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# DIVING NEW ZEALAND (Incorporated)

## Constitutional Rules

### RULE C1

#### NAME

**C1.1** The name shall be Diving New Zealand (Incorporated), ("DNZ").

### RULE C2

#### DEFINITIONS

- C2.1** **"BOARD OF DIRECTORS"** The governing body of DNZ.
- C2.2** **"CLUB"** A bona fide Club, to be recognised as such by DNZ, must number not less than 15 members liable under the rules of such Club for the payment of the regular club/member subscription to DNZ unless dispensation is granted by DNZ.
- C2.3** **"COMMITTEE"** A number of people acting under delegated authority from the Board to achieve any of the aims or objectives of the sport.
- C2.4** **"BOARD"** The+ Governing Body of DNZ
- C2.5** **"DELEGATE"** A Club representative to a General Meeting of DNZ
- C2.6** **"DOPING OFFENCE"** Means either the commission by a member of DNZ of a doping offence (as defined in the FINA Doping control rules), or the commission by a member of DNZ of a doping infraction resulting in the entry of that member's name on the drug register pursuant to Section 17 of the New Zealand Sports Drug Agency Act 1994 ("the Act").
- C2.7** **"AQUATICS NZ"** Aquatics New Zealand Incorporated.
- C2.8** **"FINA"** The Federation International de Natation, the world governing body to which DNZ is affiliated, through Aquatics NZ as the member for New Zealand for the discipline of Diving.
- C2.9** **"MEET"** Shall be a meeting for competition purposes.
- C2.10** **"MEMBER"** A person shall be deemed to be a member of DNZ if a member of a Club and has paid all fees due.
- C2.11** **"NEW ZEALANDER"** Shall mean a person who is a New Zealand citizen by birth or naturalisation.

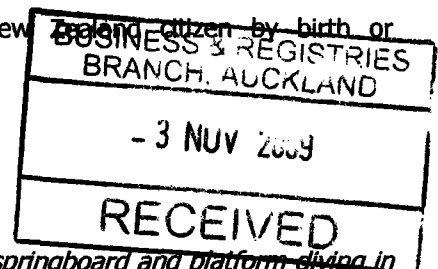
### RULE C3

#### OBJECTIVES

The aim of DNZ shall be: *'To promote, foster, encourage and manage springboard and platform diving in all its forms and to promote competition at all levels.*

And additionally to:

- C3.1** affiliate with FINA, which DNZ recognises as the world governing body of the sport, through Aquatics NZ ;



- C3.2** provide, Administrative and Financial Management services to its members and Aquatics NZ and associated sports as appropriate and as requested;
- C3.3** provide coaching and technical advice and education services to its members and associated sports as appropriate and as requested;
- C3.4** set standards of behaviour conducive to good conduct, fair play and equity;
- C3.5** ensure the uniformity of the Rules and Regulations for the control and administration of DNZ and its members;
- C3.6** adjudicate on all matters of dispute referred by a member or member of a member; and
- C3.7** undertake such actions or activities as are incidental to or conducive to the attainment of the above objects.

#### **RULE C4**

##### **POWERS**

- C4.1** To prescribe, make and adopt such rules, regulations and resolutions and to do all such acts as may be necessary or desirable to carry out the objects or to conduct business including all lawful acts incidental or conducive to the attainment of the objects. That prior to any alterations and/or additions to the Rules and Regulations of Diving New Zealand being agreed, the Board shall undertake consultation in good faith with the membership of DNZ. Such consultation shall take place for a period of not less than 30 days.
- C4.2** To prescribe any fees or charges to be paid by members including those paid by members being admitted to membership.
- C4.3** To purchase, take on lease, exchange or otherwise acquire any lands, buildings, easements or any real or personal property and to sell, convey, transfer, assign, mortgage, give exchange or otherwise dispose of the same and to design and/or construct buildings and to let contracts for such design and/or construction.
- C4.4** To hire agents, employ and/or engage executive officers, secretaries, managers, or any other type of employee and to pay them and other persons in return for services to DNZ such salary, wages, gratuities, fees or pensions as DNZ may from time to time determine.
- C4.5** To subscribe to or become a member of, or affiliate with, any association, society or organisation whose objects are similar either wholly or in part to the objects or which may further the objects in any way.
- C4.6** To sanction by warning, fine, suspension or expulsion any member(s).
- C4.7** To delegate such of its powers as it may from time to time deem fit.
- C4.8** To employ and deal with the funds of DNZ in such manner as it deems fit in the interests of DNZ.
- C4.9** To join, contract, engage or make arrangements with any person, discipline or organisation as it deems fit in the interests of DNZ.

**C4.10** To enter into any arrangement with any Government or authority, international, municipal, local or otherwise that may seem conducive to the Sport's objects or any of them and to obtain from any such Government or authority, any rights privileges and concessions which DNZ thinks desirable and to carry out, exercise and to comply with any such arrangements, rights, privileges and concessions.

**C4.11** To undertake or promote any action required to attain the objects of DNZ.

**C4.12** To provide for a Registered Office within New Zealand.

## **RULE C5**

### **COLOURS**

**C5.1** The colours of DNZ shall be Black and Silver/White.

## **RULE C6**

### **FINANCIAL YEAR**

**C6.1** Until DNZ shall otherwise determine by ordinary resolution passed at an annual general meeting or at a special general meeting called for that purpose, the financial year shall be from the 1st day of January to the 31<sup>st</sup> day of December.

## **RULE C7**

### **WINDING UP**

**C7.1** DNZ may be wound up at either an annual general meeting or a special general meeting if a resolution to so wind up is passed by a majority of at least 75% of those present and entitled to vote

**C7.2** If, in the event of DNZ being wound up or dissolved, there remains after the satisfaction and discharge of all debts, liabilities and obligations, any property or assets, the same shall be transferred to a charitable trust to be administered by a representative from each of the Clubs in existence at the time of winding up. The duties and responsibilities of the Trustees shall be contained in the Trust Deed.

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## **RULE C8**

### **MEMBERSHIP**

#### **C8.1 Categories of Members**

The categories of membership of DNZ, (collectively called 'Members') shall be:

- (a) **Clubs:** as described in Rule C9 of this Constitution.
- (b) **Individual Members:** as described in Rule C10 of this Constitution.
- (c) **Honorary Life Members:** as described in Rule C11 of this Constitution.
- (c) **Other categories:** being any other category or categories of membership of DNZ as determined by the Board, from time to time.

