

Incorporated Society Change of Rules Certificate



10050400804

Name of Society NEIGHBOURHOOD SUPPORT (AUCKLAND CITY) INCORPORATED Society Number 1532598

I certify that the rules have been altered in accordance with the society's rules and that the rules endorsed with the application are the rules of the society.

Please tick if the rule change includes a name change for the society

Name Gaye Sycamore Position Secretary
Date 26/01/06 Signature [Signature]

Note: This certification must be completed by an officer or solicitor of the society.

Checklist before filing:

- Has the Change of Rules Certification been completed by an officer or solicitor of the society?
- Has the copy of the rule change been signed by 3 members of the society?
- Is a copy of the rule change(s) attached? This can either be a complete copy of the updated rules, or a copy of the individual rule(s) that were changed
- If the name of the society is being changed, have you checked the name is available by conducting a Register Search at www.societies.govt.nz and www.companies.govt.nz?

F# 19
21 FEB 2006

Note: Section 6 of the Incorporated Societies Act 1908 requires a society's rules to include the following:

- The name of the society (ending with the word Incorporated)
- The objects for which the society is established
- How people become members of the society and stop being members of the society
- How meetings of the society will be called and held and how voting will take place
- How officers of the society will be appointed
- How the society's funds will be controlled and invested
- The powers (if any) that the society has to borrow money
- How any property of the society will be distributed in the event of the society being wound up
- How the rules of the society can be altered.

Your Contact Details

Name and Postal Address:

NEIGHBOURHOOD SUPPORT
(AUCKLAND CITY) INC.
PO BOX 19-190
AVONDALE
AUCKLAND
ATTN: SECRETARY

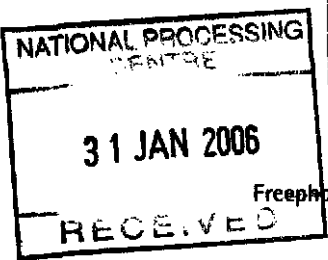
Other Details

Telephone: 09 8205707

Email: nsauckland@xtra.co.nz

Post To

Incorporated Societies Register
Companies Office
Private Bag 92061
Auckland Mail Centre 1020



**CONSTITUTION AND RULES OF NEIGHBOURHOOD SUPPORT
(AUCKLAND CITY) INCORPORATED**

1 NAME

1.1 The name of the society is Neighbourhood Support (Auckland City) Incorporated.

2 INTERPRETATION

2.1 Definitions

In these Rules, unless the context requires otherwise:

“Act” means the Incorporated Societies Act 1908;

“Committee” means the Management Committee elected to manage the affairs of the Society;

“Member” means a member of the Society accepted by the Committee;

“Neighbourhood Support Group” means a Neighbourhood Support Group operating within the Auckland City Police District, the details of which are recorded with the Society;

“Officer” means a member of the Committee;

“Registrar” means the Registrar of Incorporated Societies;

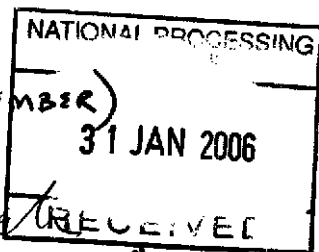
“Resolution” means a vote of the majority of the Members present and entitled to vote, or of a majority of the members of the Committee present and entitled to vote, as the case may be;

“Rules” means these Rules of the Society as amended from time to time in accordance with rule 13;

“Secretary” means the Secretary of the Society elected or appointed according to the Rules;

“Society” means Neighbourhood Support (Auckland City) Incorporated;

“Special Resolution” means a vote of at least two thirds of the Members present and entitled to vote, or of at least two thirds of the members of the Committee present and entitled to vote, as the case may be.



K.M. Muller

K.M. MULLER - (MEMBER)

Sharon Hardwick
SHARON HARDWICK (MEMBER)

S.R. Lodge J.P.
member S.R. Lodge J.P.



2.2 Interpretation

Words importing the singular shall include the plural and vice versa. One gender shall include the other.

2.3 Authority to Interpret Rules

The Committee shall have the sole authority to interpret these Rules, and the decision of the Committee on any question of interpretation, or on any matter affecting the Society and not provided for in these Rules, shall be final and binding on the Members.

3 REGISTERED OFFICE

3.1 The registered office of the Society shall be situated at 56 St Heliers Bay Road, St Heliers, Auckland, or at such other address in the Auckland region as the Committee may from time to time determine.

