

COPY "A"

LYNFIELD TENNIS CLUB (INCORPORATED)

Constitution

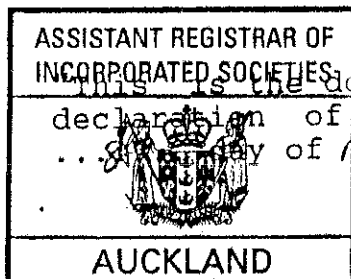
Contents

1. Name
2. Affiliation
3. Objects
4. Membership
5. Grades of Membership
6. Life Members
7. Visitors
8. Subscriptions
9. Resignations and Penalty for Non-Payment of Subscriptions
10. Misconduct of Members
11. Officers of the Club
12. Management Committee
13. Honorary Secretary
14. Honorary Treasurer
15. Honorary Auditor
16. Annual General Meeting
17. Special General Meeting
18. Management Committee Meetings
19. Chairperson
20. Senior Sub-Committee
21. Midweek Sub-Committee
22. Quorum
23. Voting
24. Financial Year
25. Investment of Funds
26. Borrowing Powers
27. Common Seal
28. Registered Office
29. Winding Up
30. Alteration of Constitution

Jill James
President

San Juan
Vice President

Chyng
MEMBER



This is the document marked "A" referred to in the annexed declaration of Jeffery Brian Adams made at Auckland this ... day of April... 1977. before me:"

P. J. Adams J.P.
Papahura

1. Name

The Club shall be called the Lynfield Tennis Club (Incorporated).

2. Affiliation

2.1 The Club shall affiliate with Auckland Tennis.

2.2 The Club may affiliate with any other appropriate body as thought desirable or with similar objects to the Club.

3. Objects

The objects of the Club shall be:

3.1 To promote, encourage and advance the game of tennis.

3.2 To provide, control and maintain suitable grounds and premises for this purpose.

3.3 To protect the interests of Club members.

4. Membership

4.1 Members of the Club shall consist of those who have been accepted and who have agreed to abide by the Constitution and By-Laws of the Club currently in force.

4.2 Application for membership must be made to the Secretary on the appropriate form in force at the time.

4.3 New members shall be admitted by a simple majority of Management Committee (Committee) members present at a committee meeting.

4.4 The full subscription is payable within 21 days after the date of approval, failing which the approval will lapse.

5. Grades of Membership

5.1 Members shall consist of life members, playing members, and honorary members and such other grades of membership as the Committee deem desirable.

ASSISTANT REGISTRAR OF
INCORPORATED SOCIETIES



6. Life Members

At any Annual General Meeting, any member of the Club who rendered outstanding service may be

proposed by the Committee as a life member

- 6.2 A ballot shall be taken, two negatives to exclude.
- 6.3 Life members shall not pay the Club subscription, but shall pay any association levies and interclub fees if appropriate.

7. Visitors

Members may introduce visitors to play, subject to the By-Laws and regulations of the Club.

8. Subscriptions

- 8.1 The subscription for the ensuing season shall be fixed at the Annual General Meeting and shall fall due on 1 September.
- 8.2 The Committee shall have the discretionary power to allow a special rebate to any person making application for membership after 31 December in any season.

9. Resignations and Penalty for Non-Payment of Subscriptions

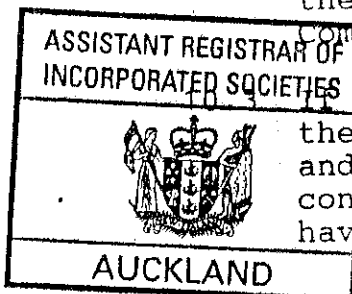
- 9.1 Any member may resign their membership by giving notice in writing to the Secretary to that effect. All notices shall, unless otherwise expressed, be deemed to take effect upon receipt by the Secretary.
- 9.2 Any member who has not paid their subscription by 1st September shall be deemed to have resigned from the Club and the Committee shall have the power to strike such members from the Club roll. Before doing so the Secretary must give notice in writing to any such member at their last known address and seven days grace must be allowed, but such disqualification shall not release them from any existing liabilities.

10. Misconduct of Members

- 10.1 If representation is made to the Committee that the conduct of any member is injurious to the character and interests of the club, a Special Meeting of the Committee shall be summoned to enquire into the matter.

