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Certificate - Alteration of rules

Section 21 Incorporated Societies Act 1908

1. Name of society

Arlberg Ski Club Incorporated

2. Society number

221890

I certify that the alteration has been made in accordance with the rules of the society.

Name

Hamish Stevens

Position

Treasurer

Signature

27

/ 06

/ 2014

3. Complete this checklist before filing your application

- ☒ This certification has been completed by an officer of or a solicitor for the society.
- ☒ A copy of the rule alteration(s) is attached. **NOTE** | This can either be a complete copy of the updated rules with the alterations underlined or in bold type, or a copy of the particular rule(s) that were altered.
- ☒ The copy of the alteration to rules has been signed by three members of the society.

For society name changes --

- ☐ This rule alteration also includes a name change for the society, and
- ☐ We have checked that the new name of the society is available by conducting Register Searches at both www.societies.govt.nz and www.companies.govt.nz.

What must be included in your rules?

Section 6 of the Incorporated Societies Act 1908 requires that a society's rules include the following:

- The name of the society (ending with the word Incorporated)
- The objects for which the society is established
- How people become members of the society and cease being members of the society
- How meetings of the society will be called and held and how voting will take place
- How officers of the society will be appointed
- Control and use of the common seal
- How the society's funds will be controlled and invested
- The powers (if any) that the society has to borrow money
- How any property of the society will be distributed in the event of the society being wound up
- How the rules of the society can be altered

RECEIVED

02 JUL 2014

BUSINESS & REGISTRIES
BRANCH, AUCKLAND

4. Your contact details

Name and postal address

Hamish Stevens
3 Glenoaks Rise
Mellons Bay 2014

Telephone 027 494 1762

Email (optional)

Rules of the Arlberg Ski Club (Inc.)

1. The name of the Club shall be "ARLBERG SKI CLUB" (INCORPORATED)

INTERPRETATION

2. In these Rules, unless a contrary intention appears:
 - i. "Club" means "Arlberg Ski Club (Incorporated)".
 - ii. "Committee" means the Committee for the time being appointed under Rule 33 of these Rules.
 - iii. "Year" means the financial year of the Club which shall extend from the first day of January in any year until the 31st day of December (both inclusive).

OBJECTS

3. The objects of the club shall be:
 - a. To encourage walking, tramping, mountaineering, mountain exploration, and a better knowledge of mountain and hills through literature, science and art.
 - b. To encourage alpine sports, amateur ski running and touring and exploration on ski, and the development of snow craft and technical skill on ski.
 - c. To arrange tramping, mountaineering, and winter sports trips.
 - d. To protect native flora and fauna and the natural features of the country.
 - e. To promote social intercourse, mutual helpfulness, good fellowship, entertainment and recreation among trampers and mountaineers.
 - f. To give whatever support may be necessary to activities which have in view the acquisition and preservation of forest reserves and other scenic attractions and to help in the further establishment of National Parks.
 - g. To assist where possible in meeting at a reasonable cost the needs of trampers and campers at such places and to arrange any other facilities in connection therewith.
 - h. To establish a library of literature connected with the objects of the club and to publish and issue a Club Journal.
 - i. To purchase, take on lease-hire, or otherwise acquire land or any interest therein, for the purpose of erecting huts or the furtherance of any of the above objects.
 - j. Generally to do all things which may be deemed to assist in the promotion of any or all of the objects above mentioned, and includes:
 - a. the extension, alteration and maintenance of any lodge, hut or other buildings owned by the Club, and
 - b. the power to borrow and the power to raise money by way of special levy on members, for any purpose to further the Club's objects, on such terms as may be approved at an Annual General Meeting, or a Special General Meeting called in accordance with these rules.
 - k. Where a member fails to pay a levy in accordance with terms approved at a General Meeting such non payment of a levy shall be treated in the same way as non payment of a subscription.

