CHRISTCHURCH
PHOTOGRAPHIC
SOCIETY

Christchurch Photographic Society

Constitution

MEMBERSHIP HANDBOOK

Revised November 2023

Contents

The Society
1.0 Name
2.0 Registered Office
3.0 Purposes of the Society

Society Membership
4.0 Types of Members
5.0 Admission of Members
6.0 Register of Members
7.0 Obligations of Members
8.0 Cessation of Membership
9.0 Society Patron

Management of the Society
10.0 Management Committee
11.0 Appointment of Committee Members
12.0 Cessation of Committee Membership
13.0 Role of the Management Committee
14.0 Roles of Management Committee Members
15.0 Committee Meetings

Money and Other Assets of the Society
16.0 Use of Money and Other Assets
17.0 Financial Year
18.0 Subscriptions and Levies
19.0 Annual Accounts and Balance Sheet

Conduct of Meetings
20.0 Conduct of Meetings
21.0 Interpretation of Rules
22.0 Rules of Debate
23.0 Altering the Rules

Winding Up and Disposal of Assets
24.0 Winding Up
25.0 Disposal of Assets

Date of Operation
26.0 Date of Operation

Rules of the Christchurch Photographic Society Incorporated

The Society

1.0 Name

1.1 The name of the Society is Christchurch Photographic Society Incorporated ("the Society").

2.0 Registered Office

2.1 The registered office of the Society shall be the address of the Secretary or any such place as may from time to time be determined.

3.0 Purposes of the Society

3.1 The purposes of the Society are:

(a) To promote the enjoyment, mastery and advancement of the photographic science and art in all its applications and in particular by organising lectures, demonstrations and tuition in New Zealand.
(b) To encourage and facilitate friendship, co-operation and the exchange of information and ideas on photography amongst the members of the Society and elsewhere.
(c) To hold and/or promote competitions, exhibitions and salons of photography.
(d) To become a member of the Photographic Society of New Zealand (Incorporated) and to affiliate with or become a member of any other national guild or society (whether incorporated or not) whose objects are altogether or in part similar to those of the Society and to procure from and communicate to such Guild or Society all such information as may be likely to promote common objects and interests.
(e) To purchase, hold, administer, take on, lease, improve, hire or otherwise acquire and dispose of, let or lease real and personal property in any manner whatsoever as the Society may deem necessary or expedient for the purpose of attaining the objects of the Society or any of them or promoting the interests of the Society or its members.
(f) To engage in any or all such lawful activities which may be conducive or incidental to the attainment of the purposes of the Society.
(g) To make such Rules and By-laws as may be necessary for the regulation of the Society for its competitions and for the good conduct of the Society.

3.2 Pecuniary gain is not a purpose of the Society.

Society Membership

4.0 Types of Members

4.1 The members of the Society shall be such persons as the Committee by the requisite majority of votes shall admit to membership and are of the following classes:

- Ordinary Members
- Junior Members
- Family Members
- Honorary Life Members

The classes of membership are defined as follows:

(a) **Ordinary Members**. Any person of good standing who is interested in photography and who shall have met the requirements of the Rules and By-laws and paid the required entrance fee and membership

subscription may become an Ordinary Member. Ordinary Members shall have the use and enjoyment in common with other entitled members of the property, facilities amenities, rights and privileges of the Society.

(b) **Junior Members**. Any person of good standing under the age of twenty-one years who is interested in photography and who shall have met the requirements of the Rules and By-laws and paid the necessary entrance fee and membership subscription may become a Junior Member. Such members shall have all the rights and privileges of Ordinary Members except:

(i) Nominating officers
(ii) Voting

They shall have the right to become an Ordinary Member on reaching the age of twenty-one years and paying the subscription of an Ordinary Member, such age qualification to be read as at the 1st day of January.

(c) **Family Members.** The criterion covering this classification is that all members applying for Family Membership must be domiciled at one address and have rights of an Ordinary Member.

(d) **Honorary Life Members**. Any person who has rendered distinguished service to the Society or to Photography may be granted Honorary Life Membership by the Society at an Annual General Meeting. Such members shall not be required to pay an entrance fee or subscription and shall enjoy all the rights and privileges of Ordinary Members and may hold office on the Committee of the Society. Any financial member may recommend any other financial member for Honorary Life Membership. Such a recommendation should be made in writing to the Committee and shall contain a background of the person being nominated together with the reasons for such a nomination. The Committee would consider any recommendation for Honorary Life Membership if approved by a two third majority of those present and entitled to vote at an Annual General Meeting.

