

Constitution of the Whangarei Pistol Club Incorporated

THE SOCIETY

1) Name

The name of the society is the Whangarei Pistol Club Incorporated ("the Society").

2) Registered Office

The Registered Office of the Society will be at such place as the committee shall from time to time determine.

3) Objects of the Society

3.1 To promote pistol shooting, the wider disciplines of the sport on both indoor and outdoor ranges as controlled by PNZ and the recreational use of firearms generally within the Range Standing Orders.

3.2 To subscribe to become a member of, federate or affiliate with and/or co-operate with any other association, society or body of shooters, whether incorporated or not, whose objects are altogether or in part similar to those of the Society, and to procure from and communicate to any other such association, society, or body such information as may be likely to promote the common objects and to co-operate with any individual shooter who may have similar objects or interests.

3.3 To promote safety, responsibility, and proficiency in the care and handling of firearms.

3.4 To consider and bring under notice of any constituted authority such matters as may be deemed to affect the welfare or interests of members or the advancement of the Society objects.

3.5 To purchase, take on lease or in exchange or hire or otherwise acquire, hold mortgage and dispose of any real or personal property or any rights or privileges which the Society may think necessary for the purposes of attaining the objects of the Society or any part of them, or of promoting the interests of the Society or its members.

3.6 To promote and advance the interests of its members.

3.7 To do all such things as are incidental or conducive to the attainment of the above objects.

MANAGEMENT OF THE SOCIETY

4) Managing Committee

4.1 The Society will have a managing committee ("the Committee"), comprising the following positions:

- | | |
|----------------------------------|-----------------------------|
| a) President | [Officer] |
| b) Vice President | [Officer] |
| c) Secretary | [Officer] |
| d) Treasurer | [Officer] |
| e) Training Officer | [Officer] |
| f) Chief Range Officer | [Officer] |
| g) Armourer/s [max three] | [General Committee members] |
| h) Section Directors as required | [General Committee members] |
| i) Full Members (max three) | [General Committee members] |

4.2 Provided that the Annual General Meeting (AGM) agrees, one member may be elected to fill a combined office, if no other nomination is proposed.

4.3 A quorum will be at least 50% of the Committee Officers and 50% of the General Committee Members.

4.4 In the event of insufficient nominations being received for office prior to the AGM, nominations will be called for at the AGM.

4.5 The Officers and General Committee Members will be elected at each AGM and hold office until the next AGM or Special General Meeting (SGM), if so called.

4.6 There will be no postal, electronic or proxy voting with the proviso of Clause 4.7.

4.7 If Parliament, in response to an emergency or pandemic, enacts specific legislation that allows the Society to use electronic means of voting and this coincides with an advertised AGM, the Committee may invoke electronic voting.

5) Cessation of Committee Membership

5.1 Persons cease to be Committee Members when:

- a) they resign by giving written notice to the Committee;
- b) they are removed by majority vote at a Society meeting;
- c) they fail to attend 3 consecutive meetings without valid reason or giving written notice which may result in the Committee declaring that person's position to be vacant.

5.2 If a person ceases to be a Committee Member, that person must within one month give to the Committee all Society documents and property that they hold.

6) Nomination of Committee Members

6.1 Nominations for the Committee will be called for at least 28 days before an AGM. Appropriate nomination forms will be provided.

6.2 Each candidate must be proposed and seconded in writing by Full Members and the completed nomination delivered [postal or emailed] to the Secretary. Nominations will close at 5pm, 14 days before the AGM.

6.3 Only Members who have been Full financial members of the Whangarei Pistol Club for 18 or more consecutive months are eligible to become Committee Members.

6.4 If the position of any Officer or General Committee Member becomes vacant the Committee may appoint another Committee Member to fill that vacancy until the next AGM or SGM.

7) Responsibility of the Committee

7.1 The responsibilities of the Committee are to:

- a) administer, and manage the Society;
- b) carry out the purposes of the Society, and use funds or other assets to do that;
- c) manage the Society's financial affairs;
- d) set accounting policies in line with generally accepted accounting practice;
- e) delegate responsibility and co-opt members where necessary;
- f) ensure that all Members follow the Constitution;
- g) decide the times and dates for Meetings;
- h) decide the procedures for dealing with complaints;
- i) make by-laws.

