

HUTT CAMERA CLUB INCORPORATED

Constitution
2012

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Constitution of the Hutt Camera Club Incorporated

THE SOCIETY

1.0 Name

1.1 The name of the Society shall be “Hutt Camera Club Incorporated” (“the Society”).

2.0 Registered Office

2.1 The registered office of the Society shall be at the address of the Secretary or at any such place as may from time to time be determined. Due notice of the location of the registered office or any change thereof, shall be given to the Registrar of Incorporated Societies within 14 days of any change thereof.

3.0 Purposes of Society

- To advance education by encouraging the study, appreciation and practice of photography, through lectures, workshops, competitions and exhibitions.
- To be beneficial to the community by promoting photography.

SOCIETY MEMBERSHIP

4.0 Membership

4.1 Any person may be admitted as an ordinary member or as an associate member of the Society, but none under the age of 16 are to hold office.

4.2 The Society shall consist of ordinary members, life members, associate members and honorary members.

5.0 Admission of members

5.1 Any person desiring to join the Society shall forward a written application to the committee, such application to contain the name and contact details of the applicant and whatever other particulars the committee for the time being may consider necessary or desirable. Admission of ordinary members and associate members shall be made by the committee. If the first annual subscription is not paid within 3 months of the date of election, such election shall be of no effect.

5.2 Associate members who are unable to attend the meetings and outings of the Society, will be entitled to receive the Society newsletter, but will have no voting rights.

5.3 Members may be admitted as life members of the Society for meritorious service in the interests of photography. The committee shall recommend candidates for life membership to the members for admission at an Annual General Meeting or Special General Meeting of the Society and their admission shall be by vote of the members

- 5.4 Admission of honorary members shall be by vote of the committee. Honorary members shall take no part in the management of the Society, may attend its meetings and outings, but may not vote at such meetings.
- 5.5 Any person who is not a Society member may attend up to three meetings of the Society before being required to pay membership fees. This period may be extended at the discretion of the committee.

6.0 Register of members

- 6.1 The Society shall keep a register of all its members which will show the name, contact details, the date he or she became a member and all subsequent changes as required by Section 22 of the Incorporated Societies Act 1908.

7.0 Subscriptions

- 7.1 The annual subscription for the following calendar year shall be as determined at the Annual General Meeting.
- 7.2 Classes of Members for subscription purposes are as follows:
- Full Member
 - Spouse / Partner
 - Student / Unwaged
 - Associate
- 7.3 Annual subscriptions (except the first subscription of a new member) shall fall due at the Annual General Meeting. Part yearly memberships, for those joining on or after 1st June, shall be pro-rata for the period 1 June to 30 November.

8.0 Members failing to pay subscriptions to cease being members

- 8.1 If any member fails to pay his or her annual subscription on or before the first Society meeting in March, notice shall be sent calling attention thereto. If the amount of such subscription is not paid on or before the 31st day of March following, the defaulter shall cease to be a member of the Society. However, if at any time he or she shall give the committee a satisfactory explanation; he or she may at the discretion of the committee and upon payment of all arrears, be re-admitted to membership.

9.0 Resignation of membership

- 9.1 Any member may resign his or her membership by giving the Secretary notice in writing to that effect.

MANAGEMENT OF THE SOCIETY

10.0 Officers

- 10.1 The Officers of the Society shall be President, Vice-President, Honorary Secretary, Honorary Treasurer and Honorary Competition Secretary.

11.0 Management Committee

- 11.1 The entire management of the Society (except as otherwise provided by this constitution) shall be delegated to a committee consisting of Officers and a minimum of 4, or a maximum of 7, elected committee members. The Immediate

Past President may be a member of the management committee for 1 year following his or her term of presidency. The committee shall have the power to appoint a member to fill any casual vacancy in the offices of the Society until the next Annual General Meeting.

