

Auckland University Rock and Alpine Club Constitution

As adopted on 13th September 2021

1. Name

- 1.1. The name of the Club is the “Auckland University Rock and Alpine Club”.

2. Interpretation

- 2.1. In these Rules unless inconsistent with the context:
 - 2.1.1. “Academic Year” means “the duration of academic year defined by The University of Auckland”.
 - 2.1.2. “AGM” means “Annual General Meeting”.
 - 2.1.3. “AURAC” and/or "the Club" means “Auckland University Rock and Alpine Club”.
 - 2.1.4. “Member” means “a member of the Auckland University Rock and Alpine Club”.
 - 2.1.5. “Notice” means “a written and/or in electronic-mail format”.
 - 2.1.6. “Office” means “the position of any member of the Committee”. 2.1.7. “Rule” means “the rules of the Club as herein contained or subsequently lawfully amended”.
 - 2.1.8. “SGM” means “Special General Meeting”.
 - 2.1.9. “Student” includes only the current University of Auckland; under-graduate, post-graduate and international student.
- 2.2. In these Rules unless inconsistent with the context words importing the singular or the plural shall include the plural and singular respectively.

3. Objectives

- 3.1. To foster and further the rock and alpine climbing community at The University of Auckland.
- 3.2. To promote and maintain high standards of safety and wellness.
- 3.3. To promote and maintain an active interest in the development, and conservation of rock and alpine climbing regions with environmental, indigenous, social, and political awareness.
- 3.4. To assist access to climbing sports for The University of Auckland Students and others by providing equipment and knowledge such that climbers can enjoy the sports safely, and in a socially and environmentally responsible manner.

4. Affiliation

- 4.1. The Club shall be affiliated with Campus Life at The University of Auckland or other such future organisation which performs the same functions as Campus Life.
 - 4.1.1. The Club shall endeavour to meet any conditions required by Campus Life

in order to maintain its affiliation.

- 4.2. The Club has the power to affiliate with any club, association, and society having objectives similar to those of AURAC on such terms and conditions at a General Meeting resolution.

5. Membership

- 5.1. Club membership is granted to anyone who has paid the prescribed membership fee for the respective membership class, and who meets the other membership requirements prescribed by the Committee.
- 5.2. Membership fees are set by General Meeting.
- 5.3. The Club shall actively attempt to maintain at least seventy percent (70%) of members to be current students at The University of Auckland.
- 5.4. Categories of Membership:
 - 5.4.1. Student Member
 - 5.4.1.1. Must be a current University of Auckland student.
 - 5.4.1.2. Will pay a membership fee.
 - 5.4.2. General Member
 - 5.4.2.1. Have the same rights as Student Members.
 - 5.4.2.2. Will pay a higher membership fee than Student Members.
 - 5.4.3. Committee Member
 - 5.4.3.1. Must be elected at a General Meeting.
 - 5.4.3.2. Will pay a lower membership fee than Student Members, or no fee, as determined by General Meeting resolutions.
 - 5.4.4. Temporary Member
 - 5.4.4.1. Will have no speaking nor voting rights at any meeting.
 - 5.4.4.2. Will pay no membership fee.
 - 5.4.4.3. The committee may grant any person a temporary membership.
 - 5.4.4.4. Duration of membership will not exceed ninety (90) days and no subsequent temporary membership will be granted.
 - 5.4.5. Life Member
 - 5.4.5.1. Have the same rights as Student Members.
 - 5.4.5.2. Shall pay no membership fee.
 - 5.4.5.3. At a General Meeting the Club may elect any person to Life Membership for significant and prolonged contributions to the Club.
- 5.5. All members shall promote the objectives of the Club and avoid any action that could bring the Club into disrepute.
- 5.6. The Secretary and/or an elected Officer shall keep a register of information about all members.
- 5.7. Duration of membership will not exceed one (1) year.

6. Cessation of Membership

- 6.1. Any member may resign by giving a written notice to the Secretary and/or an elected Officer.
- 6.2. Any person who has not renewed their membership in the manner outlined in the

Membership Section will cease to be a member in the second week of the first semester of The University of Auckland academic year, and they will be deemed as non-financial. Non-financial members will not receive any benefits of membership except at the discretion of the Committee.

6.3. Cessation of Membership does not discharge the individual from any legal or equitable liability or duty owed to the Club.

6.4. Upon cessation of membership any non-essential information about them shall be destroyed within one (1) year.

7. Expulsion

7.1. The Committee has the power to expel any member from the Club for continual infringements of any Club regulations and/or this Constitution, or who in the opinion of the Committee is acting inappropriately.

7.1.1. There must be an investigation conducted by five (5) impartial Committee members as far as reasonably practical to determine whether expulsion is necessary.

7.1.2. If a resolution is passed to expel, the five (5) Committee members must give a notice of expulsion and give at least fourteen (14) days to the member whom it intends to expel a right of appeal to the Committee and a right to request The University of Auckland Proctor as a mediator for the appeals process.

