

## **RULES OF CASHMERE RESIDENTS' ASSOCIATION INCORPORATED**

### **1. INTERPRETATION**

- 1.1 The name of the Association shall be CASHMERE RESIDENTS' ASSOCIATION INCORPORATED.
- 1.2 The decision of the Committee on the interpretation of the Rules or on any matter or thing not contained therein but pertaining to the Association, its property or interest, shall be conclusive and binding on all members unless such decision is revoked at a general meeting of the Association. In the interpretation of these Rules the following terms shall have the meanings hereinafter assigned to them unless a contrary intention appears:
- "Association" means Cashmere Residents' Association Incorporated.
- "Committee" means the Committee for the time being constituted under Rule 21 of these Rules.
- "Year" means the financial year of the Association which shall extend from the 1st day of September in any year until the 31st day of August in the succeeding year. The first financial year shall extend to the 31st day of August 1996.
- "Resolution" means a resolution passed by a majority of those present and voting at a general or Committee meeting.
- "Special Resolution" means a resolution passed by a two-thirds (2/3) majority of members entitled to vote at a general of Committee meeting.
- "Member" except where otherwise required by the context means a member within the classes provided in Clause 5 of these Rules.
- 1.3 Words importing singular number shall include plural, and vice versa.

### **2. OBJECTS**

- 2.1 The objects of the Association shall be:
- 2.1.1 To promote maintain and protect the interests of the ratepayers and residents of the suburb of Cashmere in Christchurch City, being the area shown on the attached street map.
- 2.1.2 To do all such things as are incidental or conducive to the attainment of the above objects or any of them.

### **3. MEMBERSHIP**

- 3.1 The Association shall consist of all persons or bodies qualifying for membership within the terms of Rule 3.2 below.
- 3.2 There shall be two classes of membership:
- 3.2.1 Ordinary membership; and
- 3.2.2 Associate membership.

- 3.3 **Ordinary Membership:** Every candidate for admission to ordinary membership may apply to the Association and may be elected by a resolution of the Committee. To be eligible as a member such person shall be a resident or ratepayer of property in Cashmere as defined in Rule 2.1.1. Members of the family of such person and persons ordinarily permanently resident on such a property shall also be eligible as members. All members must be aged 18 or over.
- 3.4 **Associate Membership:** Any person or incorporated body may apply for associate membership but such membership will not carry any right to vote at association meetings.
- 3.5 The Secretary shall send to each newly elected member a written notice of his or her election together with a copy of these Rules (if requested) and he or she shall immediately become a member of the Association and be liable to payment of his or her first annual subscription.
- 3.6 The election of any member may at the discretion of the Committee be revoked in the event of non payment of the first annual subscription within three months from the date of notification of his or her election.

#### **4. ANNUAL SUBSCRIPTION**

- 4.1 The annual subscription shall be such sum as shall be fixed by resolution at an Annual General Meeting for which seven days' notice of motion shall have been given naming the proposed subscription. The initial subscription shall be five dollars (\$5.00).
- 4.2 Where two or more members live together as one household they may pay a joint subscription which will be the same as an individual subscription but will each have one vote.
- 4.3 In the event of an Annual General Meeting not fixing the annual subscription such annual subscription shall remain at the rate applicable for the previous year.
- 4.4 The annual subscriptions of members which shall be payable for the period from the 1st day of September to the 31st day of August in the succeeding year shall become due and payable to the Treasurer on the day of the Annual General Meeting in each year and shall be deemed to be in arrears if not paid by the 1st day of December in each year. The first subscription shall cover the period up to the 31st day of August 1996. Accounts shall be sent out after the Annual General Meeting.
- 4.5 No member shall be entitled to attend or to vote at any general meeting of the Association unless his or her subscription is paid to due date.
- 4.6 Where any member is one year in arrear with any subscription or other monies owing to the Association the Committee may in its discretion by special resolution take such legal or other action as it deems advisable against such member for the recovery of the dues owing.

