

Rules of Whaingaroa Whanau Hoe Waka Incorporated

1.0 Name

1.1 The name of the Society is Whaingaroa Whanau Hoe Waka Incorporated ("the Society").

1.2 The Society is constituted by resolution dated 5 February 2009.

2.0 Registered Office

2.1 The Registered Office of The Society is 22 Nihinihi Ave, Raglan, Waikato 3225

3.0 Mission Statement

3.1 To develop, foster and promote all sporting and recreational activities associated with Polynesian canoeing, recognising and understanding the various philosophies and practices of Maori which are associated with waka, in order to contribute toward healthy, well-informed and diverse communities in Whaingaroa Raglan.

4.0 Objectives

The objectives of the Society are to:

1. To foster and maintain Te Tiriti o Waitangi as the foundation of society in Aotearoa New Zealand, including but not limited to Article 2 as it relates to waka, knowledge and cultural practices, the natural environment, te reo Maori and other 'taonga tuku iho', and including but not limited to Article 3 as it relates to the citizenship rights and equitable socio-economic outcomes for Maori and other peoples in Whaingaroa Raglan in particular, and Aotearoa New Zealand in general;
 2. To foster and promote friendship among the peoples who practise the sport of Maori and Polynesian canoe paddling and sailing, regardless of culture, religion, political affiliation, age, gender or ability;
 3. To build, purchase and maintain waka, and other equipment and assets necessary to best achieve the objectives of the Society;
 4. To teach and promote knowledge and information about waka and water safety among members, those involved with the activities of the Society, and the wider communities of Whaingaroa Raglan;
 5. To actively encourage participation of the wider community of Whaingaroa Raglan in the activities of the Society;
 6. To affiliate and/or liaise with any other group or organisation to best achieve the objectives of the Society;
 7. Do anything necessary or helpful to the above purposes;
- 4.8 Pecuniary gain is not an objective of the Society.

MANAGEMENT OF THE SOCIETY

5.0 Managing Committee

5.1 The Society shall have an executive managing committee ("the Executive Committee"), comprising the following persons:

- (a) The Chairperson;
- (b) The Secretary;
- (c) The Treasurer;
- (d) The Club Captain;
- (e) Three other members, as the Society shall decide.

5.2 Only members of the Society may be members of the Executive Committee.

5.3 There shall be a minimum of four Executive Committee Members.

5.4 Media enquiries to be directed and responded to by the executive committee via the email.

5.5 Fundraising requests to be directed and responded to by the executive committee via the email.

5.6 TPOTI Representative to be elected by the executive committee.

5.7 Management of the social media and website presence to be elected by the executive committee

6.0 Appointment of Executive Committee Members

6.1 At a Society Meeting, the members may decide by majority vote:

- (a) How large the Executive Committee will be;
- (b) Who shall have the title of Chairperson, Secretary, Treasurer, and Captain;
- (c) Whether any Executive Committee Member may have more than one title;
- (d) How long each person will be a Committee Member (“the Term”).

7.0 Cessation of Executive Committee Membership

7.1 Persons cease to be Executive Committee Members when:

- (a) They resign by giving written notice to the Executive Committee.
- (b) They are removed by majority vote of the Society at a Society Meeting.
- (c) Their Term expires.

7.2 If a person ceases to be an Executive Committee Member, that person must within one month give to the Executive Committee all Society documents and property.

8.0 Nomination of Executive Committee Members

8.1 Nominations for members of the Executive Committee shall be called for at or before an Annual General Meeting (AGM). All retiring members of the Executive Committee shall be eligible for re-election.

8.2 If the position of any Executive Committee Member becomes vacant between AGMs, the Executive Committee may appoint another Executive Committee Member to fill that vacancy until the next AGM.

8.3 If any Committee Member is absent from three consecutive meetings without reasonable leave of absence, the Chairperson may declare that person’s position to be vacant.

