

**NEW ZEALAND
JETSPRINT ASSOCIATION
INCORPORATED
CONSTITUTION**



NEW ZEALAND JETSPRINT ASSOCIATION

1. Name

The name of the society shall be the “New Zealand Jet Sprint Association Incorporated” hereinafter called “the Association”.

2. Registered Office

The registered office of the association shall be at such place in New Zealand as the executive committee may from time to time decide.

3. Objects

The objects of the association are;

- (a) To regulate jetsprinting in New Zealand on a national basis in the interests of all members and for such purpose from time to time formulate review and enforce appropriate standards and rules.
- (b) To establish, further, and protect the rights of jetsprinters.
- (c) The encouragement of jetsprinting generally, concerned with the welfare and development of the association.
- (d) To arrange, promote, organise and stage jet sprint racing competitions in New Zealand and elsewhere.
- (e) To establish, promote, associate with, or assist in establishing and promoting any other association within or outside New Zealand whose objects are wholly or in part similar to those of the association, or undertake any establishment or promotion which may be beneficial to the association and to promote harmonious relations between members and kindred and other relevant organisations, water users and sportsmen generally.
- (f) To use such funds of the association as the association may consider necessary or proper in payment of the costs and expenses in furthering or carrying out the objects of the association or any of them as shall appear necessary or expedient.
- (g) To purchase, take on lease or in exchange or hire or otherwise acquire any real or personal property and any rights or privileges which the association shall think necessary or expedient for the purposes of attaining the objects of the association or any of them or promoting the interests of the association or its members and to sell, exchange, mortgage, let on bail or lease with or without the option of purchase or in any manner dispose of any such property, rights or privileges as aforesaid.
- (h) To do all things as are incidental or conducive to the attainment of the objects set out above or any of them and to promote any other activity not repugnant to these objects.

4. Membership

- (a) Composition: Membership of the association shall be open to any person who has an interest in furthering the objects of the association.
- (b) Election: Every application for membership shall be made in writing to the executive on a form prescribed by the executive. The election of members shall be by vote of the executive, the chairman to have the casting vote. The executive shall not be required to state the reason for its decision whether to approve or to decline any application. If approved by the executive the applicants name shall be entered in the Register of Members. No member newly elected shall vote nor participate in any of the privileges of the association until he has paid his joining fee and/or subscription.

- (c) Rules: All members shall be subject to these rules and any bylaws or regulations of the association.

5. Special Provisions

- (a) Honorary Membership: Honorary membership may be conferred by the executive on any person who in the opinion of the executive is deserving of such honour. The honorary member shall not be required to pay a subscription during honorary membership but shall enjoy full membership rights and privileges including the right to vote. Such membership to be for the duration of the current financial year expiring at the final meeting of the retiring executive which will make recommendations to the incoming executive as to the renewal of any such membership.
- (b) Honorary Life Membership: Honorary Life Membership in recognition of long and distinguished services may be conferred on any member of the association at an Annual General Meeting following a recommendation to that effect by the executive. Such election shall be by a majority ballot.

6. Subscriptions

- (a) The annual subscription shall be payable in advance on the first day of July in each year and shall be such amounts as shall be fixed from time to time by a general meeting, provided that in fixing subscriptions as aforesaid provision may be made for the amounts so fixed to be reduced to lower amounts if the subscription is paid on or before a specified date.
- (b) The association may by a general meeting fix a joining fee to be paid by each new member. Such fee when fixed shall remain applicable until varied by the association at a general meeting. On the election of a new member he/she shall pay such joining fee to the association and shall thereupon receive full membership rights and privileges. The new member shall also on election pay a subscription on a pro-rata basis for the current subscription year and thereafter the normal full subscription.
- (c) If any member fails to pay his subscription within six (6) months after the due date, the executive may erase his name from the list of members and he shall upon such erasure cease to be a member, but the executive shall have power within the then current year to reinstate the name of any such person on his submitting sufficient explanation, and paying the amount due.
- (d) If an intending member fails to pay his joining fee and/or subscription within six months after his election, his election shall be void unless he shall justify the delay to the satisfaction of the executive and shall pay his subscription.
- (e) No member shall be competent to vote at any meeting of members, nor exercise the functions of a member of the executive, nor participate in any association event, nor enjoy any of the privileges of a member while his joining fee or subscription remains unpaid, but this rule shall not operate until thirty (30) days after demand for the joining fee and/or subscription has been made of him;
- (f) The executive may in such cases as it deems fit and proper (in its absolute discretion) waive payment of the subscription due by any member.