5.0 Admission of Members

5.1 Candidates for membership shall make application in writing on the prescribed form and such application shall be deemed to be agreement to accept and abide by the Rules and By-laws of the Society made or to be made. All applications for membership which shall be proposed and seconded by two financial members of the Society, shall be notified to the Committee in writing by the Membership Secretary and candidates shall be deemed to be admitted only if supported by a majority of the Committee.

5.2 The Committee shall have the power to refuse applications and may not be called upon to give reasons for such refusal. Applicants shall be notified by the Secretary of their acceptance or rejection and in case of rejection applicants may appeal in writing to the Committee whose decision on such appeal shall be final. A copy of the Rules and By-laws shall be available to every member.

6.0 Register of Members

6.1 The appointed Membership Secretary shall keep a register of Members ("the Register") which shall contain the names, the postal and email addresses and telephone numbers of all Members, and the dates at which they became Members.

6.2 If a Member's contact details change, that Member shall give the new postal or email address or telephone number to the Secretary.

7.0 Obligations of Members

7.1 Every Member shall uphold the purposes of the Society and shall do nothing to bring the Society into disrepute.

8.0 Cessation of Membership

8.1 A Member desiring to retire from the Society shall give notice in writing to the Secretary and shall satisfy all arrears of subscriptions and any other amounts due to the Society. No refund of subscription may be made on the resignation of a Member. On resignation or expulsion a Member shall return to the Secretary all Society property in his or her possession. Termination of membership shall operate to relieve all right, interest or title of any Member to property, assets and privileges of the Society.

8.2 Membership may be terminated in the following way:

The Committee shall have power if at any time they shall be of the opinion that the interests of the Society so require, to invite in writing any Member to withdraw from the Society within such time as may be specified in the letter. The Member whose expulsion is so desired may appeal in writing to the Committee offering any such explanation as he/she may wish. In the event of two thirds of the Committee voting for his/her expulsion, such Member shall thereupon cease to be a member of the Society.

9.0 Society Patron

9.1 A Patron may be appointed at the Annual General Meeting.

9.2 The Patron will promote the objects of the Society in a mainly ceremonial role and may attend, but may not vote at Committee Meetings.

Management of the Society

10.0 Management Committee

10.1 The Society shall have a Management Committee comprising the following persons collectively known as Officers of the Society:

(a) President
(b) Vice President
(c) Secretary
(d) Treasurer
(e) A minimum of four and maximum of eight other Committee Members, without portfolio

10.2 Only Members of the Society may be on the Management Committee.

11.0 Appointment of Committee Members

11.1 The election of Committee members shall be by ballot at the Annual General Meeting. Such Officers shall retire annually but may offer themselves for re-election. No Member who is un-financial may be elected to the Committee and any Officer who becomes un-financial during his/her term of office shall cease to hold office on the expiry of 14 (fourteen) days of his/her becoming un-financial. No person shall be eligible for election to the Office of President who has not served at least one year as an Officer of the

Society. No Member may be elected to the Committee until they have been a financial member of the Society for at least six months.

11.2 Nominations. Each Member who is entitled to vote at the Annual General Meeting may nominate Members for the Management Committee. All nominations shall be in writing and must be signed:
(a) By the nominee agreeing to accept office and to carry out the duties of the office for which he/she is nominated and
(b) By two financial members entitled to vote.

11.3 If the position of any Officer becomes vacant between Annual General Meetings, the Committee may appoint another Society Member to fill that vacancy until the next Annual General Meeting.

12.0 Cessation of Committee Membership

12.1 Persons cease to be Committee Members when:

a. They resign by giving written notice to the Committee
b. They are removed by majority vote at an Annual General or Special General Society.
c. Their Term expires

12.2 If a person ceases to be a Committee Member, that person must within one month give to the Secretary all Society documents and property in his/her possession.

12.3 If any Committee Member is absent from three consecutive meetings without leave of absence the President may declare that person's position to be vacant.

13.0 Role of the Management Committee

13.1 Subject to the Rules of the Society ("the Rules"), the role of the Management Committee is to:

(a) Administer and manage the Society
(b) Carry out the purposes of the Society, and use Money or other Assets to do that
(c) Manage the Society's financial affairs, including approving the annual financial statements for presentation to the Members at Annual General Meetings
(d) Set accounting policies in line with generally accepted accounting practice
(e) Ensure the Society is properly insured against burglary, loss, damage and other risks as may be prudent
(f) Delegate responsibility and co-opt Members where necessary
(g) Decide the times and dates for Meetings, and set the agenda for Meetings
(h) Propose Membership fees, including subscriptions and levies at the Annual General Meeting

13.2 The Committee will manage all the events for the calendar year that begins on 1 January following its appointment, including that year's 'Final Night', and will arrange the programme for the next calendar year.

13.3 The Management Committee has all of the powers of the Society, unless the Committee's power is limited by these Rules, or by a majority decision of the Society.

