



# NZCF CONSTITUTION JANUARY 2023



# NEW ZEALAND CHESS F E D E R A T I O N

# CONSTITUTION 2023

V1	V2	V3	
March 2019	July 2019	January 2023	



# NZCF CONSTITUTION JANUARY 2023

## CONSTITUTION AND RULES OF THE NEW ZEALAND CHESS FEDERATION INCORPORATED

(Adopted at a special general meeting held on 19 May 1991, with amendments passed by Annual General Meetings up to 11<sup>th</sup> January 2023.)

### 1. INTERPRETATION

In these rules where not inconsistent with the context:

"**The Federation**" means the New Zealand Chess Federation Incorporated.

"**The Council**" means the President, Vice-president, Secretary, Treasurer and Councillors or a quorum thereof acting in pursuance of these rules.

"**The Secretary**" means the secretary of the Federation.

"**The rules**" means the rules for the time being of the Federation.

"**Affiliate**" or "**affiliated club**" means any incorporated club affiliated under Rule 2.3.1

"**Associate**" or "**associate member**" means any club or group of players which is an associate member under Rule 2.3.3.

### 2. CONSTITUTIONAL

#### 2.1 NAME

The name of the society shall be the NEW ZEALAND CHESS FEDERATION INCORPORATED.

#### 2.2 OBJECTS

The objects of the Federation shall be:

- a) To encourage, foster and regulate the game of chess in New Zealand.
- b) To arrange, regulate and control such matches, tournaments, competitions and other chess events as it may deem desirable.
- c) To maintain a register of chess players with such measurements of comparative performance as it may deem desirable.
- d) To promote and further international cooperation in chess and in pursuance thereof to affiliate with any international chess organisation and to permit, encourage and assist financially or otherwise the participation by New Zealand chess players in international events.
- e) To select those chess players who shall represent New Zealand at international events.
- f) To raise money in any manner for any of the aforesaid objects.
- g) To acquire by purchase, lease, hire, gift or otherwise and to sell or otherwise dispose of, lease, let, lend, mortgage or otherwise deal with any real or personal property for or in connection with any of the aforesaid objects.

#### 2.3 MEMBERSHIP

The membership of the Federation shall consist of:

V1	V2	V3	
March 2019	July 2019	January 2023	



# NZCF CONSTITUTION JANUARY 2023

## 2.3.1 AFFILIATED CLUBS

Affiliated clubs, such properly constituted incorporated chess clubs as are affiliated to the Federation at the date of these rules coming into operation or are thereafter admitted in accordance with section 4.1 of these rules.

## 2.3.2 LIFE MEMBERS

Life members elected in accordance with section 4.4 of these rules.

## 2.3.3 ASSOCIATE MEMBERS

Associate members, other clubs or groups of chess players in schools, tertiary institutions or elsewhere, which shall have the same rights and obligations as affiliated members, except that they shall not have the rights to submit notices of motion to the annual general meeting or special general meeting under Rules 3.7.3 and 3.7.5, and they shall not have the right to vote at those meetings under Rule 3.7.8.

## 2.4 DISSOLUTION

### 2.4.1 DECISION TO DISSOLVE FEDERATION

If any general meeting of the Federation passes by a simple majority a resolution requiring the Federation to be wound up and such resolution is confirmed by a simple majority at a subsequent general meeting held not less than 30 days thereafter the Federation shall thereupon appoint a liquidator who shall realise the assets of the Federation.

### 2.4.2 DISPOSAL OF PROCEEDS OF DISSOLUTION

After the discharge of all liabilities the net proceeds of such realisation and any accumulation of income therefrom shall be given or transferred to another organization that has similar objects to the Federation and is charitable under New Zealand law.

## 2.5 RULES

### 2.5.1 AMENDMENT OF RULES

These rules and the Supplementary Regulations shall not be amended, repealed or added to except by resolution following due notice of motion to a general meeting of the Federation.

