
RULES OF TAUPO CAMERA CLUB INCORPORATED


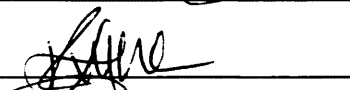

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At the Annual General Meeting of the Taupo Camera Club, 05 November 2020, a resolution was passed to adopt this document as the updated Rules of the Club.

Signed

Rosalie Adlam
Rachel Hume
Seth Bell

THE SOCIETY

1. Name

- 1.1 The name of the Society is Taupo Camera Club Incorporated (the Club).
- 1.2 The Club is constituted by resolution dated 02 November 2006.
- 1.3 The Club is affiliated to Photographic Society of New Zealand Incorporated (PSNZ).

2. Registered Office

- 2.1 The Registered Office of the Club shall be that of the Treasurer. The postal address may be the postal address of the Secretary or such address as the Committee decides.

3. Purpose of Taupo Camera Club Incorporated

- 3.1 The purpose of the Club is to:
 - a) Attract amateur photographers to participate and join the Club.
 - b) Provide members with a regular meeting place.
 - c) Educate members in the art of photography.
 - d) Encourage members to develop and improve their technical skills and competency level in photography.
 - e) Promote the Club and its activities in the wider community.
 - f) Make the rules and regulations as required for the good conduct of the Club.
- 3.2 Pecuniary gain is not a purpose of the Club.

MANAGEMENT OF THE SOCIETY

4. Managing Committee

- 4.1 The Club shall have a managing committee (the Committee), which will consist of but not be restricted to the following, with a minimum of six persons elected:
 - a) President
 - b) Vice President
 - c) Secretary
 - d) Treasurer; or Secretary – Treasurer
 - e) Competition Secretary
 - f) One or two other members elected by the Club's members present at the Annual General Meeting (AGM)
- 4.2 Committee members must be financial members of the Club.

5. Nomination of Committee Members

- 5.1 Nomination for Office: All candidates standing for election as Officers of the Club will be nominated by one financial member and seconded by another. A ballot will be held where more than one nomination is received.
- 5.2 Nominations for members of the Committee may be made from the floor at the Annual General Meeting (AGM), or given in writing to the Secretary if a member is unable to attend the meeting.
- 5.3 If the position of any Committee member becomes vacant between Club Annual General Meetings, the Committee shall appoint another Club member to fill that vacancy for the unexpired term of office, or until the next Club Annual General Meeting.
- 5.4 If any Committee member is absent from three consecutive meetings without leave of absence, the Chairperson may declare that person's position to be vacant.

6. Cessation of Committee Membership

- 6.1 Persons cease to be Committee members when:
 - a) They resign by giving written notice to the Committee.
 - b) They are removed from office. Any Officer of the Club or member of the Committee may be removed by a resolution passed and carried by two-thirds majority by any Special General Meeting of the Club.
 - c) Their Term of Office expires.
- 6.2 If a person ceases to be a Committee member, that person shall within one month return all Club documents and property to the Committee.

7. Role of the Committee

- 7.1 Subject to the rules of the Club (the Rules), the role of the Committee is to:
 - a) Administer and manage the Club in the best interests of its members.
 - b) Carry out the purposes of the Club and use money or other assets to do that.
 - c) Manage the Club's bank accounts.
 - d) Ensure that all members follow the Rules.
 - e) Arrange the annual programme, including workshops and other learning opportunities in addition to the monthly Club meeting.
 - f) Decide the times and dates for meetings and set the agenda for meetings.
 - g) Decide the procedures for dealing with complaints.
- 7.2 Recommend membership fees, including subscriptions and levies. Guidelines for setting Family and Junior fees are outlined in the Definitions.
- 7.3 The Committee has all the powers of the Club, unless the Committee's power is limited by these Rules, or by a majority decision of the Club.
- 7.4 Decisions of the Committee bind the Club unless the Committee's power is limited by these Rules or by a majority decision of the Club.

8. Roles of Committee Members

8.1 The President's role is to:

- a) Ensure that the Rules are followed.
- b) Convene Club meetings.
- c) Chair meetings, deciding who may speak and when.
- d) Oversee the operation of the Club.
- e) Report on the operation of the Club at each Annual General Meeting.