- 11.2 Any committee member absenting himself or herself from 3 consecutive meetings of the committee without leave of absence shall be deemed to have forfeited his or her position on the committee. Acceptance of an apology shall be deemed grant of such leave.

12.0 Yearly programme

- 12.1 The committee shall be responsible for the drawing up of a programme for the calendar year following that which they are in office. The programme shall meet the stated purpose of the Society as set out in clause 3.0.

SIGNING OF DOCUMENTS

13.0 Common seal

- 13.1 The committee shall hold a common seal for the Society and they shall have the power from time to time to destroy the same and substitute a new seal in lieu thereof. The common seal shall be in the custody and under the control of the Secretary who shall affix the same to all instruments requiring the same, but only in pursuance of a resolution of the committee to that effect.

MONEY AND OTHER ASSETS OF THE SOCIETY

14.0 Borrowing powers

- 14.1 The committee may from time to time on a resolution of an Annual General Meeting or Special General Meeting and without negating any implied power to borrow at their discretion, borrow for the purposes of the Society from any persons, firms or corporation, any sum or sums of money on the securities on all or any of the Society's property (real or personal) assets and effects both present and future or any part thereof by legal mortgages or charges with powers of sale and other usual powers or by the issue of debentures or other obligations may be issued on such terms and conditions as to the rate of interest or otherwise as the committee sees fit.

15.0 Financial Year

- 15.1 The financial year shall end on the 30th day of September in each year, to which day the accounts of the Society are balanced.

16.0 Control of funds

- 16.1 The control and investment of the funds of the Society shall be with the committee. Banking operations, including online banking shall be carried out by the Honorary Treasurer, or in his or her absence, by a member appointed by the committee.
- 16.2 All cheques drawn on behalf of the Society shall have the signatures of the President, Secretary, Treasurer or other nominated committee member.

17.0 Treasurers Report

17.1 The Treasurer shall provide to the committee a monthly report showing the financial transactions for the preceding month and the current account balance. All supporting documents are to be made available upon request by the committee.

18.0 Appointing an Auditor

18.1 At an Annual General Meeting, the Society may by majority vote appoint someone to review the financials of the Society ("the Auditor"). The Auditor must be a member of the New Zealand Institute of Chartered Accountants or CPA Australia, and must not be a Member of the Society.

19.0 Preventing private pecuniary profit

19.1 Any income, benefit, or advantage must be used to advance the purposes of the Society.

19.2 No member of the Society, or anyone associated with a member, is allowed to take part in, or influence any decision made by the Society in respect of payments to, or on behalf of, the member or associated person of any income, benefit, or advantage.

19.3 Any payments made to a member of the Society, or person associated with a member, must be for goods or services that advance the purpose of the Society and must be reasonable and relative to payments that would be made between unrelated parties.

19.4 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.

ALTERING THE RULES

20.0 Rules

20.1 The committee may from time to time make, repeal and amend any rules (not inconsistent with this constitution) as they shall think expedient for the internal management and well being of the Society.

21.0 Interpretation of this Constitution

21.1 The committee is the sole authority for the interpretation of this constitution and of the rules made thereunder. The decision of the committee upon any question of interpretation or upon any matter affecting the Society and not provided for by this constitution or by the rules made, or to be made hereunder, shall be final and binding on the members.

22.0 Alteration to Constitution

22.1 This constitution may be added to, repealed or amended by resolution at any Annual General Meeting or Special General Meeting subject to provisions of clauses 23 and 28, provided that no such resolution shall be deemed to have been passed unless it be carried by a simple majority of half of the members

eligible to vote and who are present, plus one. For the purposes of this clause, members voting by proxy are deemed to be present.

- 22.2 No addition to or alteration of the non profit aims, personal benefit clause or the winding up clause shall be approved which alters the tax exempt status. 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.

