

NEIGHBOURHOOD SUPPORT NORTH SHORE
INCORPORATED

CONSTITUTION

31 August 2020



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Rules of the Society

1.0 Name

- 1.1 The name of the society is Neighbourhood Support North Shore Incorporated (“the Society”).
- 1.2 The Society was incorporated on 7th December 2001 under the Incorporated Societies Act 1908, and this Constitution was adopted on 19th August 2020.

2.0 Registered Office

- 2.1 The registered office of the Society shall be situated at such a place as the Committee determines from time to time, and changes shall be immediately notified to the Registrar of Incorporated Societies.
- 2.2 The Society's records shall be held at the Registered Office, in either physical or digital formats, or on a reputable cloud service that meets NZ legal requirements.

3.0 Purposes, Aims and of Objectives of the Society

- 3.1 The purposes, aims and objectives of the Society are:
 - 3.1.1 To work in partnership with local communities, so as to empower them to enhance public safety, personal safety and security
 - 3.1.2 To support the Police in the maintenance of law and order.
 - 3.1.3 To develop, support and co-ordinate local North Shore Neighbourhood Support groups
 - 3.1.4 To collaborate with key strategic partners, local stakeholders, and the North Shore community
- 3.2 To engage in any activities that may be necessary to achieve the aims and objectives of the Society.
- 3.3 Financial gain is not a purpose of the Society.

4.0 Appointment of Committee Members

- 4.1 At a Society Meeting, the Members may decide by majority vote:
 - (a) How large the Committee shall be
 - (b) Who shall have the title of Chairperson, Secretary, and Treasurer

- (c) Whether any Committee Member may have more than one title; e.g. Secretary/Treasurer
- (d) The Term of office shall be one year, beginning from an Annual General Meeting (AGM) and ending with the next AGM, or until the member resigns, if before the next AGM. The appointee may stand for nomination for a further term.

5.0 Cessation of Committee Membership

5.1 Persons cease to be Committee Members when:

- (a) They resign by giving written notice to the Committee.
- (b) They are removed by majority vote of the Society at a Society Meeting.
- (c) Their term expires.
- (d) They cease to be a member of the Society

5.2 If a person ceases to be a Committee Member, that person must return all Society documents and property within one month of ceasing to be a member.

6.0 Nomination of Committee Members

6.1 Nominations for members of the Committee shall be called at least 14 days before an Annual General Meeting.

6.1.1 Prospective Committee Members shall be expected to pass a Police vetting procedure prior to the Annual General Meeting.

6.1.2 Each candidate shall be proposed and seconded in writing, by Members and the completed nomination shall be addressed to the Secretary.

6.1.3 Nominations shall close at 5pm on the fifth day before the Annual General Meeting.

6.1.4 All nominations shall be posted on a suitable notice board at least two days before the Annual General Meeting.

6.1.5 All retiring members of the Committee shall be eligible for re-election.

6.2 If the position of any Committee Member becomes vacant between Society Meetings, the Committee may appoint a person to fill that vacancy until the next Society Meeting.

- 6.3 If any Committee Member is absent from three consecutive meetings without leave of absence, the Chairperson may recommend to the Committee that the person's position be declared vacant.

7.0 Management of the Society

- 7.1 The Society may decide to employ a District Manager ("Manager"), whose role is to:
- (a) Manage and coordinate the office administration for the Society
 - (b) Maintain the Society's records and documents
 - (c) Multiply members of the Society
 - (d) Ensure that a Register of Members is maintained and held at the Registered Office, in either physical or digital formats, or on a reputable cloud service that meets NZ legal requirements.

8.0 Managing Committee

- 8.1 The Society shall have a managing committee ("the Committee"), comprising the following persons:
- (a) Chairperson
 - (b) Secretary
 - (c) Treasurer, and
 - (d) Other Members as the Society shall decide.
- 8.2 Only Members of the Society may be Committee Members.
- 8.3 There shall be a minimum of five Committee Members.