### 2.5.2 INTERPRETATION

Unless inconsistent with established constitutional practice, the Council shall be the sole authority for the interpretation of the Federation's rules and its decision on any such interpretation shall be binding upon all members until set aside or varied by notice of motion at a general meeting.

### 2.5.3 INSPECTION OF RULES

The rules and any regulations for the time being in force shall be open to inspection by any member and a copy thereof shall be supplied to each member on request on such terms and conditions as the Council may from time to time decide.

### 2.5.4 RULES BINDING

All members of the Federation and others entitled to the use and enjoyment of the Federation's facilities shall be held to consent to and be bound by the rules and any regulations for the time being in force.

### 2.5.5 RULES AND NON-PROFIT STATUS

V1	V2	V3	
March 2019	July 2019	January 2023	



# NZCF CONSTITUTION JANUARY 2023

No amendment to these rules shall be permitted if it in any way affects the non-profit status of the federation.

## **3. MANAGEMENT**

### **3.1 OFFICERS**

#### **3.1.1 ACTIVE OFFICERS**

The officers of the Federation shall be a President, Vice-president, Secretary and Treasurer. The offices of Secretary and Treasurer may be held by the same person.

#### **3.1.2 PATRON AND VICE-PATRONS**

The Federation may elect a Patron and as many Vice-patrons as it shall deem fit.

### **3.2 THE COUNCIL**

#### **3.2.1 MAKEUP OF COUNCIL**

The management of the Federation shall be vested in a Council comprising the President, Vice-president, Secretary and Treasurer, together with Councillors elected under the succeeding rules.

#### **3.2.2 RESIDENT COUNCILLORS**

Four Councillors shall be elected who reside in the region where the Council is for the time being domiciled. If the offices of secretary and treasurer are held by the same person five such Councillors shall be elected.

#### **3.2.3 REGIONAL COUNCILLORS**

The annual general meeting may also elect additional Councillors to represent regional interests as follows: two for the Auckland region, one for the Central North Island region, two for the Wellington region, one for the Canterbury region, and one for the Otago region. Such additional Councillors shall not be elected for the region in which the Council is for the time being domiciled.

#### **3.2.4 FILLING OF VACANCIES**

Should any office be or become vacant the Council may elect any eligible person to fill such vacancy. Should any councillor from the centre in which the Council is for the time being domiciled be absent for three consecutive meetings without leave of absence from the Council, his or her seat may be declared vacant by the Council.

#### **3.2.5 REMOVAL OF COUNCIL BY GENERAL MEETING**

The Federation may in general meeting remove any or all the Council before expiration of the term of office and appoint another or other persons instead, such person or persons so appointed to hold office until the next annual general meeting.

#### **3.2.6 MEETINGS OF COUNCIL**

A meeting of the Council may be convened at any time by the President, the Secretary or two other councillors, but the Council shall meet regularly, in principle on a monthly basis. Five members of the Council personally present shall form a quorum.

#### **3.2.7 CHAIRMAN'S VOTE IN COUNCIL**

At all meetings of the Council the chairman shall have a deliberative as well as a casting vote.

### **3.3 POWERS OF THE COUNCIL**

V1	V2	V3	
March 2019	July 2019	January 2023	



# NZCF CONSTITUTION JANUARY 2023

## 3.3.1 COUNCIL RIGHTS

The Council may exercise all rights and powers of the Federation not required by statute or these rules to be exercised in general meeting.

## 3.3.2 POWERS MUST BE EXERCISED BY RESOLUTION AT COUNCIL MEETING

The Council shall not exercise any of the powers conferred under these rules except by resolution at a meeting of the Council or any adjournment thereof provided that in the event of any emergency arising in any matter affecting the Federation the President or Secretary and any other two members of the Council shall collectively be empowered to take whatever action is deemed necessary, such action to be subject to confirmation by the Council at its next meeting.

## 3.3.3 RIGHT TO MAKE REGULATIONS

The Council shall have power to make regulations governing the conduct of Federation tournaments and matches and chess generally provided that such regulations are not inconsistent with these rules. Subject to the right of the Federation in general meeting to amend, repeal or add to regulations made by the Council, such regulations shall be deemed to be rules of the Federation and binding upon members.