9.0 Role of the Executive Committee

9.1 Subject to the rules of the Society (“The Rules”), the role of the Executive Committee is to:

- (a) Administer, manage, and control the Society;
- (b) Carry out the purposes of the Society, and use money or other assets to do that;
- (c) Manage the Society’s bank accounts;
- (d) Ensure that all members follow the Rules;
- (e) Decide who becomes a member, and if a person stops being a member;
- (f) Decide the times and dates for Meetings, and set the agenda for Meetings;
- (g) Decide the procedures for dealing with complaints;
- (h) Set Membership fees, including subscriptions and levies;
- (i) Make regulations.

9.2 The Executive Committee has all of the powers of the Society, unless the Executive Committee’s power is limited by these Rules or by a majority decision of the Society.

9.3 Decisions of the Executive Committee bind the Society, unless the Committee’s power is limited by these Rules or by a majority decision of the Society.

10.0 Roles of Executive Committee Members

10.1 The Chairperson’s role is to:

- (a) Ensure that the Rules are followed;

- (b) Convene Meetings;
 - (c) Chair Meetings, deciding who may speak and when;
 - (d) Oversee the operation of the Society;
 - (e) Give a report on the operation of the Society at each Annual General Meeting;
 - (f) Advise the Registrar of Incorporated Societies of any rule changes;
 - (g) Advise the Registrar of Incorporated Societies of any alteration to the Rules.
- 10.2 The Secretary's role is to:
- (a) Record the minutes of Meetings;
 - (b) Keep the Register of Members;
 - (c) Hold the Society's records, documents, and books, excluding financial records;
 - (d) Receive and reply to correspondence as required by the Committee;
 - (e) Retain the common seal of the Society, if the Society has a common seal;
 - (f) Advertise the AGM publicly, a minimum of 14 days in advance of any such Meeting.
- 10.3 The Treasurer's role is to:
- (a) Collect and receive all payments made to the Society. These payments must be banked within seven days of the Treasurer receiving them;
 - (b) Keep a true and accurate record in the Society's account book, so that the Society's financial situation can be clearly understood at any point in time;
 - (c) All payments of a non-routine nature over \$200.00 are to be authorised by the Society at an Executive Committee or General Meeting (whichever occurs first) before payment will be made;
 - (d) Give a financial report and statement of accounts (including an Income and Expenditure Account and Balance Sheet) at the Annual General Meeting and more often if either the Committee or a majority of the Society decides this in a Meeting.
 - (e) Forward the annual financial statements for the Society to the Registrar of Incorporated Societies upon approval by the Members at an Annual General Meeting;
 - (f) Liaise with any Auditor appointed by the Society.
- 10.4 The Club Captain's role is to:
- (a) Promote and maintain a high level of awareness of risk and safety in relation to the care and use of waka and all associated paddling equipment among members of the Society;
 - (b) The assessing and approving of designated steerers will be done as a collaboration of our level 4 steerers. Refer to the steerer document for the process.
 - (c) Provide or organise others to provide workshops or other training activities to enable members who want to become designated steerers to develop their steering skills and experience;
 - (d) Provide, or organise others to provide workshops or other training activities in the sport, history and culture of waka ama;
 - (e) Represent the Society on Te Puku o Te Ika (TPOTI), the regional committee of NKOA;
 - (f) Keep a log of current training times and submit these to Society meetings so that all members are aware of the times when waka are being used, forthcoming events that members may wish to be a part of, who the crews are using the waka, and if and when seats on waka are available.

11.0 Society Membership

11.1 Types of Members

- 11.2 A Member is either an Ordinary Member or a Life Member, but not an Honorary Member.

- 11.3 An Ordinary Member has the rights and responsibilities set out in these Rules.
- 11.4 A Life Member is a person who is acknowledged as a longstanding Member of the Society. A Life Member has all the rights and responsibilities of an Ordinary Member (including the right to vote), but does not have to pay fees, subscriptions, or levies.
- 11.5 An Honorary Member is a person who is acknowledged as providing or having provided important services to the Society. An Honorary Member has none of the rights or privileges of a Member.

