Constitution
of the
Counties Manukau Hockey Association Incorporated

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The Constitution of

COUNTIES MANUKAU HOCKEY ASSOCIATION INCORPRATED

1. NAME

The name of the Association shall be Counties Manukau Hockey Association Incorporated

2. INTERPRETATION

a. "Affiliated Body" means any club or **other body** granted affiliation to the Association in accordance with the rules of the Association.

b. Board Member means those persons elected pursuant to paragraph 9(b) and those persons appointed pursuant to 9(c), 10(e) and 10(f) and includes the President.

c. "CMHA" or "Association" means the Counties Manukau Hockey Association Incorporated.

d. "The Board" means the Board of Management of CMHA established under paragraph ....herein.

e. "General Manager" means such a person appointed by the Board to manage the day to day operations of the Association and to perform the secretarial or management functions of the Association as directed by the Board.

f. "General Meeting" means the Annual General Meeting or a Special General Meeting convened in

g. "Act" means the Incorporated Societies Act 2022.

3. REGISTERED OFFICE

The registered office shall be at such a place that the Board from time-to-time shall decide.

4. COLOURS

The colours of the association shall be red, white and black

5. OBJECTS AND POWERS

The objects and powers of the Association are

a) To control, develop, encourage, foster and regulate all aspects of the game of hockey as an amateur sport throughout the Association's jurisdiction for all persons and to contribute to the advancement of the game throughout New Zealand.

b) To provide and manage playing and other facilities for hockey.

c) To raise, borrow, invest and manage the monies and assets of the Association as best determined by the Board

d) To employ and dismiss such professional or other services as may be advantageous or necessary for the carry out or execution of any of the objects of the Association.

e) To purchase, lease, hire or otherwise acquire and hold, real and personal property, rights and privileges which the Association may think necessary or convenient to the attainment of these objects.

f) To always administer and implement the affairs of the Association in improvement of the objects listed above.

g) For the improvement of such objects the Association shall have all the powers of a natural person.

6. MEMBERSHIP

6.1 The membership of the Association shall consist of the Board Members, each Affiliated Body and Life Members.

6.2 Any Board Member, any Affiliated Body or any life member can cease to be a member of the

Association by resignation in writing delivered to the General Manager of the Association.

6.3 Termination of Membership

(a) The Board may remove an Affiliated Body or Life Member from membership if it believes the Member has:

(i) breached the Constitution, bylaws, standing orders, or any Code of Conduct of the Association; or
(ii) acted in a manner that is materially prejudicial to the interests or reputation of the Association.

(b) Before making any decision under 6.3(a), the Board must:

(i) provide the Member with written notice of the proposed removal and the reasons for it;
(ii) give the Member a reasonable opportunity to respond, including the right to be heard and to be supported or represented; and
(iii) consider the Member's response in good faith.

(c) The decision of the Board must be notified to the Member in writing, with reasons.

(d) A Member removed under this clause may appeal the decision to the Board in accordance with clause 21(f).

7. LIFE MEMBERSHIP

Any past or present member of the Association or any past or present member of any Affiliated Body may be elected a life member of the Association. Life membership shall be rewarded only for long and outstanding service to the Association or to the game of hockey and not for any monetary consideration. A nominee must be put forward by an Affiliated Body, and be elected at a General Meeting of the Association by a minimum of 75% of the votes cast. Life members shall be entitled to all the privileges of membership of the Association, but shall not be liable to pay an annual subscription nor be entitled to vote. The Association shall provide each life member with a badge.

8. AFFILIATIONS

a) The Association shall be affiliated to Hockey New Zealand and shall adopt the rules of Hockey as approved from time-to-time by that body.

b) Each Affiliated Body shall pay an annual affiliation fee to the Association of an amount and at such a date as determined by the Board.

c) Any new body desiring affiliation to the Association must apply in writing to the Board. Such body shall submit to the Board the name of its secretary, a copy of its rules, the number of members and its proposed colours, if applicable. The exclusive right to play in such colours shall be decided by priority of registration and the absence of similarity of other Body's colours. Once registered, no alteration to the uniform shall be made without prior approval of the Board. Every affiliated Body shall abide by the rules of Hockey as approved by Hockey New Zealand.

d) No affiliated Body shall be allowed to play any team under the Association's control in a competition which is not run by the Association unless prior written approval is obtained by the Board.

e) No affiliated Body shall be permitted to take gate money for any CMHA administered activity it is involved in without the prior written approval of the Board.

f) Every Affiliated Body shall be provided upon request with a copy of the constitution, standing orders and the Bylaws of the Association. The Association may comply with any such request by providing an electronic copy of such documentation.

g) Each Affiliated Body and all financial members of each Affiliated Body shall be deemed to know all the contents of the constitution, standing orders and the bylaws of the Association and shall be bound by it and accept and enforce the Association's decisions.

