

ATHLETICS WELLINGTON CONSTITUTION

1. ATHLETICS WELLINGTON

NAME

- 1.1. The name of the Society shall be Athletics Wellington Incorporated (Athletics Wellington).
- 1.2. Athletics Wellington shall be an Incorporated Society.

OBJECTIVES

- 1.3. The objectives of Athletics Wellington shall be to encourage and coordinate athletics within the Wellington region and to exercise all powers and to perform all duties vested in, and imposed upon it by the Constitution of Athletics New Zealand.

HEADQUARTERS AND COLOURS

- 1.4. The headquarters of Athletics Wellington shall be within the area covered by Athletics Wellington.
- 1.5. The colours of Athletics Wellington shall be black and gold.

CONSTITUTION OF ATHLETICS WELLINGTON

- 1.6. Athletics Wellington shall consist of all affiliated clubs in the Wellington region.

SEAL

- 1.7. The common seal of Athletics Wellington shall be in the custody of the Secretary who shall affix it to such documents as the Board may from time to time direct. Every document to which the seal is required to be affixed shall be signed by two members of the Board and counter signed by the Secretary of Athletics Wellington.

2. OFFICERS AND OFFICIALS OF ATHLETICS WELLINGTON

- 2.1. The officers of Athletics Wellington shall consist of:

- a. President
- b. Chairperson
- c. Secretary
- d. Treasurer

- 2.2. The President shall be elected by the AGM but the other three officers shall be appointed by the Board.
- 2.3. No President shall hold office for more than three consecutive years.
- 2.4. The Board shall appoint a Registrar, one centre delegate to Athletics New Zealand, Verifier, Surveyor, Coaching Coordinator, Officials Coordinator and such other officials as the Board may think fit to appoint
- 2.5. The Verifier of Athletics Wellington accounts may not hold any other office in, or be a delegate to, any Athletics Wellington Board or committee.

3. DUTIES OF SECRETARY, TREASURER AND REGISTRAR

- 3.1. The Secretary shall receive and reply to Athletics Wellington's correspondence and minute all decisions.
- 3.2. The Treasurer shall receive, bank and account for Athletics Wellington's funds, and make payments on its behalf. He or she shall submit a balance sheet, properly verified, to the Annual General Meeting of Athletics Wellington.

- 3.3. The Registrar shall register athletes as required by Athletics New Zealand, and authorise the allocation of numbers. The Registrar shall maintain a database, sufficient for competition and communication purposes.

4. GENERAL MEETINGS

- 4.1. From time to time as required, there shall be General Meetings of Athletics Wellington. Such meetings shall be held at a time and place determined by the Board.
- 4.2. Members of the Athletics Wellington Board, Life Members, affiliated club delegates, registered athletes and invited guests may attend general meetings.
- 4.3. Each affiliated club shall be entitled to representation at general meetings on the basis of one delegate for each fifty, or fraction thereof, of the registered members of such clubs affiliated with Athletics Wellington during the previous financial year, with a maximum of three delegates. No person under disqualification or suspension may be a delegate and no person may represent more than one affiliated club.
- 4.4. Except as herein otherwise provided, a delegate shall be deemed to hold office at the pleasure of his or her club and his or her appointment as a delegate shall be notified to the Secretary of Athletics Wellington in writing.

5. ANNUAL GENERAL MEETING

- 5.1. The Annual General Meeting of Athletics Wellington (AGM) shall be held no later than 30 June in each year.
- 5.2. The business to be transacted at this meeting shall be:
 - a. To receive the annual report and statement of accounts, duly verified, which shall have been forwarded to members of Athletics Wellington at least twenty-one days before the date fixed for such a meeting.
 - b. To elect Board members for the ensuing year in terms of clause 15.
 - c. To elect the President
 - d. To transact any other business of which notice shall have been given at least twenty-one days prior to the date fixed for such a meeting.
- 5.3. The Secretary shall call for nominations for the elected Board members no later than forty-two days prior to the date of the meeting.
- 5.4. For each nomination to be valid, it shall be in writing, reach the Secretary at least twenty-eight days prior to the date of the meeting, and be confirmed by the nominee.
- 5.5. The Secretary shall advise all officers and affiliated Clubs, and shall make reasonable efforts to advise members of Athletics Wellington, no later than twenty-one days prior to the meeting, of the nominations received for the various offices and of the additional appointments which shall be required to be made at the meeting.
- 5.6. Should more than one valid nomination be received by the closing date referred to in clause 5.4 to fill any of these offices, a ballot shall be held. If only one nomination is received, the nominee shall be declared elected.
- 5.7. If no nominations are received, the meeting shall then fill such vacancies.
- 5.8. The quorum at the Annual General Meeting and for a Special General Meeting (clause 6) shall be eleven (11) voting members. If, at the end of 30 minutes after the time appointed in the notice for the opening of the meeting, there is no quorum the meeting shall stand adjourned for one week. If, at the reconvened meeting there is still no quorum, those

