



**Rules of  
Commonwealth Youth New Zealand  
Incorporated**

November 2018

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# The Society

## Preamble

Commonwealth Youth New Zealand (CYNZ) provides opportunities for young people in New Zealand to become the next generation of global leaders. CYNZ empowers young people to realise their potential; act on issues they are passionate about; and unlock their natural leadership skills.

## 1.0 Name

- 1.1 The name of the Society shall be Commonwealth Youth New Zealand Incorporated ('Commonwealth Youth New Zealand' or 'CYNZ').
- 1.2 CYNZ is constituted by resolution dated 15 April 2014.

## 2.0 Registered Office

- 2.1 The Registered Office of CYNZ is located in Wellington as the Board will from time to time determine and give due notice to the Registrar of Incorporated Societies.

## 3.0 Purposes, Aims and Objectives of CYNZ

- 3.1 CYNZ's objects, which shall be pursued by CYNZ working as a non-sectarian and non-political organisation, shall be to promote within New Zealand and internationally the value and values of the Commonwealth for the benefit of the peoples and member states of the Commonwealth.
- 3.2 To further the key objective outlined in rule 3.1, CYNZ will endeavour to:
  - a) Organise and deliver an annual national Student Commonwealth Heads of Government Meeting;
  - b) Be a resource for Commonwealth activities and opportunities by promoting the participation in events beneficial to youth engagement with the Commonwealth;
  - c) Educate and promote the Commonwealth amongst young people in New Zealand and to engage with young people in New Zealand on Commonwealth matters;
  - d) Engage with the Commonwealth Secretariat in respect of the Commonwealth Youth Programme and Commonwealth Youth Council;

- e) Co-operate and liaise with civil society and other non-governmental and charitable organisations working in the Commonwealth;
- f) Engage with other national, regional and local Commonwealth youth bodies both within and outside the Royal Commonwealth Society;
- g) Provide opportunities for young New Zealanders to engage in meaningful diplomatic discourse;
- h) Promote and celebrate our shared Commonwealth history, culture, diversity, and the Commonwealth's foundation values;
- i) Be an open source for stakeholder consultations to ensure that the voices of New Zealand's youth are being represented; and
- j) Pursue any other related activities.

3.3 Pecuniary gain is not a purpose of CYNZ.

## **Governance and Management of CYNZ**

### **4.0 Board**

- 4.1 CYNZ shall have a Board, comprising no fewer than three and no more than six people. Up to two Members of the Board must either be financial members of, or have an affiliation with, the Royal Commonwealth Society.
- 4.2 Where there is a vacancy on the Board, nominations for Board members shall be called for at least 14 days before a Society Meeting. Candidates may nominate themselves and their nomination must be seconded in writing by another Member. Completed nominations must be delivered to the Secretary-Treasurer by 5.00pm on the fifth day before the Society Meeting. Voting commences on the day after the fifth day before the Society Meeting and closes at 12 noon on the day of the Society Meeting.
- 4.3 All retiring members of the Board shall be eligible for re-election. Only Members of CYNZ will be eligible for election as Board members.
- 4.3 Board members will be elected using a first-past-the-post (FPP) voting system at a Society Meeting or by Postal Vote or Electronic Vote.
- 4.4 The first-past-the-post voting system will only apply where there are more candidates than vacancies. In the event there are more candidates than vacancies, members with voting rights would be accorded the exact number of votes corresponding to the number of vacancies and be asked to allocate these votes to their preferred candidates. The candidates with the highest votes would be duly elected to the vacancy or vacancies.

- 4.5 The election cycle for five Board positions runs every three years, commencing 2014. The election cycle for the sixth Board position runs every three years, commencing 2015.
- 4.6 Once elected, each Board member will serve a term of three years unless:
- a) They resign by giving written notice to the Board; or
  - b) They are removed by Majority Vote of CYNZ at a Society Meeting.
- 4.7 If there are fewer than five Board Members, the remaining Board Members may appoint one or more temporary Board Members to a maximum of six. A temporary Board Member's term will expire on the day of the first Society Meeting following their appointment.
- 4.8 The Board Members will elect a Chair of the Board using a first-past-the-post (FPP) voting system. The Chair will be the primary point of contact for the Executive Committee.

