

Rules of South Canterbury Working Equitation (SCWE)

The Club

1.0 Name

- 1.1 The name of the club is South Canterbury Working Equitation Incorporated ("the Club").
- 1.2 The Society is constituted by resolution dated 6/1/2020.

2.0 Registered Office

- 2.1 The Registered Office of the Society shall be at such place as determined by the Society Committee from time to time.

3.0 Purpose of the Club

- 3.1 The purposes of the Club are:
 - a. To assist in the promotion and growth of the sport of Working Equitation throughout South Canterbury, and surrounding areas through the organisation of education and training initiatives for all levels of proficiency utilising local, national and international expertise, and the running of shows and events.
 - b. To create positive and supportive participation environments for all members, regardless of their riding level, breed of horse or choice of tack and attire;
 - c. To uphold the principles of classical training and horsemanship by encouraging and rewarding attainment of harmonious horse/rider partnerships which are based on correct and progressive training and which are always mindful and respectful of the mental and physical wellbeing of the horse;
 - d. Seek and promote membership of the Club;
 - e. Be a member of Working Equitation New Zealand (WENZ) and make available and enforce the rules of Working Equitation and WENZ.
 - f. Do anything necessary or helpful to the above purposes.
- 3.2 Pecuniary gain is not a purpose of the Society.

MANAGEMENT OF THE CLUB

4.0 Managing Committee

- 4.1 The Club Committee shall be responsible for determining strategies, policies and financial arrangements of and for the Club, and managing the operation of the Club.
- 4.2 The Club shall have a managing committee ("the Committee"), comprising the following persons:
 - a. Chairperson;
 - b. Secretary;
 - c. Treasurer; and
 - d. Any other office position as deemed necessary by the Society.
- 4.3 Only Members of the Society may be Committee Members.
- 4.4 There shall be a minimum of three Committee Members in addition to the Officers, as elected by the Club Members.
- 4.5 Chairperson: The Chairperson shall be elected annually at the AGM and shall hold office for one (1) year until the conclusion of the relevant AGM. The Chairperson may be re-elected for subsequent and consecutive terms of office. Nominations for Chairperson shall be made in the same manner and at the same time as nominations for Club Committee Members (see Section 5.0). The Chairperson shall attend and chair Club Committee meetings and General Meetings of the Club and shall be entitled to a casting vote. The Chairperson shall carry out the functions and duties as prescribed by the Club.
- 4.6 Election of Club Committee: The Club Committee Members shall be elected by a majority of the Club Members present and entitled to vote at an AGM, following nomination by at least two (2) Club Members. If any Club Committee Member positions are not filled at the AGM the positions may be filled from the floor or left vacant until the next AGM.
- 4.7 Term of office: The term of office for all Club Committee Members shall be one (1) year, commencing at the conclusion of the General Meeting at which they are elected and expiring at the conclusion of the next AGM. A Club Committee Member may be re-elected or re-appointed to the Club Committee for up to a maximum of two (2) subsequent and consecutive terms of office.
- 4.8 Persons cease to be Committee Members when:

- a. They resign by giving written notice to the Committee.
- b. They are removed by majority vote of the Society at a Society Meeting.
- c. Their Term expires.

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

5.0 Nomination of Committee Members

5.1 Nominations for members of the Committee and Chairperson shall be called for at least 14 days before an Annual General Meeting. Each candidate shall be proposed and seconded in writing by Members and the completed nomination delivered to the SCWE e-mail address. Nominations shall close at 5pm no less than five (5) days before the Annual General Meeting.

5.2 If the position of any Officer becomes vacant between Annual General Meetings, the remaining Committee members may appoint another Committee Member to fill that vacancy until the next Annual General Meeting or leave the vacancy unfilled until the next AGM.

5.3 If any Committee Member is absent from three consecutive meetings without leave of absence the Chairperson may declare that person's position to be vacant.

5.4 Ineligibility: Individuals may not serve on the Club Committee if any of the following circumstances apply to them:

Bankrupt: the person who has been adjudged bankrupt, who has not obtained a final order of discharge or whose order of discharge has been suspended for a term not yet expired, or is subject to a condition not yet fulfilled, or to any order under the Insolvency Act 2006, or any equivalent provisions under any previous or replacement legislation;

Conviction: the person who has been convicted of any offence punishable by a term of imprisonment of two or more years unless that person has obtained a pardon or has served the sentence imposed on them;

Imprisonment: the person who has been sentenced to imprisonment for any offence unless that person has obtained a pardon or has served the sentence imposed on them;

Disqualified Director: the person who is prohibited from being a director or promoter of or being concerned or taking part in the management of a company under the Companies Act 1993 or the Charities Act 2005 including any equivalent provisions under any previous or replacement legislation;

Property Order: the person who is subject to a property order made that the person is lacking in competence to manage their own affairs under the Protection of Personal and Property Rights Act 1988, or any equivalent provisions under any previous or replacement legislation;

and if any of the above circumstances occur to an existing Club Committee Member, they shall be deemed to have vacated their office upon notification to them of a finding by the relevant authority of such circumstance.