## **C8.2 Recognised and Associated Organisations**

In addition to its Members, DNZ may recognise certain organisations which have an interest in, or association with, platform and springboard diving, and/or DNZ as described in Rule C12 of this Constitution.

## **RULE C 9**

### **MEMBER CLUBS**

#### **C9.1 Existing Clubs**

All Clubs as defined in Rule C2 of this Constitution shall be deemed to be members of DNZ and as such shall be under the jurisdiction of DNZ and shall be bound by and subject to this Constitution.

#### **C9.2 Obligations of a Club**

9.2.1 In addition to the obligations of a club as a Member under Rule C12, each Club shall:

- (a) administer, promote and develop the sport of diving at its club in accordance with the Objects of DNZ;
- (b) be an incorporated society under the Incorporated Societies Act, **unless** the written agreement of the Board is obtained to remain an unincorporated association until a specified date;
- (c) have as its members Individual Members and any other members it considers appropriate **provided that** such membership is consistent with this Constitution;
- (d) adopt the Objects of DNZ and adopt a constitution which is consistent with this Constitution. For this purpose the Board shall issue a 'model constitution' from time to time for the guidance of Clubs drawing up or amending their constitutions and subject to this constitution for its own administration as it thinks fit;
- (e) apply its resources in pursuit of the Objects of DNZ and the objects of the Club;
- (f) do all that is reasonably necessary to enable the Objects of DNZ and the objects of the Club to be achieved;
- (g) act in good faith and integrity to DNZ to ensure the maintenance and enhancement of DNZ, and the sport of diving, and its reputation, and to do so for the collective and mutual benefit of the Members and the sport of diving;
- (h) operate with, and promote, mutual trust and confidence between DNZ and the Members;
- (i) at all times act in the interests of the Members and the sport of diving.

9.2.2 Any club that wishes to merge or otherwise amalgamate with any other Club shall notify and consult with the Board prior to such merger or amalgamation.

9.2.3 Each Club shall provide DNZ a copy of its constitution and all amendments to its constitution. The Board may require a Club to amend its constitution if it or any rule within it, is inconsistent or in conflict with this Constitution or the Regulations.

### **C9.3 Application for Club Status**

Any Club not included within the provisions of Rule C9.1 which embodies a clearly defined and autonomous section organised for the provision of the sport of diving and desiring to be a member of DNZ shall make application to DNZ. The application shall be made on the approved form and countersigned as to accuracy by the Chairperson of the Club who shall confirm that the proposed constitution of such Club has been approved by 75% of its club members.

### **C9.4 Clearance Certificate**

No Club shall admit to membership any person who is or has been a member of another Club unless a clearance certificate is produced. Such certificate shall be in the form prescribed by DNZ confirming that the member is financial.

## **RULE C10**

### **INDIVIDUAL MEMBERS**

**C10.1** An Individual Member of DNZ is:

10.1.1 a person who is a member of a Club and:

- (a) dives; or
- (b) coaches; or
- (c) officiates; or
- (d) a National Representative, or
- (e) appointed to coach or manage any DNZ team competing in any diving competition or event held by or under the auspices of DNZ, or a Club.

10.1.2 a member of the Board of DNZ; or

10.1.3 a person who is an Officer or any other Appointed Personnel of a club and/or DNZ; or

10.1.4 a supporter.

## **RULE C11**

### **HONORARY LIFE MEMBERS, MERIT AND SERVICE AWARDS**

**C11.1** DNZ may grant honorary life-membership of DNZ, merit, and service awards to any person who has rendered exceptional service to the sport of diving and/or whose standing within and service to the diving community shall entitle that person to such distinction.

**C11.2** There shall be an awards committee whose object is to make recommendations to the Board on nominations received for any DNZ awards; Merit Award, Service Award, Honours Award or such other Award deemed appropriate by the Awards Committee and DNZ. ("DNZ Awards"). The awards committee shall:

11.2.1 receive and consider all nominations for DNZ awards;

11.2.2 consider a person for award on its own nomination;

- 11.2.3 keep confidential all nominations received for DNZ awards and any representations in support of those nominations;
  - 11.2.4 make recommendations to the Board for the granting of any DNZ Awards;
  - 11.2.5 announce any DNZ Awards approved by the Board at the AGM.
- C11.3** Members of the awards committee shall be elected at each AGM of DNZ and shall consist of three members who each hold at least one of the following:  
current life award; or  
honours award; or  
service award.
- C11.4** The longest serving member on the awards committee shall retire annually, but will be eligible for re-election.
- C11.5** If there are no nominations for a vacant position(s) on the awards committee, then such a vacancy may be filled by the appointment of a nominee(s) of the Board.
- C11.6** All nominations for DNZ awards must be lodged with the Chairman of the Awards Committee no later than 30 November in each year.
- C11.7** Nominations may be made by the Board, a Club or a member on the prescribed form.
- C11.8** An Honorary Life Member shall be entitled at that person's own expense to attend all General Meetings of DNZ and take part in the debate, but shall not be entitled to vote in that capacity.
- C11.9** An Honorary Life Member is not required to complete a DNZ membership form, but is deemed upon their appointment to acknowledge and agree to the obligations of a Member under Rule C12 of this Constitution.

## **RULE C12**

### **MEMBERS RIGHTS AND OBLIGATIONS**

- C12.1** Members acknowledge and agree that:
- 12.1.1 this constitutes a contract between each of them and DNZ and they are bound by this Constitution and the Regulations;
  - 12.1.2 they shall comply with and observe this Constitution and the Regulations and any determination, resolution or policy which may be made or passed by the Board;
  - 12.1.3 they are subject to the jurisdiction of DNZ;
  - 12.1.4 this Constitution and Regulations are necessary and reasonable for promoting the Objects of DNZ;
  - 12.1.5 this Constitution and Regulations are made in the pursuit of a common object, namely the mutual and collective benefit of DNZ, its Members and the sport of diving;
  - 12.1.6 they are entitled to all benefits, advantages, privileges and services of membership as conferred by this Constitution.