## **5.0 Board Meetings**

- 5.1 Board meetings may be held via video or telephone conference, or other formats as the Board may decide.
- 5.2 The quorum for holding Board meetings shall be three members of the Board.
- 5.3 The Chair of the Board shall chair Board Meetings, or if the Chair is absent, the Board Members shall elect a Member to chair that meeting.
- 5.4 Decisions of the Board shall be by majority vote.
- 5.5 In the case of an equality of votes, the Chair or person acting as Chair has a second or casting vote.
- 5.6 Only Board Members present at a Board Meeting may vote at that Meeting.
- 5.7 Subject to these Rules, the Board may regulate its own practices.

## **6.0 Role of the Board**

- 6.1 The primary role of the Board of CYNZ is to provide mission-based leadership and strategic governance.

- 6.2 The Board appoints the Executive Director and the Executive Committee annually.
- 6.3 The Board will also:
- a) Provide guidance, mentoring and support to the Executive Committee.
  - b) Authorise the operational policies pertaining to the conduct of the Executive Committee.
  - c) Approve, as appropriate, recommendations from the Executive Committee relating to the conduct of business, goals and policies of the organisation.
  - d) Authorise formal documentation as appropriate or required.
  - e) Monitor the environment in which CYNZ operates.
  - f) Actively ensure the longevity of CYNZ as an organisation.
  - g) Provide a public face and representation as appropriate.
- 6.4 The Board will not be responsible for CYNZ's day-to-day operations and decision-making.

## **7.0 Executive Committee**

- 7.1 CYNZ shall have a managing Executive Committee ("the Executive Committee"), comprising the following persons:
- a) An Executive Director
  - b) A Secretary-Treasurer
  - c) Such other Members as the Board and Executive Committee shall decide.
- 7.2 Executive Committee Members will be appointed to their roles by the Board from time to time. If the position of any Executive Committee Member becomes vacant, the Board may appoint a replacement. Only Members of CYNZ may be Executive Committee Members, but a Board Member may not also serve as an Executive Committee Member.
- 7.3 Once appointed, Executive Committee Members will serve a term of one year unless:
- a) They resign by giving written notice to the Board;
  - b) They are removed by majority vote of CYNZ at a Society Meeting; or
  - c) The Board decides to terminate their appointment.
- 7.4 If any Executive Committee Member is absent from three consecutive meetings without leave of absence, the Executive Director may declare that person's position to be vacant.

## **8.0 Role of the Executive Committee**

- 8.1 Subject to the rules of CYNZ (“The Rules”), the role of the Executive Committee is to:
- a) Administer, manage, and control CYNZ;
  - b) Carry out the purposes of CYNZ, and Use Money or Other Assets to do that;
  - c) Manage CYNZ’s financial affairs, including approving the annual financial statements for presentation to the Members at the Annual General Meetings;
  - d) Set accounting policies in line with generally accepted accounting practice
  - e) Delegate responsibility and co-opt members where necessary
  - f) Ensure that all Members follow the Rules;
  - g) Decide how a person becomes a Member, and how a person stops being a Member;
  - h) Decide the times and dates for Meetings, and set the agenda for Meetings;
  - i) Decide the procedures for dealing with complaints;
  - j) Set Membership fees, including subscriptions and levies;
  - k) Make regulations.
  - l) Appoint a Patron.
- 8.2 The Executive Committee has all of the powers of CYNZ, unless the Executive Committee’s power is limited by these Rules, or by a majority decision of CYNZ.
- 8.3 All decisions of the Executive Committee shall be by a majority vote. In the event of an equal vote, the Executive Director shall have a casting vote, that is, a second vote.
- 8.4 Decisions of the Executive Committee bind CYNZ, unless the Executive Committee’s power is limited by these Rules or by a majority decision of CYNZ.

## **9.0 Roles of Executive Committee Members**

- 9.1 The Executive Director is responsible for:
- a) Ensuring that the Rules are followed;
  - b) Convening Meetings and establishing whether or not a quorum is present;
  - c) Chairing Meetings, deciding who may speak and when;
  - d) Overseeing the operation of CYNZ;
  - e) Providing a report on the operations of CYNZ at each Annual General Meeting;
  - f) Keeping the Board informed of CYNZ’s activities.
- 9.2 The Secretary-Treasurer is responsible for:
- a) Recording the minutes of Meetings;
  - b) Keeping the Register of Members;

