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# Incorporated Society Alteration of Rules - Certificate

Name of Society

Diving Waitakere Inc

Society Number

1233460

I certify that the alteration has been approved in accordance with the society's rules.

Please tick if the rule alteration includes a name change for the society

Name

ROBERT ALAN MOORE

Position

TREASURER

Signature

Robert A. Moore

Date

8/8/9

Note: This certificate must be completed by an officer of or solicitor for the society.

BUSINESS & REGISTRIES  
BRANCH, AUCKLAND  
17 AUG 2009  
RECEIVED

Checklist before filing:

- Has this certificate been completed by an officer of or solicitor for the society?
- Has the copy of the alteration to rules been signed by 3 members of the society?
- Is a copy of the rule alteration(s) attached? 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.
- If the name of the society is being changed, have you checked the name is available by conducting a Register Search at www.societies.govt.nz and www.companies.govt.nz?

Note: Section 6 of the Incorporated Societies Act 1908 requires a society's rules to 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
- The 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.

Your Contact Details

Name and Postal Address:  
ROBERT MOORE  
PO BOX 21924  
Henderson  
waitakere city

Other Details

Telephone:  
Email:  
17 AUG 2009

Post To

Incorporated Societies Register  
Companies Office  
Private Bag 92061  
Auckland Mail Centre 1020

NPC# 09

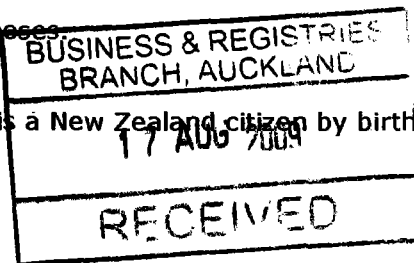
# Constitution and rules of Diving Waitakere Incorporated as at 29 March 2009

## RULE 1 NAME

- 1.1 The name of the club shall be Diving Waitakere Incorporated, ("the Club").

## RULE 2 DEFINITIONS

- 2.1 **"AQUATICS NZ"** Aquatics New Zealand Incorporated.
- 2.2 **"COMMITTEE"** The governing body of the Club.
- 2.3 **"DIVING"** The sport of amateur springboard and amateur platform diving
- 2.4 **"DNZ"** Diving New Zealand.
- 2.5 **"DOPING OFFENCE"** Means either the commission by a member of the Club of a doping offence (as defined in the FINA Doping control rules), or the commission by a member of the Club of a doping infraction resulting in the entry of that member's name on the drug register pursuant to Section 17 of the New Zealand Sports Drug Agency Act 1994 ("the Act").
- 2.6 **"FINA"** The Federation International de Natation, the world governing body to which DNZ is affiliated, through Aquatics NZ as the member for New Zealand for the discipline of Diving.
- 2.7 **"MEET"** Shall be a meeting for competition purposes.
- 2.8 **"MEMBER"** A person who has paid all fees due.
- 2.9 **"NEW ZEALANDER"** Shall mean a person who is a New Zealand citizen by birth or naturalisation.



## RULE 3 OBJECTIVES

- 3.1 The objects of the Club shall be the promotion, fostering, teaching, development, advancement and representation of diving particularly in the Waitakere Region and surrounding areas. The Club is committed to treating everyone equally within the context of its activities. This shall be, for example regardless of sex, ethnic origin, religion, disability or political persuasion, or any other grounds. The Club will promote, organise and/or conduct competitions, carnivals both related to



diving and also unrelated to diving. (In the latter case for the purpose of furthering, extending, assisting, fostering or providing financial support for diving or individuals or affiliated clubs and/or other members)

- 3.2** The Club will promote attitudes and behaviour conducive to good conduct and fair play.
- 3.3** The Club shall be affiliated to DNZ as the New Zealand governing body of the sport and shall adopt and conform to the rules of DNZ and to such other bodies as the Club may determine from time to time.
- 3.4** The business and affairs of the Club shall at all times be conducted in accordance with the Rules of DNZ and in particular, all competing members shall be eligible competitors as defined in the DNZ Rules.
- 3.5** By virtue of the affiliation of the Club to DNZ, the Club and all its members of the Club acknowledge that they are subject to the Rules and Constitutions of:
  - 3.5.1** DNZ; and
  - 3.5.2** Aquatics New Zealand; and
  - 3.5.3** FINA, the world governing body for the sport of diving.