## **RULE C13**

### **REGISTER OF MEMBERS**

#### **C13.1 Membership Return**

Clubs shall file a quarterly return of members for the purposes of:

13.1.1 complying with section 22 of the Incorporated Societies Act 1908;

13.1.2 determining the exact number and categories of Members of DNZ;

13.1.3 determining the exact number of annual levies payable by each club;

13.1.4 enabling DNZ to meet any contractual obligations it may have to sponsors, including the provision of membership lists containing the names and addresses of Individual Members;  
and

13.1.5 compiling the DNZ Register of Members (which includes the Clubs Register of Members)

#### **C13.2 Filing Returns**

The Club's quarterly return in the prescribed form shall be sent to DNZ no later than the last day of:

February;

May;

August; and

November.

#### **C13.3 Failure to File Returns**

Should any Club fail to forward full and accurate returns of all members in the required format by the due date, then it shall be deemed to have suspended its membership to DNZ and as such its Members shall be debarred from entering into any competition or event until such time as a completed return is filed in accordance with Rule C13.2. In addition all other rights and privileges of membership of the defaulting Club shall be suspended pending the completion of the return.

#### **C13.4 Privacy Act 1993**

13.4.1 When complying with Rule C13.1 clubs will be required to disclose personal information.

13.4.2 For the purposes of Principles 10-11 of the Privacy Act 1993, the use or disclosure of personal information obtained pursuant to Rule 13.1 shall, subject to the provisions of Rule 13.5, be a use or disclosure connected with or directly related to the purpose for which the information was obtained.

13.4.3 All Clubs shall, for the purposes of compliance with the Privacy Act 1993, draw the attention of prospective new members to the provisions of this Rule.

#### **C13.5 Exemptions**

Notwithstanding the provisions of Rule 13.4:

13.5.1 Should any Member object for good reason to the disclosure of personal information in the manner prescribed then such person may make an application to the Privacy Officer for exemption in whole or in part from the said requirements and the Privacy Officer,

having regard to the privacy principles contained in the Privacy Act 1993, may in his/her absolute discretion grant or refuse to grant such application. Any application to the Privacy Officer for exemption under this provision shall fully state the grounds upon which the applicant relies.

13.5.2 Any person dissatisfied with the decision of the Privacy Officer under this Rule may have the matter referred to the Board for final determination. Notwithstanding any other provision in this Constitution, the decision of the Board shall be final.

13.5.3 A Club shall not be required to include in its return of Members the particulars of any Member who has applied for exemption under this rule until such time as the application has been finally determined.

#### **C13.6 Inspection of Register**

Any entry on the Registrar of Members shall, in respect of a Member, be available for inspection by that Member, upon reasonable request and in compliance with the Privacy Act 1993.

### **RULE 14**

#### **RESIGNATION, SUSPENSION AND TERMINATION OF MEMBERSHIP**

##### **C14.1 Resignation of Membership**

No Club shall resign as a member of DNZ without giving the Board, not less than three (3) months' written notice of its intention to do so. No resignation shall release the Club from any monetary or other obligation to DNZ, incurred during its membership. Upon such resignation, DNZ shall amend the Register of Members accordingly.

##### **C14.2 Suspension and Termination of Membership**

14.2.1 For the purpose of this Rule the term 'suspension' means the action of suspending a Member from membership of their Club, and DNZ for a defined period of time. The term 'expulsion' or 'termination' means the action of expelling the Member and terminating their membership of their Club and DNZ indefinitely.

14.2.2 **Suspension/termination by DNZ:** A Member which or who is:

a Club; or

a New Zealand Representative appointed by DNZ; or

a Life Member; or

an Officer or an Appointed Personnel of DNZ,

may have its or their membership of DNZ suspended or terminated if:

(a) under Rule C16.1 of this Constitution, the Club defaults in the payment of its fees to DNZ;

(b) the Judiciary Committee recommends such action under Rule C25 and the Board resolves to adopt such recommendation; or



- (c) the Board, or any sub-committee of the Board, after reasonable enquiry, considers that the Member did not or is unable to comply with a reasonable Board decision, this Constitution, the Regulations, or any policies or reasonable directions of the Board; or
  - (d) in the case of a Club, the Board, after reasonable enquiry concludes that a Club has ceased to exist, or has suspended operations or ceased to function as a Club.
- 14.2.3 Before any decision under Rule C14.2(b) to (d) is made:
- (a) the Member concerned shall be given fourteen (14) days written notice by the Board of the intended action, and
  - (b) have the right to be present, make submissions and be heard at the Board meeting.
- 14.2.4 **Suspension/Termination by Club:** An Individual Member may have their membership of a Club (and therefore of DNZ) suspended or terminated if the Club, (including any disciplinary committee or other committee on its behalf) considers the Member:
- (a) has engaged in any conduct prohibited by the constitution of the Club; or
  - (b) has defaulted in payment of any fee due and owing to the Club in accordance with the constitution of the Club; or
  - (c) did not or is unable to comply with a reasonable decision of the Club or their constitution, by-laws, or any policies or reasonable directions of the executive of the Club.
- 14.2.5 **Notification of Decision:** Upon the decision by the Club to suspend, expel or terminate a Member under Rule C14.2.4, the Club shall within fourteen days (14) inform DNZ of the decision. DNZ shall then amend the Register of Members accordingly.
- 14.2.6 **Appeal of DNZ Decision:** Any Member whose membership is suspended or terminated under Rule C14.2.2 (by the Board) may appeal the decision to a Special General Meeting called for that purpose. The appeal shall be allowed if two-thirds majority of delegates at the Special General Meeting do so in favour of such an appeal. Where a Member appeals a decision of the Board under this Rule, then that decision shall be final, and Rule C27 Appeals shall not apply.
- 14.2.7 **Appeals of Club Decision:** Any Member whose membership is suspended or terminated under Rule C14.2.4 (by Club) may appeal the decision in accordance with the constitution of the Club.
- 14.2.8 **Effect of Suspension/Termination:** A Member which or who is suspended, expelled or terminated from membership of a Club or DNZ shall also automatically have their membership of DNZ, and all other Clubs suspended, expelled or terminated, unless the terms of the suspension, expulsion, or termination specifies otherwise. The effect of such suspension, expulsion, or termination, (unless the terms of the suspension, expulsion, or

termination specifies otherwise) is that the Member (and if a Club, their Individual Members) shall:

- (a) not be entitled to any rights or privileges of membership set out in this Constitution, the Regulations or the constitutions and regulations of the applicable Club, including the right to nominate, elect or appoint officers, or the right to vote;
- (b) not be entitled to participate in any capacity in any competition, event or activity of DNZ or the applicable Club;
- (c) not be entitled to apply for, or granted membership of any other Club, and if such membership rights are granted such membership and rights will be invalid and in breach of this Constitution.

for the period of the suspension, or in the case of expulsion or termination, indefinitely (unless membership is reinstated under Rules C14.2.10 or 14.2.11);

14.2.9 A Member which is or who ceases to be a Member of DNZ shall forfeit all rights in and claims upon DNZ and its property, and shall not use any property of DNZ, including Intellectual Property.

