

R U L E S

OF THE

WELLINGTON CENTRAL
SUPERANNUITANTS ASSOCIATION
INCORPORATED

WELLINGTON, NEW ZEALAND

RULES

for the Wellington Central Superannuitants Association Incorporated

1. NAME

The name of the Association is **The Wellington Central Superannuitants Association Incorporated** (hereinafter referred to as "the Association").

2. DEFINITIONS:

- a) National Superannuation means superannuation established under the Social Security Act 1964.
- b) National Superannuitant means a married or single person in receipt of or eligible to receive National Superannuation.
- c) Federation means "The New Zealand Superannuitants Federation Incorporated" (hereinafter referred to as "the Federation").

3. OBJECTS OF THE ASSOCIATION:

- a) To advance, support and protect the welfare and well-being of the aged, both directly and in conjunction with other organisations or bodies with similar aims or purposes.
- b) To affirm and protect the statutory entitlement of every aged New Zealander to a sufficient Government-provided pension.
- c) To meet the special needs and interests of all aged New Zealanders by taking appropriate actions on our behalf. The Association will oppose all discriminatory and disadvantageous legislation affecting the rights, security and dignity of aged citizens and will represent their interests and concerns to Government.
- d) To better the lives of all aged people through service, advocacy, education and investigation of problems affecting their well-being.
- e) To promote and achieve the widest possible identification of the Federation in New Zealand as the most appropriate and effective representative of the aged and their special concerns.

- f) To maintain membership of, and support for the Federation.

4. POWERS OF THE ASSOCIATION:

- a) To conduct the financial affairs of the Association in a manner befitting a non-profit making autonomous society.
- b) To receive and accept subscriptions, donations, endowments and gifts of money lands stocks funds shares securities and any assets whatsoever and subject to Rule 13 to borrow or raise money from time to time with or without security by any means whatsoever including the issue of debentures for the purposes of the Association.
- c) To publish and sell or distribute papers books pamphlets or information for the purpose of promoting the objects of the Association.
- d) To grant continue and pay such fees honoraria expenses salaries pensions gratuities or other sums in recognition of services as may from time to time be sanctioned by the Association.
- e) To invest all moneys and funds of the Association not immediately required and which the Association thinks proper in any investments authorised by law for the investmnet of Trust funds.
- f) To assist and counsel Superannuitants in need.
- g) To co-operate with any other society or body carrying out work similar to that of the Association.
- h) To represent the views of members of the Association when necessary to the appropriate authority or to the public.
- i) To make submissions independently or through the Federation to Government on matters affecting National Superannuation and related benefits.
- j) To seek, when necessary, independently or through the Federation, legal redress at the Courts.

- k) To obtain or facilitate the supply to members and/or to the aged of goods services and benefits (including entering into arrangements for or relating to such supply by or through the Federation).
- l) To do all such other acts or things as are or may be incidental or conducive to the attainment of any or all of the objects of the Association or the exercise of any of its powers.

5. MEMBERSHIP:

- a) Any person sympathetic to the objects of the Association as set out in Rule 3 herein may apply to the Executive Committee for membership of the Association, and be accepted, subject to 5(c) below.
- b) The application must be accompanied with the annual subscription fee in force at the time.
- c) The Executive Committee (see Rule 10) may in its absolute discretion approve or reject any application for membership. No reason for the Executive Committee's decision shall be requested or given.
- d) A member may terminate his or her membership by resigning in writing.
- e) The Executive Committee may if a member's annual subscription is in arrears by three months or more terminate his or her membership.
- f) The Executive Committee may in its absolute discretion expel a member for conduct it deems unbecoming to a member or for any other reason provided such member is given at least three weeks prior notice in writing of the proposed action and is invited to appear before the Executive Committee meeting scheduled to consider the action so that he or she may present his or her case. The Executive Committee's decision shall be final.
- g) The financial year will commence on 1 April each year.

