

Rules of the Waikato Macintosh Society Incorporated

1. Name

The name of the group shall be "Waikato Macintosh Society Incorporated".

2. Objects

The objects of the group shall be:

- a. To exchange and disseminate information among the members concerning the computer arts and sciences.
- b. To publish books, newsletters, magazines, and periodicals for the benefit and education of the members and general public.
- c. To conduct and sponsor seminars, lectures, and courses relating to the computer arts and sciences.
- d. To provide technical assistance to members of the group.
- e. To seek privileges and discounts for members.

3. Interpretation

- a. In the interpretation of this constitution (unless the context requires a different construction), "Group" shall mean the Waikato Macintosh Society Incorporated and "Committee" shall mean the Management Committee of the Group as specified in Rule 13(b) hereof.
- b. Words importing the singular shall include the plural and vice versa, words referring to one gender shall include all genders, and words importing persons shall include corporations.

4. Patron

A patron may be appointed at a general meeting, and shall hold office for a period of one calendar year.

5. Membership

- a. Membership of the group shall be open to those who support the group's objects and who pay the appropriate subscription as provided in Rule 8 hereof.
- b. There shall be the following categories of membership:
 - i. Individual members;
 - ii. Student members, being persons engaged in full time study, either at school or at a tertiary institution;
 - iii. Family members, being families that include one or more persons 18 years of age or over;
 - iv. Corporate members, being companies, firms, clubs, societies, and other organisations, whether or not incorporated in law.
 - v. Honorary members, being persons 18 years of age or over nominated by any member and approved by the management committee on an annual basis.
 - vi. Life Members. Any member of not less than five years' membership who has rendered outstanding services to the group may be elected as a Life Member. The Committee shall first consider every proposal for a Life Membership. If the Committee approves of the proposal, it will be submitted to a ballot at a General Meeting. A three-quarters majority of those members present and entitled to vote thereon shall be necessary to effect such election. A Life Member shall not be liable for payment of any annual subscription.

6. Application for Membership

An applicant for membership shall apply to the management committee, which may admit or refuse to admit any such applicant.

7. Cessation of Membership

- a. Persons or organisations shall cease to be members:
 - i. on resignation in writing;
 - ii. on failing to pay the appropriate subscription within one month of the due date in accordance with Rule 8(d);
 - iii. if, in the opinion of the management committee, they are no longer suitable for membership. Any member whose membership is terminated under this sub-clause shall have a right of appeal to a General Meeting provided notice of such appeal is given to the Secretary in writing within seven days of being advised of the reason(s) for termination. The Secretary shall forthwith call a special meeting in accordance with Rule 11(c)(i).

8. Subscriptions

- a. The annual subscriptions payable by the various categories of members shall be those set by resolution of the annual general meeting.
- b. A Life Member or Honorary Member shall pay no subscription for the year for which such membership is approved.
- c. The Subscription Year shall run for twelve calendar months, in alignment with the financial year defined in Rule 9. A new member's initial membership fee will be a *pro rata* payment covering the period from the date of a member's formal admission to the group under Rule 6 until the end of the Subscription Year.
- d. If the annual subscription of any member and any other monies owing to the Group shall remain unpaid after one month from their due date, the Member shall be deemed to be unfinancial and shall not thereafter (unless the Committee shall otherwise determine in special circumstances) be entitled to participate in any activities of the group or exercise any other privileges of membership until all such moneys shall have been paid.
- e. Officers of the group, as defined in Rule 13, may have their subscription reimbursed by the group following each year of service as an Officer. Any such reimbursement must be approved by the membership at the Annual General Meeting in accordance with Rule 12(c).

9. Financial Year

The financial year of the group shall commence on the 1st day of April in each year and conclude on the 31st day of March in the following year.

10. Financial Statements

Every year a financial statement shall be prepared in accordance with appropriate accounting practice, showing all the receipts and expenditure of the group since the preceding year's financial statement and a general statement of the funds and effects and liabilities and assets of the group. Every such statement shall be signed by the president and treasurer and laid before the Annual General Meeting.

11. General Meetings

- a. There shall be an Annual General Meeting of the group to be held not later than the 30th day of June in each year and the management committee shall give members 7 clear days' notice of such meeting.
- b. The business of the Annual General Meeting shall include:
 - i. The confirmation of the minutes of the previous annual general meeting, and any matters arising.
 - ii. The presentation and consideration of the annual report and annual accounts of the group (which shall be forwarded to members with the notice of the meeting), and any matters arising.
 - iii. The election of the Officers of the group and other members of the Management Committee.
- c. A special general meeting, at which only the business for which the meeting is convened shall be dealt with, shall be held at such time as the management committee may determine or within 21 days of receiving a request for such meeting signed by 20 members or 50% of financial membership, whichever is lesser, to discuss any particular matter that may arise during the year.
- d. Members shall be given 7 clear days' notice of general meetings and of the business to be discussed.