12.0 Admission of Members

- 12.1 To become an Ordinary Member, a person (“the Applicant”) must:
- (a) Complete an application form, if the Executive Committee requires this;
 - (b) Pay Membership fees as may be set by the Executive Committee;
 - (b) Supply any other information the Executive Committee requires.
- 12.2 Membership shall be open to all people with a particular interest in waka and who are in accord with the Objectives of the Society;
- 12.3 The Committee may interview the Applicant when it considers Membership applications.
- 12.4 The Committee shall have complete discretion when it decides whether or not to let the Applicant become an Ordinary Member. The Committee shall advise the Applicant of its decision, and that decision shall be final.
- 12.5 An Ordinary Member may become a Life Member only if:
- (a) The Committee recommends that the Society should appoint the Ordinary Member as a Life Member; and
 - (b) The Society passes a resolution appointing the Ordinary Member as a Life Member by a two-thirds majority of those Members present and voting.

13.0 The Register of Members

- 13.1 The Secretary shall keep a register of Members (“the Register”), which shall contain the names, the addresses and telephone numbers of all Members, the dates at which they became Members, and a record of payment of Membership Fees.
- 13.2 If a Member’s address or telephone number changes, that Member shall give the new address or telephone number to the Secretary.
- 13.3 Each Member shall provide such other details as the Committee requires.

14.0 Cessation of Membership

- 14.1 Any Member may resign by giving written notice to the Secretary.
- 14.2 A Member may have his or her Membership terminated in the following way:
- (a) If, for any reason whatsoever, the Executive Committee is of the view that a Member is breaching the Rules or acting in a manner inconsistent with the purposes of the Society, the Executive Committee may give written notice of this to the Member (“the Executive Committee’s Notice”).
The Executive Committee’s Notice must:
 - (i) Explain how the Member is breaching the Rules or acting in a manner inconsistent with the purposes of the Society;
 - (ii) State what the Member must do in order to remedy the situation; or state that the Member must write to the Executive Committee giving reasons why the Executive Committee should not terminate the Member’s Membership;
 - (iii) State that if, within 14 days of the Member receiving the Executive Committee’s Notice, the Executive Committee is not satisfied, the Executive Committee may in its absolute discretion immediately terminate the Member’s Membership.
 - (iv) State that if the Executive Committee terminates the Member’s Membership, the Member may appeal to the Society.

(b) 14 days after the Member receives the Executive Committee's Notice, the Executive Committee may in its absolute discretion by majority vote terminate the Member's Membership by giving the Member written notice ("Termination Notice"), which takes immediate effect. The Termination Notice must state that the Member may appeal to the Society at the next Meeting by giving written notice to the Secretary ("the Member's Notice") within 14 days of the Member's receipt of the Termination Notice.

(c) If the Member gives the Member's Notice to the Secretary, the Member will have the right to be fairly heard at the next Society Meeting. If the Member chooses, the Member may provide the Secretary with a written explanation of the events as the Member sees them ("the Member's Explanation"), and the Member may require the Secretary to give the Member's Explanation to every other Member within 7 days of the Secretary receiving the Member's Explanation. If the Member is not satisfied that the other Society Members have had sufficient time to consider the Member's Explanation, the Member may defer his or her right to be heard until the following Society Meeting.

(d) When the Member is heard at a Society Meeting, the Society may question the Member and the Executive Committee Members.

(e) The Society shall then by majority vote decide whether to let the termination stand, or whether to reinstate the Member. The Society's decision will be final.

15.0 Readmission of former Members

- 15.1 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 Executive Committee or the Society, the Applicant shall not be readmitted without the approval of the Executive Committee by majority vote.

16.0 Obligations of Members:

- 16.1 To promote the purposes of the Society and do nothing to bring the Society into disrepute
- 16.2 To pay all annual Membership fees as required within the time specified by the Society.

Money and other assets of the society

17.0 Use of Money and Other Assets

17.1 The Society may only Use Money and Other Assets if:

- (a) It is for a purpose of the Society;
- (b) It is not for the sole personal or individual benefit of any Member; and
- (c) That Use has been approved by either the Executive Committee or by majority vote of the Society;
- (d) The Society name and/or logo may not be used for financial gain of sponsorship for any group or individual unless express permission is granted by the Society at a General Meeting.

