

1

`A'

## **NEW ZEALAND ECOLOGICAL SOCIETY**

### **RULES**

**These are the rules marked `A' referred to in the annexed declaration of Caroline Mason made before me this \_\_\_\_\_ day of \_\_\_\_\_**

## NEW ZEALAND ECOLOGICAL SOCIETY : RULES

### 1. NAME

The name of the Society shall be the New Zealand Ecological Society (Incorporated), hereinafter called the Society.

### 2. OBJECTIVES

The objectives of the Society shall be to;

- 1) promote the study of ecology and the application of ecological knowledge in all its aspects;
- 2) embrace the rich heritage of Māori culture in Aotearoa New Zealand, acknowledge and support the rights and interests of Māori under Te Tiriti o Waitangi and the principles of partnership, participation, and protection;
- 3) publish the New Zealand Journal of Ecology; and
- 4) foster collaboration and communication amongst ecologists.

These objectives shall be met through implementation and revision of the NZES Strategic Plan.

### 3. MEMBERSHIP

- (a) There shall be various classes of members as the council shall from time to time decide.-
- (b) The Council may elect any person as a member of the Society on application.
- (c) Any member who has given outstanding service to the Society may, on the recommendation of the Council, be elected as an Honorary Life member at any Annual or Special General Meeting.
- (d) Any member of the Society may resign by giving notice in writing to the Secretary and paying all subscriptions due; provided that any member giving such notice before 31st March shall not be liable to pay the subscription for that year.
- (e) Any member whose annual subscription is more than one year in arrears shall be removed from membership of the Society and may be re-admitted by resolution of the Council.

### 4. SUBSCRIPTION

- (a) The annual subscription shall be such sum or sums as the Council shall from time to time decide.
- (b) The first subscription of a candidate for membership shall be forwarded to the Secretary with the application, and election shall not take effect until the subscription has been received.

- (c) All subscriptions after the first shall become due and payable on the first day of the financial year.
- (d) Each person elected as a member shall be given notice thereof in writing by the Secretary.
- (e) The Secretary shall make available to any member on request a copy of the rules for examination
- (f) In exceptional circumstances the Council may by resolution remit the payment of any annual subscription or part thereof.

## 5. OFFICERS

The Officers of the Society shall consist of a President, a Vice-President, a Secretary, a Treasurer, and an Editor-in-Chief, all of whom shall be financial members of the Society.

## 6. COUNCIL

- (a) The Council shall consist of the following;-
  - (i) The President, Vice-President, Treasurer and Secretary
  - (ii) The immediate past President.
  - (iii) FOUR Councillors elected by the Annual General Meeting PROVIDED THAT Councillors are financial members of the Society
- (b) The President, Vice-President, Secretary, and Treasurer shall be elected by successive ballots in that order at the Annual General Meeting. The Editor-in-Chief shall be appointed by the Council.
- (c) The members of the Council shall be elected by ballot at the Annual General Meeting after the Officers have been elected.
- (d) Candidates for positions as officers, except the Editor-in-Chief, or as members of Council, shall be nominated by members of the Society at the Annual General Meeting, or in writing signed by any two members, received by the Secretary before the date of such meeting. Every candidate shall before election signify personally at the Annual General Meeting or in writing his or her acceptance of nomination.
- (e) The members of the Council shall be elected to serve a term of one or two years.
- (f) All officers and members of the Council shall be eligible for immediate re-election, PROVIDED ALWAYS that;
  - (i) No person having held the same office either of President, or Vice-President for two successive years shall be eligible for immediate re-election to that office, and;
  - (ii) No person having been a member of Council for four consecutive years shall be eligible for re-election as a member of the Council until a further period of two years has elapsed.
- (g) The Council shall have the power to appoint members of the Society to fill any casual vacancies and to co-opt additional Councillors if the need arises.

- (h) The President, Vice-President, Secretary, Treasurer, and Councillors shall take office two weeks after the close of the Annual General Meeting at which they are elected. The Editor-in-Chief shall take office immediately on appointment. These Officers and the Councillors shall have full control of the management of the Society except where otherwise provided in these rules.
- (i) At any meeting of the Council four shall form a quorum.
- (j) The Council may delegate any of its powers and duties to sub-committees consisting of such member or members of the Council as it may resolve, and may grant to such sub-committees the power to co-opt other persons whether members of the Society or not.