members present and entitled to vote shall be competent to discharge the business of the meeting.

6. SPECIAL GENERAL MEETINGS

- 6.1. Special General Meetings of Athletics Wellington may be convened at any time by the Chairperson, or the Board, and shall be called by the Secretary on receiving a requisition signed by delegates of not less than one third of the affiliated clubs in the centre, stating the objects for which such a meeting is convened.
- 6.2. Such meetings shall be held no later than twenty-eight days after the day on which the requisition was presented to the Secretary.
- 6.3. The Secretary shall give not less than twenty-one day's notice of any meeting and shall state the objects thereof.
- 6.4. Except by leave of the Chairperson and the vote of two thirds of the members present and entitled to vote, no business other than that stated on the notice of the meeting shall be considered by any Special General Meeting.

7. NOTICES OF MEETINGS

- 7.1. The Secretary shall give notice of all meetings by means of advertisement or email, facsimile or other forms of visible or electronic communication, wherever possible, to all eligible members. Every such notice shall state the date and place of the meeting.

8. QUORUM

- 8.1. Subject to clause 5.8, at general meetings of Athletics Wellington, including Annual and Special General Meetings, the quorum shall be eleven (11) voting members. For the purposes of this clause, proxies shall not count.
- 8.2. At any meeting of Athletics Wellington, only members of Athletics Wellington Board and delegates of affiliated clubs shall be entitled to exercise a vote. Speaking rights shall be restricted to those with voting rights, unless otherwise recognised by the Chairperson.
- 8.3. Voting shall be by voice, show of hands or secret ballot.
- 8.4. In the event of a tie in any voting, the officer in the chair may exercise a casting vote in addition to his or her deliberative vote.

9. PROXIES

- 9.1. Any delegate to Athletics Wellington, or member of the Board may, in writing lodged with the Secretary, designate to any person (not otherwise disqualified) his or her power of attending and voting at any specified meeting of Athletics Wellington on any particular subject or subjects. Such a substitute member shall, unless limited by the document appointing him or her, have all the powers of speech and vote possessed by the member appointing him or her.

10. NO RE-DISCUSSION WITHOUT NOTICE

- 10.1. No subject that has been passed or negated at a meeting of Athletics Wellington shall again be brought up for discussion within 12 months, except by notice of motion moved by an affiliated club and accepted by the Board.

11. SUSPENSION OF BOARD MEMBER

- 11.1. A Board member may be suspended by a vote of two thirds of the members of the Board present at a Special Meeting of the Board called for that purpose, on the grounds of failure to attend to Board business, or of misconduct or action prejudicial to the interests of Athletics Wellington.

12. ANNUAL FEES

- 12.1. Each affiliated club shall pay to Athletics Wellington such annual fees as shall be fixed by the Board from time to time. Athletics Wellington may suspend or otherwise deal with any affiliated club for failing to make payment by the due date.

13. DUTIES OF AFFILIATED CLUBS

- 13.1. Every affiliated club shall, immediately following its annual meeting, forward to the Secretary of Athletics Wellington the names and addresses of its secretary and its delegates to Athletics Wellington for the ensuing years.
- 13.2. All affiliated clubs shall register their colours with the Secretary of Athletics Wellington, who shall keep a record of them.
- 13.3. Immediately following its annual general meeting, each affiliated club shall forward to the Secretary of Athletics Wellington a copy of its annual report and two copies of its statement of accounts, which have been adopted by the affiliated club.
- 13.4. Any affiliated club desiring to alter its Constitution, shall, before adopting any such amendments, forward the proposed amended Constitution to the Secretary of Athletics Wellington for approval by the Board of Athletics Wellington and transmission to the Board of Athletics New Zealand. The amendments shall not become operative until approved by both Boards.

