

INCORPORATED SOCIETIES ACT 1908

COPY

I, LUCY GILLIAN RAINEY of Nelson, Teacher do solemnly and sincerely declare as follows:

1. I am the Chairperson of the Society.
2. A majority of the members of THE NELSON COLLEGE PARENT TEACHER ASSOCIATION INCORPORATED has consented to the application for the incorporation of the Society, and that such consent has been obtained at a meeting of even date herewith.
3. The Rules as set out in the attached document marked "A" and signed or sealed by the subscribers are the Rules of the Society.

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the Oaths and Declarations Act 1957.

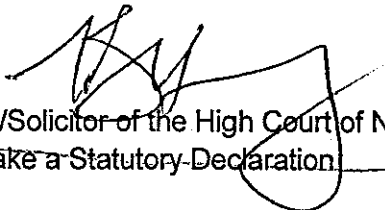
Declared at Nelson

on 19 - 8 -

2002

before me:

)
) *Lucy Rainey*
)



~~A Justice of the Peace/Solicitor of the High Court of New Zealand/Notary Public or other person authorised to take a Statutory Declaration~~ TIMOTHY BASKIVILL HARLEY
 SOLICITOR, NELSON

"A"

COPY

THE NELSON COLLEGE PARENT TEACHER ASSOCIATION INCORPORATED
RULES

This is the paper writing marked "A" referred to in the attached declaration of **LUCY GILLIAN RAINY** of Nelson, Teacher declared at Nelson on *19* day of *August* 2002 before me:

Lucy Rainy

~~A Justice of the Peace/Solicitor of the High Court of New Zealand/~~

~~Notary Public or other person authorised to take a Statutory Declaration.~~

[Handwritten signature]

TIMOTHY BASKIVILL HARLEY
SOLICITOR, NELSON

COPY

**CONSTITUTION & RULES FOR THE NELSON
COLLEGE PARENT TEACHER ASSOCIATION
INCORPORATED**

*A non-profit association of parents, teachers and
friends of Nelson College students duly
incorporated under the Incorporated Societies Act
of 1908*

PITT & MOORE
NELSON

Constitution & Rules For The Nelson College Parent Teacher Association Incorporated

Date: 19 August

2002

Definitions & Interpretation

1. Definitions & Interpretation

1.1 In this document unless the context requires a different interpretation:

- a. "PTA" refers to the Nelson College Parent Teacher Association Incorporated
- b. "College" refers to Nelson College
- c. "BOT" refers to the Nelson College Board of Trustees
- d. "Parent" may also include adults who play an important role in a student's family life, since other adults (grandparents, aunts, uncles, guardians or other caregiver) may carry the primary responsibility for a student's health, welfare, education and safety
- e. "Committee" refers to the PTA Management Committee duly elected pursuant to Rule 5 below
- f. "Special Resolution" means a resolution passed by at least 75% of those persons present at a meeting and entitled to vote.

2. Name

2.1 The name of the Society is the **Nelson College Parent Teacher Association Incorporated.**

3. Address

3.1 The registered office of the PTA shall be at Nelson College or such other place in Nelson as the Committee may from time to time determine in General Meeting. Due notice of any change of office is to be given to the BOT Secretary and the Registrar of Incorporated Societies by the Secretary.

4. Objects

4.1 The objects of the PTA are to secure the support of the Parents as a body for everything that will beneficially influence the welfare and progress of the students and the College.

5. Membership

- a. Eligibility: Parents are eligible. College staff are eligible. Other persons interested in the College may become members at the discretion of the Committee.
- b. Resignation: Any member upon giving notice to the Chairperson or Secretary may resign from the PTA. Unless the Committee is notified otherwise, a member is deemed to have resigned when he/she no longer has any children enrolled at Nelson College.

6. Subscription

6.1 The annual subscription shall be five dollars. per family per annum or such other sum as the Committee may from time to time determine.

Meetings

7. General procedures

- a. The Chairperson will chair all meetings. If the Chairperson is not present within 15 minutes of the start time, the Deputy Chairperson will chair the meeting. If neither the Chairperson nor the Deputy Chairperson is present at the meeting within 15 minutes of the start time those present may elect a chairperson for that meeting.
- b. The inadvertent omission of any procedural requirement for any meeting will not invalidate the proceedings at that meeting.

8. Quorum

- a. No business may be transacted at a meeting if a Quorum is not present, subject to the provision set forth below in Rule 8(d)
- b. Annual General Meeting: The quorum for the Annual General Meeting or Extraordinary General Meeting shall be no less than ten (10) members of the PTA at the date of such a meeting
- c. PTA Committee Meetings: The quorum for a committee meeting shall be no less than eight (8) members of the PTA at the date of such a meeting.
- d. At any meeting, if a quorum is not present within 30 minutes of the start time for the meeting, the meeting will be adjourned to: (1) the same day in the following week at the same time and place; or (2) to a date (at least five working days later) and at a time and place all fixed by those members who are present. If a quorum is not present for the adjourned meeting within 30 minutes of the start time the members present will be a quorum

9. Decisions

- 9.1 All decisions at meetings will be made by a majority of the votes of those members present and entitled to vote unless these Rules provide otherwise.

