



**SOUTH AUCKLAND RANGERS ASSOCIATION FOOTBALL &  
SPORTS CLUB INCORPORATED**

**Constitution**

Revision 6, Dated 22 June 2016 (as per Special AGM of 15 June 2016)

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**SOUTH AUCKLAND RANGERS ASSOCIATION FOOTBALL  
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**1. Name**

The name of the Club shall be the **"SOUTH AUCKLAND RANGERS ASSOCIATION FOOTBALL & SPORTS CLUB INCORPORATED"** ("the Club").

**2. Definitions and Interpretations**

In this Constitution unless the context otherwise requires

- i. "Board" means those persons elected by members of the Club to the board.
- ii. "Clause" shall unless qualified be a reference to a paragraph in these rules
- iii. "Club Duties and Responsibilities" means the document named as such and created by the Board detailing the duties and responsibilities of the various Members including those of the Board
- iv. "Constitution" means this document.
- v. "General Meeting" includes both an Annual General Meeting and a Special General Meeting.
- vi. "Member" means a person who has paid the subscription appropriate to that person's category of membership of the Club further detailed in Clause 14.
- vii. "Clause" shall unless qualified be a reference to a clause herein.
- viii. "Person" and words importing a person or persons include a firm or company.
- ix. "Property" includes any interest in real and personal property of whatsoever kind and nature.
- x. "General Meeting" includes both an Annual General Meeting and a Special General Meeting.
- xi. "Club Duties and Responsibilities" means the document named as such and created by the Board detailing the duties and responsibilities of the various Members including those of the Board.
- xii. "The Club" means the SOUTH AUCKLAND RANGERS ASSOCIATION FOOTBALL & SPORTS CLUB INCORPORATED (SAR).

**3. Office**

The registered office of the Club shall be situated at Rongomai Sports Centre, 80R Rongomai Road, Manukau or at any place the board as may from time to time determine.

**4. Object**

The objects of the Club shall be:

- a. The encouragement and promotion of association football;
- b. The promotion of all amateur sports and recreation of the Members and welfare of the Club as the Members from time to time deem necessary;
- c. To do all things lawful as are incidental to or conducive to the attainment of objects (a) and (b) above.

**5. Structure of the Club**

The Club shall be administered by an operating committee ("the Board") who shall be accountable to and elected by Members of the Club.

## 6. The Board

### a. Number of Board Members

The Board shall consist of elected members inclusive of the Club President, Vice President, Secretary, Treasurer, Senior Club Captain, Junior Club Captain, Equipment Manager, Fundraising Manager and any other official as may be deemed necessary by the Board.

### b. Executive Committee

The Executive Committee of the Board is made up of The President, Vice President, the Secretary, the Treasurer and any other Board member as deemed necessary by the Executive Committee. This Committee is empowered to make urgent decisions. Urgent decisions shall require ratification and be minuted at the next Board meeting.

### c. Membership of Board

The Members of the Board shall be elected at an Annual General Meeting of the Club.

### d. Retirement of Board

The Members of the Board, whose Term of Office has expired, shall retire at the relevant Annual General Meeting but shall be eligible for re-election to that position at the same and subsequent meetings.

### e. Nomination to Board

Nomination for position on the Board shall be by way of notice of nomination in writing and signed by a member and endorsed with the consent of the nominee and be received by the Secretary by 4pm of fourteenth (14) calendar day before the time fixed for the Annual General Meeting.

### f. Vacancies (during a term of office)

Subject to clause 6.a, the Board shall have the power to co-opt further Members to fill any vacancy on the Board until the next Annual General Meeting by the following processes;

(i) Replacement Club President shall be elected by the Board from the existing Vice President of the Club.

(ii) Replacement Board Members

In the case of any casual vacancy in, or forfeiture of, the office of a board member, The Board may at its discretion either call a Special General Meeting, or may itself appoint duly qualified full member to fill the vacancy, but it shall not be obligatory to fill any vacancy which may occur.

### g. Removal of Board Members

Any Board member can be removed from the Board if he or she in the opinion of three quarters of all other Board members:

- becomes physically or mentally incapable of acting as a Board member;
- Commits an act of bankruptcy or fraud;
- Is convicted of a criminal offence;
- Tenders a written resignation;
- Is requested to resign by notice in writing signed by not less than three quarters of all other Board members
- Through death



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- Brings the club into disrepute  
Then and in such case the Board member shall by resolution of the Board forthwith be removed from office as a Board member.
- Misses 3 consecutive board meetings without leave of absence.