14.2.10 **Reinstatement by DNZ:** Membership, which has been suspended, expelled or terminated by DNZ under Rule C14.2.2 of this Constitution, may be reinstated at the discretion of the Delegates at a subsequent General Meeting.

14.2.11 **Reinstatement by Club:** Membership, which has been suspended, expelled or terminated by a Club under Rule C14.2.4 of this Constitution, may be reinstated, if there is provision to do so, in accordance with the constitution of the relevant Club. If a member is reinstated under this Rule, the Club shall notify DNZ of such reinstatement within seven (7) days of the decision to do so, to enable it to amend the Register of Members accordingly.

## **RULE C15**

### **FEES**

**C15.1** Each club shall pay such affiliation fees as shall be set out in the rules of DNZ.

**C15.2** Every member of a club affiliated as per Rule C9.1 shall pay an affiliation fee on a basis or category as decided at the AGM in the year preceding the application of such fee.

**C15.3** For the purposes of membership and payment of affiliation fee the membership year shall be recognised as ending on 31 December in each year.

**C15.4** The affiliation fees and any applicable fees or levies set by DNZ shall be paid to DNZ at the time of filing each quarterly return.

**C15.5** For new clubs wishing to affiliate, DNZ Affiliation Fees shall be discounted by 50% in the first year as long as at least 60% of the new Club's members have not been affiliated with other clubs the previous financial year.

## **RULE C16**

### **ARREARS OF FEES**

**C16.1** If any club fails to pay membership fees collected from members, DNZ or DNZ members fees, the Board may suspend the club until such fees are paid and/or impose any penalty as determined by the Board for such non payment.

**C16.2** Cost incurred in the recovery of any outstanding fees may be required to be paid by the outstanding debtor.

**C16.3** A late payment fee of 10% on outstanding accounts maybe charged.

## **RULE C17**

### **THE BOARD**

#### **C17.1 Composition of the Board**

The Board of DNZ shall comprise of six (6) members who shall be confirmed, elected or appointed as provided in this Constitution. Four (4) members shall be appointed under Rule C17.4 of this Constitution. The two (2) remaining members shall be elected under Rule C17.5.

#### **C17.2 Selection Panel**

17.2.1 There shall be a Selection Panel established whose function shall be to consider candidates for appointment to the Board.

17.2.2 The Selection Panel shall consist of three (3) persons comprising:

(a) two (2) people who shall be elected or appointed by the Delegates at a General Meeting; and

(b) one (1) person who shall be appointed by the Board.

17.2.3 In establishing the Selection Panel, the Delegates, and the Board shall have regard to gender, geographic location and suitability factors.

17.2.4 No person nominated for a position as a Delegate or the Board shall in the same year be eligible to be a member of the Selection Panel.

17.2.5 The Delegates may also appoint a deputy who shall stand in for its appointee under this Rule should the appointee for any reason not be available.

#### **C 17.3 Applications for the Board**

17.3.1 The Board shall, not later than the 1<sup>st</sup> day of October in each year, call for applications for the required number of Board Members. Applications for candidates seeking **appointment** as a Board Member shall be made in writing and received by the Board no

later than the 1<sup>st</sup> day of December. The Board shall then forward all applications together with a copy of any curriculum vitae supplied by a candidate to the Selection Panel.

17.3.2 The Selection Panel shall recommend to the Annual General Meeting the best candidate for the available positions on the Board based on merit. At the same time the Selection Panel shall supply a synopsis summarising the attributes it considers each candidate so recommended has for the position. The number of candidates to be recommended shall total the number of appointed Board Members retiring (by rotation or otherwise) or a lesser number if there are insufficient suitable candidates.

17.3.3 In the event of there being insufficient applications, the Selection Panel may on its own initiative recommend a person or persons who it considers meets the required criteria. The Selection Panel's recommendations shall be conveyed to the Board in time to enable the Board to give the notice required under the following sub-Rule.

17.3.4 Not later than thirty (30) days prior to the date of the Annual General Meeting, the Board shall advise all Clubs and Delegates of the candidates recommended and make available the candidate synopses.

#### **C17.4 Appointment of Board Member**

17.4.1 The Delegates at the Annual General Meeting shall appoint as Board Members those candidates recommended by the Selection Panel unless a candidate is disqualified from holding office as a Board Member. A person shall be so disqualified if he/she is an undischarged bankrupt or a person who is prohibited from being a director or promoter of a company under the provisions of the Companies Act 1993.

17.4.2 In the event that a recommended candidate is found to be disqualified from holding office as a Board Member then the Selection Panel shall reconvene as soon as practicable after the Annual General Meeting and shall, having regard to the criteria set out in Rule 17.3.2, select a person who it considers meets the required criteria and the name of the person so selected shall be circulated by the Board to all Delegates for endorsement of the majority of Delegates. The candidate shall thereupon be deemed to have been duly appointed as a Board Member.

#### **C17.5 Election of Board Members**

17.5.1 Applications by candidates seeking **election** as a Board Member shall be made in writing and received by the Board no later than the 1<sup>st</sup> day of December. The Board shall then forward all applications together with a copy of any curriculum vitae to all Clubs for their consideration.

17.5.2 The Delegates at the Annual General Meeting shall elect the required number of Board Members by way of secret ballot. The candidate or candidates, as the case may be, receiving the highest number of votes shall be elected as a Board Member.

### **C17.6 Term of Office of Board Members**

- 17.6.1 Every Board Member appointed or elected at an Annual General Meeting of DNZ shall assume office from the conclusion of that Annual General Meeting.
- 17.6.2 Subject to the provisions of this Rule, Board appointments and elections shall be for a period of two (2) years.
- 17.6.3 At each AGM, commencing with the Annual General Meeting in 2007, two (2) of the existing appointed Board Members, and one (1) of the existing elected Board Members (together with any replacement Board Member) shall retire by rotation, but shall be eligible for reappointment or re-election.

