

UNDER THE INCORPORATED SOCIETIES ACT, 1908

THE RULES OF

**THE NEW ZEALAND ASSOCIATION
OF REGISTERED BEAUTY PROFESSIONALS INCORPORATED**

1. THE Society shall be called "THE NEW ZEALAND ASSOCIATION OF REGISTERED BEAUTY PROFESSIONALS INCORPORATED" (hereafter referred to as "the Society").
2. IN this document, unless the context otherwise requires, the words below will have the following meanings:

WORDS

MEANINGS

The Act

The Incorporated Societies Act 1908

The Society

The above-named Society

The Committee

The Executive Committee for the time being of the Society

The Manager

The person for the time being appointed to perform the duties of Manager

The Office

The Registered Office of the Society

The Seal

The Common Seal of the Society

Month

Calendar Month

In writing

Written printed typed cyclostyled or lithographed or partly another or other modes of representing words in a visible form

Beauty Service Industry

Any person or company that provides beauty related services, products or equipment to the public or to the industry

- 2.2 Words importing the singular only include the plural and vice versa.
- 2.3 Words importing one gender include all genders.
- 2.4 Words importing persons shall not include Corporations.
- 2.5 Except as specified above, words or expressions used in the Rules that are defined in the Act shall have the meaning given by the Act.

3.0 Objectives

3.1 The objectives for which the Society is established are:

- (a) To provide a central organisation for Beauty Service Industry Members, hereafter referred to as BSI members.
- (b) To endorse the establishment of national/international recognized standards of training and qualifications.
- (c) To act as liaison between BSI Members in New Zealand and throughout the world.
- (d) To award diplomas or certificates denoting competence and proved skill in the general field of Beauty Services and to assist any other person or organisation in doing any of the above.
Also to provide lectures, seminars and public conventions which will advance the Beauty Services Industry in a professional or technical way or otherwise.
- (e) To carry on any other activities which may seem to the Society capable of being conveniently carried on in connection with the above for the purposes of improving the status or efficiency of BSI Members.
- (f) To compile and maintain a Register of BSI Members who are members of the Society and such other Registers as the Society may think fit.
- (g) To nominate area representatives for the Society throughout New Zealand.
- (h) To consider, support and promote improvements in the law relating to professionals and generally to watch over and protect the interests of members of the Society.
- (i) To supply necessary information to members to enable them to enlarge their knowledge and improve their professional qualifications.
- (j) To foster co-operation between all BSI Members in the related Health and Beauty industries.
- (k) To hold, purchase, take on lease, acquire by gift devise, bequeath or otherwise any property real or personal in the name of the Society which may be deemed expedient for the purposes of the Society and to sell, exchange, mortgage, pledge, lease, hire out or otherwise dispose of and to grant any option over any property of the Society and to erect, repair and maintain any building on any land acquired as aforesaid with power to demolish wholly or partly or alter any such buildings or to rebuild the same.
- (l) To construct maintain and alter any buildings or works necessary or fitted for the work of the Society.
- (m) To undertake and execute any trusts which may lawfully be undertaken by the Society and may be calculated to further its objectives.
- (n) To invest, control and dispose of the monies of the Society, not immediately required for its purposes, and the property of the Society, or any part thereof, as may be considered by the Society expedient for, or in the interest, of the Society.
- (o) To apply for, promote and obtain any Act of Parliament, charter, privilege, concession, licence or authorisation of any government, state or municipality, provisional order or licence of the Department of Health or other authority for enabling the Society to carry any of the powers of the Society or for effecting any modification of the constitution of the Society or for any other purposes which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the interest of the Society.
- (p) To procure the Society to be registered or recognised in any part of the world outside New Zealand.
- (q) To do all or any of the above things in any part of the world either as principals, agents, trustees or otherwise and either alone or in conjunction with others and either by, or through, agents, subcontractors, trustees or otherwise.
- (r) To do all such things as are incidental or may be thought conducive to the attainment of the above objectives or any of them.
- (s) To exercise all the powers conferred upon the Society by the Incorporated Societies Act, 1908.