8.2 The Secretary's role is to:

- a) Record the minutes of Committee, Special and General Meetings.
- b) Keep the Register of all members.
- c) Maintain the Club's records, documents, and books, (including electronic records).
- d) Receive and reply to correspondence as required by the Committee.

8.3 The Treasurer's role is to:

- a) Collect and receive all payments made to the Club. These payments shall be banked within seven days after the Treasurer receives them.
- b) Keep a true and accurate record in the Club's account book, so that the Club's financial situation can be clearly understood at any point in time.
- c) Provide a financial report and statement of accounts (including an Income and Expenditure Account and Balance Sheet) at each Annual General Meeting, and at such times as either the Committee or a majority of the Club decides.
- d) Advise the Registrar of Incorporated Societies of any alteration to the Rules; and
- e) Provide the Registrar of Incorporated Societies with certified copies of the Annual Accounts.

8.4 The Competition Secretary's role is to:

- a) Contact judges and arrange which judges will critique the images for each month throughout the year.
- b) Collate all competition entries from Club members each month and send these to the judge. Receive the results and prepare images and comments for Club night.
- c) Keep an accurate record of member competition results and collate these to determine the winners of the various Club trophies and awards.
- d) Present the competition images with judge's comments at Club night.
- e) Forward by email the judge's comments to all members after each Club night.
- f) Present any other supporting audiovisual material as the Committee decides.

8.5 Committee Members are responsible for:

- a) Assisting with any of the above roles by supporting the officers of the Club and taking on responsibilities to ensure for the smooth running of the Club.
This may include but not limited to marketing, publicity, field trip organisation and the facilitation of workshops.

SOCIETY MEMBERSHIP**9. Types of Members**

- 9.1 A member is either an Ordinary Member, a Family Member, a Junior Member (aged under 18 years), or a Life Member. A Junior member may have a support person.
- 9.2 An Ordinary Member, a Family Member, and a Junior Member have the rights and responsibilities as set out in these Rules.
- 9.3 A bona fide family living at the same address may be eligible for Family Membership. This will be three or more members and can include up to two adults and any number of juniors.
- 9.4 A Life Member is a person who is acknowledged as a longstanding and distinguished member of the Club.
 - a) In considering the award of Life Membership an individual should have demonstrated significant, sustained, and high-quality service enhancing the reputation and future of the Club, leaving a noteworthy legacy. They must be a financial Ordinary Member of the Club and will be currently involved in Club activities and events including mentoring other members and sharing their knowledge and expertise.
 - b) A Life Member has all the rights and responsibilities of an Ordinary Member (including the right to vote), but does not have to pay fees, subscriptions, or levies.
 - c) A Life Member may be called upon to assist with special projects or for guidance and advice in areas of expertise.

10. Admission of Members

- 10.1 To become an Ordinary Member, a Family Member, or a Junior Member, a person (the Applicant) shall complete an application form provided by the Secretary.
- 10.2 The Committee shall have complete discretion when it decides whether to let the Applicant become an Ordinary Member, a Family Member, or a Junior Member. The Committee shall advise the Applicant of its decision, and that decision shall be final.
- 10.3 An Ordinary Member may become a Life Member only if:
 - a) The Committee recommends that the Club should appoint the Ordinary Member as a Life Member; or a nomination for appointment of an Ordinary Member as a Life Membership is submitted to the Committee for consideration; and
 - b) The Club passes a resolution at a Special General Meeting appointing the Ordinary Member as a Life Member by a two-thirds majority of those members present and voting. This meeting may be conducted by email, video-link, or phone conference call, any of which can be used as a means of avoiding the involvement of the nominee in the process.

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- 10.4 Any nomination for Life Membership must be in writing and signed by two current financial members of the club, who are unrelated to each other.
The nomination shall highlight the achievements and activities of the nominee and at a minimum must meet the criteria outlined above.
- 10.5 The presentation of the Life Membership Award may take place at any Club meeting.

11. The Register of Members

- 11.1 The Secretary shall keep a register of all members (the Register), which shall contain the names, email addresses and telephone numbers of each person, and the dates at which they became members.
- 11.2 If a member's email address or telephone number changes, that member shall give the new email address or telephone number to the Secretary.
- 11.3 Each member shall provide such other details as the Committee requires.

