

# **The Constitution of The New Zealand Association of Masters Athletes Incorporated**

## **1. NAME:**

1.1 The name of the Association shall be “The New Zealand Association of Masters Athletes Incorporated” (NZMA).

## **2. INTERPRETATION:**

2.1 In this Constitution and any by-laws made hereunder except where a different intention appears: *‘Association’* means The New Zealand Association of Masters Athletes Incorporated and NZMA has the same meaning. *‘Committee’* means the Executive Committee as constituted below. *‘Centre’* means one of the eleven regionally formed groups of Masters Athletes in existence at the date of adoption of this constitution together with any new Centre which becomes affiliated to the Association. The boundaries of each Centre are the same as the ‘Centre’ boundaries defined by Athletics New Zealand (Inc.).

*‘Masters Athlete’* means a financial member of the Association who meets the age qualifications set from time to time under clause 4.5 (b) of this Constitution.

*‘Athletics’* means the sport of track running and field events, cross-country running, road running and race walking on track and road. *‘The Trust’* means the Fourth World Masters Games Trust Fund established under a Deed dated 1981 which settled the sum of (\$94,000.00) upon certain trustees in trust for the promotion and development of Masters athletics generally.

## **3. OBJECTIVES:**

3.1 To act in New Zealand as the controlling body for Masters athletes and to represent the Masters movement at national

and international level.

- 3.2 To promote membership of and participation in the Masters athletic movement.
- 3.3 To encourage and coordinate good administration and athletic competition within and between centres.
- 3.4 To support any other association, person or group whose objectives are similar to those of the Association.

#### **4. POWERS:**

- 4.1 To purchase, lease or otherwise acquire and dispose of any real or personal property in any way which is conducive to the carrying out of the objects of the Association.
- 4.2 To borrow or raise money by the issue of debentures or upon mortgage or otherwise with or without security.
- 4.3 To make any donation to any person, object or institution in furtherance of the objects of the Association.
- 4.4 To invest any monies of the Association upon such terms as the association shall think fit.
- 4.5 To fix from time to time the conditions required for affiliation of the Centres to the association and without limiting the generality of this clause: (a) To approve the name and constitution of each Centre (b) To set age qualification and age groupings of members. (c) To fix such levies as may be required from the Centres or from Association members.

#### **5. CENTRES:**

- 5.1 The committee shall have all the power necessary to set conditions for the affiliation of new centres to the Association. Those centres listed as Appendix 'A' to this Constitution are fully affiliated within the Association.
- 5.2 The affiliation of any new Centre or any adjustment of the boundaries of existing Centres shall be approved only at a

General Meeting passed by a resolution of not less than two-thirds of those present and entitled to vote.

## **6. REGISTERED OFFICE:**

The registered office shall be the nominated address of the Secretary of the Association.

## **7. MEMBERSHIP:**

There shall be the following categories of membership:

- 7.1 ***Full Membership:*** Open to every person who - (a) Meets the age criteria demanded by the World Association of Masters Athletes; and (b) Has been accepted as a member of his/her local Centre, and shall be accepted as a member upon: (c) Payment of such fees as may be determined by the Association; and (d) Verification of age eligibility by birth certificate or such other evidence as may be accepted by the Centre; and (e) Completion of such application form as may be prescribed from time to time by the Association. Such application shall be lodged with the Secretary of the local Centre. ***Associate Membership:*** Open to: (a) Pre-Masters. (Pre-Masters are those in the five year age group immediately below the minimum age for Masters as defined by the World Association of Masters Athletes). Such members shall be non-voting. or (b) Non-competing Masters who would otherwise be eligible for full membership.
- 7.3 ***Resignation:*** Any member may resign by notice in writing to his or her Centre Secretary. 7.4 ***Expulsion:*** (a) The Committee shall have the right to suspend or to terminate membership on the recommendation of a Centre where a member has acted in a manner contrary to the objects of the Association or in any other way which could bring the Association into dispute. (b) Such member shall be informed by registered letter that the

