

RULESOfSPORT FLY FISHING NEW ZEALAND (INCORPORATED)1. NAME:

The name of the Society shall be SPORT FLY FISHING NEW ZEALAND INCORPORATED.

2. REGISTERED OFFICE:

The registered of the Society shall be the Second Floor, Central House, 26 Brandon Street Wellington (P O Box 745, Wellington) or any such other place as the Society may from time to time determine.

3. INTERPRETATION:

In these Rules unless the context otherwise requires:

- 3.1 “the Act” means the Incorporated Societies Act 1908.
- 3.2 “Annual General Meeting” means an Annual General Meeting duly called and constituted as provided for in these Rules.
- 3.3 “the Society” means Sport Fly Fishing New Zealand Incorporated.
- 3.4 “the Committee” means the Committee of the Society as constituted by these Rules.
- 3.5 “General Meeting” includes any General Meeting of members which has been called in accordance with these Rules.
- 3.6 “Member” means any person who has been admitted to membership of the Society in accordance with these Rules and has not ceased to be a member.
- 3.7 “the Registrar” means the Registrar of Incorporated Societies.
- 3.8 “the Secretary” means the Secretary of the Society as provided for in these Rules.
- 3.9 “Extraordinary General Meeting” means a meeting of members other than an Annual General Meeting duly called and constituted as provided for in these Rules.
- 3.10 Words importing the singular or plural number include the plural and singular name respectively and words importing the male or female gender include the female or male genders respectively.
- 3.11 The subheadings of these Rules are not to affect their interpretation.

4. OBJECTS:

The objects of the Society shall be:

- 4.1 To be the New Zealand representative to CIPS (Confederation Internationale Peche Sportive) and its subsidiary FIPS-Mouche (Federation Internationale de Peche Sportive – Mouche) and such other parts of CIPS as the Society may from time to time apply to belong to, and to pay the annual dues necessary to maintain its membership. (Membership of this organisation enables the Society to run New Zealand National Fly Fishing Championships and participate in World Fly Fishing Championships or any other championship sanctioned by CIPS).
- 4.2 To select and organise fly fishing teams to represent New Zealand in World Fly Fishing Championships, Commonwealth Fly Fishing Championships, Oceania Fly Fishing Championships and any other championship which the Society decides is in the interest of its members.
- 4.3 To arrange sponsorship for the teams to attend and compete in the said championships.
- 4.4 To apply to hold any of the said championships in New Zealand and to appoint such organisations or committees as are deemed necessary to hold and run said championships.
- 4.5 To coordinate and run Regional and National Championships in New Zealand on an annual basis. Such Regional and National Championships will have as their first priority to ascertain the Regional or National Champion but may be used as part of the criteria to select fly fishing teams to represent New Zealand as per clause 11.7.
- 4.6 To engage in all other activities deemed to be consistent with the above objects and to foster, administer, promote and control the sport of fly fishing in New Zealand.
- 4.7 To make all necessary rules and regulations for the proper administration, control and management of the activities of the Society generally.
- 4.8 To invest any of the Society's funds in any such investments or assets as the Society at General Meeting may from time to time decide upon.

5. MEMBERSHIP:

The membership of the Society shall comprise:

- 5.1 Individual members being persons admitted to membership on payment of such subscription and subject to such privileges as the Society in General Meeting may decide. Such members will have the right to hold office in accordance with these Rules and will have the right to vote at any General Meeting of the Society.
- 5.2 Honorary Members and Honorary Life Members being persons elected for a stated term or for life at a General Meeting of the Society on the recommendation of the Committee in recognition of services rendered to the Society and subject to having such privileges as the Society may decide. Such Honorary Members or Honorary Life Members shall have the right to hold office and to vote at any General Meeting of the Society.

5.3 Any other category of members which the Society at General Meeting may decide.

6. APPLICATION FOR MEMBERSHIP:

6.1 Every person applying for membership of the Society shall apply in writing on a form provided for the purpose and shall submit such form together with the appropriate subscription to the Society or to a Society representative authorised to receive such application. Application will be accepted when signed by a member of the Committee or by persons authorised to accept the membership applications.

6.2 Any such membership approved as per 6.1 shall remain in force until terminated as prescribed under clause 9 of these Rules.

7. HONORARY LIFE MEMBERS:

The following shall be Honorary Life Members of the Society from the date of Incorporation:

Tony Entwistle
Hugh McDowell
Dave McLellan
Mike Oliver
Terry Duval
Strato Cotsilinis
Doug Rankin

8. SUBSCRIPTION:

8.1 The annual subscription payable by members of the Society shall be determined by members at an Annual General Meeting. Honorary Members and Honorary Life Members shall be exempt from payment of any subscription.

