

# CONSTITUTION

# AUCKLAND ICE HOCKEY ASSOCIATION INCORPORATED.

Revised (November 2003)



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## 1. NAME

- 1.1. The name of the Society is the **Auckland Ice Hockey Association Incorporated** hereinafter referred to as the "AIHA".
- 1.2. At the discretion of the elected Board of Directors, a sponsor's name may be shown as "sponsored by" for publicity and sponsor identity.

## 2. COLOURS

- 2.1. The official colours of the AIHA shall be Royal Blue and White.

## 3. OBJECTIVES

- 3.1. The Objectives of the AIHA are:
- 3.2. To initiate, conduct, foster, organize and promote the sport of ice hockey in the Auckland province.
- 3.3. To be a member of the New Zealand Ice Hockey Federation Incorporated, hereinafter referred to as the "NZIHF".
- 3.4. To make By Laws for the control of the sport and its administration and to require all members and honorary life members to recognise the AIHA as having the final right to determine, whether by way of appeal or otherwise, all disputes in relation to the sport, this Constitution and By Laws.
- 3.5. To initiate, organize and conduct programs designed to develop the individual skills of its players, coaches and officials.
- 3.6. To foster and encourage good sportsmanship.

## 4. CERTIFICATION OF INCORPORATION:

- 4.1. The Auckland Ice Hockey Association Incorporated was incorporated under the Incorporated Societies Act 1908 on 22<sup>nd</sup> day of March 1994 as number AK/347347.

## 5. MEMBERSHIP - The AIHA shall consist of:

- 5.1. **Junior Member** 18 years of age and under as at midnight 31 December of the year of registration
- 5.2. **Senior Member** 19 years of age or older as at midnight 31 December of the year of registration
- 5.3. **Associate Member** will be accorded to all people whose offer to serve the AIHA in any capacity for the year of registration has been accepted by the AIHA Board of Directors
- 5.4. **Honorary Life Member** - May be elected in recognition of some outstanding service rendered to the AIHA. Such election shall be at an Annual General Meeting at which the nominee must receive a 75% majority of eligible votes cast.
- 5.5. A member shall cease to be a member of the AIHA upon:
  - 5.5.1. Delivering a letter of resignation to the Secretary of the AIHA.
  - 5.5.2. Dissolution of the AIHA.
  - 5.5.3. Being expelled.

## 6. MEMBERSHIP, REGISTRATION AND PLAYING FEES

- 6.1. Honorary Life Members shall not be charged any membership fee.
- 6.2. Any fee charged by the NZIHF shall be charged to the member for payment by the due date as set by the NZIHF or the AIHA as their agent.
- 6.3. The AIHA shall additionally charge membership fees, to be set at the Annual Meeting, for the category of memberships as defined in 5.1, 5.2 & 5.3.
- 6.4. Playing fees shall be determined by the AIHA Board of Directors as required and shall include ice time costs, officiating allowances, fines and/or any levy as shall be deemed necessary for the benefit of the sport and shall be due as determined by the AIHA Board of Directors.
- 6.5. All NZIHF registration fees and AIHA membership fees are due on or before the date set at the Annual General Meeting each year for all members. Registrations after the due date are subject to a late payment fee.

## 7. VOTING

### 7.1. Annual General and Special General Meetings:

- 7.1.1. Junior Member One (1) parent or guardian of a junior member shall be entitled to exercise one vote. There shall be a maximum of one (1) junior vote per family.
  - 7.1.2. Senior Member shall be entitled to exercise one (1) vote.
  - 7.1.3. Associate Member shall be entitled to exercise one (1) vote.
  - 7.1.4. Life Member shall be entitled to exercise one (1) vote.
- 7.2. Committee Meeting - Each member of a duly appointed or elected committee shall be entitled to one (1) vote.
- 7.3. AIHA Board of Directors Meeting - Each member of the Board of Directors shall be entitled to one (1) vote.
- 7.4. Voting shall be by show of hands, or voice, or if requested by a majority of members, by secret ballot.
- 7.5. In cases of equality of votes cast, the chairperson shall have the casting vote.
- 7.6. In the event that any member is unable to attend a Annual or Special General Meeting, then a proxy vote may be given to the secretary of the AIHA prior to the commencement of the meeting.