12. Cessation of Membership

- 12.1 Any member may resign by giving notice to the Secretary.
- 12.2 A member may have his or her membership terminated in the following way:
- a) If, for any reason whatsoever, the committee is of the view that a member is breaching the Rules or acting in a manner inconsistent with the purposes of the Club, the committee may give written notice of this to the member (the Committee's Notice). The Committee's Notice shall:
 - i) Explain how the member is breaching the Rules or acting in a manner inconsistent with the purposes of the Club.
 - ii) State what the member must do in order to remedy the situation; or state that the member shall write to the Committee giving reasons why the Committee should not terminate the member's membership.
 - iii) State that if, within 14 days of the member receiving the Committee's Notice, the Committee is not satisfied, the Committee may in its absolute discretion immediately terminate the member's membership.
 - iv) State that if the Committee terminates the member's membership, the member may appeal to the Club.
 - b) After 14 days of the member receiving the Committee's Notice, the Committee may in its absolute discretion by majority vote terminate the member's membership by giving the member written notice (Termination Notice), which takes immediate effect. The Termination Notice shall state that the member may appeal to the Club at the next meeting by giving written notice to the Secretary (Member's Notice) within 14 days of the member's receipt of the Termination Notice.
 - c) If the member gives the Member's Notice to the Secretary, the member will have the right to be fairly heard at the next Club meeting. If the member chooses, the member may provide the Secretary with a written explanation of the events as the member sees them (the Member's Explanation), and the member may require the Secretary to give the Member's Explanation to every other member. If the member is not satisfied that the other Club members have had enough time to consider the Member's Explanation, the member may defer his or her right to be heard until the following Club meeting.
 - d) When the member is heard at a Club meeting, the Club may question the member and the Committee members.
 - e) The Club shall then by majority vote decide whether to let the termination stand, or whether to reinstate the member. The Club's decision will be final.

13. Re-admission of former Members

13.1 Any former member who has resigned may apply for re-admission in the same way as a new applicant. However, if the former member's membership was terminated by the Committee or the Club, the Applicant shall not be readmitted without the approval of the Committee by majority vote.

14. Obligations of Members:

All Ordinary, Junior, Family, and Life Members shall promote the purposes of the Club and shall do nothing to bring the Club into disrepute.

MONEY AND OTHER ASSETS OF THE SOCIETY

15. Use of Money and Other Assets

15.1 The Club may only use money and other assets if:

- a) It is for a purpose of the Club.
- b) It is not for the sole personal or individual benefit of any member; and
- c) That use has been approved by either the Committee or by majority vote of the Club.

16. Joining Fees, Subscriptions and Levies

16.1 The Club shall decide by majority vote at a Club Annual General Meeting:

- a) What the fees (subscription) shall be for an Ordinary, a Family, and a Junior Member in order to stay a member and how often this is to be paid.

PSNZ members may pay the relevant fee, less the PSNZ affiliation fee.

16.2 Annual membership subscriptions shall be paid by 01 February or upon joining.

16.3 If any member does not pay a subscription by the date set by the Committee or the Club, that member shall have a further period of seven days to pay the subscription or levy.

After the seven day period, the member shall (without being released from the obligation of payment) have no membership rights and shall not be entitled to participate in any Club activity until all the arrears are paid, and the member's membership shall be suspended until all arrears are paid in full.

17. Additional Powers

17.1 The Club may:

- a) Invest any funds in a manner that a prudent person might exercise.

18. Financial Year

The financial year of the Club begins on 01 October of every year and ends on 30 September of the following year.

19. Payments

19.1 Any payment made by the Club shall be by electronic transaction.

All payments due shall be collated by the Treasurer, approved by the committee, and recorded in the monthly financial report.

19.2 The Treasurer, the President and one other committee member (preferably the Secretary) shall be registered with the bank and have access to Internet Banking.

19.3 All electronic payments made from the Club's bank accounts, shall be electronically authorised by the Treasurer and one other of the two registered as above.

19.4 Both of the electronic authorisers of a Club payment are expected to view the relevant documentation and confirm that the goods or services have been received by the club, and that the payee's bank account details are correctly loaded into the banking system.