18.0 Membership Fees, Other Fees and Levies

18.1 The Society shall decide by majority vote at a Society Meeting:

- (a) What a Member must pay to join the Society and / or renew their membership each year ("Membership Fee");
- (b) Where applicable, what a Member must pay (Other Fees) if they choose to take part in other Society activities such as TPOTI and NKOVA events, and the dates by which these must be paid.

- 18.2 The Executive Committee may by majority vote impose a levy or levies on Members up to a maximum total of \$20.00 in any one financial year.

18.3 If any Member does not pay the Membership Fee, Other Fees or a levy by the date set by the Executive Committee, that Member shall have a further period of 28 days to pay. After a 28-day period, the Member shall (without being released from the obligation of payment) have no Membership rights and shall not be entitled to participate in any Society activities, including Regional and National Regattas held under the sanction of Nga Kaihoe o Aotearoa Incorporated (NKOA), until all the arrears are paid. The Member's Membership shall be suspended until all arrears are paid in full.

18.4 Prospective Members joining for the first time shall not be liable to pay any Membership fees if they leave the Society within 28 days and do not rejoin.

19.0 Additional Powers

19.1 The Society may:

- (a) Employ people for the purposes of the Society;
- (b) Exercise any power a trustee might exercise;
- (c) Invest in any investment that a trustee might invest in;
- (d) Borrow money and provide security for that if authorised by majority vote at any Society Meeting.

20.0 Financial Year

20.1 The financial year of the Society begins on 1 October of every year and ends on 30 September of the next year.

21.0 Payments

21.1 Any Payments made by the Society will be by electronic deposit.

21.2 All payments must be approved by the Chairperson, and by one other designated Executive Committee Member.

22.0 Appointing an Auditor

22.1 At an Annual General Meeting, the Society may by majority vote appoint someone to audit the Society ("the Auditor"). The Auditor shall audit the Society's accounts, and shall certify that they are correct. The Auditor must be a member of the New Zealand Society of Accountants, and must not be a Member of the Society. If the Society appoints an Auditor who is unable to act for some reason, the Executive Committee shall appoint another Auditor as a replacement.

Conduct of meetings

23.0 Society Meetings

23.1 A Society Meeting is an Annual General Meeting, a Special General Meeting, or an Ordinary Meeting

23.2 The Annual General Meeting shall be held once every year between 1 October and 30 September. The Executive Committee shall determine when and where the Society shall meet within those dates.

23.3 Special General Meetings may be called by the Executive Committee. The Executive Committee must call a Special General Meeting if the Secretary receives a written request signed by at least a quarter of the Members.

23.4 Ordinary Meetings shall be held a minimum of five times a year. The Executive Committee shall determine when and where Ordinary meetings will take place.

23.4 The Secretary shall give all Members at least 14 days written notice of:

- (a) The business to be conducted at any Annual General Meeting or Special General Meeting;
- (b) A copy of the Annual Report and Statement of Accounts, if the Society Meeting is an Annual General Meeting;

(c) A list of Nominees for the Committee, and information about those Nominees where such information has been provided. (The Secretary must not provide Members with information exceeding one side of an A4 sheet of paper per Nominee).

(d) Notice of any motions and the Committee's recommendations about those motions. If the Secretary has sent notice to all Members in good faith, the Meeting and its business will not be invalidated simply because one or more Members do not receive the notice.

23.5 All Members may attend and vote at Society Meetings.

23.6 Annual General Meetings and Special General Meetings may not be held unless at least seven Members attend, including at least four Executive Committee members.

23.7 All Society Meetings shall be chaired by the Chairperson. If the Chairperson is absent, the Secretary shall chair the Society Meeting. If the Secretary is also absent, the Society shall elect another Executive Committee Member to chair that meeting. Any person chairing a Society Meeting has a casting vote.

23.8 On any given motion at a Society Meeting, the Chairperson shall in good faith determine whether to vote by:

- (a) Voices;
- (b) Show of hands; or
- (c) Secret ballot.

However, if any Member demands a secret ballot before a vote by voices or show of hands has begun, voting must be by secret ballot. If a secret ballot is held, the Chairperson will have a casting vote.