- 10.2 Should the Committee deem it necessary, it may request the member to attend a meeting, due notice of which shall be furnished on the member, and on receipt of such notice, it shall be obligatory upon the member so notified to appear before the Committee.

If the Committee think the circumstances require it, the Committee is empowered to suspend such member and to call a Special General Meeting of the Club to consider the question of expulsion. The Club shall have the power of expelling any member by ballot at



any General or Special Meeting, notice of which shall have been given, the majority to be at least in proportion of three to one of members present to expel such member.

11. Officers of the Club

- 11.1 The Officers of the Club elected by ballot shall consist of a Patron, President, Vice-President, Hon. Secretary, Hon. Treasurer, Club Captain, Midweek Convenor, Junior Supervisor, Property Supervisor.
- 11.2 The offices of Hon. Secretary and Hon. Treasurer may be held together by one person.
- 11.3 The Club may appoint by a majority of the members present at the Annual General Meeting or at a meeting called for the purpose, an additional officer(s). Such officer(s) shall be elected annually in the same manner as the other officers of the Club.

12. Management Committee

- 12.1 The whole management of the Club and its affairs shall be conducted by the Management Committee (Committee) consisting of the Officers of the Club except the Patron.
- 12.2 The Management Committee shall have the power to make By-Laws and regulations for the governance of the Club, providing same are not inconsistent with this Constitution or contrary to law. The current By-Laws to be signed and dated by the President, and to be posted on the the noticeboard of the Club.
- 12.3 The Committee shall have the power to appoint sub-committees in addition to those provided for in rules 20 and 21.
- 12.4 The decision of the Committee on all matters referred to it shall be final.
- 12.5 The Committee shall have the power to limit the membership of the Club.
- 12.6 If any extraordinary vacancy among the Officers occurs the Committee shall have the power to co-opt a member to fill that vacancy, such appointment to be valid until the next Annual General Meeting.
- 12.7 The Committee at its first meeting following the Annual General Meeting shall appoint any required Delegate(s) to Auckland Tennis. A Bar Manager shall be appointed and shall not be a member of any Committee unless elected in another capacity.

13. Honorary Secretary



AUCKLAND

The Honorary Secretary shall:

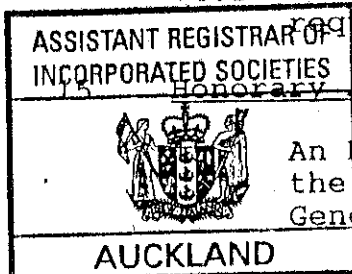
- 13.1.1 Ensure the minutes of meetings are taken and recorded in the Minute book of the Club.
 - 13.1.2 Read and file all communications and other papers.
 - 13.1.3 Issue notices of all meetings when required.
 - 13.1.4 Conduct the correspondence of the Club.
 - 13.1.5 Collate the annual report, submit the same to a Committee meeting for approval, and circulate to all members prior to the Annual General Meeting.
 - 13.1.6 At any General Meeting supply the Chairman with a list of those members not entitled to vote at such meeting.
- 13.2 While holding office, the Secretary shall not be required to pay the Annual Subscription of the Club.
- 13.3 On ceasing to hold office the Secretary, shall within seven days, deliver to the successor, all books, papers, documents and writings, and all property belonging to the Club.

14. Honorary Treasurer

14.1 The Honorary Treasurer shall:

- 14.1.1 Collect all monies payable to the Club and his/her receipt shall be sufficient discharge therefore and all such monies shall as soon as practicable be paid into a banking account in the name of the Lynfield Tennis Club (Inc).
- 14.1.2 The Treasurer shall disburse all monies under the direction of the Committee.
- 14.1.3 Keep the accounts and prepare the annual statement of accounts and balance sheet of the Club.
- 14.1.4 Ensure that bank withdrawal slips and/or cheques are signed by any two of the President, Secretary, or Treasurer provided that if the Secretary and Treasurer be one person, the slips shall be signed by any two of President, Secretary/Treasurer or Club Captain.

14.2 While holding office the Treasurer shall not be required to pay the Annual Subscription of the Club.



Honorary Auditor

An Honorary Auditor (who shall not be a member of the Committee) shall be appointed at the Annual General Meeting to audit all the accounts of the

Club.