8.2 The Society shall have the power at any time to fix and charge entrance fees and/or levies to any member for participation in any competition organised by the Society or for making use of or benefiting from any assets of the Society.

8.3 Subscriptions shall be paid annually for the financial year ended 31st March each year and will be due following the approval of the subscription rates at each Annual General Meeting.

9. TERMINATION OF MEMBERSHIP:

9.1 Any member may resign his or her membership by letter addressed to the Secretary of the Society to that effect but such resignation will not absolve such member from any liability for outstanding subscriptions and levies owing at the date of such letter of resignation.

9.2 If the subscription of any ordinary member is not paid within two months of the issuing of the subscription notices, the Committee in its discretion may determine that that member is deemed to have tendered his or her resignation and may accept that resignation without releasing the member from liability for any subscriptions or levies owing at the time the determination is made. Any member incapacitated through

illness, accident or distress may by notice in writing to the Secretary apply to have his or her subscription suspended. Such application shall be examined by the Committee and any decision made by the Committee shall be advised to the member accordingly. Such decision to be final.

- 9.3 The Society may suspend or expel any member who wilfully disobeys the Rules of the Society or is guilty of any conduct rendering the member unfit or unsuitable in the opinion of the Committee to be a member of the Society or which in the opinion of the Committee brings the Society into disrepute.

Before such suspension or expulsion the member shall be given the opportunity to appear and be heard before the Committee to hear any accusations against that member, to ask and answer questions arising from the accusations and to give such explanation as required by way of defence.

- 9.4 Any member expelled by the Committee shall have the right of appeal upon a requisition signed by not less than twenty per cent (20%) of the members of the Society to an Extraordinary General Meeting held within six (6) weeks after receipt of such requisition by the Secretary.

10. OFFICERS:

- 10.1 The officers of the Society shall comprise:

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| (i) | A Patron | - at the date of incorporation |
| (ii) | A President | - at the date of incorporation – Jill Mandeno |
| (iii) | A Vice President | - at the date of incorporation – Paul Dewar |
| (iv) | A Secretary | - at the date of incorporation – Strato Cotsilinis |
| (v) | A Treasurer | - at the date of incorporation – Don Short |
| (vi) | Committee Members | |
| | (a) Events Coordinator- | - at the date of incorporation – Dave Pirrit |
| | (b) Membership Secretary | - at the date of incorporation – Peter Scott |
| | (c) Newsletter Editor | - at the date of incorporation – John Pellew |
| | (d) Sponsorship Manager | - at the date of incorporation – Patrick Hegarty |

The number of Committee Members and their titles may be varied by the Society by resolution at a General Meeting.

Team Captain. The Committee shall appoint a Team Captain for each team which represents New Zealand at an International Competition. If such person is not an elected officer of the Society, the Team Captain shall be an ex officio member of the Committee for the term of his/her appointment as Team Captain.

- 10.2 The Patron may be elected at an Annual General Meeting of the Society and shall be ex officio, being a member of the Committee as here within defined, but shall not possess any voting power.

- 10.3 The President, Secretary, Treasurer and Committee members shall be elected every three years at the Annual General Meeting and shall hold office until their successors are appointed or on their resignation. All officers shall be eligible for re-election.
- 10.4 If any vacancy shall occur in the Committee of the Society such vacancy shall be filled by the Committee and any officer so appointed shall hold office until the next Annual General Meeting.

11. COMMITTEE:

- 11.1 The Committee shall comprise the officers of the Society as referred to in clause 10.
- 11.2 Nominations for the Committee shall either be made in writing and deposited with the Secretary at least fourteen (14) clear days prior to the Annual General Meeting or at the Annual General Meeting upon the call for nominations.
- Each nomination shall have a proposer and seconder and such proposer and seconder must be a member of the Society at the time of the nomination.
- 11.3 The election of the Committee shall be by a show of hands but any member present at the Annual General Meeting may request the election to be by secret ballot, such ballot to be scrutineered by members appointed by those attending the Annual General Meeting.
- 11.4 The Committee may from time to time for any special purpose form sub-committees for carrying out the duties of the Committee and for that purpose may co-opt as members of the sub-committee any Member of the Society.
- 11.5 The Society may at any General Meeting form a sub-committee for any special purpose and that such sub-committee members can be any Member of the Society. Sub-committee members appointed in terms of this clause, shall serve a term which shall be decided by the Society at General Meeting at the time of the establishment of the sub-committee.
- 11.6 In accordance with object 4.2 the Committee shall develop criteria to be used for the selection of teams to represent New Zealand at the various championships. The Committee shall consult with Members at the Annual General Meeting on possible changes to the criteria but the ultimate decision as to the criteria to be used will be the responsibility of the Committee.
- 11.7 In accordance with object 4.5, the Committee will develop criteria and rules for the running of Regional and National Championships and will consult with Members at the Annual General Meeting on possible changes to the criteria and rules. The ultimate decision on the criteria and rules shall be the responsibility of the Committee.

