

Rules and Constitution of the Christchurch Irish Society Incorporated

1. Name

The name of the Society is **Christchurch Irish Society Incorporated** ("the Society").

2. Purpose

The purpose of the Society is to promote and celebrate all aspects of Irish culture. To achieve that purpose the Society shall:

- (a) Encourage the celebration of friendship and camaraderie amongst those of Irish birth or descent and all others who possess a love of Ireland and its culture;
- (b) Encourage the strengthening of relationships between the peoples of Ireland and New Zealand by supporting cultural, social, sporting and economic exchanges between both nations;
- (c) Promote Irish dancing, music, literature, songs, language and other aspects of Irish culture in such a manner as the Society considers fit;
- (d) Preserve and cultivate knowledge of the records and traditions bearing on the history of Ireland;
- (e) Give benefits and privileges to members and show concern for them as individuals and their welfare;
- (f) Establish, promote, support, join or amalgamate with any other organisation/s or body/s whether incorporated or not having objects similar or complementary to the objects set out herein;
- (g) Purchase, lease, hire or otherwise acquire and sell, exchange, let and otherwise dispose of any property real or personal and borrow, lend and advance monies on such terms and on such security or without security as the Executive or a general meeting of the Society shall determine;
- (h) Provide a cost effective, financial and administrative base for the achievement of its purpose;
- (i) Found, organise and donate prizes for competitions which advance and support the promotion of Irish Culture through dance, singing and playing of musical instruments, poetry, writing and literature;
- (j) Provide education and support through founding and running a young cultural group;
- (k) Provide education and support through founding and running a young mother's club;
- (l) Promote and fund an annual educational scholarship for a junior member of the Society to start or complete tertiary studies;
- (m) Support and encourage a local entrant to the annual international Rose of Tralee Competition which recognises a young person's ability to be an ambassador for their country and culture;
- (n) Organise regular events for the welfare of our senior and past members to enjoy the amenities, care and fellowship of the Society;
- (o) Do all other things which it considers will assist in achieving its purpose.

3. Non-Political and Non-Sectarian

The Society shall be non-political and non-sectarian.

4. There shall be five classes of members:

- (i) Ordinary members;
- (ii) Life members;
- (iii) Special interest group members;
- (iv) Junior members;
- (v) Temporary members.

4.1 Ordinary Members

- 4.1.1 Any person over the age of 18 years may become an ordinary member subject to approval by the Executive of the Society.
- 4.1.2 Any person wishing to become an ordinary member shall lodge a nomination form with the Secretary of the Society together with such subscription fee as the Society shall have fixed at the last Annual General Meeting. It shall be signed by the nominee and two existing financial members of the Society i.e. proposer and seconder. One signatory shall be a member of the Executive of the Society.
- 4.1.3 If a two-thirds majority of votes is cast in favour of the applicant at an Executive Committee meeting the applicant shall become an ordinary member of the Society and shall be entitled to exercise the privileges of membership.
- 4.1.4 New members who join the Society and pay their initial subscription between 1 December and the last day in February shall be deemed to have paid their subscription for the next financial year.

4.2 Life Members

- 4.2.1 Life membership of the Society may be awarded to persons who have:
 - (a) Made a significant contribution to the life of the Society;
 - (b) Been financial members of the Society for a continuous period of not less than 20 years and who were financial members of the Society at the time of the making of the nomination for life membership.
- 4.2.2 Nominations for life membership must first be submitted to and approved by the Executive Committee and must be nominated and seconded by financial members.
- 4.2.3 The election of a member as a life member within the Society shall require a two-thirds majority of those members present and entitled to vote and voting in a secret ballot at the Annual General Meeting.
- 4.2.4 No subscription shall be payable to the Society by any life member but such members shall be deemed to be financial members of the Society and shall be entitled to the same rights and privileges as financial members of the Society.

4.3 Special Interest Group Members

Members of Special Interest Groups shall be ordinary members of the Society. They shall each pay a subscription equal to that for an ordinary member.

4.4 Junior Members

Junior members are members who have not yet reached the age of 18 years. Junior members shall not have the right to vote nor shall they hold any position as an Officer or member of the Executive. Junior members shall have such other rights and privileges as the Annual General Meeting or the Executive may from time to time confer.

4.5 Temporary Members

Temporary Members are members who temporarily join the society for a short period in order to compete at Feisanna. Such members do not have any voting rights nor shall they hold any position as an Officer or member of the Executive or other Committee. Their membership will only be valid for the duration of the particular Feis for which they have paid a temporary membership subscription.

