

**CONTENTS & INDEX** to Rules (Constitution) of The Wellington Deaf Society Incorporated  
Last changed at Special General Meeting 7 June 2008.

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Under the Incorporated Societies Act 1908

## **The Rules of The Wellington Deaf Society (Incorporated)**

Last changed at Special General Meeting 7 June 2008.

### 1.0 NAME

The name of the Society shall be: The Wellington Deaf Society (Incorporated)

### 2.0 REGISTERED OFFICE

The Registered Office of the Society shall be at such place as the Society shall from time to time determine.

### 3.0 OBJECTS

The objects of the Society shall be:

- 3.1 To promote the welfare of deaf persons in the community.
- 3.2 To promote deaf culture and the use of sign language in the community.
- 3.3 To educate the public in awareness of deafness in order to promote communication with deaf people and provide appropriate assistance.
- 3.4 To assist those responsible for the education and welfare of deaf children by making available to them the experience of deaf adults.
- 3.5 To co-operate with and assist institutions or persons offering technical or vocational or other training for deaf persons.
- 3.6 To promote the recognition of New Zealand sign language as a language in its own right and to assist any measures for spreading knowledge of the language.
- 3.7 To recognise and promote the right of deaf persons to communicate in whatever manner they prefer.
- 3.8 To resist discrimination against deaf people on the grounds of methods of communication or any other grounds relating to deafness.
- 3.9 To promote good fellowship among members of the Society and to provide facilities for indoor and outdoor recreations, entertainments and assemblies.
- 3.10 To liaise with organisations having similar aims, both within New Zealand and overseas for the benefit of the Society and other deaf people.
- 3.11 To carry out the objects of the Society, the Society has the powers implied by the general law of New Zealand and without limiting those powers the Society may:
  - (a) purchase, take on lease, or hire or otherwise acquire hold mortgage and dispose of any real or personal property necessary or expedient for the purposes of attaining the objects of the Society;
  - (b) print and publish or otherwise create any materials which may be desirable for the attainment of the Society's objects;
  - (c) enter into arrangements with any authority, government, municipal or otherwise that will be conducive to the Society's objects;
  - (d) make, adopt, vary and publish rules, by-laws and regulations dealing with any of the matters comprising the abovementioned objects and to take all such steps as shall be deemed necessary or advisable for enforcing such rules, regulations, by-laws and conditions;
  - (e) do all such things as are incidental or conducive to the attainment of the objects of the Society."

### 4.0 MEMBERS

- 4.1 The Society shall consist of adult, junior, family, beneficiary, associate, country, life and honorary members.
- 4.2 Membership (excepting life and honorary membership) shall be conditional upon payment of the annual subscription as determined at the Annual General Meeting of the Society.
- 4.3 An applicant for membership shall submit a proposal form, signed by two existing members as proposer and seconder, to the Board of Management which shall at its discretion admit or refuse to admit the applicant for membership. On admittance the member shall pay a full membership subscription for the current year.
- 4.4 Junior members shall be aged 13 to 17 years.
- 4.5 Adult members shall be aged 18 and upwards.

- 4.6 Country members shall be aged 18 and upwards and shall reside beyond a radius of 50 kilometres from the General Post Office, Wellington.
- 4.7 Associate members shall be those persons who wish to support and be associated with the Society.
- 4.8 Life and honorary members shall be those persons on whom such membership has been conferred by election at any General Meeting upon the recommendation of the Board of Management.

#### 5.0 SUBSCRIPTIONS

- 5.1 Adult, country and associate members shall pay in advance and from year to year such sum by way of annual subscription as the Society at any General Meeting may determine provided that the annual subscription may from time to time be altered at any succeeding General Meeting.
- 5.2 Junior members must be accompanied by a parent or adult member when participating in the Society's activities.
- 5.3 Life and honorary members shall have free membership of the Society for their lifetime, but shall not have any other financial privileges such as free admission to functions.
- 5.4 In addition to the annual subscription the Board of Management shall have the power to fix and levy charges for the admission of members and other persons to ordinary and special social or other functions or entertainments or assemblies of whatever nature provided by the Society.
- 5.5 In cases of hardship members may pay subscriptions by instalments at the discretion of the Board of Management.
- 5.6 Any member who allows his or her membership to lapse for one or more years may apply for renewal of membership, subject to approval of the application by the Board of Management.
- 5.7 When approved, membership may be renewed upon payment of the subscription for the current year.

#### 6.0 RESIGNATION OF MEMBERS

Any member may resign from the Society by giving to the Secretary notice in writing to that effect, but any such resignation shall not release the member from payment of any subscription due and outstanding at the date of the resignation.

