

The rules of Waikawau Boat Ramp Society Incorporated

1. The name of the Society is WAIKAWAU BOAT RAMP SOCIETY (INCORPORATED)
2. The objects for which the Society is established is
 - a. To obtain approval from statutory authorities for and to construct a boat ramp for the launching and retrieval of trailered boats ~~(not exceeding 2,000kg's gross)~~ at a site on the left bank of the Waikawau River, Thames Coast downstream from Highway 25 for the use of members of the society and to secure a satisfactory tenure for the same
 - b. To promote the interests of the members by supporting or opposing any legislative or other measures or by laws affecting the interests of members
 - c. To seek redress of wrongs from which all or any of the members may from time to time suffer or make representations by way of deputations or otherwise to bring to the notice of the Government of New Zealand or any other constituted authority such matters as in the opinion of the Society require attention or alteration in relation to the purposes of the Society
 - d. To use the funds of the Society as the Society may consider necessary or proper in payment of the costs and expenses and furthering or carrying out the objects of the Society or any of them including
 - e. To subscribe to become a member of and co-operate with any other society whether incorporated or not whose objects are altogether or in part similar to those of this Society and to procure from and communicate to such Society such information as may be likely to forward the objects of this Society
 - f. To purchase, take on, lease or in exchange on hire or otherwise acquire hold and mortgage any real or personal property and any rights or privileges which the Society shall think necessary or expedient for the purpose of attaining the objects of the Society or any of them or promoting the interest of the Society or its members and to sell mortgage charge encumber sell exchange let on bail or lease with or without option of purchase or in any manner dispose of any such property rights or privileges as aforesaid
 - g. To communicate with any mercantile or public bodies in New Zealand and elsewhere and concur in and promote and assist measures for the protection and advancement of the members of the Society
 - h. To do all such things as are incidental or conducive to the attainment of the above objects
3.
 - a. The Society shall consist of members who desire to use the facilities of the ramp to be constructed by the Society at the Waikawau River and who support the objects of the Society
 - b. The signatories to these Rules shall be the first members

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4. That new members shall be admitted upon election by a majority of the members of the Committee upon application made in writing by the intended member
5. That the first members each shall on or before the 30th day of September 2000 and every new member shall upon application as aforesaid pay to the Society an entrance fee of \$100 or such other fee as the Society shall from time to time decide, from which sum shall be appropriated the sum of \$60 which shall be credited to that member as the membership fee for that financial year and the following year. Thereafter the annual membership fee shall be the sum of \$30 or such other sum as shall be decided by the Society in general meeting
6. That every member shall ~~on or before the 31st day of July in each year~~ pay to the Society the annual membership fee that shall have been fixed for that financial year ~~ending on the 30th June in the following year~~ in general meeting
7. That every member shall in addition to all other moneys payable by him/her forthwith pay to the Society all and every sum or sums of money or further subscriptions or levies which shall at any time and from time to time by resolutions in general meeting be levied upon him/her as a member of the Society and which the Society shall consider necessary or expedient for the purpose of furthering the interests of the Society and its members provided however that the aggregate of such further sum or sums or further subscriptions and levies in any year shall not exceed the amount of the annual subscription for that year
8. ~~That the Society may impose upon any member whose annual subscription or other levy is in arrears and unpaid for the space of one calendar month from the due date thereof, a penalty not exceeding ten percent of the amount of such arrears-That the Society may allow a discount (not exceeding ten percent) for any member who pays their annual subscription by the due date~~
9. ~~That any member may resign from his membership by notice in writing to the Secretary to that effect and every such notice shall unless otherwise expressed take effect as and from the end of the financial year then current~~
10. That if any member shall be convicted of an indictable offence or be adjudged insolvent or make a composition with his/her creditors or if an effective resolution or order of Court be passed or made for the winding up or dissolution of any Company or other Body Corporate which shall be a member then such member shall forthwith cease to be a member but the Society may in its discretion reinstate him or it without payment of entrance fee or contribution as a new member
11. ~~That the Society may at any time by letter invite any member within a specified time to retire for breach of these Rules or any Rules made under the authority of these Rules by a Committee of the Society and in default of withdrawal to submit the question of his expulsion to a general meeting to be held within twelve calendar months from the date of such letter and at such meeting the member whose expulsion is under consideration shall be allowed to offer an explanation verbally and/or in writing and if thereupon two thirds of the members present shall vote for~~

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his/her expulsion they shall forthwith cease to be a member provided that voting at such meeting shall be by ballot if so demanded by not less than five members

12.

