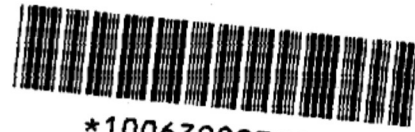




COMPANIES  
SOCIETIES AND TRUSTS DIVISION

www.societies.govt.nz



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## Certificate - Alteration of rules

Section 21 Incorporated Societies Act 1908

### 1. Name of society

ALPINE SPORTS CLUB INCORPORATED

### 2. Society number

221424

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

Name

BRIAN WILLIAM DUFFY

Position

PRESIDENT

Signature

3 02 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 alteration(s) 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:

We have checked that the new name of the society is available by conducting Registrar Searches at both [www.societies.govt.nz](http://www.societies.govt.nz) and [www.companies.govt.nz](http://www.companies.govt.nz).

NPC# 09  
17 FEB 2017

What must be included in your rules?

Section 21 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 power (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.

### 4. Your contact details

No fee and postal address

B W DUFFY  
68 GOODWIN CLAY  
MISSION BAY  
AUCKLAND



## **RULES of THE ALPINE SPORTS CLUB (INCORPORATED)**

### **NAME**

1. The name of the Club shall be "**The Alpine Sports Club (Incorporated)**"



### **INTERPRETATION**

2. In these Rules, unless a contrary intention appears,

"Club" means "The Alpine Sports Club (Incorporated)".

"Committee" means the Committee for the time being appointed under these Rules.

"Year" means the financial year of the Club which shall extend from the first day of April in any year until the thirty-first day of March (both inclusively) in the succeeding year.

### **OBJECTS**

3. The objects of the Club shall be:
  - a) To encourage walking, tramping, mountaineering, mountain exploration, and a better knowledge of mountains and hills through literature, science and art.
  - b) To encourage alpine sports, ski running and touring and exploration on ski, and the development of snow and mountain craft and technical skill on ski.
  - c) To arrange tramping, mountaineering, winter sports and other outdoor activities.
  - d) To protect native flora and fauna and the natural features of the country.
  - e) To promote good fellowship among trampers and other mountain users

f) To give whatever support may be necessary to activities which have in view the acquisition and preservation of forest reserves and other scenic attractions and to help in the further establishment of National Parks. To assist where possible in meeting at a reasonable cost the needs of trampers and campers at such places and to arrange any other facilities in connection therewith.

g) To publish and issue a Club Journal.

h) To maintain the Club's history in the form of archives, which shall be held in a safe location, agreed by the Committee.

i) To purchase, take on lease, hire, or otherwise acquire Land or any interest therein, for the purpose of erecting Huts for the furtherance of any of the above objects.

#### **COLOURS**

- 4 The Club colours shall be old gold and bottle green and the Club badge shall be a bottle green tiki on an old gold background. The Club motto shall be "*Ifer Montium Via Nostra*". The mountain journey is our way.

#### **MEMBERSHIP**

- 5 The membership of the Club consists of;
- (a) Life members, elected in accordance with Rule 6.
  - (b) Ordinary members, being members aged 22 years or older as at 1 April
  - (c) Junior members, being persons over the age of 13 years and under the age of 22 years as at 1 April.
- 6 The Committee shall have power to elect suitable persons to be Life Members of the Club who shall be exempt from the payment of any entrance fee or subscription fee and shall have all privileges of ordinary members.
- 7 Every candidate for election as an ordinary or junior member of the Club shall tender the entrance fee and the subscription for the balance of the current year as fixed by the Committee and be proposed and seconded by members of the club, The candidate may then be elected to membership by a vote of not less than four-fifths of those present at a Committee meeting.
8. Every member shall on election to membership pay an entrance fee

not exceeding twice the annual subscription for an ordinary member. The Committee shall from time to time determine the entrance fee and may set different rates for each class of membership.

9. a) The annual subscription shall be fixed from time to time by the Committee after due consultation and is due and payable before 1 April in each year
- b) The committee shall have the power to fix subscription rates or give discounts for such classes of membership as it may determine from time to time including but not limited to:
  - (i). Members over the age of 65 as at 1 April in each year
  - (ii). The aggregated subscriptions for couples
  - (iii). For families being members of a family unit consisting of one or two adults and their dependent children aged under 22 as at the 1<sup>st</sup> April in each year
10. The Committee may determine from time to time the privileges that attach to each class of membership.
11. A member aged under 18 as at 1 April is not eligible for election as an Officer of the Club or as an elective member of the Committee and shall be entitled to participate only in such activities as the Committee from time to time determines.
12. Except for Life Members, all members are liable for their subscriptions unless they have ceased to be members by resignation or otherwise before the commencement of the year at 1 April.
13. Any member may resign their membership by giving to the Secretary notice in writing to that effect.
14. Every member whose subscription is unpaid after 30 June ceases to be a member of the Club. The Secretary shall notify each such member of the cessation of his or her membership. On payment of the overdue subscription, the Committee shall have the discretionary power to reinstate such a member.
15. Members reinstated under the preceding rule, and members who have resigned from the Club and wish to rejoin if re-elected are not liable for the entrance fee.

