

Rules of the Rotorua Camera Club (Incorporated)

May 7, 2008

1. NAME:

Name of Society shall be "Rotorua Photographic Society (Incorporated)" herein after referred to as the Society.

2. OBJECTS:

- a. To promote advancement and enjoyment of photographic science and art in all its applications.
- b. To promote friendship, cooperation, and exchange of information on photography amongst members and elsewhere.
- c. To affiliate, cooperate, or facilitate exchange of information and services with organizations having similar interests or likely to promote common interests.
- d. To hold or promote exhibitions, competitions, lectures, practical demonstrations, excursions, interclub visits and socials.
- e. To publish a magazine or literature relating to photography or club activities.
- f. To use the funds of the society as proper in payment of costs, expenses or further carrying out objects of Society.
- g. To purchase, administer, or otherwise acquire or dispose of any real or other property for the furtherance of the objects of the Society.
- h. To make such rules and by-laws as necessary for regulation of activities of the Society.
- i. To succeed to property, assets, rights and obligations of existing Rotorua Photographic Society.
- j. To engage in all such lawful activities conducive or incidental to attainment of the objects of the Society.

3. MEMBERSHIP:

- a. Any person of good standing may become a Member if proposed and seconded by two existing members in accordance with the rules and by-laws and share all the privileges of the Society.
- ~~b.~~ Any person of good standing under the age of eighteen years may become a Junior Member if proposed and seconded by two existing members in accordance with the rules and by-laws and have the privileges of a member .
- c. Any person rendering distinguished service to the Society may be granted Honorary life membership if proposed and seconded by two existing members in accordance with the rules and by-laws, enjoy the privileges of as member but not be required to pay membership fees.
- d. Any person may be granted Honorary Membership for a specified period if proposed and seconded in accordance with the rules and by-laws and enjoy all the privileges of a member except to vote, nominate, or hold office and not be required to pay membership fees for that period.
- e. Application for Membership must be in writing, signed by the applicant and moved and seconded by two existing members together with the required fee, and such application if approved by the Committee shall be deemed agreement to accept and abide by the rules and bylaws of the Society. The Committee shall not be called upon to give a reason for its decision, which shall be final.
- f. Annual Membership Subscriptions, determined only at Annual General Meetings, shall be due to on 31st March each year. Any member three months in arrears shall be deemed unfinancial and not entitled to vote, nominate, or hold office and having been advised of this such a person at discretion of Committee be deemed no longer a member of the Society but remain liable for membership fees due for the currant year.
- g. The Membership of any person may be determined by the Committee for any reason which it may consider sufficient in the interests of the Society any such person shall be asked in writing to withdraw from the Society within such time as specified. The Committee cannot be called upon to give a reason for its decision, which shall be final.

Rules of the Rotorua Camera Club (Incorporated)

May 7, 2008

- h. Every member shall on request be supplied with a copy of the rules and by-laws and be bound by these rules and by-laws.
- i. Any member may resign from the Society on giving to the Secretary prior notice in writing, of intention so to do and on paying fees of which no refund need be made.
- j. On termination of membership a person shall return all Society property in his possession, pay all money owing and be relieved of all right, interest, or title to the property, assets and privileges of the Society.

4. MANAGEMENT:

- a. The affairs of the Society shall be governed for the guidance of its operations and transaction of official business by the Committee.
- b. The Committee shall consist of President, Vice-President, Secretary, Treasurer, and six Committee members all with honorary positions.
- c. The committee shall from time to time, make repeal or amend by-laws, not inconsistent with these rules as they shall think expedient for the management and well being of the Society.
- d. The Committee shall carry out and enforce the rules and by-laws made in accordance with the objects of the Society for the management and conduct of the affairs, functions, activities of the Society.
- e. The Committee shall exercise supervision and control over the property of the Society and shall keep insured the whole insurable assets and any other risks as may be prudent. It shall make all purchases and order all repairs as necessary.
- f. Any member of the Committee absent without leave from three consecutive meeting shall vacate the office but be eligible for re-election.

5. OFFICERS:

- a. All officers of the committee shall be elected by ballot of members present and shall all retire annually at the Annual General meeting but be eligible for re-election.
- b. Each member may nominate for office one member in each of the offices of the committee. Such nomination must be accompanied by the consent (or if absent signed, proposed, seconded written consent) of the nominee as agreement accept office and carry out all duties required.
- c. Each member present is entitled to vote by recording on ballot provide the name of one candidate for each office and depositing ballot paper in receptacle provided.
- d. Ballot papers shall be counted by two scrutineers other than nominees, appointed by the meeting, and shall be only destroyed when so directed by resolution of the meeting and results declared immediately.
- e. If the number of nominations for each office is not in excess of number required, then those so nominated shall be declared elected and such committee shall appoint to office such members fit to fill remaining vacancies, provided that if number of vacancies is more than half number required fresh nominations shall be called for.
- f. Should the Presidents office fall vacant during the year the Vice-President shall automatically become President unless a General Meeting directs otherwise.