3.2 The objectives specified in the preceding paragraphs of this clause shall not, except where otherwise expressed in such paragraphs, be limited in reference to any other paragraph or in reference to the name of the Society but may be carried out in as full and ample a manner and shall be construed in as wide a sense as if each paragraph defined the objects of a separate distinct and independent Incorporated Society.

3.3 None of the objects of the Society in Clause 3.1 above shall enable the Society to support with its funds any objectives or endeavour to impose on or procure to be observed by its members or others any regulation restriction or condition which would make the Society a trade union.

4.0 Disposition of Funds

4.1 The income and property of the Society, however derived, shall be applied solely towards the promotion of the objects of the Society, as set forth in these Rules, and no portion shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise to the profit of any members of the Society except as provided in Articles 4.2 and 4.3.

4.2 Payment may be made, in good faith, of reasonable and proper remuneration to any officer or servant of the Society or to any member of the Society in return for any services actually rendered to the Society. Payment of interest may be made, at a rate to be determined, annually on money lent or reasonable and proper rent for premises demised or let by any member of the Society or articles lent hired or sold by any member of the Society.

4.3 The President shall be rewarded appropriately, as determined by the discretion of the Committee following each year of service in such office, for her services to the Committee and the Society. This amount shall be awarded immediately following the President's Report at the Annual General Meeting.

5.0 Registered Office

The Registered Office of the Society shall be situated at such a place in New Zealand as shall be determined from time to time.

6.0 Members Rights and Ethics

The rights and privileges of members shall not be transferable or transmissible. The Rules, Regulations and Ethics of the Society in force from time to time shall be observed by all members.

7.0 Membership

7.1 The members of the Society shall be:

- (a) any person or company in the beauty service industry that is granted membership by the Committee;
- (b) honorary life members elected in accordance with Rule 12

7.2 Members shall receive the entitlements listed below:

- (a) The right to vote
- (b) Use of the Society logo
- (c) Use of the Society name for marketing purposes
- (d) An annual membership certificate

7.3 For the avoidance of doubt, a person who ceases to be a member is not entitled to use the Society's logo or any variation of it or use the post-nominal letters of the Society.

8.0 Applications

8.1 Every applicant for membership must deliver to the Manager, a signed application form, as prescribed by the Committee, by which the applicant shall undertake to be bound by these Rules and by the Code of Practice and the Code of Ethics adopted by the Society from time to time. The applicant must provide any information concerning the application as may be required by the Committee.

8.2 Applications shall be proposed and seconded by two members of the Committee.

8.3 The application for membership shall be considered at the next meeting of the Committee after it is received but may be postponed for further enquiry or consideration. The decision of a majority of the Committee, present at the meeting at which the applicant's name is submitted for election, shall be conclusive.

8.4 The Manager shall notify the applicant of their election to membership and forward a request for payment of the first annual subscription and joining fee. Upon payment of this fee, an elected applicant shall become a member of the Society, unless, if payment is not made within one month of the date of election, the Committee may, at its discretion, cancel such election.

8.5 Membership shall be granted at the discretion of the Committee and the Committee shall not be required to provide reasons for any refusal to accept any application for membership.

9.0 Fees

- 9.1** The fees and subscriptions payable by members shall be determined from time to time by the committee.
- 9.2** A joining fee (as set by the committee) will be payable together with the first subscription fee.