9.0 Role of the Committee

- 9.1 Subject to the rules of the Society ("The Rules"), the role of the Committee is to:
- (a) Administer, manage, and control the Society
 - (b) Carry out the purposes of the Society, and use money or other assets to do that
 - (c) Ensure that all Members follow the Rules
 - (d) Decide how a person becomes a Member, and how a person ceases to be a Member
 - (e) Decide procedures for dealing with complaints

- (f) Set Membership fees, including subscriptions and levies. Refer to paragraph 17
 - (g) Make regulations
 - (h) Co-opt members to the Committee to fill a vacant position or to fulfil a specific activity on a sub-committee, if or when required.
- 9.2 The Committee has all of the powers of the Society, unless the Committee's power is limited by these Rules, or by a majority decision of the Society.
- 9.3 Decisions of the Committee shall bind the Society, unless the Committee's power is limited by these Rules or by a majority decision of the members of the Society.
- 9.4 A co-opted Committee Member shall have voting and other rites as accorded to other Committee Members.
- 9.5 The term of appointment for a co-opted Committee Member shall be from the time of co-option until the end of the activity for which the member has been co-opted.

10.0 Roles of Committee Members

- 10.1 The Chairperson's role is to:
- (a) Ensure that the Rules are followed
 - (b) Decide the dates, times and set the Agenda for meetings
 - (c) Chair Meetings, deciding who may speak and when
 - (d) Oversee the operation of the Society
 - (e) Give a report on the operation of the Society at each Annual General Meeting
 - (f) Be responsible for communications with members of the Press and other Media directly or by delegation to another member of the committee.
 - (g) Advise the Registrar of Incorporated Societies of any alteration to the Rules.
- 10.2 The Secretary's role is to:
- (a) Support the Chair in ensuring the smooth functioning of the Managing Committee
 - (b) Record the minutes of Meetings and forward these on to the attending members afterwards.

- (c) Ensure that a Register of Committee Members is maintained
- (d) Receive and reply to correspondence as required by the Committee

10.3 The Treasurer's role is to:

- (a) Manage the Society's bank accounts
- (b) Collect and receive all payments made to the Society. These payments must be banked within seven days after the Treasurer receives them
- (c) Keep a true and accurate record in the Society's account book, so that the Society's financial situation can be clearly understood at any point in time
- (d) Give a financial report and statement of accounts (including an Income and Expenditure Account and Balance Sheet) at each Annual General Meeting, and more often if either the Committee or a majority of the Society so decides.
- (e) Forward the annual financial statements for the Society to the Registrar of Incorporated Societies upon approval by Members at an Annual General Meeting.

11.0 Types of Members

Any person or group residing within the Society's district may apply to become a Member of the Society.

12.0 Admission of Members

12.1 To become an Ordinary Member, a person ("the Applicant") must:

- (a) Complete an application form, if the Committee requires this; and
- (b) Supply any other relevant information that the Committee may request.

12.2 The Committee may interview the Applicant when it considers Membership applications

12.4 The Committee shall have complete discretion when it decides whether or not to allow the Applicant to become a Member

12.5 The Committee shall advise the Applicant of its decision and,

12.6 That decision shall be final

13.0 The Register of Members

- 13.1 The Manager shall ensure that a register of Members ("the Register"), which shall contain the names, addresses and telephone numbers of all Members, and the dates at which they became Members, is maintained.
- 13.2 If a Member's address or telephone number changes, that Member shall give the new address or telephone number to the Manager.
- 13.3 Each Member shall provide other relevant details as the Committee may request.

