



Constitution of the Island Bay Residents Association Inc - October 2022

An Incorporated Society under “The Incorporated Societies Act 1908”

1. Name

The name of the Society shall be the Island Bay Residents Association Incorporated.

2. Interpretation

- a) The term “Group” shall mean the Island Bay Residents Association
- b) The term “Committee” shall mean the Governing Body of the Island Bay Residents Association
- c) The term “year” shall, where the context permits, mean “a period of twelve (12) calendar months commencing on the first day of April.”
- d) Any reference to Island Bay shall include the suburb of Southgate.
- e) The boundaries of Island Bay and Southgate shall be defined by the Wellington City Council records relating to suburb boundaries.
- f) Words importing the singular number shall also include the plural number and vice versa.

3. Objects

The objects of the Group shall be:

- a) To develop plans (the “Island Bay Plan”) that reflect the wishes and relative priorities of Island Bay residents in relation to potential development projects that will enrich the Island Bay community.
- b) To facilitate discussions about the future of Island Bay (the Island Bay Plan) between residents and the Council.
- c) To facilitate discussion about the issues and potential development projects that affect Island Bay and to disseminate information in an unbiased clear manner.
- d) To ensure all ideas and viewpoints can be heard and represented.
- e) To be recognised as an official representative Group by Council for receiving and disseminating Council information concerning Island Bay.
- f) To represent Island Bay but not to make decisions on behalf of Island Bay residents.
- g) To do such lawful things as are incidental or conducive to the attainment of the above objects.
- h) To promote, foster and support the commercial businesses and their activity within Island Bay.
- i) To raise funds and to accept gifts and donations for the furtherance of the objects of the Society.
- j) To encourage the formation of community groups and organisations.



- k) To support community groups and organisations that seek to provide social, recreational, educational and cultural opportunities in the Island Bay Community by advocacy and also through financial grants.

4. Membership

4.1 Membership of the Group shall be open to all:

- a) residents aged fifteen **[15]** and above; and
- b) businesses of;

Island Bay. All members agree to provide their email and physical address to the Committee to facilitate communication with them.

4.2 A business shall include any business that sells products and/or services and shall include a person or entity which rents residential property in Island Bay.

5. Fees and subscriptions

There are no fees or annual subscriptions for membership of the Group.

6. Termination of membership

Any member may resign from the Group at any time by writing to the Secretary of the Committee to that effect. The purpose of this is simply in order for the Secretary to remove them from the communication list of the Group.

7. Annual General Meeting

- a) An Annual General Meeting of members shall be held not later than the 30th day of October in every year. At such an Annual General Meeting, the Committee shall report to members on the activities of the Group for the past year and present to the Annual General Meeting a report on the finances for the year under review.
- b) Notices of Motion for consideration by the Annual General Meeting shall be in the hands of the Secretary from members not less than twenty one days prior to the date of the Annual General Meeting.

8. Special General Meeting

A Special General Meeting of the Group shall be convened by the Secretary when directed by the Committee or on the written requisition of ten or more members of the Group. Every requisition shall state the objects for such Meeting being required provided that, if the Secretary shall fail to convene the Meeting within one calendar month of the receipt of the requisition, then the requisitioning members may convene such a Special General Meeting and all expenses incurred in convening that Meeting shall be a charge upon the funds of the Group.

9. Notice of meetings

- a) At least fourteen days written notice shall be given of all General Meetings and such notice shall state the general nature of the business to be transacted at the General Meetings and details of all notices of motion received in accordance with this Constitution and shall also state the date, time and place of such General Meeting.
- b) Any such notice shall be deemed to have been delivered on the day following the day on which it was actually posted.



10. Procedure at general meetings. Quorum and voting

- a) The Chair or in their absence a member elected by those present shall be the Chair of the Meeting.
- b) At all General Meetings of the Group one-tenth of the members of the Group who are personally present shall constitute a quorum.
- c) All members shall have full voting rights.
- d) Voting by Proxy shall be permitted, provided the proxy form is in writing and signed by a registered member of the Group not present at the meeting. These proxy forms must be in the hands of the Secretary before the commencement of the meeting.

