

# PLIMMERTON RESIDENTS' ASSOCIATION INCORPORATED

## CONSTITUTION

May 2018

### 1 CONSTITUTION

- 1.1 NAME** The organisation will be known as the Plimmerton Residents' Association Incorporated, hereafter referred to as the Association.
- 1.2 OBJECTS**
- 1.2.1 To work on behalf of the residents of Plimmerton and the immediately surrounding areas on matters affecting their interests and the amenities of the district.
- 1.2.2 To pursue matters of wider interest affecting the citizens of our city.
- 1.2.3 To promote better understanding of local body affairs and to actively maintain a dialogue with the Mayor, Councillors and administration of the Porirua City and adjacent local bodies.
- 1.2.4 To liaise with other community based groups in matters of common interest.
- 1.2.5 To keep residents informed on matters affecting their interests.
- 1.3 AREA** The area covered by the Association will be Plimmerton and such adjacent areas as may be defined from time to time by the Executive Committee.

### 2 MEMBERSHIP

- 2.1 ASSOCIATE MEMBERSHIP** Is open to those living in or having a special interest in the area as defined in clause 1.3. An associate member is one who actively expresses their interest in and support for the work of the Association at Annual or Special General Meetings.
- 2.2 FINANCIAL MEMBERSHIP** On payment of a donation or subscription, a resident or person with special interest in the area defined in clause 1.3, will be deemed a financial member for that financial year. Such membership will lapse after 12 months after the end of the financial year in which the donation was made.
- 2.3 VOLUNTARY RESIGNATION** Any financial member may resign by advising the Secretary in writing.
- 2.4 LIFE MEMBERSHIP** Life membership confers on any financial member the right to continuing financial membership of the Association without the payment of any further donation or contribution. Life membership may be conferred on any associate or financial member in recognition of outstanding service to the residents of Plimmerton. Nomination for Life membership must be made by the Executive Committee and confirmed by an Annual or Special General Meeting.

### **3 RULES**

**3.1 ANNUAL GENERAL MEETING** The Association shall hold an Annual General Meeting not later than 31 August each year at which paid up financial members will -

- (a) approve a financial statement;
- (b) review the activities of the Association; and
- (c) elect an Executive [Committee] of at least 5 members and not exceeding 12.

**3.2 FINANCIAL YEAR** The financial year of the Association will be from 1 July to 30 June.

*[Annual General Meeting of 14 May 2018 approved underlined amendments to clauses 3.1 and 3.2]*

**3.3 EXECUTIVE COMMITTEE** The Executive Committee shall appoint from its members a Chairperson, Secretary, Treasurer and such other officers as it deems necessary. Should an Annual General Meeting fail to elect a new Committee, the old Committee will continue to run the affairs of the Association until a Special General Meeting can be called to appoint a new Executive Committee. The Executive Committee shall have the power to replace members who resign, or cease to have continuing special interest in the district during their term of office. Additional executive members may also be co-opted to assist in special projects. The Chairperson will have both a deliberative and casting vote.

**3.4 QUORUMS** For an Annual General Meeting there must be at least 10 members present. For a Special General Meeting there must be at least 10 members in addition to those members of the current executive members present. For an Executive Committee meeting there must be at least half of the executive members present.

#### **3.5 VOTING**

3.5.1 At all meetings of the executive or at Special or Annual General Meetings [voting] shall be by voice or show of hands. If requested by a significant number of members, or because of the nature of the vote [and] the chairman so decides, a secret ballot may be held.

3.5.2 Only financial members may vote on matters affecting the rules or constitution of the Association or on matters affecting finance. A Chairperson's ruling on those matters requiring a vote of financial members shall be absolute.

**3.6 NOTICE OF MEETINGS** Special or Annual General Meetings will be advertised by circular or newsletter, by notice in the public notices section of a local newspaper or by posters in reasonably prominent locations in the district. Such notices shall be at least 14 days for Annual [General] Meetings and at least 7 days for Special General Meetings. Meetings of the Executive Committee will be advised to executive members by circulating a notice or by phone giving at notice wherever practicable. Any members of the Association may ask to be advised of the date, time, and place of the next Executive [Committee] meeting.

- 3.7 EXECUTIVE COMMITTEE MEETINGS** Will be held at approximately monthly intervals and will be open to all members to attend, speak on issues of concern to them, but not to take part in any decisions. The Executive [Committee] may agree to go into committee to discuss any particular matter. During such discussions non-executive members may be asked to leave.
- 3.8 TRUSTEES** The Association will maintain such bank accounts as the Executive [Committee] agrees are desirable. At least 3 trustees will be appointed from the executive members of whom the Treasurer will be one. The Treasurer's signature and the signature of one other trustee will be able to operate the accounts.
- 3.9 COMMON SEAL** The common seal of the Association is to be held by an executive member, as resolved by the Executive Committee. The seal may be affixed as required on any document by the appointed holder in the presence of at least two other members of the Executive Committee provided such action has been authorised by resolution of the Executive Committee.
- 3.10 LIQUIDATION**
- (a) Resolution to liquidate the Association. A resolution to appoint a liquidator may be passed by a majority of those members present at a Special General Meeting of which notice has been given in accordance with Rule 3.6.
- (b) Confirmation of the resolution. The resolution must be confirmed at a subsequent General Meeting called for that purpose and held no earlier than 30 days after the date on which the resolution to appoint a liquidator was passed. If the resolution is confirmed by a majority of those present at this meeting, the meeting must then appoint a liquidator. If the confirming resolution is lost, the earlier resolution lapses.
- (c) Transfer of property on liquidation. In the event of the liquidation of the Association, the property of the Association shall be applied first to the liquidation of its debts and liabilities and to the costs of liquidation. The remainder of the property shall be transferred to a charitable organisation with objects compatible with those of the Association and agreed upon at the Special General Meeting. No property of the Association may be distributed to members upon liquidation.
- 3.11 AMENDING OF RULES OF THE ASSOCIATION**
- (a) The rules in this document may be amended by requesting the Executive Committee to publish the details of and reasons for the proposed area covered by the Association at least 14 days prior to a Special or Annual General Meeting.
- (b) *[Annual General Meeting of 24 May 2010 approved removal of clause 3.11(b).]*
- 3.12 WAGES, HONORARIUMS, OR REMUNERATION** Any such income, benefit or advantage shall be applied to the objectives of the Association. 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 income shall be reasonable and relative to that which would be paid in an arms-length transaction (being open market value).