

**THE RULES OF
NEW ZEALAND TRAILER BOAT FEDERATION
INCORPORATED**

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1. Name

The name of the Society is New Zealand Trailer Boat Federation Incorporated, hereafter called the Federation.

2. Objects of the Federation

The Objects for which the Federation is established are:

- [a] To promote, foster, advance and protect the interests of pleasure boat owners.
- [b] To develop and encourage a high standard of seamanship and boating safety.
- [c] To provide a medium of exchange of boating information, to stimulate greater interest in pleasure boating, to develop a fraternal spirit amongst pleasure boat owners and to foster and improve boating facilities including but not limited to ramp and marine radio communications within new Zealand.
- [d] To promote or oppose legislative Bills or other measures or By-Laws affecting the interests of members.
- [e] To seek redress of wrongs from which all or any of the members may from time to time suffer, or to make representations by way of deputations, or otherwise bring to the notice of the Government of New Zealand or of any other constituted authority, such matters as in the opinion of the society require attention or alteration.
- [f] To invest monies in authorised trustee investments and all affiliated Clubs as approved by the Dominion Executive Councillors (DEC).
- [g] To buy, sell, lease, hire, licence or otherwise deal with any real or personal property
- [h] To undertake work which may appear to the Society to be in accordance with its objects and to do such things as are incidental with or conducive to the attainment of the above objects
- [i] To co-ordinate the efforts of affiliated Clubs in line with these objects.

3. Membership

The following shall be members of the Federation:

- [a] Ordinary Members.
 - [i] Any affiliated boating Club with similar objects to the NZTBF.
 - [ii] Every member of an affiliated Club shall be, by virtue of their membership thereof, a member of the Federation [subject to Article 4] as provided in these rules or regulations made hereunder.
- [b] Life Member.

The Federation may award the distinction of Life Member for services rendered in connection with the Society. The distinction shall be conferred only by resolution at an Annual General Meeting (AGM) of the Federation provided that each affiliated Club is be given at least one month's advance written notice of the intention to move such a resolution. This type of membership shall carry with it, the right to attend all meetings of the Federation without however the right to exercise a vote.

4. Subscriptions

- [a] An annual subscription shall be paid to the Federation by every Affiliated Club on behalf of the members of that Club as at the 30th June each year.
- [b] The annual subscription shall be at the rate from time to time decided upon by the Federation at an AGM. Such subscription shall be payable annually in advance and shall become due and payable on the date set at the AGM.
- [c] Such subscription fees shall be paid to the Federation through the affiliated Club.
- [d] Subscription fees must be paid before a member may take part in any meetings of members.
- [e] Any member whose subscription is in arrears for three or more months following the due date in any year, shall have membership suspended until such arrears are paid, and if that member is an officer of the Federation or a representative of an affiliated Club then he/she shall be barred from taking part in the management of the Federation until such time as the arrears are paid.
- [f] If any member has been suspended because of their subscription arrears they shall not be reinstated as a member of the Federation until such time as they have paid the arrears for which they were suspended for non-payment, together with the prescribed subscriptions which are levied for the current financial year in which they make application for reinstatement.

5. Management

The management of the Federation shall be vested in the Dominion Executive Council and except for those matters expressly reserved to the Federation in General Meeting the Dominion Executive Council shall exercise all the powers of the Federation.

6. Dominion Executive Council

- [a] There shall be a Dominion Executive Council (DEC) of the Federation, which shall comprise the following persons elected annually by the AGM:
 - [i] The President, Senior Vice President, Junior Vice President, Secretary and Treasurer, Immediate Past President or at their request, any other past president.
 - [ii] Area Councillors being one of each of the following districts: Northland, North Harbour, South Harbour, Waikato, Rotorua/Bay of Plenty, Hawkes Bay, Taranaki, Nelson/Marlborough, South Taranaki to Cook Strait, Canterbury. The districts may be varied by amalgamation, addition or deletion by resolution at an AGM.
 - [iii] Industry Councillors, representing the following areas, New Zealand Recreational Fishing Council, Water Safety New Zealand, New Zealand Coastguard Education, Boating Industry Association, and any other organisation which will help the objectives of the Federation and approved by resolution at an AGM.
 - [iv] A DEC member may hold more than one position.
- [b] The President shall preside over the DEC or, in the absence of the President one of the Vice-Presidents shall be appointed by the DEC to preside over that meeting and in the absence of the Vice-Presidents, then one of the DEC members shall be elected Chair of the DEC and shall preside over that meeting during the absence of the President and Vice-Presidents.