**h. Term of Office**

All Board Members shall-

- Have a Term of Office of not more than 3 years, and Retire at the appropriate Annual General Meeting but shall be eligible for re-election to that position at the same or subsequent meetings.
- Be a Member of the Club with at least three (3) consecutive years Membership and actively participates in Club activities eg a coach, a manager, etc, as decided by the Board.
- Be entitled to attend and vote at all meetings of the Board.
- Attendance of Board Members at Board Meeting shall satisfy the quorum requirement of clause 7.c.

**i. The President**

- The President, if not re-elected, shall be elected from the Current Vice President of the Club at an AGM.

**j. The Vice President**

- be elected from Members of the Board who have served at least three (3) consecutive years on the Board, Or
- be elected from Members of the Club who have been Members of the Club for at least five (5) consecutive years at an AGM.

**7. Proceedings of the Board**

**a. Meetings**

The Board shall meet at such times and places as it determines, but at least on a two (2) monthly basis, and the first meeting of the Board shall take place within four (4) weeks of the Annual General Meeting.

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**b. Chairperson**

The President shall act as chairperson and shall preside at all meetings of the Board at which he or she is present. In the absence of the chairperson from any meeting the Vice President shall act as chairperson. In the absence of both the President and Vice President, The Club Captain Senior shall preside. If all three are not present, then the Board members present shall appoint one of their number to preside the meeting.

**c. Quorum**

At any meeting of the Board fifty (50) percent of the Board members shall form a quorum, but this number shall not be less than four (4) and no business shall be transacted unless a quorum is present.

**d. Voting**

All items before the Board shall be decided by consensus. However, where a consensus decision cannot be reached on an item, it shall, unless otherwise specified in these rules, be put as a motion to be decided by a majority of votes. If the voting is tied, then the chairperson will have the casting vote.

**e. Duties and Responsibilities**

Duties and responsibilities of Board Members are detailed in the "Club Duties and Responsibilities" and may be changed from time to time by a meeting of the Board at which all members of the Board are present.

**f. Minutes**

The secretary shall keep minutes of all Board meetings which shall be available for inspection by Board members at reasonable times.

**8. Powers**

**a. General and Specific Powers**

- i. The management and control of the affairs, investments and funds of the Club shall be vested in the Board which may exercise all powers and do all acts and things which may be exercised or done by the Club and which are not expressly directed or required to be exercised or done by the Club in General Meeting.

Without limiting any general powers vested in it, the Board shall have the power:

- ii. To purchase, take a lease or in exchange or hire or license or otherwise acquire, hold, mortgage and dispose of any real or personal property and any rights and privileges which the Board shall think necessary or expedient for the purpose of attaining the objects of the Club or any of them or promoting the interests of the Club or its members.
- iii. To borrow or raise money from time to time by the issue of debentures, bonds, mortgages or any other form of security secured on all or any of the property and/or properties of the Club or without any such security and upon such terms and conditions as to priority or otherwise as the Board shall decide.
- iv. To invest and reinvest in such securities or assets or without security and upon such terms, whether interest bearing or not, as the Board shall decide, the whole or any part of the funds of the Club which shall not be required for the immediate business of the Club.
- v. To open, operate and close bank accounts.
- vi. To guarantee and give guarantees for the payment of money or the performance of contracts or obligations by any person or Corporate Body to any party concerned.

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vii. To do all things as may from time to time appear or be desirable to enable the Board to give effect to and to attain the objects of the Club or any of them or promoting the interests of the Club or its members.

viii. The Board shall have powers to appoint required Trustees to the Rongomai Community Trust.

**9. Income, Benefit or Advantage to be Applied to Charitable Purposes**

1) Application

Any income, benefit or advantage shall be applied to achieve the Objectives of the Club (Clause 4).

2) Influence

Without limiting the provisions of Clause 4 –

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

2) All income of the Club and any other benefit or advantage belonging to the Club shall be applied to assist the Club in achieving its objectives.

3) Any decisions of the Board shall be made with members declaring conflict of interest.