10.0 Termination of membership

- 10.1** A member shall cease to be a member of the Society if she:
- (a) Sends to the Society not less than four (4) weeks written notice of resignation.
 - (b) Is expelled by a resolution passed in manner provided in Clause 10.3 of these Rules.
 - (c) Is convicted of any offence under the laws of New Zealand or is finally declared by a Court of competent jurisdiction to have committed fraud.
 - (d) Has been guilty of any act or default discreditable to the Society in the sole discretion of a majority of members in general meeting.
 - (e) Willfully commits any breach of any Rule or Regulation currently in force in New Zealand, or elsewhere, which the Society at an extraordinary general meeting may from time to time decide shall apply to members of the Society.
 - (f) Fails to pay any annual subscription or other sum payable by her to the Society within three (3) months after the same became due.
- 10.2** Re-admittance as a member will require re-application for membership and will be subject to a rejoining fee after an absence of 24 months.
- 10.3** Any member of the Society may be suspended or expelled from the Society at an extraordinary general meeting of the Society under the following conditions:
- (a) the resolution must be passed by not less than two-thirds of the members voting whether in person or by proxy and the decision shall be final and binding on the member.
 - (b) Any member so proposed to be suspended or expelled is entitled to make any representations which she may desire at an extraordinary general meeting of the Society before the resolution expelling her is passed.
 - (c) No reasons for such decisions shall be given.
 - (d) A member who has been suspended or expelled from the Society is not entitled to have her subscription for the current year or any other sum or sums paid by her refunded to her.
 - (e) Any member suspended or expelled from the Society in accordance with the foregoing provisions shall forfeit all such rights to or claims upon the Society or its property or funds as such members otherwise would have had by reason of membership provided that the Society may at any time revoke or modify any such suspension in manner aforesaid subject to such terms and conditions as the Society may think fit.

11.0 GENERAL MEETINGS

Annual Meetings

- 11.1** An annual general meeting of the Society shall be held once, after March 31st in every calendar year, in addition to any other meetings in each year and shall specify the Meeting as such in the notices calling it.
- 11.2** The Annual General Meeting shall be held at such a time and place as the Committee shall appoint. The Annual General Meeting shall be held:
- (a) To receive a report from the Committee and an Income Account and Statement of Financial Position for the previous financial year prepared by the Accountant.
 - (b) To elect a committee for the following year.
 - (c) To elect a president and vice-president.
 - (d) To decide on any resolutions submitted to the meeting as provided for in these Rules.

11.3 Special Meetings

- (a) All general meetings other than annual general meetings shall be called extraordinary general meetings.
- (b) The Committee may whenever it thinks fit convene an extraordinary general meeting and extraordinary meetings can also be convened on the requisition of not less than one half of the members entitled to vote.

11.4 Notice of Meetings

- (a) Written notice of holding of an annual general meeting must be given not less than fourteen days before the meeting.
- (b) For a general meeting of the Society, for the purpose of passing a Special Resolution, a minimum of seven days notice is required.

- (c) The notice shall be exclusive of the day on which it is served, or deemed to be served and of the day for which it is given.
- (d) The notice must specify the place, the day and the hour of meeting and, in cases of special business, the general nature of that business.
- (e) The notice shall be served as set out in these Rules.
- (f) The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.
- (g) Whenever a meeting is adjourned for more than twenty days, notice of the adjourned meeting must be given in the same manner as of the original meeting.

11.5 Proceedings at General Meetings

All business shall be deemed special that is transacted at an Extraordinary General Meeting and all that is transacted at an Annual General Meeting shall be deemed special with the exception of the consideration of

- (i) the Income Account
- (ii) the Statement of Financial Position
- (iii) the Report of the Committee and Auditors (if any)
- (iv) the election of members of Committee and Officers in the place of those retiring and
- (v) the appointment and fixing of the remuneration of the Auditors (if any)

11.6 Quorum

- (a) No business may be transacted at any general meeting unless a quorum is present. Save otherwise provided in these Rules a quorum for a general meeting is present if 20 members of the Society are present.
- (b) If within half an hour from the time appointed for the holding of a general meeting a quorum is not present the Meeting, if convened on the requisition of voting members, shall be dissolved.
In any other case the meeting is adjourned to the same day in the week at the same time and place or at such other place as the Chairperson shall appoint and, if at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the members present, not being less than eight (8), shall be a quorum.