5.5 Suspension of Club Committee Member: In addition to the requirements in Rule 5.4 (Ineligibility), if any Club Committee Member is alleged to have, or is charged with, or is given notice by the relevant authority of a proposal to make an order or finding against that Club Committee Member of any of the circumstances described in Rule 5.4, the remaining Club Committee Members may, after reasonable enquiry and giving the Club Committee Member concerned the right to be heard, suspend the Club Committee Member from the Club Committee pending the determination of such allegation notice or charge.

5.6 Removal of Club Committee Member: The Club Members at an Special General Meeting called for this purpose may, by Special Resolution, remove any Club Committee Member, or the Committee as a whole, before the expiration of their term of office in accordance with the following process:

a. if the Secretary receives a request for a Special General Meeting for the purpose of removing a Club Committee Member or the Club Committee as a whole, the Secretary shall send the notice of the Special General Meeting of the Club Committee Member(s) concerned;

b. following notification of the Special General Meeting and before voting on the resolution to remove a Club Committee Member or the Club Committee as a whole, the Club Committee Member(s) affected by the proposed resolution shall be given the opportunity prior to, and at, the Special General Meeting to make submissions in writing and/or orally to the persons entitled to be present at the General meeting about the proposed resolution.

6.0 Role of the Committee

6.1 Subject to the rules of the Club ("The Rules"), the role of the Committee is to:

- a. Administer, manage, and control the Club;
- b. Carry out the purposes of the Club, and use money or other assets to do that;
- c. Manage the Club's 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 practice
- 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;

6.2 The Committee has all of the powers of the Club, unless the Committee's power is limited by these Rules, or by a majority decision of the Society.

6.3 All decisions of the Committee shall be by a majority vote. In the event of an equal vote, the Chairperson shall have a casting vote, that is, a second vote.

6.4 Decisions of the Committee bind the Club, unless the Committee's power is limited by these Rules or by a majority decision of the Society.

7.0 Roles of Committee Members

7.1 The Chairperson is responsible for:

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

7.2 The Secretary is responsible for:

- a. Recording the minutes of Meetings;
- b. Keeping the Register of Members;
- c. Holding the Club's records, documents, and books except those required for the Treasurer's function;
- d. Receiving and replying to correspondence as required by the Committee;
- e. Forwarding the annual financial statements for the 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;

7.3 The Treasurer is responsible for:

- a. Keeping proper accounting records of the Club's financial transactions to allow the 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 Societies' accounting policies (see 8.1.d).
- c. Providing a financial report at each Annual General Meeting;
- d. Providing financial information to the Committee as the Committee determines.

8.0 Committee Meetings

- 8.1 Committee meetings may be held via video or telephone conference, or other formats as the Committee may decide, and shall meet at regular intervals agreed by the Club Committee;
- 8.2 The agenda and all relevant documentation for the Committee meeting must be circulated to all Committee members at least three (3) working days prior to the date of the meeting.
- 8.3 No Committee Meeting may be held unless more than half of the Committee Members attend;
- 8.4 The Chairperson shall chair Committee Meetings, or if the Chair/President is absent, the Committee shall elect a Committee Member to chair that meeting;
- 8.5 Decisions of the Committee shall be by majority vote;
- 8.6 The Chairperson or person acting as Chairperson has a casting vote, that is, a second vote;
- 8.7 Only Committee Members present at a Committee Meeting may vote at that Committee Meeting.
- 8.8 Subject to these Rules, the Committee may regulate its own practices;
- 8.9 The Chairperson or their nominee shall adjourn the meeting if necessary.
- 8.10 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 Chairperson of the Club, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments. The Chairperson may with the consent of any 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.
- 8.11 Expenses: The Club Committee may, by majority vote, reimburse its Club Committee Members for their actual and reasonable expenses incurred in the conduct of the Club's business. Prior to

doing so the Club Committee must establish a policy to be applied to the reimbursement of any such expenses.

Society membership

9.0 Types of Members

9.1 Membership may comprise different classes of membership as decided by the Society.

9.2 Members have the rights and responsibilities set out in these Rules.

10.0 Admission of Members

10.1 To become a Member, a person ("the Applicant") must:

- a. Complete an application form;
- b. Supply any other information the Committee requires; and
- c. Pay the applicable membership fee(s).

10.2 The Committee may at its discretion, interview the Applicant when it considers Membership application.

10.3 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.