**10. Accounts**

The Board shall keep true and fair accounts of all money received and expended.

a. Audit

The Board shall as soon as practicable after the end of every financial year of the Club, cause the accounts of the Club for that financial year to be audited by an accountant appointed by the Board for that purpose and the Board shall present the audited accounts to the Annual General Meeting of the Club together with an estimate of income and expenditure for the current year.

**11. Power to Delegate**

1) Delegate Bound

Any committee or person to whom the Board has delegated powers or duties shall be bound by The Duties and Responsibilities assigned. This includes assigning responsibilities to Trustees to Rongomai Sports and Community Trust, and not limited to this matter.

2) Delegation Revocable

Every such delegation shall be revocable at will, and no such delegation shall prevent the exercise of any power or the performance of any duty by the Board.

3) Delegate Need Not be Board Member

It shall not be necessary that any person who is appointed to be a member of any such committee, or to whom any such delegation is made, be a member of the Board or a Member.

**12. Common Seal**

The Board shall have a common seal which shall be kept in the custody of the Secretary, or such other officer as shall be appointed by the Board and shall be used only as directed by the Board. It shall be



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affixed to documents only in the presence of and accompanied by the signature of two members of the Board one of whom shall be The President or The Secretary.

**13. Membership of the Club**

- a. The Board may from time to time create different memberships including without limitation those defined in Clause 14.a to f inclusive below. Each membership category shall have the rights granted it by the Board from time to time.
- b. Any person including any family group, upon completing the appropriate application form and upon payment of required subscription can become a member.
- c. All members shall comply with The Constitution and any Club Rules and the Club Duties and Responsibilities.
- d. The Board shall keep an up to date list of all Members, whatever category, and a copy of such list shall be available for any member to inspect at the Club's clubrooms and published at each Annual General Meeting of the Club.
- e. All Members defined in clauses 13.f, g, h, i, and k inclusive, shall have voting rights at an AGM.

**f. Life membership**

- Any Member ("the appointee") may be proposed to the Board as a life member in recognition of valuable services to the Club provided the appointee has been a member of the Club for not less than fifteen (15) consecutive years;
- Subject to the Board's approval pursuant to sub-clause 14.a.i above a ballot shall be taken at the next Annual General Meeting and if the proposal is carried by a majority vote of the eligible members present then the appointee shall be deemed duly elected a Life Member of the Club;

**g. Foundation Members**

Foundation Members are those who have made financial contributions to the Club. The amount payable to qualify for Foundation Membership has to be fixed by the board and approved at an Annual General Meeting, however this amount shall not be less than \$3000 and can be further reviewed at an AGM from time to time.

**h. Non Playing Financial Members**

Non Playing Financial members are those who have paid financial membership subscription which is set by the Board and have completed a registration form as such.

Active volunteers, who are seen to be adding value to the Club, as defined by the Board, can become Non Playing Financial Members upon registration and after paying a minimal "volunteer fee" which is set by the Board.

**i. Senior Playing Members**

Senior Playing Members are those who are players in the Club in the Senior Grade and have paid full senior playing member fees.

**j. Junior Playing Members**

Junior Playing Members are those players of the Club in the Junior or Youth Grades and have paid junior fees. Junior and Youth playing members do not have any voting rights until after they have reached the National Voting Rights Age (which is 18 years of age at the moment).



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k. Any parents, or guardians, of Members defined in clause 13.j and stated on that Members registration document, shall have voting rights on payment of full Non Playing Financial Membership subscriptions, as defined in clause 13.h.

#### **14. Subscription**

The Board shall have the power to fix the annual subscription for each category of membership for the ensuing year of such amount or amounts as it shall deem appropriate and shall fix the same as soon as practicable after the Annual General Meeting.

- a. The financial year of the Club commences on the 1<sup>st</sup> November when members' subscriptions for the ensuing year become due.
- b. Members shall not be deemed un-financial until the 30<sup>th</sup> April following.
- c. The Board may at its discretion remove from the list of members the name of any member whose subscription is in arrears after 30th April in any year and thereupon such members shall cease to be a member of the Club. The Board shall have the power to reinstate any such member upon payment of the appropriate subscription. No member who is in arrears on the 30th April with subscriptions shall be entitled to use the Club's privileges or property nor shall he or she be entitled to vote at any of the Club's meetings.
- d. Should the Board at any time find that it has not sufficient funds for its purpose it shall call a General Meeting (stating in the notice calling the same that it is proposed to make a levy on members) and place the financial position and its suggestions for meeting the same before the meeting and the majority of those present and voting at such meeting shall have the power to make a levy or call on the members for an amount not exceeding one year's subscription and notice of such levy or call shall immediately be posted to every member. Any members failing to pay such levy or call after the expiration of two (2) calendar months from the date thereof shall at the discretion of the Board have his or her name removed from the list of members. The levy shall be determined at the General Meeting called for the purpose and shall not be payable by Junior playing members.
- e. Life members shall be exempt from payment of the annual subscription or levy.
- f. The annual subscription or levy may be waived by the Board in cases of hardship, but in such case the member does not have a voting right unless it meets the requirements as defined in non-playing financial members' clause 13.h. ie "active volunteers".

