

RULES

of

NEW ZEALAND SQUASH (Incorporated)

Amended to 18 December 2006

**RULES OF
NEW ZEALAND SQUASH (INCORPORATED)**
(Amended to 20 November 2004)

1. NAME

- 1.1 The name of the Association shall be “Squash New Zealand Incorporated”.

2. OBJECTS

The objects for which the Association is established are:

- 2.1 To control, advance and regulate the game of squash throughout New Zealand.
- 2.2 To make arrangements incidental to visits of all teams to New Zealand, and to manage and control all New Zealand representative teams playing within or outside of New Zealand.
- 2.3 To put in place processes as determined by the Association for the settlement of disputes or differences between Member Districts affiliated to the Association and for the hearing of any appeals as required by the Association
- 2.4 To make regulations, by-laws, policies and codes and procedures as determined by the Association for the government of the Association generally and to do all such lawful things as may be incidental to the above objects or any of them.
- 2.5 To affiliate to the World Squash Federation and to any other similar Association or Organisation.

3. POWERS

The powers of the Association shall be to:

- (a) Purchase, lease, hire or otherwise acquire and hold real and personal property, rights and privileges;
- (b) Control and raise money, including to borrow, invest, loan or advance monies and to secure the payment of such by way of mortgage, or charge over all or part of any of its real and personal property;
- (c) Sell, lease, mortgage, charge or otherwise dispose of any property of the Association and to grant such rights and privileges of such property as it considers appropriate;
- (d) Construct, maintain and alter any buildings, premises or facilities and carry out works it considers necessary or desirable for the advancement or improvement of such buildings, premises or facilities;
- (e) Determine, raise and receive money by subscriptions, donations, fees, levies, gate charges, sponsorship, government funding or otherwise;

- (f) Determine the Regulations, by-laws, policies, codes and procedures for the governance, management and operation of squash in New Zealand.
- (g) Determine, implement and enforce disciplinary procedures for its Members, and their members, including imposing sanctions;
- (h) Employ, determine and terminate staff and engage the services of personnel and organisations to work for and with the Association;
- (i) Engage, determine and terminate the services of personnel and organisations to advise the Association;
- (j) Contract, engage or otherwise make arrangements with any person or organisation to fulfil the Objects of the Association;
- (k) Be a member and contribute to the administration and promotion of the World Squash Federation;
- (l) Be a member of, affiliate or be associated in any other way, with any organisation which has objects which are similar, in whole or in part, to the Objects of the Association;
- (m) Determine who are its members;
- (n) Establish a Council, commissions, committees and other groups and to delegate its powers and functions to such groups;
- (o) Make and enforce rules of competitions, tournaments and events for squash in New Zealand
- (p) Develop national and other programmes for competing, coaching and officiating of squash;
- (q) Establish, organise and control international and national squash competitions, tournaments and events in New Zealand;
- (r) Award, grant or otherwise honour achievement and services to squash and the Association;
- (s) Select New Zealand and other representative squash teams and squads;
- (t) Undertake research of and about squash and related matters to fulfil the Objects of the Association;
- (u) Establish, maintain and have an interest in corporate or other entities to carry on and conduct all or any part of the affairs of the Association and for that purpose, to utilise any of the assets of or held on behalf of the Association;
- (v) Print and publish any newspapers, periodicals, books or leaflets and develop and implement any computer systems of software packages that the Association may consider desirable for the promotion of its Objects;
- (w) Produce, develop, create, licence and otherwise exploit, use and protect the Intellectual Property of the Association;
- (x) Purchase or otherwise acquire all or any part of the property, assets and liabilities of any one or more companies, institutions, incorporated societies or organisations whose activities or objects are similar to those of the Association, or with which the Association is authorised to amalgamate or generally for any purpose designed to benefit the Association;
- (y) Do any other acts or things which further the Objects of the Association, provided that the above powers shall not limit the rights and powers of the Association as an incorporated society under the Act.
- (z) Refer matters of national significance, disputes and other cases to the Sports Disputes Tribunal of New Zealand to be determined in accordance with its Rules.

4. INTERPRETATION

4.1 In these rules or in any of the by-laws of the Association unless a contrary intention appears, “Association” means “Squash New Zealand Incorporated”, “the Board” means the “the Board of the Association elected and appointed under the Rules of the Association”.

“Intellectual Property” means all rights or goodwill in copyright, business names, names, trade marks (or signs). Logos, designs, patents or service marks relating to the Association or any event, or any competition or squash activity or programme of or conducted, promoted or administered by the Association.