COLOURS

4. The club colours shall be Brown, Gold and White



MEMBERSHIP

5. The club shall consist of Life Members elected as provided by Rule 6, ordinary and junior members as provided by Rule 8, and veteran members as provided by Rule 21.
6. The committee shall have power to elect suitable persons to be Life Members of the Club.
7. Life Members shall be exempt from the payment of any entrance fee or subscription, and shall have all the privileges of ordinary members.
8. Every candidate for election as an ordinary member or junior member of the Club must apply in writing to the Secretary forwarding at the same time an application fee, the amount to be determined from time to time at an Annual General Meeting. Every such candidate for election shall be proposed by a member having personal knowledge of that candidate and seconded by another such member, and may be elected by a vote of four-fifths of those present at a Committee meeting.
9. All new members shall upon election pay a non-refundable entrance fee of such amounts as shall be determined from time to time at the Annual General Meeting and members spouses and children pay 50% of the entrance fee of new members and until this entrance fee has been paid no member shall be entitled to any privileges of membership. In the event of a member holding a refundable debenture from the Club resigning from the Club that member shall be entitled to a refund of their debenture immediately a further member either ordinary or junior has been elected and paid their entrance fee.
10. Every ordinary member shall pay an annual subscription which shall be paid by the 31st day of May each year, or, in the case of a new member, within two months of their election. The annual subscription to be charged for each year shall be determined at the Annual General Meeting.
11. No person shall be eligible for election as a junior member unless he or she is under the age of 18 years. Every junior member shall pay an annual subscription. The annual subscription to be charged for each year shall be determined at the Annual General Meeting. Every junior member shall automatically cease to be a junior member and become eligible as an ordinary member at the end of the year during which they attain their eighteenth birthday. A junior member shall not be eligible for election as an officer of the club and shall be entitled to participate only in such Club activities as the Committee may from time to time determine. Provided, however, that one junior member may be elected to the committee as provided by Rule 33.
12. Every member not being a life member shall be liable to pay a subscription unless they have ceased to be a member by resignation or otherwise before the commencement of the year or January 1st.
13. So long as a member's subscription is unpaid after the 31st day of May or, in the case of a new member, after two months from the date of their election, no ordinary or junior member shall be entitled to attend any Club meeting, trip, tour, or function, or receive any Club publication or notice, or be entitled to any other privileges afforded a member under these Rules.
14. The election of any member shall be null and void if that member has not paid their entrance fee (if any) and annual subscription within two months from the date of their election.
15. Any member may resign their membership by giving to the Secretary notice in writing to that effect provided that at the date of such notice all subscriptions or other monies due by such member have been paid.
16. Every member whose subscription is 3 months in arrears shall after notice has been given to them by the Secretary, ipso facto cease to be a member of the club; but the Committee shall have the power at its discretion to reinstate such a member on payment of all arrears.
17. Members reinstated under the preceding rule, and members who shall have resigned from the club and may be desirous of re-entering, if re-elected, shall not be liable for the entrance fee.
18. The committee may by a majority of two thirds of its members present at a meeting expel from membership or suspend for any period or reprimand any member willfully infringing any of these rules or any by-laws made there under, or who is in the opinion of the Committee guilty of ungentlemanly or other conduct rendering them in the opinion of the Committee unfit to be a member of the Club, provided that before expelling that member, the Committee call upon them for an explanation of their conduct and shall hear what they may wish to urge in their defense. Any member expelled from membership shall automatically forfeit their entrance fee.
19. Bunk fees in respect of each member and of any person not being a member of the Club shall be charged for the use of the facilities of hut or other building erected by the Club. The bunk fees to be

charged each year shall be determined at Annual General Meetings. The Committee shall have the power to change the fees whenever they consider necessary.

20. Every person having ceased to be a member of the Club whether by resignation, expulsion or death or neglecting to pay the annual subscription or other moneys due, shall forfeit ipso facto all rights to, or claim upon the club or its property which they would have by reason of their membership.
21. A veteran member is any ordinary member who meets all of the following criteria:
 - a. is 65 years or older;
 - b. has minimum 10 years ordinary membership;
 - c. has met their work party obligations while being an ordinary member.