7. Termination of Membership

The membership of any member shall terminate on the happening of any one of the following events;

- (a) The death of the member; or
- (b) The resignation in writing under the hand of the member and on payment of all subscriptions and other moneys owing to the association by the member tendering the same and upon the return of all association property to the secretary and upon such resignation being accepted by resolution of the executive PROVIDED that any member failing to resign prior to the annual general meeting shall be liable for the subscription for the ensuing year unless the executive shall decide otherwise; or
- (c) The erasure of the member's name from the list of members pursuant to rule 6(c) hereof; or
- (d) The expulsion of the member pursuant to rule 8 hereof.

8. Suspension and Expulsion of Members

The membership of any member may be suspended or terminated by the executive on the grounds that the member has been guilty of;

- (a) Misconduct, or acting in a way detrimental to the interests of the association or its members, or in any way that brings the association into disrepute, or wilfully causes it to suffer financial loss; or
- (b) Non-compliance with any of the rules of the association; or
- (c) Misappropriation of any funds or property of the association, or
- (d) Divulging or making known the association's business or affairs to persons not entitled to the same.

9. Meetings

- (a) The annual general meeting of the association shall be no later than the 30th day of June in each year upon a date and at such time and place as the executive may appoint, or failing that, as the president may direct.
- (b) Other general and special meetings may be called at such time and place as the executive may appoint, or failing that, as the president may direct.
- (c) A special general meeting may be called by notice in writing to the secretary, signed by not less than one fifth of the financial members of the association, such notice to state the nature of the special business to be dealt with, and the meeting shall be held within thirty (30) days of the secretary receiving such note.
- (d) The secretary shall notify all members of the executive and members of the association of each annual and each special general meeting, such note to state any special business and to be posted to such members no later than twenty one (21) days prior to the meeting.
- (e) At any special general meeting no business other than that specified on the notice of the meeting shall be transacted.
- (f) At all general meetings, twelve (12) members shall form a quorum.
- (g) At all meetings the chairman shall be the president, or in his absence the vice president, or in the absence of both officers, the meeting shall elect a chairman from among the members of the present at such meeting.
- (h) Subject to rule 9(i) at all general meetings of the association all motions shall be decided by voice, but should any member so request, the chairman shall require that the motion shall be decided by a show of hands, or by ballot. All votes pursuant to this rule shall be on the basis of one vote per member to be exercised personally provided

that the chairman shall accept at any general meeting a proxy on behalf of a member lodged at such meeting in writing signed by the member appointing the proxy.

- (i) At the annual general meeting in each year and at any special general meetings of the association the voting on the election of the executive, notices of motion, remits and all other matters specifically advertised in the notice of meeting as prescribed in rule (d) hereof shall be decided by the vote of members on the prescribed form received by post prior to or presented personally at the meeting. No proxy votes shall be allowed for any matter so specifically advertised in the notice of meeting and in respect of which a prescribed form has been sent to members. Remits and/or notices of motion from members and/or branches must be submitted to the secretary no later than thirty (30) days prior to the meeting.
- (j) For the election of the executive every voter shall vote for not less than nor more than the number required to fill the vacancy or vacancies. Any voting papers not complying with this rule shall be deemed informal and shall not be counted.
- (k) Subject to these rules the executive may decide the procedure for requesting and receiving postal votes provided that when such votes are received by the secretary, they shall remain sealed and shall be opened only at the meeting at which the matter being considered is voted upon.
- (l) Non-members are entitled to attend any general meeting of the association but shall not be entitled to vote. The members entitled to vote at any general meeting of the association shall only be those members who are paid up financial members up to the date of such general meeting.
- (m) Save where otherwise provided in these rules any motion submitted to a general meeting shall be deemed to be carried if a majority (determined in the manner set out in rule 13) of the votes validly cast vote in favour of the motion.

