

Constitution Of

Rangiora Photographic Society Incorporated

September 2017



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CONSTITUTION OF RANGIORA PHOTOGRAPHIC SOCIETY INCORPORATED

- As amended at the annual general meeting of the society on 12 September, 2017

1 NAME

The name of the society shall be Rangiora Photographic Society Incorporated.

2 OBJECTS

The objects of the society shall be to:

- a. Promote the fuller and wider enjoyment of photography;
- b. Engage in any such activities, which may be conducive or incidental to the attainment of the above object;
- c. Encourage social interaction and co-operation among members.

3 MEMBERSHIP

- a. The membership of the society shall be open to any person with an interest in photography who applies, verbally or in writing, for membership. Where approval is declined by the society, the applicant shall be notified in writing of the reason(s) for rejection.
- b. Admission to membership shall be confirmed on payment of the annual subscription for the current year.
- c. Any member wishing to resign from the society may do so in writing to the secretary of the society.
- d. Life members: on the recommendation of the committee, a general meeting of the society shall have power to elect members to life membership. Life members shall enjoy all the privileges of financial members without the further payment of subscription.
- e. Termination of membership:
 - i. Any member whose conduct is alleged by the committee to be prejudicial to the interests of the society and inconsistent with its objects shall be notified in writing of the conduct complained of and invited to respond. Where the response received is considered to be unacceptable, a special general meeting of all members may be called to which the member involved shall be invited to attend to respond verbally and/or in writing to the allegations.
 - ii. If, after considering the written and/or oral submission from the person whose termination is proposed, and provided at least two-thirds of those present at the special general meeting agree to terminate membership, the member complained of shall cease to be a member of the society forthwith.
- f. Persons under 18 years of age at the time of joining or renewal of membership shall be Junior members and zero subscription shall be due for such members who will be entitled to all the rights and privileges of ordinary members.

4 SUBSCRIPTIONS

- a. Subscriptions to the society shall be determined at each annual general meeting for the next calendar year (January 1st to December 31st) and shall be due on the 1 January following and payable within three (3) calendar months of falling due.
- b. Members whose subscriptions are not paid within three (3) calendar months of falling due shall be deemed to have resigned and are no longer financial members of the society.
- c. Persons admitted to membership of the society during the second half of the calendar year shall pay one-half of the annual subscription set for that calendar year.

5 ANNUAL GENERAL MEETING

- a. The annual general meeting of the society shall be held during the month of September in each year.
- b. Nominations for all executive and committee positions shall be in writing and be in the hands of the secretary no later than seven (7) days before the date set for the annual meeting. Nominations shall be signed by the nominator, seconder and nominee. Any position(s) not filled by written nomination prior to the annual general meeting may be filled by verbal nomination from the floor at the annual general meeting.
- c. The business of the annual general meeting shall be to receive and consider reports of the committee and the accounts and balance sheet, to elect officers and members of the committee, and to transact other business that may legally be brought forward.
- d. The minutes of the previous Annual General Meeting and the accounts and balance sheet to be received and considered at the current Annual General Meeting shall be circulated to all members of the society at least two (2) weeks before the Annual General Meeting.

6 OFFICERS

- a. The officers of the society shall be the president, vice-president, honorary secretary, and honorary treasurer, or a combined position of honorary secretary/treasurer, who shall be elected by a majority of the members of the society present at the annual general meeting or a special general meeting.
- b. The officers shall hold office from date of the last meeting of any calendar year until the last meeting of the following calendar year. They shall be eligible for re-election.
- c. There shall be up to four trustees, being the president, vice president, secretary and treasurer, or combined secretary/treasurer. All cheques must be signed by any two (2) trustees.

7 COMMITTEE

- a. The committee shall consist of the officers and five (5) members of the society who shall be elected by a majority of the members of the society present at the annual general meeting.
- b. The retiring president shall be an ex-officio member of the committee.
- c. Committee members shall hold office from the date of the last meeting of each calendar year until the last meeting of the following calendar year. Committee members shall be eligible for re-election.
- d. The committee shall have power to co-opt up to two (2) further persons as necessary. These co-options shall normally be used to bring skills into the committee that the committee does not have.
- e. At its first meeting following the annual general meeting the committee shall appoint a competitions secretary from among its membership.