13.4 All decisions of the Management Committee shall be by a majority vote. In the event of an equal vote, the Chair/President shall have a casting vote, that is, a second vote.

13.5 Decisions of the Management Committee bind the Society, unless the Committee's power is limited by these Rules or by a majority decision of the Society.

14.0 Roles of Management Committee Members

14.1 **The President** is responsible for:

(a) Ensuring that the Rules are followed
(b) Convening Committee Meetings and establishing whether or not a quorum (half of the Management Committee) is present
(c) Presiding at all meetings and signing all written contracts or obligations except when delegating another Committee member
(d) Overseeing the operations of the Society
(e) Providing a report on the operations of the Society to the Annual General Meeting

14.2 **The Secretary** is responsible for:

(a) Recording the minutes of Meetings
(b) Keeping the Register of Members
(c) Holding the Society's records, documents, and books except those required for the Treasurer's function
(d) Receiving and replying to correspondence as required by the Committee
(e) Forwarding the annual return to the Charities Commission
(f) Advising the Charities Commission of all other items required under the Act

14.3 **The Treasurer** is responsible for:

(a) Keeping proper accounting records of the Society's financial transactions to allow the Society's financial position to be readily ascertained
(b) Providing accurate and complete financial information to the Management Committee as requested
(c) Preparing annual financial statements in accordance with the Society's accounting policies for presentation to the Annual General Meeting

14.4 **Committee Members** shall attend all meetings of the Management Committee and carry out such duties as are set out in these Rules and By-laws. They may undertake the organisation of some section(s) of the Society's functions and activities.

15.0 Committee Meetings

Committee meetings may be held via video/Skype or telephone conference, or other formats as the Committee may decide. The committee shall meet at least 9 times a year.

15.1 No committee meeting may be held unless at least 50% of committee members attend. (This will constitute a quorum.)

Money and Other Assets of the Society

16.0 Use of Money and Other Assets

16.1 The Society may only use Money and Other Assets if:

(a) It is for a purpose of the Society
(b) It is not for the sole, personal or individual benefit of any Member and
(c) That Use has been approved by either the Committee or by majority vote of the Society

16.2 Notwithstanding any of the foregoing provisions, the Committee shall have power to vote an honorarium to the Honorary Secretary, the Honorary Treasurer, or other Officers of the Society or other persons in appreciation of their services for the past year.

16.3 The committee may reimburse people for any expenses incurred in carrying out the business of the Society provided such business was carried out with the prior sanction of the Committee.

17.0 Financial Year

17.1 The Financial Year of the Society begins on 1 September of every year and ends on 31 August of the following year.

18.0 Subscriptions and Levies

18.1 At the Annual General Meeting that is held within three months of the end of the Financial Year (1 September to 31 August), annual subscriptions will be set for the next year. That year begins the following January. These subscriptions will be payable on the first day of January.

18.2 The committee may recommend adjustments to the subscription based on relevant consumer price index changes and on cost increases which have occurred or are expected.

18.3 Any member whose subscription is not paid three months after the Financial Year begins on 1 September will be deemed un-financial and may have his/her name removed from the membership list.

18.4 The subscription for a new member elected during the Financial Year may be charged on a pro rata basis.

18.5 **Levy.** In extraordinary circumstances, the Society at the Annual General Meeting or any Special General Meeting shall have power to impose upon Ordinary Members of the Society a levy for each Member in each Financial Year. Subject to the provisions of the next paragraph, such levy shall be payable in such manner as the Society may determine.

18.6 All members of the Society liable for payment of the levy shall be given 14 days notice of any Meeting for the purpose of imposing such levy. If the General or Special Meeting thus called then approves such levy, or a reduced amount, the levy shall be due and payable at the expiry of 28 days from the holding of the Meeting. Any member not paying the levy shall be considered to be non financial.

19.0 Annual Accounts and Balance Sheet

19.1 Accounts Reviewer

The Annual General Meeting or a subsequent Committee Meeting shall appoint a person who, being suitably qualified to meet the requirements of the Charities Commission will carry out the function of providing an Independent Review and/or a Compilation of Financial Information to ensure that the Society's Accounts and Balance Sheet are available to be presented to an Annual General Meeting as per the standards laid out by the Charities Commission. This person, on appointment, is to be known as the Independent Accounts Reviewer. In order to be able to carry out an Independent Review of the Society's Accounts, the Accounts Reviewer must not be a member of the Committee. The Independent Accounts Reviewer may or may not be a Member of the Society.