6. OFFICERS:

- a. The President shall promote the good conduct and welfare of the Society, carry out all normal duties appertaining to the office, preside over and regulate the proceedings of all meetings, present such reports as required at Annual General meetings, when properly authorised by the Society sign all written contracts, see that other officers perform duties adequately, and may be ex officio on any sub committee.
- b. The Immediate Past President on retiring at the Annual Meeting may become an ex officio member of the Committee unless elected to another office.

Rules of the Rotorua Camera Club (Incorporated)

May 7, 2008

- c. The Vice-President shall promote the good conduct and welfare of the society, help to coordinate the activities of the Societies, carry out the duties of President at any meeting or function of the Society from which he is absent, and such other duties as required in accordance with the rules and by-Laws.
- d. The Secretary shall keep a register of members as required, take minutes of all meetings, conduct the business and correspondence and such other duties as required in accordance with the rules and by-laws.
- e. The Treasurer shall be responsible for all money received and for such payments as authorised by the committee; keep proper books of account of all such receipts and payments and render such to the committee, or auditor as required; prepare annual accounts and balance sheet and furnish such returns as required to the Registrar of Incorporated Societies.
- f. The Committeemen shall undertake the organisation of some section of the activities, competitions, colour or monochrome divisions, or functions of the Society as required in accordance with the rules and by-laws.
- g. An Auditor, a member of New Zealand Society of Accountants shall be appointed at Annual General Meeting to audit the books and may be paid a fee for his services.
- h. A Patron may be appointed at Annual General Meeting.
- i. The Committee shall have the power to increase the Committee members to a maximum of 9 as Committee shall judge necessary from time to time to support the workload of the Committee.
- j. All persons who are Officers of the Club shall at all times meet the qualification requirements for officers of a charitable entity as set out in Clause 16 of the Charities Act 2005. These conditions are reproduced in Appendix 1 to these Rules for reference.

In the event that an Officer of the Club determines at any time that he/she fails to meet the said qualification requirements, he/she shall immediately advise the President of the Club who shall take such actions as are necessary to comply with the Charities Act 2005.

In the event that it comes to the attention of the Club that an Officer may not meet the said qualification requirements, the President shall seek a signed declaration from the Officer that the Officer meets the said qualification requirements. If it is then determined by Committee that the Officer does not meet the qualification requirements, the President of the Club shall take such actions as are necessary to comply with the Charities Act 2005.

7. MEETINGS:

- a. Annual General Meetings shall be held within one month of the end of the financial year for electing all officers for ensuing year; revising rules as necessary, reviewing activities in the past and the ensuing year, presenting balance sheet and financial and other reports as required. A Special Chairman may be appointed to preside over the election of officers and announce the ballot results when he will step down in favour of new President.
- b. Special General meetings may be convened by Committee or by a Requisition, signed by at least six members stating the purpose of such meeting. Such meetings shall be for making, amending or rescinding rule or by-laws, or any other management matters.
- c. Society Meetings for correspondence, business and other activities connected with objects of Society including competitions, lectures, practical demonstrations, other photographic shows shall be held regularly as decided.
- d. Committee Meetings for the guidance and management of the Society shall be held regularly as deemed necessary.
- e. Notice of Annual or Special General Meetings shall be sent to each member not less than fourteen days prior to ally such meeting and state the purpose of such meeting.
- f. Any notice sent to any member shall be made in writing or in any Society Publication to the last recorded address of that member and be deemed delivered two days after posting or by hand.

Rules of the Rotorua Camera Club (Incorporated)

May 7, 2008

- g. Notices of Motion for consideration by a General Meeting shall be in the hands of the Secretary twenty-one days prior to such meeting so due notice can be given.
- h. Minutes of all meetings shall be kept in permanent form and include date, place, purpose of meeting, officers present, all appointments and resolutions, account's passed for payment, correspondence read and approved.
- i. A Quorum of twelve members shall be necessary for any General Meeting, and five committee members for a Committee Meeting.
- j. Debating of Motions and Resolutions shall be carried out under the accepted parliamentary Rules of debate except where inconsistent with rules and by-laws of the Society.
- k. All resolutions shall be decided by a bare majority vote in the first instance by voices and in the cases of doubt by a show of hands and the ruling of the chairman shall be final unless any two members call immediately for a ballot then it shall be decided by this method. The chairman shall have deliberative vote and in cases of equal voting may exercise a casting vote usually to maintain the status quo, but each other member may record only one vote to each resolution and only financially members are entitled to vote.
- l. Rules shall be made; amended, rescinded only at general meetings of which due notice has been given. A 2/3 majority of membership present and entitled to vote is required, such alterations shall be sent to each member and to the registrar of Incorporated Societies with required fee immediately.