## 8. ALTERATIONS TO THE CONSTITUTION

- 8.1. No change to the constitution shall be made to allow private pecuniary gain.
- 8.2. No change to the constitution shall be made to allow funds to be distributed amongst the members should the AIHA be wound up.
- 8.3. This Constitution shall not be altered, added to or rescinded, except with the consent of a seventy five percent (75%) majority of the members present and entitled to vote at an Annual Meeting or Special Meeting.
- 8.4. No motion to alter, add to, or rescind this Constitution shall be deemed in order unless the proposed alteration, addition or deletion shall have been furnished to the Secretary of the AIHA in writing no later than Twenty Eight (28) days prior to the Annual Meeting or Special Meeting at which it is to be considered.
- 8.5. Only one (1) amendment may be made from the floor to any proposed alteration, addition or deletion. The amendment must be proposed and seconded before the original proposal is put to the vote. With the consent of a simple majority of those present and entitled to vote, the amendment will become the motion. Without the consent of a simple majority of those present and entitled to vote, the amendment will be lost and the original proposal will become the motion.

## 9. ALTERATIONS TO THE BY LAWS

- 9.1. The By Laws shall not be altered, added to or rescinded except by a simple majority vote by those present and entitled to vote at an Annual General Meeting or Special General Meeting.
- 9.2. No motion to alter, add to, or rescind the By Laws shall be deemed to be in order unless the proposed alteration, addition or deletion shall have been furnished to the Secretary of the AIHA in writing no later than twenty-one (21) days prior to the Annual General or Special General Meeting at which it is to be considered. This motion may be voted on at that meeting and tabled only once. If the motion is deferred, it must be put and resolved finally at the next meeting.
- 9.3. Only one (1) amendment may be made from the floor to any proposed alteration, addition or deletion. The amendment must be proposed and seconded before the original proposal is put to the vote. With the consent of a simple majority of those present and entitled to vote, the amendment will become the motion. Without the consent of a simple majority of those present and entitled to vote, the amendment will be lost and the original proposal will become the motion.

## 10. MEETINGS

- 10.1. **Annual General Meeting:** The Annual General Meeting of the AIHA shall be held in the month of November for the purposes of:
  - 10.1.1. Receiving of reports of the seasons activities
  - 10.1.2. Receiving and adoption of the AIHA accounts
  - 10.1.3. Election of members of the Board of Directors.
  - 10.1.4. Appointment of an Auditor who shall be a qualified chartered accountant.
  - 10.1.5. Consideration of other business of which at least twenty eight (28) days notice has been given to the Secretary of the AIHA.

**10.2. Special General Meeting:**

- 10.2.1. A Special General Meeting may be called at any time by the President or at the written request of at least 30 members, stating the business to be transacted there at. The Secretary of the AIHA shall within seven (7) days of receipt of such a request notify the members that a special general meeting has been called, advising the reason and giving at least 14 days notice.
- 10.2.2. A Special General Meeting shall only consider the business listed in the notice convening that meeting. No other correspondence or general business will be discussed thereat.

**10.3. Annual & Special General Meetings shall be convened by;**

- 10.3.1. Publishing the notice on the AIHA website.
- 10.3.2. Placing the notice at each rink.
- 10.3.3. Emailing the notice to each member at the last address given by them to the Secretary of the AIHA and shall be deemed to have been duly delivered if sent to that address thereof specifying the time and place of the meeting and the business to be transacted thereat at least twenty-eight (28) days prior to the meeting.
- 10.3.4. The omission to give due notice to any member shall not, of itself, invalidate any meeting.

**10.4. Board of Directors Meeting:**

- 10.4.1. A Board of Directors Meeting shall be held as required but at least monthly during the season and shall consider all business relating to the sport under its Duties and Powers as listed in this Constitution.

**11. ELECTION OF OFFICERS**

At the Annual General Meeting, there shall be elected by those present and entitled to vote for the AIHA Board of Directors.