8 FUNCTIONS OF THE COMMITTEE

- a. To conduct the affairs and to further the objects of the society.
- b. To keep usual and proper books of account and other records of society business.
- c. To notify members of the society by circular or public notice at least fourteen (14) clear days before the date set for the annual meeting or special general meeting and of the business to be transacted.
- d. To submit a report and balance sheet for the preceding financial year to the annual general meeting.

9 VACANCIES ON COMMITTEE

In the event of a vacancy or vacancies occurring on the committee, or in any office of the society, the committee may fill such vacancy for the unexpired term of office.

10 MANAGEMENT

- a. The management and control of the affairs of the society shall be vested in the committee which shall exercise all the powers of the society which are not expressly required to be exercised by the society in general meeting or as otherwise provided by these rules.
- b. The committee shall have authority to draw up rules regarding the use of the society equipment and shall have full power to regulate the use of such equipment.

11 FINANCIAL YEAR

The financial year of the society shall commence on 1 July of each year and conclude on 30 June of the following year.

12 SPECIAL MEETINGS

A special general meeting may be convened at any time by virtue of a resolution of a general meeting or of the committee, or following a written request signed by not fewer than five (5) members specifying the object thereof, and shall be held not sooner than fourteen (14) days nor later than thirty (30) days after the passing of the resolution or of the receipt by the secretary of a written request.

13 VOTING

- a. Only those members who are financial shall be permitted to vote at any meeting of the society. Written proxies specifying the name of the person authorized to act on an absent member's behalf shall be admitted provided they are delivered to the secretary prior to the commencement of the meeting. A member shall have the right to change or revoke his or her proxy at any time up to the commencement of the meeting by notice in writing to the secretary.
- b. Voting shall be by ballot, or a show of hands, as the meeting shall decide.

14 QUORUM

At all general meetings a minimum of ten (10) members who are entitled to vote shall constitute a quorum. The quorum for committee meetings shall be no fewer than one half of the total membership of the committee.

15 CONTROL AND USE OF FUNDS

- a. All monies shall be received on behalf of the society by the honorary treasurer who shall administer the funds as directed by the committee.
- b. The committee may raise loan money only with the consent of two-thirds of the financial members attending the annual general meeting or a special general meeting called for the purpose of approving such a loan.
- c. Pecuniary profit: No member of the society, or any person associated with a member, shall participate or materially influence any decision made by the society in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever. Any income paid shall be reasonable and relative to that which would be paid in an arms length transaction (being the open market value). The provisions and effect of this sub-clause shall not be removed, and shall be included and implied into any document replacing this document.

16 WINDING UP

- a. The society may be voluntarily wound-up in accordance with the provisions of the Incorporated Societies Act 1908. After payment of the society's liabilities and expenses any surplus assets shall be distributed to organizations fostering photography which are located preferably within the boundaries of the territorial local authority in which Rangiora is situated.
- b. Any resolution to wind up the affairs of the society and distribute its remaining net assets after all liabilities have been met must be confirmed at a second special general meeting held not earlier than thirty (30) days after the date that the resolution to wind up the affairs of the society was passed.

17 ALTERATIONS TO THE CONSTITUTION

This constitution may be amended at any general meeting of the society, subject to the following:

- a. Notice setting out the wording of any proposed amendment to the constitution shall be given to each member of the society who is entitled to vote and any such change shall be circulated to all such members at least two (2) weeks prior to the meeting;
- b. The meeting may amend such proposals;
- c. No resolution of any such meeting shall effect any alteration to the constitution unless it be carried by a majority of at least two-thirds of the members present in person or by proxy and entitled to vote.
- d. Provided no addition to or alteration to this clause, the personal benefit clause, or the winding-up clause shall be approved without the approval of Inland Revenue.

18 COMMON SEAL

The common seal of the society shall be kept in the custody of the society secretary and shall be affixed to such documents as the committee may from time to time direct. The affixing of the seal shall be attested by the president, vice-president and secretary.

Constitution ENDS