10. Voting

- a. At all meetings of the PTA every member shall have one vote. The chairperson shall have a deliberative and if necessary a casting vote.
- b. The chairperson will decide whether voting will be by voice or show of hands but must comply with any request for voting by a show of hands made by a member entitled to vote.
- c. A declaration by the chairperson of a meeting that a resolution is carried by the necessary majority is conclusive evidence of that fact.

11. Annual General Meeting

- a. The Annual General Meeting shall normally be held during the month of March of each year. The following business shall be considered:
 - (1) Minutes of the previous Annual General Meeting.
 - (2) Receipt of from the Committee of an Annual Report, and Annual Accounts for the preceding year.

- (3) Election of Officers
 - (4) Appointment of Honorary Auditor
 - (5) Consideration of any proposed special resolution of Members. Any such resolution must have been received by the Secretary in writing at least 20 Working Days before the date of the meeting unless the Committee proposes it.
 - (6) General business
- b. Fourteen (14) days written notice of the holding of an Annual General Meeting shall be given to members by publication in the Nelson Mail and the College newsletter.
 - c. Failure to hold the Annual Meeting in March will not invalidate the proceedings of an Annual Meeting held in any other month.
 - d. The out-going Treasurer shall file the Annual Accounts with the Registration of Incorporated Societies as required within one week after the Annual General Meeting.

12. The PTA Committee

- a. Election of Committee: At the Annual General Meeting, the PTA must elect from the PTA's membership a Committee consisting of the following officers: Chairperson, Deputy Chairperson, Secretary, Treasurer, and up to ten (10) members including a boarder's representative if available. Only PTA members are eligible for election as officers.
- b. The Committee shall also include a representative appointed by the BOT, a representative elected by the Nelson College Old Boys' Association, the Headmaster or his representative from the College management team and a teacher members appointed by staff.
- c. Meetings of the PTA Committee shall be held monthly during the school year or as often as the Committee deems necessary from time to time. All members of the PTA are invited to attend.
- d. The Committee shall hold regular meetings to which all PTA members are invited as set forth above, and will be responsible for conducting the PTA's affairs. If members at a meeting give the Committee any valid directions they must exercise their powers in accordance with those directions.
- e. The Committee shall form such sub-committees, both standing and special, as they deem required to carry out the objects of the PTA, and shall appoint chairpersons for those committees.
- f. Committee members must comply with these Rules and any policies, procedures or Code of Conduct the PTA has.

13. Duties of Officers

- a. The Officers shall assume their official duties following the close of the Annual General Meeting and shall serve for a term of one year or until their successors are elected. The Committee shall endeavour to fill extraordinary vacancies occurring during the year.

- b. The Chairperson shall preside at all PTA Committee Meetings and the AGM and shall perform such other duties as may be prescribed in these Rules or assigned by the membership, and shall be a member ex officio of all committees.
- c. The Deputy Chairperson shall act as aide to the Chairperson and shall have such duties as determined by the committee. In the absence of the Chairperson, the co-chairperson shall assume the duties of the chairperson.
- d. The Secretary shall record the minutes of all committee meetings and of the Annual General Meeting and present minutes for approval at the next scheduled meeting; keep a file of all records, including a current copy of the Rules and a current membership list which includes names, addresses and phone numbers; send copies of the minutes to the BOT secretary; respond to correspondence delegated to; ensure that notice of Annual General Meeting is given pursuant to Section 12b above; and other give notices as required by these Rules.
- e. The Treasurer shall be custodian for all funds of the PTA and ensure all cheques are signed by two authorised signatories; Collect and keep accurate accounts of receipts and expenditures in books belonging to the PTA; present a written financial report at every committee meeting; make 6 monthly financial reports to the BOT; make an annual report to the PTA; and perform other duties as set forth in these Rules and as otherwise required.

14. Termination of membership

Preliminary decision to remove member

14.1 The Committee may decide to consider ending the membership of any Member:

- a. If any payment due by the Member to the Society is at least 30 days overdue; or
- b. If the Member fails to observe these Rules or any regulations made under these Rules; or
- c. If the Committee considers that the conduct of the Member has adversely affected the reputation of the Society or may do so.

Notice to member

14.2 The Committee must then:

- a. Give the Member written notice of its decision and the reasons for it.
- b. Allow the Member a reasonable time to remedy any default which can be remedied.