11.0 Duration of Membership

11.1 Subject to Rule 13, the duration of membership is the period commencing on the date that the Club accepts the application for membership and ending on 31 March each year;

12.0 The Register of Members

12.1 The Secretary shall keep a register of Members ("the Register"), which shall contain the names, postal and email addresses and telephone numbers of all Members, and the dates at which they became Members.

12.2 If a Member's contact details change, that Member shall give the new postal or email address or telephone number to the Secretary.

12.3 Each Member shall provide such other details as the Committee requires.

12.4 Members shall have reasonable access to the Register of Members.

13.0 Termination of Club Membership

- 13.1 Resignation: Any Member may resign by giving written notice to the Secretary.
- 13.2 Default in fees: If any Member does not pay a Subscription or levy by the date set by the Committee or the Club, the Secretary 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 Society) have no Membership rights and shall not be entitled to participate in any Society activity.
- 13.3 Discipline: If, for any reason whatsoever, the Committee is of the view that a Member is breaching the Rules or acting in a manner inconsistent with the purposes of the Club, the Committee may give written notice of this to the Member ("the Committee's Notice"). The Committee's Notice must:
- i. Explain how the Member is breaching the Rules or acting in a manner inconsistent with the purposes of the Club;
 - ii. State what the Member must do in order to remedy the situation; or state that the Member must write to the Committee giving reasons why the Committee should not terminate the Member's Membership.
 - iii. State that if, within 14 days of the Member receiving the Committee's Notice, the Committee is not satisfied, the Committee may in its absolute discretion immediately terminate the Member's Membership.
 - iv. State that if the Committee terminates the Member's Membership, the Member may appeal to the Club.
- b. Fourteen days after the Member received the Committee's Notice, the Committee may in its absolute discretion by majority vote terminate the Member's Membership by giving the Member written notice ("Termination Notice"), which takes immediate effect. The Termination Notice must state that the Member may appeal to the Society at the next Meeting by giving written notice to the Secretary ("Member's Notice") within 14 days of the Member's receipt of the Termination Notice.
- c. If the Member gives the Member's Notice to the Secretary, the Member will have the right to be fairly heard at a Club Meeting held within the following 28 days. If the Member chooses, the Member may provide the Secretary with a written explanation of the events as the Member sees them ("the Member's Explanation"), and the Member may require the Secretary to give the Member's Explanation to every other Member within 7 days of the Secretary receiving the Member's Explanation. If the Member is not satisfied that the other 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 Society Meeting.

- d. When the Member is heard at a Club Meeting, the Society may question the Member and the Committee Members.
- e. The Club shall then by majority vote decide whether to let the termination stand, or whether to reinstate the Member. The Club's decision will be final.

14.0 Obligations of Members

- 14.1 All Members (and Committee Members) shall promote the purposes of the Club and shall not do anything to bring the Club into disrepute.
- 14.2 Comply with all rules, policies, processes and guidelines utilised by the Club to conduct the purposes and business of the Club.

Money and other assets of the society

15.0 Use of Money and Other Assets

- 15.1 The Club may only use money and other assets if:
 - a. It is for a purpose of the 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 Committee or by majority vote of the Society.

16.0 Joining Fees, Subscriptions and Levies

- 16.1 Joining fees, annual subscriptions and any other levies may be reviewed annually by the Committee, presented to the membership at the next AGM and be voted on at that same AGM.

17.0 Additional Powers

- 17.1 The Club may:
 - a. Employ people for the purposes of the Society;
 - b. Exercise any power a trustee might exercise;
 - c. Invest in any investment that a trustee might invest in;
 - d. Borrow money and provide security for that if authorised by Majority vote at any Society Meeting.

18.0 Finances

- 18.1 The financial year of the Society begins on 1ST April of every year and ends on 31st March of the next year.

18.2 Banking: All bank accounts shall be kept in the name of the Club. The Club Committee is responsible for the receipt and banking of all monies received by the Club. All funds of the Club shall be paid to bank account(s) in the name of the Club. The signatures of any two Club Committee Members are required for the making of any withdrawals.

19.0 Assurance on the Financial Statements

29.1 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

20.0 Club Meetings

21.1 A Club Meeting is either an Annual General Meeting or a Special General Meeting.

20.2 The Annual General Meeting shall be held once every year no later than five months after the Club's balance date. The Committee shall determine when and where the Club shall meet within those dates.

20.3 Special General Meetings may be called by the Committee. The Committee must call a Special General Meeting if the Secretary receives a written request signed by at least 10% of the Members.