9. BOARD

(a) The Board of the Association shall consist of-

(I) The President

(ii) Up to six Board Members

(b) The President and four Board members shall be elected at a General Meeting.

(c) The Board, by unanimous decision, may appoint up to two additional Board Members to address identified skills gaps or provide independent expertise on such terms and conditions at the discretion of the Board. Appointed (co-opted) Board Members do not hold voting rights. They may participate fully in Board discussions; however, all decisions are made solely by the elected Board Members.

(d) Board members shall be persons who have the management skills, experience and professional judgement necessary for the prudent governance of the association's affairs and the achievement of its objectives.

(e) Candidates for the President and those Board members for election shall be nominated in writing by any affiliated Body, which nominations shall be received by the General Manager not later than 14 days prior to the General Meeting.

(f) In the event of insufficient or no nominations being received for any such position then nominations may be called for at the General Meeting. If no such nominations are made then that failure shall not annul the election but any such variances can be filled by appointment by the Board under paragraph 10(e) or 10(f).

10. **Term of Office of President and elected Board Members.**

(a) The President and the elected Board Members shall hold office for a term of three years until the close of the second AGM after the date of their election and, subject to the provisions of this rule, shall be eligible for re-election on the expiry of that date.

(b) The President and other elected Board Members shall be entitled to serve for a continuous term of not more than six consecutive years and shall then stand down before seeking re-election.

(c) Notwithstanding the provisions of paragraph 12(a) herein, at the first Annual General Meeting following the adoption of this constitution the two highest polling candidates for the position of Board Member shall be elected for a term of three years and the next two highest polling candidates shall be elected for a term of two years.

<u>Vacancy</u>

(d) The position of President or any Board Member becomes vacant if the President or that Board Member –

I Resigns in writing; or

II Becomes bankrupt; or

III Is convicted of any offence punishable by imprisonment for a term of two years or more; or

IV Is convicted of any offence punishable by imprisonment for a term of less than two years and is sentenced to imprisonment for an offence; or

V Becomes the subject of a reception order within the meaning of the Mental Health (Compulsory Assessment and Treatment) Act 1992

VI Resigns his or her office by notice in writing to the Association; or

VII Is absent from three consecutive meetings of the Board; or

VIII Is dismissed as a result of not acting in the best interests of the Board as per the protocol for Board Member; or

IX Dies; or

X Is a person becomes disqualified from holding office as President or a Board member pursuant to section 47(3) of the Act.

XI Removed by 75% of the votes cast at a General Meeting of the Association called for that purpose

(e) If the position of President becomes vacant pursuant to this rule, then the Board may appoint an eligible person to fill that vacancy and the person so appointed shall serve the remainder of the term which the retiring member was elected.

11. DUTIES OF PRESIDENT

The President shall:

(a) Act as a Chairperson at all Annual General Meetings of the Association and shall Chair all meetings of the Board; and

(b) Provide leadership to the Board and ensure the Board fulfils its governance responsibilities while carrying out the functions and. responsibilities normally associated with the office of President.

12. POWERS AND DUTIES OF THE BOARD

Officer Duties:

All Board Members are officers of the Association for the purposes of the Incorporated Societies Act 2022 and must comply with the duties set out in ss45–51 of the Act, including acting in good faith and in the best interests of the Association, exercising reasonable care and diligence, and avoiding improper use of position.

(a) Govern and manage through the General Manager the affairs of the Association in accordance with the aims, objectives, and rules and for this purpose the Board will have all the powers of a natural person; and

(b) Establish policies of the Association for implementation by the General Manager; and

(c) Delegate management responsibilities and duties to the General Manager, including management and control of finances of the Association, on such terms and conditions as the Board deems necessary; and employ, supervise, suspend or remove a General Manager and determine the salary for the position; and

(d) Delegate to the General Manager the power to employ, supervise, suspend and remove other paid staff on such terms as the Board decides; and

(e) Admit bodies to the Association for Affiliation.

