

RULES OF THE STONEFIELD RESIDENTS ASSOCIATION INCORPORATED

1. NAME

The name of the organisation shall be Stonefields Residents Association Incorporated (“the Association”).

2. REGISTERED OFFICE

The Registered Office of the Association shall be the address of the current Stonefields Residents Association Secretary.

3. REGISTER OF MEMBERS

The Secretary shall keep a Register of Members, to be supplied to the Registrar of Incorporated Societies upon request.

The Register of Members is to be provided at any Annual General Meeting or Special General Meeting to enable confirmation of eligibility to vote on any resolutions raised.

4. OBJECTIVES

The objectives of the Association are:

- (a) To promote the interests of the residents in the area and to improve the development of the community, community facilities and the surrounding environment.
- (b) To foster community-based activities and a safe, caring and inclusive environment.

5. MEMBERSHIP

Membership shall be open to all residents, home owners and business owners in the Stonefields suburb or Master Plan area defined on the map attached to these rules. All voting Members shall be at least 16 years of age.

To become a Member a person must apply to join the Association and provide address and contact details to the Secretary.

All Members shall act in accordance with the objectives of the Association and shall do nothing to bring the Association into disrepute.

Any Member who brings the Association into disrepute may be removed from the Register of Members on a majority vote of the full Committee. The Secretary shall advise the Member of the decision in writing.

6. COMMITTEE

A Committee shall be elected at the Annual General Meeting (AGM) of the Association and shall serve for 12 months. Only members of the Association can be elected to the Committee.

- (a) The Committee shall consist of at least five and to a maximum of twelve Members, who shall have the power to co-opt other members onto the Committee during the course of the year. All Committee members shall have voting rights at Committee Meetings.
- (b) The Committee shall elect from within their number a Chairperson, Secretary and Treasurer. No Committee Member shall fill more than one position.
- (c) If the position of any officer (Chairperson, Secretary or Treasurer) becomes vacant, the Committee may appoint another Committee Member to fill that vacancy.
- (d) The Secretary shall, at the direction of the Committee respond to all correspondence received and shall keep a proper record of inwards and outwards correspondence.
- (e) The Committee shall make and carry out decisions in accordance with the objectives of the Association.
- (f) Quorum – a majority of the current members of the Committee must be present to hold a Committee meeting.
- (g) Meetings of the Committee shall be open to any member of the Association who wishes to attend and guests may attend when invited by the Committee.
- (h) Committee Members must declare any interest they may have in a topic under discussion and the Committee will decide if they need to forfeit their right to vote on this occasion.
- (i) If a person ceases to be a Committee member, that person must within one month give to the Committee all Association documents and property.

7. ANNUAL GENERAL MEETING

- (a) An Annual General Meeting (the AGM”) shall be held each year, within 5 months of the end of the Association’s financial year (31 March).
- (b) Nominations for members of the Committee shall be called for at least 28 days before an Annual General Meeting. Each candidate shall be proposed and seconded in writing by Members and the completed nomination delivered to the Secretary. All retiring members of the Committee shall be eligible for re-election.
- (c) The Secretary shall give to all Members at last 14 days written notice of the business to be conducted. Additionally, the Secretary will provide:
 - (i) A copy of the Chair’s Report of the Association’s activities and of the Annual Financial Statement, as approved by the Committee;
 - (ii) A list of nominees for the Committee, and information on those nominees, if it has been provided (not more than 350 words per nominee).
 - (iii) Notice of any motions and the Committee’s recommendations about those motions

- (d) A quorum shall be a minimum of 40 members, which includes a minimum of 5 Committee Members.
- (e) Any resolution put to an AGM shall be decided by a vote, either by a show of hands or secret ballot and passed by a simple majority, except for changes to the Rules which require a 2/3 majority, of those present and eligible to vote.

8. SPECIAL GENERAL MEETINGS

Any Member having the written support of 20 other members, may request the Committee to call a Special General Meeting of the Association. The Committee shall call the meeting within 21 days of this written request.

