



CONSTITUTION

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CLAUSE I - NAME

1. The organisation shall be called “University Sport New Zealand Incorporated”, referred to as “USNZ”.
2. USNZ shall be registered under the Incorporated Societies Act 1908.

CLAUSE II - MISSION STATEMENT

1. To create opportunities and develop the environment for University and other tertiary students to participate in sport and physical recreation at all levels.

CLAUSE III - INTERPRETATION

1. In this Constitution, unless the context otherwise requires:
 - (a) “Activity” includes but is not limited to tours, NZU fixtures, and coaching clinics conducted under the auspices of USNZ.
 - (b) “Council Committee” means the Executive of a Sports Council.
 - (c) “Delegate” means a person appointed in writing by a constituent to act as its representative and vote on its behalf
 - (d) “Elected Members of the Board,” means those people referred to in Clause 8, section 2(a), (b) and (c), that is the four people elected to the Board by voting members. The remaining members of the Board are not elected. They are: three co-opted lay members referred to in Clause 8, section 2(d), one person elected by Constituent Members referred to in Clause 8, section 2(e) and one person appointed by Te Mana Akonga referred to in Clause 8, section 2(f).
 - (e) “Event” means the inter-University sports contests held annually and such other times as determined from time to time by USNZ.
 - (f) “Board” means the Board of USNZ.
 - (g) “Intellectual Property” includes all rights or goodwill subsisting in copyright, names, trade marks, signs, logos, designs, trade secrets, know how, equipment, images, (including photographs, videos or films) or service marks (whether registerable or registered) relating to University sport or any competition or (sporting) activity of or conducted, promoted or advertised by USNZ whether past, present or future.
 - (h) “Sports Council” or “Council” means the body controlling each individual sport at national University level constituted under this constitution and USNZ policies.
 - (i) “Tour” means a tour of a NZU representative team or a tour of a team or specialist coach of a Sports Council.
 - (j) “University” means the institutions so defined in the Education Act 1989.
 - (k) “Polytechnic” means institutions so defined in the Education Act 1989.
 - (l) “Private Training Establishments (PTE)” means institutions so defined in the Education Act 1989.
 - (m) “Wananga” means institutions so defined in the Education Act 1989.

- (n) "University Students' Association" means an association of students recognised by a general meeting of USNZ.
- (o) "Voting Members" are Constituent Members and Sports Council Members who are eligible to vote at a General Meeting.

2. Where the context so requires, words importing the singular member shall include the plural; the masculine gender shall include the feminine, persons shall include companies and vice versa.

CLAUSE IV - OBJECTS

1. The primary object of USNZ is to create opportunities and develop the environment for University and other tertiary students to participate in sport and physical recreation at all levels.
2. The following shall be objects of USNZ insofar as they derive from the primary object, -
 - (a) To maintain and develop the necessary networks to support University Sport on a national basis.
 - (b) To facilitate the New Zealand Universities Games and other National University Championships.
 - (c) To establish, develop and maintain links with national sporting bodies and other relevant organisations.
 - (d) To facilitate opportunities for international university competition.
 - (e) To use and protect USNZ Intellectual Property.
 - (f) To do all other things conducive to the attainment of the above objects.

CLAUSE V - MEMBERS

1. Categories of Membership:

- (a) Constituent membership consists of New Zealand Student Associations or Universities, Polytechnics or Wananga who have met all requirements of constituent membership contained in this constitution and USNZ policies; and who have paid the necessary levies and fees for the year.
- (b) Associate membership consists of New Zealand Student Associations or Universities, Polytechnics, Wananga or PTEs who have met all requirements of associate membership contained in this constitution and USNZ policies; and who have paid the necessary levies and fees for the year.
- (c) Council membership consists of NZ University Sports Councils that have met all requirements of Sports Councils contained in this constitution and USNZ policies.
- (d) Each life member, Board Member, Blues Panel member, and each student who belongs to a constituent member organisation holds General Membership. General membership confers the right, within reasonable limits as determined by the chair, to attend and be heard at general meetings of USNZ.