(f) Suspend, expel or discipline any Affiliated Body or any member of such Affiliated Body or of the Association; and

(g) Constitute a Court of Appeal; and

(h) Along with the powers and authorities expressed by the Constitution, the Board shall exercise all such powers and do all such acts and things as may be exercised and done by the Association, except those things that must be exercised or done by the Association only in a General Meeting.

(i) At the commencement of each Board Meeting, Board Members shall declare to the Chairman any conflict of interest they may have in relation to any matter on the agenda and such conflict shall be entered in the register of conflicts. If such conflict arises during a meeting, then such conflict shall be declared without delay to the Chairman and entered in the register of conflicts.

13. POWERS AND DUTIES OF THE GENERAL MANAGER

(a) The General Manager shall be responsible to the Board.
(b) The General Manager shall keep a written register of members containing the details required in s79 of the Act.
(c) The General Manager shall be the contact person for the purposes of s113 of the Act.
(d) The General Manager shall maintain a written register of conflicts under s73(1) of the Act.
(e) The powers and duties of the General Manager shall be determined by the Board from time to time.

14. CASES OF EMERGENCY

Matters requiring urgent attention shall be decided by an Emergency Committee comprising of the President and two other elected Board Members. Any decisions made shall be ratified by the Board at its next meeting.

15. FINANCE

(a) The Financial year of the Association shall end on the **31st December** in each year.

(b) All monies received by the Association shall be paid to the credit bank account opened in the name of the Association at a registered bank chosen by the Board. All accounts shall be paid after being passed for payment by the General Manager or, if there is a vacancy in the office of General Manager, by the President. Any two authorised signatories may operate the Association's bank accounts. Authorised signatories shall include the General Manager, the President and any other persons approved by the Board.

(c) The Board, through the General Manager, shall ensure proper books of account of the Association be kept. Any surplus funds of the Association may be placed on interest bearing deposit in the name of the Association and with any registered bank or like institution as decided by the Board.

(d) The Board shall set any fees and shall have the power to charge each affiliated Body an annual sum towards the funds of the Association as it sees fit; and towards payment of any levies imposed upon the Association by Hockey New Zealand in accordance with the rules of that Body.

(e) Fees and levies shall be payable by the dates as decided by the Board and advised to members.

(f) The Association may borrow money only in accordance with a resolution of the Board if the amount to be borrowed is $100,000.00 or less or otherwise in accordance with a resolution of the Association at General Meeting.

(g) The Association shall reimburse any authorised expenditure incurred and shall permit reasonable remuneration for services rendered but shall prohibit private pecuniary gain while operating.

16. MEETINGS

Board Meetings

(a) The Board shall meet at least 10 times annually. The quorum shall be a majority of Board members.

(aa) Any Board meeting may be held in person or conducted by audio-visual means to be determined by the General Manager in each case.

(ab) Any resolution required at a Board meeting can instead be passed by written resolution communicated electronically to the General Manager. The resolution will be deemed passed on the date that the final vote is received by the General Manager. Any member casting a vote shall count to establish a quorum for that resolution.

Annual General Meeting

The Annual General Meeting of the Association shall be held during the **month of March** each year on a date, and at time and venue to be determined by the Board.

(b) The business of the Annual General Meeting shall include -

(i) Confirmation of the minutes of the last AGM

(ii) Presentation of the Annual Report on the affairs of the Association; and

(iii) Presentation of the Financial Statements of the Association for the year ended 31st December

(iv) Election of Board Members.

(v) Confirmation of the General Manager as the Secretary of the Association for the purpose of the Liquor License Regulations

(vi) Any amendments to the Constitution

(vii) Consideration of motions, those which have been lodged in accordance with the Constitution.

(viii) Items of General Business duly notified in accordance with paragraph 16(e).

(ix) The disclosure of any conflicts under s63 and entered in to the register of conflicts during the year.

(x) Any General Meeting of the Association may be held in person or conducted by audio-visual means to be determined by the General Manager in each case.

(xi) Any resolution required at a General Meeting can instead be passed by resolution in writing by any electronic means communicated to the General Manager, in which case the date of the resolution will be the date that the last communication is received by the General Manager. Any member casting a vote shall count to establish a quorum.

