

Revised Constitution of the Mahinepua-Radar Hill Landcare Group, Inc.

1. Name

- a) The Name of the Society will be "**Mahinepua-Radar Hill Landcare Group, Incorporated**"

2. Objectives

The Primary Objective of the Group is to promote and enhance the habitat of native birds, especially the Kiwi and the Kukupa, and other native species of plants and animals within the designated impact area by eliminating the population of predatory and/ or introduced plants and animals.

- a) To help local people or organisations to work together in planning and implementation of sustainable management of the land and resources in the Mahinepua Parish or other areas.
- b) To help in the planning and implementation of sustainable management of such lands and resource based projects.
- c) To seek funding for such projects.
- d) To invite resource persons and organisations to assist with and /or participate in activities, to commission research, and to share information.
- e) To be involved with any other activities or agencies which may assist the above.

3. Membership

- a) Any Landowner in a declared impact area may apply to join the group by completing and signing the official membership form of the Society. All parties listed as owners on the rates declaration of the property shall be considered as members when any one of those parties executes membership.
- b) Any person or organisation outside the declared impact area may join the Society as *Friends of the Society* by completing and signing the official membership form of the Society and paying the required annual subscription. *Friends of the Society* will not have a vote or be entitled to hold office but will enjoy all other rights and privileges of membership.
- c) Membership will commence when the signed application has been approved and the applicant's annual subscription fee has been received. Each property shall pay one subscription, in the case that a member owns more than one property in the declared impact area, then that member will pay a total of one subscription for membership.
- d) Every member shall, on joining the Society, supply the Secretary with a postal address, contact number, and e-mail address, if applicable. Written notification to the Secretary of subsequent changes is required. Member information will be published in a roster for use by the membership unless specifically requested otherwise. All notices posted to the latest address will be deemed as duly sent.
- e) Each member must sign a consent form to allow the Society to carry out activities on his property. Each party on the property rates declaration must sign the consent form. If a member owns more than one property, a separate consent form must be executed for each property.

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Membership Categories

Member.

Lives inside the MRHLG boundary.

Pays a full subscription.

Is entitled to vote at all meetings, Committee and Annual General Meeting.

Friend.

Lives outside the MRHLG boundary.

Cannot make or vote on proposals at ordinary meetings.

Cannot make proposals or vote at AGM's

If resident in the MRHLG 'buffer zone' can, on payment of the full sub be included in the pest eradication done by our trapper.

Life Member

Proposal must be submitted to a committee meeting for consideration and recommendation to AGM or SGM for adoption.

Must be a Full Member and an office holder for a minimum of 5 years continuous service prior to being proposed or a founder member.

Has the same rights and privileges as they had as a full member, whether they are a land owner in the area or not (therefore may hold office).

Honorary Life Member.

Proposal must be submitted to a committee meeting for consideration and recommendation to AGM for adoption.

Can be Member or Friend.

Must have made a significant contribution to the MRHLG.

Ordinary meetings.

Can make and vote on proposals.

AGM's.

Can make proposals.

Cannot vote on proposals.

4. Termination of membership

- a) Membership will be deemed to have lapsed if the subscription fee is not paid within three (3) months of its falling due, providing the Society issued a past due notice by post.
- b) Members may be expelled by a motion passed by 75% of the members present at a meeting.
- c) Terminated members must return any Society property on termination of membership.

5. Changes to the Constitution

- a) The constitution may be repealed, altered, or amended by resolution at the Annual General Meeting (AGM) or a Special General Meeting (SGM) called for that purpose providing that the change does not substantially alter the primary objectives of the Society or the pecuniary profit clause (see 9g) or the winding up clause (see 10 a-b).
- b) Any motion for change must be given to the Secretary in writing at least one (1) month before the meeting and be published with the notice of the meeting. No change will be made without proper notification.
- c) A change will be adopted upon receiving a 2/3 approval by the members present.

6. Meetings

A. Annual General Meeting (AGM)

- a) Each year there shall be an Annual General Meeting held on or before 31 January.
- b) Notification for the AGM will be by public advertisement or by newsletter or by posted notice. Notification will include the date, time, place, and purpose of the meeting and be not less than two (2) weeks prior to the meeting.
- c) A quorum for the AGM will not less than seven (7) members.
- d) The business of the AGM shall include:
 - (1) The Chairman's report on the activities of the year
 - (2) The presentation of annual accounts
 - (3) The appointment of an auditor
 - (4) The election of a Chairman, a Secretary, a Treasurer, and an Assistant to the Secretary.
 - (5) The setting of the annual subscription
 - (6) Any constitutional matter which may be properly put before the the meeting
 - (7) Any other general business

B Special General Meetings (SGM)

- a) Special General Meetings may be called at any time by written request to the secretary from no less than five (5) members or by the Chairman of the Society.
- b) The purpose for the meeting must be clearly stated in the request and all the conditions and requirements of the AGM apply (see item 6.A).

C Committee Meetings

- a) Committee meetings shall be held to conduct the ongoing business of the Society. A committee can be created by the membership at any meeting or appointed by the Chairman of the Society. Every committee must have a chairman and a secretary and provide reports to the membership at regular meetings and at the request of the Chairman of the Society.
- b) The Chairman of the Society or the Secretary may call a committee to meet at any time.
- c) Any two (2) committee members may call a meeting within fourteen (14) days by submission of written request to the Secretary.
- d) Notification for committee meetings may be by inclusion in the minutes of previous meetings, by newsletter, by notice, or be conveyed personally by the Chairman of the Society, the Secretary, or the committee chairman.
- e) A quorum shall be half the committee membership but not less than four (4) members.

