

Rules:

Wellington Disc Golf Club Incorporated

The Club

1.0 Name

- 1.1 The name of the club is Wellington Disc Golf Club Incorporated.
- 1.2 The Wellington Disc Golf Club is constituted by resolution dated 1st, January 2015.

2.0 Registered Office

- 2.1 The Registered Office of the Wellington Disc Golf Club is 6c Reuben Ave, Brooklyn, Wellington.

3.0 Purposes of Wellington Disc Golf Club

- 3.1 The purposes of the Wellington Disc Golf Club are to:
 - (a) Promote and grow the sport of disc golf in the greater Wellington Region;
 - (b) Do anything necessary or helpful to the above purposes.
- 3.2 Pecuniary gain is not a purpose of the Wellington Disc Golf Club.

MANAGEMENT OF THE WELLINGTON DISC GOLF CLUB

4.0 Board of Directors

- 4.1 The Wellington Disc Golf Club shall have a managing committee known as the "Board of Directors", comprising the following persons:
 - (a) The Chief Director;
 - (b) The Development Director;
 - (c) The Communications Director;
 - (d) The Financial Director;
- 4.2 Only Members of the Wellington Disc Golf Club may be members on the Board of Directors.

5.0 Appointment of Board of Directors Members

- 5.1 At a Wellington Disc Golf Club Meeting, members may decide by majority vote:
 - (a) Who shall be the Chief Director, the Development Director, the Communications Director, and the Financial Director;
 - (b) To create a new Board of Directors position;
 - (c) Who shall be the newly created position on the Board of Directors;
 - (d) Whether any Board of Directors member may hold more than one position as an officer;
 - (e) Each member of the Board of Directors shall retain their position for one year.

6.0 Cessation of Board of Directors Membership

- 6.1 Persons cease to be a Board of Directors member when:
 - (a) They resign by giving written notice to the Board of Directors.
 - (b) They are removed by majority vote of the Wellington Disc Golf Club members at a Wellington Disc Golf Club Meeting.
 - (c) Their term expires.

6.2 If a person ceases to be a Board of Directors Member, that person must within 30 days give to the Board of Directors all Wellington Disc Golf Club documents and property.

7.0 Nomination of Board of Directors Members

7.1 Nominations for members of the Board of Directors shall be called for at least 14 days before an Annual General Meeting. Each candidate shall be proposed and seconded by Wellington Disc Golf Club members and the nomination must be confirmed by the Communication Director. Nominations shall close at 5pm on the fifth day before the Annual General Meeting. [See also rule 21.4(b)] All retiring members of the Board of Directors shall be eligible for re-election.

7.2 If the position of any Board of Directors position becomes vacant between Annual General Meetings, the Board of Directors may appoint another Board of Directors Member to fill that vacancy until the next Annual General Meeting.

7.3 If the position of any Board of Directors Member becomes vacant between Annual General Meetings, the Board of Directors may appoint another Wellington Disc Golf Club Member to fill that vacancy until the next Annual General Meeting.

7.4 If any Board of Directors Member is absent from three consecutive meetings without leave of absence the Chief Director may declare that person's position to be vacant.

8.0 Role of the Board of Directors

8.1 Subject to the rules of the Wellington Disc Golf Club, the role of the Board of Directors is to:

- (a) Administer, manage, and control the Wellington Disc Golf Club;
- (b) Carry out the purposes of the Wellington Disc Golf Club, and Use Money or Other Assets to do that;
- (c) Manage the Wellington Disc Golf Clubs' financial affairs, including approving the annual financial statements for presentation to the Members at the Annual General Meetings;
- (d) Set accounting policies in line with generally accepted accounting practices
- (e) Delegate responsibility and co-opt members where necessary
- (f) Ensure that all Members follow the Rules;
- (g) Decide how a person becomes a Member, and how a person stops being a Member;
- (h) Decide the times and dates for Meetings, and set the agenda for Meetings;
- (i) Decide the procedures for dealing with complaints;
- (j) Set Membership fees, including subscriptions and levies;
- (k) Make regulations.

8.2 The Board of Directors has all of the powers of the Club, unless the Board of Director's power is limited by these Rules, or by a majority decision of the Wellington Disc Golf Club.

8.3 All decisions of the Board of Director's shall be by a majority vote. In the event of an equal vote, the Chair/President shall have a casting vote, that is, a second vote.

8.4 Decisions of the Board of Director's bind the Wellington Disc Golf Club, unless the Board of Director's power is limited by these Rules or by a majority decision of the Society.

9.0 Roles of Board of Director's Members

9.1 The Chief Director is responsible for:

- (a) Ensuring that the Rules are followed;
- (b) Convening Meetings and establishing whether or not a quorum (half of the Board of Directors) is present;
- (c) Chairing Meetings, deciding who may speak and when;
- (d) Overseeing the operation of the Wellington Disc Golf Club;
- (e) Providing a report on the operations of the Wellington Disc Golf Club at each Annual General Meeting.

