

Rules of the NZ Netherlands Society “Oranje” Auckland Incorporated

Table of Contents

[Table of Contents](#)

[Name](#)

[Objects](#)

[Membership](#)

[Termination of Membership](#)

[Financial Year and Subscription](#)

[Officers and Management](#)

[Audit](#)

[Annual General Meeting](#)

[Special Meeting](#)

[Quorum](#)

[Alteration Rules](#)

[Vacancies](#)

[Committee Meetings](#)

[Banking Accounts](#)

[Finance](#)

[Borrowing Power](#)

[Remuneration of Members](#)

[Common Seal](#)

[Affiliation of Clubs or Societies](#)

[Winding Up](#)

[Definitions](#)

1. Name

- a. The Society shall be called the New Zealand Netherlands Society "Oranje" Auckland Incorporated, trading as Auckland Dutch Club.

2. Objects

- a. To keep alive the Dutch traditions and to maintain the cultural ties between the Netherlands and New Zealand
- b. To foster feelings of friendship and good understanding between Dutch settlers and all other nationalities.
- c. To assist its members in circumstances of need, where there is no adequate provision by statute or otherwise, and where such assistance is possible.
- d. To organise relevant social and cultural events.
- e. To do all such things as are expedient or conducive to the attainment of all or any of the above objectives.

3. Membership

- a. Membership is open to all adult persons (18 years or older). Members' children under the age of 18 years are eligible for free membership.
- b. Membership shall be on application to the society. The committee shall have the power to refuse any application in its absolute discretion.
- c. Membership status will be printed on the address label in Het Auckland Krantje. These rules will be available on the society's website. A hard copy will be available in Holland House. Every members shall be bound by these rules.
- d. Every adult member shall be entitled to be present at any member meeting and shall be entitled to one vote, provided the member is fully paid up.
- e. Honorary members may be nominated by the Committee and such members will be restricted to persons who have rendered outstanding service to the Club.

4. Termination of Membership

- a. By resignation;
- b. By failure to pay subscription within the period of three months after the beginning of the current financial year;
- c. By being expelled as hereinafter provided. The Society may by a majority of two-thirds of the voting strength at a general meeting expel any member who shall have been guilty of misconduct or who has deliberately or wilfully committed a breach of the rules of the Society, provided however that before any such action is taken against any member at least 21 days notice has been given to such

member specifying the intention and the grounds for such proposed action and it shall be permissible for any member to be represented at such meeting and such representative shall be given the opportunity of speaking to the meeting in its defence.

- d. Any person ceasing to be a member of the society shall, upon demand by the committee, return to the society any property of the society in that person's possession or under that person's control.

5. Financial Year and Subscription

- a. The financial year of the Society shall commence on 1 April of each year and end on the 31 March of the following year. Each year the committee shall recommend the annual subscription payable by members. Members joining after 30 September in any year shall pay half the annual subscription.

6. Officers and Management

- a. The management and control of the Society is vested in the Committee.
- b. Each year, at the annual general meeting the society shall elect a minimum of 5 and maximum of 9 members to constitute the committee, four of which shall be a president, vice president, secretary, and treasurer.
- c. The committee can co-opt a maximum of 4 more members if it deems this to be desirable to perform its obligations to the best of its ability.
- d. The Committee can appoint sub-committees to delegate certain duties. Of each sub-committee so instituted the chairman shall represent the sub-committee in the Committee.
- e. The president or vice-president shall be present and have a casting vote at all meetings.
- f. The Secretary shall administer the Society's affairs and take true minutes of all meetings held. The secretary shall prepare a report for presentation by the secretary or president at the annual general meeting.
- g. **The Treasurer shall be responsible for the financial administration of the society, and shall provide an audited report when required to consistent with 7a.**
- h. Every year the committee shall appoint at least one committee member to represent the society at the Annual National Council Meeting of the Federation of New Zealand Netherlands Societies Inc.
- i. **The Committee shall have the power to fill any vacancy occurring in the Committee during the current year.**

7. Audit

- a. **When there is no legal requirement for the society to perform an annual account audit the committee may choose to not conduct one to reduce the financial overheads related with this process.**

8. Annual General Meeting

- a. The Annual General Meeting shall be held each year not later than 120 days after the end of the financial year.
- b. At such Annual General Meeting the President, the Secretary and the Treasurer shall present their reports and a new Committee shall be elected.
- c. Notice convening this meeting shall be given to all members not less than fourteen 14 days before the date of such Meeting and must state the date, place, time as well as the business of such Meeting.
- d. Nominations for committee members must be received by the secretary 3 days prior to the annual general meeting. If less than 5 nominations have been received, the president may call for nominations from the members present at the annual general meeting to fill the vacancies on the committee.