question of his suspension or expulsion is to be considered at a meeting of the Committee not less than 28 days notice of the hearing shall be given he or she shall be entitled to offer a written explanation or to appear in person at the hearing. (c) Prior to the hearing the Centre shall forward all relevant information to the Committee and may be represented at such hearing. 7.5 ***Life Membership:*** (a) Any member may be elected a Life Member of the Association following a nomination to the General Meeting by the Executive. (b) The Executive shall require that a written recommendation be submitted to it from a Centre(s) or executive member on the merits of the person nominated for the award. (c) The award may be granted upon the candidate receiving three-fourths of the votes of those eligible to vote and present at an Annual General Meeting (d) A Life Member shall be entitled to speak and to vote at the General Meeting and to receive life subscription to the association.

#### 8. ***Subscriptions:***

8.1 The annual membership fee shall be in addition to any fee levied by the Centre and shall be fixed by a vote of members at the Annual General Meeting each year. It shall be the responsibility of Centres to collect the Association levy and to account to the Treasurer of the Association by 15 July in each year or such other date as the Committee may nominate.

### **9. OFFICERS:**

9.1 The Officers of the Association shall consist of: ***President*** who shall chair the General Meetings of the Association and meetings of the Committee. ***Vice President*** who shall chair such meetings in the absence of the President. ***Secretary*** ***Treasurer*** ***Immediate Past President*** for a term of one year following the election of a new President ***Executive Committee Members:*** The number of members of the executive committee

shall be determined by the Annual General Meeting of the Association but shall not exceed six (6).

9.2 **Nomination:** (a) Nominations for officers, executive committee members and a nominee to the Trust shall be submitted by Centre Secretaries in writing, and be in the hands of the Secretary of the Association two months before the date of the Annual General Meeting and shall be supported by evidence of their suitability in the case of nominees who have not previously held office or who have not held the position for which they are nominated. (b) A member may be nominated for one or more executive positions but will be obliged to accept the one to which he or she is first elected. (c) When two or more candidates are nominated for one office, then election to that office shall be by secret ballot. (d) The delegates at the Annual General Meeting shall have the right to fill any position for which nominations have not been made. (e) All Officers and Honorary Officers, including the Auditor, Legal Adviser and Patron, shall be elected annually at the Annual General Meeting. (f) The position of nominee to the Trust shall be elected every second and even numbered year - (see 12.5.1).

## **10. MANAGEMENT:**

10.1 The affairs of the Association shall be governed by the Executive Committee which shall consist of the President, Vice President, Secretary, Treasurer and Executive Committee Members. The Committee shall have all the powers of the association except such as are expressly required to be exercised by the association in General Meeting and except as otherwise provided by these Rules.

10.2 The Committee shall have the power to appoint Sub-Committees or a person or persons to organise its various activities.

- 10.3 The President shall be an ex officio member of all Sub-Committees
- 10.4 The Chairman of any Meeting of the Committee or any Sub-Committee shall have a casting vote as well as a deliberative vote. The casting vote shall be used to maintain the status quo.
- 10.5 The newly elected Committee shall take office at the conclusion of the Annual General Meeting at which it is elected and shall be required to meet immediately prior to the subsequent General Meetings and at such other times as may be expedient provided that, except in the event of an emergency, it meet not more than four times annually.
- 10.6 The quorum at all meetings of the Committee shall be five members including any two of President, Vice President, Secretary or Treasurer and of any Sub-Committee a majority of the members of that Sub-Committee.

## **11. FUNCTIONS OF THE**

**COMMITTEE:** Without derogating from the general powers of the Committee its functions shall include the following:

- 11.1 To implement decisions and policy arising from General Meetings.
- 11.2 To present an Annual Report, Balance Sheet and Budget to the Annual General Meeting.
- 11.3 To make recommendations to the Annual General Meeting regarding Rules and Standards for the Association Championships.
- 11.4 To make recommendations to the Annual General Meeting regarding venues for Association Championship Meetings.
- 11.5 To adjudicate in any disputes that may arise between Centres and/or members.