7.2 The Committee has all of the powers of the Society, unless the Committee's power is limited by this Constitution, or by a majority decision of the Society.

7.3 All decisions of the Committee will be by a majority vote. In the event of an equal vote, the President will have a casting vote.

7.4 Decisions of the Committee bind the Society, unless the Committee's power is limited by this Constitution or by a majority decision of the Society.

7.5 All apologies for non-attendance at Committee meetings must be by written notice and communicated to the Secretary a minimum of 24 hours prior to the Meeting.

8) Roles of Committee Members

It is the responsibility of all Committee members to be familiar with the published Minutes of the previous Committee Meeting.

8.1 The President is responsible for:

- a) convening Meetings and establishing whether or not a quorum is present;
- b) chairing Meetings, deciding who may speak and when;
- c) overseeing the operation of the Society;
- d) providing a report on the operations of the Society at each meeting.

8.2 The Vice President will deputise at every meeting or other function when the President is not present.

8.3 The Secretary is responsible for:

- a) preparing and distributing an agenda for each meeting;
- b) recording the Minutes of Committee and Society meetings;
- c) entering the Minutes of all meetings in the books or electronic system provided for this purpose;
- d) keeping the Register of Members;
- e) holding the Society's records, documents, electronic data and books except those required for the Treasurer's function;
- f) receiving and replying to correspondence as required by the Committee;
- g) forwarding the annual financial statements of the Society to the Registrar of Incorporated Societies upon their approval by the Members at an AGM;
- h) advising the Registrar of Incorporated Societies of any changes to the Constitution;
- i) notifying Members of all Society Meetings. (Refer to Clauses 20.4, 21.1(b))

8.4 The Treasurer is responsible for:

- a) keeping proper accounting records of the Society's financial transactions to allow the Society's financial position to be readily ascertained;
- b) preparing annual financial statements for presentation at each AGM. These statements should be prepared in accordance with the Societies' accounting policies (Refer to Clause 7.1.d);
- c) providing a financial report at each Annual General Meeting;
- d) providing financial information to the Committee as the Committee determines;
- e) invoicing and collection of Members subscriptions.

8.5 The Armourer/s will be responsible for:

- a) safe custody and maintenance of all Society firearms and related equipment owned, borrowed, donated, or in the legal custody of the Society;
- b) keeping a Register of all firearms including air pistols.

8.6 The Training Officer is responsible for:

- a) organising coaching and training sessions and guiding new Members through their probation period;
- b) organising Range Officer tests and training as well as any other safety related training requirements.

8.7 The Chief Range Officer is responsible for:

- a) overseeing of Club by-laws, safety and general behaviour on the range;
- b) being the point of contact for Range Inspections;
- c) ensuring that the Range Standing Orders are kept clearly visible and in good order;
- d) ensuring the Ranges are maintained as per the requirements of the Range Standing Orders.

8.8 The Section Directors will be responsible for:

- a) organising and supervising competitions;
- b) training Members in their respective disciplines;
- c) organising an annual Society Championship in their respective disciplines;
- d) retaining records of Members' participation in Club activities.

8.9 The Officers will be responsible for:

- a) approval of emergency expenditure when the approval cannot wait until the next Committee meeting, provided the majority of the Officers agree in line with the Society policy on expenditure.
- b) Such actions in (a) must be reported in full at the next Committee meeting.

9) Committee Meetings

9.1 Committee Meetings may be held via video or telephone conference, or other formats as the Committee may decide.

9.2 The President will chair Meetings, or if the President and the Vice President are absent, the Committee will elect a Committee Member to chair that meeting.

9.3 Decisions of the Committee will be by majority vote. If any Member demands a secret ballot before a vote by voices or show of hands has begun, voting must be by secret ballot.