“National Representative” means a squash player or other member of a squash team or squad, who has been selected to play squash in an event or competition as a representative of New Zealand, and includes an umpire selected to represent New Zealand.

“Official” means any person who is appointed by the Board to positions of responsibility within the Association and which are unpaid, and includes national selectors.

All reference to Members shall apply equally to “Member Clubs”, “Member Districts”, “Honorary Life Members” and “Associate Members”. All reference to “Club Members” and “Players” shall refer to individual members of Member Clubs, Associate Members or Member Districts.

5. MEMBERSHIP

5.1 **Members of the Association shall consist of:**

5.1.1 **Member Clubs** being incorporated or otherwise as Squash Clubs in New Zealand and all Club Members whose membership of such Clubs entitles the Association to receive payment of subscription fees or levies from such Member Clubs based on the number of Members of such Clubs shall be deemed to be Members of the Association and subject to the control and powers of the Association as defined in these Rules.

5.1.2 **Member Districts** being incorporated Squash Districts consisting of Member Clubs within its District.

5.1.3 **Honorary Life Members** being persons elected for life at a General Meeting of the Association on the recommendation of the Board in recognition of services rendered to the Association and subject to such privileges as the Association may decide.

- 5.1.4 **Associate Members** being any organisations or persons involved with the game of squash or operating squash facilities, and not otherwise able to be admitted to membership of the Association as a Member Club as defined in rule 5.1.1. Admission to Associate Membership shall be subject to the approval of the Board and shall attract such privileges as the Board may from time to time decide.

Non-profit sports clubs or incorporated societies as defined by the Income Tax Act and Incorporated Societies Act, whose aims and objects are the promotion and participation of the game of squash would not normally qualify for Associate Membership

5.2 **Election for Membership:**

- 5.2.1 **Applicant Clubs** desirous of joining the Association shall apply directly to the District Association in the area in which the Club is situated for membership of the District Association.

The application shall be considered by the District Association who at its discretion may accept or refuse any application for membership of the District Association. Upon the affiliation being accepted the District Association concerned shall advise the Association of the receipt of an application and the acceptance of the applicant Club for membership. It shall be a condition of the acceptance of any application for membership of the District Association that the applicant Club shall become a member of the Association. Each Club so applying must furnish such particulars and information as the District Association may require. In the event of an application being refused by the District Association then the applicant Club shall have a right of appeal to the Association.

- 5.2.2 **Member Districts** shall be formed by application to the Association by a group of Member Clubs in the same geographical area who are desirous of forming a District Association. The application shall be made to the Chief Executive and shall be considered and voted on by the Association in General Meeting. Composition of a Member District shall be as in Rule 20.

- 5.2.3 Persons or organisations wishing to join the Association as an **Associate Member** shall make written application to the Chief Executive and all such applications shall be subject to the approval of the Board.

The annual subscription for Associate Membership shall be fixed in Annual or Special General Meeting of the Association as provided for in Rule 6.1.1.

Schools up to and including secondary school level, and owning or operating their own squash courts, or schools up to and including secondary school level that do *not* own or operate their own courts and whose pupils do *not* have access to the squash courts of an affiliated member club of Squash New Zealand, may apply to join the Association as an Associate Member and shall pay an annual subscription equal to 50% of the normal Associate Membership fee.

- 5.2.4 ASSOCIATE Members may affiliate individual players to the Member District in which they are situated on an annual basis by payment of a Graded Player Levy for each player registered on the Association's Grading List.

Each player applying for District Affiliation must do so through the Associate Member and shall furnish such particulars and information as the Member District may require. The Member District shall have the right to approve or decline an application for affiliation, but approval for such affiliation shall not unreasonably be withheld. In the event of an affiliation being refused by a Member District, the player shall have the right of appeal to the Board.

The Graded Player Levy shall be set at a figure equal to the Squash New Zealand Individual *Senior Equivalent Member* (SEM) Affiliation Levy plus the District Affiliation Levy applying during the year in which affiliation is applied for, except in the case of pupils attending schools that are Associate Members of the Association in which case the Graded Player Levy shall be rebated to equal the Individual SEM Levy applying during the year in which affiliation is applied for.

Squash New Zealand shall be responsible for collecting the Graded Player Levies from the Associate Member and each Member district shall be responsible for collection of Associate Members in their district.

