

Memorandum to OBU Members

Re: Western Suburbs RFC

In recent times, Wests Juniors have approached OBU informally about the creation of a 'Rugby Path' for their Junior players. It is clear that Wests Seniors continues to rapidly decline as an effective entity and with just the one team remaining in their club (Reserve Grade Division 2, 'Mixed Veges') they are unable to provide an effective means for Junior players to progress to senior levels with an easily identifiable, active path and a supportive senior club to make it work.

It is also important to note that Wests Juniors have been by far the largest Junior Club in Wellington for 40 years and it is a vital component in game development for pre-secondary school Rugby and OBU should be doing as much as we can as a good WRFU citizen to help preserve this important nursery. The purpose of this paper is to outline some proposed changes, actions required and a timeline to effectively and efficiently absorb Wests Juniors into the OBU fold and in essence make Wests Senior Club defunct.

Firstly, it needs to be clear that this is not an 'Amalgamation' in the traditional sense, but we need to ensure that elements of the important history of Wests, Athletic, Karori and Onslow Rugby Clubs are preserved as part of our obligations to the broader Wellington and New Zealand Rugby communities.

However, OBU will not be taking on any of Wests current facilities, such as their clubrooms. We will however need to look in future about how to store / display any of their clubroom's memorabilia, honours boards etc, but this is an item only likely to come to the surface for resolution in a couple of years, while the negotiations with WCC and other interested parties continue. West Juniors will continue to use Ian Galloway for most of their Rugby programme, OBU will be helping with our existing Junior bookings at Boyd-Wilson Field too. West Mixed Veges will of course be welcomed back to OBU, having been a VUW & OBU Reserve Grade team up until 1994. They will be able to retain their current jersey as it is already a correct colour match with OBU official colours. Next new jersey round they will add the OBU logo.

In short, it is proposed Wests Juniors will become 'OBU Roosters Junior Club' and Wests will be renamed as such and will still effectively continue as their own individual operational entity but only with respect to Junior rugby. The Junior management committee will be invited to have at least one representative on the OBU Executive Committee and the Senior Club will look to have a reciprocal representative on the Junior Club management committee. It is also important to note that any assets the Wests Juniors bring with them will be 'ring fenced' to ensure they remain for their use. Funds currently with Wests Junior Club are to be protected for Junior Club use. The Junior club will be affiliated to OBU and be a member of OBU. The lease for the Wests Clubrooms will remain with the Junior club.

The easiest way to meet the legal requirements is to make some OBU Constitution changes and to pass appropriate resolutions at the next AGM (or Special General Meeting if required). To make life easier, it is proposed to bring the OBU AGM forward from its February time slot. If however this becomes problematic (i.e getting audited accounts ready etc) a Special General Meeting may need to be called. This is looking like a late November date to work in with Wests' proposed final AGM where they will ratify their changes required. Other actions require approval from the WRFU Rugby Board, agreement in principle has already been obtained and once the details of the proposal are known, final sign off should be forthcoming.

Below are the proposed Rule Changes & Timeline to make this happen. One item not included in Rule changes is the proposal/requirement to bring Wests existing Life Members and Vice Presidents into the fold, retaining their current status under OBU. This is most likely going to be easiest completed through a resolution at OBU's AGM, draft resolutions added below.

Proposed OBU Constitution Changes

10. THE EXECUTIVE

10(a) The Club shall have an Executive, comprising of the following persons:

The President;

The Chair;

The Club Captain(s);

The Secretary;

The Treasurer;

~~The Junior Convenor~~

One person nominated by the Junior Club

The delegate to the Wellington Rugby Football Union;

Any other members as the Club shall decide from time to time.

12. Nomination of Executive members

12(a) Nominations for members of the Executive (other than the person nominated by the Junior Club) shall be called for at least 21 days before notice of an Annual General Meeting. Each candidate shall be proposed and seconded in writing by members and the completed nomination delivered via email to the Secretary at least 5 days before notice of the Annual General Meeting is sent to financial members. All retiring members of the Executive shall be eligible for re-election.