6. ANNUAL GENERAL MEETINGS:

- a) The Annual General Meeting of the Association shall be held in April May or June in each year on such a date and at such a time and place as shall be fixed by the Executive Committee. At least one clear calendar month's notice of such Annual General Meeting shall be given by a printed or ^{electronic} telephoned notice to each member and, at the discretion of the Executive Committee, by advertisement in one or more newspapers circulating in the Northern, Western or Central parts of Wellington. All other general meetings shall be Extraordinary General Meetings.
- b)
 - (i) At any meeting of the Association a quorum shall be not less than twelve (12) financial members present in person.
 - (ii) No business shall be transacted at any meeting of the Association unless a quorum is present at the time when the meeting proceeds to business.
- c) If within half an hour from the time appointed for an Annual General Meeting a quorum is not present the meeting shall stand adjourned to the next day at a convenient time and place to be determined by the Chairperson and the members present at the adjourned meeting shall constitute a quorum and may transact business accordingly.
- d) The Chairperson of the Annual General Meeting shall be the President of the Association. In his or her absence the Vice-President shall be the Chairperson. In the absence of both President and Vice-President the meeting may elect a Chairperson for that meeting.
- e) The Chairperson of any General Meeting of the Association may with the consent of the meeting adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than business left unfinished at the meeting from which the adjournment took place.

- f) Any officer of the Association (except the Secretary) and any financial member may hold a proxy or proxies to vote for and on behalf of any officer or any other financial member entitled to vote at any meeting of the Association. Such proxies must be deposited with the Secretary at least twenty-four (24) hours before the meeting.
- g) The business of the Annual General Meeting shall be:
 - (i) To receive and if so resolved to approve the report of the Executive Committee on the state and condition of the Association.
 - (ii) To receive and if so resolved to approve the Treasurer's audited statement of the income and expenditure and a balance sheet containing a summary of the property and liabilities of the Association including all trust funds made up to the last day of March preceding.
 - (iii) To elect the Officers and Executive Committee members of the Association (see Rule 10 (d)).
 - (iv) To fix the annual subscription payable.
 - (v) To deal with any Special business of which due notice in terms of these Rules has been given.
 - (vi) To appoint an Auditor for the current year.
 - (vii) To transact any other business which in the view of the Chairperson is appropriate in furtherance of the Objects of the Association.

7. EXTRAORDINARY GENERAL MEETING:

- a) The Executive Committee may whenever it thinks fit and shall upon the requisition of no less than twenty financial members convene an Extraordinary General Meeting of the Association.

- b) Such requisition shall specify the objects of the meeting requisitioned and shall be signed by the members making the same and shall be deposited with the Secretary.
- c) At least fourteen (14) clear days notice specifying the place the day and hour of any Extraordinary General Meeting and the purpose for which it is to be held shall be given by advertisement in the major daily newspapers circulating in the area or at the discretion of the Executive Committee in the Association newsletter or in writing.
- d) If the Executive Committee fails to convene an Extraordinary General Meeting within one calendar month from the time of deposit with the Secretary of the requisition the requisitionists may themselves convene a meeting which shall have the effect of a Meeting of the Association if held within three (3) calendar months from the date of such deposit.
- e) If within half an hour of the time appointed for an Extraordinary General Meeting a quorum is not present that meeting shall be dissolved.
- f) The conduct of an Extraordinary General Meeting shall be in accordance with Rule 6 (b), (d), (e) and (f).
- g) No business other than that specified in the notice convening it shall be transacted at any Extraordinary General Meeting.

8. METHOD OF VOTING:

- a) Every question submitted to any meeting of the Association or to any meeting of the Executive Committee shall be decided in the first instance on the voices or by a show of hands, with proxies allowed. In the case of an equality of votes the Chairperson shall call for a show of hands, with proxies allowed, and if the vote is still equal, for and against, the Chairperson shall have a casting vote in addition to the vote to which he/she is entitled as a member of the Executive Committee.