16. The Committee may by a majority of two-thirds of its members present at a meeting expel from membership or suspend for any period or reprimand any member willfully infringing any of these rules or any by-laws made there under, or who is in the opinion of the Committee guilty of any/other conduct rendering the member in the opinion of the Committee unfit to be a member of the Club, provided that before expelling the member the Committee call upon the member for an explanation of their conduct and shall hear what the member may wish to urge in their defence.

### **GENERAL MEETINGS**

17. An Annual General Meeting for the election of, the Officers and the appointment of a Reviewer or Auditor for the year, and to fill all vacancies in the number of the elective members of the Committee, shall be held not later than June each year.
18. A Special General Meeting may be called at the discretion of the Committee at any time, or shall be called by the Secretary within 14 days after the receipt of a requisition to that effect, signed by no fewer than 10 ordinary or life members of the Club, specifying the subject to be discussed at such meeting.
19. At least seven clear days notice of the place and time of a General Meeting and of the business to be transacted at such meeting shall be posted to every member of the Club at the address, which appears in the register of members, subject however to Rule 14.
20. Annual Statements of Account shall be prepared and either reviewed or audited as decided at the previous Annual General Meeting. A copy of the Accounts shall be sent to every Club member with the Club journal, at least seven clear days before the Annual General Meeting.
21. Except by resolution of the meeting passed by two-thirds majority of those present no business shall be transacted at such meeting, except that of which notice shall have been given as aforesaid. If any general business, other than purely routine business, of which no notice shall have been given, shall be transacted, the resolution or resolutions shall not be effective until 14 days after the meeting. If, within that period, any 5 members not present at the meeting shall have forwarded to the Secretary an objection in writing to such resolution or resolutions, the Secretary shall call a further meeting at which such resolution or resolutions shall be confirmed or otherwise and the resolution or resolutions objected to shall not be effective until

such further meeting is held.

22. Ten members qualified to vote and personally present shall constitute a quorum and every such member shall have one vote.
23. The Chair, whether at a General Meeting or at a meeting of the Committee, shall be taken by the President of the Club, or in the absence of the President by a Vice-President. In the absence of the President and Vice-Presidents the meeting shall elect a chairperson from the members present .
24. Voting shall be by show of hands, but any member may demand a poll. Proxies are not allowed.
25. The Chairperson shall have a deliberative and in the case of an equality of votes a casting vote.

#### **ALTERATION OF RULES**

26. These Rules shall not be altered, added to or rescinded except by a resolution passed at a General Meeting of the Club by a majority of two-thirds of the members present and entitled to vote, notice of the proposed alteration having been given in the notice of the Meeting.

No addition to or alteration of the non-profit aims, payments to members clause or the winding up clause shall be approved without the approval of the Inland Revenue. 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.

#### **OFFICERS AND MANAGEMENT**

27. The Officers of the Club shall be a President, two Vice-Presidents, an Honorary Treasurer and Honorary Secretary.

28. The management of the Club shall be vested in a Committee consisting of the Officers of the Club, a Tours Officer, a Ruapehu Coordinator, and four other elective members. Any unsuccessful candidate for the position of Tours Officer or Ruapehu Coordinator shall be eligible for election as one of the four other elective members. Five shall constitute a quorum.
29. The Officers of the Club shall be elected at the Annual General Meeting and shall hold office until the next Annual General Meeting. They shall be eligible for re-election.
30. The President on vacating the office of President will for the period of twelve months until the next Annual General Meeting be ex officio a member of the Committee.
31. The elective members of the Committee shall be elected by the Annual General Meeting and shall hold office until the next succeeding Annual General Meeting. They shall be eligible for re-election.
32. Subject to the following Rule no person other than one already holding the position who has given forty-eight hours notice to the Secretary of their intention to seek re-election shall be elected as an Officer of the Club or elective member of the Committee unless forty-eight hours before the time fixed for the Annual General Meeting a notice nominating that member for such office or as an elective member of the Committee shall have been delivered to the Secretary signed by a proposer and seconder and with the member's consent endorsed.
33. If at the Annual General Meeting the number of candidates duly proposed for the Committee does not exceed the number of vacancies, the Chairperson shall declare the candidates elected; otherwise the election shall be by ballot. In the event of there being no person or an insufficient number of persons to make the full number of Officers and elective members of Committee seeking election who have either given notice of their intention to seek re-election or been nominated as provided in these Rules then an additional person or sufficient additional persons shall be elected at the Annual General Meeting to make up the full number of Officers and elective members of Committee notwithstanding that such additional person or persons may not have given notice or been

nominated as aforesaid.

34. That if during the year there shall occur a vacancy on Committee or in the office of Secretary, Treasurer, Tours Officer or Ruapehu Co-ordinator the Committee shall fill the vacancy and may in addition from time to time co-opt additional members not exceeding in total three members in all to act on Committee.