11.7 Chairperson

Save as otherwise provided in these Rules, the President of the Society or, in the absence of the President, the Vice-President, shall preside as chairperson at every general meeting. If neither of these persons is present or, if at any meeting neither of such persons is present within fifteen minutes after the time appointed for holding the meeting or, if either of such persons is unwilling to preside, the members present shall choose some member of the committee as chairperson. If no such member is present, or, if all the members of the committee decline to take the chair, the members present, may choose one of their number to be chairperson at the meeting.

11.8 Adjournment

The Chairperson may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn a meeting but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the original meeting. It is not necessary to give notice of the time, place and business of the adjourned meeting other than by announcement at the meeting which is adjourned.

11.9 Voting

- (a) At all general meetings, except as provided for in Article 11.9(c), voting shall be decided on a show of hands unless a poll is demanded.
- (b) A declaration by the Chairperson of the meeting that a resolution has been carried unanimously, or by a particular majority, or lost or not carried by a particular majority shall be conclusive and an entry to that effect in the Minute Book of the Society shall be conclusive evidence of that result.
- (c) At a meeting a poll may be demanded by the Chairperson or by at least three members, present before the result of the show of hands is declared.
- (d) If a poll is demanded it shall be taken at such time and place and in such manner as the Chairman of the meeting shall direct and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
- (e) No poll shall be demanded on the election of a chairman of the meeting or on any question of adjournment.
- (f) In case of an equality of votes whether on a show of hands or on a poll the Chairperson of the meeting shall be entitled to a further or casting vote.

- (g) The demand of a poll shall not prevent the continuance of the meeting for the transaction of any business other than the question on which a poll has been demanded.
- (h) A member is entitled to vote by ballot in lieu of attending and voting at such meeting and any such vote, provided it is on a valid ballot paper, is as valid and effective as a vote given by a member attending and voting at the meeting provided that no member shall be entitled to vote twice in respect of any such matter.
- (i) Ballot forms shall be posted or sent by the Manager to the registered addresses of members, not later than fourteen days before the date of any general meeting and the said ballot form must be returned by such members to the Secretary not later than seven days before the date of such general meeting.
- (j) The ballot returns shall be counted by the Manager and the Chairman or an appointed committee member and the result of any ballot shall be announced at the general meeting.

11.10 Votes of members

- (a) Each member shall be entitled to one vote.
- (b) All members, duly registered, who have paid all subscriptions and other sums (if any), due and payable to the Society in respect of her membership, are entitled to notice of, or to be present at a general meeting
- (c) Votes may be given on a poll either in person, by ballot or by proxy. A member appointed as proxy for another member shall have, additional to her/his own vote, one vote for each of those members for whom she/he stands as proxy.
- (d) The instrument appointing another member as proxy for a member shall be in writing under the hand of the appointing member.
- (e) The instrument appointing a proxy shall be deposited at the Registered Office of the Society or at such place within New Zealand as is specified in the Notice convening the Meeting not less than forty-eight (48) hours before the time appointed for holding the Meeting or adjourned meeting at which the member named in the instrument proposes to vote; otherwise the member so named shall not be entitled to vote. An instrument appointing a proxy shall specify the meeting at which, or at an adjournment of which, the proxy is authorised to attend and no instrument shall be valid save for the meeting in respect of which the appointment is made.
- (f) A vote given in accordance with the terms of an instrument of proxy shall be valid regardless of the previous death of the principal or the revocation of the proxy, unless notice in writing of the revocation is received at the Registered Office of the Society, or such other place appointed, one hour at least before the time fixed for holding the meeting.
- (g) An instrument appointing a proxy may be in any common form, or in some form approved by the Committee, and shall be deemed to confer authority to demand a poll. Proxies need not be witnessed.

12.0 Honorary Life Members

12.1 Any member of the Society may, by notice in writing to the Manager, nominate a person for election as an Honorary Life member and provide their reasons for such nomination. All nominations for Honorary Life membership must be made to the Committee at least three months prior to the annual general meeting of the Society. If the committee approves of any such nomination, it shall submit the same to the annual general meeting where the members may, by a majority vote, elect any such nominee as an Honorary Life member of the Society upon such terms as those members determine.

