



## RULES of the OTAGO HOCKEY ASSOCIATION (1990) INCORPORATED

### 1. CONSTITUTION

- a) The Association shall be called the “Otago Hockey Association (1990) Incorporated”.
- b) The Registrar of Societies incorporated the Association on 17 September 1990.
- c) These Rules were adopted by way of amendment on 23rd February 2021

### 2. INTERPRETATION

- a) “The Association” refers to the Otago Hockey Association (1990) Incorporated.
- b) “The Federation” refers to the New Zealand Hockey Federation Incorporated.
- c) “The Council” refers to the Council of the Association as referred to in paragraph 12.
- d) “The Board” refers to the Board of the Association as referred to in paragraph 15.
- e) ‘The General Manager’ refers to lead staff member employed by the Board

### 3. REGISTERED OFFICE

- a) The Registered Office of the Association shall be at the McMillan Hockey Centre, 65 Harbour Terrace, Dunedin or such other place as the Board may determine.

### 4. GEOGRAPHIC REGION

4.1 The following local government authority areas fall within the Geographic Region of the Association (hereinafter referred to as “Geographic Region”) and define the jurisdiction of Association:

4.1.1 Dunedin City;

4.1.2 Clutha District;

4.2 Notwithstanding clause 4.1. above, the Board may amend the Geographic Region by a vote AND with the approval of the Federation

4.3 There are associated Geographic Regions with which the Association has a special relationship to which it provides coaching, representative team opportunities or a close relationship that may involve coaches, players, umpires and other members being deemed to be a member for the purposes of being covered under our policies. These areas are Central Otago, Waitaki, South Canterbury and Invercargill and Eastern Southland Associations.

## **5. OBJECTIVES**

The Objects of the Association are to develop and implement strategic plans that will:

5.1 grow the participation levels of players, coaches, umpires and support staff and supporters of the game of hockey;

5.2 offer the widest possible opportunities within the Geographic Region, and associated Geographic regions for all persons to participate in hockey and to make hockey an enjoyable, safe, and inclusive sport and recreation.

## **6. MEMBERSHIP**

6.1 The Association comprises of the members of all hockey clubs and incorporated sub-associations which are now affiliated to the Association, or which may hereafter be affiliated to the Association that are based within the Geographic Region of the Association.

6.2 Membership also includes all the umpires, coaches, managers, and other supporters (whether paid or not, or whether they have voting rights or not) who participate in anyway to assist and/or, administer teams participating or representing the Association.

6.3 The membership of the Association shall consist of the Officers of the Association, Life Members, Board Members and all members of every club or sub-association within the Geographic Region now or hereafter affiliated to this Association in accordance with this Constitution.

## **7. AFFILIATION**

7.1 Any club desiring affiliation with this Association must be proposed and seconded by two already affiliated clubs or sub-associations, and shall be voted on at a General Meeting.

7.2 The Board may provisionally affiliate any club pending a vote at a General Meeting. Such a provisionally affiliated club shall have all rights and privileges of a fully affiliated club, except voting rights, until the matter of affiliation can be dealt with at a General Meeting.

## **8. MANAGEMENT OF THE ASSOCIATION**

The affairs of the Association shall be managed by the Council, the Board, and such sub-committees as either of the foregoing may appoint.

The Council shall be comprised of the Officers of the Association, Life Members and Delegates

## **9. OFFICERS**

The Officers of the Association shall be:

### **9.1 Patron**

Nominations for the position shall be received 3 days before the Annual General Meeting of their rotation.

### **9.2 President**

Nominations for the position shall be received 3 days before the Annual General Meeting of their rotation.

9.3 Patron & President will be appointed for a maximum of 3 years and shall hold office from date of election until the Annual General Meeting of the Association when their appointed period ends.

9.3.1 Any office bearer may be removed from office on the grounds of misconduct by a two-thirds majority vote of a Special General Meeting called for that reason.

9.3.2 A retiring office bearer shall retain office until the conclusion of the meeting at which his/her successor is appointed, or its adjournment to another day.

## **10 HONORARY LIFE MEMBERS**

10.1 This distinction may be conferred for outstanding service to Hockey, extending over a considerable period. The award shall be conferred by resolution of the Council at a General Meeting, upon recommendation from the Board. The distinction shall carry with it the right to attend, speak and vote at all meetings of the Council, and the right to attend and speak, but not vote, at all Board meetings.

10.2 In no case shall any honour be granted for any pecuniary consideration.

## **11 DELEGATES**

11.1 Prior to the Annual General Meeting, the Secretary of each body entitled to have Delegates as listed in 11.2 shall notify the Administrator of the Association of the names of its Delegates. These Delegates shall remain in office until the next Annual General Meeting of the Association, or until the body they represent replaces them.