A veteran member shall:

- a. be entitled to all privileges of ordinary membership;
- b. pay 75% of the ordinary membership subscription;
- c. be released from further work party obligations;
- d. not be invoiced or required to pay any levy or additional contribution other than the annual subscription and lodge occupancy fees.

GENERAL MEETINGS

22. An Annual General Meeting for the election of the Officers for the year and to fill all vacancies in the number of the elective members of the Committee shall be held not later than May of each year.
23. A Special General Meeting may be called at the discretion of the Committee at any time, or shall be called by the Secretary within 14 days after the receipt of a requisition to that effect, signed by no fewer than 15 ordinary or life members of the Club, specifying the subject to be discussed at such meeting.
24. At least seven clear days notice of the place and time of a General Meeting and of the business to be transacted at such a meeting shall be emailed or posted to every member of the Club at the email or postal address which appears in the register of members.

Should two or more members have the same email or postal address in the club's register of members, one notice sent to that address shall be deemed to be sufficiently given and served on all members at that address. Members who prefer to receive AGM notices by post rather than by email may elect to do so by giving written notice to the Club Secretary. The Committee is to make every reasonable endeavour to ensure that it has the correct addresses of all members.
25. Financial Statements shall be prepared in accordance with accepted accounting and reporting practices appropriate for the Club, and a copy shall be posted with each notice calling the Annual General Meeting.
26. Except by resolution of the meeting passed by two-thirds majority of those present, no business shall be transacted at such meeting except that of which notice shall have been given as aforesaid. If any general business other than purely routine business of which notice shall have been given shall be transacted the resolution or resolutions shall not be effective until 14 days after the meeting. If within that period any five members not present at the meeting shall have forwarded to the Secretary an objection in writing to such resolution or resolutions, the Secretary shall call a further meeting at which such resolution or resolutions shall be confirmed or otherwise, and the resolution or resolutions objected to shall not be effective until such further meeting is held.
27. Fifteen members qualified to vote and personally present shall constitute a quorum, and every such member shall have one vote.
28. The Chair, whether at a General Meeting or at a meeting of the Committee, shall be taken by the President of the Club, or in their absence by a Vice-President. In the absence of the President or Vice-President the meeting shall elect a Chairman from members present.
29. Voting shall be by show of hands, but any member may demand a poll.
30. The Chairman shall have a deliberate and in the case of an equality of votes a casting vote.

ALTERATION OF RULES

31. These Rules shall not be altered, added to or rescinded except by a resolution passed at a General Meeting of the Club by a majority of two-thirds of the members present and entitled to vote, notice of the proposed alteration having been given in the Notice of the Meeting.

OFFICERS AND MANAGEMENT

32. The Officers of the Club shall be a President, a Vice-President, an Honorary Secretary, an Honorary Treasurer, a Club Captain and a Booking Officer.
33. The management of the Club shall be vested in a Committee consisting of the Officers of the Club and five members of the Club (of whom one shall be a Publicity Officer). One may be a Junior Member. Five shall constitute a quorum.
34. The Officers of the Club shall be elected at the Annual General Meeting and shall hold office until the next succeeding Annual General Meeting. They shall be eligible for re-election.
35. The elective members of the Committee shall be elected by the Annual General Meeting and shall hold office until the next succeeding Annual General Meeting. They shall be eligible for re-election.
36. (Subject to Rule 37) No person other than one already holding the position shall be elected as an Officer of the Club or elected member of the Committee, unless before the time fixed for the Annual General Meeting a notice nominating that member any office or as an elected member of the Committee shall be delivered to the Club Secretary, duly signed by a proposer and seconder, and with the member's consent endorsed.
37. If at the Annual General Meeting the number of candidates duly proposed for the committee does not exceed the number of vacancies the Chairman shall call for nominations from the floor before declaring the candidates elected; otherwise the election shall be by ballot. In the event of there being no person or insufficient number of persons to make the full number of Officers and elective members of Committee seeking election who have either given notice of their intention to seek reelection or been nominated as provided in Rule 36, then an additional person or sufficient additional persons shall be elected at the Annual General Meeting to make up the full number of Officers and elective members of Committee, notwithstanding that such additional person or persons may not have given notice or been nominated as aforesaid.