- (e) Every member shall declare any conflict of interest prior to speaking to a motion whereby the member or a person associated with the member has a material financial interest.

2. Voting

- (a) Constituent members hold three (3) votes to cast at general meetings.
- (b) Sports council members hold one (1) vote to cast at general meetings
- (c) All constituent and council members are entitled to receive all relevant notices and papers, and to attend and exercise voting powers at USNZ General Meetings. Such members have the responsibility to advise the President and Executive Director of the address to send notices and papers.

3. Application for Membership –

- (a) Any New Zealand Student Association or University, Polytechnic, Wananga or PTE wishing to become a member of USNZ, or group wishing to form a Sports Council or University of New Zealand wishing to join USNZ shall apply in writing in such form as the Board from time to time prescribes.
- (b) Each application for membership must be approved by the USNZ Board before being considered at a General Meeting.
- (c) Each application for membership shall be considered at the next General Meeting of USNZ. A two thirds majority of those voting shall be required to admit a new member.

4. Life Membership

- (a) USNZ may by a two thirds majority vote of those members and sports councils present and voting at any general meeting elect to life membership any person in recognition of outstanding work for university sport.

5. Resignation of Membership

- (a) Any Constituent or Associate member wishing to withdraw from USNZ shall give 12 months notice in writing to the Executive Director and shall settle any outstanding debts and subscriptions and any other outstanding matter with USNZ before such withdrawal is effective.

6. Suspension or Termination of Membership

- (a) A general meeting may suspend a member until the next general meeting for failure to pay subscriptions or debts due to USNZ, or for activities which bring USNZ into disrepute. A suspended member remains liable for all levies during the time of suspension.
- (b) A member may be expelled by a simple majority of those voting on the matter at a General Meeting.

7. Sports Councils

- (a) Affairs specific to each sport shall be managed on behalf of USNZ by a Council for that sport where possible. The philosophy of USNZ is to devolve decision-making as far as it is practical.
- (b) The Board may admit the membership of a sports council if they provide (i) adequate proof of having representatives at four (4) member university campuses and more than 100 active members throughout the country, (ii) contact details, (iii) current copy of their constitution, budget, minutes of their most recent Annual General Meeting and other information as the Board may from time to time request.
- (c) Membership shall ordinarily lapse each year on 31st May.
- (d) Only one council per sport shall be admitted as a member of USNZ.
- (e) The activities of sports councils shall be subject to the general control of USNZ.
- (f) In the event of a dispute between a Sports Council, and USNZ the Board shall have the power to resolve the dispute, which it must exercise.
- (g) The contents of the constitution of a sports council shall not contradict the constitution of USNZ.

CLAUSE VI - GENERAL MEETINGS

1. General Meetings to be Held –

- (a) The Annual General Meeting shall be open to all members and held no later than 31 July each year.
- (b) The Half-Annual General Meeting shall be open to all members and shall be held no less than six weeks (6) prior to the end of the calendar year.

2. Notice of General Meeting

- (a) The President shall convene all General Meeting by giving not less than thirty days (30) notice of any such meeting to the constituent and council members.
- (b) The Board shall determine the manner by which notices shall be given. Notice of a General Meeting shall clearly state the nature of the business to be discussed.

3. Attendance at General Meetings

- (a) All constituents and councils are entitled to attend and exercise voting powers at General meetings.

4. Quorum for General Meetings

- (a) At any General Meeting delegates from five constituents (5) and five councils (5) or half the constituent and council members or their proxies, whichever is the lesser number, shall constitute a quorum.

5. Chairperson at USNZ Meetings

- (a) The Chairperson shall be the President of USNZ. If the President is unavailable the Vice President shall preside. If both are unavailable, the members shall elect one of their number to be Chairperson of the Meeting.
- (b) The Chairperson shall conduct the meeting in a proper and orderly manner.