12. TREASURER

The Treasurer shall cause to be kept an accurate record of all monies received and expended and a record of all assets and liabilities of the Society and shall furnish financial statements at the Annual General Meeting which shall be prepared in accordance with general accounting practice. The Treasurer shall also furnish financial statements to any Committee Meeting as requested by the Committee.

The Treasurer shall be responsible for filing of tax returns and GST returns to the Inland Revenue Department and any other financial returns required by any regulatory body.

13. REVIEWER:

The Society at the Annual General Meeting shall appoint a Reviewer of the financial statements, such Reviewer to be a member of the Institute of Chartered Accountants of New Zealand. The Reviewer shall have the right to attend any meeting of the Society at which the Society's financial affairs are under discussion. The fees payable to the Reviewer shall be determined by the Committee.

14. PRESIDENT:

The President (or alternate) shall preside at all General Meetings of the Society and all Committee Meetings. The President shall coordinate the activities of the Society and may call a meeting of the Committee giving fourteen (14) days notice for the purpose of discussing any matter associated with the Society. Should the President be unable to carry out his/her duties due to incapacity, absence overseas or other reasons, the Vice President shall act in his/her stead.

15. SECRETARY:

The Secretary shall attend to the clerical duties of the Society and generally carry out such instructions as shall be given from time to time by the Committee.

The Secretary shall be responsible for filing any changes to these Rules with the Registrar and for complying with any other regulations which may be made from time to time by the Registrar.

16. MEETINGS:

16.1 The Annual General Meeting of the Society shall be held not later than the 30th day of April in each year at such time and place as shall be fixed by the Committee for the following purposes:

- (a) For Members to receive from the Committee a report of its activities together with financial statements for the preceding financial year.
- (b) To elect committee members as required by these Rules.
- (c) To fix subscriptions and levies for the ensuing financial year.
- (d) To transact any other business of which due notice has been given as provided by these Rules.

16.2 The Committee may whenever it thinks fit or upon a requisition in writing by at least twenty per cent (20%) of the Members of the Society convene an Extraordinary General Meeting. Any such requisition shall specify the purpose for which the Extraordinary General Meeting is requisitioned and shall be signed by the Members making the same and shall be deposited with the Secretary at least twenty one (21) days prior to the date of the meeting or where the purpose of the Extraordinary

General Meeting is to add, rescind or amend the Rules of the Society, such notice shall be made in accordance with Rule 20.2.

- 16.3 At least fourteen (14) days notice of each General Meeting shall be given to Members of the Society such notice to specify the purpose for which the meeting has been convened.
- 16.4 The Committee shall meet at such times and places as it shall determine or at the request of the President as detailed in clause 14. Any Member of the Committee may request a meeting on giving notice to the Secretary in writing and such notice shall specify the matters to be discussed.
- 16.5 **Voting**
At any General Meeting of the Society every Member shall be entitled to be present and to have one (1) vote on any question. Proxy votes shall not be allowed except on motions which have been notified to Members twenty one (21) days prior to the date of the meeting and which relate to changes in the Rules of the Society.

Voting shall be by show of hands but on a motion passed by a majority of those present the votes shall be taken by secret ballot. In the case of equality of votes the Chairman of the Meeting shall have a second or casting vote.

17. QUORUM

The quorum for a meeting of the Committee shall be four (4) and the quorum for a General Meeting shall be five (5) members three (3) of whom must be Officers of the Society.

18. GENERAL POWERS

The Society shall have the power:

- 18.1 To take on lease or hire any real or personal property which the Society may think necessary and convenient for the purpose of furthering the objects of the Society.
- 18.2 To invest any monies not required for the immediate use in such securities or on bank deposit as may be deemed advisable with power from time to time to vary investments for others of a like nature.
- 18.3 To make regulations and by-laws for the conduct of the Society.
- 18.4 To borrow money or raise or give security for money by mortgage or charge upon all or any part of the property of the Society or without security and upon terms as to priority or otherwise as the Society shall think fit.
- 18.5 To do all things as in the opinion of the Society may be incidental to the attainment of any of the foregoing objects or the exercise of any of the foregoing powers.