(c) Written notice of the date, time and venue of the Annual General Meeting shall be sent to the last known physical or email address of each Affiliated Body and to all Life Members and the President and shall be posted on the Association website at least 21 days before the date of the Annual General Meeting.

(d) Notice of motion (remits) and any items of General Business and nominations for the election of Board Members (paragraph 9(e)) must be received by the General Manager at least 14 days before the date of the Annual General Meeting.

(e) The Agenda shall set out all the business to be conducted, including all remits, and a copy of the Annual Report and Financial Statements to be submitted to the meeting, and shall be sent to the last known physical or email address of each Affiliated Body and to all Life Members and the President and shall be posted on the Association website no later than seven days before the date of the Meeting.

(f) The quorum at the Annual General Meeting shall consist of representatives of 75% of the total number of eligible votes able to be cast at the meeting.

(g) The accidental omission to give notice of meeting to, or the non-receipt of a notice of any affiliated body or member entitled to receive notice, shall not invalidate the proceedings of any General Meeting.

Special General Meetings

(h) The Board may, at any time, call a Special General Meeting.

(i) At the written request of two Affiliated Bodies, the General Manager shall call a Special General Meeting of the Association.

(j) The preceding provisions for convening and holding an Annual General Meeting shall apply to Special General Meetings except that –

  (i) The various time periods and limits provided shall be shortened, but not dispensed with, as the Board think necessary in order that the business be best and most fairly dealt with, but with consideration for any special need for urgency.

  (ii) The only business able to be considered at the Special General Meeting shall be that for which the meeting was requested as notified to Members in the notice of meeting prior to the meeting.

Right of Attendance at Meetings

(k) Board meetings are closed to all Members of the Association, except where the Board extends an invitation to attend for a specific purpose or agenda item. The Board may withdraw such an invitation or exclude non-members from any part of a meeting at its discretion.

17. VOTING

Board Meetings

(a) Each Board Member shall be entitled to one vote. The President shall have a deliberative as well as casting vote.

(b) At all meetings of the Board the vote of the majority shall rule.

(c) Voting on any question shall be by ballot if desired by any member present and entitled to vote.

General Meetings

(d) The President shall have a deliberative as well as casting vote.

(e) Each Affiliated Body and the Umpires Association shall be entitled to appoint voting delegates to each General Meeting as follows –

  (i) Each Affiliated Body with one playing team shall be entitled to 2 voting delegates plus a further voting delegate for each additional team up to a maximum of five voting delegates.

  (ii) Any other Association division(s) is entitled to one voting delegate.

  (iii) One voting delegate may exercise the total number of votes to which his or her Affiliated Body or Division(s) is entitled to exercise. The General Manager must be notified of the names of the voting delegates prior to the commencement of the General Meeting, such notification to be in writing signed by the Secretary of the Affiliated Body.

(f) If any irregularity due to innocent oversight, error or omission shall occur in the convening or holding of any meeting of the Association, or in any election or other proceeding at or ancillary to any such meeting the following provisions shall apply –

(g) If the irregularity is not brought to the attention of the Chairperson during the meeting then the meeting shall have the same force and validity as if the irregularity had not occurred.

(h) If the irregularity is brought to the attention of the Chairperson during the meeting then the meeting shall decide upon the effect of the irregularity and the suitable cause of action in respect of it. Any such decision shall be valid, binding and final.

18. ALTERATION OF CONSTITUTION

(a) The Constitution of the Association may not be altered, added to or rescinded except by a vote of 75% of the total number of eligible votes cast at a General Meeting.

(b) No General Meeting shall consider any motion to alter or to rescind these rules unless written notice of the motion from an Affiliated Body has been given to the General Manager at least 14 days before the date of the meeting, and that motion has been included in the agenda of business to be conducted at the meeting, posted by the General Manager of the Association in accordance with paragraph 16(d) or 16(k).

(c) No amendment to the Constitution can alter the dissolution clause or clause 15(g) relating to the prohibition of pecuniary gain or can result in any infringement of the rules of Hockey New Zealand.

19. STANDING ORDERS, BYLAWS AND DECISIONS BINDING

(a) The Association shall comply with all rules lawfully made by or on behalf of Hockey New Zealand.

(b) All standing orders or Bylaws of the Association, decisions of the Board or General Manager or any resolution passed at any General Meeting shall be binding on all Affiliated Bodies and Members.