## **12. ANNUAL GENERAL MEETING:**

- 12.1 The Annual General Meeting of the Association shall be held immediately prior to the Association's Track and Field Championships. The time of the meeting shall be determined by the Committee having regard to the travel arrangements of delegates and the volume of business to be considered. The meeting shall be held at the same venue, or as close to as is practicable, as is used for the Track and Field Championships.
- 12.2 The General Meeting prior to the Association's Track and Field Championships shall be the Annual General Meeting and three months prior to that meeting Centre Secretaries shall be requested by the Secretary to submit nominations for office in accordance with the requirements of clause 9.2(a).
- 12.3 In relation to all General Meetings (a) No later than three months prior to such meetings Centre Secretaries shall be invited to submit remits and topics for discussion to be in the hands of the Secretary two months before the meeting. (b) One month prior to such meetings written notice shall be sent to Centre Secretaries, Officers of the association and Life Members and shall include the agenda, notified remits, notified points for discussion and in the case of the Annual General Meeting nominations for office. (c) Within four weeks after such meetings the Minutes shall be sent to Centre Secretaries.
- 12.4 At General Meetings each Centre may be represented by a maximum of two delegates who can be Committee Members of the Executive and whose names will be notified to the Secretary in writing prior to commencement of the Meeting.
- 12.5 The business of the Annual General Meeting shall include: (a) Chairman's introductory remarks (b) Quorum check and roll register (c) Minutes of previous General Meeting (d) Notice of matters not on the agenda. (e) President's report. (f)

Secretary's Report (g) Financial statement, balance sheet, budget and recommendations. (h) Special reports from Centres and Sub-Committees. (i) Election of Officers (j) Appointment of nominee or nominees to the Trust (every second and even numbered year) - see clause 12.5.1. (k) Remits (l) Notified items for discussion (m) Matters under item (d). (n) Venues for next year. (o) General

12.5.1 Appointment of nominee or nominees to the Trust. (a) If there are more than two candidates for nomination to the Trust, the candidate who polls the lowest number of votes shall withdraw from the contest, and this process shall continue until there are only two candidates remaining. The nominee shall be elected from the two remaining candidates by a simple majority. (b) Each Centre shall have one vote per nominee and members of the Executive shall not vote for a nominee, unless representing a Centre. EXCEPT THAT where there is a tie, the vote shall be put a second time, and if the result is still a tie, the Chairman shall be entitled to vote. (c) No nominee appointed to the Trust shall continue as a Trustee for a period exceeding six years without offering himself or herself for re-election, and it shall be a condition of his or her nomination to the Trust that he or she agrees to retire at the expiry of six years from the date of actual appointment, and his or her letter of retirement from the appropriate date shall be held in the custody of the Secretary, NZMA for presentation in due course to the continuing Trustees. (d) If a Trustee dies or retires early, the Executive Committee shall have the power to nominate a nominee.

12.6 The business of other General Meetings shall include: (a) Receive reports of President and Secretary. (b) Receive financial statement. (c) Consider recommendations for the conduct of events. (d) Provide a forum for general discussion

on any of the above items and also for possible remits to be notified to Centres and considered at the next Annual General Meeting (e) Such other matters within the agenda of the Annual General Meeting with the exception of the election of Officers, presentation of the annual financial statements and receipt of annual reports.