- 11.1. President (a two year term and a financial member for the previous season)
- 11.2. Vice President
- 11.3. League Directors (one for each League)
- 11.4. Director of Finance
- 11.5. Director of Ice Hockey
- 11.6. Director of Administration
- 11.7. Director of Marketing & Communication
- 11.8. Secretary

**12. AIHA NON EXECUTIVE OFFICERS.**

- 12.1. Non executive officers shall be appointed by the AIHA Board of Directors.
- 12.2. Positions will be determined by the AIHA Board of Directors and may include.
  - 12.2.1. Head Coach
  - 12.2.2. Chief Referee
  - 12.2.3. Registrar
  - 12.2.4. Statistician
  - 12.2.5. Scheduler
  - 12.2.6. Equipment manager
  - 12.2.7. Discipline Manager.
  - 12.2.8. Web master
  - 12.2.9. NZIHF Delegates.
  - 12.2.10. Funding Coordinator.
  - 12.2.11. Tournament manager.

**13. SUB COMMITTEES**

- 13.1. Committee members shall be appointed by the AIHA Board of Directors.
- 13.2. Each Sub Committee shall have a minimum of three (3) and a maximum of seven (7) members. The Chairperson shall be chosen from this number and be directly responsible to a director as designated by the AIHA Board of Directors.

#### 14. VACANCIES.

- 14.1. Any vacancy on the Board of Directors due to lack of nomination or resignation or expulsion shall not in any way prevent the remaining Board of Directors from carrying out the business of the AIHA provided a quorum is present at the meeting.
- 14.2. Should the Board of Directors through lack of nomination or resignation or expulsion fall below a quorum in total membership, then they shall immediately call a Special General Meeting, and elect sufficient numbers that a quorum can be maintained.
- 14.3. From the time the Board of Directors falls below quorum strength until the time of the required election, no decision on matters relating to the funds, By Laws or non-urgent matters will be made.
- 14.4. A vacancy on the Board of Directors due to lack of nomination or resignation or expulsion may be filled by an appointment of a replacement with the consent of a seventy-five (75) percent majority of the Board of Directors.

#### 15. QUORUM

The quorum for meetings shall be as follows:

- 15.1. At an Annual General Meeting, or Special General Meeting, twenty (20) eligible members.
- 15.2. At a Board of Directors Meeting, five (5) members shall be present where a full Board of Directors has been elected or appointed.
- 15.3. At Sub-Committee Meetings, the quorum shall be three (3) members.

#### 16. DUTIES OF THE BOARD OF DIRECTORS

##### 16.1. President:

- 16.1.1. Shall, when present, chair Annual General, Special General, and Board of Directors Meetings.
- 16.1.2. Shall perform all the duties usually pertaining to the Office of the President including the general management and supervision of the AIHA.
- 16.1.3. Shall be entitled to attend and speak at all meetings of Sub-Committees but be without voting rights.
- 16.1.4. Shall be a financial member of the AIHA.
- 16.1.5. Upon vacancy of the position, shall pass over all AIHA records to the incoming President within seven (7) days.

##### 16.2. Vice President:

- 16.2.1. Shall, in the absence of the President, assume all the powers and duties of the President.
- 16.2.2. Shall be responsible for;
  - 16.2.2.1.1. All matters of disciplinary.
  - 16.2.2.1.2. Appointing managers and coaches of representative teams.
  - 16.2.2.1.3. Report to all Board of Directors and Annual General Meetings on their areas of responsibility.
- 16.2.3. Shall be a financial member of the AIHA.
- 16.2.4. Upon vacancy of the position, shall pass over all AIHA records to the incoming Officer within seven (7) days.

##### 16.3. League Directors:

- 16.3.1. Leagues will be determined by the Board of Directors from time to time.
- 16.3.2. There will be a director of each league represented on the Board of Directors.
- 16.3.3. The director of the most senior league, shall, in the absence of the President and the Vice President, assume all the powers and duties of the President and the Vice President.
- 16.3.4. League Directors shall be responsible for promotion, recruitment and supervision of players & off ice officials in their league.
- 16.3.5. Report to all Board of Directors and Annual General Meetings on their areas of responsibility.
- 16.3.6. Shall be a financial member of the AIHA.
- 16.3.7. Upon vacancy of the position, shall pass over all AIHA records to the incoming Officer within seven (7) days.