D. Meeting Procedures

- a) Except for constitutional changes, a motion may be moved from the Chair or from the Floor by any member present. Absent members may present a motion by written notice to the Secretary providing it is received at least seven (7) days before a published meeting date.
- c) A motion must be seconded, unless moved by the Chair, before discussion and must be voted on.

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Meetings continued.

- d) A motion becomes a Resolution by a majority affirmation of those members present.
- e) Voting will be by voice or by show of hands if requested by any member.
A secret ballot may be requested by the Chairman at any time or by request of the majority present.
- f) All members shall have one (1) vote except that there shall be no more than one vote per property. In the case that a member owns more than one property in the declared impact area, then that member shall have a total of one (1) vote. The Chairman shall have one (1) deliberative vote and one (1) additional casting vote.
- g) Absent members may appoint or remove a Representative by written notice to the Secretary. The Representative will enjoy all the rights, privileges, and obligations of the member when the member is absent, but may not hold office. A member shall not be a Representative nor shall any Representative stand for more than one member. In the case that the property subject to representation is owned by more than one party, the Representative shall stand for all parties. A Representative may be removed by a motion approved by the majority of members present at a general meeting.
- h) There shall be no vote by proxy. Absentees may not vote.
- i) Should the Chairman of the Society choose not to or be unable to sit as chair at a meeting, his duties will fall to the Secretary of the Society. Should the Secretary of the Society choose not to or be unable to sit as chair at a meeting, his duties will fall to the Assistant to the Secretary. Should the Assistant to the Secretary of the Society choose not to or be unable to sit as chair at a meeting, his duties will fall to the any member present at the meeting who will then appoint a secretary to take the minutes of the meeting.
- j) Any decision on meeting procedure ruled by the Chairman of the Society is final

7. Election of Officers

- a) The Chairman will be elected at the Annual General Meeting by nomination from the Floor. A candidate for election must be present to accept the nomination. The member receiving the most votes will fill the office until the election of officers at the next AGM.
- b) The Secretary will be elected at the Annual General Meeting by nomination from the Floor. A candidate for election must be present to accept the nomination. The member receiving the most votes will fill the office until the election of officers at the next AGM.
- c) The Treasurer will be elected at the Annual General Meeting by nomination from the Floor. A candidate for election must be present to accept the nomination. The member receiving the most votes will fill the office until the election of officers at the next AGM.
- d) The Assistant to the Secretary will be elected at the Annual General Meeting by nomination from the Floor. A candidate for election must be present to accept the nomination. The member receiving the most votes will fill the office until the election of officers at the next AGM.
- e) Should an officer be unable or unwilling to execute the requirements of office during a term, the Chairman will appoint a person to fill the office until the next regular election or may call a SGM to elect a replacement. In the case of the Chairman being unable or unwilling to execute his office, the Secretary will fill that office and call a SGM to elect a replacement.

8. Control and Use of the common seal of the Society

- a) A common Seal may be used on documents signed by any two (2) of the Society Officers when acting on a resolution approved in a general meeting.
- b) The Secretary will hold the Seal.

9. Control and Investment of Funds

- a) The Society may seek funds from any appropriate source including, but not limited to: charitable trusts, government agencies, commercial sponsorship, private subscription, fund raising, commercial enterprise, or any other activity approved by resolution in a general meeting and commensurate with the objectives of the Society
- b) The Society's funds shall be controlled by the Treasurer in an interest bearing account in an approved bank. The signing authority for information, transfer of funds, debiting of cheques and all other services are to be held jointly and severally by authorised office holders.
- c) The Treasurer will keep records in accordance with the requirements of Section 23 of the Incorporated Societies Act of 1908 and prepare and present appropriate reports at the AGM, Special General Meetings, and at the request of the Chairman or the Secretary.
- d) The Treasurer will make all records available to and assist the Auditor in preparation of documents, submittals, etc.
- e) No private pecuniary profit shall be made by any person involved with the Society. Any member or Officer is entitled to reimbursement for legitimate expense occurred in connection with the affairs of the Society. The Society may pay reasonable remuneration to any member or officer of the Society for services rendered.
- f) The Society shall not enter into any agreement to borrow funds or loan monies without the consent of 75% of the total membership by resolution in a Special General Meeting called for that purpose and as outlined in Section 6-B of this Document.
- g) Payment to members- No member or person associated with a member of the Society shall derive any income, benefit, or advantage from the society where that can materially influence the payment of the income, benefit, or advantage. Except where that income, benefit, or advantage is derived from:
 - a) Professional Services to the Society rendered in the course of business and charged at no greater rate than current market rates; or
 - b) Interest on money lent at no greater than current market rates:AND all members who may be interested or concerned directly or indirectly shall disclose the nature of their interest to the Committee.

10. Disposition of property

- a) The Society may be dissolved (providing all liabilities have been discharged) by resolution of the membership in a Special General Meeting called for that purpose and in accordance with this constitution.
 - c) Upon dissolution, the assets of the society, monetary or tangible shall not be divided among its members but shall be gifted exclusively to charitable organizations having objectives similar to the ones of this Society.

REVISED RULES OF THE SOCIETY, ADOPTED

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Signature of member

Signature of member

Signature of member