#### **RULE 4**

##### **POWERS**

- 4.1** To prescribe, make and adopt such rules, regulations, policies and resolutions and to do all such acts as may be necessary or desirable to carry out the objects or to conduct business including all lawful acts incidental or conducive to the attainment of the objects.
- 4.2** To prescribe any fees or charges to be paid by members including those paid by members being admitted to membership.
- 4.3** To purchase, take on lease, exchange or otherwise acquire any lands, buildings, easements or any real or personal property and to sell, convey, transfer, assign, mortgage, give exchange or otherwise dispose of the same and to design and/or construct buildings and to let contracts for such design and/or construction.
- 4.4** To hire agents, employ and/or engage executive officers, secretaries, managers, or any other type of employee and to pay them and other persons in return for services to the Club such salary, wages, gratuities, fees or pensions as the Club may from time to time determine.
- 4.5** To subscribe to or become a member of, or affiliate with, any association, society or organisation whose objects are similar either wholly or in part to the objects or which may further the objects in any way.
- 4.6** To sanction by warning, fine, suspension or expulsion any member(s).
- 4.7** To delegate such of its powers as it may from time to time deem fit.

- 4.8** To employ and deal with the funds of the Club in such manner as it deems fit in the interests of the Club.
- 4.9** To join, contract, engage or make arrangements with any person, discipline or organisation as it deems fit in the interests of the Club.
- 4.10** To enter into any arrangement with any Government or authority, international, municipal, local or otherwise that may seem conducive to the Sport's objects or any of them and to obtain from any such Government or authority, any rights privileges and concessions which the Club thinks desirable and to carry out, exercise and to comply with any such arrangements, rights, privileges and concessions.
- 4.11** To undertake or promote any action required to attain the objects of the Club.
- 4.12** To provide for a Registered Office within New Zealand.

**RULE 5  
COLOURS**

- 5.1** The colours of the Club shall be Royal Blue, black and white.

**RULE 6  
HEADQUARTERS**

- 6.1** The Headquarters of the Club shall be at 20 Alderman Drive, Henderson, or at such other place as the Committee shall from time to time determine.

**RULE 7  
CONTROL AND USE OF THE COMMON SEAL**

- 7.1** The common seal of the Club shall be kept in the custody and control of the Secretary.
- 7.2** When required, the Common Seal will be affixed to any document following a resolution of the Committee and will be signed by the Treasurer and one other person appointed by the Committee.

**RULE 8  
MEMBERSHIP**

- 8.1** All persons who assist in any way with the Club's activities may be classed as members of the Club. Assisting with the Club's activities shall include, but not be

restricted to, administrators, coaches, judges, Committee members, technical and non-technical officials, and other helpers.

- 8.2** Any person who wishes to become a member of the Club must make an application to the Secretary in such manner as the Committee shall from time to time determine. All applications are subject to approval by the Committee and any conditions it may impose
- 8.3** Upon recommendation by the Committee, the Club shall have the power to honour any member by electing him or her a life member without payment of any annual membership fees. This election is to be made at any duly constituted general meeting by 75% majority vote of those present

## **RULE 9**

### **SUBSCRIPTION AND OTHER FEES**

- 9.1** The annual members subscription and coaching fees (as applicable) shall be determined from time to time by the Committee and the Committee shall in so doing make special provision for different classes of membership as the Annual General Meeting shall determine.
- 9.2** The annual subscription and entrance fee (if any) shall be due on joining the Club and thereafter payable at intervals determined by the Committee.
- 9.3** Any member whose subscription is unpaid by the date falling 30 days after the due date for payment may be suspended by the Committee from some or all Club activities from a date to be determined by the Committee and until such payment is made.
- 9.4** The Committee shall, from time to time, have the power to determine the annual membership subscription and other fees. This shall include the power to make such increase in the subscription as shall, where the Club pays the individual DNZ Membership Fees to DNZ on behalf of members, be consequential upon an increase in individual DNZ membership fees. Any increase in subscriptions shall be advised to the members in writing with the reasons for any increase to be reported to the members at the next Annual General Meeting.

## **RULE 10**

### **RESIGNATION, SUSPENSION AND TERMINATION OF MEMBERSHIP**

#### **10.1 Resignation of Membership**

- 10.1.1 A member wishing to resign membership of the Club must give to the Secretary written notice of the resignation. A member's resignation shall only take effect when this (Rule 10.1.1) has been complied with.