6. Voting at General Meeting

- (a) Every question, matter or resolution shall be decided by a simple majority of the votes cast, except where otherwise specified in this constitution.
- (b) Constituent members hold three (3) votes to cast at general meetings. Council members hold one (1) vote to cast at general meetings. No person shall represent more than two (2) members.
- (c) Voting shall be by voice or by show of hands as the chairperson decides. Any voting member may request a written ballot.
- (d) A member may have their vote recorded in person or may give their proxy to another person. The delegation of proxy votes must be registered in writing with the chair of the meeting, and be signed by the member who is delegating their vote. An employee of University Sport New Zealand may not hold a proxy vote
- (e) General members shall not vote unless acting as a representative of a constituent or council.

7. Postal Ballot

- (a) Any motion that may be carried at a General Meeting may be carried by a postal ballot. On a postal ballot, each voting member has the number of votes as it would at a General Meeting.
- (b) Notice of a postal ballot must be the same as if it were a motion at a General Meeting. Any voting member desiring a postal vote on any motion must forward the text of the motion together with any explanation and the name of the seconder to the President at the registered office.
- (c) The President must forthwith send a copy of the motion, with any other relevant material, to all council members, constituent members, and Board members. Notice is deemed to take effect from the date the President sends a copy of the motion to all voting members.
- (d) If any member fails to vote at the expiry of the notice period, an email/fax or written reminder will be sent forthwith to that voting member by the president. If no vote is received from the voting member within seven days of sending the reminder, that member is deemed to have abstained from the motion.
- (e) When all votes have been received or seven days after such a reminder has been sent, the president must advise voting members and other persons who received the motion of its result. Any motion carried by a postal vote must be reported to the next general meeting and must be recorded in the minutes of that meeting.

8. Business of General Meetings

- (a) The business to be transacted at every AGM shall be:
 - (i) Approval of the minutes of the previous General Meeting.
 - (ii) The receiving of Board Reports and the statement of income, expenditure, assets, and liabilities, for the preceding year.
 - (iii) The audited Statements of Financial Performance and Financial Position shall be presented.
 - (iv) The receiving of sports council reports.
 - (v) Amendments to the Constitution.
 - (vi) General Business.
- (b) The business to be transacted at every Half AGM shall be:
 - (i) Approval of the minutes of the previous General Meeting.
 - (ii) The receiving of Board Reports.
 - (iii) The Election of Board members.
 - (iv) The election of the Constituent Representative.
 - (v) The appointment of an Auditor.
 - (vi) The appointment of a Solicitor.
 - (vii) Adoption of the Annual Plan and Budget.
 - (viii) Adoption of the Annual Levy approved by the Finance Commission.
 - (ix) Amendments to the Constitution.
 - (x) General Business.

9. Special General Meetings

- (a) The President shall convene a Special General Meeting
 - (i) When directed to do so by the Board; or
 - (ii) On the requisition in writing signed by not less than three (3) members of the Board or by three (3) constituent. Such requisition shall clearly state the reasons why such a meeting is being convened and the nature of the business to be transacted thereon
or
- (b) The President will convene the Special General Meeting within fourteen (14) days of receipt of requisition for a SGM.
- (c) The rules for the Chairperson, voting and quorum shall be as per normal General Meetings.
- (d) Only the business stated in the requisition may be transacted unless by unanimous consent of the meeting.

CLAUSE VII - ALTERATION OF THE CONSTITUTION AND BY-LAWS

1. Alterations shall only be made to the USNZ constitution at a General Meeting with a two-thirds majority of the votes cast.

2. Notice of any resolution to alter the constitution shall be circulated to constituents not less than ten (10) days prior to the meeting at which the resolution will be considered.
3. At any General Meeting at which a constitutional amendment is to be put, the President shall produce a letter from a Solicitor verifying that the amendment is legally acceptable and notifying any consequential amendments that will be required.
4. Alterations shall not be legal until registered with the Registrar of Incorporated Societies.