9.2 The Communication Director is responsible for:

- (a) Recording the minutes of Meetings;
- (b) Keeping the Register of Members;
- (c) Holding the Wellington Disc Golf Club's records, documents, and books except those required for the Financial Director's function;
- (d) Receiving and replying to correspondence as required by the Board of Directors;
- (e) Forwarding the annual financial statements for the Wellington Disc Golf Club to the Registrar of Incorporated Societies upon their approval by the Members at an Annual General Meeting.
- (f) Advising the Registrar of Incorporated Societies of any rule changes;

9.3 The Financial Director is responsible for:

- (a) Keeping proper accounting records of the Wellington Disc Golf Club's financial transactions to allow the Wellington Disc Golf Club's financial position to be readily ascertained;
- (b) Preparing annual financial statements for presentation at each Annual General Meeting. These statements should be prepared in accordance with the Wellington Disc Golf Club's accounting policies (see 8.1.d).
- (c) Providing a financial report at each Annual General Meeting;
- (d) Providing financial information to the Board of Directors as the board determines.

9.4 The Development Director is responsible for:

- (a) Keeping records of current disc golf courses, maintenance requirements, course complaints, and improvement possibilities.
- (b) Seeking out new locations in the greater Wellington region for disc golf courses.
- (c) Researching and presenting the board with ways in which to promote and grow the sport of disc golf in the greater Wellington region.

10.0 Board of Directors Meetings

- 10.1 Board of Directors meetings may be held via video or telephone conference, or other formats as the Board of Directors may decide;
- 10.2 No Board of Directors Meeting may be held unless more than half of the Board of Directors Members attend;
- 10.3 The Chief Director shall chair Board of Director Meetings, or if the Chief Director is absent, the Board of Directors shall elect a Board of Directors Member to chair that meeting;
- 10.4 Decisions of the Board of Directors shall be by majority vote;
- 10.5 The Chief Director or person acting as Chief Director has a casting vote, that is, a second vote;
- 10.6 Only Board of Directors Members present at a Board of Directors Meeting may vote at that Board of Directors Meeting.
- 10.7 Subject to these Rules, the Board of Directors may regulate its own practices;
- 10.8 The Chief Director or his nominee shall adjourn the meeting if necessary.
- 10.9 Adjourned Meetings: 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, shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the Chief Director of the Society, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments. The Chief Director may with the consent of any Wellington Disc Golf Club Meeting adjourn the same from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

Wellington Disc Golf Club Membership

11.0 Types of Members

- 11.1 Membership of the Wellington Disc Golf Club includes active and honorary members.
- 11.2 Members have the rights and responsibilities set out in these Rules.

12.0 Admission of Members

- 12.1 To become an active Member of the Wellington Disc Golf Club a person ("the Applicant") must pay their yearly membership fee in full.
- 12.2 To become an honorary member, the Wellington Disc Golf Club must approve honorary membership by a majority vote.
- 12.3 The Committee shall have complete discretion when it decides whether or not to allow the Applicant to become a member. The Committee shall advise the Applicant of its decision, and that decision shall be final.

13.0 The Register of Members

- 13.1 The Communication Director shall keep a register of Members ("the Register"), which shall contain the names, the postal address, the email address, and the telephone numbers of all Members, the dates at which they became Members, and that date at which their membership expires.
- 13.2 If a Member's contact details change, that Member shall give the new postal or email address or telephone number to the Communications Director.
- 13.3 Each Member shall provide such other details as the Board of Directors requires.
- 13.4 Members shall have reasonable access to the Register of Members.