14.0 Cessation of Membership

- 14.1 Any Member may resign by giving written notice to the Secretary.
- 14.2 Membership may be terminated in the following way:
 - (a) If, for any reason whatsoever, the Committee is of the view that a Member is breaching the Rules or acting in a manner inconsistent with the purposes of the Society, the Committee may give written notice of this to the Member ("the Committee's Notice").
 - (b) The Committee's Notice must:
 - i explain how the Member is breaching the Rules or acting in a manner inconsistent with the purposes of the Society
 - ii State what the Member must do in order to remedy the situation; or state that the Member must write to the Committee giving reasons why the Committee should not terminate the Member's Membership
 - iii State that if, within 14 days of the Member receiving the Committee's Notice, the Committee is not satisfied, the Committee may in its absolute discretion immediately terminate the Member's Membership.
 - iv State that if the Committee terminates the Member's Membership, the Member may appeal to the Society.
 - (c) Fourteen days after the Member received the Committee's Notice, the Committee may in its absolute discretion by majority vote, terminate the Member's Membership by giving the Member written notice ("Termination Notice"), which takes immediate effect. The Termination Notice must state that the Member may appeal to the Society at the next Meeting by giving written notice to the Secretary ("Member's Notice") within fourteen days of the Member's receipt of the Termination Notice.

- (d) If the Member gives a Member's Notice to the Secretary, the Member will have the right to be fairly heard at the next Society Meeting. If the Member chooses, the Member may provide the Secretary with a written explanation of the events as the Member sees them ("the Member's Explanation"), and the Member may require the Secretary to give the Member's Explanation to every other Member within seven days of the Secretary receiving the Member's Explanation. If the Member is not satisfied that the other Society Members have had sufficient time to consider the Member's Explanation, the Member may defer his or her right to be heard until the following Society Meeting.
- (e) When the Member is heard at a Society Meeting, the Society may question the Member and the Committee Members.
- (f) The Society shall then by majority vote decide whether to let the termination stand, or whether to reinstate the Member.
- (g) The Society's decision will be final.

15.0 Re-admission of former Members

- 15.1 Any former Member who has resigned may apply for re-admission in the same way as a new applicant, but if the former Member's membership was terminated by the Committee or the Society, the Applicant shall be readmitted by a majority vote of the Committee.

16.0 Obligations of Members

- 16.1 All Members shall promote the purposes of the Society and shall do nothing to bring the Society into disrepute.

17.0 Use of Money and Other Assets

- 17.1 The Society may only use money and other assets if:
 - (a) It is for a purpose of the Society;
 - (b) It is not for the sole personal or individual benefit of any Member; and
 - (c) That use has been approved by either the Committee or by majority vote of the Society.
- 17.2 The whole or any part of funds which may not be required for immediate use of the Society, may from time to time be invested in bank deposits or securities approved by the Committee upon terms as it may think fit.
- 17.3 All income and property of the Society, however derived, shall be applied solely for promotion of the objectives of the Society.

18.0 Joining Fees, Subscriptions and Levies

18.1 The Society shall decide by majority vote at a Society Meeting:

- (a) What a Member must pay to join the Society ("Joining Fee"), and
- (b) What a Member must pay in order to stay a Member ("Subscription") and how often this must be paid.
- (c) The joining or subscription fee may be waived at the discretion of the Committee.

19.0 Additional Powers

19.1 The Society may:

- (a) Employ people for the purposes of the Society
- (b) Exercise any power a trustee might exercise
- (c) Invest in any investment that a trustee might invest in
- (d) Borrow money and provide security for that if authorised by majority vote at any Society Meeting.

20.0 Financial Year

20.1 The financial year of the Society shall begin on 1st day of July and end on the 30th day of June of the following year.

21.0 Society Meetings

21.1 A Society Meeting is either an Annual General Meeting or a Special General Meeting.

21.2 The Annual General Meeting shall be held once every year between 1 April and 31 August. The Committee shall determine when and where the Society shall meet within those dates.

21.3 Special General Meetings may be called by the Committee. The Committee must call a Special General Meeting if the Secretary receives a written request signed by at least a quarter of the Members.