CLAUSE VIII - THE BOARD

1. The administration of the business of USNZ shall be vested in a Board.
2. The Board shall consist of –
 - (a) An elected President who shall be the Chairperson.
 - (b) An elected Vice-President
 - (c) Two further elected members
 - (d) Three members co-opted for their sport, management, information communications technology, or other expertise by the elected Board members.
 - (e) A member elected at the Half Annual General Meeting by Constituent members.
 - (f) A person appointed by Te Mana Akonga.
3. Board members shall be elected at the Half Annual GM of USNZ. The term of office for elected members shall be two years except that the term of office for the member elected by Constituent Members shall be one year. All elected members shall retire from office at the completion of their term but shall be eligible upon nomination for re-election.
4. The President and one of the two Board members shall be elected in even years. The Vice President and the other of the two elected Board Members shall be elected in even years.
5. Each Board member, except those co-opted under clause 8, section 2(d) of this constitution, shall present a written report of their activities and future plans to each AGM and Half-AGM of USNZ.
6. The President shall present a written report summarising the activities and future plans of the Board to each Board meeting.
7. Failure of a Board member to attend two USNZ Board meetings without an acceptance of apology by the USNZ Board during his/her term of office shall deem that Board member to have resigned.
8. Honoraria
 - (a) Each elected and appointed member of the Board, except the President, shall be eligible for an honorarium of up to \$800 gross per annum.
 - (b) The chairperson of any Board sub-committee shall be eligible for an honorarium of up to \$200 gross per annum.
 - (c) The President is eligible for an honorarium of up to \$2000 gross per annum.
 - (d) Honoraria will be allocated at the discretion of the elected members of the Board on the following basis:
 - (i) Each elected and appointed Board member has met their performance objectives for the term of office to the satisfaction of the elected members of the Board. These performance objectives shall be determined at the beginning of each term of office in conjunction with the President and agreed to by the Board.

- (ii) The elected and appointed Board member has presented, and had accepted, a written report to each Half-AGM and AGM held during his/her term of office.
 - (iii) The elected members of the Board are satisfied with the general quality of the duties undertaken by the elected or appointed Board member.
 - (d) Each co-opted member of the Board receives \$200 gross per Board meeting attended.
9. A Board member may be removed by a simple majority vote at any General Meeting or Special General Meeting provided that the President and member concerned have received a letter giving notice of such motion and the justifications for it at least fourteen (14) days prior to the meeting being held.

CLAUSE IX - POWERS AND DUTIES OF THE BOARD

1. The Board shall have full and complete control over all activities of USNZ, subject to:
 - (a) Restrictions imposed by this Constitution.
 - (b) Resolutions passed by General meetings.
2. The Board may set up sub-committees to facilitate its work.
3. Specific Powers of the Board
 - (a) The specific powers of the Board, insofar as they derive from general powers of the Board include strategic development and policy development around the following activities undertaken by USNZ:
 - (i) Exercise general supervision over university sport.
 - (ii) Organise and control the New Zealand Universities Games.
 - (iii) Grant NZU Blues on the recommendation of the Blues Panel following investigation into eligibility.
 - (iv) Develop, organise, deliver and participate in programmes of education and training.
 - (v) Act as arbitrator in matters of dispute between members on issues over which USNZ has control.
 - (vi) Exercise a final mandatory power in matters of dispute between members on matters over which USNZ has control.
 - (vii) Fundraise by levy, subscription, donation or sponsorship.
 - (viii) To apply funds to purposes in accord with the Objects.
 - (ix) Incur liabilities.
 - (x) Develop job descriptions and appoint and terminate staff (casual, contract, others).
 - (xi) Enter into and terminate contracts with athletes, staff members, sponsors, media and other persons, agencies or organisations.
 - (xii) Implement disciplinary procedures and impose sanctions and penalties.
 - (xiii) Establish tribunals, conduct hearings and hear appeals.
 - (xiv) Acquire by purchase, lease or grant any property or property rights to manage, let, sell, exchange or otherwise deal with property of USNZ.
 - (xv) Disseminate private or other information about members with their consent, via written declaration and subject to the purpose being in accordance with the objects of USNZ.

