

Rules of Sea of Faith in Aotearoa (Incorporated)



1. Name:

The name of the Society shall be SEA OF FAITH IN AOTEAROA (Incorporated) hereinafter referred to as the Society").

2. Registered Office

The registered office of the Society shall be at such place as the Committee shall from time to time appoint.

3. Objects:

The objects for which the Society is established are:

- a. To facilitate the exploration of religious thought and expression from a non dogmatic and human-oriented standpoint.
- b. To provide encouragement, stimulation and support in fellowship with all persons engaged in this exploration.

4. Membership:

- a. Membership of the Society is open to all who are willing to abide by its constitution and agree to pay the subscription fixed under clause 5(a) below.
- b. An application to join the Society shall be made by any prospective member in the form prescribed by the Committee.
- c. Applications for membership may be rejected by the Committee which may, but is not obliged to, give the reason for such rejection.
- d. Members may resign their membership by letter addressed to the Secretary of the Society to that effect.
- e. Members whose actions are in direct conflict with the objectives of the Society may be asked to resign and if they decline to do so, may be liable to expulsion on the majority decision of the Committee. Members shall have the right to appear at and be heard at any meeting considering their resignation or expulsion.
- f. In this document, the term refers to those who are on the register of the Society, and who may or may not have paid their current annual subscription. The term refers only to those whose membership subscription is not in arrears.
- g. Life members
Life Membership of the Society may be conferred by the Annual General Meeting upon those members of the Society who are both long standing and are deemed worthy by their contribution towards the objects of the Society.

Nominations can be made by any of the general membership in confidence to the Committee or by the Committee itself. The final decision will be made by the Committee and the names of new Life Members will be announced at the Annual General Meeting. Life Members will not pay subscriptions, and all reference to in this document shall include Life Members.

5. Subscriptions:

- a. The annual subscription shall be proposed by the Committee and determined by members in Annual General Meeting or at a General Meeting called for that purpose.
- b. All subscriptions shall be paid yearly in advance. The subscription year of the Society shall commence on the first day of the financial year with subscriptions payable on that date.
- c. The Committee can reduce or waive the membership fee for individual members at its discretion.

6. Arrears:

Any member whose subscription is in arrears for six months may be removed from the register of members.

7. Committee:

- a. The general business, management and control of the Society shall be conducted by a Committee comprising not fewer than 8 nor more than 12 members.
- b. The Committee shall be elected at each Annual General Meeting.

- c. Committee members may serve for no more than four years consecutively.
- d. The Chairperson, Secretary and Treasurer shall be appointed by the Committee from their number.
- e. The Committee shall have the power at any time to co-opt any number of additional members as it thinks fit, up to the limit described in 7 a.

8. Chairperson:

- a. The Chairperson shall preside at all meetings of the Society and the Committee. In the absence of the Chairperson the meeting shall elect a Committee member to chair the meeting. The Chairperson of any meeting shall have a deliberative and a casting vote.
- b. The Chairperson shall be an ex-officio member of all Committees or sub Committees formed within the Society.

9. Secretary And Treasurer:

- a. The Treasurer shall attend to the accounting duties and ensure that all moneys received are paid into the Bank for the credit of the Society and shall furnish the Committee at each ordinary meeting with a detailed report of the previous period's receipts and payments.
- b. The Secretary shall attend to the clerical duties of the Society, arrange for the taking of minutes of Committee and General Meetings and such other duties as are conducive to the office.

10. Financial review:

The accounts shall be reviewed by a Reviewer appointed by the financial members at the Annual General Meeting. The Reviewer shall not hold any other office in the Society but have the right to attend any meeting of the Society at which financial affairs are under discussion.

11. Annual General Meeting:

The Annual General Meeting of the Society shall normally be held in conjunction with the Annual Conference but in any case at least once in each year at such time and place as shall be fixed by the previous Annual General Meeting or in default by the Committee. Notice of such Annual General Meeting stating the nature of the business to be brought before the meeting shall be given to each financial member sent to the last recorded address fourteen (14) clear days prior to the date of the meeting.

12. Extraordinary General Meeting:

The Committee may whenever it thinks fit and shall upon a requisition in writing by 20 financial members convene an Extraordinary General Meeting. Any such requisition shall specify the objects of the meetings requisitioned and shall be signed by the members making same and shall be deposited with the Secretary. The meeting must be convened for the purpose specified in the requisition. Notice of such Extraordinary General Meeting stating the nature of the business to be brought before the meeting shall be given to each financial member fourteen (14) clear days prior to the date of the meeting.

13. Conduct of General Meeting

- a. At the Annual General Meeting the first business shall be the discussion and adoption of the Annual Report and Balance Sheet. The adoption of the Report and Balance Sheet having been moved and seconded, any member may without notice ask any question and any financial member may move any resolution relative to the Report or Balance Sheet.
- b. Any financial member intending to move a resolution bearing upon the management of the Society during the past financial year or to amend the Rules unless the resolution can be founded on the Financial Report or Balance Sheet give notice of the motion by handing same to the Secretary twenty one (21) days before the meeting and such notice of motion shall be forwarded to each financial member with the notice of the meeting. On any other matter the notice of motion must be given to the Secretary before the meeting.
- c. Any General Meeting may be adjourned to any time not exceeding fourteen (14) days thereafter. In the event of there being no quorum within half an hour after the time fixed for a General Meeting, the meeting shall stand adjourned for not more than fourteen (14) days, the new date to be fixed by the Committee who shall give at least three (3) days notice of the meeting. In the event of there being no quorum the meeting shall lapse.

