

**WAITARERE BEACH DEVELOPMENT ASSOCIATION
(INCORPORATED)**

CONSITUTION & RULES

INDEX

(1)

PAGES	CLAUSE	
1		INDEX
2	1	TITLE
	2	INTERPRETATION
3	3	REGISTERED OFFICE
	4	OBJECTS
4	5	MEMBERSHIP
	6	RESIGNATIONS
	7	SUBSCRIPTIONS
	8	OFFICERS
5	9	ANNUAL GENERAL MEETING
6	10	MANAGEMENT COMMITTEE
	11	COMMITTEE MEETINGS
7	12	SPECIAL GENERAL MEETINGS
	13	QUORUM
8	14	VOTING
	15	PRIVACY ACT 2020
	16	REVIEW OF ACCOUNTS
	17	FINANCE
9	18	SECRETARY
	19	TREASURER
	20	MANAGEMENT & CONTROL OF PROPERTY
	21	COMPLANTS & DISPUTES
10	22	INDEMNIFY
	23	ALTERATIONS TO CONSITUTION & RULES
	24	IN RECESS
11	25	LIQUIDATION
	26	MATTERS NOT PROVIDED FOR
	27	REPEALS & SAVINGS
	28	PRIVATE PECUNIARY GAINS

1. TITLE:

Waitarere Beach Development Association (Incorporated).

2. INTERPRETATION:

(A) Definitions: -

- (i) "Act" means the Incorporated Societies Act, 2022
- (ii) "Association" means the Waitarere Beach Development Association.
- (iii) "Committee" means the Management committee of the Association Elected at an Annual General or Special Meeting
- (iv) "Community" means the Waitarere Beach Township and adjoining areas.
- (v) "Council" means The Horowhenua District Council.
- (vi) "Council/ s" includes the Horizons Regional Council.
- (vii) "Member" means any member of the Progressive Association.
- (viii) "Progressive Association" means the Waitarere Beach Progressive & Ratepayers Association Inc.
- (ix) "Meeting" means any meeting of the Association and includes any Annual General
- (x) "Officer" means a person so defined in Clause 8
- (xi) "Registrar" means the Registrar of Incorporated Societies.
- (xii) "Resolution" means any ordinary resolution by a simple majority of Members at a meeting.
- (xiii) "Spouse" means the wife or husband or the partner living in a stable De-facto relationship of any member.

3. REGISTERED OFFICE:

The registered office shall be situated at the address of the Secretary or such place:
As determined at an Annual or Special General Meeting.

4. OBJECTS:

(a) The objects of the Association are to: -

- (i) Promote and improve the amenities of the Waitarere Beach Township and adjoining the areas.
- (ii) Promote, advance and encourage good relationships between the Association and the community and the Council.
- (iii) Acquire any form of legal interest in any real or personal property or rights or privileges, which may be considered necessary or expedient for attaining any object (s) of the Association and/or for promoting the interests of the Association or its members.
- (iiii) Apply for funding from Government, Local Authorities, Statutory and Philanthropic Trusts, Gaming Trusts and Service Organisations.
- (v) Aid, assist, and incorporate any other such body within the community which may need such aid, assistance, or incorporation.
- (vi) Carry out such projects either alone or in consultation and conjunction with the Council/s to beautify, improve, and generally enhance the well-being of the community and to the encouragement of Tourists and Visitors.
- (vii) Conduct such social activities and fund-raising exercises and assist and encourage other groups within the community to do likewise.
- (viii) Use the funds of the Association in payment of all costs and expenses in Promoting and carrying out the object/s of the Association and the repairs and maintenance of such properties of the Association, including legal advice and services as the Committee may consider necessary or expedient.
- (ix) To foster a good relationship between the Committee and the Council/s, their officers and staff.

(4)

5. MEMBERSHIP:

(a) Membership defined: -

(i) MEMBER: Any person who is a member of the Progressive Association shall be deemed to be a member of the Association.

(ii) HONORARY MEMBER: Means any councillor of the Horowhenua District Council or Horizons Regional Council sitting at any Committee Meeting.

(b) A register of all Members shall be kept by the Treasurer showing: -

(i) Full name of member, and

(ii) Full address of member, and

(iii) Date subscription paid.

(d) Any member may at any time inspect the Register of Members

6. RESIGNATIONS:

(a) Membership of the association shall be deemed to have ceased when the member: -

(i) Dies, or

(ii) Leaves the area permanently, and or

(iii) By notice in writing addressed to the Secretary resigning his / her membership.