- 15.2 The Auditor shall have power from time to time to call for the production of all books, papers, accounts and documents relative to the affairs of the Club.

16. Annual General Meeting

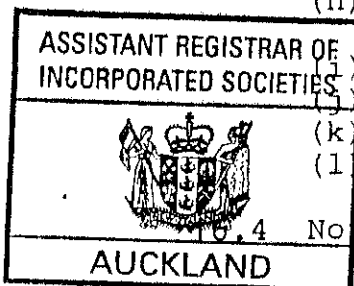
- 16.1 The Annual General Meeting of the Club shall be held during the month of May in each year. Not less than twenty-one days notice, in writing, shall be given to each member and a notice advising intending members shall be posted in the district newspaper.

- 16.2 Nominations for the position of Officers, Senior Sub-Committee and Senior Interclub Selectors must be in the hands of the Secretary not later than 7 days before the date of the Annual General Meeting. Nominations will not be received from the floor at an Annual General Meeting for any position unless insufficient written nominations have been received for that position.

- 16.3 At each Annual General Meeting the agenda shall be in the following order:

- (a) Apologies
- (b) Confirmation of Minutes of the previous Annual General Meeting
- (c) Confirmation of Minutes of any Special General Meeting held since last Annual General Meeting
- (d) Annual Report, audited Statement of Accounts and Balance sheet
- (e) Correspondence
- (f) Election of Officers:
 - Patron
 - President
 - Vice President
 - Secretary
 - Treasurer
 - Club Captain
 - Midweek Convenor (elected at Midweek Annual Meeting)
 - Junior Supervisor
 - Property Supervisor
- (g) Election of Senior Sub-Committee:
 - Club Captain (elected above)
 - Assistant Club Captain
 - Secretary
 - Interclub Controller
 - Intermediate Convenor
 - General Members (up to 6)
- (h) Nominations for Senior Interclub Selectors (2 in addition to Interclub Controller) acknowledged
- Election/appointment of Auditor
- Fixing of Subscriptions
- (k) Notices of motion
- (l) General business

- (m) Notices of motion to be included in the agenda for



the Annual General Meeting must be in the hands of the Secretary not less than twenty-eight days before the date set for the meeting.

- 16.5 Only financial senior and intermediate members, and life members shall be entitled to vote at an Annual General Meeting, and be eligible for election to the Management Committee or Senior Sub-Committee.

17. Special General Meeting

- 17.1 Special General Meetings may be convened at any time by the Committee, and shall be convened by the Secretary upon a requisition being lodged with the Secretary stating the objects and signed by not less than ten qualifying members of the Club (qualifying members being defined as senior, Intermediate and Life members) and meetings so convened shall be summoned to be held at a date not later than one month from the receipt of the requisition.
- 17.2 A notice calling such a meeting and stating the nature of the business to be dealt with at such meeting shall be sent by post to each member at least seven days before the date fixed for such meeting.
- 17.3 In the event of the Secretary not convening such a meeting when requested, the members signing the requisition may convene the meeting themselves.
- 17.4 No business shall be transacted other than that specified in the notice excepting business as shall in the opinion of at least two-thirds of the members present, directly arise therefrom.

18. Management Committee Meetings

- 18.1 The Committee shall meet at such times as may be necessary for the transaction of business but not less than 10 times per year.
- 18.2 The Secretary at any time or upon requisition in writing by not less than three members of the Committee shall convene a meeting of the Committee and shall give due notice thereof to all members of the Committee. If at any time the Secretary does not convene a meeting of the Committee within seven days after having been required to do so, the members of the Committee making the request may convene such meeting.
- 18.3 Any member of the Committee who is absent from two consecutive meetings without reasonable excuse delivered to the Secretary shall be deemed to have vacated their position.

19. Chairperson



AUCKLAND

The President, when present, shall preside at all meetings of the Committee and at all General Meetings. Failing the

attendance of the President within fifteen minutes of the time appointed, the chair shall be taken by the Vice President. In the absence of the President and Vice President, a meeting shall elect its own Chairperson.