10.1.2 Any member who gives notice of their resignation will remain liable for all fees payable by that member up to the date of resignation.

## **10.2 Suspension and Termination of Membership**

10.2.1 A member may have their membership of the Club suspended or terminated if the Committee, (including any disciplinary committee or other committee on its behalf) considers the Member:

- (a) has engaged in any conduct prohibited by the constitution of the Club; or
- (b) has defaulted in payment of any fee due and owing to the Club in accordance with the constitution of the Club; or
- (c) did not or is unable to comply with a reasonable decision of the Club or their constitution, by-laws, or any policies or reasonable directions of the executive of the Club.

10.2.2 Upon the decision by the Committee to suspend, expel or terminate a Member under Rule 10.2.1, the Club shall within fourteen (14) days inform DNZ of the decision.

10.2.3 Any Member whose membership is suspended or terminated under Rule 10.2. may appeal the decision to a Special General Meeting called for that purpose. The appeal shall be allowed if two-thirds majority of members at the Special General Meeting vote in favour of such an appeal. Where a Member appeals a decision of the Committee under this Rule, then that decision shall be final.

10.2.4 A Member who is suspended, expelled or terminated from membership of the Club shall also automatically have their membership of DNZ suspended, expelled or terminated, unless the terms of the suspension, expulsion, or termination specifies otherwise. The effect of such suspension, expulsion, or termination, (unless the terms of the suspension, expulsion, or termination specifies otherwise) is that the Member will:

- (a) not be entitled to any rights or privileges of membership set out in this Constitution, and regulations of the Club, including the right to nominate, elect or appoint officers, or the right to vote;
- (b) not be entitled to participate in any capacity in any competition, event or activity of the Club

for the period of the suspension, or in the case of expulsion or termination, indefinitely unless membership is reinstated;

10.2.5 Membership, which has been suspended, expelled or terminated by the Committee under Rule 10.2.1 of this Constitution, may be reinstated. If a

member is reinstated under this Rule, the Club shall notify DNZ of such reinstatement within seven (7) days of the decision to do so, to enable it to amend the Register of Members accordingly.

## **RULE 11**

### **THE COMMITTEE**

- 11.1** The Committee shall consist of the Chairman, Secretary, Treasurer (together "the Executive Officers of the Club") and any other members elected at the Annual General Meeting. All Committee members must be members of the Club and must be at least 18 years of age although the Committee may allow younger member(s) to attend their meetings without power to vote.
- 11.2** The Committee members shall be proposed, seconded and elected by ballot at the Annual General Meeting each year and shall remain in office until their successors are elected at the next Annual General Meeting. Any vacancy occurring by resignation or otherwise may be filled by the Committee in the manner determined by the Committee. Retiring members of the Committee shall be eligible for re-election.
- 11.3** Committee meetings shall be held at least 10 times per year and the quorum of each meeting shall be such number as shall represent not less than a simple majority of the Committee members (to include not less than one Executive Officer). The Chairman and the Secretary shall have discretion to call further meetings of the Committee if they consider it to be in the interests of the Club. The Secretary shall give all the members of the Committee not less than two days oral or written notice of a meeting. Decisions of the Committee shall be made by a simple majority and in the event of equality of votes the Chairman, or the acting Chairman of that meeting shall have a casting or additional vote. The Secretary, or in their absence a member of the Committee, shall take minutes.
- 11.4** In the event that a quorum is not present within thirty minutes of the published start time, the meeting shall stand adjourned until another time and date as determined by the Chairman. If a quorum is not present at the adjourned meeting then those Committee members attending may act for the purpose of calling a Special General Meeting of the members.
- 11.5** In addition to the members elected, the Committee may co-opt further members of the Club who shall serve until the next Annual General Meeting. Co-opted members shall not be entitled to vote at the meetings of the Committee and shall not be counted in establishing whether a quorum is present.
- 11.6** The Committee may from time to time appoint from among their members such sub-committees as they may consider necessary and may delegate to them such of the powers and duties of the Committee as the Committee may determine. All

sub-committees shall periodically report their proceedings to the Committee and shall conduct their business in accordance with the directions of the Committee.

- 11.7** The Committee shall be responsible for the management of the Club and shall have the sole right of appointing and determining the terms and conditions of service of employees of the Club. The Committee shall have power to enter into contracts for the purposes of the Club on behalf of all the members of the Club. The Committee shall also have power to make regulations and to settle disputed points not otherwise provided for in this constitution.
- 11.8** The Committee shall be entitled to an indemnity out of the assets of the Club for all reasonable expenses and other liabilities properly incurred by them in the management of the affairs of the Club.
- 11.9** The Committee shall ensure that the financial records and minutes of meetings are retained for a period of at least 6 years.