(b) Any person by notice in writing addressed to the Secretary may advise that they do not wish to be a member as provided for in clause 5. (a) (i) of this Constitution and Rules.

7. SUBSCRIPTIONS:

(a) There shall be no membership fees including subscriptions or levies unless it is decided otherwise by the Committee and ratified at the Annual General Meeting or a Special General Meeting.

8. OFFICERS:

(a) The Officers of the association shall be the elected officers of the Waitarere Beach Progressive & Ratepayers Association Inc and who shall be Members of the Association Other members maybe officers and shall be elected at the Annual General Meeting and shall hold office until the succeeding Annual General Meeting or until they die, resign their office or is removed therefrom at a Special General Meeting.

(b) The Officers Shall Be:

(5)

- (i) The President,
- (ii) The Vice President,
- (iii) The Immediate Past President,
- (iv) The Secretary, and
- (v) The Treasurer.

(c) The Office of Secretary and Treasurer may be combined.

(d) The Officers for the time being of the Progressive Association may be elected en bloc with their consent as Officers of this Association.

9. ANNUAL GENERAL MEETING

(a) The Annual General Meeting of the Association shall be held not later than the THIRTY FIRST day of MAY, at a time, date, and place set by the Committee and will be held in conjunction with the Progressive Association.

(b) Thirty clear days' notice shall be given by the Secretary of such time, date and place of the Annual General Meeting and such notification shall be conveyed to the members in accordance with the provisions of Clause 12. (b), (i), (ii), and (iii).

(c) The following business shall be transacted at the Annual General Meeting: -

- (i) The presentation of the Presidents Report,
- (ii) The presentation of the Audited Balance Sheet,
- (iii) Table any remits or any Notice of Motion having been delivered Thirty days before the date of The Annual General Meeting, to delete, alter or amend the Constitution, Rules or By-laws.

(d) The Immediate Past President of the 'Progressive Association' shall be an Officer of the Association.

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(e) The President of the 'Progressive Association' shall be an ex officio officer of the association

(f) All other executive and committee member of the 'Progressive Association' shall fill the same roles of the Association.

(g) Consideration of any motion arising from general business which may be duly submitted to the meeting.

(h) The conduct of any other business that may affect the Association.

10. MANAGEMENT COMMITTEE:

- (a) The Management Committee shall consist of the Officers and Committee of the 'Progressive Association'.
- (b) They shall hold Office until the next succeeding Annual General Meeting, or until they die or resigns their office or is removed therefrom at a General Meeting of Members.
- (c) They shall have power to elect any member of the association to fill any Vacancy on the committee which may occur during its term of office.
- (d) They shall control, manage and or expend the funds of the Association, including power to invest or otherwise deal with any such funds not currently required, borrow or raise such sums of money, and to incur such liability on behalf of The Association as it may think necessary or expedient in the furtherance of the objects or purposes of The Association.
- (e) They shall have the power to grant the use of the Association's property on such terms and conditions as they think fit.
- (f) They shall have power to make, repeal and amend such By-laws (not inconsistent with this Constitution and the Rules) as they may from time to time consider necessary for the well-being-of the Association.
- (g) They shall have the power to appoint sub-committees as it may consider necessary to assist in carrying out its duties and may delegate to such sub committees such powers as it may think fit.
- (h) They shall have the power to appoint such members to aid, assist, and or incorporate such bodies within the community which may need such aid, assistance or incorporation.

11. COMMITTEE MEETINGS:

- (a) A Committee Meeting shall be convened by the President, or in his absence, by the Vice President, or in the absence of both, by the Secretary to: -
 - (i) Conduct the affairs of the Association, and
 - (ii) The keeping of proper and usual books of accounts and records posted, and
 - (iii) Prepare such reports, letter, statements and submissions as are required in accordance with the provisions of this Constitution and Rules, and
 - (iv) Carry out such transactions of such other business as may lie within the compass of the objects of the Association.

(7)

(b) Where any member of the Management Committee, without reasonable excuse fails to attend three consecutive Committee Meetings the Committee may:-

- (i) Replace that member with another, or
- (ii) Remove but not replace that member.