11.2 Delegates numbers shall be appointed as below: -

### **11.2.1 Clubs –**

One registered team; one delegate;

Two or three teams; two delegates;

Four or more teams; three delegates.

11.2.2 Umpires – Two delegates.

11.2.3 Primary Schools – Two delegates

11.2.4 Secondary Schools - Two delegates

11.2.5 Sub associations - two delegates each

## **12 COUNCIL MEETINGS**

Meetings of the Council shall be the Annual General Meeting of the Association and such Special General Meetings as may be called as detailed in Rule 12.1.1 and 12.3.3 below.

12.1 The Annual General Meeting (AGM) of the Association shall be a meeting of the Council, held between 1 March and 31 March in each year (both dates inclusive).

12.1.1 Fourteen days notice of the AGM shall be given to:

12.1.2 all Life members,

12.1.3 Officers of the Association,

12.1.4 the Secretaries of all Affiliated clubs; Umpires Association, and other organisations entitled to send delegates to meetings of the Council.

12.1.5 Such notice shall be accompanied by copies of any motions of which notice has been given, the Annual report, and the Financial Statement to be presented to the meeting.

12.2. The Agenda must include:

Welcome

Apologies

Roll call and proxies

Confirmation of Minutes of last General Meeting

Annual Report

Financial Statement

Consideration of Motions of which notice has been given

Consideration of any new, or amendments to any existing, By-laws made by the Board since the last General meeting

Election of Officers (where needed),

Election of up to four (4) Elected Board Members (as terms come to an end)

Appointment of Auditor

General Business

12.3. A Special General Meeting (SGM) of the Association shall be a meeting of the Council. It may be convened by:

12.3.1 The Board at any time, or

12.3.2 The General Manager, who shall within five working days of receipt of a requisition signed by at least five delegates of affiliated clubs, umpires association, sub associations or other bodies entitled to send delegates to the Council, requiring a SGM to be called and setting out the objects of the proposed meeting.

12.3.3 A SGM shall be convened in the same manner as an AGM except that three working days notice shall be sufficient.

12.3.4 The business of a SGM shall be restricted to:

A brief resume of matters considered by the Board since the last general meeting;

The objects of the Meeting as specified in Clause 12.3.2 above; or

Consideration of any other matters shall be at the discretion of the Chair.

### **13 ROLE OF THE PRESIDENT**

The role of the President shall be to Chair the Council and carry out such duties as the Board may from time to time request or delegate which may include but not be limited to:

- (a) champion the culture and values of the Association;
- (b) representing the Association at ceremonial and official events;
- (c) making agreed announcements;
- (d) assisting the Board in fulfilling their Strategic Plan;
- (e) attending Meetings of the Board with speaking and voting rights

Nothing in this clause precludes the President from holding another office on the Board of the Association

### **14. THE BOARD OF THE ASSOCIATION**

14.1 The Board shall comprise up to 8 members:

14.1.2 The President, (ex officio)

14.1.3 Four members Elected by the Council pursuant to clause 12.2 of this Constitution;

14.1.4 Up to three members appointed by the Elected and ex officio members of the Board pursuant to clause 14.2 of this Constitution of the Board.

14.2 Appointed Board Members will be appointed to fill any vacancies, by the Elected Board Members within a reasonable time period after the Annual General Meeting, taking into consideration the specific needs of the Board at the time. When appointing the Appointed Board Members, the Elected Board Members will take the following into account:

14.2.1 The skill mix of the Board

14.2.2 The focus of the Board in its strategic plan

14.2.3 the appointees: prior experience as a director, trustee, or experience in any other governance role;

occupational skills, abilities and experience, and;  
knowledge of and experience in community sports and/or not for profit organisations generally;

14.2.4 The desire for conflicts of interest on the Board to be minimised;

14.2.5 The desire for gender balance on the Board.

14.3 The Chairperson and Deputy Chairperson of the Board shall be elected annually by the Board immediately after the Annual General Meeting in each year and shall hold office until the first meeting of the Board after the next Annual General Meeting, unless the Board chooses to replace the Chairperson between Annual General Meetings.

14.4 The Board shall meet at such regular intervals at least 8 times per year, as it deems necessary and/or expedient.

14.5 A Board Member forms part of the quorum if that Board Member is in attendance in person or by any other means approved by the Board, which shall include by telephone, video conferencing or Skype/Zoom or such like technologies.