9.4 The President has a casting vote, if required.

9.5 Only Committee Members present at a Meeting may vote at that Meeting.

9.6 Subject to the Constitution, the Committee may regulate its own practices.

9.7 The President will adjourn the meeting if necessary.

9.8 Adjourned Meetings:

- a) If within 15 minutes after the time appointed for a meeting a quorum [Refer Clause 4.3] is not present, the meeting will stand adjourned to a day, time and place determined by the President of the Society, and if at such adjourned meeting a quorum is not present the meeting will be dissolved without further adjournments.
- b) The President may with the consent of the Meeting adjourn the same from time to time and from place to place but no business will be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

SOCIETY MEMBERSHIP

10) Types of Members

10.1 Membership will comprise different classes of membership as decided by the Society.

10.2 There will be 4 classes covering 8 types of memberships

1. **Full** membership [Voting]
[**Ordinary**, 'but not probationary' / **Senior** / **Intermediate** / **Family** / **Life**]
2. **Junior** member [non-voting]
3. **Air Gun Only** membership [non-voting]
4. **Associate** membership [non-voting]

10.3 Membership Classes defined as:

- a) ORDINARY MEMBER – is any member not qualifying for membership types set out below. Has voting rights at any AGM or SGM
- b) SENIOR MEMBER – is any member who has attained 65 years of age at the beginning of the financial year, paying the appropriate subscription and joining fee for a Full membership. Has voting rights at any AGM or SGM
- c) INTERMEDIATE MEMBER – is any member 18 to 20 years of age at the beginning of the financial year, paying the appropriate subscription and joining fee for a Full membership. Has voting rights at any AGM or SGM
- d) FAMILY MEMBER – is any Full fee paying member, their partner and children up to 20 years of age will be eligible for Family membership, provided all parties live at the same physical address, and will pay an appropriate subscription and joining fee. Have voting rights at any AGM or SGM if qualifying under (a) to (c) above
- e) LIFE MEMBER – is any member who has given outstanding service to the Society may, on the recommendation of the Committee, be elected as a Life member at any AGM or SGM, provided that a minimum of 2/3 of the persons voting are in favour. Has voting rights at any AGM or SGM

The maximum number of Life Members at any one time is not to exceed 5.
- f) JUNIOR MEMBER – is any member up to and including 17 years of age at the beginning of the financial year, paying the appropriate subscription and joining fee. Junior members may not vote or hold office within the Society.
- g) AIR GUN MEMBER – is any member whose membership is restricted to the use of air guns only, on application to the Society and payment of the appropriate subscription and joining fee. The Air Gun only member can become a Full member at any time with a further 6 month period of probation during which time the additional required training can be commenced, by paying the appropriate subscription. Air Gun Only members may not vote or hold office within the Society.
- h) ASSOCIATE MEMBER – is any member from another Pistol New Zealand affiliated pistol club, who has paid the appropriate subscription and joining fees to this Society. An Associate member may not vote or hold office within the Society.

11) Admission of Members

11.1 Applications for membership:

- a) must be completed on the official club membership form;
- b) must hold a current 'A' firearms license for Full Membership, if they are legally capable of attaining one, before applying to join the Society and provide any other relevant information the Committee requires;
- c) must be approved by the Committee who will reserve the right to give consent for probationary membership to the applicant;
- d) may be refused by the Committee at its discretion to any class of membership in the Society. When reviewed by the Committee, the Committee need not assign any reason for its refusal or for imposing a period of probation.
- e) The Secretary will advise the applicant of the Committee's decision, and that decision will be final.
- f) once approved for membership, the Member must serve a minimum six-month period of probation;
- g) a Member transferring from another PNZ affiliated club will serve a six-month period of probation;
- h) Members are not eligible to hold office or vote at any meeting during the period of probation;
- i) Members must be in compliance with the Arms Act.

12) The Register of Members

12.1 The Secretary and Treasurer will each keep a register of Members (the Register), which will contain the names and relevant details of all Members as determined by the Committee in Clause 11. 1

12.2 Members will have full access to inspect their own information in the Register of Members upon request, at an agreed time.

13) Cessation of Membership

13.1 Any Member may resign by giving written notice to the Secretary/Treasurer.

13.2 Membership may be terminated in the following ways:

- a) If, for any reason whatsoever, the Committee is of the view that a Member is breaching the Constitution or club bylaws the Committee must give written notice of this to the Member ("the Committee's Notice").