#### **5. MODES BY WHICH PERSONS MAY CEASE TO BE MEMBERS OF ASSOCIATION AND/OR COMMITTEE**

- 5.1 A member shall cease to be a member of the Association and/or Committee on his or her death.
- 5.2 Any member may resign membership and any member of the Committee may resign from the Committee by giving to the Association notice in writing to that effect before the

Annual General Meeting, but such notice shall not release that member from liability from all arrears of subscriptions or other monies owing to the Association.

- 5.3 Any member whose subscription is 12 months in arrear shall at the discretion of the Committee cease to be a member of the Association, but the Committee shall have the power at their discretion to reinstate such member on payment of all arrears.
- 5.4 The Committee may by a special resolution expel or suspend from membership any member wilfully disobeying any of these Rules or guilty of any conduct rendering him or her unfit in their opinion to be a member of the Association PROVIDED that before moving as above the Committee shall call upon the member for an explanation of his or her conduct and shall hear what he or she may wish to be taken into account by the Committee.
- 5.5 Every person ceasing to be a member of the Association, shall forfeit ipso facto all right to or claim upon the Association or its property which he or she would have by reason of his or her membership.

## **6. ALTERATION TO RULES**

- 6.1 No addition or alteration to the non-profit aims, personal benefit rules or the winding up rules contained in these Rules shall be approved without the approval of Inland Revenue.
- 6.2 The provisions and effect of Rule 6.1 above shall not be removed from these Rules and shall be included and implied into any document replacing these Rules.
- 6.3 Subject to Rules 6.1 and 6.2 above, these Rules may be added to, altered or rescinded by special resolution at a general meeting PROVIDED ALWAYS that no less than fourteen days' notice of such resolution shall be given to members in the manner prescribed by the Rules for notices of general meetings. A Notice of Motion to any proposals for addition to, alteration or rescission of any of these Rules must be given to the Secretary, signed by both mover and seconder of the motion, at least 21 clear days before the date on which the general meeting is to be held. Nothing in these Rules shall prohibit the amendment of any proposal which has been specified in the notice.

## **7. NOTICE OF MEETINGS**

- 7.1 Notice of general meeting of the Association shall be given to the members of the Association by circular. At least 14 days' notice shall be given specifying the place, date and hours of the meeting, and if a general meeting then the purpose for which such general meeting is to be held.
- 7.2 Five days notice of meetings of the Committee shall be given to the members thereof PROVIDED ALWAYS that in the case of a meeting of the Committee deemed to be of special urgency, shorter notice may be given by any convenient method.

## **8. ANNUAL GENERAL MEETINGS**

- 8.1 The Annual General Meetings of the Association shall be held not later than the 30th day of November in each year at such time and place as the Committee shall appoint for the purpose of:
- 8.1.1 consideration and adoption of the annual report and statements of account and fixing of subscriptions;
- 8.1.2 election of the members of the Committee for the ensuing year;

8.1.3 consideration of and dealing with proposals for any new rule rescission or alteration of any existing Rules of which due notice of motion has been given; and

8.1.4 transaction of any other general business of the Association.

8.2 The first Annual General Meeting shall be held at a date in November 1996 to be fixed by the Committee.

## **9. SPECIAL GENERAL MEETING**

9.1 The Committee may at any time and shall, on receipt by the Secretary of a requisition in writing signed by not fewer than twenty members of the Association entitled to vote, call a Special General Meeting of the Association in the manner prescribed by these Rules for any specific purpose or purposes which meeting shall be held not more than 21 days next after the date of the receipt by the Secretary of the requisition which shall set out in the form of resolutions the business proposed to be transacted at such meeting.

## **10. QUORUM**

10.1 Twenty members who are entitled to vote personally shall form a quorum at a general meeting PROVIDED that if within half an hour of the time for which the meeting shall have been called a quorum is not present, the meeting, if called upon a requisition shall be dissolved, but in any other case shall stand adjourned to such time and place as shall be fixed by the members present, and if at such adjourned meeting a quorum be not present those members present may transact the business for which the meeting shall have been called.