- b) At any meeting as aforesaid, unless a poll is demanded by the Chairperson or by at least three members present thereat, a declaration by the Chairperson that a resolution has been carried or carried by a particular majority, or lost, and an entry to that effect in the book of proceedings of the Association or of the Executive Committee as the case may be, shall be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against such resolution.
- c) If a poll be demanded, as aforesaid in 8(b), it shall be taken in such a manner and at such a time and place as the Chairperson of the meeting may direct and the result of the poll shall be deemed to be a resolution of the meeting at which the poll was demanded.
- d) A demand for a poll may be withdrawn.
- e) The demand for a poll shall not prevent a continuance of a meeting for the transaction of any other business other than the question on which a poll has been demanded.
- f) On a show of hands and upon a poll every member shall have one vote for himself and one for each proxy held by him.

9. URGENT MATTERS:

The Chairperson shall have the power at any Annual General Meeting or Extraordinary General Meeting of the Association to bring before the meeting without notice any matter which the Chairperson deems to be one of urgency.

10. ADMINISTRATION:

- a) The administration of the affairs of the Association shall be conducted by and vested in an Executive Committee.
- b) The Executive Committee shall consist of the officers of the Association and up to ten other members.

- c) The Officers of the Association shall consist of five members of the Executive Committee and shall be:

Chairman
Vice-Chairman
Secretary
Treasurer
Membership Secretary

- d) Officers and members of the Executive Committee shall be elected annually at the Annual General Meeting (see Rule 6 (g) (iii)).
- e) Nominations for office and members of the Executive Committee may be made from the floor at the Annual General Meeting and must be seconded.
- f) Officers and members of the Executive Committee shall hold office until the conclusion of the meeting at which their successors are elected.

11. POWERS OF THE EXECUTIVE COMMITTEE:

- a) The affairs of the Association shall be managed by the Executive Committee which subject to the policies approved by the Association and to the objects of the Association shall be responsible for the day to day administration of the Association. The Committee shall have the powers of the Association as defined in Rule 4 and shall in addition have the power to elect (and disband subsequently) such sub-committees or advisory bodies as may be constituted from time to time to assist it in carrying out its duties and may delegate all or any of its powers to such sub-committees or advisory bodies.
- b) The Executive Committee shall formulate all remits to be submitted to the Federation.

12. FUNCTIONS AND DUTIES OF THE EXECUTIVE COMMITTEE:

- a) Ordinary meetings of the Executive Committee shall be called at such time and such place and on such conditions as the Executive Committee may from time to time decide.
- b) The President shall be Chairperson of the Executive Committee meetings. In his or her absence the Vice-President shall be the Chairperson. In the absence of both President and Vice-President the meeting may elect a Chairperson for that meeting.
- c) The President may at any time convene a meeting of the Executive Committee.
- d) The quorum for any Executive Committee Meeting shall be four members present.
- e) Proxies shall be allowed at any meeting of the Executive Committee.
- f) No business shall be transacted at any meeting of the Executive Committee unless a quorum is present within thirty (30) minutes of the designated time for the meeting.
- g) Voting at any meeting of the Executive Committee shall be in accordance with Rule 8 (a) hereof where applicable.
- h) The Chairperson of the Executive Committee shall cause minutes to be recorded in a minute book kept for that purpose both in respect of its own meetings and in respect of meetings of the Association:
 - (i) Of all appointments of officers.
 - (ii) Of the names of the members present at any meetings of the Executive Committee.
 - (iii) Of all resolutions and proceedings of any meeting of the Executive Committee or of the Association.