13. Appointment of Executive members

At the Annual General Meeting, the members may decide by majority vote:

13(b) Who will have the title of President, Chair, Club Captain(s), Secretary, Treasurer, ~~Junior Convenor~~, WRFU Delegate and Vice-President(s) (if any);

16. Annual general meeting

16(d) The business of the Annual General Meeting will be to:

- Receive the Executive's annual report and the financial statements presented in accordance with clause 40 of this constitution.
- Provide a list of Nominees for the Executive (other than the person nominated by the Junior Club) and information about those Nominees if it has been provided. (The Secretary must not provide Members with information exceeding one side of an A4 sheet of paper per Nominee).

18. Voting at general meetings

18(a) All members may attend and vote at General Meetings. All Members are entitled to one vote with the exception of the Junior Club which is entitled to three votes.

18(h) The three votes that the Junior Club is entitled to shall be exercised by its three representatives with each entitled to one vote."

21. Quorum

21(a) Subject to clause 18 the quorum for any General Meeting will be constituted as the presence of 14 financial members at the meeting. For the purposes of determining the Quorum, each of the three representatives of the Junior Club shall be deemed to be a financial member.

23. Types of membership

23(a) A member is either an Ordinary Member, a Life Member, a Vice President, an Honorary Vice President, **the Junior Club**, a Junior Member or an Honorary Member

23(g) A Junior Member is either an NZRU and Junior Club registered player or a parent of a registered player with the Junior Club (who have paid appropriate subscription either "individual" or "family"). Junior Members have all rights and benefits of full membership with the exception of Voting Rights at Annual General Meetings and Special General Meetings. Junior Members who leave the Junior Club to go to secondary school are eligible to stay Junior Members and be registered on the OBU and Junior Club membership register each year until they leave secondary school

23(i) The Junior Club which is affiliated to the Club and has the object of promoting and administering junior rugby

Definitions

“Junior Club” means the OBU Roosters Junior Rugby Club Incorporated or any successor body whether incorporated or unincorporated.

Timeline

Date	Item	Notes
12/08	OBU Committee Meeting	Issue Raised. Agreed in principle
30/08	Obtain support of 2 clubs to proposal	Complete
04/09	Agenda item to WRFU Rugby board	Verbal item
10/09	WRFU Rugby board meeting	'Agreement in Principle'
12/09	Draft Comms with OBU Life Members, VP's, Exec	'Wests OBU' paper
16/09	Comms with OBU Life Members, VP's, Exec sent	'Wests OBU' paper
20/09	Preliminary feedback OBU Life Members, VP's, Exec	'Wests OBU' paper
23/09	Comms with all OBU Members Rule changes	'Wests OBU' paper
01/10	Final proposal to WRFU Rugby board	Board paper
03/10	Feedback from all OBU Members Rule changes	'Wests OBU' paper
03/10	Final Rules changes and AGM Resolutions agreed	'Wests OBU' paper
08/10	WRFU Rugby board meeting	Sign off
08/10	Paper to WRFU Board of Directors meeting	
11/10	OBU Call for AGM nominations of officers	
15/10	WRFU Board of Directors meeting	
25/10	OBU AGM nominations of officers received	
25/10	List provided of Wests officers and members	
01/11	OBU Notice of AGM (21 days written notice)	Includes proposed Rule Changes 'Wests OBU'
?/11	Wests Notice of AGM (7 days written notice)	TBA
22/11	OBU AGM	Proposed date
?/11	Wests AGM	TBA

Proposed AGM resolutions

**34th Annual General Meeting of
Wellington College Old Boys and Victoria University Rugby Football Club Inc.**

**Friday 25 November 2024 commencing at 6:00pm
Venue: OBU Function Room, Cambridge Hotel, Cambridge Terrace, Wellington**

Agenda Item:

3.00	Amendments to WCOB&VUWRFC Inc Constitution	Secretary
3.01	Incorporating Wests Juniors	Secretary
3.02	Proposal to add Western Suburbs RFC Life Members to OBURFC Members Register	Secretary
3.03	Proposal to add Western Suburbs RFC Vice Presidents to OBURFC Members Register	Secretary
3.04	Protection of Western Suburbs Junior Club Funds	Secretary