#### 7.0 TRANSFER OF MEMBERSHIP

- 7.1 Any person wishing to transfer to Wellington Deaf Society from another Incorporated Deaf Society must obtain and produce to the Board of Management a letter of transfer from the President of the other Deaf Society.
- 7.2 Any dispute over affiliation of a member to the Deaf Sports Central arising from such transfer of membership shall be resolved under the rules of the Deaf Sports Central.

#### 8.0 DISCIPLINE AND EXPULSION OF MEMBERS

- 8.1 The Board of Management shall have the power to discipline members or withdraw membership for any behaviour which is considered detrimental to the interests of the Society.
- 8.2 Any decision by the Board of Management to exercise the power referred to in clause 8.1 must be made by a seventy five percent (75%) majority of the Board of Management.
- 8.3 All functions or assemblies held on the Society's premises or at other premises in the name of the Society shall be supervised by one or more members of the Board of Management, and any disciplinary action taken shall be reported by such supervising members to the Board of Management.

#### 9.0 PRIVILEGES AND OBLIGATIONS OF MEMBERS

- 9.1 Adult and country members whose subscriptions are not in arrears ONLY shall be entitled to vote at any General or other meeting of the Society and to be eligible for election to any office or to the Board of Management.
- 9.2 All members shall have the privilege of introducing a visitor or visitors, but not more than three on any one occasion, and the member introducing such visitors shall enter the name and address of the visitors together with his or her own name and address and date in the Visitors Book provided for the purpose.

- 9.3 Members introducing any visitor or visitors to any premises occupied or hired by the Society shall be responsible for the good conduct of such visitors while on the premises.
- 9.4 All members shall observe the by-laws and regulations made by the Society at any General Meeting or by the Board of Management and act in accordance with such by-laws and regulations.
- 10.0 RULE CHANGES
- 10.1 These rules may be altered, added to, rescinded or otherwise varied or amended by a resolution passed by a two-thirds majority of members present and eligible to vote at a General Meeting of which fourteen days' notice has been given, with the proviso that no alteration is to affect the charitable nature of the Society.
- 10.2 Every notice of such General Meetings for the alteration of rules shall set forth the purpose of the proposed alteration, addition, cancellation, variation or amendment and may be given by display of the notice in any appropriate place and by forwarding the notice by post to all financial members.
- 10.3 Duplicate copies of every such alteration, addition, amendment or cancellation shall be delivered forthwith to the Registrar of Incorporated Societies in accordance with the Act.
- 11.0 ANNUAL GENERAL MEETING
- 11.1 The Annual General Meeting shall be held at a time and place fixed by the Board of Management for the following purposes:
- (a) to receive the President's Report,
  - (b) to receive the Financial Statement for preceding year,
  - (c) to elect the officers and members of the Board of Management for the ensuing year,
  - (d) to appoint an Auditor for the ensuing year,
  - (e) to appoint a Solicitor for the ensuing year,
  - (f) to vote on any motion which may be duly submitted to the meeting,
- 11.2 Not less than fourteen clear days before the Annual General Meeting a notice thereof and of any motion to be presented thereat shall be sent to every member to his or her last known address together with a copy of the Financial Statement for the preceding year. A motion may be presented without notice at the Annual General Meeting, except for changes to these rules.
- 12.0 GENERAL MEETINGS
- The Board of Management may at any time call a General Meeting as described in clause 19.5(b) and they shall do so forthwith upon a requisition in writing of any ten members eligible to vote stating the purposes for which the meeting is required.
- 13.0 PROCEDURE AT MEETINGS
- At all General Meetings the President and in his or her absence any other duly elected person shall take the Chair and every member eligible to vote who is present shall be entitled on every motion to one vote exercised in person, and in the case of an equality of votes the Chairperson shall have a casting vote as well as a vote.
- 14.0 MODE OF VOTING
- 14.1 The mode of voting on all motions other than elections at all General Meetings shall be by show of hands, unless the meeting agrees to a secret ballot.
- 14.2 The mode of voting on all elections at the Annual General Meeting and other General Meetings shall be by secret ballot for which purpose a returning officer and a sufficient number of assistants and scrutineers shall be appointed at the meeting.
- 15.0 NOTICE OF MOTIONS
- A notice in writing of any motion for submission to any General Meeting (including the Annual General Meeting) specifying the terms of the motion and signed by the proposer and seconder shall be sent or delivered to the Secretary at least twenty-eight clear days before the meeting at which such motion shall be submitted. A motion may be presented without notice at any General Meeting, except for changes to these rules.

## 16.0 QUORUM

At all General Meetings fifteen (15) adult and/or country members eligible to vote shall constitute a quorum.

## 17.0 OFFICERS

17.1 The officers of the Society shall consist of the President, Vice President, Secretary and Treasurer.

17.2 Any vacancy among the officers for whatever reason shall be filled by an acting officer appointed from the Board of Management from their number to serve until the position has been filled by due election at the general meeting or the annual general meeting, whichever may be sooner.