10. The Executive Committee

- (a) The affairs of the association (subject to any directions made by a general meeting and subject to these rules) shall be governed by an executive committee (“the executive”) which shall consist of five (5) members. Appointments shall be made by such executive from among such five (5) members to the posts of president and vice president.
- (b) The president may only hold the post of president for three (3) consecutive terms of two (2) years.
- (c) The members of the executive shall appoint a secretary and a treasurer from among their number (which offices may be held by the same member) provided that if the office of secretary remains unfilled the executive may appoint a secretary who is not an elected member of the executive and such person shall not have any right to vote at meetings of the executive.
- (d) A person shall not be eligible to be a member of the executive who is not a financial member or whose membership has been suspended for a period which has not yet expired or who otherwise is not eligible pursuant to these rules.
- (e) The executive shall attend to management of the affairs and general business of the association and generally have power to act for the general comfort and accommodation of members in the furtherance of the objects of the association and subject to the provisions of these rules and of other resolutions of general meetings, all orders given by the executive shall be binding on every member of the association unless and until set aside by a general meeting.

- (f) The executive shall have power in the corporate name of the association to enter into any agreement it shall think necessary for the proper management of the affairs of the association and any such agreement shall bear the common seal of the association, which shall be affixed in accordance with these rules.
- (g) The executive shall have power to appoint and discharge sub committees (the members of which shall not necessarily be members of the executive) from time to time and may delegate any of its powers to any subcommittee. All sub committees shall be subordinate to the executive and shall carry out all directions, general or special, made by the executive to the subcommittee in relation to its affairs. The president shall be an ex-officio member of all sub committees.
- (h) The executive shall make an annual report to every annual general meeting on the stage of the association generally and its operation during the preceding financial year and shall report on any matters to a general meeting as shall be required by the meeting.
- (i) Should any member of the executive be absent from three (3) consecutive meetings of the executive without leave of absence, his/her office or seat on the executive may be declared vacant, but only pursuant to a resolution of the executive.
- (j) The executive shall meet at such times and places as it may by its own resolution appoint and generally may regulate its own proceedings and those of sub committees and shall be empowered from time to time to make, alter, amend or revoke standing orders (not repugnant to the provisions of these rules or of regulations or bylaws made pursuant to these rules) for any purpose as may be deemed necessary or expedient for the better management of the affairs and proceedings of the executive and sub committees and the delegation of the powers thereof.
- (k) The president has power to call at short notice a special committee meeting for urgent business.
- (l) The executive shall have the power to adopt any minutes of the annual, general or special meetings.
- (m) Resolution of the executive:
 - (i) A resolution in writing which is signed by all members of the executive is as valid and effectual as if it had been passed at a meeting of the executive which had been duly convened and held.
 - (ii) The resolution may consist of several documents in like form.
 - (iii) Each such document must be signed by one or more members of the executive.
 - (iv) The president must be reasonably satisfied that all those members of the executive who purportedly assented to the resolution did in fact assent to the resolution.

11. Elections

- (a) The members of the executive shall be elected at each annual general meeting together with any other office bearers required by any of the rules to be so elected and all of them shall continue in office until their successors are elected.
- (b) The members of the executive shall be elected for a two (2) year term, with the exception of the first annual general meeting following the date of the commencement of these rules, and at each subsequent annual general meeting three (3) members who shall be decided upon by the executive shall stand down but may