- c) Holding CYNZ's records, documents and books;
  - d) Receiving and replying to correspondence as required by the Executive Committee;
  - e) Forwarding the annual financial statements for CYNZ to the Registrar of Incorporated Societies upon their approval by the Members at an Annual General Meeting;
  - f) Advising the Registrar of Incorporated Societies of any rule changes;
  - g) Providing a financial report at each Annual General Meeting;
  - h) Keeping proper accounting records of CYNZ's financial transactions to allow CYNZ's financial position to be readily ascertained;
  - i) Providing financial information to the Executive Committee as the Executive Committee requires or determines.
- 9.3 The position of Secretary-Treasurer may be known by a different title, such as Finance Officer or Administration Officer, by agreement with the Executive Director and the Board.
- 9.4 The Executive Director and the Secretary-Treasurer may assume additional responsibilities to those set out in the Rules, by agreement with the Board.
- 9.5 The Board may appoint a Deputy Executive Director to act as or for the Executive Director where the Executive Director is otherwise unable to perform their duties.
- 9.6 Executive Committee Members are responsible for:
- a) Attending and contributing to Executive Committee Meetings;
  - b) Advising the Executive Director if they are unable to attend an Executive Committee Meeting;
  - c) Adhering to CYNZ's Rules and all policies agreed by the Executive Committee;
  - d) Providing input on issues that arise between Executive Committee Meetings by email or other agreed methods of communication.
- 9.7 Executive Committee Members other than the Executive Director may be appointed by the Board, or appointed by the Executive Director with the agreement of the Board, to manage particular areas of work such as administration, communications, membership relations, policy, events and educational programmes, as appropriate.

## **10.0 Executive Committee Meetings**

- 10.1 Executive Committee meetings and sub-committee meetings may be held via video or telephone conference, or other formats as the Executive Committee may decide.

- 10.2 The quorum for holding Executive Committee meetings shall be one third of the members of the Executive Committee.
- 10.3 The Executive Director shall chair Executive Committee Meetings. If the Executive Director is absent, the Deputy Executive Director shall chair that Meeting. If the Deputy Executive Director is absent, the Executive Committee shall elect an Executive Committee Member to chair that Meeting.
- 10.4 Decisions of the Executive Committee and sub-committees shall be by majority vote.
- 10.5 The Executive Director or sub-committee chair, or person acting as Executive Director or sub-committee chair, has a casting vote, that is, a second vote.
- 10.6 Only Executive Committee Members present at an Executive Committee Meeting may vote at that Executive Committee Meeting.
- 10.7 Subject to these Rules, the Executive Committee and may regulate its own practices.

## **11.0 Patron**

- 11.1 The Executive Committee may appoint a Patron of CYNZ.
- 11.2 The Patron's initial term will be 3 years from the date of appointment.
- 11.3 The Patron's appointment may be renewed for one or more further terms of 1 to 3 years by agreement between the Executive Committee and the Patron.
- 11.4 The Executive Committee may terminate the Patron's appointment if the Patron engages in conduct that is inconsistent with the purposes, aims and objectives of CYNZ.

## **12.0 Honorary Advisors**

- 12.1 The Executive Committee may appoint Honorary Advisors to CYNZ.
- 12.2 An Honorary Advisor's role is to draw upon their networks, skills and experience to support CYNZ, for example by providing advice to members of the Executive Committee; assisting with the organisation of events; and/or facilitating CYNZ fundraising.
- 12.3 An Honorary Advisor will, by virtue of holding that position, be an honorary Member of CYNZ.

- 12.4 Honorary Advisors shall not receive remuneration for their work with CYNZ.
- 12.5 The maximum number of Honorary Advisors shall not exceed 8 at any one time.
- 12.6 An Honorary Advisor's initial term will be 3 years from the date of appointment.
- 12.7 An Honorary Advisor's appointment may be renewed for one or more further terms of 1 to 3 years by agreement between the Executive Committee and that Honorary Advisor.
- 12.8 The Executive Committee may terminate an Honorary Advisor's appointment if that Honorary Advisor engages in conduct that is inconsistent with the purposes, aims and objectives of CYNZ.

### **13.0 CYNZ Property**

- 13.1 If a person ceases to be a Board Member, that person must within one month give to the Board all CYNZ documents and property.
- 13.2 If a person ceases to be an Executive Committee Member, that person must within one month give to the Executive Committee all CYNZ documents and property.