9. Special Meeting

- a. The committee can convene a special meeting by giving 14 days notice of such meeting, specifying the issues to be discussed, to all members. The committee shall call a special meeting within 1 month of the secretary receiving a written request to convene a special meeting from at least 10% of the members. The request must set out the issues to be discussed.

10. Quorum

- a. The quorum for an annual general meeting shall be twenty (20) members and for any other special meeting shall be twenty (20) of its members.

11. Alteration Rules

- a. Any ordinary member shall be entitled to make suggestions to the Committee for any such rules or regulations as they shall deem fit. These rules may be altered by the members present and entitled to vote at a special meeting called for this purpose.

12. Voting

- a. The decision of the meeting shall rest on an absolute majority of votes. The Chairman shall have a casting vote at any meeting. Any member may request that voting is conducted by ballot. The mode of voting will be done by show of hands.

13. Proxy Voting

- a. Adult members may notify the Secretary in writing in advance of the meeting if they want to give their voting rights to another person at the AGM or a SGM..
- b. The person who has been nominated as proxy must attend the meeting in person and cannot pass the proxy vote onto another third-person.
- c. A proxy vote will count equally as a normal vote in all matters, including in the quorum of meetings.
- d. A proxy will expire after the specific AGM or SGM it was given for under 13a. unless in the notification is was given with perpetuity or has another specific expiry date given.
- e. A proxy will expire immediately if the person giving the proxy vote attends the AGM or SGM for which a proxy was previously nominated.
- f. Adult members may cancel or expire a proxy previously nominated by providing written notice to the Secretary. This may be done until the meeting has commenced.

14. Committee Meetings

- a. Committee Meetings shall take place whenever deemed necessary by the Committee or the President of the Society

15. Banking Accounts

- a. The banking account or accounts shall be operated on as decided by a resolution of the Committee from time to time and bank accounts shall be operated upon under the joint signatures of the President and Treasurer and where either the President or Treasurer is not available by any two members of the Committee.

16. Finance

- a. The funds and property of the Society shall be under the control of the Committee. All moneys belonging to the Society shall forthwith after receipt thereof be paid into an account in the name of the Society in a bank to be selected by the Committee. No money shall be drawn out of that account except by online banking, cheque or withdrawal slip signed by any two of the officers of the Society nominated for that purpose from time to time. All moneys shall be applied to the carrying out of the objects of the Society in accordance with the rules of the Society. Proper books of account shall be kept in which shall be shown all financial transactions of the Society. The statement of accounts for the preceding year shall be presented at the Annual General Meeting.

17. Borrowing Power

- a. The Society shall have power to borrow such sum or sums of money as may be required for the purpose of the Society upon such terms as may be thought fit and to secure repayment thereof in such manner as the Society may determine and for that purpose to issue debentures whether charged on the property of the Society or not and whether redeemable or not and to mortgage charge pledge grant liens over and in any way whatsoever to charge with the repayment thereof any property whether real or personal of the Society.

18. Remuneration and Reimbursement of Members

- a. Members will not be paid remuneration for conducting the business or affairs of the Society unless previously approved by the committee.
- b. The Society may reimburse members out-of-pocket expenses incurred in conducting the business or affairs of the Society if approved by the committee.

19. Common Seal

- a. The Club shall procure a Seal which shall be kept in the custody of the Treasurer or Secretary and which he or she shall affix to any document only by the authority of the Committee and in the presence of at least one other Committee Member.

20. Affiliation of Clubs or Societies

- a. Clubs or societies desirous of affiliating with the Society may on application in writing and on approval of their rules be affiliated on the recommendation of the Committee and shall annually furnish to the Secretary of the Society the names and addresses of its President and Secretary within two months from the date of their appointment.

21. Winding Up

- a. If a decision is made to wind up or dissolve the organisation and any property remains after the settlement of the organisation's debts and liabilities, that the property must be used to further a charitable purpose or purposes as defined in section 5(1) of the Charities Act 2005.
- b. The winding up of the Society shall be in accordance with the principles outlined in the Incorporated Societies Act 1908.

22. Definitions

In these rules

- a. Where the context permits, words referring to the singular refer also to the plural and vice versa and words importing one gender refer to the other gender and/or the neutral gender.
- b. Any reference to a "special meeting" or "general meeting" shall be taken to mean a member meeting.
- c. Any reference to "Chairman" shall be taken to refer to the president.