

CONSTITUTION

RULES OF FEATHERSTON COMMUNITY CENTRE CHARITABLE TRUST

NAME

The name of the Trust shall be Featherston Community Centre Charitable Trust. The Registered Office shall be at 14 Wakefield Street, Featherston.

1. OBJECTS:

The objects of the Trust shall be:

- A. To provide a holistic service to all people in Featherston and the South Wairarapa district.
- B. To provide facilities to the community for meetings, activities, events and projects.
- C. To advise the community generally as to where and how they may seek professional, voluntary, welfare or state aid.
- D. To co-operate with all governing or controlling authorities (or associations of such bodies) and other organisations in all matters pertaining to the welfare of the community.
- E. To represent to the appropriate authorities, and to the public generally, the objects and work of the Trust.
- F. To publish through all media, information on or concerning the objects of the Trust
- G. To promote Bills, Acts of Parliament, Regulations and By-Laws in support or advancement of the objects of the Trust.

2. POWERS:

To enable the Trust to fulfil and carry out all or any of the foregoing objects, the Trust, in addition to all other powers which shall be conferred on it by law or by these rules, is hereby authorised and empowered to exercise all or any of the following rights and powers:-

- A. To produce, publish and distribute any newspapers, magazines, books, leaflets or any other form of media as approved by the Management Committee.
- A. To purchase, lease, hire or otherwise acquire and hold lands, buildings, real and/or personal property of any description or any interest in the same respectively.

- A. To erect, maintain and alter any building/s upon any land belonging to the Trust, and to provide or furnish the same with all proper and necessary fixtures, furniture, fittings, apparatus, appliances, conveniences and accommodation.
- A. To sell, improve, manage, develop, lease, mortgage, exchange, dispose of, turn to account or otherwise deal with all or any part of the property and rights for the time being of the Trust.
- A. To raise money by way of bonds, debentures, debenture stocks, bills of exchange, promissory notes, bank overdrafts, upon mortgage security or charge of the property of the Trust or otherwise as may be expedient.
- A. To receive any gift, legacy, or bequest of property real or personal whether subject to any special trust or not, but so that the Trust can decline or refuse to accept any gift or donation.
- A. To invest and deal with any monies of the Trust not immediately required for any of the objects mentioned prior in such a manner as the Trust may think fit.
- A. To manufacture, buy, sell, supply and deal in goods of all kinds calculated to further the objects of the Trust.
- A. To institute, conduct, defend or compromise any proceedings by or against the Trust or the officers, employees, or voluntary workers.
- A. To do all or any of the above as Principal Trustees, Agent or otherwise, and either alone or in conjunction with, or through, or by means of any other trust, corporate body or person.
- A. To further the objects of the Trust, provide freely or otherwise, training of Management Committee members or assistants in other activities carried out by the Trust.
- A. To employ any workers or to dismiss, suspend or re-employ such workers, and to pay them, in return for such services rendered to the Trust, wages or other facilities for the completion of their work.
- A. To do all such things as are incidental to such powers and which are conducive to the attainment of the objects of any of them.

3. MEETINGS:

This section outlines the rules the trust must follow when it holds Annual, Special or Ordinary meetings.

A. All meetings

- a) A quorum of five members of the Management Committee is required for all meetings.

b) the meeting shall decide whether voting shall be done by a show of hands or secret ballot. In the event of a secret ballot a voting paper shall be declared invalid if too many names or options are left on the paper.

c) The Chairperson of the Management Committee will have a deliberative vote and a casting vote if necessary.

d) Residents and members may (at their own request) have their dissent recorded.

B. Annual General Meeting (AGM)

a) Timing: The AGM will be held on a date and time fixed by the Management Committee but no later than six months after the end of the financial year of the trust.

b) Notice of AGM: A notice must be placed in a newspaper circulating in the South Wairarapa district 14 calendar days before the AGM. The notice must specify the time and place of the AGM and provide instructions to members of public who wish to view the agenda.

c) Business of the AGM: The AGM will:

a. Receive and confirm minutes of the previous Annual General Meeting (or other meeting),

b. Receive from the Management Committee (i) report/s (ii) balance sheet/s and statement/s of accounts for the preceding year; (iii) estimate/s of the operating costs for the current year,

c. Elect the Office bearers and Management Committee and also to appoint a suitably qualified person approved by the Management Committee to certify the Annual Accounts,

d. Consider motions of which due notice of 14 calendar days has been given,

e. Consider any general business.

d) Attending the AGM: The AGM will be open to the general public who will be welcome to attend.

e) Voting: The following are entitled to vote at the AGM:

a) Members of the Management Committee,

b) Residents of Featherston and the South Wairarapa district.

f) Proxy voting: No proxy voting is allowed at the AGM, members and residents must be present to cast their vote.

g) Majority voting: All motions and elections will be put to a majority vote with one exception. As specified in section 8 a two-thirds majority is required to pass motions making alterations to the Trust rules.

C. Special General Meeting (SGM)

a) Timing: The Secretary will call an SGM at the written request of the Chairperson of the Management Committee or at the written request of a majority of the Management Committee.

b) Notice of SGM: A notice must be placed in a newspaper circulating in the South Wairarapa district 14 calendar days before an SGM. The notice must specify the time and place of the SGM and provide instructions to members of public who wish to view the agenda.

c) Business of the SGM: The SGM will:

a). Only the business that the SGM has been called for will be dealt with.

d) Attending the SGM: The SGM will be open to the general public who will be welcome to attend.

e) Voting: The following are entitled to vote at an SGM:

a) Members of the Management Committee,

b) Residents of Featherston and the South Wairarapa district.

f) Proxy voting: No proxy voting is allowed at an SGM, members and residents must be present to cast their vote.

g) Majority voting: All motions will be put to a majority vote.