The Committee's Notice must:

- i) explain how the Member's behaviour is inconsistent with the purposes of the Society;
 - ii) state what the Member must do in order to remedy the situation; or state that the Member must write to the Committee giving reasons why the Committee should not terminate the Member's Membership.
- b) Fourteen days after the Member has received the Committee's Notice, the Committee may in its absolute discretion by majority vote terminate the Member's Membership by giving the Member written notice ("Termination Notice"), which takes immediate effect. The Termination Notice must state that the Member may appeal to the Society at the next Meeting by giving written notice to the Secretary ("Member's Notice") within 14 days of the Member's receipt of the Termination Notice.

- i) If the Member gives the Member's Notice to the Secretary, the Member will have

- the right to be fairly heard at a Society Meeting held within the following 28 days.
- ii) If the Member chooses, the Member may provide the Secretary with a written explanation of the events as the Member sees them (“the Member’s Explanation”).
- iii) The Member may require the Secretary to give the Member’s Explanation to every other Society Member within 7 days of the Secretary receiving the Member’s Explanation.
- iv) A SGM to consider the Member’s Explanation can be held no less than 14 days from the date that the Secretary advised all the Members of the Society.
- c) Should the Member wish to address the Meeting,
 - i) the Society may question the Member and the Committee Members.
 - ii) the Member has the right to have a support person with them at the SGM where the Member is to be heard.
- d) The Society will then by majority vote decide whether to let the termination stand, or whether to reinstate the Member. The Society’s decision will be final.
- e) Any Member who has received a Committee Notice may not partake in any competitions or club activities until the matter has been resolved, if the Committee so decides.
- f) Notwithstanding any other provision in this document, any Range Officer may suspend any Member from taking part in any shooting activity or competition pending a decision on any matter by the Committee or any properly appointed committee controlling such shooting activity or competition.
- g) If any member is in breach of the Arm’s Act then they may be immediately suspended from the membership of the Society.

14) Obligations of Members

14.1 All Members will promote the purposes of the Society and do nothing to bring the Society into disrepute.

14.2 If a Member’s details change, it is the Member’s responsibility to advise the Secretary/Treasurer.

14.3 Members have the rights and responsibilities set out in the Constitution.

MONEY AND OTHER ASSETS OF THE SOCIETY

15) Use of Money and Other Assets

15.1 The Society may only use money and other assets if:

- a) It is for a purpose of the Society;
- b) It is not for the sole personal or individual benefit of any Member;
- c) That use has been approved by either the Committee or by majority vote of the Society in line with the Society policy on expenditure.

15.2 All funds paid to the Treasurer must be banked forthwith at the bank named by the Committee and must be disposed of as the Committee may direct. All payments must be authorised by two Committee Officers or other person approved by the Committee. Any surplus of funds to be invested prudently in accordance with the Trusts Act (2019) Section 30.

15.3 The Committee may make reasonable payment to a Member for services or reimburse or pay any reasonable costs incurred by a Member on behalf of the Society in line with the Society policy on expenditure.

15.4 No member of the Society or any person associated with a Member will participate in or materially influence any decision made by the Society in respect of the payment to or on behalf of that Member or associated person of any income, benefit or advantage whatsoever.

15.5 Any such payments made must be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).

16) Joining Fees, Subscriptions and Levies

16.1 Any Member whose subscription is more than 60 days in arrears will have their Membership terminated and will be removed from the register of Members. After that, the Member (without being released from the obligation of payment of any sums due to the Society) is no longer a Member and has no Membership rights.

16.2 Subscriptions and joining fees for all members will be such sums as any AGM or SGM shall from time to time decide.

16.3 The first subscription and joining fee of a candidate must be forwarded to the Treasurer with their application.

16.4 All subscriptions after the first will become due and payable prior to the start of the financial year they relate to. The subscription will be half the full year amount in the case of an application being received in the second half of the financial year.

16.5 All persons accepted as Full members will be recorded in the Minutes of the Committee meeting at which they were accepted.