20. INDEMNITY

All Board Members and employees and servants of the Association shall be indemnified by the Association against all losses and expenses incurred in or about the discharge of their duties, except such as happens to be by their own wilful act, neglect or default. No such Board Member, employee or servant shall be responsible for any act, neglect or default of any other Board Member, employee or servant or for loss caused by the insufficiency of value of, or title to, any property or security required or taken on behalf of the Association, or by bankruptcy or any tortuous act of any other person, or by anything done in execution of his or her duties or his or her office or in relation thereto, or otherwise than his or her own wilful act, neglect or default.

21. DISCIPLINE

(a) Where an Affiliated Body or Member of an Affiliated Body engages in misconduct or breaches the Constitution, the Association's standing orders or Bylaws, the rules of Hockey NZ or any Code of Conduct approved by the Board, the Judicial Committee may consider the matter and, if appropriate, take disciplinary action.

(b) The Judicial Committee shall comprise of not fewer than three persons that the Board appoints from time to time.

(c) Before any disciplinary decision is made, the Judicial Committee must:

1. Provide written notice of the allegations to the Affiliated Body or Member concerned;
2. Provide sufficient detail of the alleged conduct to allow a meaningful response;
3. Give the Affiliated Body or Member a reasonable opportunity to respond in writing and/or in person;
4. Allow the Affiliated Body or Member to be supported or represented by a person of their choice; and
5. Consider all relevant information (including any response) before making any decision.

(d) Following the process in 21(c), the Judicial Committee may impose one or more of the following sanctions:

(i) Written warning;

(ii) Imposition of conditions on participation;

(iii) Fines or reimbursement of costs arising from the misconduct;

(iv) Deduction of competition points or other competitive sanctions;

(v) Removal of eligibility for representative selection;

(vi) Suspension from competitions, events or activities for a specified period of time

(vii) Suspension or cancellation of affiliation;

(viii) Any other sanction the Judicial Committee considers reasonable and appropriate in the circumstances.

(e) Any decision of the Judicial Committee must be delivered **in writing**, with reasons, to the affected Affiliated Body or Member and copied to the Board.

(f) Any Affiliated Body or member may appeal a decision of the Judicial Committee where no other right of appeal is provided under any order, bylaw or Code of Conduct of the Association. An appeal must be lodged in writing to the General Manager within 48 hours of the decision and must be accompanied by a fee of $120.00. The appeal will be determined by the Board.

(g) The Board must ensure that any appeal is conducted in accordance with the principles of natural justice.

21A. DISPUTE RESOLUTION

The Association adopts the provisions of clauses 2 to 8 of Schedule 2 of the Act as the Association's dispute resolution procedure. Any complaint or dispute must be submitted in writing to the General Manager, who will acknowledge receipt and refer the matter to the Board to manage the process in accordance with Schedule 2. The Association will use reasonable efforts to ensure the steps in the dispute resolution process are carried out promptly and, where practicable, completed within 30 days.

22. COMMON SEAL

(a) The Association shall have a common seal which shall be held by the General Manager. The common seal shall be affixed to a document only in accordance with a resolution of the Board and in the presence of any two of the President or Board Members.

(b) The General Manager shall maintain a register recording any details of each occasion on which the common seal has been affixed to a document.

23. DISSOLUTION

The affairs of the Association may be wound up on a resolution of 75% of the total number of eligible votes recorded at a Special General Meeting called for that purpose provided that a second Special General Meeting is held at least 30 days after the first meeting to pass a resolution by simple majority confirming the earlier decision to wind up the Association. Upon winding up, the Association or facilities shall revert to the Local Authority for continued use by the community. All surplus assets remaining after payment of all costs, debts, and all liabilities shall be paid to Hockey New Zealand to be held in trust pending the reforming of the Association . After a period of 10years, Hockey New Zealand may use the funds at its discretion.

The undersigned three members of the Counties Manukau Hockey Association Incorporated confirm that these are the rules of the Counties Manukau Hockey Association Incorporated approved at a Special General Meeting of the Association held on February 12th, 2026

CONSTITUTION

Name: Peter Van Breugel　　Position: Chairperson

Signed:　　Dated:12/2/2026

Name: Dave Potter　　Position: Board Member

Signed:　　Dated: 2/3/2026

Name: Terinderjit Singh　　Position: Board Member

Signed:　　Dated:

Name: Vanessa Rhind　　Position: Board Member

Signed:　　Dated: 3-3-26