17.3 Officers may be paid by the Society for services provided to the Society. Any payments made to an officer for services provided to the Society must be reasonable and relative to payments that would be made between unrelated parties for the provision of similar services.

## 18.0 BOARD OF MANAGEMENT

18.1 The affairs and business of the Society shall be vested in a committee called the Board of Management and consisting of the President, Vice-President, Secretary, Treasurer, the Combined Sports Sub-Committee representative as elected under rule 20, and five other members, all of whom shall be elected from the membership annually at the Annual General Meeting of the Society.

18.2 The Annual General Meeting may also elect other persons to be co-opted members of the Board of Management for special purposes.

18.3 All nominations to the Board of Management duly signed by the proposer and seconder and nominee must be received by the Secretary not less than twenty-eight days prior to the date of the Annual General Meeting, and in the event of such nominations being insufficient to make up the Board of Management in full, any member or members may at such meeting be proposed and seconded without such previous notice being given until all positions are filled.

18.4 Meetings of the Board of Management shall be chaired by the President and in the absence of the President by the Vice-President or any other person appointed by the Board of Management from among their number.

18.5 Meetings of the Board of Management may be convened at such times and places as the President or in the case of his or her absence or inability or refusal to act, the Secretary shall appoint.

18.6 The quorum for meetings of the Board of Management shall be five (5).

18.7 Any member of the Board of Management who shall be absent without leave from three consecutive meetings of the Board shall ipso facto cease to be a member of the Board.

18.8 The Board of Management shall have the power to appoint any voting member of the Society to fill any vacancy (other than as specified in Rule 17.2) on the Board and serve until the next Annual General Meeting.

18.9 Any member so appointed and the remainder of the members of the Board shall retire at the next Annual General Meeting but all or any of the retiring members shall be eligible for re-election.

18.10 Members of the Board of Management who may resign at any Annual General Meeting will be required to serve for one additional month and to attend the first meeting of the incoming Board of Management in order to effect a smooth transfer of responsibilities.

18.11 Members of the Board of Management who may resign at any other time for whatever reason will not be required to serve beyond the date of their resignation.

## 19.0 DUTIES AND POWERS OF THE BOARD OF MANAGEMENT

19.1 It shall be the duty of the Board of Management generally to conduct the affairs of the Society in a proper manner, and it shall have the power to do all things which are necessary to fulfil the objects of the Society and to carry out its activities, including:

(a) the power to make by-laws and regulations regarding the use of any premises occupied in carrying out the objects of the Society, and to engage or discharge servants and caretakers.

(b) the power to appoint sub-committees from its own body and to designate or appoint members of the Society and other persons at the Board's discretion to serve on such sub-committees with the proviso that each sub-committee shall be chaired by a member of the Board who shall report and be responsible to the Board of Management.

19.2 The Board of Management shall maintain a Post Office Box to receive all correspondence and accounts.

- 19.3 The duties of the President are to take the chair at General Meetings and meetings of the Board of Management, to preside at all formal functions, to represent the Society when appropriate at other meetings or assemblies, to sign legal and other documents on behalf of the Society, and in general to promote and participate in such activities as will be conducive to the Society's objects.
- 19.4 The duties of the Vice-President are to support the President as may be necessary and in the event of the resignation or loss of the President for whatever reason to assume the office of Acting President and perform the duties of the President until a new President shall be elected.
- 19.5 The Secretary's duties are as follows:
- (a) to record minutes of all meetings.
  - (b) to circulate notices of stating the venue, date, time, agenda and business for discussion, fourteen (14) days before the meeting EXCEPT in matters of urgency.
  - (c) to collect mail from the Post Office Box, record it and distribute it as appropriate, and to dispatch all outgoing correspondence as required or directed.
  - (d) to pass on to the Board or members any information which may interest or benefit them.
  - (e) to maintain liaison with the Deaf Association of New Zealand Incorporated, Deaf Sports Federation of New Zealand Incorporated, other Deaf Societies, and any other groups representing the interests of deaf people.
  - (f) to record and keep up-to-date a membership list for each financial year, and issue membership cards upon receipt of subscriptions.
  - (g) to receive annually one month before the Annual General Meeting the President's Report, the Financial Statement and any remits or nominations from members.
  - (h) to copy and assemble these documents for circulation to members not less than fourteen clear days before the date of the Annual General Meeting.
  - (i) to prepare and circulate to all members each month the Society's newsletter containing the programme, news of interest to members, and any notices or information of which members should be aware.
- 19.6 The Treasurer's duties are as follows:
- (a) to keep usual and proper books of accounts properly posted up.
  - (b) to record and bank all monies received.
  - (c) to have ready for each meeting of the Board of Management accounts for payment with all relevant information and a statement of the balance in the General Account for the previous month.
  - (d) to have cheques for approved disbursements promptly prepared for signing by the approved signatories.
  - (e) to prepare annually a Financial Statement as required by the Incorporated Societies Act 1908, audited at the end of the financial year and handed to the Secretary not less than twenty-eight days prior to the date of the Annual General Meeting.
  - (f) to make or obtain recommendations on the investment, control and disposal of the funds of the Society.