### **C17.7 Chairperson of the Board**

- 17.7.1 The Chairperson of the Board shall be appointed or elected annually by the Board from amongst its number immediately after the Annual General Meeting.
- 17.7.2 If there is only one (1) nomination for the position of Chairperson the person nominated shall be duly appointed.
- 17.7.3 If more than one (1) person is nominated for the position of Chairperson then an election shall be held by ballot.
- 17.7.4 Where there is an equality of votes between candidates then a second ballot shall be held, and in the event of an equality of votes after the second ballot then the Chairperson shall be determined by lot.
- 17.7.5 The Chairperson shall hold office until the first meeting of the Board after the next Annual General Meeting unless the Board chooses to replace the Chairperson between Annual General Meetings.

### **C17.8 Vacancies**

- 17.8.1 The office of a Board Member shall become vacant if the Board Member:
  - (a) dies; or
  - (b) becomes ineligible to continue to hold office by reason of disqualification or suspension; or
  - (c) becomes bankrupt; or
  - (d) commits a criminal offence punishable by a term of imprisonment; or
  - (e) resigns in writing; or
  - (f) is absent, unless leave of absence is granted by the Board, from more than two successive meetings.
- 17.8.2 If the position of Chairperson becomes vacant then the Board shall appoint one of its members to that position.
- 17.8.3 Whenever any casual vacancy occurs (refer C17.8.1) on the Board, the Board may appoint a person which it considers has the necessary skills and attributes to fill the vacant position.

17.8.4 Every person appointed pursuant to this Rule shall hold office for the balance of the term which the vacating Board Member would have been entitled to serve or the conclusion of the next Annual General Meeting (which ever occurs first) but shall be eligible for reappointment.

**C17.9** Other than appointed Board members all elected members of the Board shall be financial members of DNZ.

**C17.10** Unless otherwise determined by the Board, the Chairman shall represent DNZ on the Board of Aquatics NZ.

## **RULE C18**

### **FUNCTIONS, OPERATIONS AND POWERS OF THE BOARD**

#### **C18.1 Powers and Duties**

Notwithstanding the powers assumed by the board and described in Rule C4 the Board shall have the following general powers and duties:

18.1.1 the Board shall meet as and when required by the Chairman or at any time when necessary at the request of 3 members of the Board;

18.1.2 the Board may delegate all or any of its powers to a Committee;

18.1.3 the Chairman shall be an ex officio member of all Committees;

18.1.4 the Chairman or in the absence of the Chairman, the Vice-chairman shall preside at all Board Meetings. If both are absent, the Board shall elect a Chairman;

18.1.5 any Board Member unable to attend a Board meeting may appoint a proxy that shall be accepted by the Board;

18.1.7 to adopt and regularly review a strategic plan for DNZ which shall include goals and objectives for diving and measurement of short-term and long-term success. Any strategic plan for DNZ shall be circulated to all Clubs for comment not less than sixty (60) business days prior to the meeting of the Board at which it is to be considered for adoption;

18.1.8 to adopt an annual plan and budget for financial performance and to monitor results against the annual plan and budget;

18.1.9 to make, repeal and amend Regulations prescribing a code of conduct for the management of divers and management representing DNZ in New Zealand and overseas;

18.1.10 to establish, implement and enforce Regulations prescribing a drug policy, consistent with the objectives of the FINA Doping Control Rules and the New Zealand Sports Drug Agency Act 1994 and the regulations in force under that Act, to discourage and eliminate the use of illicit substances by persons under the jurisdiction of DNZ in New Zealand and overseas and to provide for appropriate testing procedures and penalties;

- 18.1.11 to determine the processes to apply to the regulation and control of any competition or event under the jurisdiction of DNZ;
- 18.1.12 to determine the processes to apply in respect of the appointment of selectors, managers and teams representing DNZ;
- 18.1.13 to ensure that DNZ has in place all the necessary internal reporting systems and controls in respect of members of the High Performance, and/or Elite squads together with the means of monitoring training, performance and results;
- 18.1.14 to regularly review and agree performance indicators and standards within teams and management representing DNZ nationally and/or internationally;
- 18.1.15 to carry out the aims and objects of DNZ and to deal with any matters not provided for in this Constitution;
- 18.1.16 to review its own effectiveness and processes;
- 18.1.17 to fill any vacancy on the Board which may arise under Rule C17.8;
- 18.1.18 to appoint a Privacy Officer to ensure compliance by DNZ and Clubs with their general obligations arising under the Privacy Act 1993;
- 18.1.19 to nominate representatives for service upon FINA and/or any other body as appropriate;
- 18.1.20 the Board may from time to time, sanction any member subject to the rules relating to sanctions;
- 18.1.21 the Board shall have the power to interpret any DNZ rules or any definition contained therein and such decision shall be final;
- 18.1.22 such other powers as are specifically or by implication provided for in this Constitution.

## **RULE C19**

### **MEETINGS OF THE BOARD**

#### **C19.1 Number of Meetings**

The Board shall meet a minimum of four (4) times each year at the most convenient time and place, including immediately following each Annual General Meeting or Special General Meeting of DNZ. Other business requiring immediate consideration of the Board may be conducted by written correspondence or conference calls.

#### **C19.2 Convening of Meetings**

Notwithstanding Rule C19.1, a meeting of the Board shall be held at such venue and time as decided by the Chairperson, or if requisitioned for the consideration of urgent business by not less than three (3) Board Members. Such requisition shall be in writing addressed to the Board and shall state full details of the urgent business to be discussed.

#### **C19.3 Notice of Meetings**

Unless for some good reason circumstances do not permit, the Board shall provide to each Board Member not less than one months' written notice of any Board meeting convened under Rule

C19.1 and not less than fourteen (14) days' written notice of any Board meeting convened under Rule C19.2.

#### **C19.4 Voting Papers**

Each Board Member present at any Board meeting shall exercise one (1) vote including for the purposes of written correspondence under Rule C19.1 above. The Chairperson shall have a deliberative vote, and in the event of an equality of votes but not otherwise the Chairperson shall also have a casting vote. In exercising a casting vote the Chairperson shall have due regard for the status quo.

