

**CONSTITUTION AND RULES OF THE WAIKAWA RATEPAYERS AND
RESIDENTS ASSOCIATION (INCORPORATED)**

1. **THE** name of the Association is **“THE WAIKAWA RATEPAYERS AND RESIDENTS ASSOCIATION (INCORPORATED).”**
2. **THE Registered Office** of the Association shall be at the Secretary’s address, and notice of any change in the situation of the registered office shall be given to the Registrar of Incorporated Societies and all affiliated Associations, Societies or Clubs.
3. **THE OBJECTS OF THE ASSOCIATION ARE:**
 - (a) To promote, arrange for, control *and maintain* either alone or jointly or in co-operation with any other Association, Body or persons, the Ratepayers and Residents interests in the area of *WAIKAWA which comprises the area from Joseph Sullivan Drive to the Snout and Karaka Point.*
 - (b) Acquire (by purchase or otherwise) such equipment or recreational amenities as may from time to time be deemed desirable in order to provide amusements and a children’s playground as well as adult facilities.
 - (c) To do such other lawful things as are incidental or conducive to the attainment of the above objects, or any of them in the *interests of the RATEPAYERS AND RESIDENTS OF WAIKAWA.*
4. **MEMBERSHIP:** Shall be by election by ordinary resolution of the Committee and on payment of an annual subscription to be determined at the Annual General Meeting.
5. **OTHER ASSOCIATIONS:** Other Associations with kindred interests and objects shall qualify for membership and should this be desired will normally be granted on application being made to the Secretary.
6. **RESIGNATION:** A member may resign by letter addressed to the Secretary. He/She shall not, however, be entitled to a refund of any part of his/her current subscription.
7. **DISCIPLINING:** If the conduct of any member appears to the Committee to endanger the good order or welfare of the Association, the Committee may convene a Special General Meeting of the Association to consider the expulsion of such member. The vote at such meeting shall be taken by ballot. If at such meeting a resolution is carried by two thirds or upwards of the members present and entitled to vote to the effect that the name of such member be removed from the Register of Members of the Association. He shall cease thenceforth to be a member of the Association, but such ceasor of membership shall be without prejudice to the Association’s right to recover any subscription or other moneys then due and owing by such member.
8. **LIABILITY:** The Waikawa Ratepayers and Residents Association (Incorporated) and any Clubs or Associations affiliated thereto shall accept no responsibility in respect of any accident or damage suffered by members, by children, or by any other person or

persons involving use of equipment or recreational amenities as may have been provided by them in the area of **Waikawa**.

9. OFFICERS AND COMMITTEE:

(a) The officers of the Association shall be the President, Vice-President, Secretary and a Treasurer, who shall be elected each year at the Annual General Meeting of the Association. *All elected officers shall hold office until the next Annual General Meeting after their election, when they shall automatically retire, but shall be eligible for re-election.*

(b) *The Committee shall consist of eight financial members and must include at least two of the following, President, Vice-President, Secretary or Treasurer.*

10. THE management and control of affairs of the Association shall be vested in the Committee which shall have, and may exercise, all the powers of the Association which are not expressly required to be exercised by the Association in General Meeting or otherwise provided by these Rules.

11. ALL officers shall be nominated and elected at the Annual General Meeting of the Association. Where there are more candidates for office than the number specified by these Rules an election for office shall be conducted by secret ballot.

12. THE Committee may co-opt one or more additional members. Such co-opted members shall automatically retire at the next Annual General Meeting, but shall be eligible for election or further co-option.

13. IN furtherance and not in limitation of, and without prejudice to the general powers conferred upon the Committee by these Rules, or otherwise, howsoever, it is expressly declared that the Committee may exercise and perform the following powers and duties:-

(a) Carry out all contracts entered into by the Association.

(b) Recommend the rate of Annual Subscription.

(c) Delegate all or any of its powers or duties to sub-committees consisting of such member or members of the Committee, or of the Association, as may be thought fit by the Committee.

(d) Authorise and direct the Common Seal of the Association to be affixed to any document and nominate the members of the Committee to sign such document.

(e) Make Regulations or By-Laws dealing with any matters not provided by these Rules, provided that such Regulations or By-Laws are not repugnant to the provisions of the Incorporated Societies Act or to these Rules.