MEETINGS

23.0 Four weeks notice to be given of Annual and Special General Meeting

- 23.1 At least four weeks before the Annual General Meeting or any Special General Meeting, a notice of the business to be conducted thereat shall be sent to each member and no business other than that of which notice has been given shall be brought forward at such meeting.
- 23.2 A Special General Meeting may be called at the instigation of the president or by a quorum of the committee or by requisition by not less than one third of the members of the Society. Such requisition to contain notice of the business to be transacted.

24.0 Procedure at meetings

- 24.1 At all General and Special Meetings of the Society the President and in his or her absence the Vice-President, or in their absence a member of the committee, shall take the chair. Every ordinary member or life member present shall be entitled to one vote upon every motion, and in the case of equality of the votes the chairman shall have a second or casting vote.

25.0 Proxy Voting

- 25.1 Any member entitled to attend and vote at a meeting may appoint a proxy to attend and vote on his or her behalf. The proxy form must be completed correctly and in the hands of the Secretary before the start of the meeting.

26.0 Quorums

- 26.1 The quorum at all meetings of the Society shall be ten voting members and at all meetings of the committee four.

27.0 Voting

- 27.1 The voting at all meetings, including meetings of the committee, shall be in the first instance by voice provided that if not less than 2 members shall so demand, voting shall be by a show of hands. Provided also that if not less than 2 members shall so demand voting upon the admission of a candidate shall be by ballot.

28.0 Annual General Meeting

- 28.1 The Annual General Meeting of the Society shall be held in the month of November in each year upon a date and at a time to be fixed by the committee for the following purposes:
- To receive from the committee the Annual report, Balance Sheet and Statements of Accounts for the preceding financial year.

- To elect Officers and the Management Committee and to appoint an Auditor for the ensuing calendar year.
- To decide on any resolution, which may be duly submitted to the meeting as hereinafter provided.
- To raise any matters of general business.

28.2 Any member desirous of moving any resolution at the Annual General Meeting shall give notice thereof in writing to the Secretary not less than 3 weeks before the date of such meeting. Such resolution shall bear the signature of the mover and seconder.

28.3 Nominations for all offices shall be submitted in writing to the Secretary not less than 3 weeks before the date of the Annual General Meeting. Such nominations shall be signed by the proposer and seconder and shall have the consent of the nominee. In the event of written nominations not being forthcoming, nominations shall be accepted from the floor of the Annual General Meeting.

WINDING UP

29.0 Winding up

29.1 The Society shall be wound up by a resolution passed at an Annual General Meeting or Special General Meeting, subject to the provisions of rule 23, or if membership drops to 10 or less voting members. If any property remains after the winding up or dissolution of the Society and the settlement of all the Society's debts and liabilities, that property must be given or transferred to another organisation that has tax exemption status, and is charitable under New Zealand law, and has purposes similar to those of the Society.

MISCONDUCT

30.0 Misconduct

30.1 If the conduct of any member shall be reported as objectionable, the committee shall on receiving a written complaint, or may on its own initiative, take the matter into consideration and notify the member of the complaint. The committee shall have the authority to require the offending member to attend a meeting of the committee to have his or her case heard.

30.2 If, after the member concerned has been heard at a meeting of the committee, his or her conduct shall be deemed by the committee to be contrary to this constitution or inconsistent with the character, welfare or interests of the Society, or such as to render him or her unfit to associate with members of the Society, the committee shall have the power by a majority decision of its members present at the meeting to expel or otherwise deal with the offending member or to suspend him or her for so long as the committee shall think fit.

30.3 If such member shall feel aggrieved by the decision of the committee he or she may, within 7 days after being notified in writing thereof, appeal by notice in writing to the Secretary. Thereupon within 28 days a Special General Meeting shall be convened at which the committee shall present a report, the member heard, and the matter determined by ballot. A simple majority of half the members eligible to vote, and present, plus one, shall be required to carry any

motion to either confirm the action of the committee or otherwise. For the purposes of this clause, members voting by proxy are deemed to be present.