4.6 Subscriptions

The subscription for ordinary, junior, and temporary membership shall be a sum fixed at the Annual General Meeting of the Society. The subscription shall be payable in advance before the 1st day of March in each year.

4.7 Cessation of Membership

A member shall cease to be a member of the Society:

- (a) On the death of that member;
- (b) On receipt by the Secretary of the Society of the member's resignation in writing. Such resignation shall not release the member from liability for any outstanding subscriptions unpaid by that member up to the time of such resignation;
- (c) On the member being expelled from the Society in accordance with the provisions of the relevant rules;
- (d) On the failure of a member to pay his or her subscription for each year within 6 months of the date on which it was due.

4.8 No Transmissible or Assignable Interest

No member shall by reason of his or her membership have any transmissible or assignable interest by operation of law or otherwise in any of the property of the Society.

5. Christchurch Irish Society Special Interest Groups

- 5.1 All members of the Christchurch Irish Society Special Interest Groups shall be financial members of the Society.
- 5.2 Each Special Interest Group shall:
 - (a) Regulate its own procedures;
 - (b) Elect its own officers.
- 5.3 Application to form a new Special Interest Group shall be approved by the Executive.

6. Society Patron

- 6.1 The Position of Patron of the Christchurch Irish Society Incorporated is an honorary position that shall be filled by a suitable person of good standing appointed by the Society's Executive.
- 6.2 Any such appointment shall be subject to ratification by the Annual General Meeting of the Society.
- 6.3 Persons appointed as Patron need not be financial members of the Society.

7. Office Bearers

- 7.1 At the Annual General Meeting each year, an election shall be held to determine the following positions for the ensuing year:
 - President
 - Two Vice Presidents
 - Up to nine Executive Committee Members
 - Secretary
 - Assistant Secretary
 - Treasurer
- 7.2 Any ordinary or life member of the Society may stand for election to the above positions at the Annual General Meeting of the Society.
- 7.3 All candidates and officers shall be financial members of the Society.
- 7.4 A notice inviting nominations for the above positions will be mailed to all members at least two weeks before the final date for nominations to be received. Two financial members of the Society must nominate candidates. All nominations must be in writing and shall be received by the Secretary at least 21 days before the Annual General Meeting.
- 7.5 In the event insufficient written nominations are received to fill any of the above positions prior to the closing date, further nominations will be invited from those present at the Annual General Meeting. Provided such nominees are eligible to stand, the meeting shall proceed to

elect members to the above positions from all nominations received for each respective position.

- 7.6 No more than any one member of any one family shall be eligible to hold office as President, Secretary or Treasurer in any one year.
- 7.7 All members entitled to vote at the Annual General Meeting of the Society shall be entitled to one vote at the election of each of the elected office bearers.
- 7.8 The Annual General Meeting may appoint a Returning Officer to supervise the election and advise that meeting of its result.
- 7.9 In the event of a casual vacancy arising during the year, the Executive will consider the next highest polling candidate to fill the vacancy. If no such person exists the Executive may appoint some person to fill such vacancy until the next Annual General Meeting.

8. Social Committee

- 8.1 The Annual General Meeting shall elect a Social Committee each year. This committee is responsible for planning and running social activities on behalf of the Society.
- 8.2 The President and Treasurer shall be ex-officio members of the Social Committee and a member of the Executive Committee shall be the convenor of this Committee.
- 8.3 This committee is charged with creating a social environment in which Society members enjoy socialising. Further, the committee shall show concern for the welfare of individual members.
- 8.4 This committee is charged with running economically viable socials and other related activities. This committee will submit proposed agendas for socials, together with budgets for running such activities, to the Executive for approval in advance of each particular function.
- 8.5 GST receipts must be submitted in support of any claims for reimbursement of expenses incurred by members of the Social Committee.
- 8.6 The Social Committee shall keep minutes of their meetings and records of income and expenditure arising from social activities they organise. These shall be tabled at meetings of the executive.

