

WANAKA  
BRANCH



# Wānaka Branch of the Royal Society Te Apirānga Rules

Adopted – 4 June 2013

Last Updated – 31 May 2024

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1. The Wanaka Branch of the Royal Society Te Apirānga is an unincorporated society (the society).
2. The objects of the society are:
  - 2.1 The advancement and promotion in the Wānaka region of science, technology and the humanities.
  - 2.2 To be a Regional Constituent Organisation of the Royal Society Te Apirānga representing the Wānaka region.
  - 2.3 Limited to those which are charitable in nature and within the meaning of the definitions relating to charities in the Income Tax Act 2007.

## MEMBERSHIP

- 3.1 Membership shall be of two classes: Ordinary Members and Student Members.
- 3.2 Subject to payment of the appropriate subscription any person may be accepted as an Ordinary Member.
- 3.3 Student Membership shall only be available to bona fide students engaged in full-time secondary or tertiary study. On termination of full-time study students must, if they wish to remain members, become Ordinary Members by payment of the full subscription.
- 3.4 Any member may resign membership by giving written notice to the Secretary and paying all subscriptions due.
- 3.5 No person ceasing to be a member shall have any claim upon the Society or its assets.

3.6 As a not-for-profit organisation, the officers and members may not receive any distributions of profit or income from it. This does not prevent officers or members:

- receiving reimbursement of actual and reasonable expenses incurred, or
- entering into any transactions with the organisation for goods or services supplied to or from them, which are at arms length, relative to what would occur between unrelated parties.

Provided no officer or member is allowed to influence any such decision made by the organisation in respect of payments or transactions between it and them, their direct family or any associated entity.

## **SUBSCRIPTIONS**

- 4.1 An annual subscription shall be paid per person. The subscription shall be \$35 per person or such other amount as shall be decided by the members at the Annual Meeting but until otherwise decided by members student members shall not be liable to pay a subscription.
- 4.2 Any member whose annual subscription is two years in arrears shall be deemed to have resigned from membership.

## **MEETINGS of MEMBERS**

- 5.1 Every member must be given notice of the time and place of each meeting of Members.
- 5.2 The notice must be given at least 10 days before the meeting. Each notice must include:
- An agenda for the meeting.
  - The text of any special resolution to be put to the meeting.
- 5.3 The Branch President or in his absence the Branch Vice-President will chair all meetings of members.
- 5.4 A quorum for Members' meetings shall be at least 10 members.
- 5.5 No business may be transacted at a meeting of members if a quorum is not present.
- 5.6 If a quorum is not present within 30 minutes of the start time for the meeting it will not proceed and the committee will decide whether it should be recalled.
- 5.7 Voting at each meeting of members will be by:
- voting by voice, or
  - voting by show of hands, or
  - in the case only of an election, and only if members so require, by ballot.
- The Chairperson will decide which of the first two methods is used but must comply with any request for voting by show of hands made by a member entitled to vote.

- 5.8 A declaration by the chairperson that a motion has been carried by the necessary majority shall be conclusive.
- 5.9 Subject to these rules every member over the age of 16 present shall have one vote.
- 5.10 All decisions of members on an ordinary resolution will be made by a majority of the votes of the members present and entitled to vote and on a special resolution by a 75% majority of the members present and entitled to vote.

## **OFFICERS and COMMITTEE**

- 6.1 The Officers of the Society shall consist of a Branch President, a Branch Vice-President, a Secretary, and a Treasurer (who may also be the Secretary) all of whom shall be elected each year at the Annual Meeting.
- 6.2 The committee of the Society shall consist of the officers and sufficient other members elected at the annual meeting to make a total of at least 7.
- 6.3 Nominations for the committee must be of an ordinary member, signed by another ordinary member as proposer and by the nominee, and received by the secretary at least 5 working days before the annual meeting. The names of those nominated and profiles if supplied shall be notified to members once the time for nominations has closed.
- 6.4 The committee shall have power to appoint a committee member to fill a vacancy or to co-opt ordinary members either until the next annual meeting or for a specified term or purpose.
- 6.5 The committee shall be responsible for the conduct of the Society's affairs but shall have no power to borrow.
- 6.6 The committee may regulate its affairs as it thinks fit and may meet in person or by telephone conference call or by exchange of electronic messages.

## **ANNUAL GENERAL MEETING**

7. An Annual General Meeting of the Society shall be held in the month of May in each year upon a date and at a time and place fixed by the Committee to consider the following business:
  - Receipt from the Committee of a Report, Balance Sheet and Statement of Accounts for the preceding financial year.
  - Election of the committee.
  - The fixing of the subscription for the year.
  - General business.

## **FINANCE**

- 8.1 The financial year of the Society shall be the year ending on 31 March.
- 8.2 All funds received by the Society must be banked to its bank account.

- 8.3 All cheques or withdrawals from the bank account must be signed by any two officers.
- 8.4 The committee must arrange for annual accounts of the Society to be prepared promptly after the end of each financial year.
- 8.5 The accounts need not be audited unless required by a resolution of the members at an annual meeting.

### **ALTERATION TO RULES**

9. These rules may be changed by a special resolution of the members. No addition to, deletion from or alteration of the organisation's rules shall be made which would allow personal pecuniary profits to any individuals. 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.

### **NOTICES**

- 10.1 All notices to members will be given by e-mail and shall be deemed to have been given when sent to the e-mail address notified by the member.
- 10.2 The accidental omission to give a notice to or the non-receipt of a notice by a member will not invalidate the proceedings at that meeting.

### **WINDING UP**

- 11.1 The members may resolve to wind up the Society.
- 11.2 The resolution must then be confirmed by another members' meeting held at least 30 days after the first resolution was passed.
- 11.3 On winding up the Society's surplus assets will be paid to an institution having objects similar to those of the Society, or if no appropriate institution can be found, to a charity or charities in New Zealand chosen in each case by the members or by the committee if the members do not choose.
- 11.4 Surplus assets may not be distributed to the members.