#### **COMMITTEE MEETINGS**

35. At least three days clear notice shall be given of any Committee Meeting.
36. The Committee may delegate its powers and duties to such Sub-Committees as it may appoint but shall be responsible to the Club for the acts and defaults of such Sub-Committees.
37. The Committee and any Sub-Committees may regulate their meetings and proceedings as they see fit, subject to these Rules.

#### **POWERS OF COMMITTEE**

38. The Committee shall have the power to acquire or dispose of land on behalf of and in the name of the Club and to erect buildings on any land so acquired. Provided that the power to acquire or dispose of land (including any leasehold interest or licence to occupy) shall only be exercised pursuant to a resolution of the Club passed at a General Meeting.
39. (i). The Committee shall have power to borrow up to \$20,000 on such terms including security as are necessary, only to meet the Club's immediate expenses.
- (ii). The Committee shall have power to borrow in excess of \$20,000 or give security for the repayment of sums borrowed and interest thereon as the Committee deems expedient, provided that the power to borrow or give security shall only be exercised pursuant to a resolution of the Club passed at a General Meeting.
40. The Committee shall have power to cause the Club to become a member of any Club or Association having objects similar to those of the Club or to become affiliated to any such Club or Association and shall have the power also to allow any other such Club or Association



to become affiliated to the Club on such terms and conditions as it thinks fit.

41. The Committee may from time to time for marketing purposes, (notwithstanding Rule 4), establish other club logos, colours or slogans in keeping with the objects of the Club.

#### **BY-LAWS**

42. The Committee shall *have* the power to make from time to time such By-Laws not being inconsistent with these Rules as they may deem to be necessary for the well-being of the Club, and may vary or rescind such by-laws and such by-laws shall be binding on every member until set aside at a General Meeting.

#### **SECRETARY**

43. The Secretary shall keep and have custody of;
  - a. A Minute Book containing full and correct Minutes of all Meetings.
  
  - b. A Register showing the names, addresses, and occupations of members and the dates at which they became members; and shall carry out such duties as are normally carried out by a Secretary or are required of the Secretary by Committee.

#### **TREASURER**

44. The Treasurer shall keep and have the custody of such books of account as the Committee may from time to time require the Treasurer to keep and shall keep all entries in such books properly up to date and shall carry out such duties as are normally carried out by a treasurer or are required of the Treasurer by the Committee.

#### **BANK ACCOUNT**

45. A Bank Account shall be kept at such Bank or Banks as the Committee may from time to time determine and shall be operated on by any two of such members of the Committee, as the Committee shall appoint.

#### **CLUB FUNDS**

46. All funds of the Club shall be paid into the Club Bank Account or Accounts and any part thereof may, if the Committee so determine, be invested.

### **PAYMENTS TO MEMBERS**

47. 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 or advantage whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arms length transaction (being the open market value).

### **NOTICES**

48. Every notice which is required to be given under these Rules shall
- (a) be delivered personally, or
  - (b) be posted in which case shall be deemed to have been received by the person to whom it was addressed within 5 days from the day it was posted to the members last known address, or
  - (c) be e-mailed, sent by text or other electronic means in which case shall be deemed to have been received by the person to whom it was addressed within 1 day after the day it was e-mailed, sent by text or other electronic means to the members last known electronic address

### **OFFICE**

49. The office of the Club shall be at the home of the secretary or such office as the Committee may from time to time determine. The Registrar of Incorporated Societies shall be notified whenever the location of the office changes.

### **COMMON SEAL**

50. The Committee shall obtain a Common Seal for the Club and such Seal shall not be affixed to any instrument except in pursuance of a Resolution of the Committee of the Club and in the presence of two members of the Committee for the time being the Seal shall be in the custody of the Secretary of the Club.

### **REVIEWER OR AUDITOR**

51. A reviewer or auditor shall be appointed at the Annual General meeting and shall hold office until the next Annual General meeting. The reviewer or auditor shall not be a member of Committee. A vacancy occurring in the office of reviewer or auditor shall be filled by the Committee until the next Annual General meeting.

### **INTERPRETATION**

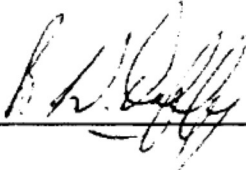
52. The decision of the Committee on the interpretation of the Rules or any matter or thing not contained in these Rules and which pertains to the Club, its property or interest shall be conclusive and binding on all members of the Club until revoked at a General Meeting.

**WINDING UP**

53. A simple majority of the Members present at a meeting convened for the purpose may resolve that the Club be wound up and shall appoint one or more liquidators to wind up the Club's affairs. A second meeting shall be called (not earlier than 30 days after the first meeting) to confirm the winding up resolution. Notice of such resolution shall be sent to the Registrar of Incorporated Societies.

Once debts and liabilities of the Club have been discharged any excess funds shall be transferred equally to the Auckland Regional Council (or successor) for the purposes of its Parks and Reserves Division in the Auckland Centennial Memorial Park and the Department of Conservation (or successor) for use on the Tongariro National Park.

*These are the amended Rules of the Alpine Sports Club (Inc) adopted at the Club Annual General Meeting on 6 December 2016.*



President



Vice President



Treasurer