20. Senior Sub-Committee

- 20.1 A Senior Sub-Committee comprising Club Captain, Assistant Club Captain, Secretary, Interclub Controller, Intermediate Convenor, and general members (up to 6) shall be elected at the Annual General Meeting in May each year.
- 20.2 This Sub-Committee shall have the responsibility of controlling senior tennis in a manner not inconsistent with the Constitution and By-Laws of the Club.
- 20.3 The Sub-Committee will at its first meeting elect selectors from the nominations confirmed at the Annual General Meeting.

21. Midweek Sub-Committee

- 21.1 The Midweek Sub-Committee Secretary shall in April of each year call a meeting of all financial senior and intermediate members, and all life members. The purpose of the meeting shall be to elect a sub-committee comprised of: a Midweek Convenor, an Assistant Convenor, a Midweek Secretary, and up to nine members, and to receive nominations for the positions of selectors (up to three).
- 21.2 Nominations for Midweek Sub-Committee positions must be received by the Midweek Secretary not later than 7 days before the date of the meeting. Nominations will not be received from the floor at the meeting for any position unless insufficient written nominations have been received for that position.
- 21.3 Only financial senior and intermediate members, and life members shall be entitled to vote at the Midweek Annual Meeting, and be eligible for election to the Midweek Sub-Committee.
- 21.4 This Sub-Committee shall have the responsibility of controlling mid-week tennis in a manner not inconsistent with the Constitution and By-Laws of the Club.
- 21.5 The Sub-Committee will at its first meeting elect three selectors from nominations confirmed at the Midweek Annual Meeting.

22. Quorums

ASSISTANT REGISTRAR OF
INCORPORATED SOCIETIES



AUCKLAND

financial senior, intermediate and life members constitute those who qualify as quorum members.

The following are required for quorums:

- 22.1.1 Annual and Special General Meetings - 12 members
 - 22.1.2 Management Meetings - 5 members
 - 22.1.3 Senior Sub-Committee - 6 members
 - 22.1.4 Midweek Annual Meeting - 12 members
 - 22.1.5 Midweek Sub-Committee - 6 members
- 22.2 If within half an hour from the appointed time for any meeting a quorum is not present, the meeting shall stand adjourned to the same day in the next week, and if at such adjourned meeting a quorum be not present those members who are present shall form a quorum and may transact business for which the meeting is called.

23. Voting

- 23.1 Except for the election of life members already provided for, the voting at all meetings provided for in the Constitution, shall be by show of hands unless a ballot is requested by at least two members present at the meeting.
- 23.2 All decisions shall be decided by a simple majority vote and a Chairperson shall have a deliberative and casting vote if needed.
- 23.3 Any member whose subscription shall not have been paid prior to any Special General Meeting or Annual General Meeting shall not be entitled to vote at that meeting.

24. Financial Year

The financial year of the Club shall end on 31 March in each year.

25. Investment of Funds

The investment of Club funds shall be under the control of the Committee.

26. Borrowing Powers

The Club may by resolution of two thirds of the members present at a Special General Meeting convened for the purpose borrow such sum or sums of money as may be required for the purposes of the Club and give security therefor by the issue of or upon bonds, debentures or securities, or by mortgage or charge upon all or any part of the property vested in the Club.



The Common Seal of the Club shall be kept in the custody of the Hon. Secretary and shall be affixed to such documents as the Committee shall by resolution direct.

The affixing of the seal shall be attested by at least two members of the Committee and the Secretary.

28. Registered Office

The registered office of the Club shall be at the Club house situated at 1 The Avenue, Lynfield.

29. Winding Up

29.1 The Club may at any time be wound up by resolution of a majority of members present at any Special General Meeting convened for that purpose by notice to members in writing, such notice to state the object of the meeting, and to be posted to members (at their last known address), at least fourteen clear days before the day fixed for such a meeting of the Club.

29.2 Any resolution to wind up the Club shall be confirmed by a ^{simple} ~~three-quarter~~ majority of members present at a Special General Meeting convened for the purpose held not earlier than thirty days nor later than forty days after the date on which such resolution shall have been passed.

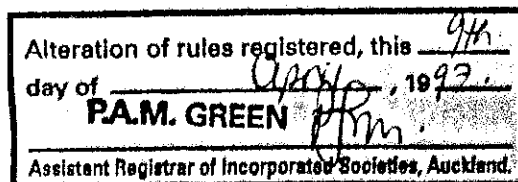
29.3 In the event of such winding up the property of the club shall, subject to the payment of debts, revert to Auckland Tennis and the Auckland City Council or local authority at that time in control of the area.