8. FINANCE:

- a. All money received on account of the Society shall be paid to its credit at offices of its Bankers within reasonable period of receipt.
- b. The Funds of the Club shall be controlled by the Committee and shall be utilised only in accordance with the rules and by-laws of the Society. All cheques to be signed by Treasurer and one of the two-committee members authorised to do so.
- c. No member shall receive any monetary gain (except for services rendered) from the operations or property of the Society.
- d. The Financial Year shall be from 1st February to 31st January next.
- e. The Committee may as determined at a General Meeting, borrow or raise money and secure repayment thereof by debentures or bonds payable to bearer or otherwise either secured or unsecured by mortgage or charge on all or any part of the property of the Society or by bills of exchange, promissory notes, other obligations or securities, and invest money in such ways as authorised for investment of trust money.
- f. A Statement of Income and Expenditure for the financial year and a Balance Sheet setting out assets, liabilities and mortgages etc. as at end of financial year shall be compiled, audited and presented at the Annual General Meeting and a copy sent to the Registrar of Incorporated Societies immediately after with the required fee.

9. GENERAL:

- a. The Registered Office of the Society shall be at the address of the secretary and immediate notification of change of situation of Office shall be given to the Registrar of Incorporated Societies.
- b. The Common Seal of the Society, kept in custody of Secretary shall not be affixed to any deed, instrument, contract, or paper without the authority of the Committee and such affixing shall be attested by the Secretary and two committee members.
- c. Interpretation of Rules and By-Laws or their application is within the power of the Committee unless an appeal is lodged.
- d. Public or Press statements purporting to be on behalf or by the Society may be made by no member except without prior authority of the President or a Committee meeting.
- e. The Society shall not take part in controversial matter of a party political, racial or sectarian nature.

Rules of the Rotorua Camera Club (Incorporated)

May 7, 2008

- f. Appeals may be lodged in writing by any member who finds cause for complaint with any operation of the Society but the decision of the Committee shall be final unless the required requisition for a General Meeting is produced.

10. DISSOLUTION:

- a. The Society shall be wound up if at a General Meeting of which due notice has been given a majority of Members personally present pass resolution to that effect and provided such resolution is confirmed by a subsequent General Meeting called for that purpose not less than thirty days later.
- b. On winding up the Society whether voluntarily or by order of the registrar of Incorporated Societies the proceeds of realisation after payment of liability of the society shall not be paid or distributed among the Society members or others, but shall be given or transferred to some other society or societies within New Zealand having objects similar to the Society and such a gift shall be determined by members of the society at or before the time of dissolution or in default thereof by the Supreme Court of New Zealand.

APPENDIX 1

REPRODUCTION OF QUALIFICATION CONDITIONS FOR OFFICERS OF CHARITABLE ENTITIES SECTION 16 OF THE CHARITIES ACT 2005

The following persons are disqualified from being officers of charitable entities registered under the Act:

- a) An individual who is an undischarged bankrupt
 - b) An individual who is under the age of 16 years
 - c) An individual who, or a body corporate that, has been convicted of a crime involving dishonesty (within the meaning of section 2(1) of the Crimes Act 1961) and has been sentenced for that crime within the last 7 years
 - d) An individual who is prohibited from being a director or promoter of, or being concerned or taking part in the management of, a company under section 382, section 383, or section 385 of the Companies Act 1993
 - e) An individual who, or a body corporate that, is disqualified from being an officer of a charitable entity under section 31(4) - *this refers to an individual who, or a body corporate that, is subject to an order by the Charities Commission disqualifying an officer of an entity removed from the Charities Register by the Commission, from being an officer of a charitable entity for a specified period not to exceed 5 years*
 - f) An individual who is subject to a property order made under the Protection of Personal and Property Rights Act 1988, or whose property is managed by a trustee corporation under section 32 of that Act
 - g) A body corporate that is being wound up, is in liquidation or receivership, or is subject to statutory management under the Corporations (Investigation and Management) Act 1989
 - h) In relation to any particular entity, an individual who, or body corporate that, not comply with any qualifications for officers contained in the rules of that entity.
- The Charities Commission may on written notice to an entity, waive the application of any of the disqualifying factors set out in subsections (a) to (g) above, in relation to an officer of that entity