11. Procedure at all meetings

- a) Meetings shall be conducted in accordance with the recognised rules of debate.
- b) Every question submitted to a meeting shall be decided in the first instance on the voices, and in case of a decision being in doubt by a show of hands. Every person entitled to vote shall have one vote. Unless a poll is demanded by the Chair or by any five (5) members, a declaration by the Chair that a Resolution has been carried or not carried as the case may be, shall be sufficient. If a poll is demanded as aforesaid, it shall be taken in such a manner as the Chair of the Meeting may direct. The demand for a poll may be withdrawn
- c) The Chairman of any meeting of the Group shall have a deliberative vote and in the case of an equality of votes shall also have a casting vote.
- d) Minutes shall be kept of the proceedings of all meetings of the Group and such minutes if purporting to be signed by the Chair of the meeting or of the succeeding meeting, shall be receivable as prima facie evidence of all matters stated in such minutes and that the meeting was duly convened and held.
- e) The members of any meeting may meet together and despatch, adjourn or otherwise regulate their meetings and proceedings as they may think desirable.

12. Officers of the Group

- a) The Secretary shall not later than thirty (30) days prior to the Annual General Meeting of the Group call for nominations for the Committee and shall circulate such nominations with notices of the Annual General Meeting.
- b) At or before the second meeting of the Committee they shall elect a Chair, Secretary and Treasurer from their number to hold office until the next Annual General Meeting. These positions can be shared by elected members.

13. Committee

- a) The Committee shall consist of the Chair, Secretary, Treasurer, and elected members to make a maximum of 13.
- b) The Committee shall manage the general business of the Group and shall control its finances and shall have and exercise the following powers:
 - i) To draw, make, accept, endorse, discount, execute, issue and negotiate promissory notes, bills of exchange, warrants and other negotiable or transferrable instruments.



- ii) To appoint delegates to any Association or body to which the Group may be affiliated.

14. Vacancies on the Committee

The Committee shall have the power to fill any casual vacancy occurring therein.

15. Power to co-opt to any Committee

Notwithstanding anything to the contrary contained or implied by this Constitution, any Committee of the Group may by Resolution co-opt for the remainder of its term of office any member of the Group who in the opinion of that Committee is able to render special service provided that the Committee shall never exceed 13 in number.

16. Procedure of the Committee

- a) Meetings of the Committee shall be presided over by the Chair, if in attendance, and in their absence by a member elected from the Members of the Committee present. The quorum for a meeting of the Committee shall be five (5) members personally present. Each Committee member shall have one vote and the Chair shall have a casting as well as a deliberative vote.
- b) A meeting of this Committee may be summoned by the Chair, the Secretary, or any other three (3) members of the Committee.
- c) Any member of the Committee who shall absent themselves from two consecutive meetings of the Committee without approval of the Committee shall be deemed to have resigned from the Committee.

17. By-laws of the Group

The Committee shall have the power from time to time to make, alter, amend and repeal bylaws for carrying out this Constitution for regulating its own proceedings, for the general good government of the affairs of the Group, provided that such by-laws shall not be inconsistent with or repugnant to this Constitution.

18. Amendment of the Constitution

The Group may from time to time amend, alter, or rescind any Clause of this Constitution by Resolution carried by a three quarters majority of those members present or voting by proxy at a General Meeting at which such amendments are considered, and of which due notice has been given.

19. Interpretation of the Constitution

In the event of any question as to the construction or application of any part of this Constitution the Committee shall decide the same.

20. Common Seal

The Common Seal of the Group shall be kept in the custody of the Secretary and shall not be affixed to any Deed, instrument, contract, document or paper without the authority of the Committee. The affixing of the Seal to any Deed or instrument creating legal obligations upon the Group shall be attested by the Chair, or in their absence a nominated member of the committee, and one other member of the Committee.

21. Dissolution

- a) The Group shall be wound up if at a General Meeting of which due notice has been given a simple majority of those members personally present and voting pass a resolution to this



effect and if such resolution is confirmed by a similar majority at a subsequent General Meeting called for that purpose and held not less than thirty (30) days later, for which at least fourteen (14) days clear notice has been given.