- i) The Executive Committee shall cause proper accounts to be kept:
 - (i) Of all sums of money received and expended by the Association and the matters in respect of which such receipt and expenditure takes place.
 - (ii) Of all the assets and liabilities of the Association including all mortgages charges and securities of any description affecting any property of the Association.
 - (iii) The records of account shall be kept at the registered office of the Association or at such other place or places as the Executive Committee shall determine and they shall be open to the inspection of a member or his/her accredited representative at such reasonable times and places as shall be determined by the Committee. All monies received shall forthwith be paid into such bank as shall be determined from time to time by the committee after being entered into the records of the Association as having been received. Payments shall be by cheque signed by any two of the following: the Treasurer, the Chairman, and another Executive Committee member empowered by the Executive Committee to sign cheques. Any payments made without prior authorisation by the Executive Committee shall be reported to the Committee for confirmation at the next meeting following payment.
- j) The Executive Committee shall make the returns required by the Incorporated Societies Act 1908 or by such other statutory provisions for the time being in force and shall comply with all the requirements of such Statute and any regulations thereunder.
- k) Any member of the Executive Committee shall vacate office if the Committee is satisfied that:
 - (i) he/she has been guilty of a grave misconduct.
 - (ii) he/she has wilfully disobeyed or neglected to comply with the objects of the Association.

- (iii) he/she has been declared bankrupt.
 - (iv) he/she has become incapable of carrying out their duties by reason of mental incapacity or physical illness.
 - (v) he/she has been guilty of dishonesty or been convicted of a criminal offence.
 - (vi) he/she has been guilty of conduct tending to bring him/her or the Association into disrepute.
 - (vii) the member is absent from three consecutive meetings of the Committee without leave of the Committee.
- l) Any member of the Executive Committee may terminate his/her office by notice in writing to the Secretary.
 - m) The Executive Committee shall be entitled to fill casual vacancies at its discretion.
 - n) The Chairperson of any meeting of the Executive Committee may with the consent of the meeting adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

13. BORROWING POWERS:

- a) The Executive Committee shall have power if authorised by a resolution passed by a two-thirds majority at any General or Extraordinary General Meeting of the Association to borrow or raise money and secure payment of any money owing by the Association or the satisfaction or performance of any obligation or liability incurred or undertaken by the Association in such a manner as the Association shall by such resolution determine; and in the course of such borrowing or raising of money, the Executive Committee has the power to agree to any charge of lien upon the whole or any part of the Association's property or assets, whether present or future.

- b) Save as provided in Clause 13(a) the Association shall not have power to borrow money.
- c) The Executive Committee may, at its discretion, redeem or pay off ahead of time moneys borrowed or raised under powers conferred by Clause 13(a).

14. ASSOCIATION POLICY:

- a) All resolutions of the Association shall, taken together, form the policy of the Association, but where a resolution from a General Meeting conflicts with a resolution from the Executive Committee, the resolution from the General Meeting will have effect.
- b) Public statements on behalf of the Association will only be made by the President or the Secretary or the Public Relations Officer who will consult with the Executive Committee.

15. AFFILIATION:

The Executive Committee will apply for the Association to be affiliated with the Federation, and may negotiate affiliation with other associations or bodies whose aims and objectives are compatible with those of the Association.

16. CAPITATION:

- a) On admittance to membership of the New Zealand Superannuitants Federation Incorporated, the Association shall pay capitation on subscriptions received each financial year ending 31 March, to the Federation.

- b) The amount of capitation payable to the Federation shall be determined by the rules of the Federation.
- c) To enable the Federation to make an assessment of the liability for capitation, the Association shall make an annual return of its membership as at 31 March in each year.

17. DELEGATES:

The Association Delegates at meetings of the Federation shall be the President and the Secretary, or if either of them is unable or unwilling to attend, some other member appointed by the Executive Committee in his or her place.

18. AUDIT:

The accounts of the Association shall be audited by an auditor to be appointed at the Annual General Meeting of the Association. In the case of any vacancy, the Executive Committee may appoint an auditor.

19. THE SEAL OF THE ASSOCIATION:

The Common Seal of the Association shall be in custody of the Secretary and the same may be fixed to any deed or document of any kind by the Secretary pursuant to a resolution of the Executive Committee or of a General Meeting. Any deed or document so sealed shall be signed by an Officer of the Association and Countersigned by the Secretary or by the Chairman.

