

## THE NORTHERN ACTION GROUP (INC) CONSTITUTION (2014)

1. **Name:** 'THE NORTHERN ACTION GROUP INCORPORATED' (hereinafter "NAG")
2. **Objectives:**
  - a. Ensuring that local democracy and community rights of self determination and choice in local and regional governance are respected and implemented.
  - b. Achieving the separation of North Rodney from the Auckland Council.
  - c. Supporting a continuing commitment to fairness, transparency and efficiency in local governance.
  - d. Keeping the wider public informed of NAG's progress, including through a current web site, and seeking funding to achieve our aims.
  - e. Preparing an outline, with public input, for the naming, formation and operation of a future local Council.
3. **Membership:**
  - a. Any person who is a resident or property owner in North Rodney may join NAG by completing and signing the official membership form of NAG and paying such membership fee as may be determined by an Annual General Meeting.
  - b. Membership shall be deemed to have lapsed if the membership fee is not paid within four months of its falling due, provided that a reminder notice has been issued in writing or by E-mail to that effect.
  - c. Members may be expelled for conduct incompatible with the NAG's rules by a motion passed by 75% of the Committee.
  - d. A suspended or terminated membership may be appealed. In such an instance a Special General Meeting shall be called and the suspension or termination shall then be decided by resolution at that meeting.
  - e. There is no Right of Appeal from the decision of members voting at such a Special General Meeting.
  - f. All members must return any NAG property on termination of membership.
  - g. North Rodney is defined as the entire Auckland region north of a line approximately between the upper tidal limits of the Makarau and Waiwera estuaries and includes Kawau and adjacent islands but excluding South Head.
  - h.
4. **Annual General Meeting:**
  - a. Each year there shall be an Annual General Meeting held on or before 30 June after the end of each financial year.
  - b. Notice of the AGM shall be by public advertisement or newsletter or separate notice posted or e-mailed at least two weeks prior to the meeting and such notice will include the date, time, place and purpose of the meeting.
  - c. A quorum for the AGM shall be 10 financial members.
  - d. The business shall include:
    - the Chairperson's report
    - minutes of the previous AGM
    - presentation of the annual accounts
    - appointment of an auditor if required
    - the election of Officers and Committee
    - setting of the annual subscription
    - any constitutional matters

**5. Special General Meetings**

- a. Special General Meetings may be called at any time by the Committee or on the request in writing to the Secretary from at least five financial members.
- b. Such request shall specify the proposed business and the meeting shall be held within one month of the request.
- c. Notice of the date, time, place and business of Special General Meetings shall be given as for the AGM.
- d. A quorum for any Special General Meeting shall be as for the AGM.

**6. Committee Meetings**

- a. A meeting of the Committee may be called by the Chairperson or Secretary at any time, or shall be called within 14 days of the receipt of a request signed by any two members of the Committee.
- b. Notice of Committee meetings shall be made by the posting or e-mailing of the Agenda for the meeting.
- c. A quorum of any Committee meeting shall be 50% of members of the Committee.
- d. Committee meetings will be open to all members but only the Committee members will be entitled to vote.
- e. Urgent business of the Committee may be conducted at a meeting held by electronic communication with the consent of the Chairperson and at least 50% of Committee members.

**7. Meeting Procedure**

- The following procedure shall apply to all society meetings.
- a. A motion, except for changes to the Constitution, may be moved from the chair or floor by any member.
  - b. Any formal motion shall be moved and seconded by members present and entitled to vote.
  - c. To become a resolution, a motion must be carried by a majority of members present and entitled to vote.
  - d. Voting will be by a show of hands. A secret ballot will be held if more than half of those present request it, or if the chairman chooses.
  - e. The person chairing the meeting shall have a single deliberative vote and may have an additional casting vote.
  - f. Any decision on meeting procedure ruled by the Chairman of any meeting shall be final.

**8. Committee and Officers**

- a. The business and affairs of NAG shall be conducted by a Committee.
- b. The following Officers shall be elected at each AGM or appointed by the Committee.
  - A Chairperson who is responsible for ensuring that meetings and the business of NAG are conducted in accordance with this Constitution and shall be the spokesperson for NAG.
  - No other member may make public statements on behalf of NAG without the specific approval of the Committee.
  - A Secretary who is responsible for ensuring that the minutes of all meetings are recorded, verified and signed and for conducting any correspondence as required by NAG, and shall be responsible for the custody of the Common Seal.
  - A Treasurer who is responsible for ensuring that all financial transactions are conducted and recorded in accordance with this Constitution.
- c. The balance of the Committee shall consist of no less than three and no more than

six elected members.

- d. Nominations for elected members of the Committee shall be given to the Secretary prior to the Annual General Meeting. In the absence of sufficient nominations being received prior to such meeting nominations may be made from the floor at the Annual General Meeting.
- e. The Committee may co-opt additional members or non-voting other persons as it sees fit.
- f. The Committee may appoint a subcommittee for a particular purpose to report back to the Committee.
- g. If the position of any Officer becomes vacant between Annual General Meetings that vacancy shall be filled by the Committee.

## **9. Management**

Subject to anything elsewhere laid down in this Constitution, or to any instructions from a General Meeting, the management of NAG, including financial and day-to-day running, shall rest in the hands of the Committee.

## **10. Use of Common Seal**

The common seal shall be held by the Secretary and shall be used only on documents signed by the Chairperson and the Secretary acting on a resolution approved by a General Meeting of NAG.

## **11. Control and Investment of Funds**

- a. Without limitation, NAG may seek funds from any appropriate and lawful source to achieve its objectives.
- b. The expenditure of any funds, except for everyday administration up to \$200 and within a budget approved for that purpose, shall be approved in advance by the Committee.
- c. All of NAG's funds shall be held and operated in a bank account as decided by the Committee.
- d. Surplus funds shall be invested in an interest bearing account or public lending institution by the Committee.
- e. Any cheques or withdrawals from NAG's account shall be signed by the Treasurer and the Chairperson, or by an alternative signatory approved by the Committee. In all cases at least two signatories are required.
- f. All financial transactions shall be controlled by the Treasurer who shall keep proper financial records in accordance with the requirements of the Incorporated Societies Act or any other relevant legislation and any additional requirement set from time to time.
- g. A set of annual accounts shall be prepared by the Treasurer and audited if required by the previous AGM and presented for approval at the next AGM following the end of the financial year.

## **12. Financial Year**

The financial year for NAG shall begin on the 1st of April each year.

## **13. Changes to the Constitution**

- a. The Constitution may be repealed, altered or amended by resolution at an Annual General Meeting or Special General Meeting called for that purpose.
- b. Any motions for change must be given to the Secretary in writing at least two weeks before the meeting and published with the notice of meeting.
- c. No changes to the Constitution may be made without proper notice.

- d. Any change shall be made if approved at a General Meeting by 75% of members present and entitled to vote.
- e. No addition to or alteration of the personal pecuniary profits to members clause or the winding up clause shall be approved without the approval of the Inland Revenue Department.

**14. Complaints**

All complaints in respect to the functions of the Society, elected Officers or individual members of the Society, shall be made in writing, signed by the complainant and delivered to the Chairperson. The Committee shall consider all complaints and reply in writing.

**15. Disposition of Property**

In the event of the winding up of NAG any assets it has after settling of all liabilities, shall be given to a local organisation, or an organisation with similar aims or objectives, (such an organisation being one approved as a charity or non-profit body by Inland Revenue) or to a local school.

**16. Profits**

Notwithstanding anything expressed or implied in this constitution, the activities of NAG shall not be carried on for the personal pecuniary profit or benefit of any member or individual.