21.4 The Secretary shall give all Members at least fourteen days written notice of:

- (a) The business to be conducted at any Society Meeting
- (b) A copy of the Annual Report and Statement of Accounts, if the Society Meeting is an Annual General Meeting;

- (c) A list of Nominees for the Committee, and information about those Nominees if it has been provided
 - (d) Notice of any motions and the Committee's recommendations about those motions. If the Secretary has sent notice to all Members in good faith, the Meeting and its business will not be invalidated simply because one or more Members do not receive the notice.
- 21.5 All Members may attend and vote at Society Meetings.
- 21.6 No Society Meeting may be held unless at least fifteen Members attend.
- 21.7 All Society Meetings shall be chaired by the Chairperson. If the Chairperson is absent, the Secretary shall chair the Society Meeting. If the Secretary is also absent, the Society shall elect another Committee Member to chair that meeting.
- 21.8 On any given motion at a Society Meeting, the Chairperson shall, in good faith, determine whether to vote by:
- (a) Voices
 - (b) Show of hands; or
 - (c) Secret ballot.
 - (d) Before a vote by voices or show of hands has begun, a Member may move that voting be by secret ballot.
 - (e) On completion of the ballot, the result shall be declared and voting papers shall be destroyed.
 - (f) A motion shall be carried on a simple majority vote.
 - (g) If the result is a tie, then the status-quo shall remain.
 - (h) To allow proxy votes
- 21.9 The business of an Annual General Meeting shall be to:
- (a) Confirm minutes of any previous AGM
 - (b) Receive the Chairperson's report on the business of the Society
 - (c) Receive the Treasurer's report on the finances of the Society, together with the audited Statement of Accounts
 - (d) Elect Committee Members
 - (e) Appoint an Auditor
 - (f) Receive remits and notices of motions to be considered

(g) General business.

21.10 Meetings of the Society may be held electronically, and make use of electronic voting and signatures.

22.0 Appointing an Auditor

22.1 At an Annual General Meeting, the Society may, by majority vote:

- (a) Appoint someone to audit the Society's accounts ("the Auditor").
- (b) The Auditor shall audit the Society's accounts, and shall certify that they are correct.
- (c) The Auditor shall be a member of the New Zealand Institute of Accountants.
- (d) The auditor must not be a Member of the Society.
- (e) If the Society appoints an Auditor who is unable to act for some reason, the Committee shall appoint another Auditor as a replacement.

23.0 Motions at Society Meetings

23.1 Any Member may request that a motion be voted on ("Member's Motion") at a particular Society Meeting, by giving written notice to the Secretary at least twenty eight days before that meeting. The Member shall provide information in support of the motion ("Member's Information"). The Committee may in its absolute discretion decide whether or not the Society will vote on the motion. However, if the Member's Motion is signed by at least a quarter of all Members:

- (a) It must be voted on at the Society Meeting chosen by the Member
- (b) The Secretary must give the Member's Information to all Members at least fourteen days before the Society Meeting. If the Secretary fails to do this, the Member has the right to raise the motion at the following Society Meeting.

23.2 The Committee may also decide to put forward motions for the Society to vote on, ("Committee Motions").

24.0 Committee Meetings

24.1 A Committee Meeting may not proceed unless more than half of the Committee Members are in attendance.

24.2 The Chairperson shall chair Committee Meetings, or if the Chairperson is absent, the Secretary shall chair the Committee Meeting. If the Secretary

is also absent, the Committee shall elect a Committee Member to chair that meeting.

- 24.3 Decisions of the Committee shall be by majority vote. In the event of a tie, then the status-quo shall remain.
- 24.4 Only Committee Members present at a Committee Meeting may vote at that Committee Meeting.
- 24.5 Subject to these Rules, the Committee may regulate its own practices.
- 24.6 The number of Committee meetings shall be not less than four per year.

25.0 Signing of Documents and Contracts

- 25.1 All Documents shall be signed by a member or officer of the Society who is authorised to do so.
- 25.2 All Contracts entered into by the Society shall be in writing and shall be signed by a member or officer of the Society who is authorised to do so.