5.3 **Resignations from Membership**

No Member shall retire from the Association until the Member has paid the subscription and any arrears or debts due to the Association. Should such arrears or debts not be paid then any future application to re-enter membership of the Association may require that such arrears and debts be paid before acceptance of membership.

5.4 **Removal from Membership**

The Board shall have the power from time to time to remove from the list of Members any Members whose subscriptions remain unpaid for more than one (1) calendar month from the date on which the subscription fell due.

5.5 **Annual Membership Return**

5.5.1 For the purposes of maintaining the *National Club Member Register*, a return of members (in the form prescribed by Squash New Zealand, including full name and residential address of each club member as at 1st June) shall be forwarded by each club to the national office of Squash New Zealand by 30 July each year.

5.5.2 For the purposes of principle ii of the Privacy Act (1993) all members of clubs will be deemed to be aware of clause 5.5.1 above relating to disclosure of personal information and to have given their authorisation to such disclosure.

5.5.3 All clubs shall, for the purposes of compliance with the Privacy Act (1993) draw attention of prospective members to provisions of 5.5.1 above.

6. SUBSCRIPTIONS

6.1 **Subscriptions shall be fixed as follows:**

6.1.1 The Board shall have the power to fix, as it thinks fit, the subscription and/or subscriptions and any fees or levies to be paid by various categories of membership.

6.2 Subscriptions shall be due and payable in two installments with 50% of the full subscriptions payable by 30 April and final payment of the balance by 31 August in each year. Subscriptions of new members shall be due on the date of approval and must be paid within one month of such date.

6.3 Member Clubs must within 7 days of a request being made, supply a full list of their membership to the Association.

7. GENERAL MEETINGS

7.1 Annual General Meeting:

The Board shall arrange for the Annual General Meeting to be held annually at such time and place as the Association or Board may decide.

Notices of any Annual General Meeting shall be sent by the Chief Executive by circular to all Member District Associations and members of the Board not less than 30 days prior to the date thereof for such an Annual General Meeting, such notice to state all business which it is proposed to place before any Annual General Meeting of the Association.

7.2 Special General Meeting

The Association or Board may arrange any Special General Meeting at any time and place as the Association or Board may decide. Notices of any Special General Meeting shall be sent by the Chief Executive by circular to all Member Districts and members of the Board not less than 30 days prior to the date thereof for the Special General Meeting, such notice to state all business which it is proposed to place before the Special General Meeting of the Association. Notwithstanding this requirement for calling a Special General Meeting, the Board shall within 14 days after a requisition in writing signed by three (3) Member Districts or by three (3) Members of the Board (which requisition shall set out the business proposed to be transacted at such meeting) convene a Special General Meeting for any purpose or purposes. At any such meeting only the business set forth in the notice shall be dealt with.

7.3 Attendance at General Meetings:

The following shall be entitled to attend General Meetings:

7.3.1 Patron and Life Members of the Association.

7.3.2 Members of the Board

7.3.3 Each Member District shall be entitled to nominate to attend one Delegate per 450 Senior Equivalent Members (SEM's) declared by clubs affiliated to the Member District as at 31 August in the year of the Annual General Meeting, rounded to the nearest whole number, with a minimum entitlement of three (3) Delegates per Member District.

7.3.4 For the purpose of District Voting Entitlement, each Graded Player on the August Grading List affiliated to a Member District through Associate Membership shall count as one Senior Equivalent Member (SEM).

7.4 Voting at General Meetings:

- 7.4.1 Subject to rules 7.4.2, 7.4.3 and 7.4.4 each Delegate present in accordance with 7.3.3 shall have one vote and voting shall be by show of hands or secret ballot if called for. No person or persons other than a delegate may vote.
- 7.4.2 Any Delegate may at any time by notice in writing or by telegram, cable, telex, facsimile communication or other similar means to the Association appoint any person including any other delegate to be his/her delegate to attend meetings of the Association on his/her behalf, to vote and generally act for him/her in his/her capacity as a delegate of the Association as fully and effectually to all intents and purposes as such delegate could do in his/her own proper person if personally.
- 7.4.3 Such notice of appointment must be received by the Association at least seven days prior to any meeting otherwise such notice shall have no force or affect.
- 7.4.4 A vote in accordance with terms of notice under section 7.4.2 shall be valid notwithstanding the absence of the delegate.
- 7.4.5 The Chairman of the meeting, whether or not the Chairman is a Delegate, shall have a casting vote.

7.5 No Member District may have more than two Delegates from the same Member Club. If a Delegate is unable to attend the meeting then the Member District shall be entitled to appoint another person to act. No person shall be entitled to be a Delegate for a Member District unless that person belongs to a Member Club within that District.

