



Board Summary Comments on new Constitution December 2017

1. Introduction

- Current Constitution (“Rules”) last amended in 2012
- Hockey NZ amended its Constitution in 2015
- Important areas of the Constitution do not reflect modern & best practice
- Number of tidy-up aspects

2. Major Proposed Changes

- 2.1. Name of Document – change from “Rules’ to “Constitution”.
 - Reflects legal reality
 - Consistent with Incorporated Societies Act changes
- 2.2. Membership (Clause 7) – identified two types of membership (Club & School) & clarified the process for becoming affiliated.
 - Recognises the reality of the types of entities we have playing hockey
 - Codifies a clearer process for becoming a Member
- 2.3. Officers (Clause 10) – reduce number of Vice Presidents from two to one, remove the requirement for male & female Vice Presidents, remove limitation of terms for Presidents.
 - Officers roles are more than just ceremonial
 - No need for two Vice Presidents
 - No need to codify gender balance
- 2.4. Voting Entitlements (Clause 11.6) - separates the Members voting allocations, removes the Junior Management Committee.
 - The voting allocation is still based on playing numbers for Clubs & Schools
 - Removal of Junior Committee as junior teams incorporated into Clubs & Secondary Schools
 - Retain Umpire Committee voting as many are not represented within Clubs & Schools
 - Recognise Life Members input by being able to attend, speak and vote at meetings
 - Comparison of Voting Entitlements:
 - Clubs: 2016 - 38%/ 2017 – 60% (note 2017 now includes junior teams)
 - Schools: 2016 – 26%/ 2017 – 20%
 - Junior Schools: 2016 – 4%/ 2017 – 2%
 - Life Members: 2016 – 30%/ 2017 – 13%
 - Umpires: 2016 – 2%/ 2017 – 5%

- 2.5. Proxies (Clause 11.7) – allows for the appointment of a proxy to vote at General Meetings on behalf of a delegate.
- 2.6. Amendment of Constitution (Clause 12) – sets out the process for amending the Constitution.
- Allows for the Board to amend the Constitution in relation to limited administrative or technical matters.
 - This would allow for pending changes to the Incorporated Societies Act to be complied with efficiently, without having to call a General Meeting.
- 2.7. Board Membership (Clause 13) – Directors to be a mix of Elected (4) & Appointed (up to 3), new election process that allows for an electronic election process before the AGM, with the outcome announced at the AGM and new clause expressly allowing Directors and employees to be indemnified for their acts and omissions in their capacity as Director or employee.
- Best practice is that appointments must be on merit
 - Election still allows members to nominate appropriately qualified persons
 - Appointment allows the Board to balance the skill sets needed by a progressive organisation
- 2.8. Election of Directors (Clause 13.2) – simpler process.
- New process for appointing Elected Directors:
 - First past the post ballot
 - Election to take place before the AGM, with the results announced at the AGM
 - Option for postal or electronic ballot
 - New clause allowing Directors and employees to be indemnified and insurance to be effected:
 - Provided the liability is not criminal and the Director or employee is acting in good faith and for a proper purpose
 - Insurance can be effected, with Directors being required to sign a certificate stating the insurance is fair and details being entered in an interests register
- 2.9. Finance-Balance Date (Clause 15.2) – Balance date to be 31st December.
- Will allow more efficient completion of year end financials – Christmas break will not impact preparation & audit, considerable number of rep teams active in October
 - Annual General Meeting will be at a more relevant time (within 5 months of Balance Date)
 - Hockey NZ is 31st December