- b) If on the winding up or dissolution of the Group there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Group but shall be given or transferred to some other Group or Groups within New Zealand have objects substantially similar to the objects of the Group, such gift to be determined by the members of the Group at or before the time of dissolution and in default thereof by the High Court of New Zealand.

Constitution Amendments

| Date | Old | New |
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| October 2022 | | Added to Section 2 d) Any reference to Island Bay shall include the suburb of Southgate. e) The boundaries of Island Bay and Southgate shall be defined by the Wellington City Council |
| October 2022 | | Add the following to the objects in section 3: i) To raise funds and to accept gifts and donations for the furtherance of the objects of the Society. j) To encourage the formation of community groups and organisations. k) To support community groups and organisations that seek to provide social, recreational, educational and cultural opportunities in the Island Bay Community by advocacy and also through financial grants. |
| October 2022 | Membership of the Group shall be open to all residents and businesses of Island Bay. All members agree to provide their email and or physical address to | a) Membership of the Group shall be open to all: |



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| | <p>the Committee to facilitate communication with them.</p> | <p>i. residents aged fifteen years and above; and,</p> <p>ii. businesses of Island Bay.</p> <p>b) All members agree to provide their email and physical address to the Committee to facilitate communication with them.</p> <p>c) A business shall include any business that sells products and / or services and shall include a person or entity which rents residential property in Island Bay</p> |
| <p>October 2022</p> | <p>To incorporate the following minor changes to the constitution. These changes do not impact the function of the constitution but modernise the wording and aid clarity.</p> <p>Grammatical/Typos</p> <ul style="list-style-type: none"> - Change group to Group - Change committee to Committee - Change 30st October to 30th October - Change Common seal to Common Seal <p>Gender neutrality</p> <ul style="list-style-type: none"> - Change Chairman to Chair - Change his to their - Remove 'Except where inconsistent with the context, all reference to the masculine gender in this constitution shall be deemed to include the feminine' from Section 2 of the Constitution as no longer required with gender neutral amendments. | |



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| | <p>Modernising the Constitution in keeping with New Zealand’s current constitutional arrangements</p> <ul style="list-style-type: none"> - Replace the Dominion of New Zealand with New Zealand - Replace Supreme High Court with High Court <p>Remove references to Vice President/Chair and replace with ‘another member of the Committee’.</p> <p>There is no such position in the Group as per Section 12 Officers of the Group</p> <p>Section 12C</p> <p>Replace: ‘At the first meeting of the Committee they shall elect a Chair, Secretary and Treasurer from their number to hold office until the next Annual General Meeting’</p> <p>Section 15</p> <p>Replace: ‘Notwithstanding anything to the contrary contained or implied by this Constitution, any Committee of the Group may in addition by Resolution co-opt for the remainder of its term of office any member of the Group who in the opinion of that Committee is able to render special service.’</p> | <p>With: ‘At or before the second meeting of the Committee they shall elect a Chair, Secretary and Treasurer from their number to hold office until the next Annual General Meeting. These positions can be shared by committee members.’</p> <p>With: ‘Notwithstanding anything to the contrary contained or implied by this Constitution, any Committee of the Group may by Resolution co-opt for the remainder of its term of office any member of the Group who in the opinion of that Committee is able to render special service, provided that the Committee shall never exceed 13 in number.’</p> |
| <p>March 2022</p> | <p>12. Officers of the group</p> <p>a) The Secretary shall not later than thirty (30) days prior to the Annual General Meeting of the Group call for nominations for the Committee and shall circulate such nominations with notices of the Annual General Meeting.</p> | <p>12. Officers of the group</p> <p>a) The Secretary shall not later than thirty (30) days prior to the Annual General Meeting of the Group call for nominations for the Committee and shall circulate such nominations with notices of the Annual General Meeting.</p> |



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| | <p>b) The following shall be elected by Group members at each Annual General Meeting to hold office to the next Annual General Meeting:</p> <ul style="list-style-type: none">● Chair● Secretary● Treasurer● Ten Committee Members <p>The total elected committee members including elected officers shall be a maximum of 13.</p> | <p>b) At the first meeting of the Committee they shall elect a Chair, Secretary and Treasurer from their number to hold office until the next Annual General Meeting.</p> |
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