13.0 Committee of the Society

13.1 The business of the Society will be managed by committee.

13.2 Specific Powers The Committee may:

- (a) pay all such expenses of the Society in regard to the promotion, formation, establishment and registration of the Society as they think fit.
- (b) exercise all such powers of the Society and do, on behalf of the Society, all such acts as may be exercised and done by the Society in general meeting subject to any provisions in these Rules or as may be prescribed by the Society in general meeting
- (c) from time to time make, modify or abrogate such by-laws or Code of Practice and Code of Ethics as, in their discretion, they deem necessary, expedient or convenient for the conduct and management of the Society and the general activities of the

Society. All by-laws and any Code of Practice and Code of Ethics, or any modification of such must be notified to members.

(d) delegate the day to day management of the Society to the Manager

13.3 No regulation made by the Society in general meeting shall invalidate a prior act of the Committee which would have been valid if such rule had not been made.

14.0 Committee Members

14.1 The Committee shall consist of the President and Vice-President and not more than twelve(12) nor less than six (6) members, each of whom shall be elected as provided in Article 15.

14.2 The Society may from time to time in general meeting increase or reduce the number of members of the Committee and determine in what rotation such increased or reduced number shall go out of office, and may make any appointment necessary for effecting any such increase.

14.3 Notwithstanding article 15 the Committee may at any time appoint any Member, either to fill a casual vacancy or by way of addition to the Committee, provided that the prescribed maximum is not exceeded. At no time may the number of members appointed pursuant to this article 14.3, exceed the number of elected members appointed pursuant to article 15.

14.4 The current members of the Committee may act regardless of any vacancy in their body; except that in the case of the number of Committee members being less than the minimum number, as prescribed by article 14.1, they may only act as the Committee for the purpose of filling up vacancies in their body or of summoning a general meeting but not for any other purpose.

14.5 All Committee members must represent their own individual views and not those of a training institution or business organisation.

14.6 Upon written request, an Executive Committee member may request a Leave of Absence for a period of up to 90 days. During this leave period the member will not receive NZARBP correspondence or be eligible to contribute to the management of the NZARBP. At the conclusion of the leave the member will return to their relative position on the Executive Committee.

14.7 All intellectual outputs developed in one's capacity as an Executive Committee member or Area Representative belong to the New Zealand Association of Registered Beauty Professionals.

15.0 Appointment of Committee Members

15.1 The members on the Committee shall be elected by a majority of the Society (as provided by clause 11.10).

15.2 At any meeting at which an election of Committee members is to take place, retiring members who do not wish to retire and whose places are not filled by new appointments may be deemed to have been re-elected unless, it is decided at such meeting to reduce the number of members of the Committee.

15.3 A retiring member of the Committee shall retain her office until the dissolution or adjournment of the meeting at which her successor is elected or until it is determined not to fill her place.

15.4 Members of the Committee, not retiring from office, may stand for re-election again without being nominated.

15.5 The Committee may recommend a member for election. Otherwise nominations for members of Committee must be given in writing to the Manager at least 28 days before the date of the General Meeting. The nomination must include a notice signed by the person showing her willingness to be elected. If sufficient members are not nominated before the General Meeting nominations may be taken from the floor at the meeting.

16.0 Disqualification of Members of the Committee

16.1 As except provided elsewhere in these Rules the Office of a member of the Committee shall be vacated:

- (a) If she is declared bankrupt or she makes any arrangements or compositions with her creditors.
- (b) If she is found insane or becomes of unsound mind.
- (c) If by notice in writing to the Society she resigns her office giving reasonable notice as decided by the Committee.
- (d) If without reasonable cause, as decided by the Committee, she shall absent herself from two consecutive meetings of the Committee.

- (e) If she ceases to hold office by virtue of any provision of the Act for the time being in force in New Zealand.
- (f) If she be removed from office by resolution passed by not less than two-thirds of the members of the Society whether voting in person or by proxy at an extraordinary general meeting of the Society called expressly for this purpose.