- 12.7 Remits to General Meetings may be presented by a Centre or any Centre representing that Centre.
- 12.8 At General Meetings the President, Vice President, Secretary, Treasurer, and Life Members shall each be entitled to one vote. Centres shall be entitled to two votes each which shall be exercised by their nominated delegate or delegates. In the case of an equality of votes the Chairman of such Meeting shall have a casting vote as well as a deliberative vote The casting vote shall be used to maintain the status quo.
- 12.9 A quorum for General Meetings shall be delegates from at least seven Centres and numbering at least twelve persons, plus at least two executive officers one of whom must be the President or Vice President.
- 12.10 A special General Meeting may be called by the Committee or at the written request of not less than three Centres, and Centres shall be given not less than one calendar month notice of such meeting. No business shall be transacted at any special General Meeting except that which has been specified in the Notice. Persons entitled to receive such notices and the procedure for circulation of Minutes shall be as set out above in this clause
- 13.1 All money paid to the Association shall be lodged in a bank account or other investment approved by the Committee.
- 13.2 All cheques issued shall be signed by any two of the Treasurer, President, Secretary and other Committee member to be nominated by the Committee after the Annual General Meeting.

13.3 The Committee may exercise all the powers of the Association except where expressly reserved for General Meetings but in respect of decisions to borrow and make advances to further the objectives of the Association shall do so only pursuant to a Resolution passed by not less than three fourths of the total membership of the Committee.

13.4 The financial year of the association shall end on 31 August.

**14. BY-LAWS:** Such matters concerning the operation of the Association as are not specifically covered by this Constitution may be the subject of bylaws. The bylaws shall be drawn up by the Committee and submitted for approval at a General Meeting and may be added to, altered, or rescinded by the Committee at any time subject to ratification by the Association at any General Meeting or Special General Meeting. The bylaws shall not be inconsistent with this Constitution.

## **15. INTERPRETATION OF**

**CONSTITUTION OR BYLAWS:** If at any time any matter shall arise not provided for in this Constitution or in the bylaws or in the interpretation of any or either of them the same shall be determined by the Committee, whose decision shall be final.

## **16. ALTERATION TO CONSTITUTION:**

16.1 No new Constitution shall be made and none of the rules herein contained or hereafter made, shall be amended, or rescinded except by a resolution passed by a three-quarters majority of the members present and voting at an Annual or

Special General Meeting. The Secretary shall, before the date fixed for the Special General Meeting called for the purpose, or for the Annual General Meeting, give notice to members of any proposed new rules, amendments, and/or remissions.

16.2 No addition to or alteration of the Pecuniary Profit Clause or the Winding Up Clause shall become effective without the approval of the Department of Inland Revenue.

**17. PECUNIARY PROFIT:** No member or person associated with a member of the Association shall derive any income, benefit or advantage from the Association where they can materially influence the payment of income, benefit or advantage, except where that income, benefit or advantage is derived from: (a) Professional services to the Association rendered in the course of business charged at no greater rate than current market rates; or (b) Interest on money lent at no greater rate than current market rates.

**18. COMMON SEAL:** The Common Seal of the Association shall be in a form approved by the Committee and shall be kept in the custody of the Secretary. Such Seal shall be affixed to any deed or similar document only pursuant to a resolution of the Committee. Every application of the Seal shall be attested by two of the Committee and the Secretary.

### **19. WINDING UP:**

19.1 The Association may be wound up if at an Annual or Special General Meeting a resolution to wind up is passed by a bare majority (50%+1) of those present and entitled to vote and is confirmed by a like majority at a subsequent meeting called for that purpose not less than 30 days later

19.2 In the event of a winding up of the Association all assets after

payment of liabilities shall be passed over to Athletics New Zealand for the benefit of Masters athletics.

## **20. EFFECTIVE DATE OF THIS**

**CONSTITUTION:** This Constitution shall take effect from the date of its acceptance by a General Meeting of the Association.

**APPENDIX 'A' CENTRES:** Northland, Auckland, Waikato Bay of Plenty, Taranaki, Wellington, Hawke's Bay/Gisborne, Manawatu/Wanganui, Tasman, Canterbury, Otago, Southland.

**NOTE:** This Constitution came into effect on 12/8/83 and was subsequently amended: 28/3/86, 13/3/87, 1/4/88, 3/3/89, 12/3/93, and 3/3/95, and is correct as at 1 October 2011.