9. Annual General Meeting

- 9.1 The Annual General Meeting of the Society shall be held in the month of May in each year at a time and date to be fixed by the Executive.
- 9.2 Members desiring to give notice of a motion/s to be put at the Annual General Meeting must submit any motions in writing and ensure they reach the Secretary by no later than twenty one days before the Annual General Meeting.
- 9.3 Written notice of the meeting shall be mailed to each member at least fourteen clear days prior to that Annual General Meeting. The notice shall include the agenda for the meeting, the names of nominees for election as Officers and the Executive, a copy of the report of the operations of the Society during the previous year, an annual financial statement and any notices of motion.
- 9.4 The quorum necessary at an Annual General Meeting of the Society shall be 15 ordinary members present in person (no proxies are permitted). In the event of a quorum not being present within one hour of the appointed time for the commencement of the meeting the meeting shall be adjourned for two calendar months and be reconvened at a location to be circularised to all members not later than one calendar month before the meeting is reconvened. If a quorum is not present at the reconvened meeting within one hour of the time appointed for its commencement then those members shall be entitled to proceed with the business of the Society as if a quorum were present.
- 9.5 The business dealt with at the Annual General Meeting shall be confined to the following:
 - (a) To receive the Annual Report and consider it and if at all proper to pass the annual financial statement for the previous financial year;
 - (b) To approve the President's report on the Society's affairs and any plans for the ensuing year, which shall have been circulated to all members at least seven days prior to the meeting;
 - (c) To elect an auditor or auditors who shall be members of the New Zealand Institute of Chartered Accountants and not office bearers of the Society;

- (d) Any notices of motions from members notified in writing to the Secretary of the Society and circulated to members with the notice of the Annual General Meeting;
- (e) The election of Officers, members of the Executive and Social Committee;
- (f) The ratification of the recommendation made by the Executive relating to the appointment of the Society's Patron for the ensuing year;
- (g) The subscription for the ensuing financial year shall be determined at this meeting. However, the subscription shall not be set until members have considered a financial report from the Treasurer which will recommend to what extent (if at all) subscriptions should be increased;
- (h) Any other agenda items submitted by the Executive or approved by the meeting.

9.6 Each ordinary member or life member present at a General Meeting shall be entitled to one vote on every motion and in the case of an equality of votes the Chairperson shall have a casting as well as a deliberative vote. The mode of voting on all questions at all General Meetings shall be by a show of hands or if the Chairperson or any five other members shall require by a ballot. Only financial members shall be entitled to vote.

10. Special General Meetings

- 10.1 Meetings of the Society for special purposes shall be called at any time by the President upon a resolution of the Executive or upon a written requisition of any 20 members of the Society addressed to the Executive.
- 10.2 Any such Special General Meeting shall be called as early as reasonably practicable after receipt by the Secretary of a written requisition and in any event shall be held not later than twenty-eight days from the date of the receipt by the Secretary of such written requisition.
- 10.3 A notice calling any Special General Meeting shall be given to each member at least 14 clear days prior to the date of the meeting and the notice shall state clearly the objects of the holding of the meeting. The business of such meetings shall be confined to the matters stated in that notice.
- 10.4 Procedure for quorum and voting at any Special General Meeting shall be the same as at an Annual General Meeting of the Society.

11. Duties of the Executive

- 11.1 The management of affairs of the Society shall be the responsibility of the Executive.
- 11.2 The Executive shall, with the exception of the Patron, include the Office Bearers of the Society.
- 11.3 The Executive shall meet at least once every two months and at least one week's prior notice shall be given to each Executive member of such meetings.
- 11.4 The quorum necessary at Executive meetings shall be five members present in person.
- 11.5 The Executive shall control and invest the funds of the Society in such a manner as it shall think fit but subject to any direction which may be given to it by any General meeting of the Society.
- 11.6 The Executive may authorise reimbursement to Society Officers or members for any expenditure they may incur in undertaking their Society functions.
- 11.7 The Executive shall have the power to make, amend or rescind regulations or by-laws and policies provided that they are not inconsistent with these rules or regulations or by-laws or policies adopted at a General Meeting.
- 11.8 The Executive shall elect sub-committees to manage particular aspects of the Society's affairs as follows:
 - Hall & Property
 - Bar
 - Publicity
 - Membership
 - Finance
 - Newsletter
 - Hall Bookings
 - Feis

- 11.9 Such sub-committees shall each adhere to the operating instructions given them from time to time by the Executive to whom they are directly responsible. They shall only take such steps as are authorised expressly by the Executive. The Executive may co-opt members of the Society who are not on the Executive to the above sub committees provided however that in all cases a member of the Executive shall be the Convenor of the relevant sub-committee/s.
- 11.10 The Executive shall also elect a member to serve as the convenor of the Social Committee

12. Duties of the President

- 12.1 The President shall chair all general meetings and executive meetings of the Society.
- 12.2 The President shall be a member ex-officio of all sub-committees.
- 12.3 The President shall represent the Society at meetings of the New Zealand Federation of Irish Societies Incorporated.