**16.4. Secretary:**

- 16.4.1. Shall keep a record of all minutes for Annual General, Special General, and Board of Directors Meetings for reporting to the members.
- 16.4.2. Shall establish and maintain a register of those present and entitled to vote prior to the commencement of each Meeting at which the Secretary is responsible for the minutes.
- 16.4.3. Shall hold an up-to-date copy of the Register of all members as provided by the Director of Administration.
- 16.4.4. Shall send out all notices of meetings, minutes, conduct all correspondence and keep records of these documents.
- 16.4.5. Shall be charged with the supervision of nominations to any vacancy to any position on Board of Directors, Sub-Committee or non executive officer positions.
- 16.4.6. Shall perform all duties relating to the Office of Secretary as required by this Constitution or AIHA By Laws.
- 16.4.7. Shall be a financial member of the AIHA
- 16.4.8. Upon vacancy of the position, shall pass over all AIHA records to the incoming Officer within seven (7) days.

**16.5. Director of Finance:**

- 16.5.1. Shall keep books of accounts showing the true financial position of the AIHA.
- 16.5.2. Receive, receipt and deposit all monies or valuables in the name of the AIHA in such bank accounts as designated by the Board of Directors.
- 16.5.3. Issue invoices or statements of accounts to member for all sums due to the AIHA.
- 16.5.4. Make all payments or reimbursements by cheque for amounts due to creditors that are approved by the Board of Directors.
- 16.5.5. On 31 October of each year, close and balance the books of account of the AIHA for auditing and presentation at the Special General Meeting.
- 16.5.6. Preside of any Sub-Committee established for financial purposes.
- 16.5.7. Report to all Board of Directors and Annual General Meetings on their areas of responsibility.
- 16.5.8. Shall be a financial member of the AIHA
- 16.5.9. Upon vacancy of the position, shall pass over all AIHA records to the incoming Officer within seven (7) days.

**16.6. Director of Ice Hockey**

- 16.6.1. Shall be responsible for supervision and training of Coaches, Referees and Off-Ice Officials. Shall ensure that each of these areas has capable Officers and committees, who will report directly to this Office.
- 16.6.2. Shall be entitled to attend any meetings of Committees covered by their responsibilities.
- 16.6.3. Report to all Board of Directors and Annual General Meetings on his/her areas of responsibility.
- 16.6.4. Shall be a financial member of the AIHA
- 16.6.5. Upon vacancy of the position, shall pass over all AIHA records to the incoming Officer within seven (7) days.

**16.7. Director Of Administration**

- 16.7.1. Shall be responsible for the supervision of Registrations, Statistics and Scheduling and funding. The Director of Administration shall ensure that each of these areas has capable Officers and Committees who will report directly to them.
- 16.7.2. Shall be entitled to attend any meetings of Committees covered by their responsibilities.
- 16.7.3. Report to all Board of Directors and Annual General Meetings on their areas of responsibility.
- 16.7.4. Shall be a financial member of the AIHA
- 16.7.5. Upon vacancy of the position, shall pass over all AIHA records to the incoming Officer within seven (7) days.



**16.8. Director of Marketing & Communication**

- 16.8.1. Shall be responsible for seeking sponsorship, creating public awareness through the media, newsletters to members and maintaining the AIHA website.
- 16.8.2. Shall ensure that each of these areas has capable officers and or committees who will report directly to him/her.
- 16.8.3. Shall be a financial member of the AIHA
- 16.8.4. Report to all Board of Director and Annual General Meetings on their areas of responsibility.
- 16.8.5. Upon vacancy of the position, shall pass over all AIHA records to the incoming Officer within seven (7) days.