26.0 Altering the Rules

- 26.1 The Society may alter or replace these Rules at a Society Meeting by way of resolution passed by a majority of those Members present and voting. Notice of the resolution shall be included in the notice convening the meeting.
- 26.2 Any proposed motion to amend or replace these Rules shall be signed by the committee Members and given in writing to the Secretary at least twenty eight days before the Society Meeting at which the motion is to be considered. The motion is to be accompanied by a written explanation of the reasons for the proposed motion.
- 26.3 Any addition, alteration or repeal of the rules shall not be valid if it affects the charitable status or the charitable purpose for which the Society carries on its activities.
- 26.4 At least fourteen days before the General Meeting at which any Rule change is to be considered, the Secretary shall give all Members written notice of the proposed motion, the reasons for the proposal, and any recommendations from the Committee.
- 26.5 The Committee may make, amend or rescind any by-laws or regulations consistent with these rules, to attain or facilitate the attainment of the objectives of the Society.
- 26.6 When a Rule change is approved by a General Meeting the Chair shall cause advice of the Rule change to be filed with the Registrar of Incorporated Societies in the required form.
- 26.7 No Rule change shall take effect until the change has been registered.

27.0 Winding up

27.1 If the Society is wound up:

- (a) The Society's debts, costs and liabilities shall be paid.
- (b) Surplus Money and Other Assets of the Society may be disposed of:
 - (i) By resolution, or
 - (ii) According to the provisions in the Incorporated Societies Act 1908
 - (iii) Distribution may be not be made to any Member.
- (c) Surplus money and other assets shall be distributed to organisations with similar aims and objectives.

28.0 Indemnity

28.1 No member of the Society shall be liable for any loss suffered by the Society as a result of any act or default of the member, provided that the member acted honestly and in good faith.

29.0 Definitions

29.1 In these Rules:

- a) **"Act"** means the Incorporated Societies Act (1908) and all its amendments.
- b) **"Affiliated Member"** means any person who is a member of Civil Defence, Fire Service, and any Police Officer whose duties involve Community Policing or Neighbourhood Support activities.
- c) **"Cheque"** means a personal cheque or a bank cheque.
- d) **"Committee"** means the Committee of the Society.
- e) **"Committee Meeting"** means a meeting of the Committee.
- f) **"Committee Member"** means any Member who is on the Committee.
- g) **"Delegate"** or **"District Representative"** means any member of the Waitemata District Neighbourhood Support groups who has been selected to represent the district groups at NSNZ meetings.

- h) **"Majority vote"** means a vote made by more than half of the Members who are present at a Meeting and who are entitled to vote and vote on a resolution put to that Meeting.
- i) **"Manager"** means a person responsible for controlling or administering an organization or group of staff.
- j) **"Member"** means any person accepted for membership of Neighbourhood Support North Shore Incorporated.
- k) **"Member's Notice"** is a notice provided by a member in response to a "Termination Notice"
- l) **"Meeting"** means any Annual General Meeting, any Special General Meeting, and any Committee Meeting.
- m) **"Money or Other Assets"** means any real or personal property or any interest therein, owned or controlled to any extent by the Society.
- n) **"NSNZ"** refers to Neighbourhood Support New Zealand Society Incorporated, the national organisation, meetings of which may be attended by delegates appointed at district committee level.
- o) **"Payment"** means any transfer of legal tender by cash, electronic transfer, bank cheque, or any other means of paying legal tender, and includes payment by personal cheque.
- p) **"Rules"** means these rules, being the rules of the Society.
- q) **"Society Meeting"** means any Annual General Meeting, or any Special General Meeting, but not a Committee Meeting.
- r) **"Special General Meeting"** this meeting has exactly the same powers as an AGM and must meet all the same requirements such as a minimum period for notice of meeting. Special General Meetings must have a specific purpose. The most common is to consider changes to the constitution.
- s) **"Termination Notice"** is a notice sent to a Member advising the Member of termination of membership of the Society.
- t) **"Use Money or Other Assets"** means to use, handle, invest, transfer, give, apply, expend, dispose of, or in any other way deal with, money or other assets.
- u) **"Written Notice"** means hand-written, printed or electronic communication of words or a combination of these methods.