20. SPECIAL BUSINESS INCLUDING ALTERATION OF RULES:

- a) Any Special business including any alteration addition to or rescision of any of these rules proposed by a member must be notified to the Secretary in writing at least 60 days before the date of the next general meeting. Notice of any special business and the general tenor thereof must be included in the Notice of meeting at which such business is to be considered.
- b) Subject to Rule 20(a) hereof, the Rules of the Association excepting Rule 22 may be altered, added to, or rescinded, at any general meeting of the Association with the sanction of two-thirds of those members present either in person or by proxy. Rule 22 may not be altered or rescinded.
- c) Duplicate copies of every such alteration, addition, rescision, or amendment, shall forthwith be delivered to the Registrar of Incorporated Societies in accordance with the requirements of the Incorporated Societies Act 1908.

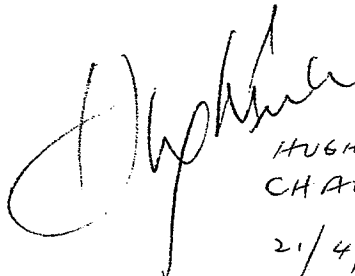
21. OBLIGATION AS A MEMBER OF THE FEDERATION:

Nothing in these Rules shall oblige the Association or any Officer of the Association to do or omit any act or thing if such act or omission would cause the Association to be in breach of the Association's obligations as a member of the Federation.

22. WINDING UP:

If, upon winding up of the Association there remains, after the satisfaction of all its liabilities, any property whatsoever, this will be given to, or transferred to the Federation or to some other institution or society having objects similar to the objects of the

the Association; such recipient to be determined by a majority of those present at an Annual General Meeting or an Extraordinary General Meeting of the Association held according to the Rules of the Association, at or before the winding up; or in default thereof by the Executive Committee.


HUGH PRICE
CHAIRMAN
21/4/94.

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SUPERANNUITANTS ASSOCIATION
INCORPORATED

WELLINGTON, NEW ZEALAND

RULES

for the Wellington Central Superannuitants Association Incorporated

1. NAME

The name of the Association is **The Wellington Central Superannuitants Association Incorporated** (hereinafter referred to as "the Association").

2. DEFINITIONS:

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- i) To make submissions independently or through the Federation to Government on matters affecting National Superannuation and related benefits.
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- k) To obtain or facilitate the supply to members and/or to the aged of goods services and benefits (including entering into arrangements for or relating to such supply by or through the Federation).
- l) To do all such other acts or things as are or may be incidental or conducive to the attainment of any or all of the objects of the Association or the exercise of any of its powers.

5. MEMBERSHIP:

- a) Any person sympathetic to the objects of the Association as set out in Rule 3 herein may apply to the Executive Committee for membership of the Association, and be accepted, subject to 5(c) below.
- b) The application must be accompanied with the annual subscription fee in force at the time.
- c) The Executive Committee (see Rule 10) may in its absolute discretion approve or reject any application for membership. No reason for the Executive Committee's decision shall be requested or given.
- d) A member may terminate his or her membership by resigning in writing.
- e) The Executive Committee may if a member's annual subscription is in arrears by three months or more terminate his or her membership.
- f) The Executive Committee may in its absolute discretion expel a member for conduct it deems unbecoming to a member or for any other reason provided such member is given at least three weeks prior notice in writing of the proposed action and is invited to appear before the Executive Committee meeting scheduled to consider the action so that he or she may present his or her case. The Executive Committee's decision shall be final.
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6. ANNUAL GENERAL MEETINGS:

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- b) (i) At any meeting of the Association a quorum shall be not less than twelve (12) financial members present in person.

(ii) No business shall be transacted at any meeting of the Association unless a quorum is present at the time when the meeting proceeds to business.
- c) If within half an hour from the time appointed for an Annual General Meeting a quorum is not present the meeting shall stand adjourned to the next day at a convenient time and place to be determined by the Chairperson and the members present at the adjourned meeting shall constitute a quorum and may transact business accordingly.
- d) The Chairperson of the Annual General Meeting shall be the President of the Association. In his or her absence the Vice-President shall be the Chairperson. In the absence of both President and Vice-President the meeting may elect a Chairperson for that meeting.
- e) The Chairperson of any General Meeting of the Association may with the consent of the meeting adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than business left unfinished at the meeting from which the adjournment took place.