12. SPECIAL GENERAL MEETING:

(a) A Special general Meeting may be called by:-

- (i) The President, or
- (ii) The majority of the committee, or
- (iii) Notice in writing signed by no less than three Members addressed and presented to the Secretary stating the reason for calling such Special General Meeting.
- (iv) Any member who wishes to appeal against a decision of the Management Committee as provided for in Clause. 21 (c)

(b) Where a Special General Meeting has been called in accordance with Sub Clause (a) (i), (ii), (iii), (iv) above the Secretary shall within fourteen Days notify the members the time, date, and place of such Special General Meeting by:-

- (i) Notice in writing displayed on the Association's Notice Board and
- (ii) Posting a notice on the Associations official website and
- (iii) Advertising through the Community Chat Sites.

(c) Seven clear days' notice shall be given to the members of the time, date, and place of the Special General Meeting.

13. QUORUM:

(a) The Quorum for all General Meetings shall be no less than twenty members.

(b) The Quorum for a Committee Meeting shall be no less than five members.

(c) No business shall be transacted at any General Meeting unless a quorum shall be present, except that those present may fix a date and venue for the reconvening of the meeting.

(d) If a quorum is not present within half an hour after the appointed time for it, the Meeting, if convened upon the requisition of members shall be dissolved. In every other case it shall stand adjourned to a time and place to be fixed by The Chairperson on adjourning the Meeting. If at the adjourned Meeting a Quorum is still not present within half an hour after the appointed time, the Members present shall be the quorum.

(8)

(e) If a quorum is not present at a Committee Meeting the President, or the person presiding may instruct the Secretary to deal with or dispense with any correspondence of an urgent nature and the Treasurer to process any payments currently due.

14. VOTING

(a) At every Annual General Meeting, Special General Meeting and Committee Meeting a member shall be entitled on every motion to one vote exercised in person.

(b) In the event of an equality of votes, the Chairman shall have casting as well as a deliberate vote.

(c) Votes shall be in the first place exercised by a show of hands.

(d) The President, or any three members present may request that the vote shall be by ballot.

(e) In Committee, each member shall be entitled to one vote on each motion. In the event of an equality of votes the Chairman shall have the casting as well as a deliberate vote.

(f) No person under the age of eighteen years will be eligible to vote.

15. PRIVACY ACT 2020:

It is a condition of Membership of the Association that each Member irrevocably consents pursuant to the Privacy Act 2020 to personal information in the form of his/her name and residential address, office held (if necessary) and telephone number or email address being included in a membership list for display in the Association house and/or circulation to other members and inclusive in the annual statistical return supplied by the Association.

16. AUDITOR:

(a) The committee shall keep full and correct records of all receipts, credits, payments, assets, liabilities and all other matters necessary to show the true state and condition of the society.

(b) The annual financial statements be prepared by an Independent Chartered Accountant or alternately the financial statements be reviewed by a suitable independent person appointed by the committee.

(c) The Auditor shall hold no other office in connection with the Association.

17. FINANCE:

(a) The Financial Year shall end on the 31st day of March.

(b) All funds of the association shall be paid to its credit into an account at a Bank to be appointed by the Management Committee. All accounts shall be paid by electronic

(9)

bank transfer thereon and authorised by two of the three Trustees appointed by the Management Committee.

18. SECRETARY:

The Secretary shall:-

- (a) In person or by deputy attend each meeting of the Association or Management Committee, keep full and correct minutes of the proceedings thereof, read to the Management Committee and file all correspondence and other Communications. Minutes shall be posted to the official Association website once accepted and stored electronically in a manner that may be recovered when required.
- (b) Call all meetings of the Association or Management Committee in accordance with this Constitution and Rules, and do all acts and things required by any regulation or by the Management Committee to be done by the Secretary of the Association.

19. TREASURER:

The Treasurer shall collect and account for all Members' Subscriptions and Association Funds, promptly bank all moneys of the Association, and make up the Annual Accounts and Balance Sheet, which after audit shall be printed and circulated amongst members, together with the notice calling the Annual General Meeting.

20. MANAGEMENT AND CONTROL OF PROPERTY:

The Management and control of all real and personal property owned by the Association shall be vested in the Management Committee, who may exercise all such powers and do all such things as may be exercised or done by the Association and are not thereby or by statute expressly directed or required to be Exercised or done by the Association in General Meeting.