13. Duties of the Vice Presidents

- 13.1 The Vice Presidents of the Society shall at all times assist the President and in the absence of the President shall discharge the duties of the President.
- 13.2 Unless it is otherwise agreed the Vice President who is the most senior in terms of length of current unbroken membership of the Executive shall act in the Presidents absence.
- 13.3 In the event both Vice Presidents have equal membership the Executive shall vote to determine which Vice President shall act.

14. Duties of the Secretary

The Secretary shall:

- (a) Be responsible for writing and sending all outwards correspondence and receiving all inwards correspondence on behalf of the Society;
- (b) Retain copies of all significant correspondence and documents relating to the affairs of the Society including all relevant electronic data;
- (c) Report all relevant matters fully to General and Executive meetings as the case may be.

15. Duties of the Assistant Secretary

The Assistant Secretary shall:

- (a) Be responsible for keeping accurate minutes of the proceedings of all General and Executive meetings of the Society.
- (b) Assist the Secretary if required and act for the Secretary in his/her absence.

16. Duties of the Treasurer

The Treasurer shall:

- (a) Pay all debts incurred by the Society after first referring all payments to the Executive for authorisation. The Executive may give the Treasurer approval to make automatic and other regular payments from the Society's accounts without the need for prior authorisation. However, the Treasurer shall subsequently report all such payments to the Executive for endorsement;
- (b) Bank all monies received by the Society;
- (c) Maintain correct records (including any relevant electronic data) of income and expenditure and a cash book balance of the current financial position of the Society;
- (d) Keep a correct account of all monies received or paid and furnish, to each Executive meeting, the Society's bank balance statement and a report showing the result of the Society's operations for the period following the previous meeting;
- (e) Prepare a full and complete record of all income and expenditure and a statement of financial position at the end of each financial year. Submit these documents together with all invoices, bank statements, receipts, cheque books, GST records, valuations and other relevant

documents to the Society's Auditors in sufficient time for the accounts to be audited and for copies to be mailed to members prior to the Annual General Meeting;

- (f) Give a financial report to the Annual General Meeting and answer all questions relating to the accounts;
- (g) Recommend to the Annual General Meeting the extent to which members subscriptions should be increased if the Society's financial position is such that an increase is desirable;
- (h) The Treasurer shall be a member ex-officio of all sub-committees.

17. Finance

- 17.1 The Bankers of the Society shall be the Bank of New Zealand or other such registered banking institution as may be determined by an Annual General Meeting.
- 17.2 All cheques and withdrawals on bank accounts shall be signed jointly by any two of the President, Secretary or Treasurer.
- 17.3 The Society may invest funds in term deposits or other securities. Any such investment will require the authorisation of the Executive.
- 17.4 The financial year of the Society shall be from the 1st of March until the last day of February.

18. Borrowing Powers

- 18.1 The Society shall have the power to borrow monies for any specific or general purpose or purposes.
- 18.2 Any proposal to borrow monies must first be approved by resolution at a general meeting of the Society.
- 18.3 The Executive will be limited to borrowing the amount specified and for the purpose/s stated by the approved resolution. The interest payable and the security to be given shall also be consistent with the resolution.
- 18.4 All members of the Society whether they have voted on such a resolution or not and all persons becoming members of the Society after the passing of such a resolution shall be deemed to have assented to the same as if they had voted in favour of such resolution.

19. Sale of Fixed Assets

- 19.1 Any proposal to sell any of the Society's significant assets such as the hall or a rental property/s must first be approved by resolution at a general meeting of the Society
- 19.2 The resolution must include two current market valuations of the property/s concerned that have been made by two independent registered valuers who shall not be members or connected with any members of the Society.
- 19.3 The Executive shall not give final approval for the sale of any such property if the proposed settlement price is more than 5% less than the average current market value of the property concerned. In such circumstances a further general meeting must be held and this meeting shall decide whether to accept any potential buyer's offer or to withdraw the property from sale.