7.6 Procedure at General Meetings:

At all General Meetings the chair will be taken by the Chairman of the Board. In the absence of the Chairman of the Board, then from among the Board members generally a Chairman shall be elected to remain in the chair until the arrival of the Chairman of the Board.

7.7 The quorum at a General Meeting shall be at least *five* persons present and representing at least *five* Member Districts.

8. FINANCE, ANNUAL REPORT AND AUDIT

8.1 The financial year of the Association shall end on the 30 September in each and every year.

- 8.2 A report of the year's activities and an audited Statement of Accounts shall be prepared by the Board for presentation to the next Annual General Meeting.
- 8.3 At the Annual General Meeting of the Association an Auditor shall be appointed to audit the accounts of the Association and to certify the annual balance sheet. In the event of the Auditor being unable to act the Board shall have power to appoint another Auditor until the next Annual General Meeting. No person shall be appointed to hold office as Auditor who is a Board Member or Delegate to the Association.
- 8.4 The Board shall control and invest the funds of the Association. All funds shall be paid into a Bank or Banks and the signature of at least two members of the Board shall be necessary for withdrawal or the issuing of Bills of Exchange (i.e. cheques) unless otherwise delegated by the Board.

9. ALTERATION TO THE RULES

- 9.1 The Rules of the Association may be altered, repealed or replaced by a resolution of a three-fifths majority of votes recorded at any General Meeting.

The notice for calling the General Meeting shall have specified the proposed alteration, repeal or substitution, but nothing in these Rules shall prohibit the amendment at any General Meeting of any proposal which has been specified in the notice calling the meeting. Notice of any motion importing a change to the Rules shall be forwarded in writing to the Chief Executive not later than 40 days before the date of the General Meeting, 30 days notice of such proposed alteration to be given to all Members.

- 9.2 Notices of motion of proposed changes to any by-laws of the Association and any general remits shall be forwarded to the Chief Executive not later than 40 days before the date of the General Meeting with 30 days notice of such proposals to be given to all Members.

10. BY-LAWS

- 10.1 Unless otherwise directed by a General Meeting the Board shall have power to make, alter or repeal such regulations, by-laws, policies, codes and procedures as it may think fit for the well-being of the Association, and the decision of the Board on all questions shall be final and binding unless and until set aside or varied by the Association in General Meeting.

11. BORROWING POWERS

- 11.1 The Association may at the discretion of the Board raise or borrow money upon any mortgage or debentures or other security charging any of the real or personal property of the Association or any part or parts thereof and the Association may borrow any money whether by way of overdraft or otherwise without security at the discretion of and upon such terms as the Board may from time to time decide.

12. USE OF FUNDS

- 12.1 No profit or other funds of the Association shall be used or made available to be used for private pecuniary profit of any person either during the life of the Association or on dissolution.

13. COMMON SEAL

- 13.1 The Board shall provide a Common Seal for the Association and the Board shall have the power from time to time to destroy the same and substitute one in lieu thereof.

The Common Seal shall be kept by the Chief Executive and shall be used only when directed by the Board and for the purpose of executing documents and shall be affixed in the presence of two members of the Board.

14. BOARD & BOARD MEETINGS

- 14.1 Subject to the decisions of the Association in General Meeting, the management and control of the Association affairs and property, both real and personal, shall be vested in the Board.

- 14.2 The Board shall consist of:

14.2.1 Up to six persons elected by the Annual General Meeting under rule 14.5;

14.2.2 Up to two members of the Board co-opted by the Board under rule 14.7

- 14.3 In the exercise of their vote members of the Board shall have regard to the interests of the game of squash throughout the country as a whole, and where appropriate throughout the world.

- 14.4 The Board shall appoint a Chief Executive and such appointment may be on such terms and conditions as the Board may determine.