19.2 Auditor

No audit of the annual financial statements is required unless an audit is requested by 10% or more of the members at an Annual General Meeting. However nothing shall prevent the appointment of an Auditor who is a Chartered Accountant member of the New Zealand Institute of Chartered Accountants to carry out a full and independent audit of the financial accounts should this be deemed necessary when any unusual circumstances require it. The appointment of an Auditor requires a simple majority at any meeting of the Committee, or at any Annual or Special General Meeting called by the membership at large especially for the purpose thereof. The Auditor, if one is appointed, shall be paid a fee for his/her services.

Conduct of Meetings

20.0 Society Meetings

20.1 A Society Meeting is either an Ordinary Meeting, Annual General Meeting or a Special General Meeting. The Committee shall give at least 28 days' notice to Members for the Annual General Meeting or Special General Meeting.

20.2 The Annual General Meeting shall be held no later than three months after the end of the Financial Year. The Committee shall determine when and where the Society shall meet.

20.3 Special General Meetings may be called by the Committee. The Committee must call a Special General Meeting if the Secretary receives a written request signed by at least 10% of the Members.

20.4 The Secretary shall give all members at least 14 days written notice of the business to be conducted at the Annual General Meeting;

(a) A copy of the President's Report on the Society's operations and of the Annual Financial Statements as approved by the Committee, and reviewed by the Reviewer
(b) A list of Nominees for the Committee, and information about those Nominees as provided to support their nomination
(c) Notice of any motions and the Committee's recommendations about those motions

20.5 The Secretary shall also give all members at least 14 days written notice
(a) Of the business to be conducted at the Special General Meeting;
(b) Notice of any motions and the Committee's recommendations about those motions.

20.6 If the Secretary has sent a notice to all Members in good faith, the Meeting and its business will not be invalidated simply because one or more Members do not receive the notice.

20.7 All financial Members may attend and vote at Annual or Special General Meetings.

20.8 No Annual or Special General Meeting may be held unless at least 15% of eligible Members attend. (This will constitute a quorum.)

20.9 All Annual or Special General Meetings shall be Chaired by the President. If the President is absent, the Society shall elect another Committee Member to Chair that Meeting. Any person chairing an Annual or Special General Meeting has a casting vote.

20.10 On any given motion at an Annual or Special General Meeting, the Chair shall in good faith determine whether to vote by:

- Voices
- Show of hands
- Secret ballot

20.11 The business of an Annual General Meeting shall include but not be restricted to:

(a) Receiving any minutes of the previous Society's Meeting(s)
(b) The President's report on the business of the Society
(c) The Treasurer's report on the finances of the Society, and the Annual Financial Statements
(d) Subscription rates for the following Financial Year
(e) Election of Committee Members
(f) Motions to be considered
(g) General business

21.0 Interpretation of Rules

21.1 The decision of the Committee on the interpretation of the Rules or matters not contained in these Rules but pertaining to the Society's interests shall be conclusive and binding on all Members unless rescinded at a General Meeting.

22.0 Rules of Debate

In all proceedings of the Society the Parliamentary Rules of Debate shall apply except where such rules are inconsistent with the Rules and By-laws of the Society.

23.0 Altering the Rules

23.1 These Rules may be altered, added to, or rescinded by resolution of the Members present at any Annual or Special General Meeting of the Society provided that:

(a) Any member desirous of moving such resolution shall notify the Secretary in writing of his/her intention to move such a motion at least two months before the date on which the Meeting is to be held
(b) The Secretary shall give all members entitled to vote at least 28 days notice of such proposed alteration
(a) Two thirds majority of those present and entitled to vote.

23.2 No addition to or alteration of the non-profit aims, personal benefit clause or the winding up clause shall be approved without the approval of the Charities Commission. The provisions and effects of this clause shall not be removed from this document and shall be included into any document replacing this document.

Winding Up and Disposal of Assets

24.0 Winding Up

24.1 The Society may be wound up voluntarily if the Society at a Special General Meeting of its Members passes a resolution with a two thirds majority requiring the Society to be wound up. The resolution must be passed by two thirds majority and confirmed at a subsequent Annual or Special General Meeting called together for that purpose. This must not be held earlier than thirty (30) days after the date on which the resolution to be confirmed was passed.

25.0 Disposal of Assets

25.1 If upon the winding up or dissolution of the Society there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the Members of the Society but shall be given or transferred to some other organisation or body having objects similar to the objects of the Society, or to some other charitable organisation or purpose, within New Zealand.

Date of Operation

26.0 Date of Operation

These Rules shall operate and be in force from the date of acceptance by the Charities Commission.

P.O. Box 1789, Christchurch, New Zealand.

Ratified: .....
The changes to the Rules were presented to the Members of the Society on Wednesday 15th November at the Annual General Meeting and duly accepted by those present.

President: Ian Walls.....

Vice President: Dennis Chang.....

Secretary: John Hawkins.....

Treasurer: Alan Moore .....

November 2023