14. MEMBERSHIP

- 14.1. Every member of an affiliated club shall, ipso facto, be a member of Athletics Wellington and shall be bound by this Constitution and by the Constitution of Athletics New Zealand.
- 14.2. Every member of an affiliated club competing at a Centre Championship, held under the jurisdiction of Athletics Wellington, shall wear his or her correct club uniform.
- 14.3. Nothing in this clause shall prevent Athletics Wellington from permitting a special uniform to be worn in place of a club uniform or a special competitor's number to be worn as provided under the Constitution of Athletics New Zealand.
- 14.4. On resignation from his or her affiliated club, or in the event that his or her other club ceases to be affiliated, a member shall be deemed to have resigned from Athletics Wellington.
- 14.5. A member of Athletics Wellington may be suspended or expelled only in accordance with the Constitution of Athletics New Zealand.
- 14.6. Athletics Wellington shall accept the World Anti-Doping Code and shall abide by the Anti-Doping Rules as set in the Constitution and regulations of Athletics New Zealand.
- 14.7. Doping as is defined within IAAF Competition Rules is strictly forbidden and all athletes are required to submit to testing as required by the Athletics New Zealand Bylaws.

15. BOARD

- 15.1. The governance and management of Athletics Wellington shall be vested in the Board which may exercise all the powers of Athletics Wellington and do all things which are not expressly required to be undertaken by Athletics Wellington at a General Meeting.
- 15.2. Members of the Board shall be:
 - a. Four persons elected by the AGM under Clause 15.3a (Elected Board Members);
 - b. At least three persons appointed under Clause 15.3c and in addition the Board may co-opt other members to meet specific needs.
- 15.3. Members of the Board shall be elected or appointed as follows:
 - a. The Elected Board Members shall be elected by a majority of persons entitled to vote at an AGM.
 - b. Nominations for Elected Board Members may be made by affiliated Clubs to the Centre and shall be in the approved form and received by the Secretary of Athletics Wellington no later than twenty-eight days before the date set for the AGM;
 - c. A selection process shall be undertaken by the Board to appoint the three appointed members and any further co-opted members to meet specific needs.
- 15.4. Subject to Clause 11.1, the term of office for all Board Members shall be two years, expiring on conclusion of the relevant AGM. A Board Member may be re-elected or appointed to the Board for a maximum of two subsequent and consecutive terms of office. The election and appointment of Board Members shall be rotated so that three Board Members are elected or appointed in one year and four the next to ensure continuity of some Board Members on the Board
- 15.5. In the event that there is a vacancy on the Board, the remaining Board Members may co-opt a person of their choice to fill the vacancy or the Board may leave the vacancy unfilled until the next AGM.
- 15.6. The term of office for a person co-opted as a Board Member to fill a vacancy under Clause 15.5 shall expire at the conclusion of the AGM following their appointment. Thereafter the vacancy shall be determined in accordance with this Constitution.
- 15.7. A Board member may be suspended under the provisions of Clause 11.1.
- 15.8. At its first meeting following the AGM, the Board shall elect a Chairperson.
- 15.9. The role of the Chairperson is to lead Athletics Wellington, to chair meetings of the Board and to represent the Board. In the event of the unavailability of the Chairperson for any reason, the Board shall appoint one of their number to undertake the Chairperson's role during the period of unavailability.
- 15.10. The duty of each Board Member is to pursue the objects of Athletics Wellington and to exercise the powers of Athletics Wellington for fulfilment of the objects and in so doing a Board Member shall:
 - a. Regularly attend Board meetings and General Meetings of Athletics Wellington;
 - b. Provide good governance for Athletics Wellington;
 - c. Regularly monitor and review the performance of Athletics Wellington;
 - d. Act in the best interests of Athletics Wellington at all times;
 - e. Formulate such by-laws, regulations, policies and procedures as are appropriate for Athletics Wellington;