## **RULE 12**

### **ANNUAL GENERAL MEETINGS**

- 12.1** The Annual General Meeting of members of the Club shall be held not later than 30<sup>th</sup> June in each year.
- 12.2** The business of the Annual General Meeting shall be:-
- 12.2.1 to receive the Annual Report and Financial Statement
  - 12.2.2 to elect the Committee and Officers
  - 12.2.3 to consider motions of which notice has been given to the Secretary prior to commencement of the meeting
  - 12.2.4 to set the amount of the annual subscription
  - 12.2.5 to transact general business.
- 12.3** The order in which business is transacted at the Annual General Meeting shall be determined by the Chairperson.
- 12.4** The accidental omission to give notice of a meeting to, or the non receipt of notice of a meeting by any person entitled to receive notice shall not invalidate the proceedings at that meeting.
- 12.5** Nominations for election of members to any office or for membership of the Committee shall be made in writing by the proposer and seconder to the Secretary not later than 7 days before the meeting.

## **RULE 13**

### **SPECIAL GENERAL MEETINGS**



- 13.1** A Special General Meeting may be called at any time by the Committee. A Special General Meeting shall be called by the Secretary within 28 days of receipt of a requisition in writing signed by not less than 1/10<sup>th</sup> of members entitled to attend and vote at a General Meeting or 5 members (whichever is greater) stating the purposes for which the meeting is required and the resolutions proposed.

## **RULE 14**

### **PROCEDURE AT THE ANNUAL AND SPECIAL GENERAL MEETINGS**

- 14.1** The Secretary shall personally be responsible for the handing out or sending to each member at their last known address a written agenda giving notice of the date, time and place of the General Meeting together with the resolutions to be proposed, at least 14 days before the meeting and in the case of the Annual General Meeting a list of the nominees for the Committee posts and a copy of the examined accounts. The Secretary may, alternatively, with the agreement of member(s) concerned distribute these materials by e-mail or similar form of communication. The Notice of Meeting shall in addition when possible, be displayed on the Club Notice Board.
- 14.2** The quorum of the Annual and Special General meetings shall be 1/10<sup>th</sup> in number of members entitled to attend and vote at the meeting or 5 members (whichever is greater).
- 14.3** The Chairman, or in the Chairman's absence, a member selected by the Committee, shall take the chair. Each member present shall have one vote and resolutions shall be passed by a simple majority. The procedures for submitting resolutions to be considered at a General Meeting of members are referred to in Rule 12.5. In the event of an equality of votes the Chairman shall have a casting or additional vote. Only paid up members who have reached their 18<sup>th</sup> birthday shall be entitled to be heard and vote on all matters.
- 14.4** The Secretary, or in their absence a member of the Committee, shall take minutes at the Annual and Special General Meetings.
- 14.5** The Chairman shall at all General Meetings have unlimited authority upon every question of order and shall be, for the purpose of such meeting, the sole interpreter of the Rules of the Club.

## **RULE 15**

### **ALTERATION OF RULES AND OTHER RESOLUTIONS**

- 15.1** The Constitutional Rules of the Club shall not be repealed or altered, nor shall any new Rule be added, without the concurrence of a 60% majority of Delegates

present at the Annual General Meeting or at a Special General Meeting called for that purpose.

**15.2** No additions to or alteration of the Pecuniary Profit clause or the Winding up clause shall be approved without the approval of the Inland Revenue Department.

**15.3** Where the calling of a special meeting is deemed undesirable because of time or expense, the Committee may conduct a postal ballot in order to obtain a decision. Any such decision reached affecting a change of rules must be presented for confirmation at the following Annual General Meeting.

**15.4** At least 28 days notice shall be given before the postal ballot closes.

## **RULE 16**

### **FINANCIAL MATTERS**

**16.1** All moneys payable to the Club shall be received by the Treasurer and deposited in a bank account in the name of the Club. All moneys shall be drawn from that account by cheque signed by two of three signatories who shall be the Chairman, Secretary and other Committee member as appointed by the Committee. Any moneys not required for immediate use may be invested as the Committee in its discretion thinks fit.

