

**Rules of  
Ellerslie Residents' Association Incorporated  
(ERA)**

**1) The Society**

- a) The name of the Society is ***Ellerslie Residents' Association*** ("the Society").
- b) The Society is constituted by resolution dated fifteenth (15<sup>th</sup>) day of March two thousand and twelve (2012), becoming operative first (1<sup>st</sup>) April two thousand and twelve (2012).
- c) The Society resolved at a members' meeting on fifth (5<sup>th</sup>) October 2020 (two thousand and twenty) that the existing rules of the Ellerslie Residents' Association dated the thirty-first (31<sup>st</sup>) March two thousand and twelve (2012) be revoked in full and the rules set out below be substituted in full and shall apply from midnight on the thirty-first (31<sup>st</sup>) October two thousand and twenty (2020).

**2) Registered Office**

- a) The Registered Office of the Society is as lodged with the Incorporated Societies of NZ Register.

**3) Purposes of Society**

- a) To provide a collective voice for the residents of Ellerslie consulting where appropriate for the benefit of Ellerslie with agencies responsible for providing local infrastructure, amenities, and services.
- b) To promote the general wellbeing of the residents of Ellerslie, including but not limited to encouraging them to be active participants in the community.
- c) To seek out and work with other organisations having similar objectives.
- d) To do anything necessary or helpful to the above objectives.

**4) Society Membership**

- a) Membership of the Society shall be open to any person who is a resident or ratepayer of Ellerslie or who shares an interest in the community of Ellerslie and supports the objective of the Society.
- b) Any person eligible under section 4 a) (above) wishing to become a member may do so by making application either at any meeting of the Society or in writing or electronically to the Secretary and by payment of any requisite subscription.
- c) Any membership fee or subscription for the next financial year shall be set at the Annual General Meeting. Subscriptions become due on the first (1<sup>st</sup>) of July of each year.

**5) Register of Members**

- a) The Secretary of the Society shall keep a register of all members, including each member's name, address, and the date on which each member became a member (if available).

**6) Cessation of Membership**

- a) Any member may cease to be a member by giving notice in writing or electronically to the Secretary.
- b) The Society may terminate the membership of any member who fails to pay to the Society any money owed to the Society for a period of more than twelve (12) months.
- c) The Society may terminate the membership of any member whose actions are considered contrary to the objectives of the Society, if so resolved by a two-thirds (2/3) majority of members present at a General Meeting. The member concerned must be given written notice of the proposed termination and the reasons for it, and be given an opportunity to be heard at the meeting considering the termination.

**7) Re-admission of former Members**

- a) Any former Member who has resigned may apply for re-admission in the same way as a new applicant, but if the former Member's membership was terminated by the Committee or the Society, the Applicant shall not be readmitted without the approval of the Committee by majority vote.

**8) Obligations of Members**

- a) All Members shall promote the purposes of the Society and shall do nothing to bring the Society into disrepute.

## **9) Managing Committee**

- a) The Society shall have an Executive Committee (“the Committee”), comprising the following persons:
  - i) Chairperson;
  - ii) Secretary;
  - iii) Treasurer; and
  - iv) A minimum of one (1) and maximum of five (5) Members
- b) Term of the Committee membership is -three (3) years
- c) Existing committee members have the right of renewal unless they advise their resignation in writing to the Secretary
- d) New Committee members are elected at Annual General Meetings of the Society
- e) If the position of any Committee Member becomes vacant between Society Meetings, the Committee shall appoint another Committee Member to fill that vacancy until the next Annual General Meeting.
- f) If any Committee Member is absent from three (3) consecutive meetings without leave of absence the Chairperson may declare that person’s position to be vacant.

## **10) Roles of Committee Members**

- a) Chairperson
  - i) Ensure the Rules are followed;
  - ii) Convene Meetings;
  - iii) Chair Meetings, deciding who may speak and when;
  - iv) Oversee the operation of the Society;
  - v) Give a report on the operation of the Society at each Annual General Meeting;
  - vi) Advise the Registrar of Incorporated Societies of any rule changes.
- b) Secretary
  - i) Record the minutes of Meetings;
  - ii) Keep the Register of Members;
  - iii) Hold the Society’s records, documents, and books;
  - iv) Send, receive and reply to correspondence as required by the Committee;
- c) Treasurer
  - i) Collect and receive all payments made to the Society. These payments must be banked within seven days after the Treasurer receives them;
  - ii) Keep a true and accurate record in the Society’s accounts, so that the Society’s financial situation can be clearly understood at any point in time;
  - iii) Give a financial report and statement of accounts (including an Income and Expenditure Account and Balance Sheet) at each Annual General Meeting and more often if either the Committee or a majority of the Society decides this in a Meeting.
  - iv) Forward the annual financial statements for the Society to the Registrar of Incorporated Societies upon approval by Members at an Annual General Meeting.