17) Additional Powers

17.1 The Society may:

- a) employ people for the purposes of the Society;
- b) exercise any power a trustee might exercise;
- c) invest in any investment that a trustee might invest in;
- d) borrow money and provide security for that if authorised by Majority vote at any Society Meeting.

17.2 Two thirds of the Members present, entitled to vote at an AGM or SGM of the Society convened for the purpose, may:

- a) resolve to borrow or raise money, and secure the repayment of such sum or sums of money in such a manner so they shall think fit. In particular, by mortgages, bonds, debentures, or its securities, charged upon all or any of the Society assets (both present and future) and to purchase, redeem, or pay off any such securities;
- b) raise money by any method the Members may think fit, and in particular by the promotion of donations, gifts, bequests to the Society fund and by the promotion of running raffles, lotteries and competitions and to enter into all arrangements and agreements necessary for the purpose with Committee approval.

18) Financial Year

The financial year of the Society begins on the first day of July of every year and ends on the last day of June of the next year.

19) Assurance on the Financial Statements

No review or audit of the annual financial statements is required unless a review or audit is requested by 10% of the Full Members at any convened Society Meeting.

CONDUCT OF MEETINGS

20) Society Meetings

20.1 A Society Meeting is either an Annual General Meeting or a Special General Meeting but not a Committee Meeting.

20.2 The AGM must be held once every year no later than three months after the end of the financial year, in accordance with Clause 18. The Committee will determine when and where the Society will meet.

20.3 The Secretary must call SGM if they receive a written notice of remit signed by at least 15% of the Full members of the Society.

20.4 The Secretary will:

- a) give all Members notice of an AGM in accordance with Clause 6.1;
- b) receive nomination forms in accordance with Clause 6.2; remits must be received by the Secretary 28 days before a Society Meeting in accordance with Clause 21.1;
- c) give all Members 14 day's notice of a SGM;
- d) send a list of all nominees to Club Members not less than 7 days before the AGM.
- e) send a notice/Agenda to all Members in good faith; the Meeting and its business will not be invalidated simply because one or more Members did not receive the notice.

20.5 At the AGM, the Secretary will advise:

- a) the President's Report;
- b) the Treasurer's Report;
- c) a list of Nominees for the Committee and information about those Nominees if it has been provided (The Secretary must not provide Members with information exceeding one side of an A4 sheet of paper per Nominee);
- d) notice of any remits to be considered.

20.6 The business of an AGM will be:

- a) receiving minutes of the Society's previous Meeting;
- b) receiving the President's report on the business of the Society;
- c) receiving the Treasurer's report on the finances of the Society and the Annual Financial Statements;
- d) election of Committee Members;
- e) setting of subscriptions, fees and charges;
- f) remits to be considered.

20.7 All Full Members may attend and vote at Society Meetings.

20.8 A quorum shall be 25% of Full Members.

20.9 On any given remit at a Society Meeting, the President will in good faith determine whether to

vote by:

- a) voices;
- b) show of hands;
- c) secret ballot.

If any Member demands a secret ballot before a vote by voices or show of hands has begun, voting must be by secret ballot.

20.10 The President must adjourn the AGM if a quorum is not present within half an hour after the time appointed for the meeting. The meeting will stand adjourned to a day, time and place determined by the President.

20.11 SGM: If within half an hour after the time appointed for a meeting a quorum is not present, the meeting, if convened upon requisition of members, must be dissolved; in any other case it will stand adjourned to a day, time and place determined by the President of the Society, and if at such adjourned meeting a quorum is not present the meeting must be dissolved without further adjournments.

20.12 The President may with the consent of any Society Meeting adjourn the same from time to time and from place to place but no business will be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

21) Remits at Society Meetings

21.1 Any Full Member may request that a remit be voted on ("Member's Remit") at a particular Society Meeting, by giving written notice to the Secretary at least 28 days before that meeting. The Member may also provide information in support of the remit ("Member's Information").