## **CYNZ membership**

### **14.0 Types of Members**

- 14.1 Membership may comprise different classes of membership as decided and notified by CYNZ.
- 14.2 Every application for membership of CYNZ shall come before the Executive Committee for consideration and such application shall be accepted on a majority vote at an Executive Committee meeting. Each applicant shall be informed by electronic communication of the decision.
- 14.3 Members have the rights and responsibilities set out in these Rules.

### **15.0 Admission of Members**

- 15.1 To become a Member, a person ("the Applicant") must:
  - a) Complete an application form, if the Rules, or Executive Committee requires this; and

- b) Pay any fee the Executive Committee requires.
- 15.2 The Executive Committee may interview the Applicant when it considers Membership applications.
- 15.3 The Executive Committee shall have complete discretion when it decides whether or not to allow the Applicant become a Member. The Executive Committee shall advise the Applicant of its decision, and that decision shall be final.

## **16.0 The Register of Members**

- 16.1 The Secretary-Treasurer shall keep a register of Members (“the Register”), which shall contain the names and email addresses of all Members, and the dates at which they became Members.
- 16.2 If a Member’s contact details change, that Member shall give their new contact details to the Secretary-Treasurer.
- 16.3 Each Member shall provide such other details as the Executive Committee reasonably requires.
- 16.4 Members shall have reasonable access to the Register of Members.

## **17.0 Cessation of Membership**

- 17.1 Any Member may resign by giving written notice to the Secretary-Treasurer.
- 17.2 Membership terminated in the following way:
- a) If, for any reason whatsoever, the Executive Committee is of the view that a Member is breaching the Rules or acting in a manner inconsistent with the purposes of CYNZ, the Executive Committee may give written notice of this to the Member (“the Executive Committee’s Notice”). The Executive Committee’s Notice must:
    - i. Explain how the Member is breaching the Rules or acting in a manner inconsistent with the purposes of CYNZ;
    - ii. State what the Member must do in order to remedy the situation; or state that the Member must write to the Executive Committee giving reasons why the Executive Committee should not terminate the Member’s Membership.
    - iii. State that if, within 14 days of the Member receiving the Executive Committee’s Notice, the Executive Committee is not

satisfied, the Executive Committee may in its absolute discretion immediately terminate the Member's Membership.

- iv. State that if the Executive Committee terminates the Member's Membership, the Member may appeal to CYNZ.
- b) 14 days after the Member received the Executive Committee's Notice, the Executive 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 must state that the Member may appeal to CYNZ at the next Meeting by giving written notice to the Secretary-Treasurer ("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-Treasurer, the Member will have the right to be fairly heard at a Society Meeting held within the following 28 days. If the Member chooses, the Member may provide the Secretary-Treasurer with a written explanation of the events as the Member sees them ("the Member's Explanation"), and the Member may require the Secretary-Treasurer to give the Member's Explanation to every other Member within 7 days of the Secretary-Treasurer receiving the Member's Explanation. If the Member is not satisfied that the other Society Members have had sufficient time to consider the Member's Explanation, the Member may defer his or her right to be heard until the following Society Meeting.
- d) When the Member is heard at a Society Meeting, CYNZ may question the Member and the Executive Committee Members.
- e) CYNZ shall then by Majority Vote decide whether to let the termination stand, or whether to reinstate the Member. CYNZ's decision will be final.
- f) If a Member's membership is terminated in accordance with this rule, no refund of membership fees shall be given.

## **18.0 Obligations of Members**

- 18.1 All Members (and Executive Committee Members) shall promote the purposes of CYNZ and shall do nothing to bring CYNZ into disrepute.

## **Money and Other Assets of CYNZ**

### **19.0 Use of Money and Other Assets**

- 19.1 CYNZ may only Use Money and Other Assets if:
- a) It is for a purpose of CYNZ;
  - b) It is not for the sole personal or individual benefit of any Member; and

- c) That Use has been approved by either the Executive Committee or by majority vote of CYNZ.

## **20.0 Joining Fees, Subscriptions and Levies**

- 20.1 If any Member does not pay a subscription or levy by the date set by the Executive Committee or CYNZ, the Secretary-Treasurer will give written notice that, unless the arrears are paid by a nominated date, the Membership will be terminated. After that date, the Member shall (without being released from the obligation of payment of any sums due to CYNZ) have no Membership rights and shall not be entitled to participate in any Society activity.