(f) Open accounts with a Bank, or Banks, and vary same from time to time and authorise persons to sign and endorse cheques and other negotiable instruments for and on behalf of the Association.

(g) At all meetings of the Committee six members shall for a quorum.

14. ANNUAL GENERAL MEETING of members of the Association shall be held in **March** each year or at a month that the Committee shall determine.

- 15. THE** business of the Annual General Meeting shall be to receive and consider the accounts and Balance Sheet *and Financial Report*, to elect Officers and members of the Committee and to transact any such business which under these Rules may be transacted at a General Meeting.
- 16. COMMITTEE, SPECIAL AND GENERAL MEETINGS:** The Committee may, whenever it thinks fit, convene a Special General Meeting and shall, on a requisition signed by twenty members and stating the business for which such meeting is required, convene a Special General Meeting.
- 17. (a)** At all meetings of the Association each financial member shall have one vote. In the event of there being an equality of votes the President shall have a casting vote in addition to a deliberative vote.
- (b)** Every question submitted to a meeting shall be decided in the first instance on the voices, and a declaration by the President that a resolution has been carried or lost on the voices, and an entry on the Association's Minute Book to that effect shall be conclusive evidence that such a resolution has been carried, or lost, as the case may be provided that any members entitled to vote may demand a show of hands or a secret ballot, in which case the President shall take a show of hands or conduct a secret ballot and shall declare the resolution to have been carried or lost in accordance with the votes recorded.
- 18. AT** any General Meeting *eight (8)* members shall form a quorum. Any General Meeting at which there shall not be a quorum fifteen minutes after the hour for which such meeting shall have been convened, shall stand adjourned to such date as shall be determined by a majority of the members present.
- 19. AT** least seven days' notice of the Annual General Meeting or a Special Meeting shall be given to each member entitled to vote thereat. Such notice shall be in writing and shall state the date, place and time of such meeting and the general nature of the business to be transacted. A notice shall be served by the Secretary upon each member whether personally, *or by email*, or by sending it through the post in a prepaid envelope. All notices served by post shall be deemed to have been served on the second day after the same shall have been posted.
- 20. FINANCE:** THE FINANCIAL YEAR OF THE ASSOCIATION SHALL COMMENCE ON THE FIRST DAY OF JANUARY IN EACH YEAR AND SHALL END ON THE THIRTYFIRST DAY OF DECEMBER OF THAT YEAR.
- 21. FINANCIAL ACCOUNTS:** *The accounts of the Association shall be reviewed by an appropriate qualified person who shall not be a member of the Committee and who shall be elected at the Annual General Meeting.*

22. SEAL: The Association shall have a Common Seal which shall be kept in the custody of the Secretary and shall not be affixed to any document or instrument except in pursuance of a resolution of the Committee and in the presence of two members of the Committee who shall sign every document or instrument to which the Seal has been affixed.

23. ALTERATIONS IN RULES/CONSTITUTION: These Rules may be altered, added to or rescinded at any Annual General Meeting or Special Meeting subject to the following conditions:

- (a) Seven days' notice stating the general tenor of any proposed alteration or addition to the Rules shall be given to each member who is entitled to vote.
- (b) The meeting may amend any proposals.
- (c) No resolution of any such meeting shall effect any alteration or addition to the Rules or *Constitution unless it be carried by a minimum of eight members present at such meeting and entitled to vote, and must include at least two of the following, President, Vice President, Secretary or Treasurer.*

24. WINDING UP: The Association shall not be dissolved except pursuant to the provisions of "The Incorporated Societies Act" and if upon the winding up or dissolution of the Association, there remain after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among members of the Association, but shall either be held in trust by the Registrar of Incorporated Societies or his nominee, or shall be given or transferred to some Society or Societies having objects similar to the objects of this Association. Such action will be determined by the members of the Association at or before the time of dissolution and in default thereof, by any Judge of the Supreme Court of New Zealand.

25. PECUNIARY PROFIT: No member or person associated with a member of the Association shall derive any income, benefit or advantage from the Association when they can materially influence the payment of the income, benefit or advantage.

26. ALTERATION OF RULES: No addition or alteration or *rescission* of the Rules shall be approved if it affects the pecuniary profit clause or the winding up clause.