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Incorporated Society Alteration of Rules - Certificate

Name of Society

WAIKATO TABLE TENNIS ASSOCIATION
INCORPORATED

Society Number

218591

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

Marc Peter Nichol

Position

President

Signature

[Signature]

Date

14 08 07

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

Checklist before filing

☒

Has this certificate been completed by an officer of or solicitor for the society?

☒

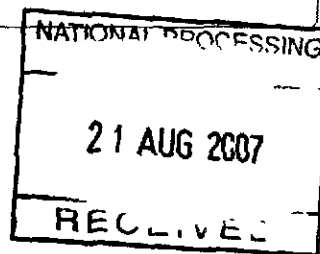
Has the copy of the alteration to rules been signed by 3 members of the society?

☒

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

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21 AUG 2007

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Companies Office
Private Bag 92061
Auckland Mail Centre 1020

WAIKATO TABLE TENNIS ASSOCIATION INCORPORATED

1. NAME

The name of the Association shall be "**WAIKATO TABLE TENNIS ASSOCIATION INCORPORATED**" also known as "**TABLE TENNIS WAIKATO**" (hereinafter referred to as WTTA).

2. REGISTRATION

WTTA shall be registered under "the Incorporated Societies Act 1908".

3. REGISTERED OFFICE

The registered office of WTTA shall be at such place as the Management Committee of WTTA may from time to time determine.

4. OBJECTS

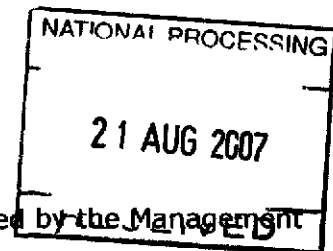
The objects of WTTA are to:

- (a) Encourage, foster, promote, control, organise, develop, manage and administer the playing of table tennis in the area controlled by WTTA.
- (b) Prescribe, maintain and uphold the laws for playing table tennis in the area, including a doping policy and procedures to deal with breaches of that policy.
- (c) Affiliate with Table Tennis New Zealand Incorporated and as may be determined from time to time by the Management Committee, any other organisation.
- (d) Generally do all things whatsoever for the benefit of table tennis which may be deemed expedient or which may be directly or indirectly incidental or ancillary to the other objects of WTTA provided however that the foregoing objects shall in no way limit the rights and powers conferred upon Societies incorporated under the Incorporated Societies Act 1908 and its amendments.

5. POWERS

The Powers of WTTA include the following:

- (a) Employ the funds of WTTA in such manner as is deemed by the Management Committee in the best interest of table tennis.
- (b) Borrow monies for the purposes of carrying out the objects of WTTA, and to give security for such borrowing if required. This power to be exercised by the Management Committee on behalf of the WTTA provided that such borrowings and securities given do not exceed \$20,000.
- (c) Invest monies of WTTA upon such securities and upon such terms and conditions as may be determined from time to time by the Management Committee.



(d) Raise monies by subscriptions, levies, affiliation fees, donations, or otherwise.

(e) To purchase, take on lease or otherwise organise any real or personal property. This power to be exercised by the Management Committee provided that any such purchase or lease does not exceed \$50,000

(f) To sell, improve, lease, grant licenses in respect of, or otherwise deal with, all or any part of the property of WTTA. This power to be exercised by the Management Committee provided that any such sale or lease does not exceed \$50,000.

(g) Advance or lend monies to any member club either with or without security and upon such terms and conditions as shall from time to time be deemed proper and expedient. This power to be exercised by the Management Committee on behalf of the WTTA provided that such borrowings and securities given do not exceed \$5,000.

(h) Such other powers as may be necessary or desirable to further the objects of WTTA.

6. COMMON SEAL

The Common Seal of WTTA shall be held in the custody of the Secretary (or equivalent position) who shall affix it to such documents as the Management Committee may from time to time direct by resolution and shall be attested by any two Management Committee members, or a Management Committee member and the Secretary. A record of every document to which the seal is affixed shall be kept.

7. MEMBERSHIP

(a) Any club or organisation (hereafter referred to as "member clubs") whose objects include the playing of the sport of table tennis will be eligible to apply for membership of WTTA.

(b) The Management Committee may at its discretion accept affiliation from groups of individual players forming teams of any type within WTTA in circumstances defined in advance by the Management Committee.

