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12 MAR 1996
Asst. Regr.

THE INCORPORATED SOCIETIES ACT 1908

**DECLARATION BY AN OFFICER OF A SOCIETY, OR A SOLICITOR, THAT
A MAJORITY OF MEMBERS CONSENT TO INCORPORATION, AND
THAT THE SIGNED OR SEALED RULES ARE THE RULES
OF THE SOCIETY**

03-12A01#0R9957 TOTAL 22.00

I, HEATHER JEAN ALLEN of New Plymouth do solemnly and sincerely declare as follows

1. THAT I am the Secretary of the FRIENDS OF THE PARK society

2. THAT a majority of the members of FRIENDS OF THE PARK has consented to the application for the incorporation of the said Society, and that such consent has been obtained by a resolution passed at a general meeting of the Society held on the 17th day of January 1996
HJA

3. THAT the rules accompanying the application signed or sealed by the subscribers are the rules of the society

AND I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Oaths and Declarations Act 1957

DECLARED at New Plymouth this 21st day of February 1996

A Justice of the Peace, Solicitor, Notary Public or other person authorised to take a Statutory Declaration.

pl/friends de/vlc

ASSIS
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APPLICATION FOR INCORPORATION

(The Incorporated Societies Act 1908)

We the several persons whose names are subscribed hereto being members of the FRIENDS OF THE PARK hereby make application for the incorporation of the society under the Rules of the Society as attached to this application in accordance with the Incorporated Societies Act 1908

DATED this 21st day of February 1995'6

SIGNATURES	
APPLICANT	WITNESS
Signature <i>J Huston</i> Address <i>35 Manu Cres.</i> Occupation <i>Retired</i>	Signature Address Occupation
Signature <i>S Collins</i> Address <i>29 TARAHUA B NP</i> Occupation <i>CLERK.</i>	Signature Address Occupation
Signature <i>PW Stewart</i> Address <i>48 B MARATAHU ST NEW PLYMOUTH</i> Occupation <i>SOCIAL WORKER</i>	Signature Address Occupation
Signature <i>Jan Barry</i> Address <i>2B Euclid St</i> Occupation <i>New Plymouth retired teacher</i>	Signature Address Occupation
Signature <i>George Fuller</i> Address <i>6 Torbay St. N Plymouth</i> Occupation <i>Retired horticulturalist</i>	Signature Address Occupation
Signature <i>Adrienne Dixon</i> Address <i>16 LONGVIEW DRIVE NP</i> Occupation <i>ACCOUNTANT</i>	Signature Address Occupation
Signature <i>Heather Allen</i> Address <i>48A Morolake St new Plymouth</i> Occupation <i>Teacher</i>	Signature Address Occupation
Signature <i>Nolly Agg</i> Address <i>9 Manu Cres NP</i> Occupation <i>Caterer.</i>	Signature Address Occupation

[Large handwritten signature]
*9 Manu Cres
New Plymouth
Caterer*

APPLICANT	WITNESS
Signature <i>[Signature]</i> Address 54 Birch St N.P. Occupation Retired	Signature Address Occupation
Signature <i>[Signature]</i> Address 54 Coak St, NP Occupation Retired.	Signature Address Occupation
Signature <i>[Signature]</i> Address 25 Somerset St NP Occupation Retired	Signature Address Occupation
Signature <i>[Signature]</i> Address 320 B Frankley Rd Occupation Tutor	Signature Address Occupation
Signature <i>[Signature]</i> Address 17 Thames St. NP. Occupation Teacher	Signature Address Occupation
Signature <i>[Signature]</i> Address 45 Queens Rd NP Occupation Data Operator.	Signature Address Occupation
Signature <i>[Signature]</i> Address 48A Maratahu SF Occupation Vet Nurse	Signature Address Occupation

*9 Manu Gores
New Plymouth
Caterer*

CONSTITUTION

of

FRIENDS OF THE PARK
INCORPORATED

Govett Quilliam
Solicitors
New Plymouth

February 1995

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CONSTITUTION OF "FRIENDS OF THE PARK INCORPORATED"

1. NAME OF SOCIETY:

The name of the society is "Friends of the Park Incorporated."

2. INTERPRETATION:

In this constitution, except in so far as the context or subject matter otherwise indicates or requires:

"the Society" means the society referred to in clause 1.

"the Park" means that area known as Pukekura Park, and including Brooklands Park.

"the Committee" means the committee appointed pursuant to clause 6.

Words importing the singular number include the plural number and vice versa; words importing only the masculine gender shall include the feminine.

3. OBJECTS:

The Objects of the Society are:

- a) To safe-guard the special nature of the Park (a watch-dog role)
- b) To disseminate information on the Park to the public and act as a channel for public opinion. (a consultative role)
- c) To enable and encourage active support and promotion for the Park and its features. (an educational, and "hands on" role)
- d) To foster generally the on-going maintenance, development and survival of the Park.

4. MEMBERSHIP:

The categories of membership are:

- i. Honorary Life
- ii. Individual
- iii. Family
- iv. Student

The Committee may vary, remove, or add to these categories and determine other categories.