**17. CHARGES AND POWERS OF THE BOARD OF DIRECTORS**

The Directors of the AIHA shall:

- 17.1. Have full control and management of the affairs of the AIHA.
- 17.2. Enforce the Constitution and By Laws of the AIHA.
- 17.3. Appoint or delegate by resolution any of the powers of the Board of directors to any Committee or non executive officer.
- 17.4. Have full control over the funds and assets of the AIHA.
- 17.5. Persons may be reimbursed for expenditure incurred and paid reasonable remuneration for services rendered.
- 17.6. Be the final appeal authority in any dispute within the AIHA jurisdiction including any appeal against the decisions of the Disciplinary Committee. Any appeal against the findings of the Disciplinary Committee will only be considered upon receipt of the report from the Disciplinary Chairperson and upheld with the consent of sixty six percent (66%) of those present and entitled to vote.
- 17.7. Have the power to suspend or expel without limitation, any member or spectator from the rink for any event under the jurisdiction of the AIHA, or any member or spectator for gross misconduct during events under the jurisdiction of the AIHA.
- 17.8. Have the power to suspend or expel members of the AIHA when:
  - 17.8.1. He/she has disregarded the rules and regulations of the AIHA or the NZHIF.
  - 17.8.2. He/she is in financial debt to the AIHA or to the NZIHF and has been in debt for a period exceeding two (2) months.
  - 17.8.3. His/her actions are detrimental to the good name of the AIHA and/or the NZIHF.
  - 17.8.4. The person must be advised in writing of the charges to be heard and is advised of his/her right to be present during the hearing and to make a statement in defense, and, at the close of the hearing, the Board of directors, with the consent of a sixty six percent (66%) majority of those present and entitled to vote, may take whatever action is deemed appropriate.
  - 17.8.5. An application for reinstatement will be upheld with the consent of a sixty-six percent (66%) majority of those present and entitled to vote providing that no such application will be considered unless the suspended or expelled person has served five (5) years or fifty percent (50%) of the suspension period whichever is the lesser.

## **18. FINANCIAL**

- 18.1. All sums received on behalf of the AIHA shall be transmitted to the Director of Finance as soon as practicable, who will also as soon as practicable deposit into the AIHA bank accounts those amounts. All cash received is to be receipted.
- 18.2. All payments on behalf of the AIHA shall be made out of the AIHA Banking accounts and the Treasurer shall ensure that such bank accounts shall not be drawn on except by a cheque signed in such a manner as the Board of Directors may from time to time determine, although in all cases, a minimum of two (2) signatures will be required.
- 18.3. The Board of Directors may, with sixty-six percent (66%) of those present and entitled to vote:
  - 18.3.1. Raise or borrow money in such a manner and upon such security (if any) as the Board of Directors shall think fit and in particular upon the security of any mortgage or mortgages or charge or charges of all or part of AIHA property, assets and rights (both present and future) or by the issue of debentures, charges or not upon all or part of AIHA property, assets and rights (both present and future) and generally with such rights and upon such terms and conditions in all respects as the Board of Directors shall see fit and to purchase, redeem or pay off any such securities and reissue the same.
  - 18.3.2. Give guarantees, bonds and indemnities and to make, draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, drafts, debentures and all or any negotiable or transferable instruments.
  - 18.3.3. Settle any property both real and personal on any trust whether for charitable purposes or not, for the long term benefit of the sport.

## **19. COMMON SEAL**

- 19.1. The Common Seal of the AIHA shall be kept by the Secretary and shall not be affixed to any document except by resolution of the Board of Directors and in the presence of any two of the President, Vice President, Secretary or Director of Finance.

## **20. PUBLIC STATEMENTS**

- 20.1. No Member of the AIHA shall make any public statement regarding policy, or any other business directly connected with the running and administration of the AIHA without the prior consent of the Board of Directors.

## **21. WINDING UP**

- 21.1. The AIHA shall be wound up in accordance with clause 24 of the Incorporated Societies Act 1908, or relevant clause in subsequent legislation.
- 21.2. In the event of the winding up of the AIHA, the property and assets of the AIHA remaining after payment and discharge of all debts and liabilities of the AIHA and the expense of winding up, shall be transferred to another non profit organization as the AIHA may determine at a Special General Meeting.