(c) Application for membership shall be made in writing to WTTA. Applicants shall supply such information as requested by the Management Committee. All applications shall be considered by the Management Committee which may, at its discretion, accept or refuse any such application (successful club applicants shall hereinafter be referred to as "member clubs" and individual players as "members").

(d) A register of member clubs and members shall be maintained.

8. MEMBERSHIP - OBLIGATIONS AND MISCONDUCT

(a) All member clubs, individual members of member clubs, and members shall comply with the provisions of these rules and with any rules or regulations lawfully made under the authority of these rules, and with any direction lawfully given by WTTA or by the Management Committee.

JP G² 134

(b) In all cases of alleged misconduct by a member club or member an inquiry shall be held by the Management Committee which may impose such penalties as it may deem fit.

(c) In all cases of proven doping infractions the Management Committee shall impose such penalties as it may deem fit pursuant to the procedures contained in the WTTA Handbook.

9. CESSATION OF MEMBERSHIP

Any member club or member shall cease to be a member of WTTA:

(a) By tendering its/her or his resignation to the Management Committee in writing, but shall remain liable to WTTA for all money owing and unpaid at the date of resignation.

(b) Where the Management Committee resolves that it is satisfied that a member club or member is in breach of its/his or her obligations under Rule 8(a) of these rules, and that such breach has not been remedied after reasonable notice of such breach has been given, and such member club or member has been notified of such resolution.

(c) In the case of a member club, by ceasing to exist

(d) Where the member (or member club) has not paid the membership (or affiliation) fee as determined by the Management Committee, or is in arrears of payment of any sum that the member (or member club) has previously agreed to pay, within a reasonable period as prescribed by the Management Committee.

10. APPEAL PROCEDURES

(a) Except for breaches of the WTTA sports drugs policy where the decision of the Management Committee shall be final, there shall be a right of appeal against the decisions of the Management Committee. Such appeal shall be made in writing within 28 days of the decision. All appeals shall be heard by a referee or tribunal, who shall be agreed between the parties concerned. In the event of the parties concerned not being able to agree on a referee or tribunal, within 10 days of the lodging of an appeal, such referee or tribunal shall be appointed by the Secretary.

11. LIFE MEMBERSHIP

Where any person has rendered special service to WTTA or to the sport of table tennis in New Zealand, they may, on the nomination of the Management Committee, be elected a life member of WTTA at a General Meeting.

12. MEETINGS

12.1. GENERAL MEETINGS

(a) The **Annual General Meeting** shall be held within 75 days of the end of the financial year. The meeting shall be held at such place and at such time as may be determined by the Management Committee.

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(b) Not later than 21 days before the date of the Annual General Meeting, every Member Organisation and life member, shall be notified by the Secretary of the time, date and place of the meeting.

(c) A **Special General Meeting** shall be convened, at the request of the Management Committee or within 60 days of the receipt of written requisition from not less than 25% of member Clubs, and/or 10 members. Such requisition shall set forth the purpose of such meeting. In the event of the Management Committee not convening such meeting within 60 days of the request the requisitioners shall be entitled to convene the meeting themselves.

(d) Not later than 21 days before the date of the **Special General Meeting**, every member club, member, life member, and Management Committee member shall be notified by the Secretary of the time, date, place and purpose of the meeting.

(e) Only Officers, Management Committee members, delegates appointed by member clubs, members and life members, shall be entitled to be heard and vote at General Meetings.

12.2. BUSINESS of the ANNUAL GENERAL MEETING

(a) The business of the **Annual General Meeting** shall include:

(1) Receipt and adoption of the Annual Report.

(2) Receipt and adoption of the Balance Sheet and Income and Expenditure accounts.

(3) Receipt of the strategic plan, annual plan, and financial budget prepared in accordance with 15(a) and 15(b)

(4) Election of Officers and Management Committee

(5) Appointment of an auditor.

(6) Election of life members (if any).

(7) Consideration of resolutions of which notice has been given.

(8) Transaction of any general business.

(b) Member clubs and members shall give notice in writing of any business to be discussed or resolutions to be considered at the Annual General Meeting no later than 28 days before the date of such meeting.

(c) Not later than 14 days before the date of the Annual General meeting, every member club, member, officer, Management Committee member and life member shall be sent:

(1) A copy of the Annual Report, Balance Sheet and Income and Expenditure Accounts for the previous year.

(2) A schedule of Business in accordance with (a) and (b) above.