16.2 The Society may, by resolution passed by not less than two-thirds of the members of the Society, whether voting in person or by proxy, at an extraordinary general meeting, remove any member of the Committee before the expiration of her period of office and may in manner aforesaid appoint another person in her place; but any person so appointed shall remain in office only as long as the member whom she is replacing would have remained if she had not been removed.

17.0 Proceedings of the Committee

17.1 Number of meetings

The Committee shall meet a minimum of six (6) times every year and at any other time the President shall deem necessary.

17.2 Chairperson

- (a) The President of the Society or, in the absence of the President, the Vice-President shall preside as the Chairperson at every meeting of the Committee, except as otherwise provided in these rules.
- (b) If there be neither of such persons present or, if at any meeting neither of such persons is present within fifteen minutes after the time appointed for the meeting, or neither willing to preside, the members of the Committee may choose one of their number to be chairperson of the meeting.

17.3 Quorum and Voting

The Committee may meet together for the business of the Society, adjourn and otherwise regulate their meetings as they think fit and determine the quorum necessary for the transaction of business. Unless otherwise determined five (5) shall be a quorum. Questions arising at any meeting shall be decided by a show of hands when every member present shall have one vote only. In case of an equality of votes the Chairperson shall have a second or casting vote.

Methods of Holding meetings

17.4 A member of the Committee may, and on the request of a member of the Committee the Manager shall, at any time summon a meeting of the Committee by notice served upon all the members of the Committee. A member of the Committee who is absent from New Zealand shall not be entitled to notice of meeting.

17.5 A meeting of the Committee at which a quorum is present shall be competent to exercise all the authorities, powers and discretions for the time being vested in the Committee generally.

17.6 The Committee may delegate any of their powers to sub-committees consisting of such member or members of the Committee as they think fit and any sub-committee so formed shall in execution of the powers so delegated conform to any regulation imposed on it by the Committee. The meetings and proceedings of any such sub-committee shall be governed by these Rules as for regulating its meetings and proceedings.

17.7 All acts bona fide done by any meeting of the Committee, or of any sub-committee of the Committee, or by any person acting as a member of the Committee, will be valid even if it is afterwards discovered that there was some defect in the appointment of any member or they were disqualified from being a member of the Committee.

17.8 A resolution in writing signed by all the members of the Committee or of any sub-committee of the Committee for the time being in New Zealand shall be as valid and effectual as if it had been passed at a meeting of the Committee or of such sub-committee duly convened and constituted.

17.9 Minutes

The Committee must ensure that proper minutes are kept of all proceedings at meetings of the Committee, or of meetings of sub-committees of the Committee, and once any such minutes of any meetings are certified correct by the Chairperson at the next succeeding meeting shall be sufficient evidence, without any further proof, of the proceedings.

18.0 Borrowing Powers

Except as provided elsewhere in these rules the Committee may exercise all the powers of the Society to borrow money and to mortgage or charge its undertaking and property or any part thereof and to issue debentures, debenture stock and other securities whether outright or as security for any debt, liability or obligation of the Society or of any third party provided that the exercise of such powers shall in every such case be subject to the approval by a resolution of an extraordinary general meeting of the Society.

19.0 The Seal

The Seal shall not be affixed to any instrument except by the authority of a resolution of the Committee and in the presence of at least two members of the Committee or, of one member of the Committee and of the Manager, or such other person as the Committee may from time to time appoint for that purpose, and these appointed persons may sign every instrument to which the Seal shall be so affixed in their presence, and in favour of any purchaser or person bona fide dealing with the Society such signatures shall be conclusive evidence of the fact that the Seal has been properly affixed. The Seal shall be kept in such place as the Committee shall by resolution from time to time determine and until otherwise resolved shall be kept at the Registered Office of the Manager.