- f. Where appropriate, engage in activities to promote, market, represent and fundraise for Athletics Wellington;
 - g. Do such other things within the Constitution as the Board agrees to promote the objects of Athletics Wellington.
- 15.11. Board meetings may be called at any time by the Chairperson but generally the Board shall meet at regular intervals agreed by the Board.
- 15.12. Except to the extent specified in the Constitution, the Board shall regulate its own procedure.
- 15.13. The quorum for a Board meeting shall be more than half of the Members of the Board.
- 15.14. Each Board Member shall have one vote at Board meetings. In the event of a tie, the Chairperson shall have an additional casting vote. Voting shall be by voices or upon request of any Board Member by a show of hands or by a ballot. Proxy and postal voting is not permitted except as part of formal votes conducted under clauses 15.15 and 15.16.
- 15.15. A resolution in writing signed or consented to by email, facsimile or other forms of visible or other electronic communication by a majority of the Board shall be valid as if it had been passed at a meeting of the Board. Any such resolution may consist of several documents in the same form each signed by one or more of the Board.
- 15.16. Any Board Member may participate in any meeting of the Board and vote on any proposed resolution at a meeting of the Board without being physically present. This may only occur at meetings by telephone, through video conferencing facilities or by other means of electronic communication provided that prior notice of the meeting is given to all Board Members and all persons participating in the meeting are able to hear each other effectively and simultaneously. Participation by a Board Member in this manner at a meeting shall constitute the presence of that Board Member at that meeting.
- 15.17. The Board may, by majority vote, reimburse its Board Members for their actual and reasonable expenses incurred in the conduct of Athletics Wellington's business. Prior to doing so the Board shall establish a policy to be applied to any question of reimbursement.
- 15.18. If any situation arises which, in the opinion of the Board, is not provided for in the Constitution, regulations, by-laws or policies of Athletics Wellington, the matter will be determined by the Board.
- 15.19. The Board shall appoint such committees as it deems necessary and shall document the guidelines for their operation.

16. LIFE MEMBERSHIP

- 16.1. Life Members may be elected at an Annual General Meeting or a Special General Meeting. Life membership shall be in recognition of outstanding service to Athletics Wellington over a number of years.
- 16.2. Nominations for life membership shall be lodged in the first instance with the Secretary no later than twenty-eight days before an Annual General Meeting.
- 16.3. Each nomination will then be considered by the Board and if supported, will be referred to an Annual General Meeting (or Special General Meeting) where it must be carried by a seventy five percent majority of members present and entitled to vote.

17. NEW AFFILIATED CLUBS

17.1. Any new athletic club formed within the Wellington region who becomes affiliated to Athletics New Zealand may also affiliate to Athletics Wellington. Any club affiliated to Athletics Wellington will be bound by the constitution of Athletics Wellington.

18. REGISTRATION

18.1. Every athlete wishing to compete as a registered athlete at any meeting held under the jurisdiction of Athletics Wellington shall be registered in accordance of the Constitution of Athletics New Zealand.

18.2. An athlete may change affiliated clubs by following a process set out by the Board of Athletics Wellington.

18.3. The Board shall fix the annual registration fee to be paid on behalf of each athlete registered in the Athletics Wellington centre. Having fixed the fee, the Board shall advise affiliated clubs of their obligations at the earliest opportunity.

19. FUNDS

19.1. All funds of Athletics Wellington shall be paid into a bank account.

19.2. All payments by Athletics Wellington shall, unless otherwise determined by the Board, be signed by any two of the Chairperson, Treasurer, or another designated person on the Board.

20. PERSONAL PECUNIARY GAIN

20.1. Any income, benefit or advantage shall be applied to the objectives of the organisation.

20.2. No member of the organisation or any other person associated with a member shall participate in or materially influence any decision made by the organisation 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 shall be reasonable and relative to that which would be paid in an arm's length transaction (being open market value).

21. FINANCIAL YEAR

21.1. The financial year of Athletics Wellington shall commence on the first day of April and end on the thirty-first day of March of the following year.