23.9 The business of an Annual General Meeting shall be:

- (a) Any minutes of the previous Annual General Meeting;
- (b) The Chairperson's report on the business of the Society;
- (c) The Treasurer's report on the finances of the Society, and the Statement of Accounts;
- (d) Election of Committee Members;
- (e) Motions to be considered;
- (f) General business; and
- (g) Approval of plans for the balance of the current and next calendar years.

24.0 Motions at Society Meetings

24.1 Any Member may request that a motion be voted on ("Member's Motion") at a particular Society Meeting, by giving written notice to the Secretary at least 14 days before that meeting. The Member may also provide information in support of the motion ("Member's Information"). The Committee may in its absolute discretion decide whether or not the Society will vote on the motion. However, if the Member's Motion is signed by at least a quarter of all Members:

- (a) It must be voted on at the Society Meeting chosen by the Member; and
- (b) The Secretary must give the Member's Information to all Members at least 14 days before the Society Meeting chosen by the Member; or

If the Secretary fails to do this, the Member has the right to raise the motion at the following Society Meeting.

24.2 The Committee may also decide to put forward motions for the Society to vote on ("Committee Motions").

25.0 Ordinary Meetings

25.1 No Ordinary Meeting may be held unless more than four of the Executive Committee Members attend.

25.2 The Chairperson shall chair Ordinary Meetings, or if the Chairperson is absent, the Secretary shall chair the Ordinary Meeting. If the Secretary is also absent, the Committee shall elect a Committee Member to chair that meeting.

25.3 Decisions shall be by majority vote.

25.4 The Chairperson or person acting as Chairperson has a casting vote.

25.5 Only Society members present at a meeting may vote at that meeting.

25.6 Subject to these Rules, the Executive Committee may regulate its own practices.

Signing of documents

26.0 Signing of Documents

26.1 The Society may have a common seal. A document shall be executed on behalf of the Society if:

(a) The common seal is attached to the document; or

(b) The document is witnessed by any one of the Chairperson, Secretary, Treasurer or Club Captain, and countersigned by one other member of the Executive Committee.

Altering the rules

27.0 Altering the Rules

27.1 The Society may alter or replace these Rules at a Society Meeting by a resolution passed by a two-thirds majority of those Members present and voting.

27.2 Any proposed motion to amend or replace these Rules shall be signed by at least 15 Members and given in writing to the Secretary at least 14 days before the Society Meeting at which the motion is to be considered, and accompanied by a written explanation of the reasons for the proposal.

27.3 At least 14 days before the General Meeting at which any Rule change is to be considered the Secretary shall give to all Members written notice of the proposed motion, the reasons for the proposal, and any recommendations the Committee has.

27.4 No addition to or alteration or recession of the rules shall be approved if it affects the non-profit aims, personal benefit or the winding up clause. The provision and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

27.5 When a Rule change is approved by a General Meeting the Executive Committee shall cause to be filed with the Registrar of Incorporated Societies advice of the Rule changes in the required form. No Rule change shall take effect until this is done.

Winding up

28.0 Winding up

28.1 If the Society is wound up:

The Society's debts, costs and liabilities shall be paid;

Surplus Money and Other Assets of the Society may be disposed of:

(i) By resolution; or

(ii) According to the provisions in the Incorporated Societies Act 1908; but

No distribution may be made to any Member;

The surplus Money and Other Assets shall be distributed to organisations having objectives altogether in accordance with the objectives of this Society, as determined by the Society at a General Meeting.

29.0 Definitions

29.1 In these Rules:

(a) "Committee" means the Executive Committee of the Society.

(b) "Ordinary Meeting" means a meeting of the Society.

- (c) "Committee Member" means any Member who is on the Executive Committee.
- (d) "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.
- (e) "Meeting" means any Annual General Meeting, any Special General Meeting, or any Ordinary Meeting.
- (f) "Money or Other Assets" means any real or personal property or any interest therein, owned or controlled to any extent by the Society.
- (g) "Payment" means any transfer of legal tender by cash, electronic transfer, or any other means of paying legal tender.
- (i) "Rules" means these rules, being the rules of the Society.
- (j) "Society Meeting" means any Annual General Meeting, any Special General Meeting, or any Ordinary 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 these methods.