## **21.0 Additional Powers**

- 21.1 CYNZ may:
- a) Employ people for the purposes of CYNZ;
  - b) Exercise any power a trustee might exercise;
  - c) Invest in any investment that a trustee might invest in.

## **22.0 Financial Year**

- 22.1 The financial year of CYNZ begins on 1 July of every year and ends on 30 June of the next year.

## **23.0 Assurance on the financial statements**

- 23.1 CYNZ shall appoint an accountant to review the annual financial statements of CYNZ ("the Reviewer"). The Reviewer shall conduct an examination with the objective of providing a report that nothing has come to the Reviewer's attention to cause the Reviewer to believe that the financial information is not presented in accordance with CYNZ's accounting policies. The Reviewer must be a suitably qualified person, preferably a member of the New Zealand Institute of Chartered Accountants, and must not be a member of the Board or Executive Committee, or an employee of CYNZ. If CYNZ appoints a Reviewer who is unable to act for some reason, the Executive Committee shall appoint another Reviewer as a replacement.

The Executive Committee is responsible to provide the Reviewer with:

- a) Access to all information of which the Executive Committee is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters
- b) Additional information that the reviewer may request from the Executive Committee for the purpose of the review; and

- c) Reasonable access to persons within CYNZ from whom the reviewer determines it necessary to obtain evidence.
- 23.2 CYNZ shall appoint an auditor to audit the financial statements of CYNZ every five years. The auditor shall report on whether the financial statements are prepared in all material respects in accordance with CYNZ's accounting policies. The auditor must be a suitably qualified person and preferably be a member of the New Zealand Institute of Chartered Accountants, and must not be a member of the Executive Committee, or an employee of CYNZ. If CYNZ appoints an auditor who is unable to act for some reason, the Executive Committee shall appoint another auditor as a replacement.

The Executive Committee is responsible to provide the auditor with:

- a) Access to all information of which the Executive Committee is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters
  - b) Additional information that the auditor may request from the Executive Committee for the purpose of the audit; and
  - c) Reasonable access to persons within CYNZ from whom the auditor determines it necessary to obtain evidence.
- 23.3 No review or audit of the annual financial statements is required unless a review or audit is requested by 5 per cent of the Members at any properly convened Society Meeting.

## **Conduct of CYNZ Meetings**

### **24.0 Society Meetings**

- 24.1 A Society Meeting is either an Annual General Meeting or a Special General Meeting.
- 24.2 The Annual General Meeting shall be held once every year no later than five months after CYNZ's balance date. The Executive Committee shall determine when and where CYNZ shall meet within those dates.
- 24.3 Special General Meetings may be called by the Executive Committee. The Executive Committee must call a Special General Meeting if the Secretary-Treasurer receives a written request signed by at least 10 of the Members.
- 24.4 The Secretary-Treasurer shall:
- a) Give all Members at least 14 days Written Notice of the business to be conducted at any Society Meeting

- b) Additionally, the Secretary-Treasurer will provide, appropriate:
  - i. A copy of the Executive Director's Report on CYNZ's operations and of the Annual Financial Statements as approved by the Executive Committee;
  - ii. A list of nominees for the Board and Executive Committee, and information about those nominees if it has been provided. (The Secretary-Treasurer must not provide Members with information exceeding one side of an A4 sheet of paper per nominee.)
  - iii. Notice of any motions and the Executive Committee's recommendations about those motions.
- c) If the Secretary-Treasurer has sent a notice to all Members in good faith, the Meeting and its business will not be invalidated simply because one or more Members do not receive the notice.

24.5 All Members may attend and vote at Society Meetings.

24.6 No Society Meeting may be held unless at least 10 eligible Members attend. (This will constitute a quorum.)

24.7 All Society Meetings shall be chaired by the Executive Director. If the Executive Director is absent, CYNZ shall elect another Executive Committee Member to Chair that meeting. Any person chairing a Society Meeting has a casting vote.

24.8 On any given motion at a Society Meeting, the Executive Director 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 must be by secret ballot. If a secret ballot is held, the Executive Director will have a casting, that is, second vote.