AGM Minute Item:

3.0	Amendments to WCOB&VUWRFC Inc Constitution		
3.01	Incorporating Wests Juniors		
	It was proposed that changes to the WCOB&VUWRFC Inc Constitution as set out in the document tabled named 'Wests OBU'		
		Moved	Seconded
Minute Item	It was moved that changes to the WCOB&VUWRFC Inc Constitution as set out in the document tabled named 'Wests OBU'		
Resolution	It was resolved unanimously that changes to the WCOB&VUWRFC Inc Constitution as set out in the document tabled named 'Wests OBU'		
3.02	Proposal to add Western Suburbs RFC Life Members		
	It was proposed that all existing & living Life Members of Western Suburbs RFC be added to the Members Register of OBURFC, retaining their current status & title, effective from the date of Western Suburbs RFC final AGM		
		Moved	Seconded
Minute Item	It was moved that that all existing & living Life Members of Western Suburbs RFC be added to the Members Register of OBURFC, retaining their current status & title, effective from the date of Western Suburbs RFC final AGM		
Resolution	It was resolved unanimously that that all existing & living Life Members of Western Suburbs RFC be added to the Members Register of OBURFC, retaining their current status & title, effective from the date of Western Suburbs RFC final AGM		
3.03	Proposal to add Western Suburbs RFC Life Members and Vice Presidents to OBURFC Members Register		
	It was proposed that all existing & living Vice Presidents (who are not also Life Members) of Western Suburbs RFC be added to the Members Register of OBURFC, retaining their current		

	status & title, effective from the date of Western Suburbs RFC final AGM and payment of the OBURFC Vice President subscriptions by 31 May 2025 in accordance with Section 38 of the OBURFC Constitution.		
		Moved	Seconded
Minute Item	It was moved that all existing & living Vice Presidents (who are not also Life Members) of Western Suburbs RFC be added to the Members Register of OBURFC, retaining their current status & title, effective from the date of Western Suburbs RFC final AGM and payment of the OBURFC Vice President subscriptions by 31 May 2025 in accordance with Section 38 of the OBURFC Constitution.		
Resolution	It was resolved unanimously that all existing & living Vice Presidents (who are not also Life Members) of Western Suburbs RFC be added to the Members Register of OBURFC, retaining their current status & title, effective from the date of Western Suburbs RFC final AGM and payment of the OBURFC Vice President subscriptions by 31 May 2025 in accordance with Section 38 of the OBURFC Constitution.		
3.04	Protection of Western Suburbs Junior Club Funds		
	It was proposed to note that Wests Junior Club had considerable funds dedicated to the development of Junior Rugby. It was the wish of the existing Wests Club that these funds continue to be held separately for the original purpose.		
		Moved	Seconded
Minute Item	It was moved that any funds being transferred from the Wests Junior Club remains protected for the use of Junior Rugby Development and the Executive of OBURFC be instructed to ensure it is separated for its intended purposes.		
Resolution	It was resolved unanimously that any funds being transferred from the Wests Junior Club remains protected for the use of Junior Rugby Development and the Executive of OBURFC be instructed to ensure it is separated for its intended purposes.		

Memorandum of Understanding: Existing Wests Junior Club Funds Protection

As part of the processes and requirements to incorporate Wests Junior Club under OBURFC's banner, to be known as 'OBU Roosters Junior Club,' it is hereby agreed that any funds currently under the control of Western Suburbs Junior Club will remain as a separate fund specifically tagged for the operation and development of Junior Rugby and the Junior rugby club. This includes any costs associated with the Wests Clubrooms.

It is hereby agreed by Wellington College Old Boys & Victoria University of Wellington Rugby Football Club Inc to honour the intent and ensure the protection and integrity of said funds and account for them separately in Annual Accounts, Annual Reports and report on them at Annual General and/or Special General Meetings.

Hereby signed under the Common Seal of Wellington College Old Boys & Victoria University of Wellington Rugby Football Club Inc:

Te Wehi Wright
Chair

Richard Boag
Secretary

Michael Brodie
President

Dated this _____ day of _____ 2024