- [c] The permanent headquarters of the DEC shall be at the address of the Secretary, but individual meetings may be held at such time and place, as the DEC shall from time to time determine.
- [d] A quorum for a meeting of the DEC shall be not less than 50% of those eligible to attend and vote.
- [e]
 - [i] Notwithstanding Article 6[e][ii] below, each member of the DEC present shall be entitled to one vote and the Chair shall have a casting vote.
 - [ii] The Secretary and Treasurer, or the Secretary/Treasurer where these officers are delegates of an affiliated member Club shall be entitled to vote.
 - [iii] Nothing in these rules will be construed to allow any delegate or member to have more than one vote at any meeting except in exercising registered proxies or in the case of the Chair exercising a casting vote
 - [iv] Any motion, which fails to obtain a majority of votes, shall be lost.
- [f] Voting shall be by voice or show of hands however any member may request and obtain a ballot.

7. Powers of the DEC

Without limiting in any way the general powers herein conferred by Article 5 the DEC shall exercise the following specific powers on behalf of the Federation:

- [a] To carry out the objects of the Society, provided that matters of policy shall be referred to the Federation in General Meeting for ratification.
- [b] To manage and control the finances of the Society, and invest in consultation with the Federation's honorary Solicitor, (or other approved legal advisor) notwithstanding this limitation on loaning Federation funds, it shall be competent for the DEC to make unsecured loans to affiliated Clubs for Club capital works provided that:
 - [i] The DEC resolution approving the loan is carried by a three quarter majority of those entitled to attend and vote.
 - [ii] The affiliated Club is an incorporated society and the published accounts of the Club show to the satisfaction of the DEC that the Club has the ability to meet interest and repayments.
 - [iii] The affiliated Club, if not an incorporated society, can provide guarantors who in the opinion of the DEC would be of sufficient substance to meet the interest and repayment should the Club be unable to do so.
- [c] To grant affiliation of Clubs in the manner hereinafter provided by Article 16.
- [d] To delegate such powers as it may deem advisable to its duly appointed representatives or committee or the governing body of an affiliated Club.
- [e] To appoint such sub-committees as it may deem advisable from time to time to assist in carrying out its duties.
- [f] To enlist by co-opting for any special purpose, the services of any person or persons, whether members of the Federation or not, to fill all or any vacancies [excluding that of President or Vice-Presidents] which may occur in its body or in any of the sub-committees.
- [g] To receive bequests, subscriptions and donations, for approved-specific or general purpose use connected with the objects of the Federation and manage the same.

- [h] To consider all remits for presentation to the AGM. All remits are to be in the hands of the DEC two months prior to the AGM and to be circulated to all affiliated Clubs one month prior to the AGM.
- [i] To make such regulations for putting into effect the rules of this constitution as they may deem desirable from time to time.
- [j] To borrow money from any Bank or other body or person whether by way of mortgage, secured or unsecured loan or by overdraft or in the form of debentures at such rate of interest and upon and subject to such terms and conditions generally as the Special General Meeting thinks fit.

8. Restriction of Powers

The following powers shall be restricted to the Federation in General Meetings:

- [a] The alteration to these rules.
- [b] The expulsion of any officer, member, affiliated Club or delegate provided by these rules.
- [c] The election of officers and honorary life members of the Federation.
- [d] To determine the annual subscription amount.
- [e] Such other powers as may be expressly reserved by these rules or by the AGM of the Federation from time to time.

9. General Meetings

- [a] An Annual General Meeting of the Federation shall be held between the 1st day of June and 30th day of August in each year at a time and place to be fixed by the Secretary and approved by the DEC. The Secretary shall give notice of the meeting, stating the time, place and business not less than one month before the time appointed for the meeting. Such notice shall be sent to each member of the DEC and to the Secretary of each affiliated Club.
- [b] The annual report shall be submitted by the DEC and the Treasurer shall submit the annual balance sheet, duly audited. Copies of the balance sheet and the annual report shall be sent with the notices of the meeting.
- [c] The order of business shall be as follows:
 - [i] Roll Call and Registration of Proxies
 - [ii] Minutes of previous Annual General Meeting
 - [iii] Annual report and balance sheet
 - [iv] Election of officers, area councillors, industry councillors, life members and the Auditor
 - [v] Remuneration of Secretary and Treasurer
 - [vi] Motions for which notice has been given
 - [vii] Annual Subscription charges
 - [viii] General business
- [d] The quorum for all general meetings shall consist of ten persons present and entitled to vote provided at least four different affiliated Clubs are personally represented.
- [e] Special General Meetings may be called at any time by the Secretary if directed by the DEC. The Secretary shall give notice of the meeting stating its time, place and business not less than 14 clear days before the time appointed. The date of the meeting shall be a time within one month of the date of the receipt of the notice or requisition by the Secretary. Only the specific business laid down in writing and lodged with the Secretary may be dealt with at the meeting.