20.0 Manager/Secretary

20.1 The Manager of the Society shall be appointed under contract by the Committee from time to time on terms and conditions approved by the Committee

20.2 If the position of Manager is vacant or if the incumbent is for any reason unable to act the duties may be carried out by a Committee member appointed by the Committee for that period

20.3 The duties of the Manager shall include:

- a) The day to day management of the Society and
- b) Such other duties as are the responsibility of the Manager in these rules or in the employment contract

21.0 President and Vice-President

21.1 The Society shall at each annual general meeting appoint from among the members of the Society a president and a vice-president of the Society who shall be members of the Committee and shall be liable to retire by rotation under Article 15.3.

21.2 Any person nominated/appointed as President must be a current Executive Committee member with a minimum of 2 years in an active role immediately prior to their appointment. At any time, the President may be removed from such office by a special resolution of the Society at an extraordinary general meeting.

21.3 It shall be the duty of the President to represent the Society at all functions both national and international at which the Society is invited or entitled to be represented.

21.4 The President shall be responsible for voting on behalf of the Society at all such functions provided that if for any reason the President shall be unable to fulfill all or any of these duties the Society shall be represented in the absence of the President by the Vice-President or, in the absence of any such person, by a member of the Committee to be appointed from among their own number by the members of the Committee.

22.0 Accounts

22.1 The Manager shall in every year as soon as is practicable after the 31st day of March and before each annual general meeting cause to be prepared an Income Account and Statement of Financial Position of the Society for the financial year ended on the 31st day of March.

22.2 The end of year Income Account and Statement of Financial Position must be prepared by a registered Accountant. The Manager shall make such Income Account and Statement of Financial Position available to all members and once approved at the annual general meeting will then forward a copy to the Registrar of Incorporated Societies.

23.0 Investment of Society's Funds

Any credit balance or balances in the Society bank accounts not immediately required for the purpose or objects of the Society may be invested by the Committee in any manner in which trust funds may be invested.

24.0 Banking of Funds

All funds paid to the Society shall be paid to the Manager or, in her absence the President or Vice-President of the Society, to such bank or account to the credit of the Society as the Committee shall from time to time direct. Drawing upon any bank account of the Society shall be effected from time to time as the Committee shall determine but in no case shall drawings be effected without the signatures of at least one member of the Committee appointed for the purpose by the Committee and the Manager.

25.0 Alteration of Rules

The Rules of the Society may be rescinded, cancelled, altered or added to and new Rules may be substituted for any old Rules in the following manner:

- (a) A notice specifying the proposed rescission, cancellation, alteration or addition or substitution shall be made available to all members of the Society by the Manager together with a ballot paper making provision thereon for the affirmation or otherwise of the proposed rescission cancellation alteration addition or substitution.
- (b) At least fourteen (14) days after the date of posting of notice with the ballot papers shall be allowed for the return of the ballot papers to the Manager.
- (c) The ballot papers shall be returned to the Manager signed by the voter and showing her affirmation or disapproval of the proposals. The voting papers shall be held in the custody or control of the Manager and shall be opened by her in the presence of at least two members of the Committee. A resolution approving the proposal shall be deemed to have been passed if a majority of the votes cast are in favour of the resolutions submitted.
- (d) A certificate under the hand of the President certifying that the proposals were agreed to or disapproved shall be sufficient evidence that any proposed alteration aforesaid was approved or not approved.

26.0 Notices and Addresses of Members

26.1 A notice may be served by the Society upon any member by sending it through the post in a prepaid letter addressed to the member at her registered address as appearing in the Register of Members. Every member must notify the Manager immediately she changes her registered address and at the same time give particulars of her new address.

26.2 No member, other than a registered member described in the Register by an address within New Zealand shall be entitled to receive any notice from the Society, except as provided in article 26.3.

26.3 Any member described in the Register by an address not within New Zealand who gives the Society an address within New Zealand, at which notices may be served, is entitled to have notices served upon her at that address.

26.4 Any notice, if served by post, shall be deemed to have been served on the second day following that on which the notice is posted and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post office as a prepaid letter.

27.0 Winding Up

If upon the winding up or dissolution of the Society there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall be distributed as an extraordinary general meeting of members of the Society shall direct except as provided in Article 4.1.