22. ATHLETICS WELLINGTON UNIFORM

22.1. The Athletics Wellington uniform shall be determined by the Board from time to time. It shall incorporate the official colours of Athletics Wellington.

23. CENTRE CHAMPIONSHIPS

23.1. The Board may in any year determine any number of Centre Championships and the events to be included in such championships. An official record of the results of such championships shall be kept.

23.2. All athletes competing in Centre Championships shall be registered through an affiliated club affiliated to the Wellington Centre and compete in that club's correct uniform.

23.3. A competitor from any other centre, or from any other country, may be granted permission to compete in such championships by the Board (or a delegated authority), but

points for any shield or trophy associated with the championship, shall be allocated as if he or she were not a competitor. In the event of his or her winning the event, he or she shall not be recorded as the winner of the championship, or be entitled to win the trophy awarded to a champion. He or she may, however, receive a special trophy of such value as the Board (or delegated authority) may determine and the championship certificate or trophy shall be awarded and the title of Centre Champion conferred, as if he or she had not been a competitor.

23.4. An athlete gaining first, second or third place in a Centre Championship event may receive a suitable inscribed medal, or a Championship Certificate on which shall be inscribed the year, place, event, athlete's name and performance.

24. CENTRE RECORDS

24.1. The Board shall determine events for which centre records shall be recognised.

24.2. Applications for centre records shall be considered only from athletes registered with Athletics Wellington.

24.3. In all other matters concerned with the application of, or recognition of a centre record, the Constitution of Athletics New Zealand covering records shall apply.

24.4. The Board shall keep a record of all records granted by Athletics Wellington, showing date and place of performance, name, affiliated club and time, distance or height.

24.5. A centre record certificate may be issued to each athlete for whom a record performance is recognised.

25. SPORTS MEETINGS

25.1. Any club affiliated to Athletics Wellington may apply to have a sports meeting or contest scheduled on a centre programme. Should an affiliated club choose to do so, it should apply to the Board for such a listing, no later than one month (or such longer period as the Board may require), prior to the date of the event and shall remit such fee as may be determined by the Board.

25.2. Any affiliated club or body not affiliated with Athletics New Zealand desiring to hold a meeting under Athletics New Zealand Constitution may apply for Centre approval and shall remit such fee as may be determined by the Board.

26. ALTERATION OF CONSTITUTION

26.1. This Constitution may be added to, amended, or repealed by resolution at any Annual General Meeting of Athletics Wellington or at any Special General Meeting called for the purpose.

26.2. Notice of such proposed additions, amendments or alterations, together with the names of the proposer and seconder thereof, shall be given to the Secretary of the Board at least twenty-eight days before the day fixed for such an Annual or Special General Meeting.

26.3. The Secretary shall give that notice to all eligible members of Athletics Wellington at least twenty-one days before the date of the meeting.

26.4. Any resolution adding to, or amending, or repealing this Constitution shall require the votes of two-thirds of the members present and entitled to vote.

26.5. No such change shall be operative until approved by Athletics New Zealand

26.6. No addition to, or alteration of the objects, the personal pecuniary gain clause, or the winding-up clause shall be approved without Inland Revenue approval. 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.

27. WINDING UP

27.1. In the event of the winding up or dissolution of Athletics Wellington Incorporated, all property, both real and personal, after the payment of costs, debts and liabilities, shall vest in Athletics New Zealand Incorporated.

27.2. Any resolution in favour of winding up Athletics Wellington Incorporated shall be passed at an Annual General Meeting or Special General Meeting in accordance with Clauses 26.1 – 26.4.

27.3. The resolution shall be confirmed at a second Special General Meeting, as soon as verified final accounts are available, or within twenty-eight days, whichever is the sooner, but subject to clause 6.3.

28. STANDING ORDERS

28.1. The standing orders for Athletics Wellington shall be those for the time being set out for Athletics New Zealand in the Administration Regulations for that body.

29. GENERAL

29.1. This Constitution shall be read with, and subject to, the Constitution and regulations of Athletics New Zealand.

29.2. Any matter not otherwise specifically provided for in the Constitution, which may arise, shall be decided by the Board whose decision shall be final, subject to any right of appeal, as provided in the Constitution of Athletics New Zealand