

<b>AWHITU PENINSULA LANDCARE</b>	<p><b>These amendments agreed to by the Committee on 23<sup>rd</sup> March 2015. For formal adoption at the 2015 AGM.</b></p> <p>Awhitu Peninsula Landcare Incorporated ('the' is redundant)</p> <p><b>Objectives:</b> To be beneficial to the community in the following ways:</p> <ol style="list-style-type: none"> <li>1. To promote, and where possible facilitate, the protection and restoration of the natural features of the Awhitu environment, including waterways, and to encourage community appreciation of these values</li> <li>2. To carry out a dedicated pest reduction programme throughout the Awhitu Peninsula, employing whichever means prove most effective</li> <li>3. To enhance and expand Awhitu's natural native vegetation, employing whichever means prove most effective</li> <li>4. To work towards the successful reintroduction of lost species which would have once been present in and around Awhitu</li> </ol> <p>Delete reference to 'form signing' as with online membership this is not practical</p> <p>Change <u>Core Group</u> description to <u>Committee</u> throughout this document as this is a much more meaningful term with eg funders, Council, etc.</p>
<b>CONSTITUTION</b>	
<b>NAME:</b>	
<del>The</del> Awhitu Peninsula Landcare Incorporated (Which throughout The Constitution shall be referred to as 'the Society')	
<b>OBJECTS:</b>	
<del>1. To help local people work together in planning sustainable management of the land and other resources in the area.</del>	
<del>2. To help in the planning of cooperative land and resource based projects.</del>	
<del>3. To seek funding support for such projects.</del>	
<del>4. To invite resource people to assist with activities, to commission research and to share information.</del>	
<b>RULES:</b>	
<b>1. Membership</b>	
<ol style="list-style-type: none"> <li>I. Any person may join by <del>signing the official membership form of the Society</del> and paying such membership fee as shall be determined by the Annual General Meeting of the Society.</li> <li>II. Membership shall be deemed to have lapsed if the membership fee is not paid within two months of its falling due, provided that a reminder notice has been issued in writing to that effect.</li> </ol>	
<b>2. Meetings</b>	
<ol style="list-style-type: none"> <li>I. There shall be each year an Annual General Meeting, at least four <del>Core Group</del> meetings and such Special General meetings as may be required.</li> <li>II. All meetings shall be advertised publicly, with a clear statement of the time, place and purposes of the meeting, at least two weeks prior to the meeting.</li> <li>III. The Annual General Meeting shall be held on or before 30 June each year. The business shall include the Convenor's report on the Society's activities for the year, the presentation of the Annual Accounts of the Society, the appointment of an auditor, the election of officers (see below), the setting of the annual Membership Fee and any constitutional matters. Quorum: 5 members of the Society.</li> </ol>	

<p>IV. <u>A Special General Meeting</u> shall be called upon the written request of five members of the Society and the purpose of the Special General Meeting shall be clearly described in the advertisements for the meeting. Quorum: 5 members of the Society.</p>	
<p>V. <u>Core Group Meetings</u> shall be held to conduct the on-going business of the Society. Quorum: 5 members of the Core Group.</p>	<p>Change <u>Core Group</u> description to <u>Committee</u></p>
<p>VI. Meetings shall be conducted as informally or formally as the Society chooses and any member may with the approval of the Core Group take on the role as Chairperson or Recorder at a particular meeting, provided that:</p> <ul style="list-style-type: none"> <li>a. Any formal resolutions are dealt with according to formal procedures as outlined in the next section.</li> <li>b. Election of officers, all financial decisions and any constitutional changes are made by formal resolution.</li> </ul>	<p>Change <u>Core Group</u> description to <u>Committee</u></p>
<p><b>3. Meeting Procedure</b></p>	
<p>I. Any formal motion must be moved and seconded by members present and entitled to vote.</p>	
<p>II. To become a resolution, a motion must be voted on affirmatively by a majority of those present and entitled to vote. Voting will be on voices, or if any member requests it, on a show of hands. A secret ballot will be held if a majority of those present vote accordingly.</p>	
<p>III. The person chairing the meeting shall have a casting and a deliberative vote.</p>	
<p>IV. Any motion, including nominations for the election of officers, may be moved from the chair or the floor at a meeting by any member present and entitled to vote, except one which involves a change to the Constitution of the Society, which must be notified in writing in advance (see Changes to the Constitution below.)</p>	
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<b>4. Appointment of Officers:</b>	
The day-to-day affairs of the Society shall be conducted by a Core Group comprising nine officers elected at the Annual General Meeting of the Society and other ex officio and co-opted members, as described below:	Change <u>Core Group</u> description to <u>Committee</u> .... comprising <u>up to</u> nine officers
A: Elected Officers:	
<u>The Convenor</u>	
Responsible for ensuring that meetings are arranged and chaired and that the business of the Society is conducted in accordance with its constitution. The Convenor will also be the official spokesperson for the Society as required.	
<u>The Secretary</u>	
Responsible for ensuring that meetings are publically advertised and that the minutes of all meetings are recorded, verified and signed; and for conducting any correspondence as required by the Society.	
<u>The Treasurer</u>	
Responsible for ensuring that all financial transactions of the Society shall be conducted in accordance with properly made decisions and appropriately invoiced, receipted, deposited or paid out and recorded. Accounting shall be based on Public Sector Accounting Concepts and accounts shall be audited annually.	
<u>Other elected Core Group Members</u>	Change <u>Core Group</u> description to <u>Committee</u>
Up to an additional six members	
<u>B: Ex Officio and Co-opted Members***:</u>	***Add the words 'to Committee', to make this heading clearer
<u>Ex Officio Members</u>	
<del>The Soil Conservator of the Auckland Regional Council or her/his representative and One or two representatives of Ngaati Te Ata, Manawhenua of the area, selected by Ngaati Te Ata.</del>	There is now no Soil Conservator / or ARC
<u>Co-opted Members</u>	Change <u>Core Group</u> description to <u>Committee</u>
In order to ensure that the Core Group is sufficiently diverse to represent the local community, or in order to access particular expertise, the Core Group may co-opt such additional members as it believes will be useful <del>for specified periods not exceeding one year.</del>	Delete term as this is restrictive
<b>5. <del>Control and Use of the Common Seal:</del></b>	