D. Ordinary General Meeting (OGM)

a) Timing: OGMs will be called as and when required as determined by the members of the Management Committee.

b) Notice of OGM: Fourteen calendar days before any OGM all members will be notified by any of the following methods:

a. By letter or Email addressed to each member.

a. By notice in any newspaper circulating in the area.

b. By verbal notice at the preceding meeting.

c) Business of the OGM: The OGM will:

a. Deal with any matters that require discussion as determined by the members.

- a. Attending the OGM: The OGM is only open to members of the Management Committee.
- a. Voting: Only members of the Management Committee may vote at an OGM.
- b. Proxy voting: Proxy voting is allowed at the OGMs. Voting instructions can be given to one of the attending members verbally or in writing. Majority voting: All motions will be put to a majority vote.

4. ADMINISTRATION:

Registered Office: The Registered Office of the Trust shall be situated at 14 Wakefield Street, Featherston. If the situation is changed, notification of such change will be sent to the Registrar of Incorporation.

5. OFFICERS:

- A. The Officers of the Trust shall consist of:
 - a. Chairperson
 - b. Secretary
 - c. Treasurer
- B. The Management Committee of the Trust will consist of:
 - a. The Officers
 - b. Sufficient members to bring the number up five but not more than seven persons.
- C. Election of Officers:
 - a. The Officers and Management Committee shall be elected at the first meeting of the Trust and thereafter at each Annual General Meeting.
 - b. Except for the office of the Chairperson of the Management Committee, any person may hold two offices.

CONTROL OF THE TRUST AFFAIRS:

A. Powers of the Management Committee: The Management Committee will have sole control of the affairs of the Trust subject to any resolutions passed at any special or general meeting of the Trust. The Chairperson of the Management Committee, or their delegate will speak for the Trust. The Management Committee will on behalf of the Trust be empowered, subject to any resolution of any general meeting of the Trust, to expend the monies belonging to the Trust and to bind the Trust in respect of any obligations monetary or otherwise. The Management Committee will have the power to employ staff members and fix the remuneration

and to appoint sub-committees to act independently of, but report directly to, the Management Committee.

B. Management Committee will remain in office until the election of the next committee.

C. Vacancies in Management Committee: The Management Committee will have the power to appoint any person to fill a vacancy. New members will be appointed by foiling the process:

. Expressions of interest are sought and responses are relayed to the Management Committee

a. If no initial objections, potential Candidates are invited to attend an Ordinary Meeting to introduce and familiarize themselves with the Management Committee and its operations

a. Before the next monthly meeting, a representative of the Management Committee will solicit feedback and the intentions of potential Candidates. This will be related back to the Management Committee.

a. At the next monthly meeting the Management Committee would discuss and vote on the acceptance of the Candidates

a. A representative of the Committee relates the decision to the Candidates.

D. Duties of the Management Committee: The Duties of the Management Committee are as follows:

a. The conduct the affairs of the Trust in a proper manner.

b. To keep proper books of accounts.

c. To keep proper records of the business of the Trust.

d. To notify members of intended meetings and the business to be transacted.

e. To prepare and submit to the Annual General Meeting, a statement of income and expenditure and balance sheet. These are subject to an annual review in accordance with the New Zealand Institute of Chartered Accountants review standard RG I to provide a moderate level of assurance that the financial statements provide a true and fair view of the organizations operations, cash flows and position for the year

COMMON SEAL:

A. The Trust will have a Common Seal which will be under the safe custody and control of the Secretary of the Management Committee. Whenever the common seal is required to be affixed to any deed, document, writing or any other instrument, the seal will be affixed in the presence of the Chairperson and the Secretary of the

Management Committee who will sign the document or instrument to which the seal is affixed.

B. The seal is not to be affixed until a resolution is passed by the Management Committee of the Trust at a general meeting.

ALTERATION OF RULES:

These rules may be added to, rescinded or otherwise amended by resolution passed by two thirds majority of those present at an Annual General Meeting or a Special General Meeting. The notice of the Annual General Meeting or Special General Meeting shall set forth the proposed alteration, addition, invalidation or other amendment.

FINANCES:

A. The financial year of the Trust will begin on the first day of April and end on the 31st day of March. A statement of income and expenditure and balance sheet will be presented at each annual general meeting and the accounts will be certified by a suitably qualified person approved by the Management Committee

B. The Management Committee will be responsible for the control and investments of funds.

C. Any funds not invested will be lodged in a bank account or accounts in the name of the Trust which will be operated as may be determined from time to time by the Management Committee.

D. The Trust's funds shall only be applied for purposes within New Zealand.

10. PROFIT ENTITLEMENT:

No member of the Trust will be entitled to any profit from the Trust or any distribution of any part of its' assets. The Trust will not be precluded from employing members of the Trust for professional or other rates normally charged for such work and members receiving payments for such services shall not be deemed to have contravened this rule. No person in receipt of any payment from the Trust will be entitled to vote on any resolution authorising such payment, whether at a Management Committee or general meeting of the Trust.

13. WINDING UP: The Trust may be wound up voluntarily if those attending an Annual General Meeting passes a resolution requiring the Trust to be wound up and the resolution is confirmed at a subsequent special meeting called together for that purpose and held not earlier than thirty days after the date on which the resolution to be confirmed was passed.

11. DISPOSAL OF SURPLUS ASSETS: In the event of the Trust being wound up the surplus assets after payment of the Trust's liabilities and the expenses of the winding up will not be paid to or distributed among members of the Trust, but will

be given or transferred to some other charitable organisation or body having objects similar to the objects of this Trust or for some other charitable purpose within New Zealand, as determined at the second special meeting called to confirm the resolution to wind up the Trust, or in default, by a Judge of the High Court of New Zealand.