Honorary Life Member; any individual who, on the grounds of service rendered to the Park, has been nominated by a member of the Society in general meeting to membership for life. Such member shall not be liable for payment of any subscription, but shall be entitled to vote and otherwise exercise the rights of an individual member.

Individual Member; any individual, partnership or kindred body shall be eligible for membership as an individual member. Any member not an individual shall act by a representative appointed by it and notified to the Society and such representative shall be entitled to vote and otherwise exercise the rights of a member who is an individual.

Family Member; one adult with children under 18 years of age, or two adults with or without children under 18 years of age living together as a family, shall be eligible for family membership. At any meeting of the Society a Family Member shall be entitled to only one vote.

Student Member; any individual who presents evidence of enrolment in any full-time study course approved by the committee shall be eligible for membership as a student member. A student member upon leaving such course shall cease to be a student member but may upon payment of the appropriate subscription be eligible to be admitted to any other appropriate category of membership.

Membership commences when the Committee has approved application for membership and the applicant has paid the appropriate subscription. The Committee shall not be bound to give any reason for refusing to admit any applicant to membership, and the decision as to admission shall be entirely within the absolute discretion of the committee.

Membership ceases upon the receipt by the Committee of the written resignation of a financial member, or when the Committee resolves that a member whose subscription is more than six months in arrear shall no longer be a member.

If the Committee is of the opinion that the conduct of a member has been detrimental to the interests of the Society, it may by resolution suspend or terminate the membership as it feels fit. No such resolution shall be passed until the member concerned has been afforded the opportunity of showing just cause why suspension or termination of membership should not be proceeded with.

No member shall have any claim on any assets of the Society.

5. SUBSCRIPTIONS:

- a) Individual, Family and Student members shall pay an annual subscription.
- b) The subscriptions shall be such sums as the Annual General Meeting shall determine.
- c) Subscriptions shall be paid in advance of any month of the year determined by the Committee.

6. THE COMMITTEE:

- a) The Committee comprises:
 - i. The five officers of the Society referred to in clause 7;
 - ii. Six members of the Society elected at an Annual General Meeting ;
 - iii. The Committee may when necessary co-opt a maximum of two members, with their consent

Provided that:

The Committee shall have power to fill any casual vacancy of any elected member until the next Annual General Meeting.

- b) The ten elective members of the Committee shall be elected at the Annual General Meetings of the Society, the first election to be held in March 1996.
- c) A candidate for election must be nominated and seconded in writing by a member of the Society, and the candidate's written consent to act if elected must accompany the nomination, which must be lodged at the registered office of the Society or posted so as to reach that office in the ordinary course of post seven days before the Annual General Meeting.

Should insufficient nominations be received at that meeting. If more than sufficient nominations are received an election by secret ballot shall be conducted at the meeting.

- d) A member of the Society who has been elected to the Committee shall serve for no more than three consecutive years unless elected to higher office, and is not eligible for re-election until one year has elapsed.
- e) A member of the Committee vacates that position by:-
 - i. resignation by notice given in writing to the Committee,

- or oral notice at a meeting of the Committee; or
- ii. cessation of membership of the Society; or
- iii. absence from three consecutive meetings of the Committee without obtaining leave of absence from the Committee, or tendering an apology; or
- iv. incapacity for any reason to perform Committee duties.

7 OFFICERS:

- a) **The officers of the Society are;**

**President
Vice President
Honorary Secretary
Honorary Treasurer
Immediate Past President (ex officio)**

- b) **The term of office of the President and Vice President shall be a maximum of three years, and the incumbent shall not be eligible for re-election until one year has elapsed. The term of office of the Honorary Secretary and Honorary Treasurer shall normally be a maximum of three years, unless the Committee shall recommend otherwise.**
- c) **Election of the four elective officers shall be carried out in accordance with clause 6 (b), (c), and (e).**

8. MANAGEMENT

- a) **The control and management of the Society is vested in the Committee, which has all the powers necessary to fulfil the objects of the Society, including the powers to accept donations, gifts and legacies, to acquire and hold real and personal property and dispose of the same in such manner as the Committee deems desirable and to invest monies in investments authorised by law for the investment of trust funds.**
- b) **In exercising its powers, the Committee is obliged to give effect to decisions of the membership embodied in resolutions carried at a general meeting.**
- c) **The Committee shall meet when required and shall act by a majority vote of those members present.**
- d) **The Committee in accordance with the aims of the Society, shall request the New Plymouth District Council to appoint a liaison officer, to ensure communication between the Society and the Council; such officer to be entitled to attend committee meetings by invitation of the committee, but not to exercise a vote.**
- e) **The Committee shall cause minutes to be kept recording all resolutions and proceedings of General Meetings of the Society and of meetings of the Committee, and shall cause**

such minutes to be submitted for confirmation at the next meeting of the Society or the Committee, as the case may be, and for signature by the chairperson.

- f) The Committee may from time to time form special sub-committees from the membership, provided that not less than two members of any sub-committee shall be members of the Committee. Sub-committees shall report to the Committee.
- g) The Committee shall provide a Common Seal which shall incorporate the name of the Society. The Common Seal shall be under the control of the Committee, and shall be affixed to any document only under the direction of the Committee, and in the presence of the President or Vice President and one other member of the Committee who shall sign every instrument to which the seal of the Society is so affixed in their presence. The seal shall be in the custody of the Honorary Secretary.