12. Procedure at General Meetings

- a. In order of precedence, the President, Vice-President, or another financial member of the group elected by the meeting shall be the chairman of the general meetings.
- b. Ten financial members being entitled to exercise a vote pursuant to Rule 12(d) hereof shall constitute a quorum at any general meeting.
- c. Except for the election of Life Members pursuant to Rule 5(b)(vi) and constitutional amendments pursuant to Rule 16 hereof, all resolutions proposed at general meetings shall be decided by a simple majority of those members present and entitled to vote pursuant to Rule 12(d) hereof, and in the event of an equality of votes the chairman of the meeting shall have a casting vote.
- d. At general meetings, financial members shall each have one vote except two votes may be exercised on behalf of a financial family member or financial corporate member if two or more persons 18 years of age or over representing such a member are present.
- e. Should a financial member be unable to attend a meeting for which a previously tabled or circularised motion is to be considered, they may cast their vote in writing, and prior to the date of the said meeting.

13. Management Committee and Officers

- a. The Officers of the group shall be the President, the Vice-President, the Secretary, and the Treasurer.
- b. There shall be a Management Committee comprising the Officers of the Club and two to eight other members being financial members of the group elected at the Annual General Meeting to hold office from the time of their election until the election of a Management Committee at the next succeeding Annual General Meeting.
- c. Candidates for election to the Management Committee shall be nominated and seconded by financial members present at the Annual General Meeting. Candidates so nominated and seconded may be elected in absentia provided they have formerly indicated in writing their acceptance of nomination.
- d. Should any of the Management Committee resign during their term of office or fail to attend three consecutive committee meetings without furnishing satisfactory reasons for such absence, he or she shall cease to be a member of the committee. Any vacancy so occasioned shall be filled by the powers, functions, and procedures of the Management Committee.

14. Management Committee Responsibilities

- a. The control of the affairs of the group shall be vested in the Management Committee.
- b. The Secretary shall keep minutes of all general meetings and meetings of the Management Committee.
- c. The Treasurer shall keep the accounts of the group, prepare estimates of income and expenditure for the Management Committee, and obtain the committee's authorisation for expenditure generally or specifically.
- d. The Management Committee shall operate a bank account in the group's name with signatories being any two of the President, Vice-President, Secretary, or Treasurer.
- e. The procedure for presiding over meetings of the Management Committee and for the adoption of resolutions shall be as provided for general meetings in Rule 12(a) and Rule 12(c). Three members of the committee shall constitute a quorum, provided that one of the three is an Officer of the group (as named in Rule 13(a)).
- f. The Management Committee may appoint sub-committees or, from time to time, ad hoc committees to deal with specific matters.
- g. The Management Committee may co-opt up to three group members to the committee, such members to have all the powers and responsibilities of elected members and to serve until the next succeeding Annual General Meeting.

15. Notice

Notices of all annual and special general meetings of the group shall be deemed to be duly given if emailed to the last known email address of each member not less than 7 days prior to the date of the meeting.

16. Constitutional Amendments

- a. This constitution may be amended by a resolution to that effect adopted at a general meeting provided that at least 7 clear days' notice of any such resolution has been given to members.
- b. No changes to the Dissolution rule (Rule 17) or the Private Pecuniary Benefit rule (Rule 21) shall be made without the approval of the Inland Revenue Department.

17. Dissolution

- a. The group may be dissolved by a resolution to that effect adopted at a general meeting provided that at least 14 clear days' notice of any such resolution has been given to members.
- b. Such general meeting shall determine the disposal of any property of the group remaining after its debts and liabilities have been discharged such property to be given or transferred to some other non-profit body having objects similar to those of the group, but not so as to benefit personally any member of the group.

18. Borrowing Power

The group may with the authority of a resolution of a general meeting borrow money for the purpose of the group and may secure the repayment thereof on all or any of the assets of the group specified in such resolution by way of mortgage or charge thereon or otherwise howsoever or upon no security.

19. Miscellaneous

- a. Neither the group nor its officers or members shall be liable for damage caused to members' property or equipment, whether such damage is caused intentionally, negligently, or in any other way, nor any economic or consequential loss resulting from such damage.
- b. The group shall not be liable for any damages arising out of any accident happening to any member of the group during the use of any of the group's plant, apparatus, equipment, facilities, or amenities, or from the occupation of any buildings belonging to the group, whether financial or otherwise.
- c. Devices or programs shown or described at group meetings may embody patents or copyright. Information is furnished without responsibility for its use and without prejudice to any such rights.
- d. All reasonable precautions are taken by the group to ensure that the advice and information given is reliable. However, the group can accept no responsibility or liability for it.
- e. The copying of non-public domain software by members at any group meeting or activity is expressly prohibited.
- f. No member shall claim against the group for anything for which the group by this constitution does not accept responsibility or liability.

20. Disputes

If a dispute arises at any time in respect of a matter which is not provided for in these rules or any doubt exists as to the interpretation of these rules or any other matter shall arise pertaining to the group, its property or interests, the same shall be determined by the Management Committee, whose decision shall be conclusive and binding on all members unless revoked at a general meeting held not later than the next following Annual General Meeting.

21. Private Pecuniary Benefit

- a. No member of the group shall derive or be permitted to derive any private pecuniary benefit by reason of any office held or membership of the group.
- b. Should any member be engaged to perform and be paid for professional or other services for or on behalf of the group, that member shall in no way be permitted to participate in or influence any decision made by the group in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever.
- c. Any such payment shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).
- d. The provisions and effect of this rule shall not be removed from this document, and shall be included and implied into any document replacing this document.