#### **C19.5 Minutes**

The Chairman of the Board shall ensure the proceedings of each Board meeting are properly recorded as soon as possible after the conclusion of each meeting. A copy of such minutes shall then be forwarded to each Board Member and to each of the Honorary Life Members and Clubs. The original of each set of minutes shall be permanently affixed in the minute book and confirmed at the next meeting of the Board.

#### **C19.6 Quorum**

19.6.1 The quorum for meetings of the Board shall be four (4) Board Members.

19.6.2 No business shall be transacted at any Board meeting unless a quorum shall be present, except that those present may fix a date and venue for the reconvening of the meeting. Notice of such date and venue of any reconvened meeting shall be given forthwith to each Board Member.

#### **C19.7 Conference Calls**

A meeting of the Board may be held by telephone or other means of communication of the Board Members and in such event the procedural requirements of this Rule in relation to meetings of the Board shall apply with any necessary modifications.

### **RULE C20**

#### **GENERAL MEETINGS**

##### **C20.1 Annual General Meeting**

20.1.1 DNZ shall hold the Annual General Meeting not later than 30th of April in each year at a venue and time to be determined by the Board. The Board shall give notice of the date of the Annual General Meeting no later than three (3) months prior to the Annual General Meeting.

20.1.2 The business of the Annual General Meeting shall be:

- (a) to receive the Annual Report and Financial Statements for the year ended 31 December. The Financial Statements shall be compiled by an Independent Chartered Accountant, or, in the event that the Financial Statements are compiled by a person not independent of DNZ, then the Financial Statements, once compiled are to be



reviewed by an Independent Chartered Accountant. The Financial Statements are to be signed by the Chair of DNZ.

- (b) to approve the budget;
- (c) to approve the affiliation fees and/or levies of the members;
- (c) to appoint Members of the Board of DNZ;
- (d) the appointment (if necessary) to the Selection Panel including a deputy;
- (e) considering and dealing with notices of motion of which due and proper notice has been given;
- (f) the appointment of members of the Awards Committee;
- (g) (not used);
- (h) receive report from the Awards Committee and confirm any Member recommended for Life Membership or any other award of DNZ;
- (i) transacting other business as the General Meeting deems appropriate;

#### **C20.2 Notices of Motion**

- 20.2.1 A notice of motion may be submitted by the Board or any Delegate and must be received by the Board no less than 42 days prior to an Annual General Meeting in order to be considered at that meeting.
- 20.2.2 Any notice of motion from a Delegate must be signed by the Chairperson of the relevant Club.
- 20.2.3 Any matter of an urgent or extraordinary nature which normally would be required to be the subject of a notice of motion may, if prior written notice is given to the Board, be brought before such meeting and determined by it, but only if the majority of Delegates present and voting at the meeting, vote in favour of the motion being tabled without the requisite notice.

#### **C20.3 Special General Meeting**

- 20.3.1 The Board may convene a Special General Meeting at its discretion or on receiving a requisition setting forth the objects of such meeting signed by either four (4) or more members of the Board of DNZ or by not less than 75% of the number of affiliated Clubs.
- 20.3.2 At least two (2) weeks notice shall be given of such meeting, which if so called shall be held within four (4) weeks of receipt of the requisition.
- 20.3.3 If a quorum is not achieved at the convening of the meeting, the meeting shall be recalled within one week and those present at that recalled meeting attending and eligible to vote shall constitute a quorum.
- 20.3.4 In any case where the Board deems it appropriate, a Special General Meeting may be held by telephone or other such means of communication and in so far as the circumstances so permit the procedural requirements in this Constitution relating to General Meetings shall apply with any necessary modification.

#### **C20.4 Chairperson**

The Chairperson of an Annual General Meeting or a Special General Meeting shall be the Chairperson of the Board. In the event of the Chairperson being unavailable, the meeting shall appoint a person from amongst its number to chair the meeting in the Chairperson's absence.

#### **C20.5 Delegates and Observers**

20.5.1 Each approved Club shall be entitled to 1 Delegate. Such a Delegate must be duly appointed by the Club being represented and shall be a financial member of that Club.

20.5.2 Each Club shall notify the Board not less than 42 days prior to an Annual General Meeting, the name and address of its representative delegate.

20.5.3 Board Members cannot act as Delegates at a General Meeting.

20.5.4 Each Delegate shall represent and vote on behalf of their Club in accordance with Rule C20.6

20.5.5 If a Delegate is unable to attend a General Meeting due to sickness or other good reasons then the Club may nominate a substitute Delegate to attend the meeting and any adjournment thereof and advise the Board accordingly.

20.5.6 In addition to the Delegates, all Members except Honorary Life Members are entitled to attend General Meetings as observers. All members (except Honorary Life Members) who attend shall not be entitled to speak or vote. Honorary Life Members are entitled to attend and speak at General Meetings, but shall have no right to vote, unless the Honorary Life Member is a Delegate in which case he/she has the rights to vote as a Delegate.

#### **C20.6 Voting**

20.6.1 Each Delegate shall exercise one vote.

20.6.2 Except as otherwise expressly set out in this Constitution, all motions shall be decided by ballot unless a majority of Delegates determines otherwise. In the event of a tied vote, only the Chairperson shall have a casting vote. In exercising a casting vote at a General Meeting the Chairperson shall have due regard to, but not be bound by, the status quo. The Chairperson shall not otherwise be entitled to vote at a General Meeting. No names of Delegates shall be recorded as voting for or against a motion, unless specifically requested by any Delegate, and then in the case of that Delegate only. Where a show of hands or ballot is taken, the total votes for and against the motion or amendment shall be recorded.

20.6.3 A Delegate may vote in person or through a substitute Delegate appointed pursuant to Rule C20.5.5. Except to the extent set out in this Rule, there shall be no proxy votes.

#### **C20.7 Copies of Annual Reports**

Clubs, all Board members and Honorary Life Members shall receive copies of the annual report and balance sheet and agenda for the Annual General Meeting at least 14 days prior to such meeting.

#### **C20.8 Meeting Procedure**

C20.8.1 At least 75% of the Delegates entitled to attend the meeting shall form the quorum for the Annual General Meeting. If there is not a quorum the AGM shall stand adjourned to the same time, same place in 14 days as decided by the DNZ Board. The Board shall, without delay, notify all entitled to attend the adjourned meeting. Those present at the subsequent meeting shall constitute a quorum.

C20.8.2 On all questions of order the decision of Chairperson shall be final unless dissented from by a majority of Delegates present.