## **11) Committee Meetings**

- a) Committee meetings may be held, in person or electronically, at any time on members of the Committee having been given at least five (5) days prior notice in writing electronically of the meeting and the purpose or agenda for it.
- b) Four (4) persons present constitutes a quorum at Committee Meetings.
- c) Other members may attend a Committee Meeting, but not vote.
- d) Interests in matters under consideration must be set out in the prior agenda or can be approved for discussion and determination by a majority of the Committee members present at the meeting.
- e) Any business under discussion at the Committee meeting which a Committee member considers should be determined by a meeting of the members generally shall, if three (3) or more Committee members vote to have the matter determined at a general meeting, be adjourned to a general meeting of members to be called by the Chairperson at a later date.

## **12) Annual General Meeting**

- a) The Annual General Meeting of the Society shall be held annually not less than nine (9) months and not more than fifteen (15) months after the previous Annual General Meeting.
- b) The Committee shall set the date of the Annual General Meeting and publish to members in advance
- c) The Annual General Meeting shall be held for the purposes of:
  - i) Any minutes of the previous Meeting(s);
  - ii) The Chairperson's report on the business of the Society;
  - iii) The Treasurer's report on the finances of the Society, and the Statement of Accounts;
  - iv) Election of Committee Members;
  - v) Motions to be considered;
  - vi) General business; and
  - vii) Approval of plans for the balance of the current and next calendar years.
  - viii) Electing the offices of Chairperson, Secretary and Treasurer, together with a minimum of one (1) and maximum of five (5) Members. The office of Secretary and Treasurer may be held by the same person.
  - ix) Establishing the membership/subscription rates for the following year.
  - x) Considering any other business.
- d) No member of the Society shall be elected to any office in his/her absence unless he/she has lodged notice of willingness to accept such office with the Chairperson or Secretary.
- e) The quorum for Annual and Special General Meetings shall be 10 members.

## **13) Special General Meeting**

- a) The Chairperson may call a Special General Meeting for any purpose and shall call a Special General Meeting if three (3) or more members of the Committee request it at a Committee meeting where a matter is raised that those members consider should be determined by the membership generally or if requested to do so by six (6) members who have given written notice stating the reasons for wanting a Special General Meeting. The meeting shall be held within two (2) months of the request.

## **14) Finances**

- a) The financial year shall be from first (01<sup>st</sup>) July to thirtieth (31<sup>st</sup>) June.
- b) The financial accounts of the Society shall be kept by the Treasurer.
- c) All funds received by or on behalf of the Society shall be deposited in the bank account of the Society.
- d) All payments shall be authorised or confirmed by the Committee. All cheques and withdrawals from the account shall be signed by any two of the Treasurer, Chairperson, Secretary and another committee member.
- e) Property owned by the Society shall be the responsibility of the Secretary or other member of the Society if so resolved.
- f) The Society may only Use Money and Other Assets if:
  - i) It is for a purpose of the Society;
  - ii) It is not for the sole personal or individual benefit of any Member; and
  - iii) That use has been approved by either the Committee or by majority vote of the Society.

## **15) Alterations to the rules**

- a) Any rule may be altered, added to or rescinded at an Annual or Special General Meeting provided that written notice of the proposed change is included in the notice of the meeting and provided that a two thirds majority of members present at the meeting agree to the change and provided that such changes do not conflict with the objectives of the Society.

## **16) Winding Up**

- a) The Society may be wound up pursuant to a resolution passed by a two-thirds (2/3) of members at an Annual or Special General Meeting of which at least one calendar months' notice has been given.
- b) On winding up, after payment of all debts and liabilities, any surplus and any property/non-monetary assets shall be given to such other charitable and/or not-for-profit organisation as shall be determined by resolution at the same time as the resolution to wind up.
- c) If the Society is wound up the Society's debts, costs and liabilities shall be paid.
- d) On winding up the Society its members shall be bound to distribute its surplus assets to another charity with similar objectives for the benefit of Ellerslie residents.

"Certified by us being members of the Society as the altered and adopted Rules of the Ellerslie Residents' Association as approved at the Annual General Meeting of members on fifth (5<sup>th</sup>) October 2020 at the Leicester Hall, Corner Findlay and Ramsgate Streets, Ellerslie."

## 17) Definitions

- a) "Cheque" means a personal cheque or a bank cheque.
- b) "Committee" means the Committee of the Society.
- c) "Committee Meeting" means a meeting of the Society.
- d) "Committee Member" means any Member who is on the Committee.
- e) "Majority vote" means a vote made by more than half of the Members who are present at a Meeting and who are entitled to vote and voting at that Meeting upon a resolution put to that Meeting.
- f) "Meeting" means any Annual General Meeting, any Special General Meeting, and any Committee Meeting with members present either in person or electronically.
- g) "Money or Other Assets" means any real or personal property or any interest therein, owned or controlled to any extent by the Society.
- h) "Payment" means any transfer of legal tender by cash, electronic transfer, bank cheque, or any other means of paying legal tender, and includes payment by personal cheque.
- i) "Rules" means these rules, being the rules of the Society.
- j) "Society Meeting" means any Annual General Meeting, or any Special General Meeting, but not a Committee Meeting.
- k) "Use Money or Other Assets" means to use, handle, invest, transfer, give, apply, expend, dispose of, or in any other way deal with, Money or Other Assets.
- l) "Written Notice" means hand-written, printed or electronic communication of words or a combination of methods.

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