30. Alteration of Constitution

30.1 The Constitution shall not be framed, altered or rescinded except by a resolution of the majority of members present at a Special General Meeting of the Club.

30.2 Not less than fourteen days notice shall be given in writing to each member and details of the proposed alterations shall be published on the Club's noticeboard for a similar period.

30.3 Notice of motion relevant to proposed alterations, amendments or additions to the Constitution must be handed to the Secretary twenty one days before the the next meeting is called and must be notified to members in the circular or notice convening such meeting.



a a Thomas
Secretary

Lynne
Midweek Convenor
Management Committee

E M Phillips
Treasurer

11

"A"

Addition & Amendment to Constitution

Amendment

Winding Up

29 3 If upon the winding up or dissolution of the Lynfield Tennis Club there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Lynfield Tennis Club but shall be given or transferred to some other charitable organisation or body having objects similar to the objects of the Lynfield Tennis Club, or for some other charitable purpose, within New Zealand

Addition

31 1 **Payments to Members**

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

- Professional services to the Club rendered in the course of business, charged at no greater rate than current market rates, or
- Interest on money lent at no greater rate 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 Management Committee, and shall take no part whatsoever in the matter before the Management Committee, other than as a member of the Management Committee

31 2 **Personal Pecuniary Profit**

Nothing expressed or implied in this constitution shall permit the activities of this Club to be carried on for the personal pecuniary profit of any member or individual, nor shall any distribution, whether by way of money, property or otherwise be made to any member or individual"

"This is the document marked "A" referred to in the annexed declaration of Alison

Anne Thomas made at Auckland this 17th day of October 2002

ASSISTANT REGISTRAR OF
INCORPORATED SOCIETIES
Before me

S Patel J.P



P# 13
31 OCT 2002

The Incorporated Societies Act 1908
Declaration of
**ADOPTION, ALTERATION
OF RULES**
(Section 7 (b) and 21)



10043008590

Please note that the information in this form should be either typewritten, printed, or neatly handwritten in block capitals
When completing this form, please refer to notes overleaf

Society
Name

Lynfield Tennis Club
(Incorporated)

Society Number

~~A-1975/150~~
024295

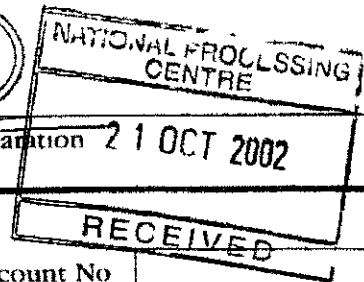
I, Alison Anne THOMAS
of 8 Lilac Grove, Hillsborough, Auckland

do solemnly and sincerely declare as follows _____

- 1 That I am* a member of/the Solicitor to the abovenamed Society
- 2 That annexed hereto and marked with the letter 'A' is/are -
*(a) ~~the rules, signed or sealed, which have been adopted by the society, a majority of whose members have consented to the application for incorporation,~~ or
*(b) the alteration of rules of the society, which alteration has been made in accordance with the rules of the society
- 3 That the rules comply with section 6 of the Incorporated Societies Act 1908

And I make the solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Oaths and Declaration Act 1957

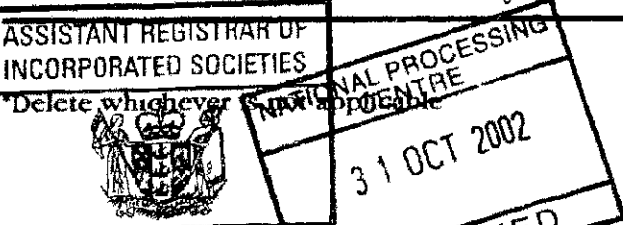
Declared at Auckland)
this 17th) A-A. Thomas
day of October)
2002)
19 before me) Shanti J.P.
17/10/02



A Solicitor, Justice of the Peace or other person authorised to take a Statutory Declaration

Presented by A. Thomas
Postal Address Secretary -
Lynfield Tennis Club Inc,
c/o 8 Lilac Grove
Hillsborough Auckland

Account No _____
Telephone 6251053
Facsimile 11



P# 13
31 OCT 2002