14.6 Each Elected and Appointed Board Member will be elected or appointed for a term that expires no more than three (3) years from the date of the Annual General Meeting which they were elected at or appointed after. At the end of each Elected or Appointed Board Member term they will retire as a Board Member. However, they will be eligible for re-election or re-appointment in accordance with Clauses 14.1 and 14.2

14.7 A Board Member shall forfeit their position on the Board if:

14.7.1 he or she fails to attend three consecutive meetings without a leave of absence;

14.7.2 all other Board Members voted unanimously that the Member is unfit to continue in the position;

14.7.3 they become bankrupt;

14.7.4 is convicted of any offence punishable by imprisonment for a term of two (2) years or more;

14.7.5 is convicted of any offence punishable by imprisonment for a term of less than two (2) years and is sentenced to imprisonment for that offence;

14.7.6 becomes the subject of an order under the Protection of Personal and Property Rights Act 1988;

14.7.7 Resigns his/her office by notice in writing to the Board;

14.7.8 dies.

14.8 Should any Board Member forfeit their position as per 14.7 then the Board may appoint a replacement. Such replacement Board Member shall hold office until the next Annual General Meeting when they shall retire, but they shall be eligible for re-election or re-appointment as either an Elected or Appointed Board Member.

14.9 The Board may co-opt up to 2 non - voting members to assist it for specific purposes or projects at any time.

14.10. The General Manager shall be entitled to attend and speak at all meetings of the Board but shall have no voting entitlements

14.11 The Officers and Delegates shall be entitled to attend and speak at all meetings of the Board on giving two working days notice but shall have no voting entitlements.

## **15. BOARD VOTING**

15.1 The president and each Elected and Appointed Board Member will have one (1) vote;

15.2 The Chairperson of the Board shall have a deliberative and a casting vote;

15.3 All matters will be decided by a majority of votes. Voting may be by voice or a show of hands and if desired by any Board Member it will be by ballot.

## **16 DUTIES OF BOARD MEMBERS are to:**

(a) regularly attend Board meetings and all General Meetings;

(b) provide good governance for the Association;

(c) regularly monitor and review the performance of the Association;

(d) act in good faith and the best interests of the Association at all times;

(e) act, and ensure that the Association acts, in accordance with this constitution; and

(f) formulate such rules, regulations, policies and procedures as are appropriate for the efficient administration of the Association;

**17 POWERS OF THE BOARD:**

The Board will have general powers to run the Association including to:

(a) appoint the General Manager;

(b) define delegations of authority from the Board to the General Manager;

(c) adopt and review the strategic plan, for the Association;

(d) adopt and review the development plan, the annual plan and budget for the Association;

(e) determine applications wishing to be Members of the Association;

(f) convene meetings;

(g) sanction competitions and events as Association events;

(h) approve rules and regulations for any Association competition or event, including conditions of entry;

(a) establish sub-committees or working groups to carry out any work of the Board by its delegated authority;

(j) determine the yearly calendar for Association competitions;

(k) control expenditure and raise funds to fulfil the objectives;

(l) make, repeal or amend any regulations, policies and procedures as it thinks appropriate, provided that such policies and procedures are consistent with this constitution;

(m) engage, contract or otherwise agree to obtain the assistance or advice of any person or organisation, that is consistent with the constitution;

(n) resolve and determine any disputes or matters not provided for in this constitution; and

(o) do all other acts and things which are within the powers of the Association and its Objectives, and which the Board considers to be appropriate.



## **18. CONDUCT OF MEETINGS**

18.1 At all meetings of the Council or Board, the business shall be conducted in accordance with accepted good governance practice

18.2 A body entitled to send Delegates to meetings of the Council shall be entitled to the number of votes outlined in clause 11 of this constitution.

18.3 Should a body send fewer Delegates than it is entitled to, then its Delegates who are present may exercise all the votes that body is entitled to (provided all votes are cast in the same direction).

18.4 Voting shall be on the voice, or by show of hands, except that a ballot shall be taken if

18.4.1 Requested by two or more delegates

18.4.2 Decided by the Chair, or

18.4.3 In the event of there being more persons nominated for any office(s) than there are vacancies to be filled.

18.5 As well as a deliberate vote (if so entitled) the Chair of any Council or Board meeting shall have a casting vote.

18.6 The declaration by the Chair that a vote has been carried or lost shall be final, provided that, when a ballot has been taken, then the declaration of such ballot only shall be final.

18.7 Interested parties may attend meetings of the Council as observers without voting or speaking rights, but may be invited to speak at the discretion of the Chair.