- a. These Rules may be altered, added to or rescinded or otherwise amended by a resolution passed by three fourths majority of those present at a general meeting of which 21 days notice has been given
- b. Every such notice shall set forth the purport of those alterations, addition or recession or other amendment
- c. Duplicate copies of every such alteration, addition, rescission or amendment passed shall forthwith be delivered to the Registrar in accordance with the requirements of the Act

13. That the Annual General Meeting shall be held during the month of July in each year and at a time and place to be fixed by the Chairman or in his default, absence or inability the Committee for the following purposes

- a. To receive from the Committee a Report, Balance Sheet and Statement of Accounts for the preceding year ~~and an estimate of the receipts and expenditure for the current year~~
- b. To fill the vacancies in the Committee and to appoint an auditor for the ensuing year
- c. To fix the subscription (if any) for the ensuing year
- d. To decide on any resolution which may be duly submitted to the meeting

14. That the Chairman or in his absence or inability any other member of the Committee may at any time for any special purpose call a Special General Meeting and he shall do so forthwith upon the requisition in writing of any five (5) members stating the purpose for which the meeting is required. Such Special General Meeting shall be held at a time and place nominated in such notice

15. Twenty one (21) clear days before a Special General Meeting and twenty one (21) clear days before the Annual General Meeting a notice thereof and of the business to be transacted thereat together with a copy of the Report and Balance Sheet in the case of an Annual General Meeting shall be sent to every member and no business other than that of which notice has been given shall be brought forward at such meeting

16. That every notice required to be given to the members or any of them ~~(other than a notice of a Special General Meeting)~~ shall be deemed to have been duly delivered if sent electronically to an electronic address notified by that member to the society, or posted to him in a prepaid letter addressed to him at his last known place or permanent and/or usual residence and/or place of business – alternatively or in addition to the foregoing a notice may be given by publishing the same on the website ~~either affixing the same to the notice board erected either in or outside the registered office of the Society and/or by publication in one issue of a newspaper circulating in the Thames Coromandel District and in such case shall be deemed to~~

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have been received by all members on the date of first or only publication as aforesaid of such notice. At all General Meetings the Chairman and in his absence any other fully elected Chairman shall take the chair and every member shall be entitled on every motion to one vote exercised in person (by a show of hands or on the voices as the Chairman shall decide or by proxy or in writing) and in the equality of any votes the Chairman shall have a casting as well as a deliberative vote

17. That at all General Meetings one half of all financial members' present (being not less than 15 members) shall constitute a quorum

18. The first Officers and Committee of the Society shall be:

Chairman – Leslie William Tanner

Secretary – Terence Harry Burchell

Committee – Robert Carlyon Pickworth, Colin Brokenshire, John Edward Crook, Maurice Wayne Sveistrup, Christopher Ross Balshaw, Tyron Morehu

And they shall hold office until the first Annual General Meeting. At the first Annual General Meeting and at any Annual General Meeting thereafter the Society shall elect from the members a Committee with the following Officers, namely a Chairman, a Secretary (who may also be the Treasurer), a Treasurer and five Committee ~~members~~men and an Honorary Auditor all of whom shall hold office until retirement or removal from office or election of successors to office. The first

Honorary Auditor may be appointed by the Committee to hold office until the first Annual General Meeting. If an Honorary Auditor is not appointed, an additional committee member may be appointed in their place