COMMITTEE MEETINGS

38. At least three days' clear notice shall be given of any Committee Meeting.
39. The Committee may delegate its powers and duties to such Sub-Committee as it may appoint, but shall be responsible to the Club for the acts and defaults of such Sub-Committee.
40. The Committee and any Sub-Committees may regulate their meetings and proceedings as they see fit, subject to Rule 39.

POWERS OF COMMITTEE

41. Should a casual vacancy for any reason occur in the Officers of the Club, the Committee shall have the power from time to time to fill such casual vacancy and any member so appointed shall hold office until the next Annual General Meeting when an election if necessary shall be held.
42. The Committee shall have power to acquire or dispose of land on behalf of and in the name of the Club and to erect buildings on any land so acquired.
43. The Committee shall have power to borrow such amounts and on such terms as it thinks fit and to give as security for the repayment of sums borrowed and interest thereon such security as the Committee deems expedient.
44. The Committee shall have power to cause the Club to become a member of any Club or Association having objects similar to those of the Club or to become affiliated to any such Club or Association, and shall have the power also to allow any other such Club or Association to become affiliated to the Club on such terms and conditions as it thinks fit.

BY-LAWS

45. The Committee shall have the power to make from time to time such by-laws not being inconsistent with these Rules as they may deem to be necessary for the well-being of the Club, and may vary or rescind such by-laws, and such by-laws shall be binding on every member until set aside at a General Meeting.

SECRETARY

46. The secretary shall keep and have the custody of (1) a Minute Book containing full and correct Minutes of all Meetings; (2) a Register showing the names, address and occupations of members and the dates at which they became members; (3) such books of account as the Committee may from time to time require the secretary to keep. The secretary shall keep all entries in such books properly up to date, and shall forward to the Registrar of Incorporated Societies such notices and returns (including the Annual Financial Statement) as the Registrar shall from time to time require.

BANK ACCOUNT

47. A Bank Account shall be kept at such Bank or Banks as the Committee may from time to time determine and shall be operated on by any two such members of the Committee as the Committee shall appoint.

CLUB FUNDS

48. All funds of the Club shall be paid into the Club Bank Account or Accounts, and any part thereof may, if the Committee so determine, be invested.

NOTICES

49. Every notice required to be given under these Rules shall, unless delivered personally, be deemed to have been received by the person to whom it was addressed within three days from the day it was posted to their last known address.

COMMON SEAL

50. The Committee shall obtain a Common Seal for the Club, and such Seal shall not be affixed to any instrument except in pursuance of a Resolution of the Committee of the Club and in the presence of two members of the Committee for the time being. The seal shall be in the custody of the Secretary of the Club.

INTERPRETATION

51. The decision of the Committee on the interpretation of the Rules or any matter or thing not contained in these Rules and which pertains to the Club, its property or interests shall be conclusive and binding on all members of the Club until revoked at a General Meeting.


WINDING UP

52. A majority of the members present at a meeting convened for the purpose may (provided that all the liabilities of the Club have been duly discharged) resolve that the Club be wound up as from a date to be named in such resolution, and notice of such resolution shall be sent to the Registrar. In the event of the club being wound up, surplus funds shall not be distributed to members, but shall be transferred to one or more charitable non-profit organisations approved by the members.
53. No member may receive club funds for private pecuniary gain. This shall not, however, prevent members receiving reasonable remuneration for services rendered to the club, or receiving reimbursement of expenses incurred on behalf of the Club.

Certified as a copy of the rules of the Arlberg Ski Club Incorporated as at 1 May 2014

Signed  Arlberg Ski Club Inc. member

Signed  Arlberg Ski Club Inc. member

Signed  Arlberg Ski Club Inc. member