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- g) The business of the Annual General Meeting shall be:
 - (i) To receive and if so resolved to approve the report of the Executive Committee on the state and condition of the Association.
 - (ii) To receive and if so resolved to approve the Treasurer's audited statement of the income and expenditure and a balance sheet containing a summary of the property and liabilities of the Association including all trust funds made up to the last day of March preceding.
 - (iii) To elect the Officers and Executive Committee members of the Association (see Rule 10 (d)).
 - (iv) To fix the annual subscription payable.
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8. METHOD OF VOTING:

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- b) At any meeting as aforesaid, unless a poll is demanded by the Chairperson or by at least three members present thereat, a declaration by the Chairperson that a resolution has been carried or carried by a particular majority, or lost, and an entry to that effect in the book of proceedings of the Association or of the Executive Committee as the case may be, shall be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against such resolution.
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The Chairperson shall have the power at any Annual General Meeting or Extraordinary General Meeting of the Association to bring before the meeting without notice any matter which the Chairperson deems to be one of urgency.

10. ADMINISTRATION:

- a) The administration of the affairs of the Association shall be conducted by and vested in an Executive Committee.
- b) The Executive Committee shall consist of the officers of the Association and up to ten other members.

- c) The Officers of the Association shall consist of five members of the Executive Committee and shall be:

Chairman
Vice-Chairman
Secretary
Treasurer
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- d) Officers and members of the Executive Committee shall be elected annually at the Annual General Meeting (see Rule 6 (g) (iii)).
- e) Nominations for office and members of the Executive Committee may be made from the floor at the Annual General Meeting and must be seconded.
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 - (i) Of all sums of money received and expended by the Association and the matters in respect of which such receipt and expenditure takes place.
 - (ii) Of all the assets and liabilities of the Association including all mortgages charges and securities of any description affecting any property of the Association.
 - (iii) The records of account shall be kept at the registered office of the Association or at such other place or places as the Executive Committee shall determine and they shall be open to the inspection of a member or his/her accredited representative at such reasonable times and places as shall be determined by the Committee. All monies received shall forthwith be paid into such bank as shall be determined from time to time by the committee after being entered into the records of the Association as having been received. Payments shall be by cheque signed by any two of the following: the Treasurer, the Chairman, and another Executive Committee member empowered by the Executive Committee to sign cheques. Any payments made without prior authorisation by the Executive Committee shall be reported to the Committee for confirmation at the next meeting following payment.
- j) The Executive Committee shall make the returns required by the Incorporated Societies Act 1908 or by such other statutory provisions for the time being in force and shall comply with all the requirements of such Statute and any regulations thereunder.
- k) Any member of the Executive Committee shall vacate office if the Committee is satisfied that:
 - (i) he/she has been guilty of a grave misconduct.
 - (ii) he/she has wilfully disobeyed or neglected to comply with the objects of the Association.

- (iii) he/she has been declared bankrupt.
 - (iv) he/she has become incapable of carrying out their duties by reason of mental incapacity or physical illness.
 - (v) he/she has been guilty of dishonesty or been convicted of a criminal offence.
 - (vi) he/she has been guilty of conduct tending to bring him/her or the Association into disrepute.
 - (vii) the member is absent from three consecutive meetings of the Committee without leave of the Committee.
- l) Any member of the Executive Committee may terminate his/her office by notice in writing to the Secretary.
 - m) The Executive Committee shall be entitled to fill casual vacancies at its discretion.
 - n) The Chairperson of any meeting of the Executive Committee may with the consent of the meeting adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

13. BORROWING POWERS:

- a) The Executive Committee shall have power if authorised by a resolution passed by a two-thirds majority at any General or Extraordinary General Meeting of the Association to borrow or raise money and secure payment of any money owing by the Association or the satisfaction or performance of any obligation or liability incurred or undertaken by the Association in such a manner as the Association shall by such resolution determine; and in the course of such borrowing or raising of money, the Executive Committee has the power to agree to any charge of lien upon the whole or any part of the Association's property or assets, whether present or future.