7.1.3. If membership is revoked, the Committee may prevent the individual from joining the Club for up to three (3) years.

8. Officers

8.1. The Officers of the Club shall be collectively known as the Committee, and shall consist of:

8.1.1. President

8.1.1.1. The President shall be an alumni or a current student at The University of Auckland. A General Meeting resolution may waive the requirement for the upcoming term.

8.1.2. Secretary

8.1.3. Treasurer

8.1.4. Advisory

8.1.4.1. The Advisory Officer must have been a committee member who have held office for at least two full terms.

8.1.5. A number of other Officers as decided by the Committee prior to the General Meeting, subject to the approval of the Club will also be elected. 8.2. The President, Secretary, and Treasurer must have been a Financial Member for at least ninety (90) days.

9. Committee

9.1. All Committee members must be a financial member of the Club.

9.2. The control of the Club shall be vested in the Committee.

9.3. The Committee shall consist of a minimum of ten (10) members. 9.4. The

Committee may appoint any Committee Member to have any two offices to be filled by a single person, apart from the following exceptions at any given time:

- 9.4.1. The President may not hold another Office.
- 9.4.2. Secretary and Treasurer may not be the same person.
- 9.5. The Committee shall be elected at the Annual General Meeting.
- 9.6. All elected Committee Members shall take office on the conclusion of a succeeding Handover Event and their duration of term will not exceed one (1) calendar year.
- 9.7. The President shall to their best of ability; act as a signatory, Chair General and Committee meetings, and assure any functions are conducted on reasonable and objective grounds.
- 9.8. The Secretary shall keep a true record of the proceedings of the Committee and of all General Meetings of the Club.
- 9.9. The Treasurer shall keep a true record and account of all the receipts and payments of the Club.
- 9.10. Persons cease to be Committee Members when:
 - 9.10.1. Their term expires.
 - 9.10.2. They fail to attend at least three (3) Committee Meetings consecutively within ninety (90) days without any prior notice to the Committee.
 - 9.10.3. They resign by giving written notice to the President or the Committee.
 - 9.10.4. They are removed by eighty percent (80%) majority vote at a Committee Meeting provided that fourteen (14) days' notice has been given.
- 9.11. If a person ceases to be a Committee Member, that person must within twenty eight (28) days surrender to the Committee all Club documents and property in their possession.

10. Powers of the Committee

- 10.1. The Committee has full and complete power over and control of all business and activities related to the objectives of the Club except where control is vested in General Meetings as outlined in this Constitution. These powers include, but are not limited to:
 - 10.1.1. To make regulations governing the activities of the Club, and its members when engaged in such activities, subject to this Constitution.
 - 10.1.2. To purchase, lease, hire or otherwise acquire any real or personal property on behalf of the Club.
 - 10.1.3. To sell, let out, or hire and/or otherwise dispose of or deal with any of the property or assets of the Club.
 - 10.1.4. To open and operate bank accounts on behalf of the Club, with the exception that the Committee shall not obtain or operate an overdraft or credit facility.
 - 10.1.5. To raise money, other than by borrowing.
 - 10.1.6. To settle any disputes within members with impartial Committee members as far as reasonably practical.

11. Election of Officers and Committee

- 11.1. Election may occur at the Annual General Meeting, or at a Special General

Meeting called for that purpose.

11.2. The Officers and Committee shall be elected by ballot held in the following order and manner:

- i. President
- ii. Secretary
- iii. Treasurer
- iv. Advisory
- v. Committee Members, by ballot for individual positions as determined by the Committee and approved at General Meeting.

11.3. A call for nominations shall accompany the notice of the meeting sent to all members at least fourteen (14) days prior to the notice.

11.4. Every candidate shall be nominated by some financial member of the Club and seconded by another financial member.

11.5. No person may be elected against their will.

11.6. Every financial member present shall be entitled to vote.

11.7. The candidate who receives the most votes shall be declared elected. In case of an equality of votes second ballot shall be held. If the votes are still equal Chairperson shall have the casting vote.

11.8. If a vacancy occurs on the Committee, the remaining members of the Committee shall have the power to appoint any financial member of the Club to fill such vacancy as an acting officer for a period no longer than ninety (90) days.

11.8.1. Any Acting Officer must not be appointed again for a subsequent temporary appointment.

12. Committee Meetings

12.1. The Committee shall meet at any such time as it may deem fit and a meeting may be summoned at any time by the President, Secretary and Treasurer or any three (3) members of the Committee.

12.2. It shall be necessary to have a quorum of at least half plus one (1) elected Committee present at any Committee meeting including one (1) Officer whom shall be the President, Secretary, Treasurer or an Officer appointed by the Committee.