14.3 Give the Member a reasonable time and opportunity to explain his or her actions The Member may explain his or her actions:

- a. By letter to the Committee.
- b. In person before the Committee either with or without a representative.
- c. By a representative who appears before the Committee.

Removal of member

14.4 The Committee may by special resolution decide to terminate the Member's membership if:

- a. The default cannot be remedied or, is not remedied within the time allowed by the Committee; and

- b. The Member does not offer an explanation within the time allowed; or
- c. The Committee does not accept the Member's explanation.

The Committee must then give written notice of termination to the Member.

15. Extraordinary General Meeting

- a. An extraordinary General Meeting shall be summoned by the Secretary on receipt of a requisition signed by 10% of the members or upon a special resolution passed by the Committee that an Extraordinary General Meeting shall be called.
- b. Notice of any extraordinary General Meeting shall be given in accordance with the foregoing provisions together with a statement as to the purpose of the Extraordinary General Meeting and business to be discussed.

16. Common Seal

- 16.1 The PTA will have a Common Seal and its use must be authorised by the Committee. The Chairperson, Secretary or one other member of the Committee, must witness the affixing of the Common Seal. The Common Seal will be kept under the control of the Secretary or any other person appointed by the Committee

17. Financial Year

- 17.1 The financial year of the PTA shall be from the first day of January to the 31st day of December of that year.

18. Funds and accounts

- a. The funds of the PTA are to be devoted solely to the furtherance of the objects of the PTA as set out in these Rules.
- b. The funds received by the PTA must be paid into its bank account. All cheques and withdrawal slips drawn on the account must be signed by any two of the Treasurer, the Chairperson, and/or the Secretary, and only at the discretion of the Committee.
- c. Raising money, Investment and Borrowing. The PTA may raise money, invest its funds and borrow funds from time to time as it thinks fit, in accordance with these Rules.
- d. Annual Accounts: The Committee must arrange for annual accounts of the PTA to be promptly prepared in accordance with accepted accounting principles after the Balance Date each year. The annual accounts for the preceding Financial Year must be submitted to each annual meeting.

19. Not for Profit.

- 19.1 The PTA does not exist for the purpose of profit; all proceeds are donated in furtherance its objects as stated above.

20. Personal Benefit.

- a. No member of the PTA or any person associated with a member shall participate in or material influence any decision made by the PTA in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage

whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).

- b. The provisions an effect of this section shall not be removed from this document, and shall be included and implied to any document replacing this document.

21. Auditor

- 21.1 The books of the PTA must be duly reviewed annually by an auditor and reported upon at the Annual General Meeting. If a vacancy occurs in the office of auditor during any year the Committee is to appoint an auditor to hold office until the next Annual General meeting.

22. Indemnity

- 22.1 No legal or other claim may be taken by members against any other member of the PTA or Committee or officer in pursuance of the provisions of these Rules notwithstanding any irregularity or informality occurring in or about the doing or omitting of any act, matter or thing. No member of the Committee is liable for any loss or expenses of the PTA or any member unless it occurs as a result of wilful default, theft or fraud.

23. Liability of Members

- 23.1 No member is under any liability in respect to any contract, debit or other obligation made or incurred by the PTA unless it occurs as a result of that member's fraudulent or gross misconduct.

24. Winding Up

- 24.1 The PTA can be wound up at any annual or extraordinary meeting. If upon the winding up or dissolution of the PTA, there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed amount the members of the PTA but shall be given or transferred to the BOT, or if that is not possible, to some other charitable organisation in New Zealand having objects similar to the objects of said PTA.

25. Alterations of Rules and Regulations

- a. Regulations: A Committee's meeting may by special resolution make and change regulations concerning its business and the conduct of its Members. The regulations must not be inconsistent with these Rules.
- b. Rules: Subject to the provisions set forth below in Rule 25(d), these Rules may be changed added to, rescinded, amended or any new clause may be inserted by a majority of those members assembled at any Annual General Meeting or an Extraordinary General Meeting called, provided that a notice of motion in writing and duly seconded shall have been lodged with the Secretary fourteen (14) days prior to

the meeting, and the Secretary shall have then advertised the meeting and details of the motion five (5) days prior to the meeting.

- c. Where no Rules or Regulations apply. If anything for which there is no applicable rule or regulation arises the matter will be decided by the Committee. The Committee's decision will be final.
- d. No Alterations to non-profit aims, personal benefit or winding down provisions: No addition to or alteration of the non-profit aims, personal benefit or the winding-up provisions shall be approved without the approval of Inland Revenue. These provisions and effect of this clause shall not be removed from this document and shall be included into any document replacing this document.

Signatures of Members

J. Taylor
M. Gribbet
J. Brown
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P. J. McGy
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G. S. Desh
K. W. Haddenby
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