- b) Save as provided in Clause 13(a) the Association shall not have power to borrow money.
- c) The Executive Committee may, at its discretion, redeem or pay off ahead of time moneys borrowed or raised under powers conferred by Clause 13(a).

14. ASSOCIATION POLICY:

- a) All resolutions of the Association shall, taken together, form the policy of the Association, but where a resolution from a General Meeting conflicts with a resolution from the Executive Committee, the resolution from the General Meeting will have effect.
- b) Public statements on behalf of the Association will only be made by the President or the Secretary or the Public Relations Officer who will consult with the Executive Committee.

15. AFFILIATION:

The Executive Committee will apply for the Association to be affiliated with the Federation, and may negotiate affiliation with other associations or bodies whose aims and objectives are compatible with those of the Association.

16. CAPITATION:

- a) On admittance to membership of the New Zealand Superannuitants Federation Incorporated, the Association shall pay capitation on subscriptions received each financial year ending 31 March, to the Federation.

- b) The amount of capitation payable to the Federation shall be determined by the rules of the Federation.
- c) To enable the Federation to make an assessment of the liability for capitation, the Association shall make an annual return of its membership as at 31 March in each year.

17. DELEGATES:

The Association Delegates at meetings of the Federation shall be the President and the Secretary, or if either of them is unable or unwilling to attend, some other member appointed by the Executive Committee in his or her place.

18. AUDIT:

The accounts of the Association shall be audited by an auditor to be appointed at the Annual General Meeting of the Association. In the case of any vacancy, the Executive Committee may appoint an auditor.

19. THE SEAL OF THE ASSOCIATION:

The Common Seal of the Association shall be in custody of the Secretary and the same may be fixed to any deed or document of any kind by the Secretary pursuant to a resolution of the Executive Committee or of a General Meeting. Any deed or document so sealed shall be signed by an Officer of the Association and Countersigned by the Secretary or by the Chairman.

20. SPECIAL BUSINESS INCLUDING ALTERATION OF RULES:

- a) Any Special business including any alteration addition to or rescision of any of these rules proposed by a member must be notified to the Secretary in writing at least 60 days before the date of the next general meeting. Notice of any special business and the general tenor thereof must be included in the Notice of meeting at which such business is to be considered.
- b) Subject to Rule 20(a) hereof, the Rules of the Association excepting Rule 22 may be altered, added to, or rescinded, at any general meeting of the Association with the sanction of two-thirds of those members present either in person or by proxy. Rule 22 may not be altered or rescinded.
- c) Duplicate copies of every such alteration, addition, rescision, or amendment, shall forthwith be delivered to the Registrar of Incorporated Societies in accordance with the requirements of the Incorporated Societies Act 1908.

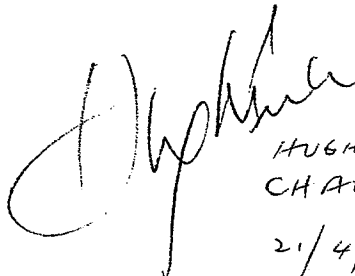
21. OBLIGATION AS A MEMBER OF THE FEDERATION:

Nothing in these Rules shall oblige the Association or any Officer of the Association to do or omit any act or thing if such act or omission would cause the Association to be in breach of the Association's obligations as a member of the Federation.

22. WINDING UP:

If, upon winding up of the Association there remains, after the satisfaction of all its liabilities, any property whatsoever, this will be given to, or transferred to the Federation or to some other institution or society having objects similar to the objects of the

the Association; such recipient to be determined by a majority of those present at an Annual General Meeting or an Extraordinary General Meeting of the Association held according to the Rules of the Association, at or before the winding up; or in default thereof by the Executive Committee.


HUGH PRICE
CHAIRMAN
21/4/94.