The Society may in its absolute discretion decide whether or not they will vote on the remit. However, if the Member's Remit is signed by at least 15 % of Full Members:

- a) it must be voted on at a Society Meeting called in accordance with Clause 20.3; and
- b) the Secretary must give the Member's Remit and any Information to all Full Members in accordance with Clause 20.4 (a) and 20.4 (c); or
- c) if the Secretary fails to do this, the Member has the right to raise the remit at the following Society Meeting in accordance with Clause 20.3.

21.2 The Committee may also decide to put forward remits for the Society to vote on ("Committee Remits") which must be suitably notified.

COMMON SEAL

22) Common Seal

22.1 The Committee will provide a Common Seal for the Society and may from time to time replace it with a new one.

22.2 The Secretary will have custody of the Common Seal, which must only be used by the authority of the Committee, AGM or SGM.

22.3 Every document to which the Common Seal is affixed must be signed by the President and countersigned by the Secretary or a member of the Committee.

ALTERING THE CONSTITUTION

23) Altering the Constitution

23.1 The Society may alter or replace the Constitution at a Society Meeting by a resolution passed by a two-thirds majority of those Full members present.

23.2 Any proposed motion to amend or replace the Constitution at a Society Meeting must be signed by at least 15 % of Full Members and given in writing [confirmed email] to the Secretary at least 28 days before the Society Meeting at which the motion is to be considered, and accompanied by a written explanation of the reasons for the proposal.

23.3 At least 14 days before the Society Meeting at which any Constitution change is to be considered the Secretary must give to all Full Members written [email] notice of the proposed motion, and the reasons for the proposal.

23.4 When a Constitution change is approved by the Society Meeting, the change is of no effect until it has been filed with the Registrar of Incorporated Societies.

BYLAWS

24) Bylaws to govern the Society

24.1 The Committee may from time-to-time make, alter or rescind bylaws for the general management of the Society, so long as these are not repugnant to this Constitution or to the provisions of law. All such bylaws will be binding on Members of the Society.

24.2 A copy of the bylaws for the time being will be available for inspection on the public noticeboard in the Clubhouse.

WINDING UP

25) Winding up

Upon winding up and after payment of the Society's liabilities any surplus funds or assets of the Society must be handed over or distributed amongst such body or bodies and in such shares as a Society meeting shall direct, or failing any such directions then in such manner in all respects as the Registrar of Incorporated Societies may determine.

26) Breach of Trust

The Members will not be liable for Breach of Trust in any matter affecting the administration of the affairs of the Society or the Society funds where they have obtained recognized professional advice in respect of such matters and acted accordingly pursuant to such advice.

27) Matters not provided for

If any matter shall arise which is not or which in the opinion of the Committee is not provided for, by or under this Constitution, the same shall be determined by the Committee in such a manner as it shall deem fit, and every such determination will be binding upon the Society and its Members unless, and until set aside by a resolution of a Society Meeting.

DEFINITIONS

28) Definitions and Miscellaneous matters

28.1 In this Constitution:

- a) "Majority vote" means a vote made by more than half of the Members who are present at a Meeting and who are entitled to vote and voting at that Meeting upon a resolution put to that Meeting.
- b) "Money or Other Assets" means any real or personal property or any interest therein, owned or controlled to any extent by the Society.
- c) "Society Meeting" means any AGM, or any SGM, but not a Committee Meeting.
- d) Society and Committee Meetings will be chaired by the President, or if the President and the Vice President are absent, the Committee will elect a Committee Member to chair that meeting.
- e) "Use Money or Other Assets" means to use, handle, invest, transfer, give, apply, expend, dispose of, or in any other way deal with, Money or Other Assets.
- f) "Written Notice" means communication by newspaper, post, electronic means (including email, text and website posting), or a combination of these methods.
- g) A "casting vote" is a second vote made by the President only in the event of an equal vote on any motion.
- h) "Full" members are all financial members except Associate, Air Gun Only, Junior and probationary Members.
- i) "Property" means physical, electronic and intellectual property.

28.2 It is noted that:

- a) where a masculine is used, the feminine is included;
- b) where the singular is used, plural forms of the noun are also inferred;
- c) headings are a matter of reference and not a part of the Constitution.