## 20.0 COMBINED SPORTS SUB-COMMITTEE

Notwithstanding clause 19.1b, the Combined Sports Sub-Committee of Wellington Deaf Society shall be formed of members elected by representatives of bona fide sporting groups and shall conduct its business in a proper manner and report to the Board of Management through a representative elected from its own body, who shall be an addition to the composition of the Board of Management set forth in clause 18.1 above.

## 21.0 CONTROL AND USE OF FUNDS

- 21.1 All monies of whatever nature received by or on behalf of the Society shall forthwith be paid to the credit of the Society in an account with the Bank of New Zealand at 50 Manners Street, Wellington, or such other bank or savings bank as may from time to time be approved by the Board of Management, and all cheques or withdrawal slips drawn on any account in the name of the Society shall be signed by the President and Treasurer, or by either the President or the Treasurer and one other member of the Board of Management duly authorised to do so.

- 21.2 Any Sub-Committee appointed or recognised by the Board of Management including the Combined Sports Sub-Committee shall have the power to bank save or invest monies raised by the Sub-Committee for its own purposes in the name of Wellington Deaf Society followed by the name of the Sub-Committee.
- 21.3 Cheques and withdrawals on Sub-Committee accounts shall be signed by one of two members of the Sub-Committee authorised by the Sub-Committee to do so and by the Chairperson of the Sub-Committee.
- 21.4 All financial matters pertaining to Sub-Committees shall be properly recorded in books of accounts regularly posted up, and each Sub-Committee shall not later than 15th January each year present to the Treasurer of the Society a Financial Report and Balance Sheet for the Sub-Committee for audit with the Society's accounts.
- 21.5 Any grants or other funds received for the employment by the Society of any paid staff and for expenses directly or indirectly related to such employment shall be wholly controlled and administered by the Board of Management, subject to any conditions on which the grant was made or on which funds were made available by any person or agency.

## 22.0 INVESTMENT OF FUNDS

- 22.1 The Society may from time to time invest in such securities and upon such terms as the Board of Management shall think fit the whole or any part of its funds which are not required for the immediate purposes of the Society.
- 22.2 The interest from such securities and investments shall be wholly devoted to the objects of the Society as described herein, either by reinvestment or by expenditure in pursuit of the Society's aims approved by the Board of Management.
- 22.3 Funds held in investment accounts or securities shall not be liquidated or realised for any purpose except with the approval of the Society's members given at a General Meeting.

## 23.0 BORROWING POWERS

The Society shall in addition have the power to borrow or raise money from time to time by the issue of debentures, bonds, mortgages or any other security founded or based on all or any part of the property or the rights of the Society, or without any such security and upon such terms as to priority and otherwise as the Society upon advice from the Board of Management shall think fit, but the powers of so borrowing or raising money shall not be exercised except pursuant to a resolution of the Society passed in General Meeting.

## 24.0 PRIVATE PROFIT

- 24.1 Any income benefit or advantage received by the Society shall be applied to attain the objects of the Society.
- 24.2 No member of the Society may take part in, or influence any decision made by the Society in respect of payments to or on behalf of the member of any income, benefit or advantage.
- 24.3 Any payments made to a member of the Society must be for goods or services that advance the objects of the Society and must be reasonable and relative to payments that would be made between unrelated parties in respect of the provision of similar goods or services."

## 25.0 DISPOSITION OF SURPLUS ASSETS

In the event of the Society being wound up the surplus assets, after payment of the Society's liabilities and the expenses of the winding-up, shall be handed over to such charitable institutions within New Zealand as the members may nominate by resolution at the final General Meeting of the Society.

## 26.0 THE COMMON SEAL

- 26.1 The Common Seal of the Society shall be that appointed by the Board of Management and the Secretary shall be responsible for the safe custody thereof.
- 26.2 Whenever the Common Seal of the Society is required to be affixed to any deed, document, writing or other instrument, the Seal shall be affixed pursuant to a resolution of the Board of Management or of the Society, by the President and any one other of the Board of Management thereby authorised to affix the Seal, and the persons so affixing the Seal shall at the same time sign the document to which the Seal is affixed.

27.0 REGULATIONS

The Society may from time to time by resolution in General Meeting make amend or rescind regulations not inconsistent with these Rules or the Incorporated Societies Act 1908 governing procedure at its meetings.

END