14.0 Cessation of Membership

- 14.1 Any Member may resign by giving written notice to the Communication Director.
- 14.2 Membership is terminated in the following way:
- (a) If, for any reason whatsoever, the Board of Directors is of the view that a Member is breaching the Rules or acting in a manner inconsistent with the purposes of the Wellington Disc Golf Club, the Committee may give written notice of this to the Member ("the Board of Director's Notice"). The Board of Director's Notice must:
 - (i) Explain how the Member is breaching the Rules or acting in a manner inconsistent with the purposes of the Wellington Disc Golf Club;
 - (ii) State what the Member must do in order to remedy the situation; or state that the Member must write to the Board of Directors giving reasons why the board should not terminate the Member's Membership.
 - (iii) State that if, within 14 days of the Member receiving the Board of Director's Notice, the board is not satisfied, the Board of Directors may in its absolute discretion immediately terminate the Member's Membership.
 - (iv) State that if the Board of Directors terminates the Member's Membership, the Member may appeal to the Wellington Disc Golf Club.
 - (b) 14 days after the Member received the Board of Director's Notice, the board 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 Communication Director at the next Meeting by giving written notice to the Communication Director ("Member's Notice") within 14 days of the Member's receipt of the Termination Notice.
 - (c) If the Member gives the Member's Notice to the Communication Director, the Member will have the right to be fairly heard at a Wellington Disc Golf Club Meeting held within the following 28 days. If the Member chooses, the Member may provide the Communication Director with a written explanation of the events as the Member sees them ("the Member's Explanation"), and the Member may require the Communication Director to give the Member's Explanation to every other Member within 7 days of the Communication Director's receiving the Member's Explanation. If the Member is not satisfied that the other Wellington Disc Golf Club Members have had sufficient time to consider the Member's Explanation, the Member may defer his or her right to be heard until the following Wellington Disc Golf Club Meeting.
 - (d) When the Member is heard at a Wellington Disc Golf Club Meeting, the Wellington Disc Golf Club may question the Member and the Board of Directors Members.
 - (e) The Wellington Disc Golf Club shall then by majority vote decide whether to let the termination stand, or whether to reinstate the Member. The Wellington Disc Golf Club's decision will be final.

15.0 Obligations of Members

- 15.1 All Members (and Board Members) shall promote the purposes of the Wellington Disc Golf Club and shall do nothing to bring the Wellington Disc Golf Club into disrepute.

Money and Assets of the Wellington Disc Golf Club

16.0 Use of Money and Other Assets

- 16.1 The Wellington Disc Golf Club may only Use Money and Other Assets if:
- (a) It is for a purpose of the Wellington Disc Golf Club;
 - (b) It is not for the sole personal or individual benefit of any Member; and
 - (c) That Use has been approved by either the Board of Directors or by majority vote of the Wellington Disc Golf Club.

17.0 Joining Fees, Subscriptions and Levies

- 17.1 If any Member does not pay a Subscription or levy by the date set by the Board or the Wellington Disc Golf Club, the Communication Director will give written notice that, unless the arrears are paid by a nominated date, the Membership will be terminated. After that date, the Member shall (without being released from the obligation of payment of any sums due to the Wellington Disc Golf Club) have no Membership rights and shall not be entitled to participate in any Wellington Disc Golf Club activity.

18.0 Additional Powers

18.1 The Wellington Disc Golf Club may:

- (a) Employ people for the purposes of the Wellington Disc Golf Club;
- (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 authorized by Majority vote at any Wellington Disc Golf Club Meeting.

19.0 Common Seal

19.1 The Wellington Disc Golf Club's common seal shall be located in the possession of the Communications Director or another board of directors member as appointed by the Communications Director.

19.2 Whenever the common seal of the Wellington Disc Golf Club is required to be affixed to a document, it shall be done in the presence of the Chief Director and at least two other members of the Board of Directors, who will sign the document as proof of their presence.

20.0 Financial Year

20.1 The financial year of the Wellington Disc Golf Club begins on January 1st of every year and ends on December 31st of that same year.

21.0 Assurance on the Financial Statements

21.1 No review or audit of the annual financial statements is required unless a review or audit is requested by 5% of the Members at any properly convened Society Meeting.

Conduct of Meetings

22.0 Wellington Disc Golf Club Meetings

22.1 A Wellington Disc Golf Club Meeting is either an Annual General Meeting or a Special General Meeting.

22.2 The Annual General Meeting shall be held once every year no later than five months after the Society's balance date. The Board of Directors shall determine when and where the Wellington Disc Golf Club shall meet within those dates.

22.3 Special General Meetings may be called by the Board of Directors. The Board of Directors must call a Special General Meeting if the Communication Director receives a written request signed by at least 10% of the Members.

22.4 The Communication Director shall:

- (a) Give all Members at least 14 days Written Notice of the business to be conducted at any Wellington Disc Golf Club Meeting
- (b) Additionally, the Communication Director will provide, appropriate:
 - (i) A copy of the Chief Director's Report on the Wellington Disc Golf Club's operations and of the Annual Financial Statements as approved by the Board of Directors,
 - (ii) A list of Nominees for the Board of Directors, and information about those Nominees if it has been provided. (The Communication Director must not provide Members with information exceeding one side of an A4 sheet of paper per Nominee)
 - (iii) Notice of any motions and the Board of Director's recommendations about those motions.
 - (iv) If the Communication Director has sent a notice to all Members in good faith, the Meeting and its business will not be invalidated simply because one or more Members do not receive the notice.

22.5 All Members may attend and vote at Wellington Disc Golf Club Meetings.

22.6 No Wellington Disc Golf Club Meeting may be held unless at least 20% of eligible Members attend. (This will constitute a quorum.)