19. That the Committee shall have power to appoint a member to fill any casual vacancy on the Committee until the next Annual General Meeting and in addition may appoint at any time up to two further members to the Committee for any purpose for which the Committee deems as either necessary or desirable and such further member or members should be so appointed. Such member or members so appointed to the Committee shall retire at the next Annual General Meeting but all or any of the retiring Committee shall be eligible for re-election

20. That 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 and 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. Meetings of the Committee may be convened by circular letter at such time and places as the Chairman (or in the case of his absence, inability or refusal to act the Secretary) shall appoint and five shall be a quorum. No less than twenty one (21) clear days notice shall be given to each member of the Committee of such a meeting which unless all members of the Committee otherwise agree shall be held at the registered office of the Society.

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21. That the Common Seal of the Society shall be that appointed by the Committee who shall be responsible for the safe custody and control thereof.
22. That 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 Committee or of the Society by the Chairman and any one other member of the Committee thereby authorised to affix the Seal and the person so affixing the Seal shall at the same time sign the document to which the Seal is so affixed.
23. That all moneys received by or on behalf of the Society shall forthwith be paid to the credit of the Society in an Account with such Trading Bank or Savings Bank as shall from time to time be appointed by the Society and all ~~electronic payments~~ ~~cheques~~ or withdrawal slips drawn on the Account shall be approved / signed by the Chairman and the Treasurer or in the alternative by either of these together with any one Committee man for the time being.
24. That the Society may from time to time invest and reinvest in such securities and upon such terms as it shall think fit the whole or any part of the funds which shall not be required for the immediate business of the Society.
25. That 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, bonus mortgages or other securities founded or based on all or any of the property and or rights of the Society or without any such security and upon such terms as to priority and otherwise as the Society shall think fit. That the powers of so borrowing or raising money shall not be exercised except pursuant to a resolution of the Society passed in general meeting.
26. ~~That in the event of the Society being wound up, the surplus assets after payment of the Societies liabilities and the expenses of winding up shall be divided between the members equally.~~
27. That the Society may from time to time by resolutions in General Meeting make, amend or rescind regulations not inconsistent with these Rules governing procedure at these meetings and publication (if any) of reports thereof and of the business of the Society in the press and rules for the use of the Society's facilities.
28. That the registered office of the Society shall be at 111A Grafton Road, Thames. Notice of every change of situation of the registered office shall be duly sent to the Registrar.
29. That in these Rules, except where a different intention appears-
- ‘Act’ means the Incorporated Societies Act 1908
- ‘Society’ means Waikawau Boat Ramp Society Incorporated
- ‘Chairman’, ‘Secretary’, ‘Treasurer’ and ‘Committee ~~members~~ ~~men~~’ mean respectively the Chairman, Secretary, Treasurer and Committee ~~members~~ ~~men~~ of the Society
- ‘Meeting’ means a meeting of the Society
- ‘Member’ means a member of the Society and includes the Corporate Body.

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30. Rule 26 of the Society's Rules is rescinded

31. No member of the Society shall receive pecuniary gain from the activities of the Society otherwise than is permitted under Section 5 of the Act and no member of the Society or any person associated with the Society 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 and any such income paid shall be reasonable and relative to that which would be paid on the open market.

32. That ~~upon a resolution being passed by the Society to put the Society into liquidation pursuant to Section 24 of the Act or upon a Liquidator being appointed by the High Court pursuant to Section 25 of the Act if there remains after the satisfaction of all its debts and liabilities any property whatsoever the same~~ on winding up, surplus property or assets shall not be paid to or distributed among the members of the Society but shall be ~~given or transferred to some other organisation or body having objects similar to the objects of the Society or to some other charitable organisation or~~ used to advance a charitable purpose or charitable purposes within New Zealand.

33. No addition to, or alteration of, the non-profit aims, personal benefit rule, or any winding up or liquidation rule, shall be approved without the approval of the Inland Revenue Department and the provisions and effect of this rule shall not be removed from this document and shall be included and implied into any document replacing this document.

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