- 14.5 Elected Board members shall be elected at the Annual General Meeting. Nominations for election to the Board shall be forwarded in writing to the Chief Executive no later than 40 days before the date of the Annual General Meeting and 30 days notice of such nominations shall be given to all members. In the event of their being insufficient or no nominations for the positions, nominations from the floor shall be accepted by the meeting, but provided any person whose nomination has been submitted in writing for any of the elected Board positions shall automatically be elected to that position. Nominations for election to the Board shall only come from Member Districts and any District can nominate candidates from anywhere in New Zealand. Nominees must be a financial or life member of a member club.
- 14.6 Elected Board Members shall not be a District President or Chairperson.
- 14.7 Co-opted Board members may be appointed at any time by the Board. The Board may advertise publicly or invite applications for the position of co-opted Board member. A co-opted board member need not be a member of the Association.
- 14.8 Elected Board members shall remain in office for a term of 2 years before taking compulsory retirement. Retired elected Board members are eligible for nomination and re-election to the Board at the Association's Annual General Meeting.
- 14.9 The term of office for co-opted Board members shall be for a period as determined by the board up to a maximum of two years. A co-opted Board member may be reappointed to the Board for further terms of office
- 14.10 The Board shall, at its first meeting following each Annual General Meeting elect a chairman of the Board.
- 14.11 The chairman of the Board shall chair all meetings of the Board but in the absence of the chairman the Board shall elect a substitute to chair the Board.
- 14.12 Each Board member shall only have one vote at Board meetings.
- 14.13 In the event of a tie in any voting issue the person chairing the meeting shall have a casting vote.
- 14.14 The Board shall meet a minimum of six times between Annual General Meetings, at such times and places as it may decide. Such meetings shall be called by the chairman of the Board. Where the chairman of the Board is not available then the Chief Executive has the power to call a meeting or alternatively, three members of the Board can call a meeting.
- 14.15 The quorum at a Board meeting shall be four Board members.
- 14.16 In the event of any vacancy occurring on the Board between Annual General Meetings the Board may appoint a person to fill such a vacancy until the following Annual General Meeting, unless there are insufficient members of the Board to form a quorum in which case a Special General Meeting shall be called to elect a substitute Board member.
- 14.17 The Board shall have the power to delegate all or part of its powers to any sub-committee, person or persons as the Board in its sole discretion may deem fit.
- 14.18 The Board shall manage, control and otherwise carry out the objects of the Association

15. PATRON

15.1 A Patron may be appointed at any Annual General Meeting.

16. SELECTORS

16.1 Selectors shall be appointed annually by the Board, normally at the Board Meeting held immediately prior to the Annual General Meeting.

16.2 The Board shall call for nominations from Districts and Clubs to be in no later than 40 days prior to the advertised appointment time.

16.3 Selection panels in both number and compilation with regard to Senior, Junior and Masters teams shall be as determined by Board policy. Such policy shall be advised at the time of calling for nominations.

16.4 Duties of Selectors shall be selection and submission to the Board for ratification of all players to represent New Zealand and any other selection requirements called on by the Board from time to time including selection of the most improved players.

17 DISCIPLINE AND JUDICIAL PROCEEDINGS

17.1 The Board shall subject to these Rules refer such matters as it so determines to the Judicial Panel for hearing and determination in accordance with the Association's Policy on Misconduct, Disciplinary Procedures and Judicial Proceedings, including but not limited to the following:

17.1.1 Allegations of misconduct by a competitor, player, official, Club Member, Member Club, Member District, Honorary Life Member or Associate Member.

17.1.2 Allegations that a player, official, Club Member, Member Club, Member District, Honorary Life Member or Associate Member, has acted in a manner that is prejudicial to the objects of the Association; or has refused or failed to comply with a provision of these rules or any regulations, by-laws, codes, policies or procedures of the Association; and generally any disputes that arise between Member Districts or between Member Districts and Associate Members;

17.1.3 An appeal by an individual member or Member Club from a decision of the Member Club or Member District (as the case may be) provided that the individual member or Member Club has first exhausted all avenues of appeal under the Constitution of the Member Club.

17.2 All matters relating to doping offences will be dealt with in accordance with the Squash New Zealand Anti-Doping Code.

- 17.3 A decision of the Judicial Panel may be appealed to the Sports Disputes Tribunal of New Zealand as set out in the Association's Policy on Misconduct, Disciplinary Procedures and Judicial Proceedings.

18. CONTROL OF BANNED SUBSTANCES

- 18.1 All matters relating to the control of banned substances and doping offences will be dealt with in accordance with the Squash New Zealand Anti-Doping Code as amended from time to time.

19. DISTRICTS

- 19.1 The Districts shall be those areas recognised as Member Districts by the Board with the boundaries of such Districts to be determined by the Board.
- 19.2 The Board is empowered at its discretion to alter such boundaries and to recognise such further Districts as shall apply to become Member Districts.
- 19.3 The Board shall have regard to the following criteria before acceptance of such Districts as Member Districts:

- 19.3.1 The minimum requirement for Districts shall be at least eight clubs owning or occupying their court or courts and each such Club to have at least 100 Club members and with a District total of at least 1,500 members.