3.2 Notice of any change of situation of the registered office shall be sent to the Registrar.

4 AIMS AND OBJECTIVES

4.1 The aims of the Society are:

- (a) To raise the profile and encourage the development of the Neighbourhood Support concept in Auckland in order to:
 - Create safer, more caring communities
 - Reduce the incidence and effects of criminal offending
 - Strengthen community networks
 - Improve quality of life;
- (b) To promote national policy and encourage uniformity of service;
- (c) To assist local Neighbourhood Support Groups;
- (d) To recognize and respect the autonomy of locally organized Neighbourhood Support Groups;
- (e) To represent and promote the views and wishes of Neighbourhood Support members;
- (f) To respect people of all cultures in New Zealand and encourage their involvement in Neighbourhood Support Groups;

- (g) To enter into and maintain a strong working and supportive partnership with the New Zealand Police;
- (h) To liaise with other organizations and bodies having similar objectives to those of Neighbourhood Support (Auckland City) Inc.;
- (i) To provide, or participate in the provision of, a local and/or national administration system for Neighbourhood Support, and to formalize and standardize a recording procedure for relevant statistics;
- (j) To source funding and obtain sponsorship to effect the aims and objectives of the Society;
- (k) To do all such other lawful things as are necessary to effect the aims and objectives of the Society.

5 MEMBERSHIP

5.1 Commencement of Membership

- (a) Membership shall be open to Neighbourhood Support Groups, and to any other person sympathetic to the aims and objectives of the Society.
- (b) A group or person wishing to become a member of the Society shall apply in writing to the Secretary, completing such form and supplying such information as is specified by the Committee.
- (c) An application for membership shall be considered by the Committee as soon as practicable after receipt of the application at least once a month.
- (d) The Committee may, in its absolute discretion, accept or reject an application for membership.
- (e) The Secretary shall notify all applicants of membership acceptance or decline.

5.2 Register of Members

- (a) The Secretary shall maintain a register of Members, including the Member's name, telephone and other contact details, and the date on which the person became a member of the Society.
- (b) Every Member shall advise the Secretary of any change in membership.

5.3 Cessation of Membership

- (a) Any Member may resign from membership by giving the Secretary written notice to that effect.
- (b) The Committee may, for breach by a Member of these Rules or for any other reason it considers sufficient, by letter either suspend a Member from participation as a Member in the Society for such period as it thinks fit, or invite a Member to resign from membership.
- (c) In default of resignation by a Member on the invitation of the Committee, the Committee may deal with the question of the Member's expulsion at a meeting of the Committee to be held within three calendar months from the date of the letter inviting resignation.
- (d) At the meeting of the Committee considering the expulsion of a Member, the Member shall be entitled to hear the reasons why the Member's expulsion is being considered and shall be allowed a reasonable opportunity to explain or answer either orally or in writing the matters complained of.
- (e) Following consideration of the reasons why expulsion of the Member is under consideration and the Member's explanation or answer the Committee may, by special resolution, expel the Member, whereupon the Member shall forthwith cease to be a member of the Society.

6 CONFIDENTIALITY

- 6.1 Members recognise that information about groups and circumstances of the Society's involvement with them is confidential and all Members shall respect that confidentiality. Members have no authority to discuss any matter affecting the Society with the media without prior approval from the Society.

7 **MANAGEMENT**

7.1 **Officers**

- (a) Management of the Society shall be vested in the Committee, which shall consist of the following officers:
 - (i) Chairperson
 - (ii) Deputy Chairperson
 - (ii) Secretary
 - (iv) Treasurer
 - (v) Not more than 15 elected Committee members (including the office holders referred to in (i) to (iv) above).

- (b) The Officers shall be elected annually at the Annual General Meeting. Any Officer may hold more than one office if the Annual General Meeting so agrees.

- (c) All members of the Committee shall hold office until:
 - (i) The Annual General Meeting following their election to the Committee, whereupon they shall retire but be eligible for re-election, or
 - (ii) Death, retirement or removal from office.

- (d) Notwithstanding the foregoing, if any of the offices referred to in rule 7.1 cannot be filled by election (for example because of a lack of candidates), the Committee elected at the Annual General Meeting may co-opt a person from outside of the Committee to fill the office, and that person shall be deemed to have been elected to the office and to the Committee at the Annual General Meeting preceding his or her co-option, and (for the avoidance of doubt) shall be entitled to vote as a member of the Committee and be counted as a member of the Committee for the purposes of the quorum.