## 3.3.4 POWER TO HEAR DISPUTES

The Council shall have power to hear or determine any appeal or dispute referred to it by any affiliate.

## 3.3.5 APPOINTED OFFICIALS

The Council may appoint officials, who may be paid employees, or committees to assist in the management of the Federation or for any special purpose, but such officials or committees shall not solely by reason of their appointments be extra members of the Council or have a vote on that body. The Council shall accept full responsibility for any acts or things done by such officials or committees in the performance of the powers delegated to them. If at any time a member of the Council is a paid employee he or she shall not be entitled to exercise a vote.

## 3.4 DUTIES OF OFFICERS

### 3.4.1 PRESIDENT

The President shall preside at all general meetings and Council meetings and shall perform all duties commonly pertaining to that office. In the absence of the President the Vice-president shall preside and in the absence of the Vice-president the meeting shall elect a chairman. The President shall be a member ex officio of all committees.

### 3.4.2 SECRETARY

The Secretary shall generally perform all duties pertaining to that office, shall keep a register of members in accordance with the rules and shall keep proper minutes of Council meetings.

### 3.4.3 TREASURER

The Treasurer shall collect and account for all monies received by the Federation and, under the direction of the Council, shall make all disbursements. The Treasurer shall keep full and proper accounts of all the Federation's financial transactions and shall prepare the annual accounts and balance sheet as at the end of the financial year.

## 3.5 FINANCIAL YEAR

V1	V2	V3	
March 2019	July 2019	January 2023	



# NZCF CONSTITUTION JANUARY 2023

## 3.5.1 YEAR END

The Federation's financial year shall end on 31 December.

## 3.5.2 STATEMENT AND ANNUAL REPORT TO MEMBERS

On or before 31 January each year the Council shall forward to all members an annual report on the working of the Federation and alterations to regulations during the year, together with a statement of income and expenditure and a balance sheet.

## 3.6 COMMON SEAL

### 3.6.1 PROVISION OF COMMON SEAL

The Council shall provide a common seal for the Federation and it may from time to time destroy the seal and substitute a new one in lieu thereof.

### 3.6.2 CUSTODY AND USE OF SEAL

The common seal shall be in the custody and charge of the Secretary, who shall affix it as directed from time to time by resolution of the Council to any document as required by statute or these rules to be under seal. Two members of the Council shall affix their signatures to every document so sealed and every such document shall be countersigned by the Secretary.

## 3.7 GENERAL MEETINGS

### 3.7.1 HOLDING OF AGM

The annual general meeting shall be held each year in March at a venue to be determined by Council or by electronic means unless otherwise decided at a previous general meeting. All other general meetings shall be called special general meetings.

### 3.7.2 BUSINESS OF AGM

The business of the annual general meeting shall be:

- a) To confirm the minutes of the previous annual general meeting and those of any special general meeting.
- b) To receive and adopt the annual report and accounts.
- c) To elect the Patron and Vice-patrons for the ensuing year.
- d) To elect members of the Council for the ensuing year.
- e) To appoint the auditor if deemed necessary.
- f) To fix any honoraria for the ensuing year.
- g) To elect new members or expel present members.
- h) To make, amend or repeal any of the Federation's rules or regulations.
- i) To fix membership fees for affiliated clubs and associate members, and to set the level for tournament levies.
- j) To award master titles.
- k) Other business.

### 3.7.3 NOTICES OF MOTION

Any business at an annual general meeting concerning clauses (h) and (i) of rule 3.7.2 requires notice of motion which shall be forwarded to the Secretary on or before the 31 December preceding the meeting. The Council shall have power to give notices of motion.