#### **15. Expulsion of Members**

- a. Board May Expel

If, in a General Meeting, the Board decides to expel the subject from the Club, the subject shall cease to be a Member of the Club.

- b. Appeal

A Member expelled by the Board may within 14 days of notice of expulsion give written notice of appeal to the secretary. The secretary shall then call a special general meeting to take place within 21 days of receipt of the notice of appeal. If that meeting passes a resolution rescinding the expulsion, the Member shall be reinstated immediately.

#### **16. Complaints and Disciplinary Actions**

- a. Notice of Complaint

Any member may make a complaint to the Board that the conduct of a Member ("the subject") is or has been injurious to the character of the Club. Every such complaint shall be in writing and addressed to the secretary.

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b. Meeting

If the Board considers that there is sufficient substance in the complaint, it may invite the subject to attend a meeting of the Board and to offer a written or oral explanation of the subject's conduct.

c. Notice of Meeting

The Board shall give the subject at least fourteen (14) days written notice of the meeting. The notice shall -

- Sufficiently inform the subject of the complaint so that the subject can offer an explanation of the subject's conduct, and
- Inform the subject that, if the Board is not satisfied with the subject's explanation, the Board may take appropriate Disciplinary action and may include expulsion of the subject from the Club.

The Club's procedure for Complaints and Disciplinary actions is duly complemented by the documented procedure of the Auckland Football Federation covering this aspect, which the Board may choose to apply as required.

**17. Procedure for a General Meeting**

a. Notice of Meeting

Twenty one (21) days' notice by publication in a local newspaper or otherwise of each general meeting shall be given to all Members. This notice shall state that the meeting is the Annual General Meeting or a Special General Meeting as the case may be and shall specify the place, date and time at which the meeting is to be held.

b. Quorum

Twelve (12) members present personally or fifty percent of the Members, whichever is the less, shall constitute a quorum for a general meeting. A member that is a group or organisation shall be deemed to be personally present if it is represented at the meeting by its duly appointed nominee.

c. Chairperson

The chairperson of the Board or the chairperson's nominee shall chair each general meeting. In the event of his/her absence a Chairperson for that meeting shall be elected from the Board members present. The person presiding as the Chairperson in the meeting shall have a deliberative vote and if necessary a casting vote.

d. Voting

All questions at a general meeting shall be decided by consensus. However, if a consensus decision cannot be reached on any question, it shall, subject to clause 19, be put as a motion to be decided by a majority of votes. Each member shall have only one vote. Voting shall be by show of hands unless otherwise decided by a majority of members present and eligible to vote. If the voting is tied, the Chairperson shall have a further casting vote.

**18. Annual General Meeting**

The annual general meeting of the Club shall be held each year by the month end of February at such place, date and time as the Board shall determine and by not less than twelve (12) members of the Club.

a. Business of Meeting

The annual general meeting shall carry out the following business -



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- i. Receive the minutes of the previous Annual General Meeting and of any Special General Meeting(s) held since the last annual general meeting; and shall conclude any outstanding business from those meetings if possible
- ii. Receive the Club's audited statement of accounts for the preceding year and an estimate of income and expenditure for the current year; and
- iii. Receive reports from the Board and its committees; and
- iv. Elect members of the Board as required
- v. Consider and decide any other matter which may properly be brought before the meeting.

**19. Special General Meeting**

a. A Special General Meeting of the Club shall be called, upon approval by the Board, by the Secretary on receipt of a request in writing for such meeting stating the reason for having the meeting and by not less than thirty (30) Members. On the other hand the Board, by a majority decision, may call a Special General Meeting as it deems appropriate, to manage the affairs of the Club.