20. Inspection of Accounts

At an Annual General Meeting, the Committee shall present the accounts for the immediate past financial year. Once the accounts have been approved by members the Treasurer shall produce certified copies of the accounts to the Registrar of Incorporated Societies.

The members at an Annual General Meeting may or may not require the accounts to be

(a) reviewed by an independent person, and or (b) audited by a suitable person.

CONDUCT OF MEETINGS

21. Club Meetings

- 21.1 A Club meeting is either an Annual General Meeting, Special General Meeting, or a Club meeting (but not a committee meeting). Meetings can be face to face, or by email, video-link, or conference telephone calls.
- 21.2 The Annual General Meeting shall be held once every year in November. The Committee shall determine when and where the Club shall meet within those dates. Not less than twenty-one (21) days' notice of the time and location of such an intended meeting will be sent by email to each member.
- 21.3 Special General Meetings may be called by the Committee. The Committee shall call a Special General Meeting if the Secretary receives a written request signed by at least a quarter of the members.
- 21.4 The Secretary shall give all members at least 10 days' notice of the business to be conducted at any Club General or Special General Meeting.
- 21.5 All members may attend and vote at Club meetings.
- 21.6 No Club Annual General or Special General Meeting may be held unless at least half plus one of the members attend.
- 21.7 All Club meetings may be chaired by the President. If the President is absent the Club may elect another club member to chair that meeting. Any financial member of the club chairing a Club meeting has a casting vote.
- 21.8 The Committee may appoint an independent person to chair a Club meeting. This person would not need to be a member of the Club and would have no voting rights.
- 21.9 On any given motion at a Club meeting, the Chairperson shall in good faith determine whether to vote by:
 - a) Voices.
 - b) Show of hands; or
 - c) Secret ballot.However, if any member demands a secret ballot before a vote by voices or show of hands has begun, voting shall be by secret ballot.
If a secret ballot is held, the Chairperson, if they are a club member, will have a casting vote.
- 21.10 The business of an Annual General Meeting shall be to:
 - a) Consider the minutes of the previous meeting(s).
 - b) Adopt the President's Annual report on the business of the Club.
 - c) Review Treasurer's report on the finances of the Club, and the Statement of Accounts for the most recent financial year.
 - d) Elect Officers and Committee members.
 - e) Set membership fees for the next year (due 01 February).
 - f) Consider motions.
 - g) Attend to general business.
 - h) Hold a planning session for the following year's programme.

22. Motions at Club Meetings

- 22.1 Any member may request that a motion be voted on (Member's Motion) at a Club meeting, by giving written notice to the Secretary at least 28 days before that meeting. The member may also provide information in support of the motion (Member's Information). The Committee may in its absolute discretion decide whether the Club will vote on the motion. However, if the member's motion is signed by at least a quarter of all members:
- a) It shall be voted on at the Club meeting chosen by the member; and
 - b) The Secretary shall give the member's Information to all members at least 14 days before the Club meeting chosen by the member; or
If the Secretary fails to do this, the member has the right to raise the motion at the following Club meeting.
 - c) The Committee may also decide to put forward motions for the Club to vote on (Committee Motions).

23. Committee Meetings

- 23.1 The Committee will schedule to meet each month to conduct the business of the club. Meetings can be face to face, or by email, video-link, or conference telephone calls.
- 23.2 No Committee meeting may be held unless more than half of the Committee members attend. Where an email meeting is called the secretary will specify a time by which all replies should be received. Those committee members that reply within the timeframe will have their attendance recorded.
- 23.3 The President shall chair Committee meetings, or if the President is absent, the Vice President shall chair the Committee meeting. If the Vice President is also absent, the Committee shall elect a Committee member to chair that meeting.
- 23.4 Decisions of the Committee shall be by majority vote.
- 23.5 The Chairperson or person acting as Chairperson has a casting vote.
- 23.6 Only Committee members present at a Committee meeting may vote at that Committee meeting. In the case of a meeting conducted by video-link or phone conference, voting shall be by the members who are participating signifying individually their assent or dissent by voice.
- 23.7 In the case of a meeting transacted by email, voting shall be determined by the number of valid votes received by the Secretary by email within the time specified in the notice given for that meeting. Votes received after that time shall be invalid votes.
- 23.8 Subject to these Rules, the Committee may regulate its own practices.