- [f] At any General Meeting of the Federation any member of the Federation may be present but shall neither take part in the proceedings nor have any right to vote except as hereinafter provided.

10. Voting at General Meetings

- [a] The following persons, if present shall be entitled to vote and take part in proceedings at general meetings:
 - [i] Delegates being members of affiliated Clubs duly appointed by the Clubs to attend but being restricted in number to two delegates for each affiliated Club with membership of up to 200 and one additional delegate for each complete additional 100 members with a maximum of 5 delegates from any one affiliated Club.
 - [ii] Members of the DEC shall be considered to be a delegate from their affiliated Club [that is they are included in a Club's total quota].
 - [iii] The Secretary and Treasurer, or the Secretary/Treasurer where these officers are delegates of an affiliated member Club shall be entitled to vote.
- [b] Proxies shall be permitted at any General meeting but they must be officially registered with the Secretary prior to the commencement of the meeting and included in the Roll Call on the Agenda.
- [c] Voting shall be by voice or by show of hands but any delegate or member of the DEC may request and obtain a ballot.
- [d] Nothing in these rules will be construed to allow any delegate or member to have more than one vote at any meeting except in exercising registered proxies or in the case of the Chair exercising a casting vote.

11. Officers

- [a] The officers of the Federation shall be a President [who shall be Chair at all meetings which is attended by them], Senior Vice President, Junior Vice President, Secretary and Treasurer.
- [b] The President shall be a financial member of an affiliated Club but from the time of election shall cease to be a Club Delegate.
- [c] The President, not being a delegate of an affiliated Club shall be entitled to one vote [as the Presidential vote] together with the right, at any meeting at which the President is Chair, to a casting vote.
- [d] The Presidential voting rights set out in paragraph [c] of this rule shall be exercisable by the President at any meeting of the DEC and at any General Meeting.
- [e] A Club who has a delegate elected to the position of President will have the right to appoint a new delegate to maintain their voting ratio provided in 10 [a].
- [f] The positions of Secretary and Treasurer may be held by one person but in this case, the person holding such combined post shall have only one vote and then only if the officer is qualified to vote in accordance to Article 10[a][iii].
- [g] The officers shall be elected at an AGM of the Federation.

12. Duties of the President

- [a] The President shall preside over all meetings or, in the absence of the President one of the Vice-Presidents shall be appointed by the DEC to preside

over that meeting and in the absence of the Vice-Presidents, then one of the DEC members shall be elected Chair of the meeting and shall preside over that meeting during the absence of the President and Vice-Presidents.

- [b] The President shall generally superintend the business of the Federation.

13. Duties of the Secretary

The Secretary shall:

- [a] Attend all meetings of the Federation.
- [b] Keep full detailed and true and proper record of the affairs of the Federation and shall keep the minutes of all Federation meetings.
- [c] Conduct all general correspondence and keep copies of such correspondence.
- [d] Maintain a roll of all members of the Federation, their names and addresses.
- [e] Give notice of all meetings and send out to all members of the DEC within one month of any Federation meeting, copies of the Minutes thereof.
- [f] At the end of each AGM forward to the Registrar of Incorporated Societies the following documentation as applicable.
 - [i] Copy of Annual Balance Sheet and Statement of Income and Expenditure duly certified by the President or Chair.
 - [ii] Copy of any Rule changes passed at the AGM.
 - [iii] Any other information requested by the Registrar of Incorporated Societies.

14. Duties of the Treasurer

The Treasurer shall keep books and accounts of the Federation and pay all accounts approved by the Federation or DEC and render such financial statements as the Federation or DEC may require.

15. Duties of the Secretary/Treasurer

If there be elected a Secretary/Treasurer under Article 11[f] hereof then the duties of such Secretary/Treasurer shall be duties of the Secretary and the Treasurer as set forth in these rules.

16. Affiliated Associations

- [a] Any Boating Club or organisation wishing to become affiliated to the Federation shall apply in writing to the Federation.
- [b] Every application for affiliation shall be accompanied by the current application fee and state the following particulars:
 - [i] The names and addresses of all persons duly appointed to exercise control of the organisation or Club.
 - [ii] The number of members.
- [c] Upon approval of the application by the DEC the applicant shall thereupon become an affiliated Club and shall forthwith furnish such information relating to its activities and pay such amount in respect of the annual subscriptions.

17. Obligations of Affiliated Clubs

Every affiliated Club shall:

- [a] Provide the Secretary of the Federation within 28 days after the Annual General meeting of such affiliated Club:
 - [i] The names and address of its executive.
 - [ii] The total membership numbers of the Club as at 30th June each year
- [b]
 - [i] Notify the date of the Annual General Meeting.
 - [ii] Be the medium of communication between its members and the Federation.
 - [iii] Advise the Federation of the names of the Club's delegates appointed to the Federation.
 - [iv] Observe By-Laws of the Federation as agreed to at the AGM.