- offer themselves for re-election, providing that those members who did not stand down and offer themselves for re-election in one year, shall do so in the ensuing year.
- (c) If the number of candidates proposed and seconded for the executive to be filled by election at an annual general meeting shall be in excess of the number to be elected, a ballot shall be taken.
 - (d) Nominations for the executive shall be received by the secretary no later than thirty (30) days preceding the date of the annual general meeting. Such nominations shall be in writing proposed and seconded by two (2) members who must sign the nomination form which shall also be signed by the nominee accepting nomination.
 - (e) If the number of nominations received by the executive are less than or equal to the vacancies on the executive then the nominees recorded in the nominations so received shall be deemed to be elected. If there are still vacancies then such vacancies may be filled by the members present by a show of hands or by ballot at the chairman's option. Resort to this procedure shall in no way derogate from the requirement to observe the procedure set out in rules 11. (d) and 9. (i) Hereof as the preferred method of electing the executive and the election of members of the executive.
 - (f) The executive shall have power to co-opt any member of the association to fill any vacancy on the executive from time to time caused through there being insufficient nominations for the executive or from death, resignation or otherwise, subject to compliance with these rules of the association.
 - (g) No member of the association shall be eligible to be nominated from the executive at an annual general meeting unless he is eligible to vote at the meeting and unless he signifies his willingness to accept the nomination verbally at the meeting or in writing to the secretary provided that if he is nominated that shall be deemed to be sufficient evidence if his willingness to accept the nomination, unless the contrary can be shown.

12. Duties

- (a) General: The president, vice president, secretary, treasurer and other members of the executive and officials of the association shall perform such duties as may be prescribed from time to time for each of them respectively by the Incorporated Societies Act, by these rules and by a general meeting or by direction of the executive.
- (b) *President:*
 - (i) The president, if present, shall preside at all general meetings and meetings of the executive.
 - (ii) He shall present or have presented at each annual general meeting a report on the condition of the association and its financial position. He shall call or cause to be called annual and other regular general meetings and any special general meetings.
 - (iii) The president shall have general direction of the business and affairs of the association.
 - (iv) He is authorised to sign all contracts and agreements approved by the general meetings or by the executive in the name of the association.
 - (v) He shall see that proper records are kept.
 - (vi) He shall enforce the rules of the association and perform all the duties incidental to his position and office or which are required by law.
- (c) *Vice President:*

- (i) The vice president, if present, shall preside at general meetings and meetings of the executive in the absence of the president.
 - (ii) During the absence or inability of the president to render or perform his duties or exercise his powers, the vice president may act in his stead on any occasion or for any period of time.
 - (iii) The vice president, when acting instead of the president, shall have all the powers and be subject to all the responsibilities applicable to the office of the president under these rules.
- (d) *Secretary:*
- (i) The secretary shall be responsible for keeping the minutes of all general meetings and meetings of the executive in appropriate books and shall produce them at all such meetings.
 - (ii) They shall keep at the back of the minute book a record of all title deeds and other documents belonging to the association which are to be deposited at the association's bank.
 - (iii) The secretary shall be responsible for the custody of the records of the association, and shall keep a register of the members of the association and their addresses.
 - (iv) They shall be responsible for serving all notices of the association subject to the provisions of rule 9 hereof.
 - (v) They shall under the direction of the president or the executive advise members of the business transacted as soon as possible after each meeting.
- (e) *Treasurer:*
- (i) All moneys shall be paid to the treasurer, and his receipt shall be a sufficient discharge.
 - (ii) The treasurer shall be empowered to open a banking account in the name of the association and shall have the official care and custody of and be responsible for all funds of the association and the depositing thereof in the association's bank account(s) as the executive may decide from time to time.
 - (iii) All operations on the bank account(s) of the association shall be signed by the treasurer and the president, or in the event of the incapacity of the president, by such other member of the executive as the executive may authorise from time to time.
 - (iv) The treasurer shall render or cause to be rendered a statement of finances of the association at each meeting of the executive and at such other times as shall be required of him and he shall make or cause to be made a full financial report including an account of income and expenditure and statement of assets and liabilities of the association as at the last day of the preceding financial year to each annual general meeting, and the same shall have been audited by an auditor elected by members in general meeting.
 - (v) The treasurer shall keep or cause to be kept correct books of account as the executive may require and he shall do and perform all duties pertaining to the office of treasurer.

