the bare majority of votes shall permit all questions. Each person personally present shall on each question have one vote and in the case of an equality of votes, the Chairperson shall have further (or casting) vote. No proxies shall be allowed.

1.20 Quorum

- 1.20.1 At all meetings of the Committee, five Committee Members personally present shall constitute a quorum.

1.21 Powers

- 1.21.1 Without prejudice to the general powers of these Rules conferred upon it, the Committee shall have power to do all acts and things which it may consider proper or expedient for accomplishing the objectives and caring of the affairs of the Association and in particular shall have the specific power to do the following things.
 - 1.21.1.1 To control, manage and expand funds of the Association (including power to invest or otherwise deal with any funds not currently required) and to incur such liability on behalf of the Association, as it may think necessary or expedient in furtherance of the objectives and purposes of the Association.
 - 1.21.1.2 The power to borrow or raise, and secure the repayment of such sum or sums of money in such manner as they shall think fit and in particular by mortgages, bonds, debentures or other securities charges upon all or any of the Association's assets (both present and future) and to purchase, redeem and pay off any such securities. The Committee's power to loan funds shall be limited to a total of \$500 unless accepted by the members at a Special General Meeting called expressly for that purpose.

- 1.21.1.3 Every member becoming surety for any loan shall be indemnified by the Association in respect thereof.

1.22 Sub-committees

- 1.22.1 To appoint from its own members or otherwise such sub-committees as it may from time to time deem necessary or proper (the President shall be ex-officio a member of every such sub-committee).

1.23 Employees

- 1.23.1 To engage or appoint and at pleasure remove employees, to define their duties and powers, and to fix and determine their salaries and emoluments.
- 1.23.2 To make, alter and repeal such bylaws as it may from time to time consider necessary and proper for the well-being of the Association.
- 1.23.3 No Member of the Association or any person associated with a member shall participate in or materially influence any decision made by the Committee in the respect of the payment to or on behalf of that member or associated person of any income benefit or advantage whatsoever. Any such income paid shall be reasonable and relative to that which would be paid on the open market.
- 1.23.4 Every resolution of the Committee which is not inconsistent with, or does not support or repel or alter anything contained in respective Rules of the Association or except as provided in Rule 19 hereof, any resolution of any Annual General Meeting of the Association, shall be binding on all members of the Association unless and until set aside by a resolution of an Annual General Meeting of the Association.
- 1.23.5 Minutes of these meetings, once confirmed as a true and accurate record, shall be available to all members.

1.24 Appointed Positions

- 1.24.1 The Committee shall be responsible for selecting such persons to fill appointed positions to perform tasks of the Association it deems necessary as soon as possible after the Annual General Meeting. These appointed positions shall include the following:
- 1.24.2 THE PATRON.
- 1.24.3 THE AUDITOR, who is not a member of the Committee, shall be selected by the Committee. The auditor shall examine and report on the annual statement of accounts and balance sheet. The auditor shall at all reasonable times have access to the Association's books and accounts and shall be entitled to any information required relating hereto and to any matter deemed necessary or desirable for audit purposes.

1.25 Financial

- 1.25.1 The Association's current bank accounts shall be kept at such a bank as may from time to time be decided by the Committee. Any two of the following shall sign all cheques on such accounts, the President, the Secretary, and the Treasurer. Should the Secretary and Treasurer positions be combined, then one other signatory shall be appointed by the Committee.
- 1.25.2 The Association's financial year shall end on the 31st day of December every year. NB Notwithstanding Rule 1.7.3. The Committee shall cause true and correct accounts to be kept of

the income and expenditure and assets and liabilities of the Association. An audited statement of Accounts and Balance Sheet in the form approved by the Committee shall be made available to every member at the Annual General Meeting.

1.26 Indemnity

- 1.26.1 The Committee shall be indemnified by the Association against all disbursements, expenses, liabilities and losses incurred by them in or about the discharge of their duties except such as happens from their own willful act, neglect or fault.

1.27 Winding Up

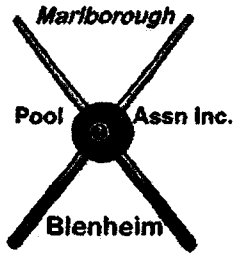
- 1.27.1 The Association may be wound up on a resolution of a majority of votes recorded at a Special General Meeting called for the purpose, such resolution being confirmed by two-thirds of the members present and voting at a subsequent General Meeting called for that purpose and held not earlier than thirty days and not later than three months after the passing of the resolution.
- 1.27.2 In the event of the winding up of the Association or of its dissolution by the Registrar, should there remain after the satisfaction of all debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the Members of the Association but shall be transferred to the Marlborough District Council to hold in trust until such funds can be applied to a charitable cause or an Association having similar objectives to this Association.

1.28 Matters Not Provided For

- 1.28.1 If any matter shall arise which is not, or which in the opinion of the Committee is not, provided for under these Rules, the Committee in such manner shall determine the same as it shall deem fit. Every such determination shall be binding on the Association, and its members unless until set aside by a resolution of a Special General Meeting.

1.29 Alteration of Rules

- 1.29.1 These rules shall not be amended, added to, or rescinded except by a resolution in that behalf passed by a majority of the members present and entitled to vote at an Annual General Meeting, nor unless written notice of the proposed amendment, addition or rescission shall be given to the Secretary not less than 21 days before the meeting.
- 1.29.2 No such amendment, addition or rescission shall be valid unless and until accepted by the following:
- The Registrar of Incorporated Societies for compliance to the Incorporate Societies Act 1908.
 - The Inland Revenue Department for the Association to retain all its tax exempt status as a Sports Promoter.



Marlborough Pool Association Inc

PO Box 1086
Blenheim 7240

Secretary:




The attached Constitution replaces the previous one in total

The new Constitution was passed at 2017 Annual General Meeting

Approved by:

President:



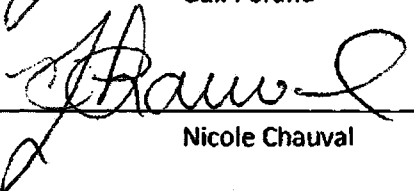
Mike Buday

Secretary:



Gail Perano

Treasurer:



Nicole Chauval