SIGNING OF DOCUMENTS

24. Signing of Documents

A document shall be executed on behalf of the Club if the document is signed by any one of the Chairperson, Secretary, or Treasurer, and countersigned by one other member of the Committee.

COMMON SEAL

25. Control and Use of the Common Seal

The Club will have and provide a common seal. The common seal of the Club shall not be affixed to any document unless so authorised by a resolution of the committee but may then be affixed to any document requiring sealing, by any two members of the committee duly authorised to do so by resolution of the committee in the presence of the secretary of the Club. The common seal of the Club will be held by the secretary. The use of the Seal will be recorded in a Seal Register to be tabled at each Annual General Meeting of the Club, or upon request at any committee or special general meeting.

ALTERING THE RULES

26. Altering the Rules

- 26.1 The Club may alter or replace these Rules or decide to wind up at a Club Annual General or Special General Meeting by a resolution passed by a two-thirds majority of those members present and voting.
- 26.2 At least 10 days before the General Meeting at which any Rule change is to be considered the Secretary shall give to all members written notice of the proposed motion, the reasons for the proposal, and any recommendations the Committee has.
- 26.3 When a Rule change is approved by a General Meeting the Managing Committee shall submit it to the Registrar of Incorporated Societies, in the required form. No Rule change shall take effect until the Registrar of Incorporated Societies has accepted and duly registered the change.
- 26.4 No addition to or alteration of the purpose of the Club, personal benefit clause, or winding up clause, shall be made, which affect the non-profit body status. 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.

WINDING UP

27. Winding up

- 27.1 If the Club is wound up:
 - a) The Club's debts, costs and liabilities shall be paid.
 - b) Surplus money and other assets of the Club may be disposed of:
 - i) By resolution; or
 - ii) According to the provisions in the Incorporated Societies Act 1908; but
 - c) No distribution may be made to any member.
 - d) The surplus money and other assets shall be distributed to the Photographic Society of New Zealand Incorporated for that Society to use as it sees fit. If PSNZ ceases to exist the surpluses and other assets shall be given or transferred to any registered charitable organisation in New Zealand, with similar objects or purposes to those of the Club as may be determined in accordance with the Rules and any resolution to wind up passed by the members.

DEFINITIONS

28. Definitions

In these Rules:

Club	Taupo Camera Club Incorporated
Committee	The Committee of the Club
Committee Meeting	A meeting of the Committee.
Committee Member	Any member who is on the Committee.
Ordinary Member	An adult who is aged 18 years or over at time of joining the club.
Junior Member	A member who is aged under 18 years at time of joining the club or when their next subscription is due.
Family Membership	A family group of three or more people living at the same address. Must be a bona fide family group and can include up to two adults and any number of juniors (aged under 18 years).
Family Membership Fee	The fee will be one full ordinary (adult) membership fee plus the highest value full fee for the second member (may be a second adult or a junior). For subsequent juniors, the fee will be 10% standard junior membership fee.
Junior Membership Fee	The standard junior fee for member aged under 18 years will be set at 50% ordinary adult fee.
Support person for Junior	An adult may attend meetings solely to support a junior, and not take an active part in club competitions. There will be no membership fee for this adult.
Majority vote	A vote made by more than half of the members who are present at a meeting and who are entitled to vote and are voting at that meeting upon a resolution put to that meeting.
Money or Other Assets	Any real or personal property or any interest therein, owned or controlled to any extent by the Club.
Payment	Any transfer of legal tender by cash, electronic transfer, or any other means of paying legal tender.
Rules	These rules, being the rules of the Club.
Club Meeting	Any General Meeting, Annual General Meeting, or Special General Meeting, but not a Committee meeting. Meetings can be face to face, or by email, video-link, or conference telephone calls.
Use Money or Other Assets	To use, handle, invest, transfer, give, apply, expend, dispose of, or in any other way deal with, money or other assets.
Written Notice	Hand-written, printed, or electronic communication of words or a combination of these methods.
Tenure of Office	Elected Committee members will hold the position from the AGM at which they are elected, or from the time they are appointed during the year, until the next AGM.