- (xvi) Subscribe to, affiliate to and co-operate with kindred or other organisations both national and international.
- (xvii) To produce, create, develop, license and otherwise use, exploit and protect the intellectual property of USNZ.
- (xviii) To do all such other things as are incidental or conducive to the attainment of the Objects of USNZ.
- (xix) To invite students from non-member tertiary institutions to compete in USNZ events.

CLAUSE X - BOARD MEETINGS

1. Meetings of the Board are to be held at least four (4) times a year and at other times as directed by the Board or requested by three or more Board members.
2. Meetings may be conducted in person, by conference call, or any other means agreeable to the Board.
3. A quorum of any meeting shall consist of five (5) members.
4. In the event of voting being equal, the Chairperson shall exercise a casting vote in favour of the status quo.
5. The Executive Director shall circulate the agenda, Executive Director's report, President's report and papers to the representative of all constituent members three working days prior to Board meetings. Council members may receive reports and papers on request.
6. The Executive Director shall circulate minutes of all meetings to the representative of all constituents within ten (10) working days of a Board meeting. Council members may receive minutes on request.

CLAUSE XI - FINANCES

1. As soon as practical after the end of each financial year the Executive Director shall cause to be prepared a statement containing particulars of:
 - (a) The audited statements of financial performance and financial position.
 - (b) A schedule of the assets and liabilities and all mortgages, charges and securities affecting the property of USNZ at the close of that year.
2. All such statements shall be examined by the Auditor who shall present a report upon such audit to the President prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.
3. The Financial year of USNZ shall end 31 December in each year.
4. The constituent members shall subscribe levies at a Finance Commission meeting to be held annually in conjunction with the Half Annual General Meeting. At such a meeting each constituent member shall have one vote. Sports Councils shall not be a member of nor vote at a Finance Commission meeting. The President shall preside over the Finance Commission meeting, but shall have neither a deliberative nor casting vote.
5. The Half-Annual General meeting shall approve a budget for USNZ for the following year, noting the levy set by the Finance Commission.

6. No addition to or alteration of the aims, personal benefit clause or the winding up clause shall be approved without the approval of the Inland Revenue Department. And the provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.
7. Any income, benefit or advantage shall be applied to the objectives of the organisation. No member of the organisation or any person associated with a member shall participate in or materially influence any decision made by the organisation in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever.
8. Any such income shall be reasonable and relative to that which would be paid in an arms length transaction (being an open market value)."

CLAUSE XII - COMMON SEAL

1. The Common Seal of USNZ shall be that adopted by the Board who shall be responsible for the safe custody and control thereof.
2. Whenever the Common Seal of USNZ is required to be fixed to any deed, document, writing or other instrument the Seal shall be affixed pursuant to a resolution of the Board, by the President or the Executive Director, and the person so affixing the Seal shall at the same time sign the document to which the Seal is affixed.

CLAUSE XIII - NEW ZEALAND UNIVERSITIES BLUES

1. The New Zealand Universities Blues shall be the recognition of sporting excellence awarded by USNZ. The recipient shall have shown outstanding performance and sporting conduct in his/her chosen sport, in the year for which the Blue has been awarded.
2. There shall be a standing committee whose name shall be the New Zealand Universities Blues Panel to consider all nominations for the New Zealand Universities Blues and any related matters.
3. New Zealand Universities Blues shall be awarded in accordance with the above provisions and in accordance with the procedure laid down in any policies set by the Board.

CLAUSE XIV - LIQUIDATION

1. In the event of the liquidation or dissolution of USNZ, not less than thirty (30) days notice shall be given to the constituents, of any Notices of Motion resolving that USNZ be liquidated, and any such resolution when passed by a general meeting shall in accordance with the Incorporated Societies Act 1908, be confirmed at a subsequent General meeting called together for that purpose and held not earlier than thirty (30) days after the date on which the resolution so to be confirmed was passed. For the purposes of this clause "Resolution" means a resolution carried by a simple majority of the valid votes cast by members voting at the General meeting in accordance with the provision in these rules and the resolution shall be taken to be confirmed at the subsequent General meeting if the confirmation is carried out by the like majority.