7.2 **Vacancies**

In the event that a vacancy arises in the office of a Committee member, the Committee may appoint a replacement Committee member from among the Members of the Society, who shall remain in office until the subsequent Annual General Meeting.

7.3 Sub-Committees/Co-Opting

The Committee shall have power to appoint sub-committees to deal with specific issues and to co-opt persons (who may or may not be Officers) to act in conjunction with the Committee or any sub-committee on particular issues.

7.4 Quorum

The quorum at a meeting of the Committee shall be five Officers.

7.5 Voting

- (a) Each Officer shall be entitled to one vote at meetings of the Committee and the Chairperson shall have a casting vote.
- (b) The method of voting at meetings of the Committee shall be by voice or a show of hands unless a ballot is called for, in which case the question shall be decided by ballot.

7.6 Committee Meetings

Meetings of the Committee shall be called by the Secretary at least every three months, and may be called by any three Officers. Not less than 48 hours notice of a meeting shall be given to each Officer, either orally or in writing, posted, faxed or emailed to his or her last known address.

7.7 Disqualification as an Officer

An Officer shall cease to be an Officer on the happening of any of the following:

- (a) Resignation in writing to the Committee by the Officer;
- (b) Absence from more than three consecutive meetings without leave of the Committee; or
- (c) Removal from membership of the Committee by the Committee, in which case the procedure outlined in rule 5.3(b) to (e) shall apply, with any applicable variations.

7.8 Visitors and Observers

Visitors and observers may attend meetings of the Committee at the Committee's invitation, but shall have no speaking rights except with the leave of the Chairperson.

8 ANNUAL GENERAL MEETING

8.1 AGM Business

The Annual General Meeting of the Society shall be held each year on a date and at a time and place to be fixed by the Committee, but not later than fifteen months after the previous Annual General Meeting. The Annual General Meeting shall meet for the following purposes:

- (a) To receive from the Committee a report and audited accounts and balance sheet for the preceding financial year;
- (b) To elect the Committee;
- (c) To appoint an auditor; and
- (d) To decide on any resolution that may be duly submitted to the meeting.

8.2 Notice of Annual General Meeting

Wherever possible 30 days notice of the Annual General Meeting will be given to the Members.

8.3 Notice of Resolutions for Annual General Meeting

Any member wishing to have a resolution considered at the Annual General Meeting shall give notice in writing of not less than 28 days before the Annual General Meeting to the Secretary, provided that, with the consent of not less than seventy five percent of the Members present, the Chairperson may accept any resolution of which the required prior notice has not been given.

8.4 Special General Meetings

The Committee by the Chairperson or, in his or her absence, any other member of the Committee, may at any time call a special general meeting. The Committee shall forthwith call a special general meeting upon a

requisition in writing by not less than five Members stating the purpose for which the meeting is required.

8.5 Notice of General Meetings

Fourteen days notice in writing shall be given by the Secretary of the time and place and business to be transacted at each general meeting of the Society, which may be given to Members by public notice in one or more local newspapers.

8.6 Quorum for General Meetings

The quorum for a general meeting shall be 5 Members personally present.

8.7 Chairperson

- (a) At all general meetings the Chairperson or, in his or her absence, any other person elected by the meeting shall take the chair.
- (b) In the case of an equality of votes, the Chairperson of the meeting shall have a casting vote.

8.8 Voting at General Meetings

- (a) Every Member present shall be entitled to one vote on every motion, exercised in person or by proxy given in writing. The Chairperson of the meeting shall determine the validity of all proxies.
- (b) The method of voting at general meetings shall be by voice or a show of hands unless half the Members present demand a ballot, in which case the question shall be decided by ballot.
- (c) The Chairperson of a general meeting shall appoint two scrutineers from those present at the meeting (who shall have no personal interest, apart from their interest as members of the Society) to count the votes. The ballot at general meetings shall be taken immediately at the meeting and the results shall be declared immediately.
- (d) Any ballot papers are to be destroyed once the results of the ballot have been announced.

9 COMMITTEE'S POWERS AND DUTIES

9.1 Minutes

The Committee shall cause proper minutes to be kept of all appointments of Members and Officers, the proceedings of all meetings of the Society and the Committee, and all business transacted at such meetings.