9. MEETINGS

- a) The Society shall hold an Annual General Meeting within three months of the end of each financial year.
- b) The Committee may at any time convene a Special General Meeting and shall convene such a meeting on the written request of five members of the Committee, or ten members of the Society, the request in either case to state the nature of the business to be discussed.
- c) Not less than twenty-one days notice of the Annual General Meeting or of any Special General Meeting shall be given to all members posted to their last known address but any accidental omission to give notice to any member shall not invalidate the meeting. The date of receipt shall be deemed to be two days after posting.
- d) Voting by proxy at any General Meeting or meeting of the Committee is not allowed.
- e) At the Annual General Meeting the Committee shall present a written report on the activities in the preceding 12 months and on the financial position of the Society. A copy of the report shall be forwarded to the New Plymouth District Council, and a copy to the liaison officer.
- f) The business of the Annual General Meeting shall include:-
 - i. consideration of the minutes of the previous Annual General Meeting and of the unconfirmed minutes of any previous Special General Meeting;
 - ii. consideration of the Committee's annual report;
 - iii. election of elective members of the Committee;
 - iv. the appointment of an auditor for the ensuing year;
 - v. business of which written notice has been given not less than

- twenty-eight days before the meeting by posting to the Secretary at the Registered Office of the Society;
- vi. any other business which a majority of the members present at the meeting considers should be dealt with.
 - g) The business to be dealt with at any Special General Meeting shall be confined to:-
 - i. consideration of any unconfirmed minutes of a previous Special General Meeting;
 - ii. business of which written notice has been given at least twenty-eight days before the meeting by posting to the Secretary at the Registered Office of the Society.
 - h) In voting at a General Meeting, members of all categories shall be entitled to one vote only, which, except for the purpose of an election, shall be cast on the voices or by a show of hands. The Chairperson of a meeting has, however, a casting vote as well as a deliberative vote (see clause 10).

10. CHAIRPERSON

- i. The Chairperson at all general meetings shall be the President, in whose absence the Vice President (or if unavailable some other member of the Committee chosen by the meeting) shall take the chair.
- ii. The Committee shall elect a Chairperson from its members

11. QUORUM:

- a) The quorum at a general meeting shall be fifteen members.
- b) The quorum at a meeting of the Committee shall be five members.

12. FINANCE:

- a) All monies of the Society shall be banked in such bank or banks as the Committee shall from time to time determine.
- b) Cheques drawn on the Society's account are to be signed by any two of Honorary Secretary, Honorary Treasurer, President, and Vice President.
- c) The financial year of the Society shall be from 1 February to 31 January.
- d) The accounts of the Society, which are to be kept by the Honorary Treasurer, are to be audited annually by a member of the N.Z. Society of Accountants appointed by the Annual General Meeting.

13. BORROWING POWERS:

In carrying out the objects of the Society, the Committee shall be authorised to borrow only in terms of anticipated revenue, by way of bank overdraft.

14. USE OF INCOME AND OTHER FUNDS

- a) No part of the income or other funds of the Society may be used for the private pecuniary profit of any member nor used for any purpose that is not charitable in law.
- b) Notwithstanding clause 16 hereafter, this clause may not be altered or amended in any way, or rescinded other than with the permission of the Commissioner of Inland Revenue.

15. INDEMNITY OF OFFICERS:

No officer of the Society shall be liable for the acts, receipts, neglects or defaults of any other officer of the Society or for any loss occasioned by any error of judgement or oversight on his/her part or for any other loss damage or misfortune whatever, which shall happen in the execution of the duties of his/her office or in relation thereto unless the same happen through his/her wilful default or dishonesty.

16. ALTERATION OF CONSTITUTION

An alteration of this constitution may be made only at an Annual General Meeting or at a Special General Meeting called for this purpose, and subject to the following conditions:-

- a) Notice of the proposed alteration must be given to the Honorary Secretary in writing not less than thirty-five days before the meeting.
- b) The Annual General Meeting or a Special General Meeting must approve of the alteration by a two-thirds majority of those present and voting, either in the proposed or in substantially identical terms.

17. OFFICE OF THE SOCIETY:

The office of the Society shall be the residential address of the Honorary Secretary or in such other place as the Committee shall from time to time determine.

18. DISSOLUTION:

The Society may be dissolved by resolution passed at a general meeting and confirmed in accordance with the Incorporated Societies Act 1908. Upon the dissolution of the Society, and after payment of

the Society's debts the assets of the Society shall be transferred by the appropriate last officers of the Society to the New Plymouth District Council, for expenditure specifically on Pukekura Park.

19. INTERIM POWERS OF STEERING COMMITTEE

Until the election of a Committee at the inaugural Annual General Meeting of the Society, the powers and responsibilities of the Committee shall be vested in a Steering Committee.

Upon the Committee's election, the Steering Committee shall be dissolved, and its funds shall be transferred in whole to the Society's account.