2. In the event of the liquidation or dissolution of USNZ, all property both real and personal shall after payment of all costs, debts and liabilities rest in Trustees to hold a trust for any similar organisation. The Trustees to hold such property must be specified before the liquidation or dissolution takes effect.

CLAUSE XV - ELECTIONS

1. Returning Officer

- (a) The Executive Director shall be the Returning Officer for all elections unless otherwise specified by the Board.
- (b) The Returning Officer shall have general responsibility for the conduct of elections.
- (c) When multiple elections are to be held they shall be held in the following order: President, Vice President, ordinary elected members of the Board.

2. Notice of election

- (a) The elected members of the USNZ Board shall be elected annually at the Annual General Meeting of USNZ to hold office immediately until the next election at the next AGM.
- (b) The Returning Officer of USNZ shall give a minimum of thirty (30) days notice of an election. Such notice shall give the time, date and location of the election and the time date and location where nominations shall close.
- (c) Notice of an election shall be sent to all constituents, sports councils and the student newspaper of each constituent.

3. Nominations

- (a) Nominations shall be in writing, signed by the nominee, and lodged with the Returning Officer on the official application form approved by the Returning Officer at least 14 days before the General meeting at which the election is to take place.
- (b) No later than two working days after applications have closed the Returning Officer shall inform all constituents and sports councils in writing of the names of all candidates and shall circulate copies of their application forms.
- (c) If at the commencement of the meeting there are insufficient numbers of candidates nominated, nominations may be taken from the floor of the meeting.
- (d) A candidate may stand for more than one position, but may only hold one position.
- (e) A constituent member shall endorse nominees for elected positions on the USNZ Board.

4. Ballot Paper

- (a) The Returning Officer shall determine the ballot paper. It shall include information detailing the position(s) to be elected, the nominees, the number of votes for each

elector, the method of determining the successful nominees, and any other information the Returning Officer determines is useful.

- (b) The Returning Officer shall regard as valid any voting paper on which the intention of the voter is clear.

5. Voting

- (a) No person other than the Returning Officer and one scrutiner for each nominated person shall be present at the counting of votes.
- (b) Voting shall be by way of a written ballot, the ballot shall not be secret and the returning officer shall permit any member or candidate to see how the votes were cast.
- (c) No confidence shall be included in all ballots.
- (d) The Returning Officer shall rank the candidates from the highest polling candidate to the lowest and shall fill the vacancies for the election on the basis of that ranking.
- (e) Each candidate must receive more votes than no confidence to be eligible for election.
- (f) In the event that not all vacancies on the Board are filled, the Returning Officer shall reopen applications and give notice of a new election.

6. Disputes

- (a) In the event of a dispute arising from the result of an election the decision of the Returning Officer shall be final, subject to any appeal made in respect of (b) below.
- (b) Any appeal against the conduct or result of an election must be lodged with the President of USNZ within forty-eight (48) hours of the announcement of the result.
- (c) An appeals committee of the Board shall hear any appeal against the ruling of the Returning Officer. It may hear appeals in person, on papers or any other method chosen. Its decision is final.

7. By-elections

- (a) In the event of a vacancy occurring the Board may appoint any person to fill the vacancy until such time as a person is duly elected to fill the vacancy.
- (b) A by-election must be held within two (2) months of a vacancy of an elected position on the Board arising, although no by-election will be held within the two (2) months prior to the annual election date.
- (c) The conduct of a by-election will follow the procedures of Clause XV 1 through 6 and 8, excluding section 2(a)

8. Elections by postal ballot

- (a) The election of unfilled Board positions, vacated Board positions and the constituent representative may be conducted by postal ballot.

9. Te Mana Akonga Representative

- (a) The Tumuaki of Te Mana Akonga shall advise the President in writing who the representative of Te Mana Akonga shall be. Any change in representation will be notified in writing.

10. Other

- (a) Any matters relating to the conduct or rules of USNZ elections not dealt with in this section shall be decided by the Board, except that matters arising on the day of the election shall be decided by the Returning Officer.