14. Voting:

- a. At any General Meeting of the Society both members and non-members are entitled to speak. However only members who are financial at the time of that General Meeting shall be entitled to move a resolution, vote and/or stand for office.
- b. For issues deemed by the Committee to be of sufficient importance, the Committee may at its discretion arrange for proxy voting or postal voting. Only those who are financial members at the time of voting shall be entitled to vote.

15. Quorum:

The quorum for all general meetings of the Society shall be 20 financial members or 10 percent of the financial members whichever shall be the less.

16. Accounts:

The Committee shall cause to be kept true accounts;

- a. Of all sums of money received or expended by the Society and the matters in respect of such receipt and expenditure takes place.
- b. Of all assets, credits and liabilities of the Society including any charges and securities of any description affecting any property of the Society.
- c. The financial year of the Society shall begin on the first day of July in each year and shall expire on the last day of June in each year.
- d. The books of account shall be kept at the office of the Society or such other place as the Committee may determine and shall be open to the inspection of any financial member at reasonable times. All moneys received shall be forthwith paid into a bank approved by the Committee after being entered in the books of the Society as having been received.
- e. All payments shall be reported to the Committee for confirmation at the meeting next following pay-out and payment of all moneys on behalf of the Society shall be made by internet banking authority or by cheques signed by the Treasurer and either the Chairperson or other member of the Committee.
- f. Any income money paid for a member's services shall be decided without influence of the payee and shall be no more than appropriate in a normal commercial transaction. .
- g. At every Annual General Meeting of the Society the Treasurer shall present a statement of the income and expenditure and a balance sheet containing a summary of the assets and liabilities of the Society made up to the balance date.
- h. The Society shall make returns required by section 23 of the Incorporated Societies Act 1908 or by such other statutory provision for the time being in force and shall comply with all the requirements of such statute and other regulations thereunder.

17. Seal:

The Society may have a common seal which shall be kept in the custody and the control of the Secretary for the time being and the documents to be executed by the Society of whatsoever nature shall be available to every financial member of the Society on demand. Documents binding the Society shall be executed only pursuant to a resolution of the Committee and if sealed shall be witnessed by at least two members of the Committee and the Secretary. Any document may be executed on behalf of the Society pursuant to a resolution of the Committee and shall thereupon be signed by two members of the Committee and countersigned by the Secretary.

18. General Powers:

The Society shall have power:

- a. To take on lease, hire or otherwise acquire any real or personal property or rights or privileges which the Society may think necessary or convenient for the purpose of furthering the objects of the Society.
- b. To invest any moneys not required for immediate use in such Government or local body securities or on bank deposits as may be deemed advisable with power from time to time to vary investments for others of a like nature, and to lease or hire or enjoy the benefit of any property presently occupied whether real or personal of any kind or nature whatsoever which may be conveniently used in connection with the objects of the Society.
- c. To make regulations or bylaws for the conduct of the Society and the discipline required of members.
- d. To do all such things as in the opinion of the Society may be incidental to the attainment of any of the foregoing objects or the exercise of any of the foregoing powers.

19. Borrowing Money:

The Society shall have power to borrow or raise or give security for money by the issue of or upon bonds, debentures, debenture stock, bills of exchange, promissory notes or other obligations or securities of the Society by mortgage or charge upon all or any part of the property of the Society or without security and upon terms as to priority or otherwise as the Society shall think fit.

20. Claims To Society Property:

No past or present member shall have any claim upon the Committee or the Society either collectively or individually or to any property of the Society.

21. Liability For Society Debts:

In terms of section 13 Incorporated Societies Act 1908 membership of the Society shall not of itself impose on members any liability in respect of any contract, debt or other obligation made or incurred by the Society.

22. Disputes:

Every dispute between a member or persons claiming through a member under these rules and the Society or an officer of the Society shall be decided by the Committee, and the decision shall be binding and conclusive on all parties, but may be subject to review or amendment by any General Meeting of the Society.

23. Bylaws

- a. The financial members in General Meeting shall have power to make regulations and bylaws dealing with all matters within the jurisdiction of the Society and not provided for in these Rules.
- b. Such regulations or bylaws shall not be inconsistent or repugnant to the provisions of the Incorporated Societies Act.

24. Interpretation:

In the event of doubt in the interpretation of the rules the Committee shall make a determination which if disputed shall be resolved in accordance with the provisions of clauses 22 Disputes and 23 Bylaws,

25. Revision Of Rules

These Rules may be revised or amended by a resolution passed by a majority of the financial members for the time being entitled to be present and to vote at any General Meeting of which notice specifying the intention to propose the resolution has been duly given according to the Rules. Provided always that no alteration of these Rules shall be valid or effective if they confer any right to share in the assets of the Society on any members or in any way affect the charitable nature of the Society or its tax exempt status.

26. Dissolution

The Society may be voluntarily dissolved as provided by section 24 of the Incorporated Societies Act 1908 and its amendments, and all monies or assets left after due settlement of all just debts and the affairs of the Society shall be banded over to such charitable institutions as have similar objects to the Society to be determined upon at the final winding up meeting of the Society PROVIDED ALWAYS that no benefit or advantage whether in money or moneys worth may be paid or received directly or indirectly by any member or former member of the Society arising out of the dissolution.

27. General:

All matters provided for in these Rules shall, at all times, be dealt with in accordance with the following guiding principles: that it be accepted that the Society is established primarily for the benefit of its members, and to achieve the objects of the Society.

28. TRANSITION:

The Society was first registered when incorporated in October 1996.

These rules supersede and replace any and all previous rules of the Society.

Dated AGM 2nd November 2019.