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12.3. PARTICIPATION AT ANNUAL AND GENERAL MEETINGS

A General Meeting of **WTTA** shall consist of:

- (a) Up to two (2) delegates appointed by each member club provided that no delegate may represent more than one Club.
- (b) Officers and Management Committee members who may not act as a delegate for any Club.
- (c) Life Members.
- (d) Individual members whose affiliation has been accepted in terms of membership clause 7 (b).

12.4. QUORUM

At any General Meeting of WTTA, delegates present and representing not less than one third of the member clubs shall constitute a quorum provided that at least 10 members of WTTA in total shall be present.

Should there be no, or insufficient, member clubs delegates present, members present representing no less than 10 members of WTTA shall constitute a quorum.

12.5. CHAIRPERSON

At all General Meetings the chairperson of the Management Committee shall be entitled to take the chair. If the Management Committee chairperson be absent, then another member of the Management Committee shall take the chair. Any member disobeying the ruling of the Chair may be suspended for the period of the meeting by ordinary resolution of the meeting.

12.6. VOTING

(a) Except for that provided for in Rule 17 (Alteration to rules) the business of WTTA shall be decided by a simple majority of votes cast.

(b) Each member club shall have three (3) votes, representatives of member clubs can vote and carry two proxy's provided that its paid up membership is in excess of ten people or provide proof of membership for their last financial year and written evidence to that effect has been lodged with the Secretary of WTTA not less than 20 days before the meeting. Where such evidence has not been provided each member club shall have only one vote.

(c) Each Management Committee member shall have one vote.

(d) Each individual member player affiliated in terms of Membership Clause 7(b) shall have one vote.

(e) Each life member shall have one vote.

Provided that if any person is both a Management Committee member and/or a life member and/or a member, they shall be entitled to only one vote.

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(f) A resolution put to the vote shall be decided on a show of hands unless a poll is demanded, before or on the declaration of the result.

(g) Any poll called for shall be carried out as the chairperson shall direct.

(h) The chairperson shall have a casting vote in addition to a deliberative vote.

(i) Except where alternative arrangements for payment have been agreed to by the Management Committee no club or member shall be entitled to vote at any general meeting unless all sums presently payable by it in respect of subscriptions, fees, and other amounts due to WTTA have been paid.

13. OFFICERS

The following Officers of WTTA shall be elected at the Annual General Meeting:

President, Treasurer, Secretary Maximum of 10 committee members including executives and minimum of 4 committee members including executives

The Management Committee shall have power to fill vacancies arising during the year.

14. THE MANAGEMENT COMMITTEE

(a) The Management Committee shall consist of a maximum of TEN (10) members, which shall include Officers.

(b) The chairperson of the Management Committee shall be elected from and by the appointed Management Committee members, and shall be elected annually at the first Management Committee meeting after the Annual General Meeting unless the Management Committee elects to replace the chairperson between Annual Meetings.

(c) Fifty (50) percent (rounded down to whole numbers) of Management Committee members shall form a quorum at meetings of the Management Committee.

(d) The Chairperson shall have a casting vote in addition to a deliberative vote.

(e) Any Management Committee member who fails to attend two (2) consecutive meetings of the Management Committee without leave of absence shall forfeit his or her seat on the Management Committee.

(f) The Management Committee may appoint a replacement Management Committee member in the event of the death, resignation, or forfeiture of position of a Management Committee member. Such replacement shall hold office for the remainder of the term of the member who was replaced.

(g) **Method of Meeting:** A meeting of the Management Committee may be held either:

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(1) **Physical Meeting:** by a number of the Management Committee members who constitute a quorum being assembled together at the place, date and time appointed for the meeting; or

(2) **Other Means:** by means of audio, or audio and visual, communication by which all Management Committee members participating and constituting a quorum can simultaneously hear each other throughout the meeting.

15. FUNCTIONS AND POWERS OF THE MANAGEMENT COMMITTEE

The Management Committee shall be responsible for the governance of table tennis in the area controlled by WTTA to carry out the aims and objects of WTTA, and shall have the following functions and powers in addition to those provided for elsewhere in these rules:

(a) To formulate, adopt and monitor a strategic plan, which shall be presented at each Annual General Meeting.

(b) To adopt and monitor an annual plan and financial budget.

(c) To make, repeal, and amend any rules (other than this document), by-laws or regulations as contained in the WTTA handbook for the regulation and control of table tennis in the area.