### 3.7.4 NOMINATIONS OF COUNCILLORS

V1	V2	V3	
March 2019	July 2019	January 2023	



# NZCF CONSTITUTION JANUARY 2023

Candidates for the election of President, Vice-president, Secretary, Treasurer and Councillors shall be nominated by an affiliated club or associate member and each nomination, signed by the nominee and an officer of the affiliate or associate member, shall be forwarded to the Secretary on or before the 31 December. All candidates nominated, except additional Councillors representing regional interests, shall reside in such a place that they can reasonably attend Council meetings in person. All Councillors shall retire from office at each annual general meeting.

### 3.7.5 NOTICE OF ANNUAL GENERAL MEETING

On or before 15 January each year the Secretary shall forward to all members notice of the annual general meeting specifying notices of motion as required under rule 3.7.3 and nominations of candidates for office required under rule 3.7.4.

### 3.7.6 APPOINTMENT OF DELEGATES

An affiliated club or associate member may appoint any persons as its delegates to a general meeting, the number of delegates being limited to the number of votes the affiliate is entitled to under rule 3.7.8, or one in the case of an associate. In the case of an annual general meeting the affiliated club or associate member shall forward written notice of such appointments to the Secretary prior to the start of the meeting.

### 3.7.7 VOTING PROCEDURE

At the discretion of the chairman any motion may in the first instance be decided on the voices or by the show of hands but if delegates from two affiliated clubs demand a poll either before or immediately after such a decision then a poll shall be taken in accordance with rule 3.7.8. All questions shall be determined by a simple majority vote. The chairman shall have a casting as well as a deliberative vote.

### 3.7.8 POLL

On a poll being taken each affiliate shall have one vote for each 20 (or part thereof) individual club members paid for the preceding calendar year, up to a maximum of 4 votes per affiliate.

NUMBER OF PAID FOR MEMBERS	VOTES
1-20	1
21-40	2
41-60	3
61+	4

Unfinancial members shall have no power either to vote or give notices of motion.

### 3.8 SPECIAL GENERAL MEETINGS

#### 3.8.1 CALL FOR A SPECIAL GENERAL MEETING

A special general meeting may be called by the Council or demanded by a minimum of four affiliated clubs. Such demand shall be in writing and shall contain notices of motion for all business to be transacted at the meeting.

#### 3.8.2 CONVENING SPECIAL GENERAL MEETING

V1	V2	V3	
March 2019	July 2019	January 2023	



# NZCF CONSTITUTION JANUARY 2023

On receipt of such a demand the secretary shall convene a special general meeting within six weeks. Notice of meeting specifying the business to be transacted and the time and place of the meeting shall be sent to all members at least 28 days before the meeting. Such a meeting may be held by electronic means.

### 3.8.3 DELEGATES TO SPECIAL GENERAL MEETING

Affiliated clubs and associate members shall give written notice of the appointment of their delegates to a special general meeting to the Secretary before the meeting.

### 3.9 DISTRIBUTIONS

The Federation is prohibited from making any distribution, whether by way of money, property, or otherwise howsoever, to any proprietor, member or share-holder, save reasonable remuneration for services performed.

## 4. MEMBERSHIP AND FEES

### 4.1 ELECTION

#### 4.1.1 APPLICATION FOR MEMBERSHIP

The Council shall have power to receive applications from properly constituted incorporated chess clubs for election as affiliated clubs, and from other clubs or groups of chess players for election as associate members. Affiliated clubs shall be notified of each such application which shall be approved by the Council unless objection is received from an affiliated club within two months of the notice to members being issued.

#### 4.1.2 REFERRAL OF APPLICATION TO AGM

If an objection to an application for acceptance as an affiliated club or associate member is received or, notwithstanding rule 4.1.1, an application is received by the Secretary after 30 November in any year, such application shall be submitted to the following annual general meeting.

#### 4.1.3 RIGHTS WHILE APPLICATION IS PENDING

While any such application is pending the Council may extend to the applicant club and its members any privileges of membership in the Federation other than the right to attend and vote at general meetings and may at any time withdraw such privileges without assigning a reason therefor.