21. COMPLAINTS/DISPUTES:

- (a) All complaints /disputes concerning the staff, domestic or other arrangements of the Association or in respect of the conduct of any Member shall be made in writing, signed by the Member complaining, and addressed to the Secretary who shall present as soon as practicable to the Management Committee, who shall enquire into the same at the earliest convenient opportunity. In no instance shall a servant of the Association be reprimanded or criticised directly by a Member.
- (b) Every member offends against this Constitution and Rules who does anything that is likely to bring the Association into disrepute.
- (c) Where the Management committee is satisfied that any member has offended against this Clause, they may:-

- (i) Censure the member; or

(10)

(ii) Remove the member from office if that member is a member of the Management Committee, or

(iii) Suspend the member. or

(v) Expel the member.

(d) If any member or members dealt with under the provisions of this clause and that member or members feel aggrieved, they may appeal the decision of the Committee by calling a Special Meeting of the members in accordance with Clause 11 (a) (iv) of the Constitution and Rules.

22. INDEMNITY:

The Management Committee and other officers of the Association shall be indemnified against all disbursements, expenses, liabilities, and losses incurred by them in or about the discharge of their duties except such as happen from their wilful act, neglect or default.

23. ALTERATIONS TO CONSTITUTION AND RULES:

(a) This Constitution and Rules shall be amended, added to, or rescinded only by a resolution in that behalf passed by a simple majority of the Members present and voting at an Annual General Meeting or a Special General Meeting convened for that purpose, provided that written notice of the proposed amendment, in addition or rescission shall have been given to the Secretary not less than thirty days before the meeting.

(b) No addition to or alteration or rescission of this Constitution and Rules shall be adopted if it in any way affects LIQUIDATION (Clause 25) unless it shall be approved by the Inland Revenue Department.

24. IN RECESS:

Where the Management Committee are of the opinion that for any reason whatsoever the Association can no longer for the time being, function they will:-

(a) Report the matter to an Annual General Meeting or a Special General Meeting so convened for that purpose setting out the reason why they consider that for the time being the Association can no longer function.

(b) Where the majority of members at such Annual or Special General Meeting are satisfied that the Association can no longer for the time being function, they may:-

(i) Move that the Association liquidate in accordance with the provisions of Clause 25 (a) and (b) of this Constitution and Rules; or

(ii) Move that the Association go into recess for an undetermined or specified period.

(11)

(c) Where the majority of members at such Annual or Special General Meeting decide that the association go into recess, they shall appoint three Trustees to manage the affairs of the Association for such time as is necessary until the Association is able to function.

(d) The members present at such Annual General Meeting shall direct the Management Committee to:

- (i) Notify the Registrar of Incorporated Societies of such recess; and
- (ii) Deliver forthwith to such Trustees all records and assets of the Association for safe keeping.

25. LIQUIDATION:

(a) In the event of the liquidation of the Association or its dissolution by the Registrar of the Incorporated Societies, the funds and assets of the Association remaining after payment in satisfaction of its debts and liabilities and the costs and expenses of liquidation shall be distributed by the Association in General Meeting to the Horowhenua District Council for the purposes of Waitarere Beach development.

- (i) The procedure and requirements of liquidation of the Association shall be in accordance with Section 227-230 of the Incorporated Societies Act, 2022.

26. MATTERS NOT PROVIDED FOR:

If any matter shall arise which is not, or which in the opinion of the Management Committee is not provided for by or under this Constitution and Rules, the same shall be determined by the Management Committee in such manner as it shall deem fit, and every determination shall be binding upon the Association and its Members unless and until set aside by a resolution of a General Meeting.

27. REPEALS AND SAVINGS

The Constitution and Rules of the Association as operative at the date of adoption of the Rules herein are hereby repealed, but all existing appointments to Office and all acts of authority which originated thereunder and are subsisting or in force on the coming into operation of this Constitution and Rules shall endure as if they had originated under this Constitution and Rules.

28. PRIVATE PECUNIARY GAINS

(a) Any income, benefit or advantage shall be applied to the objects of the Association.

(b) No member of the Association or any person associated with a member shall participate in or mentally influence any decision made by the Association in respect of the payment to or on behalf of that member or associated person on income, benefit or advantage whatsoever.

(12)

(c) Any such income so paid shall be reasonable and relative to that which would be paid in an arms length transaction (being the open market value).

(d) The provisions and effects of this Rule 28 shall not be removed from these Rules and shall be included and implied in any Rules replacing these Rules.