## **7. FINANCES**

- (a) All income, benefit, or advantage must be used to advance the charitable purposes of the organisation.
- (b) No member of the organisation, or anyone associated with a member, is allowed to take part in, or influence any decision made by the organisation in respect of payments to, or on behalf of, the member or associated person of any income, benefit, or advantage.
- (c) Any payments made must be for goods or services that advance the charitable purpose and must be reasonable and relative to payments that would be made between unrelated parties.
- (d) The control and investment of the funds of the Society shall be wholly within the power of the Council, which may open and operate accounts at any bank or banks, as it deems fit. The Trustees of any such account shall be the Treasurer and any five officers or members of the Council appointed by the Council for that purpose; cheques and withdrawal warrants shall be signed by any two of the Trustees.
- (e) The Treasurer shall keep a correct account of all funds received and expended by the Society, and shall prepare at the end of each financial year a Balance Sheet and Statement of Accounts for that year.
- (f) The accounts of the Society shall be reviewed at the end of each financial year by an independent reviewer appointed by Council in accordance with the requirements of relevant legislation.
- (g) The financial year of the Society shall end on the 31st December in each year.
- (h) The Society shall not have the power to borrow money.

## **8. MEETINGS**

- (a) The Society shall hold at least one General Meeting in each financial year. At one such meeting there shall be a business session which shall constitute the Annual General Meeting of the Society. At this session the Society shall;
  - (i) Receive from the Council a Report, Balance Sheet, and Statement of

Accounts for the preceding financial year

- (ii) Elect the Officers and Council, for the ensuing year.
  - (iii) Decide on any motion which may be duly submitted to the meeting.
- (b) A Special General Meeting shall be held at any time by resolution of the Council or within six weeks of receipt by the Secretary of a requisition signed by at least ten members specifying the purpose for which the meeting is to be called.
  - (c) Notice and agenda of each Annual and Special General Meeting shall be sent to each member by post or email at least twenty-eight days before that meeting. At any Annual or Special Meeting no motion not included in the notice calling the meeting may be proposed, discussed, or put to the vote except by consent of two-thirds of the members present.
  - (d) The Annual Report, Balance Sheet, and Statement of Accounts for each financial year shall be circulated to all members at least fourteen days before the next Annual General Meeting.
  - (e) At any Annual or Special General Meeting thirty members shall constitute a quorum.
  - (f) At any Annual or Special General Meeting, or Council meeting, the chair shall be taken by the President or, in the President's absence, a member elected by the meeting.
  - (g) At any meeting voting shall be on the voices or by show of hands or by ballot at the discretion of the chair, PROVIDED THAT, if any member shall so demand, voting shall be by ballot. The chair shall have a deliberative and a casting vote.

## **9. ALTERATION OF RULES**

- (a) Any alteration, addition, or rescission in these rules shall be made only at an Annual or Special General Meeting.
- (b) Notice of the proposed alteration, addition, or rescission shall be sent to every member by post or email at least fourteen days prior to the meeting.
- (c) The meeting may amend any such proposals.
- (d) No resolution shall effect any alteration of these rules unless assented to by two-thirds of the members present at the meeting.

## **10. INTERPRETATION OF RULES**

The decision of the Council as to the interpretation of these rules shall be final and binding on all parties except at any Annual or Special General Meeting when the decision of the chair of such meeting shall be final and binding on all parties.

## **11. COMMON SEAL**

The common seal of the Society shall be in the custody of the Secretary, who shall, in pursuance of a resolution of the Council to that effect, affix the same to all instruments requiring the same.

**12. WINDING UP**

In the event of dissolution of the Society any remaining assets of the Society after payment of all liabilities shall be disposed of in such manner as the last Annual or Special General Meeting shall decide, or, failing any such decision, shall, *ipso facto*, become the property of the Royal Society of New Zealand.