## **11. METHOD OF VOTING**

11.1 All questions submitted to any general meeting of the Association shall be decided by a simple majority (unless otherwise specified) to be determined on voices, but if any member present so requests the Chairperson shall call for a show of hands or a ballot to be conducted in accordance with the provisions of Rule 15 insofar as the same are applicable.

## **12. SPECIAL RESOLUTION**

12.1 If ten members or the chairman of the meeting declare a matter to be of specific concern it becomes a matter of special resolution. Voting then will be carried out on the basis of one vote for each financial member who may either be present at the meeting or send his or her vote by proxy.

## **13. VOTING BY PROXY**

13.1 A member entitled to vote at any general meeting of the Association may appoint in writing a proxy who shall be any member entitled to vote. All proxies shall be in the hands of the Secretary prior to the commencement of the meeting.

## **14. COMMITTEE**

14.1 The Committee shall consist of up to ten members and any other persons co-opted by the Committee. The first Committee shall consist of such members as are nominated at the Inaugural Meeting. A quorum for a committee meeting shall be a majority of the current members.

**15. ELECTION OF COMMITTEE**

- 15.1 All nominations for the Committee shall reach the Secretary before or at the Annual General Meeting and must be proposed and seconded. Every nominee must have given consent to be a candidate.
- 15.2 The election of the Committee members of the Association shall be held by ballot at the Annual General Meeting of the Association. Voting papers shall be distributed to all members entitled to vote being present at the meeting and such members shall indicate their intentions by striking out the names of the candidates for whom they do not wish to vote. No member shall be entitled to more than one voting paper for himself or herself and one voting paper for each proxy held by that member.
- 15.3 At the Annual General Meeting of the Association two scrutineers shall be chosen for each election by a show of hands from the members present and entitled to vote, and the ballot for each election shall be conducted by such scrutineers who shall certify in writing to the Chairperson the results of voting; such scrutineers shall themselves be entitled to vote prior to conducting the ballot.
- 15.4 If at the Annual General Meeting the number of candidates duly proposed for membership of the Committee does not exceed the number of vacancies the Chairperson shall declare the candidates elected; otherwise the election shall be by ballot as aforesaid.
- 15.5 The members of the Committee so elected shall hold office for one year, or shall continue in office until their successors are elected. They shall be eligible for re-election.
- 15.6 No person shall be entitled to be elected as a member of the Committee unless a current financial member of the Association. Should any casual vacancy occur in the committee of the Association the Committee shall have power to fill such vacancy by a member qualified as above of the Association, and such member so appointed shall hold office until the next succeeding Annual General Meeting of the Association.
- 15.7 The members of the first Committee named in Rule 14 shall continue in office until the Annual General Meeting of the Association to be held during November 1996 and shall have and may exercise all the powers conferred upon the Committee or the Association by these Rules.

**16. HONORARY AUDITOR**

- 16.1 The Honorary Auditor shall be elected at the Annual General Meeting and shall have and may exercise all the powers conferred upon the Committee or the Association by these Rules.

**17. MANAGEMENT OF THE ASSOCIATION**

- 17.1 A Committee meeting shall be convened by the Secretary at any time upon the request of the Chairperson or upon the written request of three members of the Committee.
- 17.2 The Committee as constituted by Rules 14 or 15 hereof shall have the entire management and control of the funds, affairs, concerns and business of the Association and shall have power to do all things (subject to such limitations and restrictions as may be prescribed by these Rules) as are necessary to carry out the objects of the Association.
- 17.3 The Committee may appoint and set up sub-committees whether members of the Association or not whenever deemed expedient for the management and control of the various activities in which the Association or its members may be engaged or for the purpose of more effectually carrying out the objects of the Association. The Committee

may delegate to any sub-committee such powers as it may from time to time determine and deem expedient. Each sub-committee shall be responsible to the Committee of the Association and shall keep minutes and if and when required shall furnish a report of its activities to the Committee.