13. Majority

Save where otherwise provided for in these rules any motion submitted to a meeting shall be deemed to be carried if the majority of the members (which majority) must

be comprised of at least one third of North Island members and at least one third of South Island members) who are present or (where applicable) who have lodged the appropriate forms in accordance with these rules and are entitled to vote, vote in favour of the motion.

14. Finance

- (a) The income and property of the association, from whatever source derived, shall be applied solely towards the promotion of the objects of the association, and no portion of the funds shall be applied to other purposes without the sanction of the executive. Subject to the provisions of this clause, any money of the association may be invested by the executive in such manner as it may from time to time determine.
- (b) The financial year of the association shall commence on the first day of May in every year and shall conclude on the last day of April in the following year.
- (c) The executive shall be empowered to fix all fees and charges payable by persons or organisations whether members of the association or not and which are not provided for in these rules, and the executive shall be empowered from time to time to vary such fees and charges, and in such cases as it deems fair and proper to waive payment for the same or any part thereof.
- (d) The executive shall have full power to rent, lease, furnish, and deal with buildings land and other property of the association as the executive may think fit without reference to a general meeting of members except in the case of the winding up of the association,.
- (e) The association shall in addition to the other powers vested in it have power to borrow or raise money from time to time by the issue of debentures, bonds, mortgages, or any other security founded or based on all or any of the property and/or rights of the association or without any such security and upon such terms as to priority and otherwise as the association shall think fit and the powers contained in this clause may be exercised by the executive.

15. Liability

- (a) No member shall remove any property of the association except by authority of the executive.
- (b) Members shall pay the full cost of replacing any association property lost, damaged or destroyed by them.
- (c) The association shall not be liable for any personal injury to any person, or of loss of property occurring on any of the association's premises, or any land or premises under the control of the association.
- (d) The association shall accept no responsibility in respect of accident or damage caused by competitors, their representatives or their boats, at any organised activities controlled by the association, and all members together with his/her/their assigns waive all right of action against the association.
- (e) The executive shall have the power to discipline any member guilty of dangerous or inconsiderate operation of a jet sprint boat or of any other action which in the opinion of the executive is injurious to the welfare of the sport, to any of its members, or to the good name of the association.

16. Actions

The association may take or defend any actions at law as it sees fit and may undertake legal actions provided the executive considers it to be in the interest of the association and for the purposes for which the association was formed, so to do, and provided also that the association may impose such conditions as it deems fit as to costs and expenses as a condition precedent to undertaking any legal action.

17. Common Seal

The common seal of the association shall be in the custody of the secretary and whenever it is required to be affixed to any deed document or other instrument it shall be affixed pursuant to a resolution of the executive or of a general meeting of the association and shall be attested by at least two (2) members of the executive, of whom at least one (1) shall be either the president or the vice president.

18. Branches

- (a) Formation: With the prior approval of the executive, a branch of the association may be formed in any geographical area approved by the executive.
- (b) Membership: Any association member residing in a branch's geographical area may apply for membership of that branch. No person who is not an association member can become a branch member.
- (c) Officers: The branch officers shall comprise an executive committee of five (5) branch members ("the branch executive") elected at an annual general meeting of the branch from which number a president, a vice president and a treasurer shall be elected at such meeting. The branch executive shall appoint a secretary who does not need to be a member and who shall not be an elected member of the branch executive and shall not have the right to vote at branch executive meetings.
- (d) Meetings: Each branch shall hold an annual general meeting in each year no later than two weeks prior to the annual general meeting of the association (which must be held prior to 30 June in each year) and other general meetings from time to time as may be considered necessary. The chairman of each such meeting shall be the branch president or in his absence, the vice president, or in the absence of both, those present shall elect a chairman from among those members present at such meeting. Voting shall be by voice or should any member so request or the chairman so decides, the chairman shall require that the motion be decided by a show of hands or a ballot. Proxy voting shall be allowed provided that a written proxy form signed by the member granting the proxy shall be deposited with the chairman, at the meeting. A branch may hold such other meetings as may be considered necessary and voting shall be as above.
- (e) Bylaws: A branch shall have the power to pass bylaws for its own governance but such bylaws shall not be contrary to or in substitution for these rules or the bylaws of the association, and must be submitted for approval to the executive of the association, and until such approval is given, shall have no force or effect. In the event of any conflict between any bylaws and these rules, these rules shall prevail.
- (f) Finance;
 - (i) The branch executive shall have power to levy an annual subscription from its branch members as branch members, but such sum shall not in any year exceed the annual subscription payable by any member to the association in that year.