20.4 The Secretary shall:

- a. Give all Members at least 14 days Written Notice of the business to be conducted at any Club Meeting
- b. Additionally, the Secretary will provide, as appropriate:
 - i. A copy of Chairperson's Report on the Society's operations and of the Annual Financial Statements as approved by the Committee
 - ii. A list of Nominees for the Committee and Chairperson, and information about those Nominees if it has been provided. (The Secretary must not provide Members with information exceeding one side of an A4 sheet of paper per Nominee)
 - iii. Notice of any motions and the Committee's recommendations about those motions.
 - iv. If the Secretary 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.

20.5 All Members may attend and vote, at Club Meetings.

- 20.6 Proxy votes may be cast at any Club meetings, provided a Proxy Vote Form is completed and received by the secretary, at least 2 days prior to the meeting.
- 20.6 No Club Meeting may be held unless at least 15 eligible Members attend. (This will constitute a quorum.)
- 20.7 All Club Meetings shall be chaired by the Chairperson. If the Chairperson is absent, the Club shall elect another Committee Member to Chair that meeting. Any person chairing a Club Meeting has a casting vote.
- 20.8 On any given motion at a Club Meeting, the Chairperson 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 Chairperson will have a casting, that is, second vote.

- 20.9 The business of an Annual General Meeting shall be:
- a. Receiving any minutes of the previous Club's Meeting(s);
 - b. The Chairperson's report on the business of the Club;
 - c. The Treasurer's report on the finances of the Society, and the Annual Financial Statements;
 - d. Election of Committee Members and Chairperson;
 - e. Motions to be considered;
 - f. General business.
- 20.10 The Chairperson or their nominee shall adjourn the meeting if necessary.
- 20.11 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 Chairperson of the Club, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments. The Chairperson may with the consent of any 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.

21.0 Motions at Society Meetings

- 21.1 Any Member may request that a motion be voted on ("Member's Motion") at a particular Club Meeting, by giving written notice to the Secretary at least 28 days before that meeting. The Member may also provide information in support of the motion ("Member's Information"). The Committee may in its absolute discretion decide whether or not the Club will vote on the motion. However, if the Member's Motion is signed by at least 20 % of eligible Members:
- a. It must be voted on at the Club Meeting chosen by the Member; and
 - b. The Secretary must give the Member's Information to all Members at least 14 days before the Club Meeting chosen by the Member; or
 - c. If the Secretary fails to do this, the Member has the right to raise the motion at the following Club Meeting.
- 21.2 The Committee may also decide to put forward motions for the Club to vote on ("Committee Motions") which shall be suitably notified.

Common seal

22.0 Common seal

- 22.1 The Club shall provide a common seal for the Society and may from time to time replace it with a new one.
- 22.2 The Secretary shall have custody of the common seal, which shall only be used by the authority of the Committee. Every document to which the common seal is affixed shall be signed by the President and countersigned by the Secretary or a member of the Committee.

Altering the rules

23.0 Altering the Rules

- 23.1 The Club may alter or replace these Rules at a Club Meeting by a resolution passed by a two-thirds majority of those Members present and voting.
- 23.2 Any proposed motion to amend or replace these Rules shall be signed by at least **25 %** of eligible Members and given in writing to the Secretary at least 28 days before the Society Meeting at which the motion is to be considered, and accompanied by a written explanation of the reasons for the proposal.

- 23.3 At least 14 days before the General Meeting at which any Rule change is to be considered the Secretary shall give to all Members written notice of the proposed motion, the reasons for the proposal, and any recommendations the Committee has.
- 23.4 When a Rule change is approved by a General Meeting no Rule change shall take effect until the Secretary has filed the changes with the Registrar of Incorporated Societies.

Prohibition on Personal Benefits

- 24.1 No Club Member or person associated with the Club may participate in or materially influence any decisions of the Club in respect of the payment to or on behalf of that person or Club Member of any income, benefit or advantage. Any such income paid or benefit or advantage conferred must be reasonable and relative to that which would be received in an arms length transaction (being the open market value). This Rule and its effect must not be removed from this Constitution and must be included in any alteration, addition to or revision to the Club's Rules.

Winding up

25.0 Winding up

- 25.1 If the Club is wound up:
- a. The Club's debts, costs and liabilities shall be paid;
 - b. Surplus Money and Other Assets of the Society 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. New Zealand Riding for the Disabled Association.

Indemnity

- 26.1 The Club shall indemnify the Club Committee Members and employees against all damages, costs (including legal costs) for which any such Club Committee Member or employee may be or becomes liable as a result of their acts and omissions in performing his or her functions connected with the Club, except occurring as a result of his or her negligence or wilful misconduct.

Definitions

26.0 Definitions and Miscellaneous matters

26.1 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 Society.
- c. "Club Meeting" means any Annual General Meeting, or any Special General Meeting, but not a Committee 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.

Written September 2019