Subject to the provisions of Clause 19.a a Special Meeting of the Board shall be called by the Secretary for the purpose of hearing an appeal from an expelled Member.

**20. Alteration of Constitution or Rules**

The Constitution may be altered, added to, rescinded or otherwise amended by a resolution passed by a majority at a general meeting, provided that fourteen (14) days' notice in writing setting out such alteration, addition or rescission has been given to the Secretary who shall then give notice to Members by circular or otherwise of the meeting not less than fourteen (14) clear days prior to the meeting.

However, no addition to or alteration of the non-profit aims, personal benefit clause or the winding up clause shall be made which affect the tax exempt status. 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.

**21. Indemnity**

The Board and other officers of the Club shall be indemnified by the Club against all disbursements, expenses, liabilities and losses incurred by them in or about the discharge of their duties except those which happens from their own wrongful act, neglect or default.

**22. Disposition of Surplus Assets**

On the winding up of the Club or on its dissolution by the Registrar, all surplus assets after the payment of costs, debts and liabilities shall be given to such exclusively charitable organisations within New Zealand as the Board decides or, if the Board is unable to make such decision, shall be disposed of in accordance with the directions of the High Court pursuant to section 27 of the Charitable Clubs Act 1957 or its successors.

**23. Patrons**

The Board may from time to time select and appoint persons to be patrons of the Club.

Patrons of the Club shall be entitled to attend Board meetings, however they will not have voting rights, nor will their attendance satisfy the quorum requirement at clause 7.c.

Patrons shall be entitled to attend annual general meetings and vote at such meetings. Patrons' attendance at annual general meetings shall be taken into account in respect of the quorum requirement at clause 17.b.



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24. Liquor Regulations

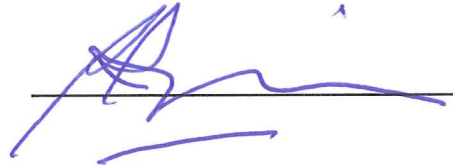
Liquor will be sold or supplied only in accordance with any licence held under the provision of the Sale of Liquor Act 1989 and will be supplied only to the members of SAR, Southern Braves, New Zealand Football and FIFA as determined within the rules of New Zealand Football and FIFA whereby member, visitors and guests may be permitted service under these regulations.

IN WITNESS this deed is duly executed

SIGNED by

President )  
(Current Position Held on the Board) )

in the presence of: dated 23/6/16



Witness

Signature:

Full Name: RAVINDRA CHANDRA

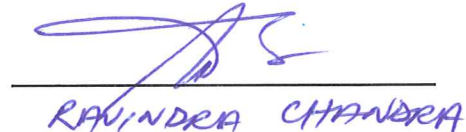
Occupation: BANK OFFICER

Address: FLATBUSH, AUCKLAND

SIGNED by

TREASURER )  
(Current Position Held on the Board) )

in the presence of:



RAVINDRA CHANDRA

Witness

Signature:

Full Name: Muni Damendran

Occupation: Printer

Address: Manurewa, Auckland

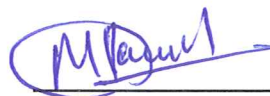
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SIGNED by

Vice President

(Current Position Held on the Board)

in the presence of:



Muni Damendran

Witness

Signature:



Full Name:

Vinal Singh

Occupation:

IT Engineer/Administrator

Address:

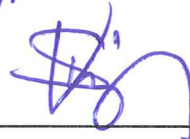
12 Kimdale Place, Totara Heights, Manukau.

SIGNED by

IT COORDINATOR

(Current Position Held on the Board)

in the presence of:



Witness

Signature:



Full Name:

MUNASHEEL CHANDRA

Occupation:

GRID ASSET CONTROLLER

Address:

21 DONEGAN PARK DRIVE,  
FLAT BUSH

SIGNED by

SENIOR CLUB CAPTAIN

(Current Position Held on the Board)

in the presence of:



MUNASHEEL CHANDRA

Witness

Signature:



Full Name:

NIVEN REDDY

Occupation:

ACCOUNT MANAGER

Address:

5 RUTH STREET, MANUREWA

SIGNED by

SECRETARY

(Current Position Held on the Board)

in the presence of:



Witness

Signature:



Full Name:

Shiu Singh

Occupation:

Property Developer

Address:

107 CRIGHTONS RD.  
CLEVEDON