20. INCOME BENEFIT OR ADVANTAGE TO BE APPLIED TO CHARITABLE PURPOSES

- 20.1 Any income, benefit or advantage shall be applied to the purposes of the Society.
- 20.2 No member of the Society or person associated with a member of the Society shall participate in, or materially influence, any decision made by the Society in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever, except where that income, benefit or advantage is derived from:
 - (a) Professional services to the Society rendered in the course of business charged at no greater rate than current market rates; or
 - (b) Interest on money lent at no greater rate than current market rates.
- 20.3 Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being open market value).

- 20.4 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.

21. Society Auditor

- 21.1 The Society shall elect an Auditor or Auditors at the Annual General Meeting of the Society who shall be a member/s of the New Zealand Institute of Chartered Accountants in current public practice and not an office bearer/s of the Society.
- 21.2 The Auditor or Auditors shall audit the accounts and have the power to call for the production of all financial books, papers, accounts, electronic data, minutes and any other documents relating to the affairs of the Society at any time.
- 21.3 The Committee shall have power to fill any temporary vacancy in the office of Auditor or Auditors.

22. Suspension, Censure and Expulsion of Members

- 22.1 The Executive may censure or suspend any members of the Society for conduct which it considers not to have been in the best interests of the Society. The Executive may also recommend the expulsion of any member for such conduct.
- 22.2 If the Executive decides to suspend any member or recommend the expulsion of a member the following procedures shall apply:
- (a) A minimum of fourteen days notice shall be given of a Special General Meeting. The notice shall be sent to all members of the Society and it shall state the purpose of the meeting.
 - (b) The member to be expelled or who is under suspension shall be invited to attend and shall be given the opportunity to defend himself/herself. Alternatively, the member may make written submissions to refute the allegations and any such submissions shall be read to the meeting.
 - (c) A secret ballot shall be taken and a two-thirds majority of the members present shall be required for the expulsion of a member or to continue their suspension or censure as the case may be.
 - (d) If the meeting decides to continue the suspension of the member it shall specify the period that the suspension shall remain in force. In any event, a member shall not be suspended for any period in excess of six months. During the period of suspension, the suspended member shall not be entitled to any of the privileges of membership.
 - (e) The member shall be informed in writing of the decision of the meeting.

23. Common Seal

The Seal of the Society shall be in a form approved by the Executive and shall be in the custody of the Secretary of the Society. It shall only be affixed to such documents as the Executive directs and shall be affixed in the presence of the President or if the President is not available, one of the Vice Presidents.

24. Alteration of Deed

- 24.1 This deed may be altered, added to, rescinded or otherwise amended by a resolution passed by a two-thirds majority at a general meeting, provided that:
- (a) No such amendment shall detract from the charitable nature of the Society or result in the distribution of its assets on winding up or dissolution other than provided in clause 26;
 - (b) Duplicate, original copies of every such alteration, addition, rescission or amendment to the Constitution shall forthwith be delivered to the Registrar of Incorporated Societies to be filed with the Constitution in terms of the Incorporated Societies Act 1908;

- (c) All such alteration, additions or amendments to the Constitution are notified to the Charities Commission as provided for in terms of s40 of the Charities Act 2005; and
- (d) No such alterations, additions, rescissions or amendments shall come in to effect until notification of approval has been received from the Charities Commission.

24.2 Notice of the alterations proposed shall be given in conjunction with the notice calling the General Meeting.

25. Members to be Bound by Rules

25.1 All members shall be held to consent to and be bound by the Rules of the Society and shall not be entitled to appeal to any Court because of anything done or permitted to be done under them.

26. Winding up

The Society may be wound up voluntarily if:

- (a) A Special General Meeting of its members held for that purpose passes a resolution that it should be wound up. This resolution must be carried by at least a two-thirds majority of those entitled to vote at this meeting;
- (b) The winding up resolution is confirmed at a subsequent Special General Meeting called for that purpose and held at least 30 days after the date on which the initial resolution was passed. This resolution must be carried by at least a two-thirds majority of those entitled to vote at this meeting;
- (c) The quorum at each of these Special General Meetings shall be not less than half of the financial members of the Society and they shall be present in person;
- (d) In the event of such winding up all costs, debts and liabilities shall first be paid. The remaining assets of the Society shall then be distributed to such other body or bodies having similar objects to the Society as it by resolution appoints provided that no such other body shall take its share pursuant to such resolution if its Rules permit any part of its assets and funds to be made available for the private pecuniary profit of any individual. If no such body exists then distribution shall be to a Charitable Body approved by the Inland Revenue Department.

Revised and amended at the Annual General Meeting of members held on Sunday 27 May 2012.