18. Resignations

- [a] Any member of the Federation may resign at any time by ceasing to be a member of an affiliated Club according to the rules of such affiliated Club. Where there are no relevant rules the member may do so by forwarding a letter of resignation to the Secretary of the Federation.
- [b] Any member who ceases for any reason to be a member of an affiliated Club shall thereupon cease to be a member of the Federation.

19. Dismissal Of Affiliated Clubs/Members

- [a] The Federation in a General Meeting may by resolution dismiss from the Federation any affiliated Club, which has ceased to function as an active Club.
- [b] Any affiliated Club which has ceased to be a member for any reason may re-apply for membership and the DEC shall, if it thinks fit, allow the application upon such terms as it thinks fit.
- [c] The Federation in a General meeting may by resolution dismiss from the Federation any Federation member or any individual member [and the members of an affiliated Club shall thereupon cease to be members of the Federation] in any of the following cases:
 - [i] For failure to pay any sums required to be paid to the Federation by way of subscriptions, interest or loan principle repayments.
 - [ii] For any persistent or flagrant breach of the rules of the Federation.
- [d] Provided however that these rules shall not be interpreted so as to deprive the DEC of the power to so dismiss any such member.

20. Finances

- [a] The funds of the Federation shall be devoted to the furtherance of the objectives set out in these rules.
- [b] All monies received shall be banked in the name of the Federation in the appropriate account in a Bank named by the DEC.
- [c] All payments shall be made by cheque duly signed and passed for payment by the DEC. All cheques shall be signed by any two of the President, Treasurer, or one member of the DEC duly appointed for that purpose.
- [d] An imprest Petty Cash account shall be allowed to the Secretary.
- [e] The DEC shall have the power to open special accounts.
- [f] The financial year of the Federation shall be from the 1st day of April to the 31st day of March the following year.
- [g] The honorary Auditor: The Auditor shall hold office for the year being eligible for re-election each year. The Auditor shall not be a member of the DEC.

[h] The honorarium of the Secretary and Treasurer shall be fixed as may be deemed fit at an AGM of the Federation.

21. Common Seal

There shall be a common seal of the Federation which shall be kept in the custody of the Secretary who shall affix it to such documents as the DEC shall from time to time by resolution direct, provided that such seal shall not be affixed except in the presence of two members of the DEC who shall sign such documents.

22. Rules and Decisions Binding

These rules and the decision of the DEC on any matter shall be binding on all Federation members. Providing that any decision does not contradict, contravene or over-rule a Club's existing constitution or by-laws.

23. Alteration to these Rules

These rules may be altered, added to, or rescinded only at a General Meeting by resolution carried by not less than two-thirds majority of the members present and entitled to vote including validated proxy votes, provided 28 days notice of such proposed alterations has been given in writing to all affiliated Clubs. Such resolution may not be amended or added to in any way and may only be voted on in the form notified to affiliated Clubs.

24. Validation

No action taken by the DEC or any committee or persons acting under the powers delegated to them by the Federation shall be deemed to be invalidated by reason only of an inadvertent irregularity provided that such action is ratified at the first meeting of the Federation or DEC subsequent to discovery.

25. Indemnity

The DEC and other officers and servants of the Federation shall be indemnified by the Federation [whether voluntary or paid] against all losses and expenses incurred in or about the discharge of their duties, except such as happen to be by their own wilful improper act or wilful neglect.

26. Dissolution

- [a] The Federation shall not be dissolved unless a motion to that effect has been passed by a majority of the members present and entitled to vote at any Special General meeting convened for that purpose and in accordance with the provisions of the Incorporated Societies Act 1908 and its amendments.
- [b] Upon dissolution, any surplus monies remaining after payment of all liabilities shall be paid over to such trustees, Club, institution or organisation for the benefit and advancement of any organisation with similar objects as the meeting by majority of votes shall decide.
- [c] No addition, or alteration to Rule 26 [a] above shall be formalised without IRD approval.

27. Inspection of the Rules

The rules and regulations of the Federation shall be open to inspection at the address of the Federation at all reasonable times, and a copy thereof shall be supplied on such terms and conditions as the DEC may from time to time direct.

28. Registered Office

- [a] The registered office of the Federation shall be determined from time to time by resolution at the AGM.
- [b] Notice of every change of situation of registered office shall be forwarded to the Registrar of Incorporated Societies.

Signed as accepted by Annual General Meeting of the New Zealand Trailer Boat Federation

held on 10th day of July 2004