## **18. CHAIRPERSON**

- 18.1 The Committee shall elect a Chairperson. In the absence at any meeting, Committee or general, of the Chairperson some other member may be elected as Chairperson. At any Committee or general meeting of the Association the Chairperson shall have a casting vote in addition to the vote to which he or she is entitled as a member.

## **19. SECRETARY AND TREASURER**

- 19.1 The Committee shall have the power to appoint a person or persons, whether a member or members of the Association or not, to the office or offices of Secretary and Treasurer, and may from time to time cancel or revoke any such appointment and may make such fresh appointment as the Committee may think fit, and may prescribe from time to time the duties of any such Secretary or Treasurer and fix his, her or their remuneration if any PROVIDED HOWEVER that the Secretary or Treasurer shall not participate in or materially influence any decision made by the Committee in respect of the remuneration made to any Secretary or Treasurer. Any such remuneration paid shall be reasonable and relative to that which would be paid in arm's length transaction (being open market value). All such appointments shall be reviewed annually at the first meeting of the incoming Committee of the Association in each year. The offices of Secretary and Treasurer may at the option of the Committee be vested in one and the same person.
- 19.2 The Secretary shall conduct the correspondence and shall have custody of the Common Seal, title deeds, securities and other documents belonging to the Association. He or she shall read, attend to and file all communications and other papers and in particular shall receive all applications for membership of the Association and nominations to the Committee and all resignations. He or she shall also keep a register of members and their addresses and shall notify them of all the general meetings of the Association. He or she shall also forward to the Registrar of Incorporated Societies such notices and returns (including the annual financial statement) as the Registrar shall from time to time require.
- 19.3 The Treasurer shall be paid and collect and account for all subscriptions, funds, donations and other monies, and his or her receipt shall be a sufficient discharge. All monies received by him or her shall be forthwith banked in the name of the Association in such bank or banks as may be chosen by the Committee from time to time. He or she shall invest and deal with the Association funds in such manner as the Committee may direct, and from time to time shall realise or dispose of such investments in accordance with such directions. He or she shall prepare the annual accounts of the Association for presentation by the Committee to the Annual General Meeting, such accounts to be audited by the Honorary Auditor of the Association. He or she shall report on the financial position of the Association at such other times as the Committee may require.

## **20. COMMON SEAL**

- 20.1 The Association shall have a Common Seal which shall be kept in the custody of the Secretary and shall only be used in pursuance of a resolution of the Committee of the Association, and every instrument to which the seal is affixed shall be signed by the Chairperson of the Committee and shall be countersigned by the Secretary.

**21. BANK ACCOUNT**

21.1 The Association may have accounts at such banks as the Committee may from time to time determine such account or accounts to be operated on jointly by any two of the following officers:

21.1.1 the Chairperson and the Treasurer; or

21.1.2 such members of the Committee as may from time to time be appointed by the Committee.

**22. CONTROL AND INVESTMENT OF FUNDS**

22.1 The Committee shall have the general control of the funds of the Association which shall be paid into the Association's bank account and any part of such funds not immediately required may be invested by the Committee on term deposit at a bank or any other investment authorised by a resolution of any general meeting of the Association.

22.2 The Committee shall indemnify any person who has entered into or accepted any liability on behalf of the Association at the request of the Committee.

**23. WINDING UP**

23.1 If upon the winding up or dissolution of the Association there remains after the satisfaction of the Association's debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other organisation or body having objects similar to the objects of the Association, or to some other charitable organisation or purpose, within New Zealand.

**24. PAYMENTS TO MEMBERS**

24.1 No member of the Association or any person associated with a member shall participate in or materially influence any decision made by the Association in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value). The provisions and effect of this rule shall not be removed from these Rules and shall be included and implied into any document replacing these Rules.