9.2 Appointments

- (a) The Committee may appoint, remunerate and dismiss such employees and representatives as it shall from time to time deem necessary and may delegate to any one or more of them such of its powers as it thinks fit other than the power to borrow money.
- (b) The Committee may reimburse all expenses as it sees fit and may agree to reimburse volunteers for expenses incurred while assisting the Society with its work.

9.3 Records and Accounts

It shall be the duty of the Committee generally to conduct the affairs of the Society, to keep usual and proper books of account properly posted up and other records of the business of the Society, to notify Members of intended meetings and the business to be transacted thereat, and to prepare and submit to the Annual General Meeting a report, balance sheet and statement of accounts for the preceding year.

9.4 Control and Use of Funds

- (a) All moneys received by or on behalf of the Society shall forthwith be paid to the credit of the Society with a bank or savings bank from time to time nominated by the Committee.
- (b) All cheques and withdrawal slips drawn on the Society's bank account shall be signed by any two of the Chairperson, the Treasurer and the Secretary, or by any other two members of the Committee nominated from time to time by the Committee.

9.5 Investment of Funds

The Committee may from time to time invest and reinvest in such securities and on such terms as it thinks fit the whole or any part of its funds that may not be required for the immediate use of the Society.

9.6 Borrowing Powers

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

9.7 Common Seal

- (a) The Common Seal of the Society shall be that approved by the Committee, which shall be responsible for its safe custody and control.
- (b) Whenever the Common Seal is required to be affixed to any instrument, the Seal shall be affixed pursuant to a resolution of the Committee or Society and witnessed by the Chairperson and any one other member of the Committee.

10 LIABILITY OF MEMBERS**10.1 Indemnity**

No action in law or otherwise shall lie in favour of Members or their representatives against any other Member of the Society or member of the Committee in respect of any matter or thing done or purporting to be done, omitted or suffered in pursuance of the provisions of these Rules, notwithstanding any irregularity or informality occurring, and no member of the Committee shall be liable to any other member of the Committee or Society for any loss or expense happening to the Society unless the same shall occur as result of that member's wilful act or default.

10.2 Contractual Liability

No Member shall be under any liability in respect of any contract or other obligation made or incurred by the Committee or Society.

11 AUDITOR

An auditor shall be appointed and shall hold office until such auditor resigns or is replaced at an Annual General Meeting.

12 FINANCIAL YEAR

The financial year of the Society shall be from 1 August in one year to 31 July in the following year.

13 ALTERATION TO RULES

13.1 Subject to rule 13.2, these Rules may be altered, added to or otherwise amended by special resolution at any general meeting of the Society, subject to the required procedure for that resolution and meeting having been followed, **PROVIDED THAT** no alteration, addition or amendment shall be permitted that will affect the exclusively charitable nature of the Society.

13.2 No addition to or alteration of rule 15.2, 16.1, 16.2 or 16.3 shall be decided by resolution of the Members unless approval of the addition or alteration has been obtained from the Inland Revenue Department.

14 BY-LAWS

The Society may from time to time by resolution in general meeting make, amend or rescind by-laws not inconsistent with these Rules.

15 WINDING UP

15.1 Resolutions

The Society may be wound up in accordance with section 24 of the Act (namely by resolution of the Members at a general meeting) provided that the resolution is confirmed at a subsequent general meeting called for the purpose and held not earlier than 30 days after the date on which the resolution to be confirmed was passed.

15.2 Disposition of Surplus Assets

On dissolution of the Society the surplus assets shall be disposed of in such a manner for such charitable purposes or objects within New Zealand as may be decided by resolution of the Members.

16 PRIVATE PECUNARY PROFIT PROHIBITED**16.1 Use of Income**

Any income, benefit or advantage obtained by or through the Society (apart from a salary paid in accordance with these Rules) shall be applied to the charitable purposes of the Society.

16.2 No Personal Influence

No Member nor any person associated with a Member shall participate in or materially influence any decision made by the Society in respect of the payment to or on behalf of that Member or associated person of any income, benefit or advantage whatsoever.

16.3 Reasonable Remuneration

Any remuneration paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).

16.4 Not Removable

The provisions and effect of this clause shall not be removed from these Rules, and shall be included in and implied into any rules replacing these Rules.