12.3. In the absence of the President the meeting shall, after waiting fifteen (15) minutes from the given start time, elect a Chairperson from the numbers present. 12.4. If the quorum is not reached within one (1) hour of the time appointed for a meeting, the meeting shall be adjourned. Any business conducted at an inquorate meeting shall be null and void.

12.5. All Committee members are to be given minimum of seventy-two (72) hours' notice.

12.6. A motion in writing or by email assented to all Committee members is as valid and effective as if it had been passed at a Committee meeting duly convened and held. A copy of such motion must be kept with other minutes of Committee proceedings.

12.7. The Committee Meetings are open to any financial members of the Club. 12.7.1. Only the Committee members will have speaking and voting rights. 12.7.2. The

Committee may grant any financial member a right to speak but no voting rights.

13. General Meetings

13.1. Annual General Meetings

13.1.1. The AGM of the Club shall be held prior to the end of second semester of The University of Auckland academic year.

13.1.2. Such time and place as shall be decided by the Committee and shall be held for the following purposes, but are not limited to:

- i. To receive annual reports from the President, and Treasurer.
- ii. To receive a report of the year's activities by the relevant Officer.
- iii. To elect the Officers for the upcoming year's Committee.
- iv. To consider notices of motion.
- v. To set membership fees.

13.2. Special General Meetings

13.2.1. The Committee may call a SGM at any time and for any purpose. 13.2.2. The Committee shall call a SGM within twenty-one (21) days' of receiving a written request signed by ten (10) of the financial members of the Club. If the Committee does not give notice of such meeting within fourteen (14) days of receiving the request, the requisitioners may call the meeting.

13.2.3. SGM may only resolve matters of which the Secretary has been given seven (7) days' notice in writing. Amendments to these motions do not require such written notice.

13.3. Every motion at a General Meeting shall be moved by one financial member and seconded by another financial member. Except as required by this Constitution, any resolution may be moved and passed without any previous notice having been given.

13.4. Every financial member present at a General Meeting shall have one (1) vote and in case of an equality of votes second ballot shall be held. If the votes are still equal Chairperson shall have the casting vote.

13.5. Voting on any motion shall normally be taken by show of hands. If a motion requesting a secret ballot is passed, a secret ballot shall be held.

13.6. The quorum at any General Meeting shall be at least twenty (20) members. Any business conducted while meeting is inquorate shall be null and void.

13.6.1. When the Club consists of five hundred (500) financial members or more, quorum will be set to thirty (30) members.

13.7. If the quorum is not reached within one (1) hour of the time appointed for a meeting, the meeting shall be adjourned. Any business conducted at an inquorate meeting shall be null and void.

13.8. The President, or in their absence, Secretary or Treasurer, or in their absence, any member appointed by the meeting, shall be Chairperson for the General Meeting. 13.9.

Fourteen (14) days' notice of the General Meeting shall be given to all members.

14. Finance

14.1. The funds of the Club shall be in control of the Committee and shall be kept in such bank as the Committee shall determine.

14.2. The Committee shall appoint a minimum of three (3) signatories, at least one (1) of

whom is the President or Treasurer of all the Club's accounts.

14.3. Any two signatories may jointly operate on behalf of the Club on the instructions of the Committee.

14.4. The Treasurer shall keep a true and accurate record of all the funds and assets of the Club and shall prepare a financial report for the period starting on the first day of January and ending on the last day of December. This shall be presented at the Annual General meeting and approved by the Committee.

14.5. The Club may request for grants of such sum and from such sources as the Committee think proper and justified.

15. Pecuniary Gain

15.1. No member of the Club, or any person associated with a member, shall participate in or materially influence any decision made by the Club in respect of payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever.

15.2. Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value). The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

16. Common Seal

16.1. The Common Seal of the Club shall be that appointed by the Committee. 16.2. The Common Seal shall be kept in the custody of the President and shall be affixed to any deed, document, or instrument in pursuance of a resolution of the Committee and in the presence of the President, and Secretary or Treasurer, and one (1) Committee Member who shall be the signatory of such deed, document, or instrument and be as attesting witnesses.

17. Dissolution

17.1. The Club may be dissolved by a resolution passed by two-thirds majority at a General Meeting provided that the notice of motion has been given to the Secretary at least fourteen (14) days prior to the meeting.

17.2. If a quorum cannot be obtained at four (4) successive General Meetings, the Club will be deemed to be dissolved.

17.3. Upon dissolution, any property or funds belonging to the Club shall be surrendered to the Auckland University Tramping Club Incorporated, or if this organisation no longer exists, the New Zealand Alpine Club Incorporated provided that any property or funds belonging to the Club is held under trust until such time as a similar student club or society is formed at The University of Auckland.

18. Alteration of this Constitution

18.1. Any part of this Constitution may be amended at a General Meeting by a two thirds majority. Notice of any such change shall be given to the Secretary in writing at least fourteen (14) days' prior to the meeting, and the Secretary shall embody such alterations in the notice calling the Special General Meeting.