Or

The geographical boundaries and the size of the area of the applying Districts are such that it is more practical and convenient for the administration of Squash in the area that such a District be formed.

- 19.3.2 Applicant Districts shall have held the status of Sub-District in accordance with Rule 21 hereof for not less than 2 years.
- 19.4 The Chairman of the Board shall arrange the Annual Meeting of all Presidents of Member Districts or the District President's substitute.

20. DISTRICT GOVERNMENT

- 20.1 The Member District shall be incorporated and shall act on behalf of the Association and shall be the local authority on behalf of the Association. The recognition by the Association of the Member District shall be deemed to be an agreement binding upon the District to enforce the rules of the Association and any breach of this agreement shall render the District liable for such penalty as the Association shall decide.

- 20.2 Affairs pertaining exclusively to Clubs within a District shall be under the control of the District subject to the right of the Association to intervene in matters effecting the Association where it sees fit. Each District shall draw up rules for the purpose of local government but such rules must not conflict with the Rules of the Association and shall be approved by the Association.
- 20.3 Member Club representation is to be provided for in District Rules subject to the right of each Club within the District to have at least one delegate present and voting at the District General Meetings.
- 20.4 Each District shall within 30 days after an Annual Meeting of the District, furnish to the Association a copy of its Annual report and duly audited Balance Sheet and the names and addresses of the Officers of the District.

21. SUB-DISTRICT GOVERNMENT

- 21.1 Any group of not less than four Member Clubs within a District with a total of not less than 750 members shall be entitled to apply for recognition by the District as a Sub-District and the District before accepting such Sub-District shall need to be satisfied that the proposed Sub-District forms an area of such a size and has such geographical features that it is more practical and convenient for the administration of Squash within the area that such a Sub-District be formed. In the event of recognition being accorded to a Sub-District Rules 21.3 to 21.7 apply to Sub-District government.
- 21.2 In the event of the refusal of the District to recognise an application for a Sub-District status such applicant shall have the right of appeal against such refusal to the Association.
- 21.3 Sub-Districts shall be incorporated and shall act on behalf of the District and the Association and shall be the local authority on behalf of the District and Association. The recognition by the District of a Sub-District shall be deemed to be an agreement binding upon the Sub-District to enforce the rules of the Association and any breach of this agreement shall render the Sub-District liable to such penalty as the District and Association shall decide. The District shall have the right to fix the amount of levies and fees due by each Member Club within the Sub-District payable for each financial year to the District *provided however* that the Sub-District shall have the right to appeal to the Association against the amount of such levies or fees.
- 21.4 Affairs pertaining exclusively to the Member Clubs within a Sub-District shall be under the control of the Sub-District subject to the right of the District and Association where they see fit. Each District shall draw up rules for the purpose of local government but such rules must not be in conflict with the rules of the District and Association and must be approved by the District and Association.

- 21.5 Member Club representation is to be provided in Sub-District rules subject to the right of each Club within the Sub-District to have at least one delegate present and voting at any Sub-District General Meeting.
- 21.6 Each Sub-District shall within 30 days after the Annual Meeting of the Sub-District furnish to the District a copy of its Annual Report and duly audited Balance Sheet, and addresses of the Officers of the Sub-District.
- 21.7 Each District shall include amongst its delegates to a General Meeting of the Association in accordance with Rule 7.3 hereof one delegate from each Sub-District *provided however* that no District shall be required to include amongst its delegates more than a total of two representatives from the Sub-District within its District.

22. MATTERS NOT PROVIDED FOR

If any matter shall arise which, in the opinion of the Board, is not provided for in this constitution then the same may be determined by the Board in such a manner as it deems fit, and every such determination shall be binding upon members unless and until set aside by resolution of a general meeting.

23. INDEMNITY OF OFFICERS

THE Members of the Board and all other officers or servants of the Association shall be indemnified by the Association from and against all losses and expenses incurred by them in the discharge of their respective duties, except as a result of their own wilful default.”

24. DISSOLUTION OR WINDING UP

- 24.1 Upon the winding up of the Association in accordance with Section 24 of the Incorporated Societies Act 1908, its assets (if any) shall be realised in such a manner as the executive committee may decide and after satisfaction of all debts and liabilities any surplus proceeds shall be distributed to a society, association or trust selected by the members in a general meeting which has substantially similar objects to the association.

END