

Levin Folk Music Club Incorporated

Constitution as amended 3.8.2012 by SGM

1. Name:

The organisation shall be known as the Levin Folk Music Club Incorporated, hereinafter referred to as The Club or The Society.

2. Mission Statement:

To encourage the appreciation and performance of folk music of all kinds.

3. Objectives:

- a) Promote live folk music in the Horowhenua and wider district.
- b) Encourage and stimulate the development of all forms of folk music.
- c) Provide a venue for the enjoyment of live folk music for members and the general public.
- d) Support the performance of visiting guest artists.
- e) The club participates in the national folk scene as appropriate.
- f) Encourage members to join with others from the local, national and international community of folk musicians at festivals, gatherings and inter-club events.

4. Membership:

- a) Membership shall be for the term of one calendar year (1 July to 30 June) upon payment of an annual subscription and completion of a membership application form. This form is only required for initial membership. The subscription amount shall be fixed at the Annual General Meeting.
- b) A register of members shall be maintained in accordance with the provisions of the Incorporated Societies Act 1908 and subsequent enactments.
- c) Membership of the organisation may be terminated by the Committee upon any of the following:
 - 1) Resignation by a member in writing.
 - 2) Failure to pay annual subscription where applicable.
 - 3) Any matter pursuant to Clause 6d

5. Committee:

- a) The Committee shall be elected at the Annual General Meeting.
- b) The Committee shall consist of:

Chairperson

Secretary

Treasurer

with at least three and up to six Committee members.

The quorum for Committee meetings shall be 60% of the Committee.

- c) Conditions of Appointment:

- 1) If there is only one nomination for the position of Chairperson, further nominations may be taken from the floor. If there are no further nominations, election of the sole candidate must be endorsed by a majority vote of those present. Without an endorsement, the Committee may elect its own Chair for the sole purpose of running its meetings.
- 2) Two persons from the same household shall not both be signatories to the accounts. Should two people from the same household be elected to the committee, only one of them may hold a position as an officer.
- 3) Committee members shall act in the best interests of The Club at all times in accordance with the rules and guidelines of the society.
- 4) The Committee shall have the power to co-opt personnel for specific purposes or tasks. Such co-opted members shall not form part of the elected committee or have voting rights.
- 5) An appointee with full voting rights may be selected until such time as an election is held, to fill a committee vacancy.
- 6) The Committee shall meet at least quarterly and at such other times as they shall decide.
- 7) A Committee member who is absent from three consecutive meetings without leave will forfeit and vacate office at the discretion of the majority of the Committee.

6. Committee Powers:

The Committee has the responsibility to manage the affairs of the Society and shall have, in addition to all such administrative powers as may be necessary for the proper carrying out of the Society's objectives, the following powers and authorities:

- a) To prudently manage the affairs of the Club.

- b) To raise, borrow or invest funds on such terms as the financial members of the Club think fit.
- c) To enter into, or terminate any contract or arrangement with any society, government department, corporation or other body.
- d) To expel or suspend any member guilty of misconduct or violation of the Society's bylaws and regulations provided that any member facing such disciplinary action is accorded natural justice.
- e) The committee may from time to time make, alter or rescind bylaws for the general management of the Society, so long as these are not repugnant to these rules or to the provisions of law. All such bylaws shall be binding on members of the Society. A copy of the bylaws for the time being, shall be available for inspection by any member on request to the secretary.
- f) To deal with any matter not provided for in this Constitution and generally manage the affairs of the Society in accordance with the Constitution.

7. General Meetings:

- a) The quorum for both Annual General Meetings and Special General Meetings shall be 10 financial members, at least two of whom shall be Officers of the Club. If quorum is not met for a Special General Meeting or AGM, and another meeting is called, then those attending the rescheduled Special General Meeting or AGM should be deemed the quorum, to allow decision-making to proceed.
- b) Voting at Meetings shall be on a show of hands or, if 2 or more Club members deem it appropriate, by secret ballot.
- c) When voting on motions at Meetings, a majority vote is required.

Annual General Meetings:

- a) The financial year of the Society will be from 1 July to 30 June.
- b) An Annual General Meeting shall be held in each year on such a date as the Committee decide but no later than 31 August each year.
- c) The business at such a meeting shall be:
 - 1) To receive the Annual Report and Balance Sheet.
 - 2) Election of the Committee
 - 3) Consider any motion of which 14 days notice shall have been given to the Secretary.
 - 4) General Business.

- 5) Consider and approve any changes to the bylaws for running the Society.
- d) All members shall be notified by email or Public Notice, 28 days prior to the Annual General Meeting.

Special General Meetings:

- a) A Special General Meeting may be called at any time by the Committee or shall be convened by the Committee on written requisition signed by at least 10 members or 10% of the membership, whichever is greater, such requisition is to declare the purpose of the meeting.
- b) All members shall be notified by email or Public Notice 14 days prior to the Special General Meeting.

8. Funds, Property and Accounts:

- a) The Trustees of the Society's bank account shall be the Treasurer and two other Committee members nominated by the Committee.
- b) The Treasurer and any one other of these may sign on the Society's account, providing that when the Treasurer is unable to perform that function and has notified the Committee, they may appoint an Acting Treasurer for a period of 14 days.
- c) The funds and property of the Club may be applied in the manner and for the purposes of the following:
 - 1) A bank account shall be opened in the name of the Club and shall be operated by any two (signing together) of Treasurer and nominated Committee members.
 - 2) All accounts must be passed for payment by the Treasurer or a Club member who has been given delegated authority by the Committee.
 - 3) A balance sheet and income/expenditure statement shall be prepared by the Treasurer and presented for approval to the Annual General Meeting.

9. Common Seal:

The Society shall have a Common Seal which shall be kept in the custody of the Secretary and shall be affixed to documents in the presence of any three members of the Committee who shall attest the same in pursuance of a resolution duly passed by the Committee.

10. Amendments to Constitution:

- a) The Constitution may be amended at a Special General Meeting, if carried by a three quarter vote of financial members present at any such meeting. Notice of any

proposed amendment shall be lodged with the Secretary at least 21 days prior to the meeting. The Secretary shall email, hand or post the amendment to each member at least 14 days before the meeting.

- b) The Constitution shall not be amended in any way that invalidates the Society's legal standing as a non-profit-making organisation.

11. Winding Up:

- a) If a Special General Meeting called for that purpose resolves to wind up and terminate the existence of the Society, the Committee shall be empowered to dispose of the Society's remaining assets (after settlement of all of the Society's debts and liabilities) at the direction of the Special General Meeting.
- b) Such remaining assets may not be paid to or distributed among the members of the Society but must be given or transferred to another organisation that is charitable under New Zealand law, and with similar aims to those of the Society.
- c) The prescribed method of asset disposal is required for the Society's status as a Registered Charitable Entity and shall not be removed from the Constitution unless the Society resolves to cease being a Registered Charitable Entity.
- d) Notwithstanding anything expressed or implied in this Constitution, the activities of the Society shall not be carried on for the personal pecuniary profit or benefit of any member or individual.
- e) No member or person associated with a member of the Society shall derive any income, benefit or advantage from the Society where they can materially influence the payment of the income, benefit or advantage.

Amended by Special General Meeting of Levin Folk Music Club on 3 August 2012

Witnessed by:

A.M. Campbell

D Webb

[Signature]



Dated: 30 September 2012