**16.2** The income and property of the Club shall be applied only in furtherance of the objects of the Club and no part thereof shall be paid by way of bonus, dividend or profit to any members of the Club (save as set out in Rule 16.3)

**16.3** The Committee shall have the power to authorise the payment of remuneration and expenses to any officer, member or employee of the Club and to any other person or persons for services rendered to the Club.

**16.4** The financial transactions of the Club shall be recorded by the Treasurer in such manner as the Committee thinks fit.

**16.5** The financial year of the Club shall conclude on the last day of *March* and commence on the first day of *April* in each year. Any change to the financial year shall require the approval of the members in a General Meeting.

## **RULE 17**

### **PECUNIARY PROFIT**

**17.1** No member or person associated with a member of the Club shall derive any income, benefit or advantage from the Club where that can materially influence the payment of the income, benefit or advantage, except where that income, benefit or advantage is derived from:

- a) Professional services to the Club rendered in the course of business and charged at no greater rate than current market rates; or
- b) Interest on money lent at no greater than current market rates:

AND all members who may be interested or concerned directly or indirectly shall disclose the nature and extent of their interest to the Committee.

## **RULE 18**

### **WINDING UP**

- 18.1** The Club may be wound up at either an annual general meeting or a special general meeting if a resolution to so wind up is passed by a majority of at least 75% of those present and entitled to vote.
- 18.2** The winding up shall take effect from the date specified in the resolution and the members of the Committee shall be responsible for the winding up of the assets and liabilities of the Club.
- 18.3** If upon the winding up or dissolution of the Club there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the members of the Club. Such remaining property shall be given or transferred to some other organisation or body having objects similar to the objects of the Club. In the event of the members being unable to decide, the remaining assets are to be distributed as a Judge of the High Courts directs.

## **RULE 19**

### **DOPING**

- 19.1** Every member of the Club agrees as a condition of their membership to:
  - 19.1.1 observe, be subject to, and be bound by, the FINA Doping Control Rules that are currently in force from time to time as if they were set out in these rules in extension;
  - 19.1.2 submit to doping control testing when requested to do so by DNZ, FINA, and the New Zealand Sports Drug Agency (NZSDA), (including any other testing agency or body duly authorised by any of them to undertake doping control testing on their behalf).
- 19.2** The commission by a member of a doping offence is strictly forbidden and upon such notification to the Club, the Club shall suspend the member pending a hearing before the Doping Disciplinary Tribunal.

- **19.3** Under the rules of the Sports Disputes Tribunal of New Zealand, allegations of doping offences are to be heard by the Sports Disputes Tribunal of New Zealand at first instance. In other words, national sports organisations (NSO's) will not need to hear or determine whether or not a doping offence has been committed. This stance has been adopted in response to strong preferences by NSOs and the NZSDA that doping cases be determined by an independent tribunal such as the Sports Disputes Tribunal of New Zealand.

**RULE 20**

**ACKNOWLEDGEMENT**

- 20.1** The Members acknowledge that these Rules constitute a legally binding contract to regulate the relationship of the members with each other and the Club.

Bruce Megget



member and chairman  
of Diving Waitakere

Aimée Megget



member and committee member  
of Diving Waitakere

ROBERT ALAN MOORE

Robert A. Moore

Member and treasurer  
of diving Waitakere



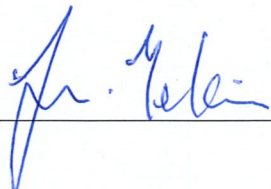
## Change to Rules

The following rule change was approved at an Annual General Meeting of Diving Waitakere Incorporated on 2 June 2018.

That rule 11.3 of the Diving Waitakere Incorporated constitution is amended as follows:

“Committee meetings shall be held ~~at least 10 times per year~~ *as often as required* and the quorum of each meeting shall be such number as shall represent not less than a simple majority of the Committee members (to include not less than one Executive Officer). The Chairman and Secretary shall have discretion to call further meetings of the Committee if they consider it to be in the best interests of the Club. The Secretary shall give all members of the Committee not less than two days oral or written notice of a meeting. Decisions of the Committee shall be made by simple majority and in the event of an equality of votes the Chairman, or acting Chairman of that Meeting shall have a casting or additional vote. The Secretary, or in their absence a member of the Committee, shall take minutes”

Signed:

Chairman 

Date: 02/06/18

Treasurer: M. Kipling

Date: 2/6/18

Secretary: 

Date: 2/6/2018