24.9 The business of an Annual General Meeting shall be:

- a) Receiving any minutes of the previous Society's Meeting(s);
- b) The Executive Director's report on the business of CYNZ;
- c) The Treasurer's report on the finances of CYNZ, and the Annual Financial Statements;
- d) Election of Board Members (every three years, or if a position is vacant);
- e) Appointment/reappointment of a Patron;
- f) Motions to be considered;
- g) General business.

24.10 The Executive Director or their nominee shall adjourn the meeting if necessary.

24.11 Adjourned Meetings: If within half an hour after the time appointed for a meeting a quorum is not present the meeting, if convened upon requisition of members, shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the Executive Director of CYNZ, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments. The Executive Director may with the consent of any Society Meeting adjourn the same from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

## **25.0 Motions at Society Meetings**

25.1 Any Member may request that a motion be voted on ("Member's Motion") at a particular Society Meeting, by giving written notice to the Secretary-Treasurer at least 5 days before that meeting. The Member may also provide information in support of the motion ("Member's Information"). The Executive Committee may in its absolute discretion decide whether or not CYNZ will vote on the motion. However, if the Member's Motion is signed by at least 10 of eligible Members:

- a) It must be voted on at the CYNZ Meeting chosen by the Member; and
- b) The Secretary-Treasurer must give the Member's Information to all Members at least 14 days before CYNZ Meeting chosen by the Member; or if the Secretary-Treasurer fails to do this, the Member has the right to raise the motion at the following Society Meeting.

25.2 The Executive Committee may also decide to put forward motions for CYNZ to vote on ("Executive Committee Motions") which shall be suitably notified.

## **Common seal**

### **26.0 Common seal**

26.1 The Executive Committee shall provide a common seal for CYNZ and may from time to time replace it with a new one.

26.2 The Secretary-Treasurer shall have custody of the common seal, which shall only be used by the authority of the Executive Committee. Every document to which the common seal is affixed shall be signed by the President and countersigned by the Secretary-Treasurer or a member of the Executive Committee.

## Altering the Rules

### 27.0 Altering the Rules

- 27.1 CYNZ may alter or replace these Rules at a Society Meeting by a resolution passed by a two-thirds majority of those Members present and voting.
- 27.2 Any proposed motion to amend or replace these Rules shall be signed by at least 10 eligible Members and given in writing to the Secretary-Treasurer at least 28 days before CYNZ Meeting at which the motion is to be considered, and accompanied by a written explanation of the reasons for the proposal.
- 27.3 At least 14 days before the General Meeting at which any Rule change is to be considered the Secretary-Treasurer shall give to all Members written notice of the proposed motion, the reasons for the proposal, and any recommendations the Executive Committee has.
- 27.4 When a Rule change is approved by a General Meeting no Rule change shall take effect until the Secretary-Treasurer has filed the changes with the Registrar of Incorporated Societies.

## Winding up

### 28.0 Winding up

- 28.1 If CYNZ is wound up:
- a) CYNZ's debts, costs and liabilities shall be paid; and
  - b) The surplus Money and Other Assets of CYNZ may be distributed to the Royal Commonwealth Society Wellington but  
If it is not possible to distribute the surplus Money and Other Assets to the Royal Commonwealth Society Wellington, then the Surplus Money and Other Assets of CYNZ may be disposed of:
    - i. By resolution; or
    - ii. According to the provisions in the Incorporated Societies Act 1908; but
  - c) In any case no distribution may be made to any Member.

## Definitions

### 29.0 Definitions and miscellaneous matters

29.1 In these Rules:

- a) "Majority vote" means a vote made by more than half of the Members who are present at a Meeting and who are entitled to vote and voting at that Meeting upon a resolution put to that Meeting.
- b) "Money or Other Assets" means any real or personal property or any interest therein, owned or controlled to any extent by CYNZ.
- c) "Society Meeting" means any Annual General Meeting, or any Special General Meeting, but not an Executive Committee or Board Meeting.
- d) "Use Money or Other Assets" means to use, handle, invest, transfer, give, apply, expend, dispose of, or in any other way deal with, Money or Other Assets.
- e) "Written Notice" means communication by post, electronic means (including email, and website posting), or advertisement in periodicals, or a combination of these methods.
- f) It is assumed that
  - i. Where a masculine is used, the feminine is included
  - ii. Where the singular is used, plural forms of the noun are also inferred
  - iii. Headings are a matter of reference and not a part of the Rules.
- g) Matters not covered in these Rules shall be decided upon by the Executive Committee.