- (ii) All monies received by the executive of any branch shall belong to the association but unless specifically directed otherwise by the executive of the association, each branch may retain manage and expend such monies for the benefit of the branch. No branch shall be permitted to incur any debt or liability on behalf of the association unless it has previously obtained written approval of the executive of the association specifically authorising such action.
- (h) Branch selection: In the event of any confusion or dispute as to which branch a member should belong to, that question shall be decided by the executive of the association which decision shall be final.

19. Winding up

By vote of a majority by ballot of the members of the association at a special general meeting called for that purpose and confirmed at a subsequent general meeting called together for that purpose and held not earlier than thirty (30) days after the date on which the resolution so to be confirmed was passed, the association may be wound up, and in the event that the association is wound up, the assets and surplus funds of the association shall be donated to such kindred organisations as such special general meeting may decide, provided that no member shall receive any personal gain.

20. Rules

- (a) No addition to or alteration of the non-profit aims, personal benefit clause or the winding up clause shall be approved without the Inland Revenue Department's consideration. 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. Amendment or revision of other rules shall be made at annual or special general meetings of the association, and by a majority of three fourths of the votes received. Notice of any such alteration, amendment or revision shall be given to all members in circulars convening the meeting. No addition, amendment or revision of any rule is valid unless passed by such meeting and duly registered with the Registrar of Incorporated Societies.
- (b) In addition to, but not contrary to, nor in substitution for these rules, the executive may from time to time make and pass bylaws, regulations and conditions, or resolutions not inconsistent with these rules as it may deem advisable for the good government of the association's members, the protection of the interests and the furtherance of the objects of the association. A copy of the rules and bylaws and regulations shall always be open to inspection by members.

21. Indemnity

- (a) The members of the executive shall be indemnified by the association for all losses and expenses incurred by them in or about the lawful discharge of their respective duties except such as shall result from their own respective wilful defaults or fraudulent actions.
- (b) No member of the executive shall be liable for the acts or defaults of any other member of the executive or for any loss or damage incurred by the association unless the same shall arise as a result of his or her own wilful default or fraudulent action.
- (c) By becoming members of the association, all members agree and acknowledge that there are risks inherent in the sport, and to ensure that the sport will flourish hold

each other indemnified against all costs claims expenses and damage caused by or arising from any activity associated with or incidental to any member's participation in any jet sprint competition meeting event or other activity arranged by or under the control of the association.

22. Notes

Every notice required by be given to members or to any of them shall be deemed to have been duly delivered if posted to such members in a pre-paid letter addressed to him or her at his or her last address known to the association.

23. Interpretation

The following words and expressions used in these rules have the meaning set out below unless such meanings are excluded by or are repugnant to the context or subject matter, that is to say:

Definitions

“The association”	shall mean the New Zealand Jet Sprint Association Incorporated.
“The chairman”	shall mean the chairman for the time being of the association and shall include an acting chairman.
“Month”	shall mean calendar month.

Words importing only the singular number shall include the plural number and Vice versa.

“The executive”	shall mean the executive of the association as elected in accordance with these rules.
“In writing”, or “printed”	Shall include handwriting, printing, lithography, telex and telecopier, facsimile and other modes of representing or reproducing words in a visible form.

Words importing persons shall include corporations.

Words imparting the male gender shall include the female gender and vice versa.