(d) To appoint a Secretary, entering into an employment contract on such terms and conditions as the Management Committee shall think fit and to adopt clearly defined delegations of authority from the Management Committee to the Secretary.

(e) To make other appointments paid or voluntary, entering into employment contracts on such terms and conditions as the Management Committee shall think fit and to adopt clearly defined delegations of authority from the Management Committee to the appointees.

(f) To appoint any sub-committees and to delegate such powers and responsibilities as the Management Committee deems appropriate to such sub-committees.

(g) To impose any penalty upon any member or member club, which is found guilty of breaching any of the rules, by-laws, and regulations of WTTA or of refusing to give effect to any resolution passed by any General meeting or by the Management Committee, or by actions that bring the sport into disrepute.

(h) To determine the process to apply in respect of the appointment of:

(1) Selectors

(2) Sub committees

(3) Managers, Coaches and Captains of Teams

(4) Other positions as required.

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Job Descriptions, accountabilities or terms of reference shall be clearly defined.

(i) To ensure that WTTA has in place all the necessary internal control reporting systems, the means of monitoring performance and results, and that the Management Committee's own performance and effectiveness is reviewed.

(j) To determine the fees payable by member clubs and members each year.

(k) To enter into contracts of insurance, sponsorship and other types of contracts as deemed appropriate to carry out the objects of WTTA.

(l) Such other powers as may be necessary or desirable to further the objects of WTTA.

16. FINANCE and ANNUAL REPORT.

(a) The financial year of WTTA shall close on the 30th day of September in each year.

(b) All monies received shall be paid to the credit of WTTA at a bank or banks as determined by the Management Committee.

(c) All accounts shall be paid by cheque signed by any two of the persons authorised to do so by the Management Committee.

(d) The Annual Accounts shall be audited by an auditor, appointed at the Annual General Meeting, and who shall not hold any other office in WTTA.

(e) A report of the year's activities together with the audited Balance Sheet and Income and Expenditure Account shall be prepared by the Management Committee for presentation at the Annual General Meeting.

17. ALTERATION TO THE RULES

(a) These rules may be amended, repealed, or replaced by a resolution passed by a majority of not less than two-thirds of the votes cast at a General Meeting. Notice of the proposed alteration shall be given to the Secretary at least 28 days prior to the date of the General Meeting at which it is intended to propose the alteration. Notice shall be given of the proposed resolution in accordance with rules for General Meetings.

(b) No addition to or alteration of the **Payments to Members** clause or the **Winding - Up** clause shall be approved without the approval of Inland Revenue.

18. INDEMNITY

Every Management Committee member of WTTA who does any act in pursuance or intended pursuance of any provision of these rules or any rules or regulations made there under in general meeting or of the Management Committee shall be indemnified by WTTA against all losses and expenses incurred by them in connection with the discharge of their duties, unless the act was done in bad faith or without reasonable care.

19. INTERPRETATION

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(a) In the event of any dispute over the interpretation of these rules or any question arising in connection with the administration of table tennis in the area which is not provided for in these rules, that question shall be decided by the Management Committee.

(b) Any such decision shall be recorded in the minutes of the Management Committee and shall remain in force until it is amended or revoked by the Management Committee or by a resolution passed at a General Meeting.

20. PAYMENTS TO MEMBERS

No member or person associated with a member of WTTA shall derive any income, benefit or advantage from WTTA where they 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 WTTA rendered in the course of business, charged at no greater rate than current market rates; or

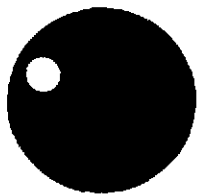
(b) Interest on money lent at no greater rate than the current market rates.

21. WINDING-UP

(a) WTTA may be liquidated by a resolution carried by a simple majority (half plus 1) of the votes cast at a General Meeting held in accordance with these rules.

(b) If upon the liquidation of WTTA there remains surplus funds after the satisfaction of all its debts and liabilities whatsoever, the same shall not be paid to or distributed among the members of WTTA but shall be given or transferred to some other charitable organisation or body having purposes similar to the objects of WTTA, or for some charitable purpose, within New Zealand.

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WAIKATO TABLE TENNIS ASSOCIATION INC.

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email:lynnetteb@clear.net.nz

I certify that I was present at the Waikato Table Tennis Assn Inc special meeting 09 May 2007 which adopted the attached constitution

Marc Nichol

John Page

Benyi Yang

23 July 2007