## **19. PROXIES**

19.1 Any person entitled to attend a meeting of the Council, or of the Board, but unable to do so, may appoint another member to represent them by proxy, provided that:

19.1.1 Notice to this effect, signed by the absent member, be given to the Administrator before the start of the meeting,

19.1.2 The body they represent has not appointed a substitute

19.1.3 No person may represent more than one body, but may represent both a body and an Officer/Life Member.

## **20. QUORUM**

20.1 A quorum at any meeting of the Council, is life members, officers and delegates present personally or by proxy, representing 60% (sixty percent) of the aggregate of votes of all life members, officers and delegates.

20.2 A quorum at a meeting of the Board, constitutes five (5) Board members.

20.3 If a Quorum is not reached, at the discretion of the Chair, the meeting may continue with resolutions to be ratified at the next meeting.

## **21. FINANCIAL**

21.1 The financial year of the Association shall end on the 31st day of December in each year.

21.2 All monies shall be received by the Administrator and paid to the credit of the Association. All accounts and payments are to be actioned in accordance with approved delegations, as determined by the Board from time to time.

21.4 An auditor appointed at the Annual General Meeting shall review the accounts of the Association; the Auditor shall not hold any other office in the Association. Should they be unable to carry out the requirements of the office, then the Board may appoint another in his place who shall not be a member of the Board.

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

21.5.1 Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).

21.5.2 The provisions and effect of this clause shall not be removed from this document, and shall be included and implied into any document replacing this document.

## **22 EXECUTION OF DOCUMENTS**

22.1 The Common Seal of the Association shall consist of the words "Otago Hockey Association (1990) Inc." in the form of a circle, with words "Common Seal" in the centre.

22.2 It shall be in the custody of the Administrator.

22.3 Whenever the Common Seal of the Association is required to be affixed to any instrument, this shall be done pursuant to a resolution of the Board and in the presence of the President and one other nominated representative of the Board.

22.4 Where a document is not required by statute to be executed under Common Seal, the President and one other nominated representative of the Board may execute the document.

22.5 Where a document is part of the day-to-day management of the Association, an employee authorised by the Board to execute documents may do so.

### **23 VIOLATION OF CONSTITUTION OR BY-LAWS**

23.1 Except where specifically provided otherwise, every sub-association or club affiliated with the Association, and all of their members, all support roles and all supporters undertake to comply with these Rules and any refusal or neglect to do so shall render such sub-association or club and the members thereof or individuals liable to expulsion by a resolution carried by not less than two-thirds of those present at a meeting of the Board.

### **24 PENALTIES AND DISQUALIFICATION**

24.1 The Association shall have power to inquire into the conduct of any player, member, team, club or sub-association, and if in its opinion such conduct is contrary to the Rules of the Association or prejudicial to the interest of Hockey, may impose penalties on or suspend any individual player, member, team, club or sub-association.

24.2 If such a penalty is by fine it shall not exceed such amount as had been determined by the Council as appropriate for the offence.

24.3 Any member, player, team, club or sub-association may be called upon to attend before the Association to show why they should not be dealt with according to these rules.

24.4 All fines imposed by the Association shall be paid to the Administrator forthwith.

24.5 If not paid within seven days from the imposition of the fine, such player, member, team, club, or sub-association shall be deemed to be suspended until payment be made, and shall be liable to disqualification at the discretion of the Board.

24.6 Any penalty or disqualification may be suspended pending an appeal to the Federation.

### **25 ALTERATIONS HERETO**

25.1 Alterations to this Constitution shall be made only at a General Meeting of the Council. The proposed alteration shall be the subject of a Notice of Motion in the agenda for the meeting.

25.2 Alterations to the By-Laws may be made by the Board, and shall stand unless repealed at the next Council meeting.

25.3 No addition to or alteration or recession of the Constitution shall be approved if it affects:

25.3.1 The charitable objects of the Association,

25.3.2 The amateur sport objects of the Association,

25.3.4 The prohibition on pecuniary gain, or

25.3.5 The 'Alterations Hereto' clause. 25.

## **26 WINDING UP**

26.1 The Association may be wound up at any time by a resolution at a Special General Meeting called for that purpose at which a motion is passed by a majority of the Council that the Association be wound up.

26.2 The Association shall be wound up in accordance with section 24 of the Incorporated Societies Act 1908 or the applicable provision in any subsequent legislation.

26.3 In the event of the winding up of the Association, the property and assets of the Association remaining after payment and discharge of all debts and liabilities of the Association and the expense of winding up shall be transferred to another charitable organisation as the Association may determine at a Special General Meeting in order to further a charitable purpose as defined in section 5(1) of the Charities Act 2005.