

## The Constitution of the Wairarapa Herb Society Incorporated

1. The **NAME** of the society shall be The Wairarapa Herb Society Incorporated (hereafter referred to as “the Society”).
2. The **PURPOSE** of the Society is to promote knowledge and appreciation of herbs both among members of the Society and the general public.
3. The **OBJECTIVES** of the Society are to promote and share knowledge of herbs, their cultivation and safe use by:
  - a. holding regular meetings where members can gather to hear talks, have discussions and instructions on all aspects of herbs;
  - b. making herb cuttings, seeds and plants available to members;
  - c. holding open days and visiting places of herbal interest;
  - d. cooperating and consulting with other organisations whose objectives are consistent with those of the Society;
  - e. establishing and maintaining a library of herb books for Society members’ us;
  - f. ensuring members receive newsletters and information relating to the administration and organisation of the Society or other publications containing items of herbal interest.

### 4. MEMBERSHIP

- a. Any person may become a member of the Society on payment of the annual subscription.
- b. A member may resign from the Society by giving notice in writing to the Secretary.
- c. The Committee, following due process, may delete from membership (i) those whose subscriptions are in arrears, or (ii) any member who is not acting in the best interests of the Society.
- d. The Society, on recommendation of the committee and with subsequent approval of the Annual General Meeting may elect members as Life Members who will be accorded all rights of members without payment of a subscription. The number of Life Members shall not exceed six (6) at any one time.

### 5. ELECTION OF OFFICERS

- a. The Committee of no fewer than six (6) and not exceeding eight (8) members, including officers, is elected at the Annual General Meeting.
- b. Nominations of Committee members and officers may be proposed and seconded from the floor at the meeting or received in writing by the Secretary.

- c. An election shall be held if the number of nominations exceeds the number of vacancies
- d. If there are fewer nominations than the number of vacancies, the Committee has the discretion to co-opt a member to any vacancy.
- e. One person may be elected as both Secretary and Treasurer.

## **6. DUTIES OF OFFICERS**

- a. The President shall chair Committee meetings and has a casting vote.
- b. In the absence of the President, a member of the Committee shall be selected as deputy.
- c. The Secretary shall attend meetings of the Committee and undertake routine secretarial duties.
- d. The Treasurer shall receive all monies due to the Society and keep a correct record of all receipts and payments.
  - 1. The Society's account will be held at the Masterton Branch of the Westpac Bank.
  - 2. All payments or withdrawals must be authorised by two (2) designated signatories.
  - 3. The reviewed accounts of the Society for the financial year ending on the twenty-eighth day of February shall be tabled at the Annual General Meeting.
- e. The officers of the Society shall be elected for a term of one year.
- f. Any elected officer may serve for no more than three (3) consecutive years in any one post.

## **7. MANAGEMENT**

- a. The quorum at Committee meetings shall be half (50%) the number of the full Committee.
- b. The Committee shall appoint a Librarian whose duties are to keep records of any books borrowed by members and manage the library stock including purchase of new books as authorised by the Committee.
- c. The Committee shall appoint an Editor whose duties are to prepare and publish the Society's newsletter at least four (4) times per year.
- d. The Committee shall have the power to act on all matters except those requiring approval at the Annual General or a Special General meeting.
- e. All resignations from the Committee must be submitted in writing to the Secretary.
- f. If any member of the Committee is absent from two (2) consecutive meetings of the Committee without an apology, the Committee may declare a vacancy.
- g. The Committee has the discretion to fill any vacancy until the next Annual General Meeting.
- h. The Committee may appoint special sub-committees from among the members. The chairperson of any sub-committee shall be a member of the

Committee. The President shall be an ex officio member of all sub-committees.

## **8. MEETINGS**

- a. A minimum of ten (10) General Meetings shall be held each year.
- b. An attendance register is to be kept at General Meetings.
- c. Special General Meetings may be called by the Committee or on written request to the Secretary signed by a minimum of six (6) members.
- d. The Annual General Meeting shall be held within six (6) months of the balance date.
- e. Seven (7) days' notice of a Special General Meeting or an Annual General Meeting must be communicated to members. Failure of any member to receive such notice shall not invalidate the business of the meeting.
- f. Voting at a Special or Annual General meeting shall be on the basis of one vote per each member attending. Absentee votes are not accepted.
- g. Minutes must be kept of all Committee, Special General and Annual General meetings.

## **9. SUBSCRIPTIONS**

- a. Subscriptions will be determined by the Committee and approved by the Annual General Meeting.
- b. A maximum of two (2) family members may share a joint subscription.
- c. If a member is a member of the Herb Federation of New Zealand, the subscription is reduced by \$5.

## **10. FINANCIAL MANAGEMENT**

- a. The Committee may invest surplus funds on term deposit with a financial institution with a minimum credit rating from a respectable rating agency of Fitch BB + or equivalent to.
- b. A Special General Meeting is required to approve any financial borrowings.
- c. The Committee may apply for grants or accept donations in the name of the Society.
- d. The Committee may approve the contribution of resources, including financial, to other organisations to further the purpose and objectives of the Society.

## **11. ALTERATION OF THE CONSTITUTION**

- a. Any changes to the constitution require a two-thirds majority of members present at an Annual General Meeting or Special General Meeting called for that purpose.
- b. Members must receive seven (7) days' notice of intention to change the constitution.

- c. Such notice shall include the reason for proposed change(s).
- d. A copy of the amended constitution shall be submitted to Charities Services.

## **12. WINDING UP**

- a. The Society may go into recess and freeze funds for a period of no longer than twelve (12) months.
- b. A motion to dissolve the Society must be approved by a majority of members present at a Special General Meeting.
- c. Such dissolution shall take effect from the time of such resolution.
- d. Members must receive 30 days' notice of the Special General Meeting to be held for the purpose of dissolving the Society.
- e. Upon dissolution the surplus assets of the Society, after payment of any liabilities and expenses, shall be applied to such charity or charities in such shares and proportions as resolved at the Special General Meeting.

13. The **REGISTERED OFFICE** of the Society is situated at The Old Courthouse, Holloway Street, Carterton.