19. ACCOUNTS:

- 19.1 The Committee shall cause to be kept true accounts of all sums of money received and expended by the Society and the matters in respect of which such receipt and expenditure takes place and of all assets, credits and liabilities of the Society including any charges and securities of any description affecting any property of the Society.
- 19.2 The financial year of the Society will begin on the 1st day of April each year and shall expire on the 31st of March each year.
- 19.3 The books of accounts shall be kept at offices as determined by the Treasurer.
- 19.4 All monies raised and all funds received by the Society by subscription or any other means are to be handed to the Treasurer within seven (7) days of receipt for deposit in the Society's bank account.
- 19.5 No debts are to be incurred in the name of the Society other than those authorised by the Committee or any sub-committee established by the Committee and authorised accordingly. All accounts paid from the Society's bank account shall be signed by the Treasurer and a Committee member authorised for that purpose.
- 19.6 The Society shall make returns as required by any Act or Regulations in force from time to time and shall comply with all statutory provisions.

20. ALTERATIONS OR REVISION OF RULES:

- 20.1 These Rules may be altered, added to, rescinded or otherwise amended by a majority of those members present and entitled to vote at a General Meeting of which due notice has been given in accordance with these Rules provided that such alteration, addition, rescission or other amendment is confirmed by a majority of those present and entitled to vote at a subsequent General Meeting held not less than fourteen (14) days nor more than one (1) month after the day of the meeting at which the resolution was first passed.
- 20.2 Notice of motion to repeal or alter or add to the Rules of the Society shall be given in writing together with the name of the proposer and the seconder to the Secretary of the Society at least six (6) weeks before such meeting and the Secretary shall give notice to all Members in accordance with these Rules.
- 20.3 The Committee shall cause a copy of such confirmed resolution to be lodged with the Registrar in accordance with section 21 of the Act.

21. COMMON SEAL:

The Committee shall provide a common seal for the Society and shall have power from time to time to destroy the same and substitute a new one. The common seal shall be kept by the Secretary and shall be used only when directed by the Committee and for the purpose of executing documents approved by the Committee. Such affixing of the common seal to be made in the presence of the President and one other Officer of the Committee or two Committee members specifically approved for the purpose.

22. USE OF FUNDS:

No profits or other funds of the Society shall be used or made available to be used for private pecuniary profit for any member of the Society.

23. DISSOLUTION:

The Society may be voluntarily dissolved as provided by section 24 of the Act. Should the Society be dissolved, any monies or other assets remaining after due settlement of all debts shall be distributed to any charity or organisation with similar objects to the Society provided that no present or past Member of the Society shall personally receive any pecuniary gain from such distribution.

DATED This day of

WE, THE UNDERSIGNED, hereby agree to become and desire to become MEMBERS OF THIS SOCIETY and hereby make application under the foregoing rules, in accordance with the Incorporated Societies Act 1908.

<u>Name</u>	<u>Address</u>	<u>Signature</u>	<u>Occupation</u>
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APPLICATION FOR INCORPORATION

WE, the several persons whose names are subscribed hereto being members of the abovenamed Society hereby make application for the Incorporation of the Society under the foregoing Rules in accordance with the Incorporated Societies Act 1908.

DATED this day of

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DECLARATION BY A MEMBER OF THE SOCIETY THAT THE MAJORITY OF MEMBERS
CONSENT TO THE INCORPORATION AND THAT SIGNED OR SEALED
ARE THE RULES OF THE SOCIETY

IN THE MATTER of the Incorporated
Societies Act 1908

I, _____ of,

do swear:

1. THAT I am the Secretary/ Treasurer for SPORT FLY FISHING NEW ZEALAND INCORPORATED and the majority of members of SPORT FLY FISHING NEW ZEALAND INCORPORATED consent to the Application for the Incorporation of the said Society and that such consent has been obtained from a meeting of the members.

2. THAT the Rules accompanying the Application are signed by the subscribers and are the Rules of the Society.

AND I MAKE THIS SOLEMN DECLARATION conscientiously believing the same to be true and by virtue of the provisions of the Oaths and Declarations Act 1957.

DECLARED at _____ this

day of

in the presence of:

A Solicitor of High Court of New Zealand