### 4.2 RESIGNATION

Any member wishing to resign from the Federation shall give written notice of its withdrawal to the Secretary and seven days thereafter it shall cease to be a member provided that such resignation shall not release the member from liability for fees in arrears.

### 4.3 EXPULSION

#### 4.3.1 SUSPENSION BECAUSE OF ARREARS

A member more than three months in arrears in fulfilment of its financial obligations to the Federation may be suspended by the Council. Such suspension shall be lifted if the suspended member fulfils its financial obligations in full before the following annual general meeting.

#### 4.3.2 REFERRAL TO ANNUAL GENERAL MEETING

Any continuing suspension under rule 4.3.1 shall be submitted to the annual general meeting which may decide on the expulsion of the negligent member. In other matters the annual

V1	V2	V3	
March 2019	July 2019	January 2023	





# NZCF CONSTITUTION JANUARY 2023

general meeting may only expel a member for a serious breach of the rules, regulations, resolutions or decisions of the Federation.

### **4.3.3 NOTICE TO SUSPENDED MEMBER**

Notice of any suspension or expulsion shall be given in writing by the Secretary to the offending member which shall thereupon cease to enjoy any of the rights or privileges to which members are otherwise entitled.

### **4.4 LIFE MEMBERS**

The annual general meeting may elect any person to life membership in the Federation in recognition of specially meritorious service to chess in New Zealand. A candidate for life membership shall be nominated in writing to the Secretary by at least two affiliates on or before 31 December. Life members shall not thereby be entitled to vote at general meetings but shall otherwise enjoy the same rights and privileges as individual members of affiliated clubs.

### **4.5 REGISTER OF CLUBS**

#### **4.5.1 REGISTER TO BE MAINTAINED**

A register of all affiliated clubs and associate members shall be maintained by the Secretary. The information recorded for each member shall include name, postal address, and details of club officers, which shall be advised to the Federation immediately after the member's annual meeting or when any further changes are made.

#### **4.5.2 AVAILABILITY OF REGISTER**

The register shall be prima facie evidence of what clubs are affiliated clubs or associate members of the Federation and shall be open to inspection at all general meetings or at other reasonable times by arrangement with the Secretary.

### **4.6 REGISTER OF PLAYERS**

A register of active players shall be maintained by a designated official of the Federation.

### **4.7 MEMBERSHIP & FEES**

#### **4.7.1 REGISTRATION YEAR**

The Federation shall have a membership affiliation for the Calendar Year commencing on 1st January, but with membership fees calculated and paid retrospectively, at the end of the year. Both Affiliated Club Members and Associate Club members shall pay membership fees by 31st December. A member shall be regarded as unfinancial if Membership Fees are one month or more in arrears. A member shall be regarded as unfinancial if Membership Fees are one month or more in arrears.

#### **4.7.2 SETTING OF MEMBERSHIP FEES**

The annual fee payable by each affiliate and associate member shall be calculated as a charge per individual club member. The level of the charge shall be determined by the annual general meeting of the Federation, with notice of any change proposed to be given in accordance with Rule 3.7.3.

As an example, if the charge is \$10, a Club with 50 members will pay a \$500 membership fee.

### **4.8 TOURNAMENT LEVIES**

Tournament levies shall apply to all Federation and other rated tournaments, except those specifically exempted. Tournament levy rates and exemptions shall be determined by the

V1	V2	V3	
March 2019	July 2019	January 2023	



# NZCF CONSTITUTION JANUARY 2023

annual general meeting of the Federation, with notice of any change to be given in accordance with Rule 3.7.3.

## **4.9 REGIONAL ASSOCIATIONS**

### **4.9.1 FORMATION**

Affiliated clubs within the same geographical area may form regional associations to promote chess and organise competition within the region.

### **4.9.2 RECOGNITION BY THE FEDERATION**

Such associations shall not be members of the Federation but may be recognised by the Federation for the purpose of inter-regional competition or for the organisation of any tournament, match or other chess event.

V1	V2	V3	
March 2019	July 2019	January 2023	