- (a) Special General Meetings shall be held to determine whether a motion(s) of material importance that may affect the running of the Association cannot wait for the Annual General Meeting and should be resolved at this time.
- (b) Members shall be given 14 days' notice of a Special General Meeting and the proposed motion(s) to be discussed.
- (c) A quorum shall be a minimum of 40 members, which includes a minimum of 5 Committee Members.
- (d) Any resolutions shall be decided by a vote, either by a show of hands or secret ballot and passed by a simple majority, except for changes to the Rules which require a 2/3 majority, of those present and eligible to vote.

A Special General Meeting shall also be held to consider the dissolution of the Association, if a proposal for this is received from the Committee (refer Clause 13).

9. CONDUCT OF BUSINESS AT MEETINGS

- (a) All meetings (Annual or Special General Meetings or Committee Meetings) will be chaired by the Chair or, if unable to attend, her/his nominee from other Committee Members.
- (b) Members may only speak through the Chair who may allow open discussion.
- (c) Agendas shall be distributed to Members at least 14 days before an AGM, or Special General Meeting. Items for the agenda should be forwarded to the Secretary or Chair not less than 21 days before the Meeting.
- (d) Minutes will be distributed to the Members within 7 days after an AGM or SGM, or as soon as possible thereafter.

- (e) Agendas shall be distributed to Committee Members at least 3 days before a Committee Meeting. Items for the meeting should be forwarded to the Secretary or Chair not less than 7 days before the Meeting.
- (f) Minutes will be distributed to the Members within 7 days after a Committee Meeting, or as soon as possible thereafter.

10. FINANCE

- (a) The Association may raise funds by obtaining grants from other bodies or by fundraising schemes. All money raised by or on behalf of the Association shall be applied to further its objectives.
- (b) All funds shall be kept in a bank account in the name of the Association.
- (c) The Secretary, Treasurer and the Chair shall be signatories on the account and all payments (by whatever method) shall be authorised in writing by two signatories.
- (d) Accounts shall be kept by the Treasurer, who shall provide a report to every Committee Meeting and an annual report to the Annual General Meeting.
- (e) All expenditure shall be moved and seconded by the Committee. Receipts shall be required for all expenditure.
- (f) No Officer shall sign a blank cheque – all cheques shall be filled in before signatures are added.
- (g) All correspondence of the Association including the bank statement shall be addressed to the Secretary.
- (h) Personal Benefit - 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 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.

11. CHANGES TO THE RULES

- (a) Proposals to change the Rules shall be submitted to the Secretary in writing not less than 21 days before the AGM or Special Meeting. Any proposal to amend or replace the Rules shall be signed by at least two Members and accompanied by a written explanation of the reasons for the proposal.

- (b) In the case of the AGM, Members shall be notified with the agenda, or in the case of a Special General Meeting to consider a proposed Rule change, the Secretary shall notify Members of the proposed changes and the meeting date not less than 14 days prior to the Special General Meeting.
- (c) The Association may alter or replace the Rules at a General Meeting by a resolution passed by a 2/3 majority of those eligible members present and voting.
- (d) When a Rule change is approved by a General Meeting the change shall take immediate effect and the Secretary must file the change with the Registrar of Incorporated Societies within 14 days.
- (e) No addition to or alteration of the aims, personal benefit clause or the winding up clause shall be made which affect the tax exempt status/non-profit deduction. 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.

12. LEASES AND AGREEMENTS

If authorised to do so by the Committee, the current Chair, Secretary and Treasurer collectively, may enter into leases and sign agreements on behalf of the Association to further its objectives and such leases or agreements shall bind the Association, notwithstanding that the Chairperson, Secretary and Treasurer may be replaced while such arrangements remain in force.

13. DISSOLUTION OF THE ASSOCIATION

- (a) The Association shall only be dissolved by a Special Meeting called for that purpose. Such Meeting shall come about following a proposal in writing signed by a majority of those remaining on the Committee being submitted to the Secretary.
- (b) All Members shall be informed of such meeting at least 14 days before the date of the Meeting.
- (c) Dissolution of the Association shall only take effect if resolved by a 2/3 majority vote of those present and eligible to vote.
- (d) Any money received via funding bodies shall be returned to the funders as provided in their funding criteria.
- (e) If upon winding up or dissolution of the organisation there remains after the satisfaction of all its debtors 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 to the first organisation that also has an income tax exemption or for some other charitable purpose, within New Zealand.
- (f) On dissolution, any documents belonging to the Association shall be disposed of in a manner agreed by the Committee.