#### **C20.9 Copy of Annual Reports to Registrar of Incorporated Societies**

A copy of the annual report and balance sheet shall be forwarded to the Registrar of Incorporated Societies in compliance with Section 22 of the Act, within one (1) week of the Annual General Meeting.

### **RULE C21**

#### **ALTERATION OF RULES**

**C21.1** The Constitutional Rules of DNZ shall not be repealed or altered, nor shall any new Rule be added without the concurrence of a 60% majority of Delegates present at the Annual General Meeting or at a Special General Meeting called for that purpose.

**C21.2** No additions to or alteration of the Pecuniary Profit clause or the Winding up clause shall be approved without the approval of Inland Revenue.

**C21.3** Where calling of a special meeting is deemed undesirable because of time or expense, other than that called at the request of not less than 50% of Clubs. The Board may conduct a postal ballot in order to obtain a decision. Any such decision reached affecting a change of rules must be presented for confirmation by the following Annual General Meeting.

**C21.4** Voting rights for a postal ballot shall be as defined in Rule C20.6.1.

**C21.5** At least 28 days notice shall be given before the postal ballot closes.

### **RULE C22**

#### **GOVERNANCE**

##### **C22.1 Board**

The affairs of DNZ shall be conducted and governed by the Board of DNZ.

### **RULE C23**

#### **FINANCIAL ADMINISTRATION**

- C23.1** The Board shall be responsible for the control and investment of funds and all other property of DNZ, and shall take appropriate financial advice on matters of financial management.
- C23.2** The Finance Committee, shall be responsible for the preparation of the budget for submission to the Board no later than 1st March in each year.
- C23.3** All monies due to DNZ shall be paid to the credit of DNZ in such a manner as decided by the Board.
- C23.4** The Board shall have power from time to time to impose a levy for special purposes. Any such levy shall only be imposed at the Annual General Meeting, in terms of Rule C15 or by Special Postal ballot of Members called for that purpose. No levy shall be imposed unless the affirmative votes shall be 60% of the delegates present. Any member, or Club failing to pay such levy shall be liable to suspension under Rule C14.2.
- C23.5** The Chairman shall ensure a set of accounts is tabled at each Board meeting.

## **RULE C24**

### **DISCIPLINE**

#### **C24.1 Disciplinary Process**

The disciplinary process for Misconduct (as defined in Rule 24.2) shall be as follows:

- 24.1.1 **Club Member:** where a member of a Club engages in Misconduct the Club's judicial committee of equivalent body shall take such disciplinary action as is set out in its constitution and/or regulations.
- 24.1.2 **Club/Member of DNZ:** where:
- a Club; or
  - a New Zealand Representative appointed by DNZ; or
  - a Life Member; or
  - an Officer or an Appointed Personnel of DNZ,
- engages in misconduct the DNZ Judicial Committee may take disciplinary action as is set out in this Constitution.

#### **C24.2 Misconduct Defined**

The following are examples of behaviours which may constitute Misconduct. This list does not limit the definition of Misconduct:

- 24.2.1 the use of any profane, indecent or improper language;
- 24.2.2 the use of offensive or insulting behaviour;
- 24.2.3 breaches of any provision of:
- (a) this Constitution, or the constitution of any Club;
  - (b) the Regulations, by-laws or other Rules (however described) of DNZ or of any Club;
  - (c) any policies of DNZ, or a Club; or

- (d) any reasonable direction of DNZ, or a Club (or a person authorised on its behalf);
  - (e) any decision of a General Meeting, the Board or the Judicial Committee or any decision of any equivalent bodies at any Club;
- 24.2.4 acting in a manner which brings, or could bring, DNZ or any Club into disrepute;
- 24.2.5 acting in an manner unbecoming of a Member, and/or which is prejudicial to the Objects of DNZ.
- 24.2.6 failing or refusing, for a period of one (1) calendar month to pay any fine or monetary penalty imposed by DNZ and /or a Club or any authority under the jurisdiction of DNZ, or a Club;
- 24.2.7 aiding or abetting any of the conduct specified in 24.2.1 to 24.2.6 above.

### **C24.3 Club Defined**

For the purposes of Rules C24.1 and C24.2, a "Club" has the meaning defined in Rule C2 (Interpretation) of this Constitution and also has an extended meaning to include the executive committee or equivalent body of the Club, any sub-committee of the Club, and any team representative of the Club.

### **C24.4 Procedure for Misconduct**

The relevant body in Rule 23.1 shall take action for any alleged Misconduct upon receiving details of the allegation in writing from any person or organisation and as otherwise set out in the applicable regulations, whether or not that person or organisation is a Member.

## **RULE C25**

### **DISPUTES**

**C25.1** In the event of a sports related dispute arising between any member or club involving a matter which does not involve suspension, expulsion or the imposition of a penalty, the parties shall:

- 25.1.1 endeavour to negotiate a resolution of the dispute by themselves or with the assistance of professional advisors, and failing that;
- 25.1.2 endeavour to agree on a resolution of the dispute by attending mediation; and failing that;
- 25.1.3 either party may refer the dispute to the Sports Disputes Tribunal of New Zealand for determination by it, in accordance with its rules.

### **C25.2 Dispute Defined**

For the purpose of this Constitution, the definition of 'Dispute' shall (subject to Rule C24.3) include situations where a Club, or any other member of DNZ, as the case may be, has a grievance about the meaning or effect of any Rule provision, decision, policy, practise, right, privilege or direction (including this Constitution and the Regulations) determined by a Controlling Body, Club, DNZ or a member of a Club.

### **C25.3 Disputes Exclude**

A Dispute shall **not** include:

25.3.1 a matter which involves an allegation of Misconduct, or

25.3.2 a matter which is before, or has been before DNZ or a Club; or

25.3.3 a matter which is or has been appealed to the Sports Disputes Tribunal of New Zealand.

#### **C25.4 Procedure for Dispute**

The relevant body in Rule C24.1 shall resolve the Dispute upon receiving details of the Dispute in writing from the aggrieved member or body, which is in Dispute.

### **RULE C26**

#### **DNZ JUDICIAL COMMITTEE**

##### **C26.1 Composition**

The Judicial Committee of DNZ shall comprise of not less than three (3) persons appointed from time to time by the Board. The members of the Judicial Committee should comprise:

26.1.1 a person with legal experience, preferably a lawyer;

26.1.2 a person with significant experience in disciplinary tribunals, preferable in relation to sport;

26.1.3 a person with extensive knowledge of the sport of diving.