22.7 All Wellington Disc Golf Club Meetings shall be Chaired by the Chief Director. If the Chief Director is absent, the Wellington Disc Golf Club shall elect another Board of Directors member to Chair that meeting. Any person Chairing a Wellington Disc Golf Club Meeting has a casting vote.

22.8 On any given motion at a Wellington Disc Golf Club Meeting, the Chief Director shall in good faith determine whether to vote by:

- (a) Voices;
- (b) Show of hands; or
- (c) Secret ballot.

However, if any Member demands a secret ballot before a vote by voices or show of hands has begun, voting must be by secret ballot. If a secret ballot is held, the Chief Director will have a casting, that is, second vote.

22.9 The business of an Annual General Meeting shall be:

- (a) Receiving any minutes of the previous Wellington Disc Golf Club's Meeting(s);
- (b) The Chief Director's report on the business of the Wellington Disc Golf Club;

- (c) The Financial Director's report on the finances of the Wellington Disc Golf Club, and the Annual Financial Statements;
- (d) Election of Board of Director Members;
- (e) Motions to be considered;
- (f) General business.

22.10 The Chief Director or his nominee shall adjourn the meeting if necessary.

22.11 Adjourned Meetings: 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, shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the Chief Director of the Wellington Disc Golf Club, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments. The Chief Director may with the consent of any Wellington Disc Golf Club Meeting adjourn the same from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

23.0 Motions at Society Meetings

23.1 Any Member may request that a motion be voted on ("Member's Motion") at a particular Wellington Disc Golf Club Meeting, by giving written notice to the Communication Director at least 28 days before that meeting. The Member may also provide information in support of the motion ("Member's Information"). The Board of Directors may in its absolute discretion decide whether or not the Wellington Disc Golf Club will vote on the motion. However, if the Member's Motion is signed by at least 50 % of eligible Members:

- (a) It must be voted on at the Wellington Disc Golf Club Meeting chosen by the Member; and
- (b) The Communication Director must give the Member's Information to all Members at least 14 days before the Society Meeting chosen by the Member; or

If the Secretary fails to do this, the Member has the right to raise the motion at the following Society Meeting.

23.2 The Board of Directors may also decide to put forward motions for the Wellington Disc Golf Club to vote on ("Board of Directors Motions") which shall be suitably notified.

Altering the rules

24.0 Altering the Rules

24.1 The Wellington Disc Golf Club may alter or replace these Rules at a Wellington Disc Golf Club Meeting by a resolution passed by a two-thirds majority of those Members present and voting.

24.2 Any proposed motion to amend or replace these Rules shall be signed by at least 50% of eligible Members and given in writing to the Communication Director at least 28 days before the Wellington Disc Golf Club Meeting at which the motion is to be considered, and accompanied by a written explanation of the reasons for the proposal.

24.3 At least 14 days before the General Meeting at which any Rule change is to be considered the Communication Director shall give to all Members written notice of the proposed motion, the reasons for the proposal, and any recommendations the Board of Directors has.

24.4 When a Rule change is approved by a General Meeting no Rule change shall take effect until the Communication Director has filed the changes with the Registrar of Incorporated Societies.

Bylaws

25.0 Bylaws to govern the Society

25.1 The Board of Directors 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 these rules or to the provisions of law. All such bylaws shall be binding on members of the Wellington Disc Golf Club. A copy of the bylaws for the time being, shall be available for inspection by any member on request to the Communication Director.

Winding up

26.0 Winding up

- 26.1 If the Wellington Disc Golf Club is wound up:
- (a) The Wellington Disc Golf Club's debts, costs and liabilities shall be paid;
 - (b) Surplus Money and Other Assets of the Wellington Disc Golf Club may be disposed of:
 - (i) By resolution; or
 - (ii) According to the provisions in the Incorporated Societies Act 1908; but
 - (c) No distribution may be made to any Member;
 - (d) The surplus Money and Other Assets shall be distributed to: [see S.27 of the Act]
 - (i) The New Zealand Disc Golf Association.

Definitions

27.0 Definitions and Miscellaneous matters

- 27.1 In these Rules:
- (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 Wellington Disc Golf Club.
 - (c) "Wellington Disc Golf Club Meeting" means any Annual General Meeting, or any Special General Meeting, but not a Board of Directors Meeting.
 - (d) "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.
 - (e) "Written Notice" means communication by post, electronic means (including email, and website posting), or advertisement in periodicals, or a combination of these methods.
 - (f) It is assumed that
 - (i) Where a masculine is used, the feminine is included
 - (ii) Where the singular is used, plural forms of the noun are also inferred
 - (iii) Headings are a matter of reference and not a part of the rules
 - (g) Matters not covered in these rules shall be decided upon by the Committee.