<p><del>The Common Seal shall be held by the Secretary and shall be used only on documents signed by the Convener and the Secretary acting on a resolution approved by the Core Group or a General Meeting of the Society.</del></p>	<p><b>5. Contract signatories</b> A contractual document shall be signed only by duly authorised officers acting on a specific resolution approved by the committee or a General Meeting of the Society, executed under common seal if required.</p>
<p><b>6. Control and Investment of Funds:</b></p>	
<p>I. The Society may seek funds from any appropriate source: e.g. charitable trusts, government agencies, commercial sponsorship, private subscription, fund-raising activities or commercial enterprises, provided that such funds are for the purposes described in the Constitution, and that any application, activity or contract entered into is approved by a specific resolution of the Core Group or of a General Meeting of the Society.</p>	<p>Change <u>Core Group</u> description to <u>Committee</u></p>
<p>II. Any investment of the Society's surplus funds shall be in an interest-bearing account in an approved bank or public lending institution.</p>	
<p>III. All financial transactions shall be controlled by the Treasurer in line with the objectives of the Society and specific resolutions of the Core Group or of a General Meeting of the Society.</p>	<p>Change <u>Core Group</u> description to <u>Committee</u></p>
<p><del>IV. Any cheques or withdrawals from the Society's bank account(s) shall be signed by the Treasurer and the Convener of the Society, provided that the Core Group may authorise an alternative signatory to be available under circumstances such as the absence of either of the principal signatories.</del></p>	<p>..... shall be authorised by two duly approved signatories, as determined by a specific resolution of the committee</p>
<p>V. All financial records shall be kept in accordance with the requirements of Section 23 of the Incorporated Societies Act 1908 or any current relevant amendments to this legislation.</p>	<p><i>ADD IN these clauses after Clause 6 – demonstrates good practice and required for tax exempt status:</i></p>
<p>VI. The annual accounts shall be presented for approval at the Annual General Meeting and shall have been audited by a qualified auditor approved by the previous Annual General Meeting of the Society.</p>	<p><b>7. Personal Benefit</b> Any Income, benefit or advantage shall be applied to the objectives of the organisation. No member of the organisation, or any person associated with a member, shall participate in or materially influence any decision made by the organisation in respect of the payment to or on behalf of that member or associated person of any</p>

	<p>income, benefit, or advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arms-length transaction (being open market value). And 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.</p> <p><b>8. Non alteration:</b> No addition to or alteration to the non-profit aims, personal benefit clause or the Disposition of Property clause shall be made which affect the tax exempt status. 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.</p>
<p><b>9. Changes to the Constitution:</b></p>	
<p>I. Any proposed change to the registered Constitution of this Society shall be advertised in writing to members at least two weeks prior to the Annual General Meeting, either in a newsletter or in the public notice advertising the meeting.</p>	
<p>II. The change shall be made if approved at the Annual General Meeting by a simple majority of those present and entitled to vote.</p>	
<p><b>7. Disposition of Property:</b></p>	<p><b>10. Disposition of Property:</b></p>
<p><del>In the event of the winding up of the Society, any assets it has at the time of winding up shall be given to a local organisation with similar aims and objectives, or a local school.</del></p>	<p>If upon winding up or dissolution of the organisation there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed among the members of the organisation but shall be given or transferred to some other organisation or body with similar objectives that also has an income tax exemption, or for some other local charitable purpose.</p>
<p>Date of approval of this draft of the Constitution:</p>	