The Board shall appoint a Chairperson on each occasion when the Judicial Committee is to be convened from one of the members appointed to the Judicial Committee. No Board Member, employee or person who has an interest in the matter before the Judicial Committee, is eligible to sit on the Judiciary Committee. In an emergency situation any two members of the Judicial Committee may constitute a quorum.

##### **C26.2 Functions**

The functions of the Judicial Committee shall be to:

26.2.1 hear and determine any allegation of Misconduct properly made to it under this Constitution;

26.2.2 hear and determine any Dispute properly made to it under this Constitution;

26.2.3 hear and determine any appeals properly made to it under this Constitution;

26.2.4 peruse, comment on and where necessary amend notices of motion submitted for consideration at a General Meeting;

26.2.5 if delegated by the Board, undertake any inquiry or investigation, on behalf of DNZ.

##### **C26.3 Procedure**

In performing its functions, the Judicial Committee shall follow the procedures set out in the Regulations.

##### **C26.4 Decisions**

Subject to the right of appeal (under Rule 27), all decisions of the Judicial Committee shall be final and binding on all Members. The failure to adhere to a decision of the Judicial Committee

may result in the affected Member being suspended or expelled from DNZ under Rule C14 of this Constitution, and/or such other steps being taken as set out in this Constitution or the constitution of the relevant Club.

## **RULE C27**

### **APPEALS**

#### **C27.1 Appeal Process**

Appeals of decisions involving Misconduct or a Dispute shall be as follows:

- 27.1.1 right of appeal to a Club – where a Club (or committee on its behalf) is the Controlling Body and that Controlling Body has made a decision involving Misconduct or a Dispute, any party covered by that decision may appeal such decision.
- 27.1.2 right of appeal to DNZ – Where DNZ (or committee on its behalf) is the Controlling Body and that Controlling Body has made a decision involving Misconduct or a Dispute, any party affected by that decision may appeal such decision to the DNZ Judicial Committee in accordance with this Constitution;
- 27.1.3 where the DNZ Judicial Committee has made a decision involving Misconduct or a Dispute any party affected by that decision may appeal such decision to the sport Disputes Tribunal of New Zealand. The procedure for the appeal shall be as set out in the rules of the Tribunal.

#### **C27.2 Procedure**

In determining any appeal, the DNZ Judicial Committee shall follow the procedures set out in the Regulations.

#### **C27.3 Stay of Execution**

Pending the determination of an appeal before it, the DNZ Judicial Committee or the Sports Tribunal of NZ, as the case may be, may grant a stay of execution of that decision which is being appealed.

## **RULE C28**

### **SPORTS DISPUTES TRIBUNAL OF NEW ZEALAND**

- C28.1** DNZ recognises the Sports Disputes Tribunal of New Zealand established by Sport and Recreation New Zealand as the appropriate forum to resolve certain sports related matters set out in the rules of that Tribunal.
- C28.2** Subject to rule C28.3, any member of DNZ who or which wishes to appeal a decision of the DNZ Board regarding any sports related matter where s/he/it has exhausted their rights of appeal within this Constitution, the Rules and/or the Regulations of DNZ may appeal to the Sports Disputes Tribunal of New Zealand. The rules of that Tribunal shall apply to any such appeal.

**C28.3** Any member who or which has a sports related dispute with DNZ may refer such dispute to the Sports Disputes Tribunal of New Zealand with the written agreement of the DNZ BVoard and the other party/s to the dispute, in accordance with the rules of the Tribunal.

**C28.4** The DNZ Board may provide for additional rights of appeal to the Sports Disputes Tribunal of New Zealand, and the referral of other sports related disputes to the Tribunal, in any Rules or Regulations made under this Constitution.

**C28.5** Where not specifically provided for in this Constitution, the Rules or the Regulations of DNZ, the DNZ Board may agree to refer certain sports related disputes to the Sports Disputes Tribunal of New Zealand as set out in the rules of that Tribunal.

## **RULE C29**

### **DOPING**

**C29.1.1** Subject to Rule 29.2, the rules of DNZ for anti-doping shall be the Sports Anti-Doping Rules made by Drug Free Sport New Zealand, and as amended from time to time.

**C29.1.2** Nothing in Rule 29.1 is intended to replace or supersede any applicable rule of FINA which may apply with respect to anti-doping matters provided the applicable rule of the international federation is consistent in all respects with the World Anti-Doping Code.

**C29.1.3** For avoidance of doubt, the Sports Anti-Doping Rules, referred to in Rule 29.2 shall replace all existing anti-doping rules, by-laws or regulations of DNZ.

**C29.1.4** To the extent of any inconsistency between the Sports Anti-Doping Rules and any Rule in this Constitution or any policy, regulation, or by-law of DNZ, the Sports Anti-Doping Rules shall apply.

**C29.2** The commission by a member of a doping offence is strictly forbidden and upon such notification to DNZ, DNZ shall suspend the member pending a hearing before the Doping Disciplinary Tribunal.

**C29.3** Under the rules of the Sports Disputes Tribunal of New Zealand, allegations of doping offences are to be heard by the Sports Disputes Tribunal of New Zealand at first instance. In other words, national sports organisations (NSO) will not need to hear or determine whether or not a doping offence has been committed. This stance has been adopted in response to strong preferences by NSOs and the NZSDA that doping cases be determined by an independent tribunal such as the Sports Disputes Tribunal of New Zealand.

## **RULE C30**

### **PECUNIARY PROFIT**

**C30.1** No member (or person associated with a Member) of DNZ, shall derive any income, benefit or advantage from DNZ where they can materially influence the payment of income, benefit or



advantage except where that income, benefit or advantage is derived from professional services to DNZ rendered in the course of business charged at no greater than current market rates or interest on money lent at no greater rates than current market rates.

**RULE C31**

**COMMON SEAL**

- C31.1 The common seal of the association shall be adopted by the Board who shall be responsible for the safe custody and control of it.
- C31.2 Whenever the common seal of the association is required to be affixed to any document, deed or other instrument, the seal shall be affixed pursuant to a resolution of the Board and the document shall be signed by any two members of the Board, or by one such member and the Administrator appointed by the Board.
- C31.3 The Board members that shall normally have custody of the Common Seal are the Chairperson and/or the Administrator.